NEXOME CAPITAL MARKETS LIMITED
(formerly SMIFS Capital Markets Limited)

15th July, 2026

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

Dear Sir,

Sub: Annual Report of the Company for the year ended 2025-2026- AGM to be held on August 11, 2026

Pursuant to Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed please find a copy of the Annual Report of our Company for the year ended 31st March, 2026 for your record.

Yours faithfully,
For Nexome Capital Markets Limited

SANJANA GUPTA

Digitally signed by SANJANA GUPTA
Date: 2026.07.15 14:28:56 +05'30'

(Sanjana Gupta)
Company Secretary cum Compliance Officer

NEXOME CAPITAL MARKETS LIMITED
KOLKATA

ANNUAL REPORT 2025-26

NEXOME CAPITAL MARKETS LIMITED

(Formerly SMIFS Capital Markets Limited)

Nexome Capital Markets Limited

(Formerly SMIFS Capital Markets Limited)

CONTENTS

Nexome Capital Markets Limited

(Formerly SMIFS Capital Markets Limited)
CIN : L74300WB1983PLC036342

BOARD OF DIRECTORS

Mr. Utsav Parekh	-	Chairman
Mr. Kishor Shah	-	Managing Director
Mr. Samarth Parekh	-	Joint Managing Director (w.e.f. 08.04.2025)
Mr. Saharsh Parekh	-	Non Executive Director (w.e.f. 23.05.2025)
Mr. Nitin Daga	-	Independent Director
Mr. Pratik Ghose	-	Independent Director
Mrs. Pushpa Mishra	-	Independent Director
Mr. Anil Kumar Murarka	-	Independent Director(w.e.f. 04.04.2025)

CFO-CUM-VICE PRESIDENT (FINANCE & TAXATION)

Mr. Shreemanta Banerjee

COMPANY SECRETARY CUM COMPLIANCE OFFICER

Mrs. Sanjana Gupta

REGISTERED OFFICE

"Vaibhav" (4F), 4 Lee Road, Kolkata -700 020
Phone : (033) 2290-7400 / 7401 / 7402
E-mail : ncml@nexomegroup.com, smifcap@gmail.com

AUDITORS

S. K. Agrawal and Co. Chartered Accountants LLP
Chartered Accountants

BANKERS

HDFC Bank Ltd.
State Bank of India
ICICI Bank

REGISTRAR & SHARE TRANSFER AGENT

M/s Maheshwari Datamatics Private Ltd
23, R. N. Mukherjee Road, 5th Floor
Kolkata - 700 001
Phone : (033) 2243-5029, 2248-2248
E-mail : mdpldc@yahoo.com

Nexome Capital Markets Limited

(Formerly SMIFS Capital Markets Limited)

CIN : L74300WB1983PLC036342
Regd. Office : 'Vaibhav', 4F, 4 Lee Road, Kolkata - 700 020
Phone : (033) 2290-7400 / 7401 / 7402
E-mail : ncml@nexomegroup.com, Website : www.nexomecap.com

NOTICE

NOTICE is hereby given that the Forty-Third Annual General Meeting of the members of **NEXOME CAPITAL MARKETS LIMITED (Formerly SMIFS Capital Markets Limited)** will be convened on Tuesday, August 11, 2026, at 11:00 a.m. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following business :

ORDINARY BUSINESS :

1. **Adoption of Financial Statements**

   To receive, consider and adopt the Audited Balance Sheet of the Company as at March 31, 2026, the Statement of Profit & Loss and the Statement of Cash Flows for the year ended on that date and the Reports of the Board of Directors and the Auditors thereon.

2. **Re-appointment of Director retiring by rotation**

   To re-appoint Mr. Saharsh Parekh (DIN: 03315239), who retires by rotation at this AGM in terms of Section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for re-appointment.

3. **Declaration of Final Dividend**

   To declare a final dividend of Rs.1.50 per equity share of face value of Rs.10/- each, as recommended by the Board of Directors, for The Financial Year ended March 31, 2026.

SPECIAL BUSINESS

4. **CONTINUATION OF MR. KISHOR SHAH AS MANAGING DIRECTOR AFTER ATTAINING THE AGE OF 70 YEARS**

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

   "**RESOLVED THAT** pursuant to the provisions of Section 196(3) read with Sections 196, 197, 198, 203, Schedule V, and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and based on the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors of the Company at its meeting held on May 25, 2026, the consent of the Members of the Company be and is hereby accorded for the continuation of office as Managing Director of Mr. Kishor Shah (DIN: 00170502), upon his attaining the age of 70 (seventy) years on August 30, 2026, for the remainder of his existing term up to March 31, 2027, on the existing terms and conditions of appointment including remuneration."

"**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorised to do all such acts, deeds, matters, and things as may be considered necessary, proper, or expedient to give effect to this resolution, including but not limited to filing the necessary e-forms with the Registrar of Companies, Ministry of Corporate Affairs, and making necessary intimations to the Stock Exchanges where the shares of the Company are listed."

Regd. Office :
'Vaibhav' (4F), 4 Lee Road
Kolkata - 700 020

The 25th day of May, 2026

By Order of the Board

Sd/-
(Sanjana Gupta)
Company Secretary-cum-Compliance Officer

NOTES :

1. The Ministry of Corporate Affairs ("MCA") vide General Circular No. 03/2025 dated September 22, 2025 read with earlier circulars issued in this regard ("MCA Circulars") and SEBI vide Circulars issued from time to time have permitted companies to conduct Annual General Meetings through VC/OAVM without physical presence of Members at a common venue. Accordingly, in compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI Listing Regulations and MCA Circulars, the 43rd AGM of the Company is being held through VC/OAVM.

2. Since the AGM is being conducted through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by Members under Section 105 of the Act will not be available and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

3. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 setting out the material facts in respect of the business under Item no. 4 set out in this Notice and the details specified under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meeting (SS-2) issued by the Institute of Company Secretaries of India, is annexed hereto. Pursuant to the Companies Act, 2013, the documents related to aforesaid resolutions are open for inspection at the registered office of the Company during business hours till the conclusion of the ensuing Annual General Meeting.

4. Details pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 ("SS-2") issued by the Institute of Company Secretaries of India in respect of Directors seeking appointment/re-appointment form part of this Notice

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

6. Pursuant to Section 91 of the Companies Act, 2013 and Regulation 42 of SEBI Listing Regulations, 2015, the Register of Members and Share Transfer Books of the Company shall remain closed from Wednesday, August 5, 2026 to Tuesday, August 11, 2026 (both days inclusive) for the purpose of the AGM only and shall not determine dividend entitlement.

7. The Record Date for determining entitlement of Members to the final dividend for the financial year ended March 31, 2026, shall be Friday, July 31, 2026.

8. Subject to approval of Members at the AGM, the final dividend shall be paid within 30 days from the date of declaration after deduction of tax at source, as applicable.

9. Members may note that pursuant to the provisions of the Income-tax Act, 2025, dividend income is taxable in the hands of shareholders, and the Company is required to deduct tax at source ("TDS") from dividend paid to Members at prescribed rates. Members are requested to update their PAN and other details with the Depositories/RTA. Resident shareholders may submit Form 121, if applicable, and non-resident shareholders may submit relevant tax residency documents for claiming applicable DTAA benefits.

10. In compliance with MCA Circulars and SEBI Circular dated May 12, 2020, the Notice of AGM and Annual Report for FY 2025-26 are being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories.

11. The Notice and Annual Report shall also be available on:

    - www.nexomecap.com
    - www.bseindia.com
    - www.evotingindia.com

12. Members holding shares in physical form are requested to update PAN, nomination, contact details, bank account details and specimen signature in terms of SEBI Master Circular dated May 07, 2024.

13. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, mobile number, PAN, nomination, bank details etc. to their Depository Participants in case shares are held in demat form and to the Registrar and Share Transfer Agent ("RTA") in case shares are held in physical form.

14. Members are requested to consolidate multiple folios held in identical names.

15. Members holding shares in physical form are advised to dematerialise their holdings pursuant to SEBI Regulations mandating transfer of securities only in dematerialised form.

16. The Company has appointed Central Depository Services (India) Limited ("CDSL") for providing remote e-voting facility and e-voting during the AGM.

17. Pursuant to Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Listing Regulations, the Company is providing remote e-voting facility to its Members.

18. The cut-off date for determining eligibility for remote e-voting and e-voting during AGM shall be Tuesday, August 4, 2026.

19. The remote e-voting period shall commence on Saturday, August 8, 2026, at 9:00 A.M. (IST) and shall end on Monday, August 10, 2026 at 5:00 P.M. (IST). The remote e-voting module shall thereafter be disabled by CDSL.

20. The EVSN for the purposes of e-voting shall be communicated separately and shall also be made available on the CDSL website.

21. Members who have cast their vote through remote e-voting prior to the AGM may attend the AGM through VC/OAVM but shall not be entitled to vote again.

22. The facility for participation through VC/OAVM shall be made available to at least 1,000 Members except large shareholders, promoters, institutional investors, directors, KMPs, chairpersons of committees, auditors etc. on first come first served basis in accordance with MCA Circulars.

23. Institutional/Corporate shareholders intending to authorise representatives to attend and vote at the AGM are requested to send certified true copy of Board Resolution/Authorisation Letter to the Scrutinizer and the Company.

24. The Board of Directors has appointed Mr. Sudhansu Sekhar Panigrahi, Practising Company Secretary (ACS No. 23187; CP No. 19649), as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

25. The Scrutinizer shall submit his report not later than two working days from conclusion of AGM and the results shall be declared and hosted on:

    - www.nexomecap.com
    - www.evotingindia.com

    The results shall simultaneously be communicated to BSE Limited.

26. Members desirous of speaking at the AGM may register themselves as speakers by sending their request at least 7 days before the AGM at ncml@nexomegroup.com mentioning their name, DP ID/Client ID/Folio No., email address and mobile number.

27. Members who do not wish to speak during the AGM but have queries may send their queries in advance at ncml@nexomegroup.com.

28. All documents referred to in this Notice and the Explanatory Statement shall be available electronically for inspection by the Members up to the date of AGM. Members seeking inspection may send an e-mail request to ncml@nexomegroup.com.

29. Since the AGM is being conducted through VC/OAVM, the Route Map is not annexed to this Notice.

The instructions for shareholders voting electronically are as under:

CDSL e-Voting System – For E-voting

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.

2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 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.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.nexomecap.com The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.

7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020, and MCA Circular No. 17/2020 dated April 13, 2020, and MCA Circular No. 20/2020 dated May 05, 2020.

8. In continuation to this Ministry's General Circular No. 20/2020 dated 05.05.2020, General Circular No. 02/2022 dated 05.05.2022, General Circular No. 10/2022 dated 28.12.2022 and General Circular No. 03/2025 dated 22.09.2025, and after due examination, it has been decided to allow companies whose AGMs are due in the Year 2025 or 2026, to conduct their AGMs through VC or OAVM on or before 30th September, 2026 in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 05.05.2020.

THE INSTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

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

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

(i) The remote e-voting period shall begin at 9:00 a.m. (IST) on Saturday, August 08, 2026, and end at 05:00 p.m. (IST) on Monday, August 10, 2026. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Tuesday, August 04, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

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

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

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

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

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

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

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

Type of Shareholders	**Login Method**
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from 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, users will be able to see the e-Voting option where the e-voting is in progress and able to directly access the system of all e-Voting Service Providers.

Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on **company name or e-Voting service provider name** and you will be re-directed to **e-Voting service provider website** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

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

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

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

2) Click on "Shareholders" module.

3) Now enter your User ID

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

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

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

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

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

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

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

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

(v) Click on the EVSN for Nexome Capital Markets Limited on which you choose to vote.

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

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

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

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

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

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

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

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

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board

Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; ncml@nexomegroup.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

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

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

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

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

5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at ncml@nexomegroup.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance at least **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at ncml@nexomegroup.com. These queries will be replied to by the company suitably by email.

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

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

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

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

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

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

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

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

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager (CDSL), Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400 013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

Other Instructions :

(A) Those Members, who will be present in the AGM through VC / OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.

(B) The Members who have cast their vote by remote e-voting prior to the AGM may also attend / participate in the AGM through VC / OAVM, but shall not be entitled to cast their vote again.

(C) The remote e-voting period commences on Saturday, August 08, 2026, at 9:00 A.M. (IST) and ends at 05.00 P.M. (IST) on Monday, August 10, 2026. During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Tuesday, August 04, 2026, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter.

(D) The voting rights of the members shall be in proportion to their shares in the paid-up equity share capital of the Company as on Tuesday, August 04, 2026.

(E) Subject to the receipt of the requisite number of votes, the Resolutions forming part of the Notice of the Annual General Meeting shall be deemed to be passed on the date of the AGM, i.e., Tuesday, August 11, 2026.

(F) The Board of Directors has appointed Mr. Sudhansu Sekhar Panigrahi, Practicing Company Secretary (Membership No. ACS 23187, Certificate of Practice No. 19649), as the Scrutinizer to scrutinize the remote e-voting process and e-voting during the AGM in a fair and transparent manner, whose e-mail address is sudhansuspanigrahi@yahoo.co.in

(G) The Scrutinizer shall after the conclusion of voting at the Annual General Meeting will first count the votes cast at the Meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in employment of the Company and shall make, not later than two working days of the conclusion of the General Meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting.

(H) The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.nexomecap.com and the website of CDSL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited.

(I) The Scrutinizer shall not later than two working days of the conclusion of the General Meeting, unblock the votes in the presence of at least 2 witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.

(J) All documents referred to in the accompanying Notice shall be open for inspection by the Members by writing an e-mail to the Company Secretary at ncml@nexomegroup.com.

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

Regd. Office :
'Vaibhav' (4F), 4 Lee Road
Kolkata - 700 020

The 25th day of May, 2026

By Order of the Board

Sd/-
(Sanjana Gupta)
Company Secretary-cum-Compliance Officer

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 4 : (SPECIAL BUSINESS, SPECIAL RESOLUTION)

Mr. Kishor Shah (DIN: 00170502) was re-appointed as Managing Director of the Company for a period of three years with effect from April 1, 2024 up to March 31, 2027 pursuant to approval of the Board of Directors and Members of the Company.

Mr. Kishor Shah shall attain the age of 70 years on August 30, 2026 during his present tenure.

Pursuant to Section 196(3)(a) of the Companies Act, 2013, continuation of employment of a Managing Director after attaining the age of 70 years requires approval of Members by way of Special Resolution. Mr. Kishor Shah possesses over 47 years of rich and varied experience in the financial services sector, specifically in capital markets, investment banking, mergers and acquisitions, and corporate advisory. Under his visionary leadership and strategic guidance, Nexome Capital Markets Limited has significantly expanded its merchant banking operations, strengthened its regulatory compliance framework, and delivered consistent value to its stakeholders.

Considering his vast industry experience, strategic leadership capabilities and continued contribution to the growth and overall management of the Company, the Board of Directors, based on recommendation of the Nomination and Remuneration Committee, approved continuation of his directorship as Managing Director after attaining the age of 70 years for the remainder of his existing term up to March 31, 2027, on existing terms and conditions of appointment, including remuneration.

Accordingly, based on the performance evaluation and the recommendation of the Nomination and Remuneration Committee, the Board of Directors at its meeting held on May 25, 2026 approved the continuation of the tenure of Mr. Kishor Shah as the Managing Director of the Company upon his attaining the age of 70 years, for the remaining period of his existing term, on the existing terms and conditions of his appointment, including remuneration.

The additional information required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable Secretarial Standards is annexed as **Annexure-I**.

The Board of Directors considers that the continuation of Mr. Kishor Shah as the Managing Director is in the best interest of the Company and therefore recommends the Special Resolution set out at Item No. 4 for the approval of the Members.

Except Mr. Kishor Shah, none of the Directors or Key Managerial Personnel or their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

ANNEXURE - I

Additional information of Director seeking appointment/ re-appointment as required under Regulation 36(3) of the Listing Regulation, 2015 and applicable Secretarial Standards and Schedule V of the Companies Act, 2013 :

Name of the Director	Mr. Kishor Shah
DIN	00170502
Date of Birth & Age	August 30, 1956; (Age: 69 years) (will attain 70 years on August 30, 2026)
Date of first appointment	31.01.2002
Qualification	B.Com (Hons),ACA, ACS
Brief resume and expertise in functional area	Mr. Kishor Shah possesses over four decades of robust experience in Capital Markets, Corporate Finance, and Advisory Services. He has been instrumental in spearheading the Company's strategic initiatives and ensuring strict regulatory compliance.
Terms of Appointment	Mr. Kishor Shah was re-appointed as Managing Director for 3 (three) consecutive years with effect from April 01, 2024 till March 31, 2027. Continuation as Managing Director for the remainder of his existing term up to March 31, 2027on the existing terms and conditions.
No. of equity shares held in the Company	NIL
Directorship in other Companies	• Nexome Capital Services Limited (Formerly SMIFS Capital Services Limited) • Nexome Wealth Management Limited • Texmaco Infrastructure & Holdings Limited • Magma Ventures Private Limited • Suvarna Commercials Private Limited
Listed Entities from which he has resigned as Director in past 3 years	NIL
Chairperson / Member of Committee in other Indian Public Limited Companies as on 31.03.2026 # (C=Chairperson) (M=Member)	• Texmaco Infrastructure & Holdings Limited i. Audit Committee-(M) ii. Stakeholder Relationship Committee-(C) iii. Corporate Social Responsibility-(M)
Member/Chairperson in the Committee of the Board of directors of the Company #	• Stakeholders Relationship Committee - Member • Corporate Social Responsibility Committee - Member

Relationship with other Directors	NIL
Number of Board meetings attended during the year	7/8
Remuneration paid during the year 2025-26	Rs.140.54 Lacs
Remuneration sought to be paid to attend meetings of the Board/ Committee	Not Applicable
Information as required under Circular No. LIST/COMP/14/2018- 19 dated June 20, 2018, issued by BSE	He is not debarred from holding the office of Director by virtue of any order of SEBI or any other authority.

Regd. Office :
'Vaibhav' (4F), 4 Lee Road
Kolkata - 700 020

The 25th day of May, 2026

By Order of the Board

Sd/-
(Sanjana Gupta)
Company Secretary-cum-Compliance Officer

ANNEXURE TO THE NOTICE

Details of Director retiring by rotation seeking re-appointment at the forthcoming Annual General Meeting

[Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2]

Name of the Director	Mr. Saharsh Parekh
DIN	03315239
Date of Birth & Age	September 15, 1985 (Age: 40 years)
Date of first appointment	May 23, 2025
Qualification	Bachelor's Degree in Economics
Brief Profile / Experience / Expertise	Mr. Saharsh Parekh holds a Bachelor's Degree in Economics from the University of Illinois. Mr. Saharsh Parekh has extensive experience in Financial services and Real Estate field. His leadership and domain knowledge contribute effectively to the Company's growth and governance framework.
Terms and Conditions of Re-appointment	Liable to retire by rotation and, being eligible, offers himself for re-appointment in accordance with the provisions of Section 152(6) of the Companies Act, 2013.
Shareholding in the Company (as on 31st March, 2026)	NIL
Directorship in other Companies	• Stewart Investment & Financial Private Limited • Goodwin Realtors Private Limited • Nexome Real Estates Private Limited • Goodwin Builders Private Limited • Lend Lease Company (India) Limited • Ratnakar Enclave Private Limited • Kolkata Games and Sports Private Limited • Progressive Star Finance Private Limited • Rubberwood Sports Private Limited • Aravali Enclave Private Limited • Lifelong Renewables Private Limited
Listed Entities from which he has resigned as Director in past 3 years	NIL

Chairperson / Member of Committee in other Indian Public Limited Companies as on 31.03.2026 #(C= Chairperson) (M= Member)	NIL
Member/Chairperson in the Committee of the Board of directors of the Company #	NIL
Relationship with other Directors	Mr. Saharsh Parekh is the son of Mr. Utsav Parekh who is the Chairman of the Company and brother of Mr. Samarth Parekh who is the Joint Managing Director of the Company.
Number of Board meetings attended during the year	5/6
Remuneration paid during the year 2025-26 per annum	Rs. 1.50 Lacs (by way of sitting fees)
Remuneration sought to be paid to attend meetings of the Board/ Committee	He shall be paid remuneration by way of sitting fees for attending meetings of the Board.
Skills and capabilities required for the role and the manner in which the proposed Director meets such requirements	The Board considers Mr. Parekh's expertise in capital markets, financial strategy, and governance as aligned with the Company's business requirements. His experience and leadership skills enable him to contribute effectively to Board deliberations and strategic decision-making.
Information as required under Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, issued by BSE	He is not debarred from holding the office of Director by virtue of any order of SEBI or any other authority.

Regd. Office :
'Vaibhav' (4F), 4 Lee Road
Kolkata - 700 020

The 25th day of May, 2026

By Order of the Board

Sd/-
(Sanjana Gupta)
Company Secretary-cum-Compliance Officer

DIRECTORS' REPORT

TO THE MEMBERS,

Your Directors have the pleasure of presenting the Forty Third Annual Report of the Company together with the Audited Financial Statements for the year ended March 31, 2026.

1. (a) FINANCIAL SUMMARY OR HIGHLIGHTS/ PERFORMANCE OF THE COMPANY

(Rs. in Lakhs)

Particulars	Year ended 31.03.2026	Year ended 31.03.2025
Profit before Interest, Depreciation & Tax	1990.90	324.95
Less: Finance Charge	45.47	8.45
Profit before Depreciation & Tax	1945.43	316.50
Less: Depreciation / Amortization	183.69	52.15
Profit before Exceptional items and Tax	**1761.74**	**264.35**
Less: Exceptional Items	194.26	58.53
Profit before Tax	1567.48	205.82
Less: Tax Expenses – Current / Earlier years	493.53	43.52
Less: Deferred Tax for the year	(83.18)	44.34
Profit after Tax	**1157.13**	**117.96**
Profit brought forward from earlier year	1594.96	1462.21
Less: Loss/(Profit) transfer from OCI Reserve	51.35	(14.79)
Profit available for Appropriation	**2700.74**	**1594.96**
APPROPRIATIONS	-	-
Profit carried to Balance Sheet	**2700.74**	**1594.96**

(b) PERFORMANCE, STATE OF COMPANY'S AFFAIRS AND CHANGE IN NATURE OF BUSINESS:

The Company achieved a significant improvement in financial performance during the year under review. The Company's Profit Before Tax for the year amounted to Rs. 1567.48 Lakhs (previous year Rs.205.82 Lakhs) an increase of 661.55 %.

The Net Worth of the Company as on March 31, 2026, was Rs.14,603.95 lakhs (previous year Rs.11,294.30 lakhs).

In Financial Year 2025-26, the Company changed its name from 'SMIFS Capital Markets Limited' to 'Nexome Capital Markets Limited' with effect from April 17, 2025. However, there has been no change in the nature of business of the Company during the year under review.

(c) CAPITAL

The paid-up Equity Share Capital of the Company as of March 31, 2026, stood at Rs. 881.55 lakhs comprising 88,15,500 equity shares of Rs. 10/- each.

As of the date of this Report, the enhanced paid-up Equity Share Capital of the Company stands at Rs. 1,073.55 lakhs comprising 1,07,35,500 equity shares of Rs. 10/- each.

I. Raising of funds during the financial year through Rights Issue

During the Financial Year under review, the Company successfully raised an aggregate amount of Rs. 2,203.88 lakhs by way of a Rights Issue. The issue involved allotment of 29,38,500 fully paid-up Equity Shares with a face value of Rs. 10/- each, issued for cash at Rs. 75 per share, including a premium of Rs. 65 per share. The allotment of these shares resulted in an increase in the Paid-up Share Capital from Rs. 587.70 lakhs to Rs. 881.55 lakhs.

The funds raised through this Rights Issue are being utilized for the specific objectives stated in the Letter of Offer i.e investing in shares and in mutual fund schemes and investment in government securities to comply with the enhanced liquid net worth requirements prescribed under the SEBI (Merchant Bankers) Amendment Regulations, 2025, and for general corporate purposes.

II. Increase in Share Capital subsequent to the Financial Year 2025-26 (Preferential Allotment of Equity shares by Conversion of Warrants)

Earlier, on October 25, 2024, the Company had issued and allotted 19,20,000 Equity Convertible Warrants on a preferential basis to Promoter and Non-Promoter categories at an issue price of Rs. 64/- per warrant. Subsequently, after the closure of the financial year under review, on April 20, 2026, on receiving the balance 75% of the issue price aggregating to Rs. 921.60 lakhs the Company has allotted 19,20,000 fully paid-up Equity Shares on the conversion of these Warrants.

(d) DIVIDEND

Keeping in view the Company's financial performance for the year under review, your Board of Directors is pleased to recommend a dividend of Rs. 1.50 (15%) per equity share of face value of Rs. 10/- each for the Financial Year ended March 31, 2026.

The payment of the proposed dividend is subject to the approval of the Members at the ensuing Forty-Third Annual General Meeting (AGM) scheduled to be held on Tuesday, August 11, 2026. If approved by the Members, the dividend will be paid within 30 days from the date of the AGM to those Shareholders whose names appear in the Register of Members or as beneficial owners in the records of the Depositories as on the Record Date, being Friday, July 31, 2026.

Pursuant to the provisions of the Income-tax Act, 2025, dividend paid or distributed by the Company is taxable in the hands of the shareholders. Accordingly, the Company will make the payment of the said dividend after deducting tax at source (TDS) at the applicable statutory rates. Members are requested to update their PAN and submit the requisite tax exemption forms (such as Form 121 or relevant DTAA documents for non-residents) with their respective Depository Participants or the Company's Registrar and Share Transfer Agent (RTA) to facilitate seamless processing.

(e) TRANSFER TO INVESTOR EDUCATION AND PROTECTION FUND

In terms of Sections 124 and 125 of the Companies Act, 2013 read with Investor Education and Protection Fund Authority (Accounting, Auditing, Transfer and Refund) Rules, 2016 (IEPF Rules), the dividend amount that remains unclaimed for a period of seven years or more is required to be transferred to the IEPF administered by the Central Government, along with the corresponding shares to the demat account of IEPF Authority.

During the year, the Company transferred unclaimed and un-encashed dividends for the year 2017-18 (Final) to IEPF. Further, the corresponding shares on which dividends remained unclaimed for seven consecutive years were transferred to the IEPF, in accordance with the Rules. The details of the resultant benefits arising out of shares already transferred to the IEPF, as well as the year-wise amounts of unclaimed and un-encashed dividends lying in the unpaid dividend account up to the year-end, have been uploaded on the Company's website at www.nexomecap.com and to the MCA portal.

(f) MANAGEMENT DISCUSSION AND ANALYSIS

Management Discussion and Analysis of the financial condition and of the operations of the Company for the year under review, as required under Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is presented in a separate section forming an integral part of this Annual Report and marked as **"Annexure A".**

2. FINANCE

The Company continues to focus on judicious management of its working capital. The Company's long-term debt as on 31st March, 2026 was Rs. 353.01 lakhs (Previous Year- Rs. 297.32 lakhs). Cash and bank balances as on 31st March, 2026 is Rs. 658.88 lakhs (Previous Year- Rs. 104.17 lakhs)

3.1 DEPOSITS

The Company has not accepted any deposits falling within the ambit of Section 73 of the Companies Act, 2013 and The Companies (Acceptance of Deposits) Rules, 2014 from the public.

3.2 PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The particulars regarding loans, guarantees and investments made by the Company under Section 186 of the Companies Act, 2013, and its wholly-owned subsidiaries, namely, Nexome Capital Services Limited (Formerly SMIFS Capital Services Limited) and Nexome Wealth Management Limited have been disclosed in the Notes to the Financial Statements. Investment in mutual funds scheme as on 31st March, 2026 was Rs. 834.03 lakhs. (Previous Year- Rs. 164.90 lakhs).

4. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has an Internal Financial Control System, commensurate with the size, scale, and complexity of its operations, specifically with reference to the Financial Statements. The Internal Audit monitors and evaluates the efficacy and adequacy of the internal control system in the Company, its compliance with operating systems, accounting procedures and policies of the Company and its subsidiaries. Based on the report of internal auditors, corrective actions are undertaken in the respective areas, thereby strengthening controls. Significant audit observations and corrective actions taken thereon are presented to the Audit Committee of the Board. The Company, vide its meeting of Committee of Directors held on March 31, 2025, has decided to implement Cybersecurity and Cyber Resilience Framework (CSCRF) w.e.f. April 01, 2025, in compliance with SEBI Circular No. SEBI/HO/ITD-1/ ITD_CSC_EXT/ P/ CIR/ 2024/ 113 on Cybersecurity and Cyber Resilience Framework (CSCRF) for SEBI regulated entities which is mandatory for all the Merchant Bankers.

5. SUBSIDIARY COMPANY(IES)

As on March 31, 2026, there are two Wholly-Owned Subsidiary Companies namely, Nexome Capital Services Limited (Formerly SMIFS Capital Services Limited) and Nexome Wealth Management Limited. Statement required under Section 129(3) of the Companies Act, 2013 in respect of the Subsidiary Companies is attached herewith.

5.1 INCORPORATION OF WHOLLY OWNED SUBSIDIARY IN THE NAME OF NEXOME WEALTH MANAGEMENT LIMITED

A Wholly Owned Subsidiary in the name of '**NEXOME WEALTH MANAGEMENT LIMITED**' having Registered Office in Kolkata, with an Authorized Capital of Rs. 100 Lakhs divided into 10,00,000 Equity Shares of Rs. 10 /- each was incorporated on July 22, 2025, as per the Companies Act, 2013. The Company was incorporated with the objective of providing corporate advisory services in wealth management and related areas.

FINANCIAL SUMMARY OR HIGHLIGHTS/ PERFORMANCE OF THE SUBSIDIARY COMPANIES:

(A) NEXOME CAPITAL SERVICES LIMITED (FORMERLY SMIFS CAPITAL SERVICES LIMITED)

(Rs.in Lakhs)

Particulars	Year ended 31.03.2026	Year ended 31.03.2025
Profit/(Loss) before Interest, Depreciation & Tax	(80.89)	0.71
Less: Finance Charge	0.19	0.35
Profit/(Loss) before Depreciation & Tax	(81.08)	0.36
Less: Depreciation / Amortization	1.38	2.01
Profit/ (Loss) before Tax	**(82.46)**	**(1.65)**
Less : Tax Expenses	(0.04)	0.34
Profit/ (Loss) after Tax	**(82.42)**	**(1.31)**
Profit/(Loss) brought forward from earlier years	(46.95)	(45.64)
Profit/(Loss) carried to Balance Sheet	(129.37)	(46.95)

(B) NEXOME WEALTH MANAGEMENT LIMITED

(Rs.in Lakhs)

Particulars	Year ended 31.03.2026	Year ended 31.03.2025
Profit/(Loss) before Interest, Depreciation & Tax	(3.41)	Not Applicable
Less: Finance Charge	-	Not Applicable
Profit/(Loss) before Depreciation & Tax	(3.41)	Not Applicable
Less: Depreciation / Amortization	-	Not Applicable
Profit/ (Loss) before Tax	**(3.41)**	**Not Applicable**
Less : Tax Expenses	-	Not Applicable
Profit/ (Loss) after Tax	**(3.41)**	**Not Applicable**
Profit/(Loss) brought forward from earlier years	-	Not Applicable
Profit/(Loss) carried to Balance Sheet	(3.41)	Not Applicable

5.2 CONSOLIDATED FINANCIAL STATEMENTS

In accordance with the provisions of Section 129(3) of the Companies Act, 2013, read with the Companies (Accounts) Rules, 2014 and Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Consolidated Financial Statements of the Company and its subsidiaries have been prepared in accordance with the applicable Indian Accounting Standards (Ind AS). The Audited Consolidated Financial Statements, together with the Independent Auditor's Report thereon, form an integral part of this Annual Report.

6. YEAR IN RETROSPECT AND FUTURE OUTLOOK

The Financial Year 2025-26 began on a promising note as financial markets exuded greater optimism, and global central banks steered their economies towards a soft landing. However, the markets corrected as President of USA announced his intention to levy tariffs on many countries. President Trump sparked trade tensions under his "America First Trade Policy," threatening reciprocal tariffs. During the year, President Trump increased tariffs on India from 25% to 50% as India was importing cheaper crude oil from Russia. However, India and USA could negotiate a favourable trade treaty but before the same could be implemented, U.S. Supreme Court decided that levying such tariffs was illegal and thereafter the tariffs were levied only at 10% on all the trade partners by USA.

On February 28, 2026, the global geopolitical landscape was severely disrupted by the outbreak of the war in Iran, which began with United States and Israel striking Iranian military assets and leadership. This attack quickly escalated into a regional war with widespread ramifications for critical supply chains. The International Energy Agency has characterized the situation as the "largest supply disruption in the history of the global oil market". Iran's effective closure of the Strait of Hormuz—a strategic maritime route through which roughly 20 million barrels of crude oil and petroleum products per day, as well as 20% to 30% of global fertilizer exports, pass—has caused a massive global energy shock. The brent crude oil future price went up from around US$ 65 per barrel to currently around US$105 per barrel.

As of late May 2026, the continued blockade and regional instability have pushed Brent crude oil above $105 a barrel as stalled US-Iran negotiations kept supply disruption fears firmly alive, with the Indian crude basket even jumping to hover above $119 per barrel, and potentially remaining anchored above the $100 per barrel mark. This conflict has prompted the International Monetary Fund to downgrade its global economic outlook, warning of slower growth even if a durable ceasefire is reached. Globally, the economic impacts include acute supply shortages, currency volatility, and heightened risks of stagflation and recession. Given India's 88% crude import dependency, this price surge is projected to expand the Current Account Deficit towards 2.2% of GDP and intensify Rupee volatility, while each $10/bbl increase historically elevates domestic retail inflation by 40–50 basis points. To mitigate these macroeconomic pressures and safeguard operating margins, the Company has enforced rigorous cost-rationalization and proactive risk-mitigation protocols.

For India, which relies heavily on imported crude oil, the most immediate impacts of the conflict are oil price volatility, inflationary pressures on everyday goods, and international trade disruptions driven by rising freight costs and shipping delays.

Beyond trade, the Iran war and broader global financial environment have profound implications for Indian capital markets. Central banks in advanced economies are expected to postpone planned interest rate reductions, or conversely increase rates, to combat the fresh wave of inflation caused by these supply shortages. Specifically, the US Federal Reserve is now expected to remain on hold until December 2026 with one rate hike possible, versus earlier expectations of rate cuts. This "higher for longer" interest rate environment in developed markets has occasionally triggered volatility in foreign institutional capital flows to emerging markets.

Consequently, Indian corporations are increasingly looking inward, relying on the resilient domestic capital markets to meet their fundraising requirements. This paradigm shift presents a substantial opportunity for domestic financial intermediaries and merchant bankers.

Amidst global turmoil and near-recessionary conditions in many Western nations, India remains one of the fastest-growing major economies in the world. India's real GDP growth is estimated at a robust 7.6% for FY26, with projections for FY27 moderating to a range of 6.2% to 6.7% as elevated global energy costs and geopolitical headwinds temper domestic expansion. For the newly commenced Financial Year 2026-27, the Reserve Bank of India (RBI), in its April 2026 policy meeting, projected GDP growth at 6.9%, reflecting a slight moderation directly attributed to the headwinds from the ongoing Iran conflict and resulting supply chain disruptions. However, emerging stagflationary dynamics suggest that demand destruction from sustained high inflation will compress GDP growth well below the RBI's projected 6.9%. The World Bank similarly updated its FY27 growth projection for India to 6.6%, while Moody's Ratings recently revised its FY27 forecast down to 6.0% citing weaker consumer demand and energy shocks, maintaining that domestic demand remains highly resilient at its core. India's GDP growth is expected to have cooled to 7.0% in Q4 FY2026 from 7.8% in Q3 FY2026, as the onset of the West Asia crisis and the consequent surge in energy prices caused some disruption in economic activity towards the end of the quarter. The heightened uncertainty around the duration of the conflict casts a shadow on India's near-term macroeconomic outlook amid elevated energy prices and high import dependency for items such as crude oil, natural gas and fertilisers. Besides, the expectations of sub-par monsoon rainfall would also weigh on the country's growth outcomes in the ongoing fiscal. Overall, ICRA expects India's GDP growth to moderate to 6.2% in FY2027 from the projected 7.5% in FY2026, with risks tilted to the downside.

India's inflation remains a focal point amid these fresh global supply shocks. In its April 2026 Monetary Policy Committee (MPC) assessment, the RBI maintained a neutral stance and kept the repo rate unchanged at 5.25%. However, the April 2026 inflation data leaves little room for optimism. The Wholesale Price Index (WPI) inflation data for April 2026 showed a surge to a 42-month high of 8.3%, heavily driven by the fuel and power segment jumping to 24.71% as a result of the West Asia crisis pushing up global crude oil prices. On the retail front, official CPI forecasts will soon align with a more realistic 6-7% range for 2HFY27. This is driven by a rapid succession of recent fuel price adjustments, which have seen petrol and diesel rates increase for the fourth time in less than two weeks. Cumulatively, fuel prices have surged by nearly Rs. 7.50 per litre since revisions resumed on May 15, 2026, pushing petrol prices past the Rs. 100 mark in Delhi and up to Rs. 113.51 in Kolkata. The widening divergence between official projections and ground realities is notable; the finance ministry's revised assessment of 5.5-6% CPI inflation for FY27 now exceeds the RBI's own forecast of 4.6%.

Our economy is expanding at a rapid pace, evidenced by record tax collections. In April 2026, Gross Goods and Services Tax (GST) collections hit an all-time high of Rs. 2,42,702 crore. This represents an 8.7% year-on-year growth, driven significantly by a sharp 25.8% surge in revenue from imports and sustained domestic activity at the start of the new fiscal year. India's fiscal consolidation is firmly on track, with the Fiscal Deficit (State + Centre) estimated at 8.0% of GDP for FY26E. Continuing this steady trajectory, the Union Budget 2026-27 has set the fiscal deficit target for FY27 at 4.3% of GDP, signalling a highly credible approach to managing public finances. In spite of geopolitical developments affecting crude prices, India has managed its crude imports well.

Gross FDI flows to India have demonstrated remarkable resilience, accelerating to US$90.8 billion (2.3% of GDP) on a 12-month trailing basis as of January 2026. This represents a healthy 13% year-on-year growth. This acceleration has improved India's market share in global FDI to a three-year high of 2.4%. Domestically, Maharashtra leads as the destination state capturing about one-third of flows, with Karnataka garnering the highest incremental flows in 2025. Sectorally, the service sector continues to dominate, accounting for 46% of the share, while manufacturing flows—constituting about one-quarter of total flows—have diversified into critical sectors like autos, electronics, and food processing, supported by policy impetus. Data centres are also emerging as a significant opportunity, with India ranking 7th globally in related investments.

Conversely, Net FDI trends present a stark contrast. Net FDI remains near an all-time low, tracking at just US$3.0 billion for 9MFY26. This weakness is primarily driven by two factors: higher repatriation and a surge in outward FDI. Repatriation remained above US$50 billion for the second consecutive year, edging up to US$54.5 billion (1.4% of GDP) due to a strong deal pipeline and increased PE/VC exits. Simultaneously, outward FDI has accelerated sharply as a structural trend, reaching US$35.8 billion— rising 2.6 times over two years. This outward momentum is heavily bolstered by liberalized investment norms and the formalization of family office structures in GIFT City (IFSC). Family Investment Funds (FIFs) can now invest across a wide range of global asset classes, marking a departure from traditional, restrictive routes like the Liberalised Remittance Scheme (LRS). The external sector adds another layer of fragility to these external balance metrics. The spike in global crude oil prices poses a severe risk to our external balances. If prices sustain at or above the $100 per barrel mark, India's annual oil import bill is projected to surge by an additional $40 billion to $50 billion, pushing the total oil import burden well past $180 billion. Compounded with existing import pressures, this energy shock threatens to drive the national merchandise trade deficit past the $400 billion mark, pushing it perilously close to 10% of GDP. Combined with dwindling external capital flows, this widening trade deficit raises the real risk of a third successive Balance of Payments (BoP) deficit. The mix of stagflation and BoP pressure makes defending the rupee at the psychologically critical 100-to-the-dollar mark extremely challenging.

The Indian Rupee has experienced severe downward pressure, depreciating from approximately Rs. 90.00 against the US Dollar at the beginning of the calendar year to hover around the Rs. 96 mark by late May 2026, driven by intense dollar demand to fund the inflated oil import bill. During the calendar year to date, Foreign Institutional Investors (FIIs) have been net sellers, offloading Indian equities worth over Rs. 2.2 lakh crore. This massive capital flight, triggered by global risk aversion and high US Treasury yields, has severely compounded the pressure on India's Balance of Payments, draining foreign exchange reserves and exacerbating the Rupee's depreciation against the Dollar.

India is now the fourth-largest economy in the world, with a nominal GDP approaching the $4.3 trillion mark, and is on track to become the third-largest. Capital expenditure has emerged as a key growth driver. The government's effective capital expenditure has increased to about 4.4% of GDP, and the FY27 budget has raised the capex target to Rs. 12.2 lakh crore (an 11.5% increase over the FY26 revised estimates). Capacity utilization remains high, and private sector investment is actively catching up, further catalysed by Production Linked Incentive (PLI) schemes across 14 sectors that have generated over Rs. 2.0 lakh crore of actual investments. However, a slowdown in the private capital expenditure revival is a real risk if cash flows remain under pressure for an extended period, as industry and manufacturing are absorbing the brunt of the supply shock with energy, logistics, and input costs compressing margins.

Your company, Nexome Capital Markets Limited (Formerly SMIFS Capital Markets Limited), is registered as a Category I Merchant Banker and is executing assignments in mergers and acquisitions, project advisory services, debt syndication, and the placement of equity shares and debentures. As the revival of the private capex cycle directly translates to a robust pipeline of corporate fundraising needs, and with foreign capital remaining volatile, Indian enterprises are increasingly utilizing domestic debt syndication and equity placements to fund their expansion.

Your company has a cautious view for the Financial Year 2026-27 in view of prevailing macro headwinds due to geopolitical situation and as the mix of slowing growth, widening BoP stress, and sticky inflation will complicate the RBI's job, likely forcing a reversal of last year's monetary accommodation and triggering a policy unwind. Sustained government capital expenditure, resilient domestic consumption, and proactive policy reforms are expected to maintain the buoyancy of the Indian capital markets, thereby presenting expansive growth opportunities for our advisory and syndication verticals, though markets will likely face pressure from rising rates and a weaker currency, particularly in rate-sensitive sectors like BFSI, real estate, and capital-intensive industries.

7. LISTING OF THE SECURITIES OF THE COMPANY

Equity Shares of your Company continue to be listed on BSE Limited. The Company's shares have been delisted from The Calcutta Stock Exchange Limited with effect from January 12, 2026, through a Voluntary Delisting Application.

8. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 134(3)(c) read with Section 134(5) of the Companies Act, 2013 with respect to the Directors' Responsibility Statement, it is hereby confirmed that:

(a) in the preparation of the Annual Accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures.

(b) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the Financial Year and the profit and loss of the company for that period.

(c) the Directors have taken proper and sufficient care to maintain adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.

(d) the directors have prepared the annual accounts on a going-concern basis.

(e) the Directors have laid down internal financial control to be followed by the company and that such internal financial controls are adequate and were operating effectively, and

(f) the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

9. RELATED PARTY TRANSACTIONS

All Related Party Transactions that were entered into during the Financial Year were on an arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other Designated Persons which may have a potential conflict with the interest of the Company at large.

Since all related party transactions entered into by the Company were in the ordinary course of business and on an arm's length basis, the requirement to furnish particulars of contracts or arrangements with related parties in Form AOC-2 is not applicable to the Company for the year under review.

All Related Party Transactions are placed before the Audit Committee and also before the Board for approval. Prior omnibus approval of the Audit Committee is obtained on a yearly basis for the transactions which are foreseen and are of repetitive nature. The transactions entered into pursuant to the omnibus approval so granted are audited and a statement giving details of all Related Party Transactions is placed before the Audit Committee and the Board of Directors for their approval on a yearly basis. The policy on Related Party Transactions as approved by the Board has been uploaded onto the Company's website. None of the Directors have any pecuniary relationship or transactions vis-à-vis the Company. The particulars of contracts or arrangements with related parties referred to in sub section (1) of Section 188 entered by the Company during the Financial Year ended 31st March, 2026 has been disclosed in the Financial Statements.

10. SIGNIFICANT BENEFICIAL OWNERSHIP

During the year under review, the Company has complied with the requirements of Section 90 of the Companies Act, 2013, read with the Companies (Significant Beneficial Owners) Rules, 2018, as amended. The Company received the requisite declarations in Form BEN-1 from the Significant Beneficial Owners, including disclosures triggered by initial thresholds crossed during the final quarter of the financial year. Consequently, the Company has duly filed the necessary returns in Form BEN-2 with the Registrar of Companies.

11. DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SUB SECTION (12) OF SECTION 143 OF COMPANIES ACT 2013, OTHER THAN THOSE REPORTABLE TO THE CENTRAL GOVERNMENT

No material fraud by or against the Company, involving its officers or employees, was noticed or reported during the course of the audit.

12. MATERIAL CHANGES AND COMMITMENTS

The Company in its Board Meeting held on April 20, 2026, approved the conversion of 19,20,000 (Nineteen Lakhs and Twenty Thousand) Equity Convertible Warrants into 19,20,000 (Nineteen Lakhs and Twenty Thousand) Equity Shares of face value of Rs.10/- each, on preferential basis, upon receiving the balance 75% of the issue price aggregating to Rs. 921.60 Lakhs (Rupees Nine Crores and Twenty-One Lakhs and Sixty Thousand only) at the rate of Rs. 64/- (including a premium of Rs. 54/-) from the allottees pursuant to the exercise of their rights of conversion into Equity Shares in accordance with the provisions of SEBI (ICDR) Regulations, 2018.

Post allotment of the aforesaid shares, the Equity Share Capital of the Company stands at Rs. 1073.55 Lakhs divided into 1,07,35,500 Equity Shares of Rs. 10/- each. The new equity shares so allotted shall rank pari-passu with the existing equity shares of the Company.

No other material changes or commitments affecting the financial position of the Company occurred between the end of the Financial Year to which these Financial Statements relate and the date of this report.

13. RECLASSIFICATION OF PROMOTER/ PROMOTER GROUP

During the period under review, the Company received formal requests on May 26, 2025, from certain individuals and entities belonging to the "Promoter and Promoter Group" -Mr. Ajay Kumar Kayan, Mrs. Lalita Kayan, Mr. Rahul Kayan, Mrs. Payal Saraf, Mrs. Suman Bhartia, Ajay Kumar Kayan HUF, Gauri Shankar Ajay Kumar (HUF), Mackertich Consultancy Services Private Limited (collectively referred to as the "Ajay Kumar Kayan Group," holding an aggregate of 9.48% of the paid-up share capital) seeking reclassification to the "Public" category, pursuant to Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board of Directors approved this proposed reclassification at its meeting held on June 04, 2025, and the initial application was filed with BSE Limited on June 05, 2025.

Initially, this application was rejected by BSE Limited due to an inadvertent typographical error that resulted in a reported non-compliance in the Corporate Governance Report for the quarter ended March 31, 2025, pertaining to the composition of the Nomination and Remuneration Committee. The Company promptly rectified this discrepancy by filing a revised Corporate Governance Report for the said quarter and remitting the associated fine imposed by BSE Limited.

Subsequently, the reclassification proposal was placed before the shareholders and duly approved via an Ordinary Resolution passed through a Postal Ballot, which concluded on November 07, 2025.

Following the fulfillment of all regulatory compliances, BSE Limited and The Calcutta Stock Exchange Limited (CSE), pursuant to their respective letters dated September 17, 2025 and September 23, 2025 granted their formal approval for the reclassification of these erstwhile members of the Promoter and Promoter Group to “Public Shareholders” in accordance with Regulation 31A of the SEBI (LODR) Regulations, 2015.

14. RIGHTS ISSUE OF EQUITY SHARES

During the Financial Year under review, the Company successfully raised an aggregate amount of Rs. 2,203.88 Lakhs through a Rights Issue of Equity Shares. The issue involved the allotment of 29,38,500 fully paid-up Equity Shares with a face value of Rs. 10/- each, issued for cash at a price of Rs. 75/- per share (inclusive of a premium of Rs. 65/- per share). These shares were offered in the ratio of 1:2 (i.e., one Rights Equity Share for every two fully paid-up Equity Shares held) to the eligible equity shareholders of the Company as of the Record Date, i.e., March 05, 2026. The issue was executed in strict adherence to the applicable provisions of the Companies Act, 2013, the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, and other relevant statutory guidelines.

The Rights Issue was strategically undertaken to fulfill specific objectives, primarily: investing in shares, securities, and mutual fund schemes; investing in liquid mutual fund schemes or government securities to comply with the liquid net worth requirements prescribed under the SEBI (Merchant Bankers) Amendment Regulations, 2025; and addressing general corporate purposes. This timely capital infusion is expected to significantly enhance the Company’s financial flexibility, augment its investment portfolio, and empower the management to pursue strategic growth opportunities aligned with its long-term business objectives.

15. COMPLIANCE WITH SECRETARIAL STANDARDS

The Directors state that applicable Secretarial Standards, i.e., SS-1 and SS-2, relating to ‘Meetings of the Board of Directors’ and ‘General Meetings’, respectively, issued by the Institute of Company Secretaries of India (ICSI), have been duly followed and complied with by the Company.

16. VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES

The Company has a Vigil Mechanism to deal with instances of fraud and mismanagement, if any. The details of the Vigil Mechanism are explained in the Corporate Governance Report and also posted on the website of the Company.

17. COST RECORDS

Maintenance of cost records specified by the Central Government under section 148(1) of the Companies Act, 2013 is not required as the Company does not fall under the ambit of prescribed class of companies which are required to make and maintain cost records.

18. DISCLOSURE OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION, REDRESSAL) ACT, 2013

In accordance with The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 to provide for the effective enforcement of the basic human right of gender equality and guarantee against sexual harassment and abuse, more particularly against sexual harassment at work place, your Company has a Policy on Prevention of Sexual Harassment at the Workplace duly approved by the Board of Directors.

Further, the Company confirms that it has complied with the provisions relating to the constitution of the Internal Complaints Committee (ICC) under the aforementioned Act. During the year, no complaint was reported or pending under The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

19. MATERNITY BENEFIT PROVIDED BY THE COMPANY UNDER MATERNITY BENEFIT ACT 1961

The Company declares that it has duly complied with the provisions of the Maternity Benefit Act, 1961. All eligible women employees have been extended the statutory benefits prescribed under the Act, including paid maternity leave, continuity of salary and service during the leave period, and post-maternity support as applicable. The Company remains committed to fostering an inclusive and supportive work environment that upholds the rights and welfare of its women employees in accordance with applicable laws.

20. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING AND OUTGO

Particulars required under Section 134(3)(m) of the Act, read with Rule 8 of the Companies (Accounts) Rules, 2014, under the heads (a) conservation of energy; and (b) technology absorption, are not applicable to the Company.

During the year, there were no foreign exchange earnings (previous year nil). Foreign Exchange outgo during the year aggregated to Nil. (Previous year Nil).

21. DIRECTORS

Composition of the Board of Directors of your Company fulfills the criteria fixed by Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with fifty per cent of the Directors being Independent Directors. Your Board comprises 8 (eight) Directors out of which 4 (four) are Independent Directors.

Mr. Samarth Parekh and Mr. Anil Kumar Murarka were appointed as Additional Directors of the Company in the Board Meeting held on April 04, 2025. Their appointment was regularized via Postal Ballot on May 09, 2025, as Joint Managing Director and Non-Executive Independent Director respectively.

Mr. Ajay Kumar Kayan, Non- Executive, Non- Independent Director, resigned from the Company w.e.f May 23, 2025, as he was not able to devote his time to the affairs of the Company.

Mr. Saharsh Parekh was appointed as Non- Executive, Non-Independent, Promoter Director on May 23, 2025.

Mr. Utsav Parekh is the Non- Executive Chairman.

Retirement by Rotation

Mr. Saharsh Parekh, Non- Executive Director, retires by rotation in accordance with the requirements of Companies Act, 2013 and Articles of Association of the Company. He being eligible, offers himself for re-appointment.

Brief resume of Mr. Saharsh Parekh, nature of his expertise in specific functional areas, names of companies in which he holds directorships and/or memberships/chairmanships of committees of the Board, his shareholdings are furnished in the section on Corporate Governance forming part of this Annual Report.

Resignation / Appointment of the Key Managerial Personnel

During the year under review, the following changes took place in the Key Managerial Personnel of the Company:

1. Mr. Samarth Parekh was appointed as an Additional Director by the Board of Directors on April 04, 2025, and was concurrently designated as the Joint Managing Director of the Company with effect from April 08, 2025. His appointment as Joint Managing Director was subsequently regularized and approved by the shareholders via Postal Ballot on May 09, 2025.

2. The former Company Secretary cum Compliance Officer, Mrs. Poonam Bhatia resigned due to personal reasons during the Financial Year 2025-26 w.e.f. October 11, 2025, and Mrs. Sanjana Gupta was appointed as the Company Secretary cum Compliance officer w.e.f. November 04, 2025. Mrs. Sanjana Gupta is an Associate member of the Institute of Company Secretaries of India (ICSI Membership Number: A67933) holding the required qualification as prescribed under the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Apart from the aforesaid matters, there were no other changes in the Key Managerial Personnel and in the Management of the Company.

Declaration by Independent Directors

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Independent Directors have also confirmed that they have complied with Schedule IV of the Act and the Company's Code of Conduct. The Board is of the opinion that the Independent Directors of the Company possess requisite qualifications, experience and expertise in the fields of finance, strategy and investments; and they hold the highest standards of integrity.

In terms of Section 150 of the Companies Act, 2013 read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended, Independent Directors of the Company have included their names in the Data Bank of Independent Directors maintained with the Indian Institute of Corporate Affairs ("IICA") and have successfully completed the online proficiency self-assessment test conducted by IICA within the prescribed time period, unless they meet the criteria specified for exemption.

Details of the separate meeting of the Independent Directors held and attendance of Independent Directors therein are provided in the Report on Corporate Governance forming part of this Report.

21.1 ANNUAL PERFORMANCE EVALUATION OF THE BOARD

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an annual performance evaluation of its own performance, the directors individually, Key Managerial Personnel (KMP), Senior Management as well as the evaluation of the working of its Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee. The manner in which the evaluation has been carried out has been explained in the Corporate Governance Report.

21.2 NOMINATION & REMUNERATION POLICY

The Board has, on the recommendation of the Nomination & Remuneration Committee, framed a policy for selection and appointment of Directors, Senior Management and their remuneration, the contents of which are placed on the website of the Company at www.nexomecap.com.

21.3 MEETINGS

During the year, eight (8) Board Meetings, five (5) Audit Committee Meetings, five (5) Nomination and Remuneration Committee Meetings, one (1) Stakeholders Relationship Committee Meeting and one (1) Independent Directors Meeting were convened and held, the details of which are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

22. AUDIT COMMITTEE

In compliance with the provisions of Section 177(8) of the Companies Act, 2013, and Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has constituted an Audit Committee.

As of March 31, 2026, the Audit Committee comprises the following members, with a majority being Independent Directors:

1. Mr. Nitin Daga - Chairman (Independent, Non-Executive Director)
2. Mr. Utsav Parekh - Member (Non-Independent, Non-Executive Director)
3. Mrs. Pushpa Mishra - Member (Independent, Non-Executive Director)
4. Mr. Anil Kumar Murarka - Member (Independent, Non-Executive Director)

During the year under review, all recommendations made by the Audit Committee were accepted by the Board of Directors. There were no instances where the Board did not accept any recommendation of the Audit Committee.

23. AUDITORS AND THEIR REPORTS

23.1 STATUTORY AUDITORS

M/s S K Agrawal and Co Chartered Accountants LLP, Statutory Auditors of the Company, hold office in accordance with the provisions of the Companies Act, 2013. M/s S K Agrawal and Co Chartered Accountants LLP were appointed as the Statutory Auditors of the Company for the second term of 5 years from the conclusion of the Thirty-Ninth Annual General Meeting until the conclusion of the Forty-Fourth Annual General Meeting of the Company, at a remuneration decided by the Board of Directors.

Since the first proviso of Section 139 of the Companies Act, 2013 has been omitted w.e.f. May 7, 2018, by the Companies (Amendment) Act, 2017, which previously required companies to place the appointment of Statutory Auditors for ratification before the members at every Annual General Meeting, the ratification of the appointment of M/s S K Agrawal and Co Chartered Accountants LLP as the Statutory Auditors of the Company will not be placed before the Members at the ensuing Annual General Meeting of the Company.

23.2 SECRETARIAL AUDITOR

Appointment of Mr. Sudhansu Sekhar Panigrahi, Company Secretary in Practice, (having ICSI Membership No. 23187 and COP No. 19649) as Secretarial Auditor for the Financial Year 2025-2026 till 2029-2030 was made in the meeting of the Board of Directors on May 23, 2025, and later ratified in the last Annual General Meeting dated August 20, 2025.

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company had appointed Mr. Sudhansu Sekhar Panigrahi, Company Secretary in Practice to undertake the Secretarial Audit of the Company. The Secretarial Audit Report is annexed herewith as **"Annexure B"**.

23.3 INTERNAL AUDITOR

M/s D.P. Sen & Co., Chartered Accountants, has been appointed as Internal Auditors of the Company for Financial Year 2025-26. Internal Auditors are appointed by the Board of Directors of the Company on a yearly basis, based on the recommendation of the Audit Committee. The Internal Auditor reports their findings on the Internal Audit of the Company to the Audit Committee on a quarterly basis. The scope of internal audit is approved by the Audit Committee.

24. AUDITORS' QUALIFICATION

(i) STATUTORY AUDITORS' QUALIFICATIONS

The report given by the Statutory Auditors on the financial statements of the Company forms part of this Annual Report. There has been no qualification, reservation, adverse remark, or disclaimer given by the Auditors in their Report.

(ii) SECRETARIAL AUDITORS' QUALIFICATIONS

The Secretarial Audit Report for the Financial Year 2025-26 is annexed herewith as Form MR-3. There has been no qualification, reservation, adverse remark, or disclaimer given by the Secretarial Auditor in his Report.

25. PARTICULARS OF EMPLOYEES

The information required pursuant to Section 197 of the Companies Act, 2013 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company, is given in **"Annexure C".**

26. ANNUAL RETURN

Pursuant to the provisions of Section 92 (3) read with section 134(3)(a) of the Companies Act, 2013 the draft copy of the annual return for the F.Y. 2025-26 is uploaded on the website of the Company www.nexomecap.com and the same can be viewed by the members and stakeholders.

27. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

There are no significant material orders passed by the Regulators/Courts which would impact the going concern status of the Company and its future operations.

28. DETAILS OF APPLICATION OR WHETHER ANY PROCEEDING IS PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016

The Company has not made any application, or no proceeding is pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year.

29. DISCLOSURE OF REASON FOR DIFFERENCE BETWEEN VALUATION DONE AT THE TIME OF TAKING LOAN FROM BANK AND AT THE TIME OF ONETIME SETTLEMENT

There were no instances of one-time settlement with any Bank or Financial Institution.

30. RISK MANAGEMENT

The Company has developed and implemented a Risk Management Policy or a framework to identify, evaluate, and mitigate business, operational, and financial risks. While the statutory requirement to constitute a formal Risk Management Committee under Regulation 21 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is not applicable to the Company, the Board of Directors, assisted by the Audit Committee, periodically reviews the risk assessment and minimization procedures. In the opinion of the Board, there are currently no significant risks that threaten the very existence of the Company.

31. CORPORATE SOCIAL RESPONSIBILITY (CSR)

During the year under review, based on the Audited Financial Statements for the financial year ended March 31, 2026, the Company has crossed the threshold limits prescribed under Section 135(1) of the Companies Act, 2013. Accordingly, the provisions relating to Corporate Social Responsibility (CSR) shall become applicable to the Company with effect from the Financial Year 2026–27.

In compliance with the provisions of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Board of Directors at its meeting held on May 25, 2026, has constituted a Corporate Social Responsibility (CSR) Committee.

The composition of the CSR Committee is as follows:

i. Mr. Anil Kumar Murarka, Independent Director - Chairperson
ii. Mr. Kishor Shah, Managing Director - Member
iii. Mr. Utsav Parekh, Director - Member
iv. Mrs. Pushpa Mishra, Independent Director - Member

The Company is in the process of formulating its CSR Policy in line with the requirements of the Act and the Rules made thereunder. The CSR activities and spending obligations, as prescribed, will be undertaken by the Company from the Financial Year 2026–27.

Since the provisions of Section 135 of the Companies Act, 2013, were not applicable to the Company during the Financial Year under review (i.e., FY 2025-26), the statutory requirement to annex the formal 'Annual Report on CSR Activities' to this Directors' Report does not apply for the current year. The Company will commence its CSR spending and related reporting obligations from the Financial Year 2026-27 onwards.

The composition of the CSR Committee and the CSR Policy, upon approval, will be disclosed on the website of the Company.

32. ACKNOWLEDGEMENTS

Your Directors express their sincere appreciation of the co-operation and assistance received from the shareholders, bankers, regulatory bodies and other business constituents during the year under review.

Regd. Office :
'Vaibhav' (4F), 4 Lee Road
Kolkata - 700 020

For and on behalf of the Board of Directors

Sd/-
(UTSAV PAREKH)
CHAIRMAN
(DIN : 00027642)

The 25th day of May, 2026

ANNEXURE – A

ANNEXURE TO DIRECTORS' REPORT

MANAGEMENT DISCUSSION AND ANALYSIS

1. FINANCIAL STATEMENTS

Financial Statements are in compliance with the provisions of the Companies Act, 2013 and the Accounting Standards issued by ICAI. Readers are cautioned that this discussion may include "forward-looking statements" that are not historical in nature. Forward-looking statements may include statements relating to future results, financial condition, business prospects, plans and objectives. Statements are based on current beliefs, assumptions, expectations, estimates and projections on the business segment in which your company operates. The statements do not guarantee positive performance, and are exposed to known and unknown uncertainties, many of which are beyond the control of your Company. Uncertainty could cause results to differ from forward-looking statements, which should not be construed as representation of future performance.

2. MACRO-ECONOMIC OVERVIEW

The Financial Year 2025-26 began with tariff uncertainties and ended with severe geopolitical risk following the outbreak of the Middle East conflict in late February 2026. Iran's move to halt traffic through the Strait of Hormuz, the world's most critical energy chokepoint carrying 20% of global petroleum supply, has triggered a direct and massive shock to global energy supply chains. Consequently, global freight costs have risen sharply, and the Indian crude basket jumped dramatically from US$ 65 per barrel in February 2026 to hover above $119 per barrel by May 2026, with crude potentially remaining anchored above $100 per barrel.

In early 2025, the global trade environment was tested when the US signalled the implementation of its "America First Trade Policy," proposing a 25% reciprocal tariff on Indian goods starting in April 2025. This tariff was subsequently increased to 50% as India was importing cheaper Russian oil causing a slowdown in exports to U.S.A. This continued for some time till trade negotiations were finalized between the two countries. Meanwhile U.S. Supreme Court struct down levy of such tariffs as illegal. Thereafter U.S.A. has imposed 10% tariff on all countries.

More critically, on February 28, 2026, the global geopolitical landscape was severely disrupted by the outbreak of the Iran war, following United States and Israeli strikes targeting Iranian military assets. The conflict escalated rapidly, resulting in the effective closure of the Strait of Hormuz. As this strategic maritime route handles approximately 20 million barrels of crude oil per day and 20% to 30% of global fertilizer exports, its closure triggered the largest supply disruption in the history of the global oil market. Consequently, Brent crude oil prices climbed above US$ 105 a barrel as stalled US-Iran negotiations kept supply disruption fears firmly alive, with the Indian crude basket jumping to hover above US$ 119 per barrel. The International Monetary Fund (IMF) subsequently downgraded its global economic outlook, warning of acute supply shortages, rising freight costs, and heightened risks of stagflation in Western economies.

Despite these severe global headwinds and near-recessionary conditions in several advanced nations, India maintained its position as the fastest-growing major economy in the world. Supported by highly resilient domestic demand, India's real GDP grew by a robust 7.7% in 9MFY26 under the new base series (2022-23 base year) and is estimated to reach 7.6% for the full FY26. India is now the fourth-largest economy globally, with a nominal GDP approaching the $4.3 trillion mark, and is on a clear trajectory to become the third-largest.

Looking ahead to the Financial Year 2026-27, the Reserve Bank of India (RBI), in its April 2026 policy meeting, projected a solid GDP growth rate of 6.9%. This reflects a slight moderation directly attributed to the ongoing Middle East conflict and resultant supply chain disruptions. However, demand destruction from sustained high inflation is expected to compress GDP growth well below the RBI's projected 6.9%. The World Bank similarly updated its FY27 growth projection for India to 6.6%, confirming the underlying strength of the domestic economy. Meanwhile, broader market estimates expect real GDP to moderate to a range of 6.2% to 6.7% in FY27, alongside a nominal GDP acceleration to 12.0% driven by higher WPI inflation. India's GDP growth is expected to have cooled to 7.0% in Q4 FY2026 from 7.8% in Q3 FY2026, as the onset of the West Asia crisis and the consequent surge in energy prices caused some disruption in economic activity towards the end of the quarter. The heightened uncertainty around the duration of the conflict casts a shadow on India's near-term macroeconomic outlook amid elevated energy prices and high import dependency for items such as crude oil, natural gas and fertilisers. Besides, the expectations of sub-par monsoon rainfall would also weigh on the country's growth outcomes in the ongoing fiscal. Overall, ICRA expects India's GDP growth to moderate to 6.2% in FY2027 from the projected 7.5% in FY2026, with risks tilted to the downside.

Our economy is expanding at a rapid pace, as evidenced by record-breaking tax collections. For the full 2025-26 fiscal year, gross GST collections grew 8.3% year-on-year to over Rs. 22.27 lakh crore. In March 2026, baseline GST collections crossed the Rs. 2 lakh crore milestone for the first time to stand at Rs. 2,00,064 crore, representing an 8.8% year-on-year growth. Building on this momentum, April 2026 recorded a new historic milestone with gross GST collections reaching an all-time high of Rs. 2,42,702 crore. This represents an 8.7% year-on-year growth, driven primarily by a surge in import-linked collections and steady underlying domestic consumption. However, while some urban consumption has been cushioned by recent GST rationalisation, even that tailwind is moderating and risks getting nullified by emerging headwinds.

India's fiscal consolidation remains firmly on track. The government successfully contained the fiscal deficit for FY 2025-26 at 4.4% of GDP. Continuing this highly credible approach to managing public finances, the Union Budget has set the fiscal deficit target for FY 2026-27 at 4.3%. Overall state and centre fiscal deficit are estimated at 8.0% of GDP for FY26E.

On the monetary front, India's retail inflation continues to be effectively managed, though the recent energy shock has altered the trajectory. In its April 2026 Monetary Policy Committee (MPC) assessment, the RBI maintained a neutral stance, keeping the repo rate unchanged at 5.25%. Acknowledging the upside risks stemming from elevated energy prices and global freight costs, the central bank revised its CPI inflation projection for FY27 where retail inflation accelerated to a 14-month high of 3.48% in April, up from 3.40% in March, with core inflation contained at 3.3%. The earlier Rs. 3.90 per litre fuel price hike was swiftly followed by additional increases; state-run oil companies have now raised rates four times in just 11 days, resulting in a cumulative hike of approximately Rs. 7.50 per litre for both petrol and diesel. With petrol now costing Rs. 113.51 in Kolkata and Rs. 102.12 in Delhi, this is almost certainly the beginning of a series of hikes. By our estimates, this initial adjustment covers only 7-8% of the cumulative under-recoveries, a burden estimated at Rs. 1.7-1.8 trillion, meaning several more rounds of hikes will be needed simply to recover past losses.

Consequently, official CPI forecasts will soon align with a more realistic 6-7% range for 2HFY27. The finance ministry's revised assessment of 5.5-6% CPI inflation for FY27 now exceeds the RBI's own forecast of 4.6%. Simultaneously, wholesale (WPI) inflation hit a 42-month high of 8.3% in April. The fuel and power segment contributed substantially to soaring global crude oil prices, recording 24.71% y-o-y inflation in April (a sharp jump from 1.05% in March) and crude petroleum inflation surging 88.06%.

On the trade front, India's external sector has shown remarkable momentum. Total exports reached a record USD 825.3 billion in FY25 and maintained strength in FY26. However, the external sector adds another layer of fragility. The spike in global crude oil prices poses a severe risk to our external balances. If prices sustain at or above the $100 per barrel mark, India's annual oil import bill is projected to surge by an additional $40 billion to $50 billion, pushing the total oil import burden well past $180 billion.

Sectoral performance in the face of US tariff threats has been mixed but largely resilient, though export-heavy sectors remain vigilant. India's pharma exports stood at USD 28.29 billion during the April–February period of FY26, reflecting steady growth of 5.6%, and currently remain exempt from the new US tariffs. Semiconductor devices have also been exempted, acknowledging their critical role in global supply chains. The US remains a primary market for the Indian textile industry, accounting for a 29% share of overall exports in the first nine months of FY26.

In spite of geopolitical developments affecting global energy prices, India has managed its crude imports well through strategic negotiations. Amidst global volatility, the Indian banking and non-banking financial service sectors remain fundamentally healthy, boasting strong capital and liquidity positions, improving asset quality, and robust profitability. Bank credit growth accelerated to 15.4% y-o-y by February 2026. However, credit growth is being partly driven by distress-linked working capital demand from firms facing weakening cash flows and ECB exposure, not by robust underlying activity. While NPA levels remain low because of significantly accommodative policies, vigilance is warranted as stagflationary spillovers invariably translate into rising default risk.

The Indian Rupee sank to a record low, depreciating from approximately Rs. 90.00 against the US Dollar at the beginning of the calendar year to hover around the Rs. 96 mark by late May 2026, severely impacted by a freefall driven by surging crude oil prices and relentless selling by foreign portfolio investors, who have offloaded Indian equities worth over Rs. 2.2 lakh crore in the calendar year to date. The mix of stagflation and BoP pressure makes defending the rupee at Rs. 100/$ extremely challenging.

Gross FDI flows to India have demonstrated remarkable resilience, accelerating to US$90.8 billion (2.3% of GDP) on a 12-month trailing basis in January 2026, reflecting a healthy 13% YoY growth. This momentum has improved India's market share in global FDI to a three-year high of 2.4%. Conversely, Net FDI has plummeted to near all-time lows, tracking at just US$ 3.0 billion for 9MFY26. This contraction is primarily driven by elevated repatriation, which has remained above US$50 billion for the second consecutive year, and outward FDI, which surged to US$35.8 billion, rising 2.6 times over two years.

The domestic capital markets delivered a stellar performance in FY 2025-26. The BSE Sensex moved up from 77,415 on 28th March 2025 (the last trading day of the previous financial year) to close at approximately 85,250 on 31st March 2026, reflecting a robust appreciation of over 10%. Retail participation has surged, with the number of demat accounts growing from 192.4 million to over 235 million by the end of March 2026, supported by average monthly SIP inflows reaching Rs. 679 billion in March 2026.

Shifting focus to the broader macroeconomic foundations, Capital expenditure has emerged as the primary growth driver for the nation. The government's effective capital expenditure has increased to about 4.4% of GDP, and the FY27 budget raised the capex target to Rs. 12.2 lakh crore—an 11.5% increase over the FY26 revised estimates. With capacity utilization remaining high and Production Linked Incentive (PLI) schemes across 14 sectors catalysing over Rs. 2.0 lakh crore of actual investments, the private sector investment cycle is actively catching up, setting a strong foundation for domestic economic expansion.

3. OPPORTUNITIES

a. **Surge in reliance on Domestic Capital Market:** The "higher for longer" interest rate environment in advanced economies (with the US Federal Reserve now expected to remain on hold until December 2026 with one rate hike possible) and volatile foreign capital flows are prompting Indian corporations to look inward. This reliance on the deep and resilient domestic capital markets presents expansive growth opportunities for domestic financial intermediaries in debt syndication, IPOs, and equity placements.

b. **Robust Capital Expenditure Cycle:** The government's continued focus on infrastructure is reflected in the FY27 budget, which raised the capital expenditure target to Rs. 12.2 lakh crore (about 4.4% of GDP). Coupled with high-capacity utilization, private sector investment is actively catching up, creating a strong pipeline of corporate fundraising needs. However, a slowdown in the private capital expenditure revival is a real risk if cash flows remain under pressure for an extended period.

c. **Policy-Driven Manufacturing Growth:** Production Linked Incentive (PLI) schemes across 14 sectors have catalyzed over Rs. 2.0 lakh crore in actual investments and generated substantial employment, boosting the manufacturing sector and driving the need for corporate advisory and capital restructuring.

d. **Strategic M&A Activity:** Global supply chain realignments and domestic corporate restructuring are actively driving mergers and acquisitions, providing a significant tailwind for the company's advisory verticals.

e. **Emerging Data Centre Infrastructure:** India stands to gain from a large and growing digital market, reinforced by policy support. As of late 2025, India featured in the top 10 (rank 7) in data centre-related investments globally, presenting a massive avenue for structural project finance and syndication.

f. **Formalization of Family Offices and Outward FDI**: The establishment of a regulatory framework in GIFT City (IFSC) allows large domestic wealth holders to set up Family Investment Funds (FIFs). With outward FDI accelerating sharply to US$35.8 billion, there is a substantial opportunity to provide corporate advisory and wealth management services to these newly structured global capital pools.

4. **THREATS**

a. **Geopolitical Escalations & The Energy Shock:** The ongoing Iran war and the closure of the Strait of Hormuz represent the largest supply disruption in the history of the global oil market. For India, which relies heavily on imported crude oil, this threatens to inflate the import bill and cause widespread economic strain. This has already caused visible output disruptions, with core industry output contracting by 0.4% in March 2026, dragged down by energy-intensive sectors like fertilizers (24.6% year-on-year) and crude oil (-5.7% year-on-year).

b. **International Trade Disruptions**: The Middle East conflict has led to acute supply shortages, rising freight and insurance costs, and severe shipping delays, which directly threaten export-heavy sectors. Consequently, actual oil imports dropped sharply by 35.9% YoY to $12.2 billion in March 2026, a decline directly attributable to the West Asia conflict.

c. **Protectionist Trade Policies:** While currently paused, the looming threat of the US implementing a 26% reciprocal tariff under its "America First Trade Policy" remains a significant risk for key Indian export sectors like pharma, textiles, and auto parts.

d. **Widening FDI Dichotomy:** While gross FDI remains strong, net FDI has plummeted to near all-time lows tracking at just US$ 3.0 billion for 9MFY26. A sustained weakening in net flows could increase the nation's reliance on more volatile portfolio capital, especially as Foreign Portfolio Investors (FPIs) have been net sellers, offloading Indian equities worth over Rs. 2.2 lakh crore in the calendar year to date, stripping away a traditionally stable source of financing for the current account.

e. **Margin Compression & Stagflationary Dynamics:** The stagflationary dynamic is now unmistakable, and its transmission is uneven across sectors. Industry is absorbing the brunt of the supply shock: energy, logistics, and input costs are compressing margins across chemicals, packaging, textiles, consumer goods, aviation, and transport.

5. RISKS AND CONCERNS

a. **Imported Inflation:** Elevated global energy prices and freight costs pose upside risks to India's inflation trajectory. Wholesale (WPI) inflation has already seen a massive jump to a 42-month high of 8.3% in April, heavily driven by the fuel and power segment skyrocketing to 24.71%, and crossing the 10% mark is a plausible base case. Persistent inflation and a weakening currency could soon force the RBI to reverse last year's aggressive monetary accommodation, triggering higher rates and a painful policy unwind.

b. **Capital Flow Volatility:** Heightened global uncertainties and sustained high interest rates in developed markets can trigger sudden outflows of Foreign Portfolio Investments (FPIs) from emerging markets, leading to currency volatility. This mix of stagflation and BoP pressure, which has already driven the Rupee to hover around the Rs. 96 mark, makes defending the rupee extremely challenging.

c. **Weather-Related Uncertainties:** The 2026 monsoon is faced with El-Nino risks; notably, since 2000, 4 out of 5 El Nino conditions have resulted in below normal or deficient rainfall, which could be highly inflationary. Agriculture faces mounting risks from higher fertiliser prices, Gulf supply disruptions for urea, and the looming threat of a deficient monsoon. With rural inflation rising faster than urban inflation, rural demand is increasingly vulnerable.

d. **External Balance Vulnerabilities:** Surging repatriation of profits and dividends and sale of shares by multinational subsidiaries, combined with increasing outward FDI poses a structural risk to external balance metrics. If these outflows consistently outpace net inflows, it could create potential spillovers affecting currency stability and broader financial markets.

6. FUTURE OUTLOOK

Your company, Nexome Capital Markets Limited (Formerly SMIFS Capital Markets Limited), is registered as a Category I Merchant Banker and is executing assignments in mergers and acquisitions, project advisory services, debt syndication, and the placement of equity shares and debentures. The revival of the private capex cycle directly translates to a robust pipeline of corporate fundraising needs. With foreign capital remaining volatile, Indian enterprises are increasingly utilizing domestic debt syndication and equity placements to fund their expansion.

Your Company has a cautious view for the Financial Year 2026-27 in view of the prevailing macro headwinds due to geopolitical situation and as the mix of slowing growth, widening BoP stress, and sticky inflation will complicate the RBI's job, likely forcing a reversal of last year's monetary accommodation and triggering a policy unwind. Sustained government capital expenditure, resilient domestic consumption, and proactive policy reforms are expected to maintain the buoyancy of the Indian capital markets, thereby presenting expansive growth opportunities for our advisory and syndication verticals, though markets will likely face pressure from rising rates and a weaker currency, particularly in rate-sensitive sectors like BFSI, real estate, and capital-intensive industries.

7. GREEN INITIATIVE

In continuation of the 'Green Initiative in Corporate Governance' and in compliance with the provisions of the Companies Act, 2013, read with the applicable rules framed thereunder and the recent circulars issued by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI), your Company has been sending the Annual Report, Notice of the Annual General Meeting, and other statutory communications primarily in electronic mode. These documents are emailed to all those members who have registered their email addresses with the Company or their respective Depository Participants (DPs) / the Registrar and Share Transfer Agent (RTA). This initiative represents a significant step towards achieving paperless statutory compliances and promoting environmental sustainability. Members who have not yet registered their email addresses are continuously encouraged to do so to support this green endeavor.

8. INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

Internal control system adopted is aimed at promoting operational efficiencies and emphasizing adherence to the policies adopted by the Board of Directors.

9. CAUTIONARY STATEMENT

Statements in the Management Discussion and Analysis describing your Company's position and expectations may be "forward looking statements" within the meaning of the applicable securities laws and regulations. Results could differ materially from the statements expressed or implied.

Regd. Office :
'Vaibhav' (4F), 4 Lee Road
Kolkata - 700 020

The 25th day of May, 2026

For and on behalf of the Board of Directors

Sd/-
(UTSAV PAREKH)
CHAIRMAN
(DIN : 00027642)

ANNEXURE – B

FORM NO. MR- 3

[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]

SECRETARIAL AUDIT REPORT

For the Financial Year ended 31st March, 2026

To
The Members
NEXOME CAPITAL MARKETS LTD.
(Formerly SMIFS Capital Markets Ltd.)
(CIN : L74300WB1983PLC036342)

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by NEXOME CAPITAL MARKETS LIMITED (Formerly SMIFS Capital Markets Ltd.) (CIN : L74300WB1983PLC036342) (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.

Based on my verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, the explanations and clarifications given to me and representations made by the Management, I hereby report that in my opinion, the Company has, during the audit period ended on 31st March 2026 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the company and records made available to me for the financial year ended on 31st March 2026 according to the applicable provision 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 regulation and Bye-laws framed there under;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulation made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

(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) Regulation, 1992 and Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations 2015;

  (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirement) Regulations, 2018.

  (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and The Securities and Exchange

Board of India (Share Based Employee Benefits) Regulations 2014 **(Not applicable to the Company during the audit period);**

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations 2008 **(The Company has neither issued nor listed any debt securities 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, 2009, **During the year the Company has delisted its Equity Shares from The Calcutta Stock Exchange Limited (CSE).**

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 **(No Securities have been bought back by the Company during the audit period)**

(vi) Some of other laws, as informed and certified by the management of the Company, which are specifically applicable to the Company based on its sector/industry, are;-

(a) E-Waste (Management and Handling) Rules, 2011 E-Waste (Management) Rules 2016;

(b) The Payment of Wages Act, 1936 and The Payment of Wages Rules, 1937;

(c) The Maternity Benefit Act, 1961;

(d) The Equal Remuneration Act 1976;

(e) Payment of Gratuity Act 1972 & Rules;

(f) Protection of Women against Sexual Harassment at Workplace Act & Rules

(g) The Payment of Bonus Act, 1965 and The Payment of Bonus Rules, 1975;

(h) The Minimum Wages Act, 1948 and The Minimum Wages (Central) Rules 1950;

(i) Employee's State Insurance Act 1948 and The Employee's State Insurance (Central) Rules 1950;

(j) Employee's Provident Fund and Miscellaneous Provisions Act 1952 and Employees' Provident Fund Scheme 1952;

(k) The Employee's Deposit Linked Insurance Scheme 1976 and Employee's Pension Scheme, 1995;

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

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

(ii) The Securities & Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations 2015

During the period under review, the Company has generally complied with the provisions of the act Rules, Regulations, Guidelines, Standards etc mentioned above.

In respect of other laws specifically applicable to the company, I have relied in information, explanations, clarification/records produced by the company during the course of my audit and the reporting is limited to that extent.

I further report that

The Board of Directors of the Company is dully constituted with proper balance of Executive Directors, Non-Executive Directors, Women Directors and Independent Directors. There are no changes in the composition of the Board of Directors during the period under review.

Adequate notice was given to all directors to schedule the Board Meeting. Agenda and details note on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarification on the agenda items before the meeting and for meaning full participation at the meeting.

Majority of decisions at the Board and Committee meetings are carried through unanimously as recorded in the minutes of the respective Meetings.

I further report that as represented by the Company and relied upon by me, there are 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, However, the Company may adopt better system in the above connection.

I further report that during the audit period, there were no instances, which the Company had entered into and had a major bearing on the company affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

Place : Kolkata
Date : 22.05.2026

UDIN : A023187H000446491

Sd/-
Sudhansu Sekhar Panigrahi
Practicing Company Secretaries
Membership No. : 23187
C.P No. : 19649

To
The Members
Nexome Capital Markets Ltd.
(Formerly SMIFS Capital Markets Ltd.)
(CIN : L74300WB1983PLC036342)

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

1. Maintenance of Secretarial record in the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretariat records. The verification was done on test basis to ensure that connect CP are reflected in Secretarial records. I believe that the process and practice followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Where ever required, I have obtained the representation of the Management about the compliance of laws, rules and regulations and happening of events, etc.
5. The compliance of the provisions of corporate and other applicable laws rules, regulations, standard is the responsibility of management. My examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place : Kolkata
Date : 22.05.2026

UDIN : A023187H000446491

Sd/-
Sudhansu Sekhar Panigrahi
Practicing Company Secretaries
Membership No. : 23187
C.P No. : 19649

ANNEXURE - C

PARTICULARS OF EMPLOYEES

Statement of Particulars as per Rule 5 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

(i) The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:

Sl. No.	Name of the Director / Officer	Ratio of the remuneration to the median remuneration of the employees
1	Mr. Kishor Shah	22.34
2	Mr. Samarth Parekh	13.79
3	Mr. Shreemanta Banerjee	4.61
4	Mrs. Sanjana Gupta	0.63 (Appointed on 04.11.2025)
5	Mrs. Poonam Bhatia	1.24 (Resigned on 11.10.2025)

The Median Remuneration of all employees for 2025-2026 is Rs. 5.87 Lakhs.

(ii) The percentage increase/decrease in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager in the financial year.

Sl. No.	Name of the Director / Officer	Percentage Increase in remuneration
1	Mr. Kishor Shah	10.86
2	Mr. Samarth Parekh	- (Appointed 04.04.2025)
3	Mr. Shreemanta Banerjee	11.54
4	Mrs. Sanjana Gupta	- (Appointed on 04.11.2025)

(iii) The percentage increase in the median remuneration of employees in the financial year 10%

(iv) The number of permanent employees on the rolls of Company.

- There are 24 permanent employees on the rolls of the Company as on March 31, 2026.

(v) The explanation on the relationship between average increase in remuneration and Company performance:

- The Profit before Tax for the financial year ended March 31, 2026 increased by 661.55 % whereas the increase in median remuneration was 10%. The average increase in median remuneration was in line with the performance of the Company.

(vi) Comparison of the remuneration of the Key Managerial Personnel against the performance of the Company :

- The total remuneration of Key Managerial Personnel increased by 66.57% from Rs.150.07 Lakhs in the FY 2024-2025 to Rs.249.96 Lakhs in the FY 2025-2026 whereas the Profit Before Tax increased by 661.55% to Rs. 1567.48 lakhs in the FY 2025-2026 (Rs. 205.82 lakhs in the FY 2024-2025).

(vii) a) Variations in the market capitalization of the Company: The market capitalization as on March 31, 2026 was Rs. 7211.08 (Rs. 4360.15 as on March 31, 2025)

b) Price Earnings Ratio of the Company was 4.20 as at March 31, 2026 and was 35.84 as at March 31, 2025.

c) Percent increase over/ decrease in the market quotations of the shares of the company as compared to the rate at which the company came out with the last public offer in the year.

The Company had come out with initial public offer (IPO) in 1983. An amount of Rs. 1000 invested in the said IPO would be worth Rs. 8180/- as on March 31, 2026. This is excluding the dividend accrued thereon and effect of shares applied in Rights Issue.

(viii) Average percentile increases already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.

- Average percentage increase made in the salaries of employees other than the managerial personnel in the financial year i.e. 2025-26 was 10% whereas the increase in the managerial remuneration for the same financial year was 10%.

(ix) The key parameters for any variable component of remuneration availed by the directors.

- There is no variable component of remuneration availed by the directors.

(x) The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year. -

- Not Applicable.

(xi) It is hereby affirmed that the Remuneration paid to Key Managerial Personnel is as per the Remuneration Policy of the Company.

Regd. Office :
'Vaibhav' (4F), 4 Lee Road
Kolkata - 700 020

The 25th day of May, 2026

For and on behalf of the Board of Directors

Sd/-
(UTSAV PAREKH)
CHAIRMAN
(DIN : 00027642)

ANNEXURE – D

CORPORATE GOVERNANCE REPORT FOR THE YEAR 2025-26

[As required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Transparency and accountability are the two basic tenets of Corporate Governance. Corporate Governance consists of laws, policies, procedures, and most importantly, practices that ensure the well-being of the assets of the Company, enhance shareholders' value and discharge social responsibilities.

The Board of Directors is committed to upholding sound principles of Corporate Governance. The Board plays a crucial role in overseeing how management serves the short- and long-term interests of shareholders and other stakeholders. We are dedicated to conducting business ethically and ensuring that all strategic decisions comply with applicable laws and regulations.

I. Company's philosophy on Corporate Governance

The Company has implemented, and continuously improves upon, its Corporate Governance procedures with the objective of fulfilling shareholder expectations and meeting its social commitments through transparency, timely disclosures, strict accountability, ethical conduct, and the safeguarding of all stakeholders' interests. Corporate Governance practices go beyond statutory and regulatory requirements. Your Company is committed to following the spirit of good governance rather than mere compliance with the conditions specified by regulatory authorities.

Compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Your Company is fully compliant with the mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Your Board presents the report on compliance of governance stipulations specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

II. Board of Directors

The Board of Directors of the Company comprises 8 (Eight) Directors, which includes 6 (Six) Non-Executive Directors and 2 (Two) Executive Directors. The composition features two Non-Executive Non-Independent Directors (including the Chairman), 4 (Four) Non-Executive Independent Directors, 1 (One) Managing Director, and 1 (One) Joint Managing Director.

Disclosure of Inter-se Relationships:

Mr. Samarth Parekh (Joint Managing Director, Promoter) and Mr. Saharsh Parekh (Non-Executive, Non-Independent Promoter Director) are the sons of Mr. Utsav Parekh (Chairman of the Company). Except as stated above, none of the Directors are related to each other.

The composition of the Board of Directors as on March 31, 2026 is in conformity with Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Category	Particulars of Directors
(a) Non-Executive - Independent Directors	(i) Mr. Nitin Daga (ii) Mr. Pratik Ghose (iii) Mrs. Pushpa Mishra (iv) Mr. Anil Kumar Murarka*

(b) Non-Executive - Non-Independent Directors	(i) Mr. Utsav Parekh Non-Executive Chairman (ii) Mr. Saharsh Parekh Non-Executive Promoter Director**
(c) Executive - Non-Independent Director	(i) Mr. Kishor Shah Managing Director (ii) Mr. Samarth Parekh Joint Managing Director, Promoter*

* During the year Mr. Samarth Parekh and Mr. Anil Kumar Murarka were appointed as Additional Directors of the Company in the Board Meeting held on April 04, 2025. Their appointment was confirmed via Postal Ballot on May 09, 2025 as Joint Managing Director and Non-Executive Independent Director respectively.

* *Mr. Saharsh Parekh was appointed as an Additional Director by the Company in the Board Meeting held on May 23, 2025. His appointment was confirmed in AGM on August 20, 2025 as a Non-Executive, Non-Independent Promoter Director.

The Board of Directors in their meeting held on February 09, 2024 reappointed Mr. Kishor Shah as Managing Director of the Company for a further period of 3 (Three) years with effect from April 01, 2024. Approval of the members through a Special Resolution was obtained for the same on August 31, 2024. He will be attaining the age of 70 years during his tenure of appointment i.e., on August 30, 2026 and the continuation of his appointment as Managing Director after attaining the age of 70 years requires approval of the shareholders by way of a Special Resolution pursuant to Section 196(3)(a) of the Companies Act, 2013.

None of the Directors on the Board is a member of more than 10 committees or chairperson of more than 5 committees across all Companies in which they are Directors. Necessary disclosures regarding Committee positions in other Public Companies as on March 31, 2026 have been made by the Directors.

The Board Members are responsible for oversight of the management of the business. Roles, functions, responsibilities, and accountability of the Board are clearly defined. In addition to its primary role of monitoring corporate performance, functions of the Board include (i) approving corporate philosophy and vision; (ii) formulation of strategic and business plans; (iii) reviewing and approving financial plans and budgets; (iv) monitoring corporate performance against strategic and business plans, including overseeing operations; (v) ensuring ethical behavior and compliance of laws and regulations; (vi) reviewing and approving borrowing limits; (vii) formulating exposure limits; and (viii) keeping shareholders informed regarding plans, strategies and performance.

Name and nature of appointment of Directors on the Board, their attendance at Board Meetings held during the year and the number of Directorships and Committee Chairmanships/ Memberships held by them in other Companies is given below. Other Directorships do not include Alternate Directorships, Directorships of Private Limited Companies, Section 8 Companies and Companies Incorporated outside India. Chairmanships / Memberships of Board Committees include only Audit and Stakeholders Relationship Committees.

Mr. Samarth Parekh who has been appointed as the Joint Managing Director of the Company, is the son of Mr. Utsav Parekh, Chairman of the Company. Mr. Samarth Parekh, son of Mr. Utsav Parekh and brother of Mr. Saharsh Parekh, has been included in the Promoter Category of the Company as on December 30, 2025. Mr. Saharsh Parekh who was appointed as a Non-Executive, Non-Independent, Promoter Director of the Company on May 23, 2025, is the son of Mr. Utsav Parekh, Chairman of the Company and brother of Mr. Samarth Parekh, Joint Managing Director of the Company. Except for these family ties, none of the directors of the Company are related.

It is hereby confirmed that in the opinion of the Board, the Independent Directors have submitted declarations confirming compliance with Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, all Independent Directors of the Company have successfully registered their names in the Independent Directors Databank maintained by the Indian Institute of Corporate Affairs (IICA). The Independent Directors do not have any material pecuniary relationship or transactions with the Company apart from sitting fees.

Name of the Directors	Category	Year 2025-2026 Attendance at Board Meetings#	Year 2025-2026 Attendance at the last AGM	No. of outside Director-ships***	No. of other Board / Committees of which he/she is a member	No. of other Board / Committees of which he/she is a Chairperson
Mr. Utsav Parekh - Non-Executive Chairman	Promoter Non-Independent Director	8	No	8	5	3
Mr. Kishor Shah	Managing Director	7	Yes	3	1	1
Mrs. Pushpa Mishra	Independent Director	8	Yes	4	0	1
Mr. Nitin Daga	Independent Director	7	Yes	3	2	1
Mr. Pratik Ghose	Independent Director	7	Yes	0	0	0
Mr. Samarth Parekh *	Joint Managing Director	6	Yes	4	3	0
Mr. Anil Kumar Murarka *	Independent Director	7	Yes	0	0	0
Mr. Saharsh Parekh **	Promoter Non-Independent Director	5	No	1	0	0

*Mr. Samarth Parekh and Mr. Anil Kumar Murarka were appointed as Additional Directors of the Company in the Board Meeting held on April 04, 2025. Their appointment was regularized via Postal Ballot on May 09, 2025 as Joint Managing Director and Non-Executive Independent Director respectively.

**Mr. Saharsh Parekh was appointed as an Additional Director by the Company in the Board Meeting held on May 23, 2025. His appointment was confirmed in AGM on August 20, 2025 as a Non-Executive, Non-Independent Promoter Director.

***The above excludes directorships in private companies, Section 8 companies, foreign companies and dormant companies.

#The figures under 'Year 2025–26 Attendance at Board Meetings' represent the number of meetings attended by the Director during their respective tenure in office during the financial year. The total number of Board meetings held during the financial year was 8 (eight). Directors appointed or resigned during the year were only eligible to attend meetings held on or after their date of appointment or on or before their date of resignation, respectively.

Category of Directorship in Listed Company as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sl. No.	Name of the Director	Name of the Listed Entity	Category of Directorship
1.	Mr. Utsav Parekh	Nexome Capital Markets Limited	Non-Executive - Non-Independent Director
		First Source Solutions Limited	Non-Executive - Independent Director
		Texmaco Rail & Engineering Limited	Non-Executive - Independent Director
		Spencer's Retail Limited	Non-Executive - Independent Director
		Jay Shree Tea and Industries Limited	Non-Executive - Independent Director
		Eveready Industries India Limited	Non-Executive - Non-Independent Director
		Xpro India Limited	Non-Executive - Non-Independent Director
2.	Mr. Kishor Shah	Nexome Capital Markets Limited	Managing Director
		Texmaco Infrastructure & Holdings Limited	Non-Executive - Independent Director
3.	Mr. Nitin Daga	Nexome Capital Markets Limited	Non-Executive - Independent Director
		GAMCO Limited	Non-Executive - Independent Director
4.	Mr. Pratik Ghose	Nexome Capital Markets Limited	Non-Executive - Independent Director
5.	Mrs. Pushpa Mishra	Nexome Capital Markets Limited	Non-Executive - Independent Director
		Smartworks Coworking Spaces Limited	Non-Executive - Independent Director
6.	Mr. Samarth Parekh	Nexome Capital Markets Limited	Joint Managing Director
		STEL Holdings Limited	Non-Executive - Independent Director
7.	Mr. Anil Kumar Murarka	Nexome Capital Markets Limited	Non-Executive - Independent Director
8.	Mr. Saharsh Parekh	Nexome Capital Markets Limited	Non-Executive - Non-Independent Director

Resignation / Appointment of the Key Managerial Personnel

During the year under review, the following changes took place in the Key Managerial Personnel of the Company:

1. Mr. Samarth Parekh was appointed as an Additional Director by the Board of Directors on

April 04, 2025, and was concurrently designated as the Joint Managing Director of the Company with effect from April 08, 2025. His appointment as Joint Managing Director was subsequently regularized and approved by the shareholders via Postal Ballot on May 09, 2025.

2. The former Company Secretary cum Compliance Officer, Mrs. Poonam Bhatia resigned due to personal reasons during the Financial Year 2025-26 w.e.f. October 11, 2025, and Mrs. Sanjana Gupta was appointed as the Company Secretary cum Compliance officer w.e.f. November 04, 2025. Mrs. Sanjana Gupta is an Associate member of the Institute of Company Secretaries of India (ICSI Membership Number: A67933) holding the required qualification as prescribed under the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Apart from the aforesaid matters, there were no other changes in the Key Managerial Personnel and in the Management of the Company.

Skills/Expertise/Competence of the Board of Directors

As on the date of the report, the Board of Directors comprises of the following directors:

1. **Mr. Utsav Parekh**- He is a Graduate in Commerce and has over 40 Years of experience in Investment Banking. He is one of the most reputed Investment Bankers in Kolkata. He serves on the Board of several leading companies in the country like Jay Shree Tea and Industries Limited, First Source Solutions Limited, Texmaco Rail & Engineering Limited, Spencer's Retail Limited etc. He is also a Member of Indian Chamber of Commerce, Calcutta.

2. **Mr. Nitin Daga**- He is a Graduate in Commerce. He is also a Member of The Institute of Chartered Accountants of India and The Institute of Company Secretaries of India. He has a vast knowledge of financial and legal matters.

3. **Mr. Pratik Ghose-** He holds a Bachelor of Law degree, having over 16 years of experience in legal profession. He possesses significant experience and expertise in legal matters.

4. **Mr. Kishor Shah-** He is a Graduate in Commerce, Associate Member of The Institute of Chartered Accountants of India, and Associate Member of The Institute of Company Secretaries of India. He was previously the Managing Director of C.D.Capital Markets Ltd., a Category I Merchant Banker, for over eight years. He heads activities related to mergers & acquisitions, demergers, public & rights issues, private placements, loan syndication and distribution of various financial products.

5. **Mrs. Pushpa Mishra-** She is a Bachelor of Law, having over 24 years of experience in legal profession. Mrs. Mishra has vast experience in the fields of Commercial Law, Company Law, Arbitration Laws, Constitutional provisions and other allied law.

6. **Mr. Samarth Parekh-** He has a Bachelor of Science degree and possesses significant expertise in capital markets and financial services. He is on the Board of several companies.

7. **Mr. Anil Kumar Murarka-** He is a CS, and an Insolvency Professional. He has been a Practising Company Secretary for the last 34 (Thirty-Four) years and handles Corporate Law, SEBI Law, FEMA and the matters relating to National Company Law Tribunal (NCLT) & the Insolvency and Bankruptcy Code (IBC) and has also held the positions of :

    - Past President – The Institute of Company Secretaries of India (ICSI).
    - Past President - Corporate Secretaries International Association, Geneva.
    - Past member of Central Council of ICSI & part of its various Committees.
    - Past Member of Secretarial Standard Board of ICSI.
    - Past Member of Peer Review Board of ICSI. etc.

8. **Mr. Saharsh Parekh** - Mr. Saharsh Parekh holds a Bachelor's Degree in Economics from the University of Illinois. He has over 11 years of experience in Financial services and Real Estate field.

Matrix of Skills/Expertise currently available with the Board:

Name of the Directors	Category	Investment & Merchant Banking	Financial Management & Strategy	Legal & Regulatory Compliance	Corporate Governance & Restructuring
Mr. Utsav Parekh	Non-Executive Chairman (Promoter)	✓	✓		
Mr. Kishor Shah	Managing Director	✓	✓	✓	✓
Mr. Nitin Daga	Non-Executive Independent Director		✓	✓	
Mr. Pratik Ghose	Non-Executive Independent Director			✓	
Mrs. Pushpa Mishra	Non-Executive Independent Director			✓	
Mr. Samarth Parekh	Joint Managing Director (Promoter)	✓	✓		
Mr. Anil Kumar Murarka	Non-Executive Independent Director			✓	✓
Mr. Saharsh Parekh	Non-Executive, Non-Independent Promoter Director		✓		

III. Board Meetings

Eight Board Meetings were held during the year and the gap between two meetings did not exceed 120 days (One Hundred and Twenty days). Dates on which Board Meetings were held in each quarter are as follows:

QUARTERS	DATE OF MEETINGS
First	April 04, 2025
	April 08, 2025
	May 23, 2025
	June 04, 2025
Second	July 31, 2025
Third	October 07, 2025
	November 04, 2025

QUARTERS	DATE OF MEETINGS
Fourth	January 22, 2026

The gap between any two consecutive Board Meetings did not exceed one hundred and twenty days.

IV. Audit Committee

(i) Audit Committee of the Company is constituted as per the provisions of Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 177 of the Companies Act, 2013.

(ii) Audit Committee has been vested with the following powers:

a. To investigate any activity within its terms of reference.

b. To seek information from any employee.

c. To obtain outside legal or other professional advice.

d. To secure attendance of outsiders with relevant expertise, if it considers necessary.

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

1. 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;

2. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;

3. Approval of payment to Statutory Auditors for any other services rendered by the Statutory Auditors;

4. Reviewing, with the management, the annual Financial Statements and Auditor's Report thereon before submission to the board for approval, with particular reference to:

   a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's Report in terms of 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 judgement 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. Qualifications in the draft audit report.

5. Reviewing, with the management, the quarterly Financial Statements before submission to the Board for approval;

6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;

7. Review and monitor the Auditor's independence and performance, and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the Company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the Company, wherever it is necessary;
11. Evaluation of Internal Financial Controls and Risk Management Systems;
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
14. Discussion with Internal Auditors of any significant findings and follow up thereon;
15. 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;
16. Discussion 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;
17. 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;
18. To review the functioning of the Whistle Blower Mechanism;
19. Approval of appointment of CFO (i.e., the Whole-Time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
20. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee. The Company Secretary of the Company acts as Secretary of the Audit Committee.
21. Reviewing 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.

(iv) The composition of the Audit Committee and particulars of meetings attended by the members of the Audit Committee are given below:

Name	Category	No. of Meetings during the year 2025-26	
		Held	Attended
Mr. Nitin Daga - Chairman	Independent, Non-Executive Director	5	5
Mr. Utsav Parekh	Non-Independent, Non-Executive Director	5	5
Mrs. Pushpa Mishra	Independent, Non-Executive Director	5	5
Mr. Anil Kumar Murarka*	Independent, Non-Executive Director	5	5

* Mr. Anil Kumar Murarka was appointed as Additional Director of the Company in the Board Meeting held on April 04, 2025. His appointment was confirmed via Postal Ballot on May 09, 2025 as Non-Executive Independent Director.

All members of the Audit Committee are financially literate and possess accounting and/ or financial management expertise.

(v) Five Audit Committee meetings were held during the year. The dates on which the said meetings were held in each quarter are as follows:

Quarters	Date of Meetings
First	May 23, 2025
Second	July 31, 2025
Third	October 07, 2025
	November 04, 2025
Fourth	January 22, 2026

V. Nomination and Remuneration Committee

(i) The Company has constituted a Nomination and Remuneration Committee of Directors.

(ii) The broad terms of reference of the Nomination and Remuneration Committee are as follows:

1. Formulate the criteria for determining qualifications, positive attributes and Independence of a Director and recommend to the Board a policy, relating to the remuneration of the Directors, Key Managerial Personnel and other employees.

2. The Committee while formulating the policy will ensure that—

   a) the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the Company successfully.

   b) relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and

   c) remuneration to Directors, Key Managerial Personnel and Senior Management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals.

3. Formulation of criteria for evaluation of Independent Directors and the Board.

4. Devising a policy on Board diversity.

5. Identifying persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down, and recommend to the Board their appointment and removal, wherever necessary and the Company shall disclose the Remuneration Policy and the evaluation criteria in its Annual Report. The Remuneration Policy is available on the website of the Company at www.nexomecap.com.

6. The Committee also oversees the performance evaluation framework for Directors, Committees and the Board.

7. a) Recommend & Review succession plan for Managing Director

   b) Review and approve succession plan for Senior Management

8. Such other matters as Board may from time to time request the Nomination and Remuneration Committee to examine and recommend / approve.

(iii) Five meetings were held during the year. The composition of the Nomination and Remuneration Committee is given below:

Name	Category	No. of Meetings during the year 2025-26	
		Held	Attended
Mr. Nitin Daga - Chairman	Independent, Non-Executive Director	5	5
Mr. Pratik Ghose	Independent, Non-Executive Director	5	5
Mrs. Pushpa Mishra	Independent, Non-Executive Director	5	5
Mr. Anil Kumar Murarka*	Independent, Non-Executive Director	5	4

* Mr. Anil Kumar Murarka was appointed as Additional Director of the Company in the Board Meeting held on April 04, 2025. His appointment was confirmed via Postal Ballot on May 09, 2025 as Non-Executive Independent Director.

The Company Secretary cum Compliance Officer is the Secretary of the Committee.

(iv) Details of Remuneration received by the Directors for the year ended March 31, 2026:

(a) Non-Executive Directors:

Name	No. of Board Meetings Attended	Total Sitting Fees for Board Meetings Attended (Rs. In Lakhs)	No. of Audit Committee Meetings Attended	Total Sitting Fees for Audit Committee Meetings Attended (Rs. In Lakhs)	No. of Nomination & Remuneration Committee Meetings Attended	Total Sitting Fees for Nomination & Remuneration Committee Meetings Attended (Rs. In Lakhs)	No. of Stake-holders Relationship Committee Meetings Attended	Total Sitting Fees for Stake-holders Relationship Committee Meetings Attended (Rs. In Lakhs)	Other Committees (Rights Issue Committee)	Commission (Rs. In Lakhs)	Total (Rs. In Lakhs)
Mr. Utsav Parekh	8	2.40	5	1.00	-	-	-	-	-	-	3.40
Mr. Saharsh Parekh *	5	1.50	-	-	-	-	-	-	-	-	1.50
Mrs. Pushpa Mishra	8	2.40	5	1.00	5	0.50	1	0.10	-	-	4.00
Mr. Nitin Daga	7	2.10	5	1.00	5	0.50	1	0.10	0.30	-	4.00
Mr. Pratik Ghose	7	2.10	-	-	5	0.50	-	-	-	-	2.60
Mr. Anil Kumar Murarka**	7	2.10	5	1.00	4	0.40	1	0.10	0.40	-	4.00
Mr. Ajay Kumar Kayan*	3	0.90	-	-	-	-	-	-	-	-	0.90

Pursuant to Section 197(5) of the Companies Act, 2013 read with Regulation 17 of the SEBI Listing Regulations, the sitting fees payable to Non-Executive Directors for attending each meeting of the Board and Committees thereof are approved by the Board within the limits prescribed under applicable laws. The sitting fees payable to Non-Executive Directors per Board Meeting is Rs. 30,000/- which is within the limits fixed by the Central Government. Fee of Rs. 20,000/- is paid for Audit Committee and Rs. 10,000/- is paid for Nomination and Remuneration Committee, Stakeholders Relationship Committee and Rights Issue Committee.

* Mr. Saharsh Parekh was appointed as an Additional Director by the Company at the Board Meeting held on May 23, 2025, and Mr. Ajay Kumar Kayan resigned from directorship w.e.f. May 23, 2025. Mr. Saharsh Parekh's appointment was confirmed in AGM on August 20, 2025, as a Non-Executive, Non-Independent Promoter Director.

** Mr. Anil Kumar Murarka was appointed as Additional Director of the Company in the Board Meeting held on April 04, 2025. His appointment was confirmed via Postal Ballot on May 09, 2025, as Non-Executive Independent Director.

Details of shares held by Non-Executive Directors as on March 31, 2026 are as follows:

Name	Category	No. of shares held along with convertible instruments	Percentage of holding
Mr. Utsav Parekh	Non-Executive - Non-Independent Director	Equity Shares-1,44,300 Equity Convertible Warrants - 3,88,000*	4.96 (Equity Shares along with Equity Convertible Warrants)
Mrs. Pushpa Mishra	Non-Executive - Independent Director	150	0.00

*The 3,88,000 Equity Convertible Warrants held by Mr. Utsav Parekh were converted into equity shares vide a resolution passed by the Board of Directors of the Company on April 20, 2026.

b) Managing Director/Joint Managing Director:

Details of Remuneration paid to Managing Director are as follows:-

Name	Salary & Other Allowances	Bonus/Ex-Gratia	Provident Fund
Mr. Kishor Shah	Rs. 111.29 Lacs	Rs. 19.74 Lacs	Rs. 9.51 Lacs

The Board of Directors in their meeting held on February 09, 2024 re-appointed Mr. Kishor Shah as Managing Director with effect from April 01, 2024 for a further period of three years by a Special Resolution. Approval of the members through a Special Resolution was obtained for the same on August 31, 2024.

Details of Remuneration paid to Joint Managing Director are as follows (w.e.f. April 08, 2025): -

Name	Salary & Other Allowances	Bonus/Ex-Gratia	Provident Fund
Mr. Samarth Parekh*	Rs 80.90 Lacs	-	Rs 7.77 Lacs

*Mr. Samarth Parekh was appointed as Additional Director of the Company in the Board Meeting held on April 04, 2025. He was appointed as the Joint Managing Director w.e.f. April 08, 2025, for a period of three years. His appointment was confirmed via Postal Ballot on May 09, 2025, as Joint Managing Director of the Company.

Remuneration to be drawn by Mr. Kishor Shah, Managing Director and Mr. Samarth Parekh (Joint Managing Director) is as prescribed under applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013.

NOMINATION AND REMUNERATION POLICY

The objective and purpose of this policy are:

- To lay down criteria and terms and conditions with regard to identifying persons who are qualified to become Directors (Executive and Non-Executive) and persons who may be appointed in Senior Management and Key Managerial positions and to determine their remuneration.
- To carry out evaluation of the performance of Directors, as well as Key Managerial and Senior Management Personnel.

  In the context of the aforesaid criteria the following policy has been formulated by the Nomination and Remuneration Committee and adopted by the Board of Directors at its meeting held on August 6, 2014. The Policy is made available on the Company's website at www.nexomecap.com.

- **Remuneration to Non-Executive / Independent/ Managing Director:**

  1. **Remuneration / Commission**

     The remuneration / commission shall be fixed as per the slabs and conditions mentioned in the Articles of Association of the Company and the Companies Act, 2013 and the rules made thereunder.

  2. **Sitting Fees**

     The Non-Executive / Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee thereof. Provided that the amount of such fees shall not exceed Rs. 1,00,000/- (Rupees One Lakh Only) per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.

  3. **Commission**

     Subject to the provisions of the section 197 of the Companies Act, 2013, any director who is in receipt of any commission from the company and who is a managing or whole-time director of the company shall not be disqualified from receiving any remuneration or commission from any holding company or subsidiary company of such company subject to its disclosure by the company in the Board's Report.

  4. **Stock Options**

     An Independent Director shall not be entitled to any stock option of the Company.

  5. **Annual Performance Evaluation of the Board**

     Pursuant to the provisions of the Companies Act, 2013 and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee. A structured questionnaire was prepared after taking into consideration input received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board's culture, execution and performance of specific duties, obligations and governance. The evaluation process considered criteria such as participation, contribution, governance oversight, strategic guidance and safeguarding stakeholder interests.

A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgement, safeguarding the interest of the Company and its minority shareholders etc. The entire Board carried out the performance evaluation of the Independent Directors. The performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors who also reviewed the performance of the Key Managerial Personnel (KMP) and the Senior Management. The Directors expressed their satisfaction with the evaluation process.

VI. Stakeholders Relationship Committee

(i) The Company has constituted a Stakeholders Relationship Committee of Directors to look into the redressal of grievances of shareholders, investors and other security holders such as transfer or credit of shares to demat accounts, non-receipt of dividend / notices / annual reports, etc.

(ii) The Stakeholders Relationship Committee consists of 4 (Four) Directors namely Mr. Nitin Daga, Mrs. Pushpa Mishra, Mr. Kishor Shah and Mr. Anil Kumar Murarka* of which 3 (Three) are Non-Executive Independent Directors. Mr. Nitin Daga, Non-Executive Independent Director is the Chairman of the Committee.

* Mr. Anil Kumar Murarka was appointed as Additional Director of the Company in the Board Meeting held on April 04, 2025. His appointment was confirmed via Postal Ballot on May 09, 2025, as Non-Executive Independent Director.

(iii) One Meeting of Stakeholders Relationship Committee was held during the year.

(iv) Mrs. Sanjana Gupta is the Company Secretary-cum-Compliance Officer of the Company.

(v) The Company Secretary cum Compliance Officer is the Secretary of the Committee.

(vi) The number of investor complaints pending at the beginning of the year was **Nil**; complaints received during the year: **Nil**; complaints resolved during the year: **Nil**; complaints pending at the end of the year: **Nil**.

VII. Independent Directors Meeting

During the year under review, the Independent Directors met on February 07, 2026, inter alia, to discuss:

(i) Evaluation of the performance of Non-Independent Directors and the Board of Directors as a whole;

(ii) Evaluation of the performance of the Chairman of the Company, taking into account the views of the Executive and Non-Executive Directors.

(iii) Evaluation of the quality, quantity and timeliness of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

(iv) Performance evaluation criteria for Independent Directors: The following criteria may assist in determining how effective the performance of the Independent Directors has been:

- Compliance with Articles of Association, Companies Act, Ethical Standards & Code of Conduct of Company
- Assistance in implementing Corporate Governance practices
- Attendance at meetings of the Board and Committees
- Attendance in General Meetings
- Independent view on key appointments & on strategy formulation
- Review of consistency and correctness of accounting practices
- Safeguard of shareholder's interest
- Appointment & Removal of KMPs

All the Independent Directors were present at the Meeting.

The Independent Directors have confirmed that they meet the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI Listing Regulations.

VIII. Committee of Directors

In addition to the above committees, the Board has constituted the Committee of Directors, which considers matters urgent in nature. The Committee comprises Mr. Utsav Parekh, Mr. Nitin Daga, Mr. Samarth Parekh* and Mr. Kishor Shah.

* Mr. Samarth Parekh was appointed as Additional Director of the Company at the Board Meeting held on April 04, 2025. His appointment was confirmed via Postal Ballot on May 09, 2025, as Joint Managing Director.

The Company Secretary cum Compliance Officer is the Secretary of the Committee.

IX. Corporate Social Responsibility (CSR) Committee

(i) Constitution and Rationale:

Pursuant to Section 135(1) of the Companies Act, 2013, Corporate Social Responsibility provisions became applicable to the Company as its net profit, as per the Audited Financial Statements for the Financial Year ended March 31, 2026, computed in accordance with Section 198 of the Companies Act, 2013, exceeded the prescribed threshold during the immediately preceding financial year. Consequently, the provisions relating to Corporate Social Responsibility (CSR) became applicable to the Company for the first time for the Financial Year 2026-27. To oversee this mandate, the Board of Directors formally constituted the Corporate Social Responsibility (CSR) Committee at its meeting held on May 25, 2026. CSR obligations shall commence from FY 2026-27 and will be complied with from FY 2026-27 onwards.

(ii) Terms of Reference:

The broad terms of reference of the CSR Committee, as approved by the Board of Directors, include the following:

1. To formulate and recommend to the Board, a Corporate Social Responsibility (CSR) Policy indicating the activities to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013.

2. To recommend the amount of expenditure to be incurred on CSR activities.

3. To formulate and recommend to the Board an Annual Action Plan, which includes the list of approved projects, execution manner, fund utilization modalities, implementation schedules, and monitoring mechanisms.

4. To monitor the implementation of CSR projects, programs, and the CSR Policy of the Company from time to time.

5. To ensure that CSR activities are undertaken by the Company itself or through eligible implementing agencies as prescribed under Rule 4 of the CSR Rules.

6. To review the utilization of CSR funds, ensure surpluses do not form part of business profits, and recommend the treatment of any unspent CSR amounts in accordance with Section 135(5) and 135(6) of the Companies Act, 2013.

(iii) Composition and Meetings:

As the Corporate Social Responsibility Committee was formally constituted by the Board after the closure of the Financial Year on May 25, 2026, no meetings of the Committee were held during the Financial Year 2025-26.

The composition of the CSR Committee, comprising four directors (including two Independent Directors), is as follows:

Name	Category	No. of Meetings during the year 2025-26*	
		Held	Attended
Mr. Anil Kumar Murarka - Chairman	Independent, Non-Executive Director	N.A.	N.A.
Mr. Kishor Shah	Non-Independent, Executive Director	N.A.	N.A.
Mr. Utsav Parekh	Non-Independent, Non-Executive Director	N.A.	N.A.
Mrs. Pushpa Mishra	Independent, Non-Executive Director	N.A.	N.A.

*Note: The Committee was constituted in the subsequent Financial Year (FY 2026-27).

Mrs. Sanjana Gupta, the Company Secretary-cum-Compliance Officer, acts as the Secretary to the CSR Committee.

(iv) CSR Policy:

The CSR Policy will be formulated by the Committee and, upon approval by the Board of Directors, will be made available on the Company's website at www.nexomecap.com.

X. Other Committees

i Committee for Preferential Allotment of Equity Shares and Warrants

- **Purpose/Terms of Reference:** The Committee was constituted to oversee and execute the preferential allotment of equity shares and convertible warrants. Its specific Terms of Reference were formally approved by the Board of Directors.

- **Composition:** The Committee comprises the following directors:

  1. **Mr. Kishor Shah** (Managing Director) - Chairman
  2. **Mrs. Pushpa Mishra** (Independent Director) - Member
  3. **Mr. Nitin Daga** (Independent Director) - Member

- **Meetings:** The Committee met 1 (one) time during the previous Financial Year (2024-25) on September 13, 2024.

ii. Rights Issue Committee

- **Purpose/Terms of Reference:** The Committee was constituted to oversee, supervise, and finalize the execution of the Company's Rights Issue, which includes determining the issue size, objects, price, Rights Entitlement ratio, approving the Letter of Offer, finalizing the basis of allotment, and executing all necessary documents and agreements with intermediaries.

- **Composition:** The Committee was originally constituted on July 31, 2025, and subsequently reconstituted on January 22, 2026, to include the Company Secretary cum Compliance Officer. Its composition is as follows:

  1. **Mr. Kishor Shah** (Managing Director) - Chairman
  2. **Mr. Samarth Parekh** (Joint Managing Director) - Member
  3. **Mr. Anil Kumar Murarka** (Independent Director) - Member
  4. **Mr. Nitin Daga** (Independent Director) - Member
  5. **Mrs. Sanjana Gupta** (Company Secretary-cum-Compliance Officer)

- **Meetings:** The Committee met 4 (four) times during the Financial Year to execute the issuance of the 29,38,500 Rights Equity Shares. The meetings were held on:

  i. February 02, 2026 (to review and approve the Draft Letter of Offer)
  ii. February 24, 2026 (to adopt the final Letter of Offer and fix the Record Date)
  iii. March 24, 2026 (First meeting: to approve the Basis of Allotment)
  iv. March 24, 2026 (Second meeting: to grant final approval for the Allotment of Shares)

XI. General Body Meetings:

Location and time where last three Annual General Meetings were held:

	2022-23	2023-24	2024-25
Date	September 09, 2023	August 31, 2024	August 20, 2025
Time	10:00 A.M.	11:00 A.M.	11:00 A.M
Venue	Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") at the Registered Office of the Company at Vaibhav, 4, Lee Road, Fourth Floor, Kolkata - 700 020	Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") at the Registered Office of the Company at Vaibhav, 4, Lee Road, Fourth Floor, Kolkata - 700 020	Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") at the Registered Office of the Company at Vaibhav, 4, Lee Road, Fourth Floor, Kolkata - 700 020
Whether Special Resolution passed	No	Yes	No

A. Special Resolutions put through Annual General Meetings in the last three years -

- No Special Resolution was passed at the Annual General Meeting held on September 09, 2023.
- At the Annual General Meeting held on August 31, 2024 one Special Resolution was passed to approve the re-appointment of Mr. Kishor Shah as Managing Director for a further period of 3 (Three) years w.e.f. April 01, 2024.
- No Special Resolution was passed at the Annual General Meeting held on August 20, 2025.

B. Special Resolutions were also put through postal ballot last year -

During the Financial Year 2025-26, the Company had put the following Special Resolutions for approval by the Members vide Postal Ballot Notices dated March 08, 2025, April 08, 2025 and October 07, 2025.

(a) Postal Ballot notice dated March 08, 2025:

(i) Change in the name of the Company and consequent amendment in the Memorandum of Association and Articles of Association of the Company.

The cut-off date for voting rights was March 07, 2025. The process of remote e-voting process conducted through postal ballot notice was completed on April 09, 2025 and the Company had submitted the results of the postal ballot to the stock exchanges viz: BSE Limited and The Calcutta Stock Exchange Limited on April 10, 2025.

(b) Postal Ballot notice dated April 08, 2025:

(i) Appointment of Mr. Samarth Parekh (DIN: 00199598) as Director of the Company.

(ii) Appointment of Mr. Samarth Parekh (DIN: 00199598) as Joint Managing Director of the Company.

(iii) Appointment of Mr. Anil Kumar Murarka (DIN: 00571568) as Independent Director of the Company.

The cut-off date for voting rights was Friday, April 04, 2025. The process of postal ballot through e-voting process was completed on May 09, 2025, and the Company submitted the results of the Postal Ballot to the Stock Exchanges viz: BSE Limited and The Calcutta Stock Exchange Limited on May 10, 2025.

(c) Postal Ballot notice dated October 07, 2025:

(i) Reclassification of persons forming part of the Promoter / Promoter Group from 'Promoter & Promoter Group Category' to 'Public Category'.

The cut-off date for voting rights was October 03, 2025. The process of postal ballot through e-voting process was completed on November 07, 2025 and the Company had submitted the results of the postal ballot to the stock exchanges viz: BSE Limited and The Calcutta Stock Exchange Limited on November 07, 2025.

In terms of provisions of the Act and Listing Regulations read with the circulars issued by the Ministry of Corporate Affairs, the Company had sent the Notice to the members in electronic form only and had extended the remote e-voting facility only to its members, enabling them to cast their votes electronically instead of submitting the Postal Ballot Forms.

The Board of Directors of the Company had appointed Sudhansu Sekhar Panigrahi, Practicing Company Secretary (ICSI Membership No. A23187/ COP No. 19649) as the Scrutinizer to conduct the process of the postal ballot in a fair and transparent manner.

All the above-mentioned Resolutions have been duly approved by the Members of the Company with the requisite majority. The details of voting pattern of the postal ballot are as under:

Postal Ballot Resolution Nos. as mentioned above	Resolution Nos. as mentioned above	For / Against	Total No. of shares for which valid votes cast	Percentage of votes to the total no. of valid votes
(a)	i	Voted in favour	3437115	98.24
		Voted against	61606	1.76
(b)	i	Voted in favour	854799	93.2787
		Voted against	61593	6.7213
	ii	Voted in favour	854799	99.9950
		Voted against	43	0.0050
	iii	Voted in favour	3361650	99.9987
		Voted against	43	0.0013
(c)	i	Voted in favour	2861507	97.8901
		Voted against	61676	2.1099

XII. Disclosure by the Management to the Board

The management discloses to the Board all material, financial and commercial transactions where they have personal interest and which may have potential conflict of interest with the Company at large:

(a) Related party transactions for the year being transactions with Promoters, Directors or Key Managerial Personnel or their Relatives have been stated in 42 Notes on Financial

Statements. Further, the Board has approved a policy for related party transactions which has been uploaded to the Company's website at www.nexomecap.com.

(b) There was no significant instance of non-compliance on any matter related to the capital market during the last three years.

(c) Vigil Mechanism - The Company has established a 'Vigil Mechanism' (Whistle Blower Policy) enabling directors and employees to securely report genuine concerns or grievances regarding actual or suspected unethical behavior, fraud, or violations of the Company's Code of Conduct and ethics policies. No personnel were denied access to the Audit Committee. The policy is available on the website of the Company at www.nexomecap.com.

(d) Familiarization Programme for Independent Directors- Company has formulated a Familiarization Programme for Independent Directors details of the same are available on the Company's website at www.nexomecap.com.

XIII. Subsidiary Companies-

i. Nexome Capital Services Limited (Formerly SMIFS Capital Services Limited)

In the Company's Wholly Owned Subsidiary Company, Nexome Capital Services Limited (Formerly SMIFS Capital Services Limited), two Independent Directors on the Board of the Company are the Directors on the Board of the Subsidiary Company. During the year under review, the name of the subsidiary company was changed from SMIFS Capital Services Limited to Nexome Capital Services Limited w.e.f. June 26, 2025 pursuant to Certificate of Incorporation pursuant to change of name and consequential amendments were carried out in the Memorandum and Articles of Association of the subsidiary company.

Audit Committee of your Company reviews the Financial Statements of the Subsidiary Company in each meeting. Minutes of the Board Meetings of the Subsidiary Company are considered at Board Meetings of your Company and at regular intervals, significant transactions, arrangements entered into by the Subsidiary Company are placed at the Board Meetings of your Company.

ii. Nexome Wealth Management Limited

During the financial year under review, the Company incorporated another wholly owned subsidiary namely Nexome Wealth Management Limited on July 22, 2025 having registered office in Kolkata, with an Authorized Capital of Rs. 100 Lakhs divided into 10,00,000 Equity Shares of Rs. 10 /- each was incorporated on July 22, 2025 as per the Companies Act, 2013. The Company was incorporated with the objective of providing all kinds of corporate advisory services in the areas of wealth management and related advisory services.

Audit Committee of your Company reviews the Financial Statements of the Subsidiary Company in each meeting. Minutes of the Board Meetings of the Subsidiary Company are considered at Board Meetings of your Company and at regular intervals, significant transactions, arrangements entered into by the Subsidiary Company are placed at the Board Meetings of your Company.

XIV. Compliance Certificate

Compliance Certificate on Corporate Governance from Auditors of the Company is annexed herewith.

XV. Means of Communication

Financial Results of the Company are published in the newspapers as follows:

Quarterly and half-yearly results - published in the newspapers :

i) First Quarter ended June 30, 2025, unaudited results published in Business Standard (English) and Ek Din (Bengali) on 01-08-2025.

ii) Second Quarter and half-yearly results ended September 30, 2025 published in Business Standard (English) and Ek Din (Bengali) on 05-11-2025.

iii) Third Quarter and nine months ended December 31, 2025 unaudited results published in Financial Express (English) and Ek Din (Bengali) on 23-01-2026.

iv) Fourth Quarter and year ended March 31, 2026 audited results published in Business Standard (English) and Ek Din (Bengali) on 26-05-2026.

Newspapers in which results are normally published :

Business Standard or Financial Express (English), Ek Din (Bengali).

Any website, where displayed :

The results are displayed on the Company's website at www.nexomecap.com

Whether it also displays official news releases : Yes

Management's Discussions & Analysis forms part of this Annual Report : Yes

XVI. General Shareholders' Information

(i) **Annual General Meeting -** Date - 11th August, 2026
Time - 11:00 a.m.

(ii) **Annual General Meeting Venue** : The Company is conducting AGM through VC / OAVM pursuant to the MCA Circulars as such there is no requirement to have a venue for the AGM. For details, please refer to the Notice of this AGM.

(iii) **Financial Calendar -** April 01, 2025 to March 31, 2026

(iv) **Date of Book Closure -** Wednesday, August 5, 2026, to Tuesday, August 11, 2026 (both days inclusive)

(v) **Listing on Stock Exchange -** Equity shares of the Company are listed on BSE Limited (BSE) Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001.

Voluntary Delisting from The Calcutta Stock Exchange Limited : As per the approval of the Board dated November 04, 2025, the Company applied for Voluntary Delisting of Shares from The Calcutta Stock Exchange Limited on November 21, 2025. The Company's shares have been delisted from The Calcutta Stock Exchange Limited with effect from January 12, 2026.

(vi) **Payment of Annual Listing Fees -** The Annual Listing Fees for the Financial Year 2025-26 have been paid to BSE Limited (BSE) and The Calcutta Stock Exchange Limited (CSE) till January 12, 2026. The annual custodial fees for Financial Year 2025-26 have also been paid to NSDL/CDSL

(vii) **ISIN Number for NSDL / CDSL -** INE641A01013 - For Equity Shares
INE641A13018 - For Unlisted Equity Convertible Warrants
INE641A20013 - For Rights Issue

(viii) **Registrar and Transfer Agents :**

Name & Address : M/s Maheshwari Datamatics Pvt. Ltd.
23, R.N. Mukherjee Road, (5th Floor), Kolkata - 700 001
Phone : (033) 2243-5029, 2243-5809, 2248-2248, Fax : (033) 2248-4787
E-mail : mdpldc@yahoo.com/ compliance@mdplcorporate.com

(ix) **Convertible Instruments**

The outstanding shares as on March 31, 2026, are 88,15,500. On April 20, 2026, 19,20,000 warrants have been converted into 19,20,000 equity shares as the Company received the complete issuance amount.

These warrants were initially allotted on October 25, 2024, to Mr. Utsav Parekh, Panchganga Advisors Private Limited, Monet Securities Private Limited, Forbes EMF, Chivas Trading Private Limited aggregating to Rs. 1,228.80 Lakhs (Rupees Twelve Crores and Twenty-Eight Lakhs and Eighty Thousand Only) belonging to company's promoter group and non-promoter group, through a preferential allotment on a private placement basis at an issue price of Rs. 64 per warrant. At the time of allotment, funds representing 25% of the issue price for 19,20,000 warrants had been received as the initial subscription amount.

With this conversion, the balance 75% amount, Rs. 48 per warrant, has been received, completing the full payment for all warrants. After the allotment, the issued, subscribed, and paid-up capital has increased from 88,15,500 equity shares to 1,07,35,500 equity shares.

(x) **Electronic Filing with Stock Exchange Platforms**

In compliance with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company submits corporate filings, disclosures and compliance reports electronically through the BSE Listing Centre and other SEBI/exchange-prescribed digital filing mechanisms within the timelines specified under applicable laws and regulations.

(xi) **Share Transfer System**

Shares lodged for transfer at the Registrar's address are normally processed within 15 days of the date of lodgment, if the documents are clear in all respects. All requests for dematerialization of shares are processed, and confirmation is given to the depositories within 15 days. All requests are processed within prescribed timeline.

xii) **Rights Issue**

During the year under review, the Company has issued 29,38,500 Fully paid-up Equity Shares on a rights basis for cash at a price of Rs. 75 per equity share (including a share premium of Rs. 65 per equity share) (the "issue price") to its eligible Equity Shareholders 1 (one) Rights Equity Share for every 2 (two) fully paid- up Equity Shares as on the record date fixed for this purpose. The said rights issue was opened for subscription from March 13, 2026 to March 23, 2026. After the expiry of subscription period the Company applied to the BSE Limited (BSE) for Listing Approval of the said 29,38,500 fully paid-up Rights Equity Shares and the same has been received by the Company from BSE on March 25, 2026. Further, the Company has also received the Trading Approval from BSE on March 25, 2026. The said shares were available for trading w.e.f. March 27, 2026. After allotment, the paid-up share capital of the Company is Rs. 881.55 Lakhs.

Category of Shareholding as on March 31, 2026

RECLASSIFICATION OF PERSONS FORMING PART OF THE PROMOTER / PROMOTER GROUP FROM 'PROMOTER & PROMOTER GROUP CATEGORY' TO 'PUBLIC CATEGORY'

The Board of Directors, after due consideration, took on record the request letters dated May 26, 2025, received from Mr. Ajay Kumar Kayan, Mrs. Lalita Kayan, Mr. Rahul Kayan, Mrs. Payal Saraf, Mrs. Suman Bhartia, Ajay Kumar Kayan HUF, Gauri Shankar Ajay Kumar (HUF), and Mackertich Consultancy Services Private Limited (collectively referred to as the 'Outgoing Promoter Group Shareholders'). These entities, previously forming part of the 'Promoter and Promoter Group', sought the reclassification of their status from the 'Promoter Group' category to the 'Public' category.

In accordance with Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI (LODR) Regulations'), including any other statutory modification(s) or re-enactments thereof, for the time being in force and the other applicable provisions, necessary approvals from the Stock Exchanges and other appropriate statutory authorities were obtained with their NOC dated 17th September, 2025 and 23rd September, 2025 from BSE and The Calcutta Stock Exchange Limited respectively. The approval of the Members of the Company was obtained through Postal Ballot dated November 07,2025.

Category	No. of Shares held	% of Capital
RESIDENT INDIVIDUALS	1836842	20.84
FINANCIAL INSTITUTIONS / BANK	NIL	NIL
FOREIGN PORTFOLIO INVESTORS	NIL	NIL
CORPORATE BODIES-DOMESTIC	1648820	18.70
INDIAN PROMOTERS:		
a) Individuals	328800	3.73
b) Corporate Bodies	4624016	52.45
c) Trust	220548	2.50
NRIs / OVERSEAS CORP. BODIES (OCBs)	22543	0.26
OTHERS-IEPF	133931	1.52
TOTAL	**8815500**	**100.00**

Distribution of Shareholding as on March 31, 2026:

No. of Shares held	No. of Shareholders	Total no. of Shares held
Upto 500	2442	145608
501-1,000	104	82410
1,001-2,000	82	117444
2,001-3,000	39	101569
3,001-4,000	16	57218
4,001-5,000	10	46692
5,001-10,000	23	161256
10,001 and above	46	8103303
Total	**2762**	**8815500**

(xiii) **Reconciliation of Share Capital Audit Report**

As per Regulation 76 of the SEBI (Depositories and Participants) Regulations, 2018 all the issuer Companies are required to submit a Reconciliation of Share Capital Audit Report (Report) reconciling the total shares held in both the depositories viz., NSDL and CDSL and in Physical Form with the Total Issued /Paid Up Capital. The Reconciliation of Share Capital Audit Report was obtained on a quarterly basis in accordance with applicable SEBI requirements.

The said report, duly certified by a Company Secretary in Practice is submitted to the Stock Exchanges where the securities of the Company are listed within 30 days of the end of each quarter and the certificate is also placed before the Board of Directors of the Company.

(xiv) **Policy on Insider Trading**

The Company has formulated a Code of Conduct for Prevention of Insider Trading ('Code') in accordance with the guidelines specified under the SEBI (Prohibition of Insider Trading) Regulations, 2015. Further, the same was amended as per SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2024 dated 4th December,2024 and SEBI Circular No. SEBI/LAD-NRO/GN/2024/215. The Company adopted the amendments in the Code of Practice and Procedures for Fair Disclosures and Code of Internal Procedure and Conduct in its Board Meeting held on March 08, 2025. The Board of Directors has appointed Mrs. Sanjana Gupta, Company Secretary cum Compliance Officer as the Compliance Officer under the Code. She is responsible for ensuring compliance with statutory procedures, monitoring adherence to the rules for the preservation of Unpublished Price Sensitive Information (UPSI), pre-clearing trades, monitoring trading activity, and implementing the Code of Conduct under the overall supervision of the Board. The Code, inter alia, prohibits purchase and / or sale of shares of the Company by an insider or by any other Company, while in possession of unpublished price sensitive information in relation to the Company during certain prohibited periods. The Code is available on the Company's website at www.nexomecap.com.

(xv) **Details of use of funds raised in the last three years**

During the last three Financial Years, the Company has raised funds during 2024-25 and 2025-26. The details of the funds raised, and their utilization are as follows:

1. **Financial Year 2024-2025 (Preferential Allotment of Equity Shares and Warrants):** During the year, pursuant to the approval of the Board of Directors on September 11, 2024, and the Members via Postal Ballot on October 25, 2024, the Company raised funds through a preferential issue on a private placement basis. The allotments included:

   - **Equity Shares:** 2,92,000 Equity Shares of face value Rs. 10/- each at an issue price of Rs. 64/- each to Merlin Resources Private Limited, aggregating to Rs. 186.88 lakhs.

   - **Equity Convertible Warrants:** 19,20,000 Warrants at an issue price of Rs. 64/- each to individuals and entities including Mr. Utsav Parekh, Panchganga Advisors Pvt Ltd, Monet Securities Pvt Ltd, Forbes EMF, and Chivas Trading Pvt Ltd. The total size of the warrant issue aggregated to Rs. 1228.80 lakhs.

   Utilization of Funds: The additional funds were raised and utilized to meet enhanced business and funding requirements, including investments in shares and securities (special situations, long-term, short-term, tactical, and opportunistic investments), debt funds, repayment or part pre-payment of borrowings, and working capital requirements to enhance the overall business of the Company.

2. **Financial Year 2025-2026 (Rights Issue of Equity Shares):** During the Financial Year under review, the Company successfully raised an aggregate amount of Rs. 2,203.88 Lakhs through a Rights Issue of Equity Shares. The issue involved the allotment of 29,38,500 fully paid-up Equity Shares at an issue price of Rs. 75/- per share (inclusive of a premium of Rs. 65/- per share).

   Utilization of Funds: The funds from the Rights Issue were strategically raised and utilized for:

   - Investing in shares, securities, and mutual fund schemes.
   - Investing in liquid mutual fund schemes or government securities to comply with the liquid net worth requirements prescribed under the SEBI (Merchant Bankers) Amendment Regulations, 2025.
   - Addressing general corporate purposes.

   (Note: No public funds were raised during the Financial Year 2023-2024).

(xvi) **Plant location**

The Company is engaged in the business of financial services and has no plant.

(xvii) **Investor Correspondence**

Any query relating to Financial Statements of the Company may be addressed to the Chief Financial Officer of the Company	**Investors' Correspondence may be addressed to the Compliance Officer of the Company**
Mr. Shreemanta Banerjee CFO-cum-Vice President (Finance and Taxation) Nexome Capital Markets Limited Vaibhav, 4F, 4 Lee Road Kolkata - 700 020 Telephone: (033) 2290 7400/ 7401 E-mail : ncml@nexomegroup.com, cfo@nexomegroup.com	Mrs. Sanjana Gupta Company Secretary-cum-Compliance Officer Nexome Capital Markets Limited Vaibhav, 4F, 4 Lee Road Kolkata - 700 020 Telephone: (033) 2290 7400/ 7401 E-mail : ncml@nexomegroup.com, sg@nexomegroup.com

xviii) Unclaimed Dividend and Equity Shares Transferred to Investor Education and Protection Fund (IEPF) Authority

Section 124 of the Companies Act, 2013 provides that any dividend that has remained unpaid/unclaimed for a period of seven years from the date of transfer to an unpaid dividend account shall be transferred to the Investor Education and Protection Fund (IEPF), established by the Central Government. The Company sends reminder letters to the members, advising them to lodge their claim for such unpaid dividend. Thereafter the unclaimed/unpaid dividend is transferred to the IEPF authority on the due date. Accordingly, the unclaimed dividend of Rs. 30,663/- for the Financial Year 2017-18 was transferred to the IEPF authority on 06.05.2025. Accordingly, the Company filed the information as of March 31, 2025 with the MCA and hosted it on the Company's website within the prescribed period. Section 124(6) of the Act provides that all shares in respect of which dividend has not been paid or claimed for seven consecutive years or more shall be transferred by the Company in the name of the IEPF. Section 125 further provides that a member whose dividend amount/shares have been transferred to the IEPF shall be entitled to claim a refund therefrom. In line with the IEPF Rules, the Company sends reminder letters to all such members, whose dividend has remained unpaid/ unclaimed for a consecutive period of seven years with a request to claim the dividends, failing which the equity shares would be transferred to the IEPF Authority on the due date.

Details of non-compliances/penalties/ strictures imposed on the Company by stock exchange or any other regulatory authority etc. during the last three years:

Except as disclosed below, there were no strictures or penalties imposed on the Company by the Stock Exchanges, the Securities and Exchange Board of India (SEBI), or any other statutory authority on any matter related to capital markets during the last three years.

During the financial year 2025-26, BSE Limited imposed a monetary penalty of Rs.2.01 lakhs on the Company for an apparent non-compliance with Regulation 19(1)/19(2) of the SEBI Listing Regulations regarding the constitution of the Nomination and Remuneration Committee for the quarter ended March 31, 2025. However, the aforesaid non-compliance arose on account of an inadvertent error in XBRL reporting, which was subsequently rectified by the Company through filing of a revised Corporate Governance Report with BSE Limited on June 02, 2025. The Company promptly rectified the discrepancy by filing a revised Corporate Governance Report on June 2, 2025. Without prejudice to its rights and contentions, the Company remitted the aforesaid penalty amount and subsequently filed a waiver application before BSE Limited. BSE Limited has thereafter approved the waiver application and waived the said penalty.

(xix) Other Information

a) Code of Conduct

In order to ensure that the employees of the Company remain committed to the highest standards of integrity, professionalism and ethical conduct, the Board of Directors has laid down a Code of Business Conduct and Ethics.

Affirmation of Compliance with the Code has been made by the Board Members and Senior Management of the Company.

b) Annual declaration by CEO pursuant to Regulation 34(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

As the Chief Executive Officer of Nexome Capital Markets Limited and as required by Regulation 34(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, Mr. Kishor Shah, Managing Director furnished declaration to the Company that all the Board Members and the Senior Management Personnel of the Company have affirmed compliance with the Company's Code of Conduct and Ethics for the Financial Year 2025-26.

c) Online Dispute Resolution Portal

SEBI, vide circulars issued from time to time, has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian securities market. Pursuant to the SEBI Circulars, post exhausting the options to resolve their grievances with the RTA / Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal.

d) Credit Ratings

Not Applicable / No ratings obtained.

e) Commodity Price Risk & Foreign Exchange Risk

Not Applicable

f) Regulation 46 Website Compliance

The Company has complied with the website disclosure requirements prescribed under Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The relevant details, including financial results, annual reports, policies, codes, notices, shareholding pattern, contact details of key managerial personnel, and other statutory disclosures are hosted on the Company's website at www.nexomecap.com.

g) Risk Management Committee

The provisions relating to constitution of the Risk Management Committee under Regulation 21 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are presently not applicable to the Company.

h) Annual Secretarial Compliance Report

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has obtained the Annual Secretarial Compliance Report from a Practicing Company Secretary for the Financial Year ended March 31, 2026 and submitted the same to the Stock Exchange(s) within the prescribed timelines. The Annual Secretarial Compliance Report is hosted on the Company's website at www.nexomecap.com.

i) Business Responsibility and Sustainability Reporting (BRSR)

The provisions relating to Business Responsibility and Sustainability Reporting (BRSR) under Regulation 34(2)(f) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are presently not applicable to the Company.

j) Related Party Transactions

All Related Party Transactions entered into during the Financial Year were in the ordinary course of business and on an arm's length basis. There were no materially significant Related Party Transactions entered into by the Company with Promoters, Directors, Key Managerial Personnel, or other designated persons which may have a potential conflict with the interest of the Company.

k) Material Subsidiary

During the Financial Year under review, none of the subsidiary companies qualified as a "Material Subsidiary" under the provisions of Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

l) Structured Digital Database (SDD)

The Company has maintained a Structured Digital Database in compliance with the provisions of the SEBI (Prohibition of Insider Trading) Regulations, 2015.

m) Dividend Policy

The provisions relating to Dividend Distribution Policy under Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are presently not applicable to the Company.

(xx) DISCLOSURE TO THE EXTENT TO WHICH THE DISCRETIONARY REQUIREMENTS AS SPECIFIED IN PART E OF SCHEDULE II OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 HAVE BEEN ADOPTED

a) Office to Non-Executive Chairperson:

Mr. Utsav Parekh is the Non-Executive Chairperson of the Company.

b) Modified opinion(s) in Audit Report

The Statutory Auditors have issued an unmodified opinion on the financial statements of the Company.

c) Separate posts of Chairperson and the Managing Director or the Chief Executive Officer

The Company has appointed separate persons to the post of Chairperson and Managing Director. The Company has appointed Mr. Utsav Parekh as the Chairperson, Mr. Kishor Shah as the Managing Director and Mr. Samarth Parekh as Joint Managing Director of the Company.

In compliance with the said Regulations, Mr. Utsav Parekh-

(a) is a Non-Executive Director;

(b) is not related to the Managing Director or the Chief Executive Officer as per the definition of the term “relative” defined under the Companies Act, 2013; and

(c) is related to the Joint Managing Director, being the father of Mr. Samarth Parekh and is related to Mr. Saharsh Parekh, the Non-Executive Promoter Director of the Company as per the definition of the term “relative” defined under the Companies Act, 2013.

d) Reporting of Internal Auditor

The Internal Auditors report directly to the Audit Committee.

e) Board’s Acceptance of Committee Recommendations

During the financial year under review, all recommendations made by the mandatory committees of the Board were accepted by the Board of Directors.

f) Details of Demat Suspense / Unclaimed Suspense Account

The Company maintains a separate demat suspense escrow account titled **‘NEXOME CAPITAL MARKETS LIMITED – UNCLAIMED SECURITIES SUSPENSE ESCROW ACCOUNT’** in compliance with applicable SEBI regulations.

g) Policy for determining ‘Material’ Subsidiaries

The Material Subsidiary Policy of the Company as approved by the Board of Directors in their meeting held on June 04, 2025 is available on the website of the Company at www.nexomecap.com.

h) Prevention of Sexual Harassment (POSH) Data

During the Financial Year 2025-26, the details of complaints filed, disposed of, and pending under the POSH Act are as follows:

Particulars	Number of Complaints
Number of complaints filed during the Financial Year	Nil
Number of complaints disposed of during the Financial Year	Nil
Number of complaints pending as at the end of the Financial Year	Nil

(xxi) Information pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Details of Mr. Saharsh Parekh, Director who has consented to be re-appointed as Director on retirement by rotation at the ensuing Annual General Meeting:

Mr. Saharsh Parekh (DIN 03315239) born on 15.09.1985. holds a Bachelor's Degree in Economics from the University of Illinois. He has over 11 years of experience in Financial services and Real Estate field. His details are as follows:

SL NO.	PARTICULARS	NATURE OF OFFICE
1.	Stewart Investment & Financial Private Limited	Director
2.	Goodwin Realtors Private Limited	Director
3.	Nexome Real Estates Private Limited	Director
4.	Goodwin Builders Private Limited	Director
5.	Lend Lease Company (India) Limited	Director
6.	Ratnakar Enclave Private Limited	Director
7.	Kolkata Games And Sports Private Limited	Director
8.	Progressive Star Finance Private Limited	Director
9.	Rubberwood Sports Private Limited	Director
10.	Aravali Enclave Pvt Ltd	Director
11.	Lifelong Renewables Private Limited	Director
	LIMITED LIABILITY PARTNERSHIP	
i.	Global Kitchens (Kolkata) LLP	Designated Partner
ii.	Nexome Foods LLP	Designated Partner
iii.	Chowringhee Planners LLP	Designated Partner
iv.	Nexome Sports LLP	Designated Partner
v.	Nexome Golf LLP	Designated Partner
vi.	Nexome Realty LLP	Designated Partner

(xxii)Details of total fees paid to Statutory Auditors

The details of total fees for all services paid by the Company on a consolidated basis, to the Statutory Auditor are as follows:

(Amount Rs.in Lacs)

Type of Service	Financial Year 2025-26
Statutory Audit Fees	2.37
Certification and Other Fees	1.30
Total	**3.67**

(xxiii) CEO/CFO Certification pursuant to Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Certificate from Mr. Kishor Shah, Managing Director and Mr. Shreemanta Banerjee, CFO-cum- Vice President (Finance and Taxation), in terms of Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ended March 31, 2026 was placed before the Board of Directors of the Company in its meeting held on May 25, 2026.

Regd. Office :
'Vaibhav' (4F), 4 Lee Road
Kolkata - 700 020

The 25th day of May, 2026

For and on behalf of the Board of Directors

Sd/-
(UTSAV PAREKH)
CHAIRMAN
(DIN : 00027642)

ANNEXURE - E

STATEMENT PURSUANT TO SECTION 129 OF THE COMPANIES ACT, 2013 RELATING TO SUBSIDIARY COMPANIES

I NEXOME CAPITAL SERVICES LIMITED (FORMERLY SMIFS CAPITAL SERVICES LIMITED)

1.	Name of the Subsidiary	Nexome Capital Services Limited
		(Amount in Rs. in Lakhs)
2.	Share Capital	750.00
3.	Reserves & Surplus	(279.09)
4.	Total Assets	475.10
5.	Total Liabilities	4.18
6.	Investments	326.39
7.	Turnover	9.80
8.	Profit before taxation	(82.47)
9.	Tax Expense	(0.05)
10.	Profit after taxation	(82.42)
11.	% of shareholding	100

II NEXOME WEALTH MANAGEMENT LIMITED

1.	Name of the Subsidiary	Nexome Wealth Management Limited
		(Amount in Rs. in Lakhs)
2.	Share Capital	25.00
3.	Reserves & Surplus	(3.41)
4.	Total Assets	21.74
5.	Total Liabilities	0.16
6.	Investments	-
7.	Turnover	-
8.	Profit before taxation	(3.41)
9.	Tax Expense	-
10.	Profit after taxation	(3.41)
11.	% of shareholding	100

Regd. Office :
'Vaibhav' (4F), 4 Lee Road
Kolkata - 700 020

The 25th day of May, 2026

For and on behalf of the Board of Directors

Sd/-
(UTSAV PAREKH)
CHAIRMAN
(DIN : 00027642)

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To
The Members of
Nexome Capital Markets Ltd.
(Formerly SMIFS Capital Markets Limited)
Vaibhav, 4F, 4 Lee Road
Kolkata - 700 020

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Nexome Capital Markets Limited (Formerly SMIFS Capital Markets Limited) having CIN: L74300WB1983PLC036342 and having registered office at Vaibhav, 4F, 4 Lee Road, Kolkata 700 020 (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Sl. No.	Name of the Director	DIN	Date of Appointment in Company	Director of Active Non-Compliant Company
1.	Mr. Utsav Parekh	00027642	28/05/1990	No
2.	Mr. Kishor Shah	00170502	31/01/2002	No
3.	Mr. Samarth Parekh	00199598	04/04/2025	No
4.	Mr. Saharsh Parekh	03315239	23/05/2025	No
5.	Mrs. Pushpa Mishra	07898390	25/09/2017	No
6.	Mr. Nitin Daga	08606910	27/03/2024	No
7.	Mr. Anil Kumar Murarka	00571568	04/04/2025	No
8.	Mr. Pratik Ghose	10545249	27/03/2024	No

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on these based on my 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.

Place: Kolkata
Date: 20.05.2026

UDIN : A023187H000417451

Sd/-
Name : Sudhansu Sekhar Panigrahi
Membership No. : 23187
CP No. : 19649

INDEPENDENT AUDITOR'S CERTIFICATE ON COMPLIANCE WITH THE CORPORATE GOVERNANCE REQUIREMENTS UNDER SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To
The Members of
Nexome Capital Market Limited

We, **S K AGRAWAL AND CO CHARTERED ACCOUNTANTS LLP**, the Statutory Auditors of Nexome Capital Markets Limited ("the Company"), have examined the compliance of conditions of Corporate Governance by the Company, for the year ended on March 31, 2026, as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations").

Managements' Responsibility

The compliance of conditions of Corporate Governance is the responsibility of the Management including the preparation and maintenance of all the relevant records and documents. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in Listing Regulations.

Auditor's Responsibility

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

Pursuant to the requirements of the Listing Regulations, it is our responsibility to provide a reasonable assurance whether the Company has complied with the conditions of Corporate Governance as stipulated in Listing Regulations for the year ended 31st March, 2026.

We have examined the books of account and other relevant records and documents maintained by the Company for the purpose of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.

We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on Certification of Corporate Governance issued by the Institute of the Chartered Accountants of India (the "ICAI"), the Standards on Auditing specified under Section 143(10) of the Companies Act 2013, in so far as applicable for the purpose of this certificate and as per the Guidance Note on Reports or Certificates for Special Purposes issued by the ICA I which requires that we comply with the ethical requirements of the Code of Ethics issued by the ICA I.

We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the Listing Regulations during the year ended March 31, 2026.

We 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.

Restriction on Use

The certificate is addressed and provided to the Members of the Company solely for the purpose of enabling the Company to comply with the requirement of the Listing Regulations and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

For S K Agrawal and Co Chartered Accountants LLP
Chartered Accountants
FRN : 306033E / E300272

Place : Kolkata
Date : 25th May, 2026

UDIN : 26301571BVTMQZ6475

Vivek Agarwal
Partner
M. No. : 301571

NEXOME CAPITAL MARKETS LIMITED
(Formerly SMIFS CAPITAL MARKETS LIMITED)

10 Years' Highlights

(₹ in Million)

	2016-17	2017-18	2018-19	2019-20	2020-21	2021-22	2022-23	2023-24	2024-25	2025-26
Equity Capital	55.85	55.85	55.85	55.85	55.85	55.85	55.85	55.85	58.77	88.155
Reserves & Surplus	995.01	1,050.81	1,035.25	971.64	992.92	1108.10	1124.16	1240.17	1488.83	1661.11
Borrowings	2.10	5.18	3.93	3.43	1.76	0.42	0.07	0.48	29.73	35.3
Profit/loss before tax	9.65	9.36	7.45	2.10	31.17	20.50	6.81	32.92	20.58	156.75
Profit/loss after tax	8.55	26.39	5.69	1.33	2.16	19.89	4.59	24.11	11.8	115.71
Dividend per share in ₹	1.00	1.00	-	-	-	-	-	-	-	-
Net worth	1,050.86	1106.66	1091.10	1,027.49	1,048.77	1,163.95	1,180.00	1,296.02	1,129.43	1,460.40
Earnings per Equity Share :										
Basic (₹)	1.53	4.73	1.02	0.24	0.39	3.56	0.82	4.32	2.07	19.48
Diluted (₹)	1.53	4.73	1.02	0.24	0.39	3.56	0.82	4.32	1.99	18.02
Book value per share (In ₹)	188.16	198.15	195.36	183.97	187.78	208.41	211.28	232.05	192.18	165.66

STANDALONE FINANCIAL STATEMENTS

INDEPENDENT AUDITOR'S REPORT

To The Members of NEXOME Capital Markets Limited

Report on the audit of the Standalone Financial Statements

Opinion

We have audited the accompanying Standalone Financial Statements of NEXOME Capital Markets Limited ("the Company"), which comprise the Balance Sheet as at 31 March 2026, the Statement of Profit and Loss (including Other Comprehensive Loss), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of the material accounting policy information and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2026, profit and total comprehensive Loss, changes in equity for the year and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Standalone Financial Statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's 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 independence requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Standalone Financial Statements.

Emphasis of Matter

1. We draw attention to **Note No. 44** of the accompanying statement which states that the company has completed a rights issue of 29,38,500 fully paid-up equity shares of Rs. 10 each for cash at a price of Rs. 75 per rights equity share (including a premium of Rs. 65 per rights equity share) aggregating up to Rs. 2203.875 Lakhs. These equity shares were allotted on 24th March ,2026.

2. We draw attention to **Note No. 14** of the accompanying statement which states that the company had allotted during the previous year ended March 31, 2025 by way of preferential allotment of 19,20,000 warrants to a Promoter and Non- Promoters carrying a right to convert each Equity Convertible Warrant into Equity Shares of Rs. 10/- each at a premium of Rs. 54/- per share on or before 18 months from the date of allotment i.e. 25th October, 2024.The company had received an aggregate consideration of Rs. 3,07,20,000 towards minimum 25% of the total consideration of the Equity Convertible Warrants as on 31st March,2025.

   Subsequent to the reporting date i.e. 31st March, 2026, the Company has converted 19,20,000 Equity Convertible Warrants into 19,20,000 Equity Shares on 20th April, 2026 upon receipt of the balance 75% consideration aggregating to Rs. 9,21,60,000. The Equity Shares issued on conversion of Equity Convertible Warrants rank pari passu with the existing Equity Shares of the Company.

3. We draw attention to **Note No. 5** which pertains to a provision amounting to Rs 58.53 lakhs deposited with City Civil Court-Bombay where there are remote chances of recovery and the matter is sub judice from a very long time.

4. We draw attention to **Note No. 4** to the financial statements, which describes the management's assessment of the Company's loan and investment portfolio. Based on such assessment and as a measure of prudence, the Company has recognised an ad hoc impairment provision at the rate of 6% on certain loans and advances outstanding as at 31 March 2026.

Further, pursuant to an independent valuation obtained by the management, the Company has recognised a fair value loss on certain investments during the year in accordance with the applicable requirements of Ind AS. The above adjustments represent management's assessment based on the information available as at the reporting date.

Our opinion is not modified in respect of the above matters.

Key Audit Matters

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

S. No.	Key Audit Matter	Auditor's Response
(a)	**Deferred Tax on revaluation of Investments** Refer **Note 17 and Note 32** to the standalone financial statements. Deferred Tax Assets have been created during the year in respect of increased valuation of investment. Hence, it has been identified as a Key Audit Matter.	- Examine relevant records and documents pertaining to deferred tax calculation. - Compute deferred tax as per the latest applicable rates in the Finance Act. - Ensure that the requirements of Ind AS 12 have been appropriately followed for the period under audit.
(b)	**Valuation of investment in certain equity interests of listed and unlisted company** Refer **Note 3** to the standalone financial statements.The investment in certain equity interests of a listed and unlisted company (the 'investment') are to be measured at fair value at each reporting date and same has been measured at fair value through other comprehensive Loss. With reference to the valuation, management had estimated the fair value of the Investment at Rs.12,751.93 lakhs at year end. In consideration of the investee operates in an emerging industry and its fair value is highly dependent on significant management judgments. Accordingly, the valuation of the Investment was considered as one of the key audit matters.	Based on the audit procedures performed, we found the assumptions made by management in relation to the valuation were supported by available evidence.

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Annual Report but does not include the Standalone Financial Statements and our auditor's report thereon. The Annual report is expected to be made available to us after the date of this auditor's report.

Our opinion on the Standalone information and we do not express any form of assurance conclusion thereon.

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

When the Annual Report becomes available if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Management's and Those Charged with Governance's Responsibility for the Standalone Financial Statements

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

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

The Board of Directors are responsible for overseeing the Company's financial reporting process.**Auditor's Responsibility for the Audit of the Standalone Financial Statements**

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional 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 financial 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 system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and wherever applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone Financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by section 143(3) of the Act, based on our audit we report that:

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

ii. 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.

iii. The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Loss, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.

iv. In our opinion, the aforesaid Standalone Financial Statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

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

vi. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

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

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

viii. 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:

a. The Company does not have any pending litigation which would impact its financial position in its standalone Financial statements.

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

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

d. (i) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(ii) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("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;

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

e. No dividend has been paid or declared by the company during the year.

f. The Company has maintained its books of account using accounting software which has a feature of recording audit trail (edit log) facility.

Based on our examination, which included test checks, and according to the information and explanations given to us, we report that:

(a) The audit trail feature has been enabled and operated throughout the year for all transactions recorded in the software.

(b) During the course of our audit, we did not come across any instance of the audit trail feature being tampered with.

(c) The audit trail records have been preserved by the Company as per the statutory requirements for record retention under applicable law.

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

For S K Agrawal and Co Chartered Accountants LLP
Chartered Accountants
FRN : 306033E / E300272

Place : Kolkata
Date : 25th May, 2026

Vivek Agarwal
Partner
M. No. : 301571

UDIN : 26301571MTMFYI7871

ANNEXURE A' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of NEXOME CAPITAL MARKETS LIMITED of even date).

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

(B) The Company does not have any intangible asset as of date.

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

c) According to the information and explanations given to us and on the basis of our examination of the records of the company, we report that, the title deeds of all immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee), disclosed in the Note to the Financial statements included under Property, Plant and Equipment are held in the name of the Company as at the balance sheet date.

d) According to the information and explanations given to us and on the basis of our examination of the records of the company, the Company has not revalued any of its Property, Plant and Equipment (including right- of-use assets) during the year ended 31 March 2026.

e) According to the information and explanations given to us and on the basis of our examination of the records of the company, no proceedings have been initiated during the year or are pending against the Company as at March 31, 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

ii. a) As explained to us, the inventories of securities held as stock in trade has been verified by the management with demat accounts maintained with depositories at reasonable intervals and the company is maintaining the proper records of Inventories and as explained to us, no discrepancies were noticed on verification of stocks and book records.

b) The Company has not been sanctioned working capital limits in excess of ₹ 5 crore, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.

iii. According to the information and explanations given to us and on the basis of our examination of the records of the company, the Company has made investments in companies and granted secured and unsecured loans to companies and other parties, in respect of which the requisite information is as below.

Rs. In Lakhs

a)

Particulars	**Loans**
Aggregate amount during the year ended 31 March 2026	
Subsidiaries	NIL
Others	813.00
Balance outstanding as at balance sheet date - 31 March 2026	
Subsidiaries	NIL
Others	3237.63

The Company has not provided any guarantee or security or granted any advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnership or any other parties during the year.

b) According to the information and explanations given to us and on the basis of our examination of the records of the company, the investments made, and the terms and conditions of the grant of secured and unsecured loans are, prima facie, not prejudicial to the interest of the Company.

c) In the respect of loans given, there are loans without stipulation of schedule of repayment of principal and payment, hence we are unable to comment on the regularity of repayment of principal & payment of interest in such cases. Repayments of principal and/or interest are regular in case of loans given with stipulation of schedule of repayment of principal and payment. Further, the Company has not given any advance in the nature of loan to any party during the year.

d) According to the information and explanations given to us and on the basis of our examination of the records of the company, there is no overdue amount for more than ninety days in respect of secured and unsecured loans given.

e) According to the information and explanations given to us and on the basis of our examination of the records of the company, there is no loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdoes of existing loans given to the same parties.

f) According to the information and explanations given to us and on the basis of our examination of the records of the company, the Company has granted loans of Rs. 813.00 lakhs (100%) repayable on demand. No loans have been granted to Promoters, related parties as defined in clause (76) of section 2 of the Companies Act, 2013.

iv. According to the information and explanations given to us and on the basis of our examination of the records of the company, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees, and securities provided, as applicable.

v. The Company has not accepted any deposits or amounts which are deemed to be deposits from the public during the year. Accordingly, clause (v) of paragraph 3 of the Order is not applicable.

vi. We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules prescribed by Central Government for the maintenance of cost records under sub- section (1) of section 148 of the Companies Act, 2013. However, the maintenance of such cost records has not been specified by Central Government for the business activities carried out by the Company. Hence, reporting under clause (vi) of the Order is not applicable to the Company.

vii. In respect of statutory and other dues:

a) According to the information and explanations given to us, the Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees State Insurance, Income Tax, Duty of Customs, Goods and Services Tax, Cess and other statutory dues with the appropriate authorities during the year. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31 March 2026 for a period of more than six months from the date of becoming payable.

b) According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31 March 2026 for a period of more than six months from the date of becoming payable.

viii. According to the information and explanations given to us, there were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

ix. a) According to the information and explanations given to us and on the basis of our examination of the records of the company, the company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

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

c) In our opinion and according to information provided, term loans availed by the Company were, applied by the Company during the year for the purposes for which the loans were obtained.

d) On an overall examination of the Financial statements of the Company, funds raised on short term basis have, prima facie, not been used during the year for long-term purposes by the Company.

e) The Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiary.

f) The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.

x. a) The Company has not raised any money by way of initial public office and further public offer (including debt instruments) during the year.

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

xi. a) To the best of our knowledge, no fraud by the Company and no material fraud on the Companyhas been noticed or reported during the year.

b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.

c) We have taken into consideration the whistle blower complaints received by the Company during the year (and up to the date of this report), while determining the nature, timing and extent of our audit procedures.

xii. The company is not a Nidhi Company. Accordingly, clause (xii) of paragraph 3 of the Order is not applicable.

xiii. Transactions with related parties are in compliance with sections 177 and 188 of the Companies Act, 2013, wherever applicable, and details of such transactions have been disclosed in the Standalone Financial Statements, as required by the applicable Indian Accounting Standards.

xiv. a) The company has an internal audit system which is commensurate with the size and nature of its business.

b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.

xv. According to the information and explanations given to us and on the basis of our examination of the records of the company, the Company has not entered into non-cash transactions with the directors or persons as per section 192 of the Companies Act, 2013. Accordingly, clause (xv) of paragraph 3 of the Order is not applicable.

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

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

xvii. The company has not incurred cash Losses in current financial year and in the immediately preceding financial year.

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

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

xx. To the best of our knowledge, section 135 of the said Companies Act, 2013 is not applicable to the company and accordingly, reporting under clause 3(xx)(a) and (b) of the Order is not applicable for the year.

For S K Agrawal and Co Chartered Accountants LLP
Chartered Accountants
FRN : 306033E / E300272

Place : Kolkata
Date : 25th May, 2026

Vivek Agarwal
Partner

UDIN : 26301571MTMFYI7871

M. No. : 301571

ANNEXURE - B TO THE AUDITORS' REPORT

(Referred to in paragraph 1(vi) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of NEXOME Capital Markets Limited of even date)

Report on the Internal Financial Controls Over Financial Reporting 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 NEXOME Capital Markets Limited ('the Company') as of 31st March 2026 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

Opinion

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

Management's and Those Charged with Governance's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company 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") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the 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 judgement, including the assessment of the risks of material misstatement of the Standalone 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 internal financial controls system over financial reporting of the Company.

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 Standalone 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 Standalone 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 Standalone 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.

For S K Agrawal and Co Chartered Accountants LLP
Chartered Accountants
FRN : 306033E / E300272

Place : Kolkata
Date : 25th May, 2026

Vivek Agarwal
Partner
M. No. : 301571

UDIN : 26301571MTMFYI7871

STANDALONE BALANCE SHEET AS AT 31ST MARCH, 2026

₹ in Lakhs

Particulars	Note No.	As at 31st March, 2026	As at 31st March, 2025
ASSETS			
Non-current assets			
a) Property, plant and equipment	2	951.93	497.88
b) Financial assets			
i) Investments	3	12,751.93	11,835.25
ii) Loans	4	3,043.37	3,859.61
iii) Other financial assets	5	52.03	6.43
		16,799.26	**16,199.17**
Current assets			
a) Inventories	6	-	1.96
b) Financial assets			
i) Trade receivables	7	981.84	18.45
ii) Cash and Cash equivalents	8	658.88	104.17
iii) Other Bank Balances	9	-	0.31
iv) Other financial assets	10	16.82	0.65
c) Current tax asset (Net)	11	22.54	6.28
d) Other current assets	12	105.76	29.24
		1,785.84	**161.06**
Total Assets		**18,585.10**	**16,360.23**
EQUITY AND LIABILITIES			
EQUITY			
a) Equity Share capital	13	881.55	587.70
b) Other equity	14	16,611.10	14,888.25
		17,492.65	**15,475.95**
LIABILITIES			
Non-current liabilities			
a) Financial liabilities			
i) Borrowings	15	234.81	213.44
ii) Lease Liability	16	276.61	-
b) Deferred tax liabilities (Net)	17	208.01	464.83
		719.43	**678.27**
Current liabilities			
a) Financial liabilities			
i) Borrowings	18	118.21	83.88
ii) Lease Liability	19	55.78	-
iii) Trade and other payables	20		
a) Dues of micro enterprises and small enterprises		-	-
b) Dues of creditors other than micro enterprises and small enterprises		-	-
iv) Other financial liabilities	21	-	0.31
b) Other current liabilities	22	124.86	59.69
c) Provisions	23	74.17	62.13
		373.02	**206.01**
Total Equity and liabilities		**18,585.10**	**16,360.23**
Material Accounting Policies & Notes to Financial Statements	**1 To 51**		

As Per Our Report Of Even Date attached

FOR S K Agrawal and Co Chartered Accountants LLP
Chartered Accountants
Firm Regn. No. : 306033E/E300272

Vivek Agarwal
Partner
Membership No. : 301571

Place : Kolkata
Dated : 25th May 2026

For and on Behalf of the Board of Directors

UTSAV PAREKH
Chairman
(DIN : 00027642)

KISHOR SHAH
Managing Director
(DIN : 00170502)

SANJANA GUPTA
Company Secretary-cum-Compliance Officer

SHREEMANTA BANERJEE
CFO-cum-Vice President Finance & Taxation

STATEMENT OF STANDALONE PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2026

₹ in Lakhs

Particulars	Note No.	Year ended 31st March, 2026	Year ended 31st March, 2025
INCOME			
I Revenue from operations	24	4,794.84	3,920.39
II Other Income	25	291.75	501.43
Total income (I+II)		**5,086.59**	**4,421.82**
III **EXPENDITURE**			
Purchases of Stock-in-Trade	26	317.58	3,653.82
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	27	0.98	-
Employee benefits expense	28	486.71	324.33
Finance Costs	29	45.47	8.45
Depreciation and amortization expense	30	183.69	52.15
Other expenses	31	2,290.42	118.72
Total Expense(III)		**3,324.85**	**4,157.47**
IV Profit/(loss) before exceptional items and tax		1,761.74	264.35
V Exceptional items		194.26	58.53
VI **Profit/(loss) before tax**		**1,567.48**	**205.82**
VII Tax expense:	32		
(1) Current tax		493.53	44.12
(2) Tax adjustment for earlier years		-	(0.60)
(3) Deferred tax		(83.17)	44.34
VIII Profit/(loss) for the period from continuing operations		**1,157.12**	**117.96**
IX Profit/(loss) from discontinued operations		-	-
Tax expense from discontinued operations		-	-
X Profit/(loss) for the period from discontinued operations (after tax)		-	-
XI **Profit/(loss) for the period**		**1,157.12**	**117.96**
XII Other Comprehensive Income			
A (i) Items that will not be reclassified to profit or loss			
Remeausurement of net defined benefit liability		(3.42)	(8.72)
Gains and losses from investments in equity instruments designated at fair value through other comprehensive income;		(1,514.53)	2,095.31
(ii) Income tax relating to items that will not be reclassified to profit or loss		173.65	(182.87)
B (i) Items that will be reclassified to profit or loss			
(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
Other comprehensive income/(loss) for the period		**(1,344.30)**	**1,903.73**
XIII **Total Comprehensive Income for the period (XI+XII) (Comprising Profit (Loss) and Other Comprehensive Income for the period)**		**(187.18)**	**2,021.69**
XIV **Earning per equity share:**	33		
(1) Basic (₹)		19.48	2.07
(2) Diluted (₹)		18.02	1.99

Material Accounting Policies & Notes to Financial Statements **1 To 51**

As Per Our Report Of Even Date attached

For and on Behalf of the Board of Directors

FOR S K Agrawal and Co Chartered Accountants LLP
Chartered Accountants
Firm Regn. No. : 306033E/E300272

UTSAV PAREKH
Chairman
(DIN : 00027642)

KISHOR SHAH
Managing Director
(DIN : 00170502)

Vivek Agarwal
Partner
Membership No. : 301571

SANJANA GUPTA
Company Secretary-cum-Compliance Officer

SHREEMANTA BANERJEE
CFO-cum-Vice President
Finance & Taxation

Place : Kolkata
Dated : 25th May 2026

STATEMENTS OF STANDALONE CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2026

Equity Share Capital

₹ in Lakhs

Particulars	Balance at the beginning of the reporting year	Change in equity share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes during the reporting year	Balance at the end of the reporting year
For the year ended 31st March 2025	558.50	-	558.50	29.20	587.70
For the year ended 31st March 2026	587.70	-	587.70	293.85	881.55

STATEMENTS OF STANDALONE CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2026 (Contd.)

Other Equity ₹ in Lakhs

Particulars	Reserves and Surplus				Other Comprehensive Income			Total Other Equity
	Securities Premium	Capital Redemption reserve	General Reserve	Retained Earnings	Equity instruments through Other Comprehensive Income	Remeasurement of Defined Benefit Liability	Money received against share warrants	
Balance at 1 April 2025	**4,494.93**	**400.00**	**3,909.51**	**1,594.96**	**4,209.88**	**(28.23)**	**307.20**	**14,888.25**
Profit for the year				1,157.12				1,157.12
Transferred from other comprehensive income				(51.35)				(51.35)
Dividend Paid				-				-
Dividend Distribution tax paid				-				-
Other Comprehensive Income					(1,340.88)	(3.42)		(1,344.30)
Issued during the Year	1,910.03						-	1,910.03
Transferred to retained earnings					(51.35)			(51.35)
Total Comprehensive Income for the year	**1,910.03**	**-**	**-**	**1,105.77**	**(1,289.53)**	**(3.42)**	**-**	**1,722.85**
Balance at 31st March 2026	**6,404.96**	**400.00**	**3,909.51**	**2,700.73**	**2,920.35**	**(31.65)**	**307.20**	**16,611.10**
Balance at 1 April 2024	**4,337.25**	**400.00**	**3,909.51**	**1,462.21**	**2,312.23**	**(19.51)**		**12,401.68**
Profit for the year				117.96				117.96
Transferred from other comprehensive income				14.80				14.80
Dividend Paid				-				
Dividend Distribution tax paid				-				
Other Comprehensive Income					1,912.45	(8.72)		1,903.73
Issued during the Year	157.68						307.20	464.88
Transferred to retained earnings					14.80			14.80
Total Comprehensive Income for the year	**157.68**	**-**	**-**	**132.76**	**1,897.65**	**(8.72)**	**307.20**	**2,486.57**
Balance at 31st March 2025	**4,494.93**	**400.00**	**3,909.51**	**1,594.97**	**4,209.88**	**(28.23)**	**307.20**	**14,888.25**

Note : During the year, the Company has allotted 29,38,500 Rights Equity Shares of face value Rs.10 each at a price of Rs.75 per Rights Equity Share (including premium of Rs.65 per share) to the eligible equity shareholders of the Company as on the record date 5th March, 2026 for an amount aggregating Rs.2203.87 Lakhs on Right basis.

As Per Our Report Of Even Date attached

FOR S K Agrawal and Co Chartered Accountants LLP
Chartered Accountants
Firm Regn. No. : 306033E/E300272

Vivek Agarwal
Partner
Membership No. : 301571

Place : Kolkata
Dated : 25th May 2026

For and on Behalf of the Board of Directors

UTSAV PAREKH
Chairman
(DIN : 00027642)

KISHOR SHAH
Managing Director
(DIN : 00170502)

SANJANA GUPTA
Company Secretary-cum-Compliance Officer

SHREEMANTA BANERJEE
CFO-cum-Vice President
Finance & Taxation

STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2026

₹ in Lakhs

	31st March, 2026		31st March, 2025	
A. CASH FLOW FROM OPERATING ACTIVITIES				
Net Profit after exceptional items and before Tax		1,567.48		205.82
Adjustment for				
Depreciation	183.69		52.15	
(Profit) / Loss on sale of Investments	(55.24)		(12.84)	
Dividend on Investment	(1.82)		(2.47)	
(Profit) / Loss on sale of Fixed Assets	(6.61)		(94.05)	
Interest On Leased Liability	20.98		-	
Financial Cost	24.49		8.45	
Revaluation in Financial Assets	(13.70)		(21.49)	
Expected Credit Loss	146.68		-	
Provision	194.26		58.53	
Rent Paid under Lease Liabilities	(52.46)		-	
Transaction cost of Right Issue	22.42		-	
		462.69		(11.72)
Operating profit before Working Capital change		2,030.17		194.10
Adjustment for				
Trade & Other Receivables	(482.49)		(397.73)	
Inventories	0.98		-	
Trade and Other Payables	76.90		7.24	
		(404.61)		(390.49)
Cash Generated from Operations		1,625.56		(196.39)
Direct Tax paid	(509.78)		(60.30)	
		(509.78)		(60.30)
Net Cash Flow from Operating activity		**1,115.78**		**(256.69)**
B. CASH FLOW FROM INVESTING ACTIVITIES				
Purchase of Fixed Assets	(259.26)		(403.34)	
Sale of Fixed Assets	9.71		135.17	
Purchase of Investments	(7,356.50)		(1,996.98)	
Sale of Investments	4,830.19		1,641.71	
Dividend on Investment	1.82		2.47	
Net Cash flow from Investing Activities		**(2,774.04)**		**(620.97)**
C. CASH FLOW FROM FINANCING ACTIVITIES				
Interest paid	(24.49)		(8.45)	
Transaction cost of Right Issue	(22.42)		-	
Proceeds from borrowings	55.69		292.52	
Proceeds from Right Issue of Equity Share	2,203.88		-	
Proceeds from Preferential issue of Equity Share	-		186.88	
Proceeds from issue of Equity Convertible warrants	-		307.20	
Net cash used in Financing Activities		**2,212.66**		**778.15**
Net increase in Cash & Cash Equivalents		554.40		(99.51)
Opening Balance of Cash & Cash Equivalents		104.48		203.99
Closing Balance of Cash & Cash Equivalents		**658.88**		**104.48**
Components of Cash and Cash Equivalents				
Cash on Hand		**0.78**		**3.16**
Balances with Banks		**658.10**		**101.32**
Total Cash and Cash Equivalents		**658.88**		**104.48**

As Per Our Report Of Even Date attached

FOR S K Agrawal and Co Chartered Accountants LLP
Chartered Accountants
Firm Regn. No. : 306033E/E300272

Vivek Agarwal
Partner
Membership No. : 301571

Place : Kolkata
Dated : 25th May 2026

For and on Behalf of the Board of Directors

UTSAV PAREKH
Chairman
(DIN : 00027642)

KISHOR SHAH
Managing Director
(DIN : 00170502)

SANJANA GUPTA
Company Secretary-
cum-Compliance Officer

SHREEMANTA BANERJEE
CFO-cum-Vice President
Finance & Taxation

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

The Company Information

Nexome Capital Markets Limited (the "Company") is a public limited company incorporated and domiciled in India and has its Registered Office at Vaibhav, 4F, 4 Lee Road, Kolkata - 700 020, India. The Company is listed on the BSE Limited. The company is engaged mainly in merchant banking and trading in government securities and shares.

The financial statements for the year ended March 31, 2026 were approved by the Board of Directors and authorised for issue on 25th May 2026.

NOTE 1 : MATERIAL ACCOUNTING POLICY INFORMATION

a) Statement of Compliance

The standalone financial statements comply in all material aspects with Indian Accounting Standards (IND AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015], other relevant provisions of the Act and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III). The Company has consistently applied the accounting policies used in the preparation for all periods presented. The financial statements are presented in Indian Rupees (in Lakhs) except otherwise indicated.

b) Basis of Preparation

The Financial Statements of the Company have been prepared on historical cost convention under accrual method of accounting and as a going concern concept except for certain assets and liabilities which are measured at fair values as required by Ind AS.

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.

All assets and liabilities have been classified as per the Company's normal operating cycle and the other criteria as set out in the Division II of Schedule III to the Companies Act, 2013. The Company has ascertained its operating cycle as 12 months for the purpose of current and noncurrent classification of assets and liabilities.

c) Use of estimates

In preparation of the financial statements, the Company makes judgements, estimates and assumptions about the carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and the associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and the underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised, and future periods affected.

d) Property, plant and equipment

Property, Plant & equipment are stated at cost less accumulated depreciation/amortization and impairment, if any. Freehold land is disclosed at cost less impairment, if any. Cost comprises of purchase price and directly attributable cost of acquisition/ bringing the asset to its working condition for its intended use (net of credit availed, if any). Capital work in progress, plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

An item of property, plant and equipment and any significant part initially recognised is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognized.

The Company has elected to continue with the carrying value of its Property Plant & Equipment (PPE) recognised as on April 1, 2015 (transition date) measured as per the Previous GAAP and used that carrying value as its deemed cost as on the transition date as per Para D7AA of Ind AS 101.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

Depreciation

Depreciation is the systematic allocation of the depreciable amount of PPE over its useful life and is provided on a written down value basis over the useful lives as prescribed under Schedule II to the Companies Act, 2013.

Depreciable amount for PPE is the cost of PPE less its estimated residual value. The useful life of PPE is the period over which PPE is expected to be available for use by the Company, or the number of production or similar units expected to be obtained from the asset by the Company.

Depreciation on additions is provided on a pro-rata basis from the month of installation or acquisition. Depreciation on deductions/disposals is provided on a pro-rata basis up to the month proceeding the month of deduction/disposal.

e) Impairment of Non-financial assets

The Company assesses at each reporting date whether there is any indication that any property, plant and equipment and intangible assets or group of assets, called cash generating unit may be impaired. If any such indication exists the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the Statement of Profit and Loss. If at the balance sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed, and the asset is reflected at the recoverable amount.

f) Leases

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgement. The Company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. In assessing whether the Company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Company revises the lease term if there is a change in the non-cancellable period of a lease. The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics. Refer note no. 16.

g) Inventories

Inventories are valued at lower of Cost and Market rate except Financial Instrument which are valued at Fair Value. However, where balance sheet of investee company is not available for past two years, value of such unquoted Stock in trade have been taken at rupee one per share as per prudential norms issued by the Reserve Bank of India.

h) 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 and borrowing costs are being incurred. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

i) Provisions, Contingent liabilities and Contingent Assets

Provisions are recognised when there is a present obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and in respect of which reliable estimate can be made. Provisions are not discounted to its present value and are determined based on the best estimate required to settle the obligation at each Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the best current estimate.

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

Contingent assets are not recognised in financial statements since this may result in the recognition of income that may never be realised. However, when the realisation of income is virtually certain, then the related asset is not a contingent asset and is recognised.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

j) Revenue recognition

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue is measured at the fair value of the consideration received or receivable, net of returns, discounts, volume rebates, and goods and service tax. The Company recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the Company regardless of when the payment is being made.

Interest Income

Income from interest on deposits, loan and interest-bearing securities is recognised on a time proportion basis taking into account the underlying interest rate.

Dividend income

Dividend income is recognised at the time when right to receive the payment is established, which is generally, when the shareholders approve the dividend.

k) Income Tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities (including MAT) attributable to temporary differences and to unused tax losses.

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purpose at reporting date. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized. The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Deferred tax assets include Minimum Alternate Tax (MAT) paid in accordance with the tax laws in India, which is likely to give future economic benefits in the form of availability of set off against future income tax liability. MAT is recognised as deferred tax assets in the Balance Sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with the asset will be realised.

l) Cash flow statement

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

m) Financial instruments

Financial assets and financial liabilities are recognised when a Company becomes a party to the contractual provisions of the instruments.

Financial Assets

Initial Recognition

All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction cost that are directly attributable to the acquisition or issue of financial assets and financial liabilities, that are not at fair value through profit or loss, are added to the fair value on initial recognition

Classification and Subsequent Measurement: Financial Assets

The Company classifies financial assets as subsequently measured at amortised cost, fair value through other comprehensive income ("FVOCI") or fair value through profit or loss ("FVTPL") on the basis of following:

- entity's business model for managing the financial assets and
- contractual cash flow characteristics of the financial asset.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

Debt Instruments

Amortised Cost

A financial asset is subsequently measured at amortised cost, if the financial asset is held within a business model, whose objective is to hold the asset in order to collect contractual cash flow and the contractual term of financial asset give rise on specified date to cash flow that are solely payment of principal and interest on principal amount outstanding.

Fair Value through Other Comprehensive Income

Financial assets that are held within a business model whose objective is achieved by both, selling financial assets and collecting contractual cash flows that are solely payments of principal and interest, are subsequently measured at fair value through other comprehensive income. Fair value movements are recognized in the other comprehensive income (OCI). Interest income measured using the EIR method and impairment losses, if any are recognised in the Statement of Profit and Loss. On derecognition, cumulative gain or loss previously recognised in OCI is reclassified from the equity to 'other income' in the Statement of Profit and Loss.

Fair Value through Profit or Loss

A financial asset is classified and measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through OCI.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Equity Instruments

All investments in equity instruments classified under financial assets are measured at fair value. The company, in respect of equity investments which are not held for trading, made an irrevocable election based on its judgment to present in other comprehensive income subsequent changes in the fair value (FVOCI) of such equity instrument. The Company makes such election on an instrument-by-instrument basis. Fair value changes on an equity instrument is recognised as other income in the Statement of Profit and Loss unless the Company has elected to measure such instrument at FVOCI. Fair value changes excluding dividends, on an equity instrument measured at FVOCI are recognised in OCI. Amounts recognised in OCI are not subsequently reclassified to the Statement of Profit and Loss. Dividend income on the investments in equity instruments are recognised as 'other income' in the Statement of Profit and Loss.

Financial Liabilities

Initial Recognition

Financial liabilities are initially measured at the amortised cost unless at initial recognition, they are classified as fair value through profit and loss. In case of trade payables, they are initially recognised at fair value and subsequently, these liabilities are held at amortised cost, using the effective interest method.

Classification and Subsequent Measurement: Financial liabilities

Financial liabilities are subsequently measured at amortised cost using the EIR method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the Statement of Profit and Loss.

Impairment of financial assets

Financial assets, other than those at FVTPL, are assessed for indicators of impairment at the end of each reporting period. The Company recognises a loss allowance for expected credit losses on financial asset. In case of trade receivables, the Company follows the simplified approach permitted by Ind AS 109 – Financial Instruments for recognition of impairment loss allowance. The application of simplified approach does not require the Company to track changes in credit risk. The Company calculates the expected credit losses on trade receivables using a provision matrix on the basis of its historical credit loss experience.

Derecognition of financial instruments

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the contractual rights to receive the cash flows from the asset.

A financial liability is derecognised when the obligation specified in the contract is discharged, cancelled or expires.

Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

n) Fair value measurements

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

- In the principal market for the asset or liability.

Or

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

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

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.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

o) Employee benefits

Defined contributions plan

Contributions to defined contribution schemes such as employees' state insurance, labour welfare fund, superannuation scheme, employee pension scheme etc. are charged as an expense based on the amount of contribution required to be made as and when services are rendered by the employees. Company's provident fund contribution, in respect of certain employees, is made to a government administered fund and charged as an expense to the Statement of Profit and Loss. The above benefits are classified as Defined Contribution Schemes as the Company has no further defined obligations beyond the monthly contributions.

Defined benefit plans

The Company's Liabilities on account of Gratuity and Earned Leave on retirement of employees are determined at the end of each financial year on the basis of actuarial valuation certificates obtained from Registered Actuary in accordance with the measurement procedure as per Indian Accounting Standard (Ind AS) -19., 'Employee Benefits' The gratuity liability is covered through a policy taken by a trust established under the group gratuity scheme with Life Insurance Corporation of India (LIC). The costs of providing benefits under these plans are also determined on the basis of actuarial valuation at each year end. Actuarial gains and losses for defined benefit plans are recognized through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

The Defined Benefit Plan can be short term or Long terms which are defined below:

(i) Short term Employee benefit

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefits obligations in the balance sheet.

(ii) Long term Employee benefits

Compensated absences which are not expected to occur within 12 months after the end of the period in

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

which the employee renders the related services are recognized as a liability at the present value of the defined benefit obligation at the balance sheet date.

p) Segment reporting

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, whose operating results are regularly reviewed by the company's chief operating decision maker to make decisions for which discrete financial information is available. Based on the management approach as defined in Ind AS 108, the chief operating decision maker evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by business segments and geographic segments.

q) Borrowings

Borrowings are measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are classified as current liabilities unless the company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

r) Earnings per share

Basic earnings per share is computed by dividing the net profit for the period attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

s) Investment in subsidiary

Investment in subsidiary is shown at deemed cost. Further where the carrying amount of an investment is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount and the difference is transferred to the Statement of Profit and Loss, if any. On disposal of investment, the difference between the net disposal proceeds and the carrying amount is charged or credited to the Statement of profit and loss, if any.

t) Business Combinations

Business combinations have been accounted for using the acquisition method under the provisions of Ind AS 103, Business Combinations. The Cost of acquisition is measured at the fair value of the assets transferred, equity instruments issued and liabilities incurred or assumed at the date of acquisition, which is the date on which control is transferred to the Company. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair value on the date of acquisition.

u) Changes in Accounting Policies and disclosure

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2026, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

v) Compliance with audit trail for accounting software

The Company is using an ERP which is widely used. The ERP software is having an audit trail feature for maintaining its books of account. The Company enabled audit trail in all the tables throughout the year.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

NOTE 2 : PROPERTY PLANT AND EQUIPMENTS

For the year ended March 31, 2026 ₹ in Lakhs

Particulars	Gross Block				Depreciation				Net Block
	As on 01.04.2025	Additions	Deductions/ Adjustments	As on 31.03.2026	As on 01.04.2025	For the year	Adjustment	As on 31.03.2026	As on 31.03.2026
Own Assets									
Buildings / Premises	381.01	-	-	381.01	83.48	15.21	-	98.69	282.31
Furniture and Fixtures	1.61	75.83	-	77.44	1.60	31.69	-	33.29	44.14
Office Equipment	0.16	3.60	-	3.76	0.16	1.18	-	1.34	2.42
Vehicles	260.49	169.75	22.04	408.20	74.90	72.97	18.94	128.92	279.28
Electrical Installations	0.06	1.19	-	1.24	0.06	0.00	-	0.06	1.18
Computers	10.76	4.12	-	14.89	9.49	4.10	-	13.59	1.29
Air Conditioners	16.26	4.78	-	21.03	2.78	14.02	-	16.80	4.24
Sub total	**670.35**	**259.26**	**22.04**	**907.57**	**172.47**	**139.17**	**18.94**	**292.70**	**614.87**
Right-of-Use-Assets									
Buildings	-	381.58	-	381.58	-	44.52	-	44.52	337.06
Sub total	-	381.58	-	381.58	-	44.52	-	44.52	337.06
TOTAL	**670.35**	**640.84**	**22.04**	**1,289.14**	**172.47**	**183.69**	**18.94**	**337.21**	**951.93**

For the year ended March 31, 2025 ₹ in Lakhs

Particulars	Gross Block				Depreciation				Net Block
	As on 01.04.2024	Additions	Deductions/ Adjustments	As on 31.03.2025	As on 01.04.2024	For the year	Adjustment	As on 31.03.2025	As on 31.03.2025
Own Assets									
Buildings / Premises	271.23	174.42	64.64	381.01	98.26	9.15	23.93	83.48	297.53
Furniture and Fixtures	1.61	-	-	1.61	1.59	0.01	-	1.60	0.01
Office Equipment	0.16	-	-	0.16	0.16	-	-	0.16	-
Vehicles	56.36	213.50	9.37	260.49	42.81	41.05	8.95	74.90	185.59
Electrical Installations	0.06	-	-	0.06	0.06	-	-	0.06	-
Computers	8.75	2.01	-	10.76	8.10	1.39	-	9.49	1.27
Air Conditioners	2.85	13.41	-	16.26	2.23	0.54	-	2.78	13.48
Sub total	**341.01**	**403.34**	**74.01**	**670.35**	**153.20**	**52.15**	**32.88**	**172.47**	**497.88**

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

NOTE 3 : NON CURRENT INVESTMENT ₹ in Lakhs

Sl. No.	Particulars	As at 31st March, 2026		As at 31st March, 2025	
		No. / Units	Amount	No. / Units	Amount
1	**Investments Carried at fair value through Other comprehensive Income:**				
	Investment in Equity Shares				
	Equity shares of ₹ 10 each (Unless otherwise stated)				
	(i) Quoted				
	Aravali Securities & Finance Limited	100	0.00	100	0.00
	Asian Vegpro Industries Limited	300,000	3.00	300,000	3.00
	Coventry Springs & Engg. Co. Ltd	52,323	0.05	52,323	0.05
	Melstar Information Technologies Limited	300	0.01	300	0.01
	Nicco UCO Alliance Credit Limited	114	0.00	114	0.00
	North Eastern Publishing & Advt Co Ltd	5,045,400	-	5,045,400	-
	Punsumi Foils & Components Limited	15,800	0.16	15,800	0.16
	Summit Securities Ltd.	156,500	2,066.43	156,500	3,046.12
	VCK Capital Markets Limited	200	0.01	200	0.01
	HDFC Bank Ltd.	400	2.93	200	3.66
	Bharat Bijlee Ltd.	-	-	1,200	34.55
	Cummins India Ltd.	-	-	1,500	45.75
	ITC Ltd.	-	-	10,000	40.98
	ITC Hotels Ltd.	-	-	1,000	1.98
	JP Associates	-	-	600,000	19.08
	Kirloskar Oil Engines Limited	-	-	5,000	35.98
	Lloyds Metals and Energy Ltd.	3,200	40.66	-	-
	Simplex Infrastructure Ltd.	-	-	15,000	48.29
	Axiscades Technologies Ltd.	2,200	33.60	-	-
	Inox Green Energy Services Limited	690,000	938.40	-	-
	Tega Industries Ltd.	25,075	415.20	-	-
	Oswal Pumps Ltd.	6,000	17.40	-	-
	Anjani Portland Cement Ltd.	16,900	17.13	-	-
	(ii) Unquoted				
	Bhatpara Papers Limited	44	0.00	44	0.00
	Progressive Star Finance Ltd.	130,000	4,133.21	130,000	3,287.04
	Gujarat Securities Limited	20	0.00	20	0.00
	Vaibhav Services Pvt Ltd	1,980	2.72	4,580	4.38
	GFCL EV Products Limited	314,000	111.00	-	-
2	**Investments Carried at amortised cost:**				
	Investment in Preference Shares				
	(Non Cumulative ₹ 100/- Each) Unquoted, fully paid up				
	12% Andaman Plantations & Development Corporation Pvt.Ltd.	40,000	4.00	40,000	4.00
	7% Non Cumulative Redeemable Pref.Share Maya Tradelinks Ltd.	200,000	53.32	200,000	200.00
3	**Investment carried at cost**				
	Investment in Subsidiary Company (Wholly Owned)				
	Unquoted				
	Investment in Equity Shares of ₹ 10 each				
	Nexome Capital Services Limited	7,500,070	750.01	7,500,070	750.01
	Nexome Wealth Management Ltd.	250,000	25.00	-	-
4	**Investment in Debentures (₹ 100/- Each)**				
	Unquoted, fully paid up				
	Zero Coupon OP Convertible Debenture.	4,000,000	2,787.60	4,000,000	4,000.00
	Newspace Research and Technologies Pvt. Ltd. (CCD)	2	200.00	-	-

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

NOTE 3 : NON CURRENT INVESTMENT (Contd.) ₹ in Lakhs

Sl. No.		As at 31st March, 2026		As at 31st March, 2025	
		No. /Units	Amount	No. /Units	Amount
5	**Investments Carried at fair value through profit and loss:**				
	Investment in Equity Shares & Mutual Fund				
	(i) Quoted				
	BAGZ Aditya Birla Sunlife Equity Hybrid '95 Fund	2,930.58	46.04	2,648	41.96
	Lloyds Metals and Energy Ltd.	-	-	4,000	51.42
	Bharti Airtel Ltd.	-	-	3,000	51.93
	Smartworks Coworking Spaces Ltd.	67,106	246.25	-	-
	HB Estate Developers Ltd.	23	0.01	-	-
	HB Portfolio Ltd.	15	0.01	-	-
	Stellant Securities (India) Ltd.	3,400	22.83	-	-
	Investment in Equity Shares & Mutual Fund				
	(ii) Unquoted				
	Procam International Ltd.	9,978	0.10	-	-
	Tata Ceramics Limited	50,000	0.50	-	-
	Metropoli Overseas Limited	29,800	0.30	-	-
	K.H.S.L. Industries Ltd.	2,200	0.02	-	-
	Aditya Birla Sun life Saving Fund - Growth	62,506.33	278.18	30,166	164.90
	Nippon India Money Market Fund	12,635	555.85	-	-
	Total	**18,991,222**	**12,751.93**	**18,119,165**	**11,835.25**
	Aggregate amount of unquoted Investments		8,901.81		8,410.33
	Aggregate amount of quoted Investments		3,850.12		3,424.92
	Aggregate market value of quoted Investments		3,850.12		3,424.92

NOTE 4 : LOANS ₹ in Lakhs

Sl. No.	Particulars	As at 31st March, 2026		As at 31st March, 2025	
1	Other loans to Not Related Party	3,237.63		3,859.61	
	Less Adhoc Provision*	194.26	3,043.37	-	3,859.61
	Total		**3,043.37**		**3,859.61**

* During the quarter and year ended on 31st March, 2026, as a measure of prudence, the Company has made an ad hoc provision @ 6% amounting to Rs.194.26 lakhs on the outstanding balances of Loans and Advances as on 31.03.2026.

NOTE 5 : OTHER NON CURRENT FINANCIAL ASSETS

1	Security Deposit	33.69		6.43	
			33.69		6.43
2	Share Application Money Pending Allotment - CCPS NRT		18.34		-
3	Receivable from Leased Assets	3.97		3.97	
	Less: Provision for doubtful	(3.97)	-	(3.97)	-
4	Other Receivable *	58.53		58.53	
	Less: Provision	58.53	-	58.53	-
	Total		**52.03**		**6.43**

* Other receivable is the amount which has been deposited with the Prothonotary and Senior master as per the direction of the Hon'ble High Court, Bombay.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

NOTE 6 : INVENTORIES

₹ in Lakhs

Sl. No.	Particulars	As at 31st March, 2026 Quantity Nos.	As at 31st March, 2026 Amount	As at 31st March, 2025 Quantity Nos.	As at 31st March, 2025 Amount
	QUOTED : FULLY PAID UP				
	HB Estate Developers Limited	23	-	23	-
	HB Portfolio Limited	15	-	15	-
	Kilburn Office Automation Limited	-	-	16,400	0.18
	Lloyds Finance Limited	-	-	50	0.00
	Madras Spinners Ltd.	-	-	4,000	0.04
	Stellant Securities (India) Ltd.	3,400	0.05	680	0.05
	Enso Secutrack Limited	-	-	2,500	0.16
	EQUITY SHARES - UNQUOTED SHARES (FULLY PAID)				
	Procam International Ltd.	9,978	0.10	19,977	0.20
	Tata Ceramics Limited	50,000	0.50	100,000	1.00
	*Metropoli Overseas Limited (Rs.5/-)	29,800	0.30	29,800	0.30
	K.H.S.L. Industries Ltd.	2,200	0.02	2,200	0.02
			0.98		**1.96**
	*Less : Reclassification to investments		0.98		-
	Total		**-**		**1.96**

*Note : Closing stock of shares & securities amounting to ₹ 0.98 lakhs were reclassified from inventories to non current investments.

NOTE 7 : TRADE RECEIVABLES

₹ in Lakhs

Sl. No.	Particulars	As at 31st March, 2026	As at 31st March, 2025
1	Unsecured Considered Good	981.84	18.45
	Less : Impairment Allowance	-	-
	Total	**981.84**	**18.45**

Particulars	Outstanding for following periods from due date of payment# Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
Trade Receivables Ageing Schedule - As on 31/03/2026						
(i) Undisputed Trade receivables - consider good	981.84	-	-	-	-	981.84
(ii) Undisputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade receivables - credit impaired	-	-	-	-	-	-
(iv) Disputed Trade receivables - consider good	-	-	-	-	-	-
(v) Disputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade receivables - credit impaired	-	-	-	-	-	-
Trade Receivables Ageing Schedule - As on 31/03/2025						
(i) Undisputed Trade receivables - consider good	18.45	-	-	-	-	18.45
(ii) Undisputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade receivables - credit impaired	-	-	-	-	-	-
(iv) Disputed Trade receivables - consider good	-	-	-	-	-	-
(v) Disputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade receivables - credit impaired	-	-	-	-	-	-

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

₹ in Lakhs

Sl. No.	Particulars	As at 31st March, 2026	As at 31st March, 2025
	NOTE 8 : CASH & CASH EQUIVALENTS		
1	Balances with banks	658.10	101.01
2	Cash on hand	0.78	3.16
	Total	**658.88**	**104.17**
	NOTE 9 : OTHER BANK BALANCES		
1	Unclaimed Dividend account	-	0.31
	Total	**-**	**0.31**
	NOTE 10 : OTHER CURRENT FINANCIAL ASSETS		
1	Other receivables	16.82	0.65
	Total	**16.82**	**0.65**
	NOTE 11 : CURRENT TAX ASSET (NET)		
1	Advance Income Tax (Net of Provision)	22.54	6.28
	Total	**22.54**	**6.28**
	NOTE 12 : OTHER CURRENT ASSETS		
1	Balance with Statutory Authorities	93.36	12.32
2	Prepaid expenses	12.39	16.92
	Total	**105.76**	**29.24**
	NOTE 13 : EQUITY SHARE CAPITAL		
1	**AUTHORIZED**		
	3,00,00,000 (3,00,00,000) Equity Shares of ₹ 10/- each	3,000.00	3,000.00
	20,00,000 (20,00,000) Preference Shares of ₹ 100/- each	2,000.00	2,000.00
		5,000.00	**5,000.00**
2	**ISSUED, SUBSCRIBED & PAID UP**		
	88,15,500 (58,77,000) Equity Shares of ₹ 10/- each, Fully paid up	881.55	587.70
		881.55	**587.70**

3 **Reconciliation of shares at the beginning and at the end of the reporting period :**

Particulars	No. of shares	₹ in Lakhs	No. of shares	₹ in Lakhs
At the beginning of the reporting period	5,877,000	587.70	5,585,000	558.50
Change during the year	2,938,500	293.85	292,000	29.20
At the closing of the reporting period	8,815,500	881.55	5,877,000	587.70

During the year,the Company has allotted 29,38,500 Rights Equity Shares of face value ₹ 10 each at a price of ₹ 75 per Rights Equity Share (including premium of ₹ 65 per share) to the eligible equity shareholders of the Company as on the record date 5th March, 2026 for an amount aggregating ₹ 2203.87 Lakhs on Right basis.

4 **Terms and Rights attached to equity shares**

The Company has only one class of equity shares having a par value of ₹ 10/- per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pay dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting except in case of interim dividend. In the event of liquidation, the Equity Shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

5 **Shareholders holding more than 5% shares in the Company**

Particulars	No. of shares	% held	No. of shares	% held
Mackertich Consultancy Services Pvt Ltd.	557,200	6.32	557,200	9.48
Progressive Star Finance Pvt Ltd.	1,840,558	20.88	1,185,751	20.18
Stewart Investment and Financial Private Limited	1,262,850	14.33	841,900	14.33
Merlin Resources Pvt. Ltd.	562,200	6.38	374,800	6.38
Lend Lease Company (India) Ltd.	1,520,608	17.25	260,000	4.42

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

NOTE 13 : EQUITY SHARE CAPITAL (Contd.)

6 **Details of Promoter Shareholding**

Promoter Name	As at 31st March, 2026			As at 31st March, 2025		
	No. of shares	% of total shares	% Change during the year	No. of shares	% of total shares	% Change during the year
Progressive Star Finance Pvt Ltd	1,840,558	20.88	0.70	1,185,751	20.18	-
Lend Lease Company (India) Ltd.	1,520,608	17.25	12.83	260,000	4.42	-
Stewart Investment and Financial Private Limited	1,262,850	14.33	-	841,900	14.33	-
Nilangi Parekh	184,500	2.09	-	123,000	2.09	-
Utsav Parekh	144,300	1.64	-	96,200	1.64	-
Vivaan and Keya Trust	111,798	1.27	1.27	-	-	-
Araiya and Kiaan Trust	108,750	1.23	1.23	-	-	-

NOTE 14 : OTHER EQUITY

₹ in Lakhs

Sl. No.	Particulars	As at 31st March, 2026		As at 31st March, 2025	
1	Securities Premium				
	Balance brought forward from previous year	4,494.93		4,337.25	
	Add: During the year	1,910.03	6,404.96	157.68	4,494.93
2	Capital Redemption Reserve		400.00		400.00
3	General Reserve	3,909.51		3,909.51	
			3,909.51		3,909.51
4	Retained Earnings :				
	Balance brought forward from previous year	1,594.96		1,462.21	
	Add: Transferred from Other Comprehensive Income	(51.35)		14.80	
	Profit for the Year	1,157.12		117.96	
			2,700.73		1,594.96
5	Other Comprehensive Income				
	Opening OCI	4,181.65		2,292.72	
	Add: During the year OCI	(1,344.30)		1,903.73	
	Less: Transferred to Retained Earning	(51.35)		14.80	
			2,888.70		4,181.65
6	Money received against share warrants (refer note (ii) below)				
	Opening Balance	307.20		-	
	Add:Warants issued during the Year	-		307.20	
	Closing	307.20	307.20	307.20	307.20
	Total		**16,611.10**		**14,888.25**

Notes :

I) The board of directors of the company, in their meeting held on 11th Sept,2024 had approved preferential allotment of 2,92,000 equity shares of face value of ₹ 10 each of the Company at a price of ₹ 64 per share for total consideration of ₹ 186.88 Lakhs to Merlin Resources Pvt. Ltd. On 14th Oct, 2024 the shareholders of the Company had approved such issuance of equity share on preferential basis to investor through postal ballot and the equity shares had been alloted on 25th Oct,2024, in accordance with the provisions of the Securities and Exchange Board of India (issue of Capital and Disclosure Requirements) Regulations,2018 and other applicable rules/regulation/guidelines.

II) During the year ended March 31, 2025 the Board of Directors of the Company, in their meeting held on 11th September 2024 had approved preferential allotment of 19,20,000 Equity Convertible Warrants of the Company of Face value of ₹ 10/- each, carrying an entitlement to subscribe for equivalent number of fully paid-up Equity Shares of the Company, in dematerialized form, to Promoter and non-promoters, at a price of ₹ 64/- (Rupees Sixty-Four Only) per warrant [including premium of ₹ 54/- (Rupees Fifty-Four Only) per warrant] for consideration in cash, aggregating to ₹ 12,28,80,000/- (Rupees Twelve Crores Twenty- Eight Lakhs Eighty Thousand Only), in terms of the SEBI ICDR Regulations 2018. Shareholders of the Company, had approved such issuance of equity shares on preferential basis to investors through postal ballot. The Company had received an aggregate consideration of ₹ 3,07,20,000/- (Rupees Three Crores Seven Lakhs Twenty Thousand Only) , towards 25% of the total consideration of the warrants as on 31/03/2025. The company had allotted 19,20,000 warrants to a Promoter and Non-Promoters carrying a right to convert each warrant into an Equity Share of ₹ 10/- each at a premium of ₹ 54 per share within a period of 18 months from the date of allotment i.e. 25th October,2024. Subsequent to the reporting date i.e. 31st March,2026, the Company has converted 19,20,000 Equity Convertible Warrants into 19,20,000 Equity Shares on 20th April, 2026 upon receipt of the balance 75% consideration aggregating to ₹ 9,21,60,000.The Equity Shares issued on conversion of Equity Convertible Warrants rank pari-passu with the existing Equity Shares of the Company.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

NOTE 14 : OTHER EQUITY (Contd.)

III) The Board of Directors has recommended a dividend of ₹ 1.50/- per fully paid up equity share of ₹ 10 each for the financial year ended March 31, 2026, subject to approval of shareholders at the ensuing Annual General Meeting and hence it is not recognised as a liability.

₹ in Lakhs

Sl. No.	Particulars	As at 31st March, 2026	As at 31st March, 2025
	NOTE 15 : BORROWINGS		
1	**Secured Loans**		
	From banks	353.01	297.32
	Current Maturity of Long term Debt.	(118.21)	(83.88)
	Total	**234.81**	**213.44**
15.1	The above Term Loans are secured by hypothecation of the vehicles against which loans are taken		
15.2	**Repayment Schedule:-**		
	Term Loan (Secured):		
	a) HDFC Bank Ltd.		
	Repayable in 48 monthly installments of ₹ 14,903/- from May 2023	1.69	1.55
	b) BMW Financial Services		
	Repayable in 36 monthly installments of ₹ 5,51,626/- from September 2024	61.63	57.19
	c) ICICI Bank Ltd.		
	Repayable in 60 monthly installments of ₹ 3,15,028/- from March 2025	28.80	25.14
	d) HDFC Bank Ltd.		
	Repayable in 39 monthly installments of ₹ 18,303/- from January 2026	1.77	-
	e) HDFC Bank Ltd.		
	Repayable in 60 monthly installments of ₹ 1,53,332/- from March 2026	12.70	-
	f) HDFC Bank Ltd.		
	Repayable in 60 monthly installments of ₹ 1,34,140/- from October 2025	11.62	-
	Total	**118.21**	**83.88**
	NOTE 16 : LEASE LIABILITIES		
1	Lease Liability	276.61	-
		276.61	**-**

NOTE 17 : DEFERRED TAX LIABILITIES (NET)

Sl. No.	Particulars	As at 31st March, 2026		As at 31st March, 2025	
1	**Deferred tax asset**				
	MAT Credit Entitlement		-		(12.43)
	Less: Deferred tax liability				
	On Disallowances under the Income Tax Act, 1961	(69.42)		(19.45)	
	On difference between wdv as per book and wdv as per Income Tax Act of fixed assets	34.95		58.36	
	On Financial Instrument	242.48		438.36	
			208.01		477.26
	Total		**208.01**		**464.83**

Sl. No.	Particulars	As at 31st March, 2026	As at 31st March, 2025
	NOTE 18 : BORROWINGS		
1	Current Maturity of Long term Debt	118.21	83.88
	Total	**118.21**	**83.88**
	NOTE 19 : LEASE LIABILITIES		
1	Lease Liability	55.78	-
		55.78	**-**

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

₹ in Lakhs

Sl. No.	Particulars	As at 31st March, 2026	As at 31st March, 2025
	NOTE 20 : TRADE & OTHER PAYABLES		
1	Dues of micro enterprises and small enterprises	-	-
2	Dues of creditors other than micro enterprises and small enterprises	-	-
	Total	**-**	**-**

Particulars	Due for following periods from due date of payment				
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
Trade payables ageing schedule - As on 31/03/2026					
(i) MSME	-	-	-	-	-
(ii) Others	-	-	-	-	-
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
Trade payables ageing schedule - As on 31/03/2025					
(i) MSME	-	-	-	-	-
(ii) Others	-	-	-	-	-
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

Sl. No.	Particulars	As at 31st March, 2026	As at 31st March, 2025
	NOTE 21 : OTHER FINANCIAL LIABILITIES		
1	Unclaimed Dividend#	-	0.31
	Total	**-**	**0.31**

#This does not include any amount due and outstanding to be credited to Investor Education and Protection Fund

Sl. No.	Particulars	As at 31st March, 2026	As at 31st March, 2025
	NOTE 22 : OTHER CURRENT LIABILITIES		
1	Statutory Dues	45.07	10.24
2	Liability for expenses	79.79	49.45
	Total	**124.86**	**59.69**
	NOTE 23 : PROVISIONS		
1	Provision For Employee Benefits	74.17	62.13
	Total	**74.17**	**62.13**

Sl. No.	Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
	NOTE 24 : REVENUE FROM OPERATIONS		
1	Sale of shares and Securities	321.03	3,685.63
2	Investment Banking Operations	4,473.81	234.76
	Total	**4,794.84**	**3,920.39**
	NOTE 25 : OTHER INCOME		
1	Interest Income from Financial Assets measured at Amortised Cost		
	i) On loans	198.38	367.65
	ii) On I.T Refund & Service tax Refund	0.18	0.13
	iii) Interest on FD	0.04	0.01
	iv) Other Interest Income	12.89	1.99
2	Profit / Loss on Sale of Investments	55.24	12.84
3	Profit on Sale of Fixed Assets	6.61	94.05
4	Gain on fair valuation of financial assets	13.70	21.49
5	Dividend Income	1.82	2.47
6	Other Non operative income	0.03	0.82
7	Liablities Written Back	2.87	-
	Total	**291.75**	**501.43**

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

₹ in Lakhs

Sl. No.	Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
	NOTE 26 : PURCHASES		
1	Purchase of shares and Securities	317.58	3,653.82
	Total	**317.58**	**3,653.82**
	NOTE 27 : CHANGE IN INVENTORIES / STOCK		
	Opening Stock-Shares and Securities	1.96	1.96
	*Less : Reclassification to Investments	0.98	-
	Less : Closing Stock-Shares and Securities	-	1.96
	Total	**0.98**	**-**
	*Note : During the year, shares & securities amounting to ₹ 0.98 lakhs were reclassified from inventories to non current investments.		
	NOTE 28 : EMPLOYEE BENEFITS EXPENSE		
1	Salaries and wages	423.12	272.27
2	Contribution to provident and other funds	32.25	20.80
3	Staff Welfare Expenses	31.34	31.26
	Total	**486.71**	**324.33**
	NOTE 28.1 : Contribution to Defined Contribution Plans, recognised as expense for the year is as under:		
	Employer's Contribution to Provident Fund	32.25	20.80
	NOTE 29 : FINANCIAL COSTS		
1	**Interest Expense**		
	On loans	24.49	8.45
	On lease Liability	20.98	-
	Total	**45.47**	**8.45**
	NOTE 30 : DEPRECIATION AND AMORTISATION EXPENSE		
1	**Depreciation**		
	On Own Assets	139.17	52.15
	On Right of Use Assets	44.52	-
	Total	**183.69**	**52.15**
	NOTE 31 : OTHER EXPENSES		
1	Telephone Expenses	7.75	6.83
2	Printing & Stationery Expenses	2.33	1.88
3	Professional, Legal & Consultancy Charges	577.54	20.23
4	Business Promotion Expenses	4.90	0.99
5	Rent	1.02	4.23
6	Repair - Plant & Machinery	0.55	0.96
	- Others	2.49	2.44
7	Advertisement	5.20	4.51
8	Electricity, Power & Fuel	4.81	2.57
9	Vehicle Expenses	10.05	10.42
10	Membership & Subscription Fees	27.94	9.55
11	Miscellaneous Expenses	23.00	16.22
12	Rates & Taxes	3.78	6.15
13	Right Issue Expenses	22.42	-
14	Prior Period Expenses	-	0.03
15	Travelling Expenses	110.78	9.48
16	Directors Fees	20.40	13.30
17	Insurance	3.04	1.20
18	Sundry Balance Written Off	0.27	-
19	Auditors' Remuneration	3.67	3.35
20	Securities Transaction Tax	4.16	0.83

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

₹ in Lakhs

Sl. No.	Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
	NOTE 31 : OTHER EXPENSES (Contd.)		
21	Demat Charges	0.04	0.23
22	Donation	3.60	3.00
23	Bad Debts	1,303.98	-
24	Speculation Loss	-	0.34
25	Expected Credit Loss	146.68	-
	Total	**2,290.42**	**118.72**
	NOTE 32 : TAX EXPENSES		
1	Current Tax		
	Provision For Taxation	493.53	44.12
	Income Tax Earlier Year	-	(0.60)
		493.53	43.51
2	Deferred tax	(95.61)	25.35
	MAT Entitlement Reversed	12.43	19.00
		(83.17)	44.35
	Total	**410.35**	**87.85**

NOTE 33 : EARNINGS PER EQUITY SHARE

The Company's Earnings Per Share ('EPS') is determined based on the net profit / (loss) attributable to the shareholders of the Company. Basic earnings per share is computed using the weighted average number of shares outstanding during the year. Diluted earnings per share is computed using the weighted average number of common and dilutive common equivalent shares outstanding during the year.

	31st March, 2026	31st March, 2025
Net Profit / (Loss) attributable to equity shareholders		
Profit / (Loss) after tax (₹ in Lakhs)	1,157.12	117.96
Nominal value of equity share (₹)	10.00	10.00
Weighted-average number of equity shares for basic EPS	5,941,405	5,711,400
Weighted-average number of equity shares for Diluted EPS	6,421,405	5,919,181
Basic earnings per share (₹)	19.48	2.07
Diluted earnings per share (₹)	18.02	1.99

NOTE 34 : SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Judgements

In the process of applying the Company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements:

Fair value measurement of financial instruments

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 other valuation techniques. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements 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.

Impairment of non-financial assets

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

NOTE 34 : SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS (Contd.)

Impairment of non-financial assets (Contd.)

market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Company is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes.

NOTE 35 : BAD DEBTS

The Company has written off a loan amount of Rs 1303.98 lakhs as bad debt, which was provided in earlier quarters, based on an arbitration order dated 25th March 2026.

NOTE 36 : EXPECTED CREDIT LOSS

During the year the company based on a valuation report received has recognised a fair valuation loss on its investment portfolio. The company has recognised the above provisions in the financial statements in accordence with prudent accounting practices.

NOTE 37 : LABOUR CODES

The Government of India has notified the four Labour Codes, namely the Code on Wages, 2019; the Industrial Relations Code, 2020; the Occupational Safety, Health and Working Conditions Code, 2020; and the Code on Social Security, 2020, which are intended to subsume and replace various existing labour laws. While the Acts have been notified, the detailed rules, procedures, and state-specific implementations under the aforesaid Labour Codes are yet to be notified and/or made effective. In view of the same, the Company has evaluated the potential impact of the Labour Codes on its financial statements, including implications on employee-related costs, social security contributions, gratuity, provident fund, and other employee benefit obligations and there is no major impact of the same on the Company.

₹ in Lakhs

	31st March, 2026	31st March, 2025
NOTE 38 : COMMITMENTS & CONTINGENT LIABILITIES		
(A) Commitments		
Unclaimed liabilities on partly paid shares	2.98	2.98
(B) Contingent Liabilities	-	-
NOTE 39 : EMPLOYEE BENEFIT OBLIGATIONS		
Leave Obligations		
To be Recognised in PL		
Current Service Cost	5.60	1.76
Interest Cost on Benefits Obligation	1.49	1.21
Expected Return on Planned Asset	-	-
Actuarial Gain/Loss	2.67	6.20
Past Service Cost	-	-
Total	**9.77**	**9.16**
Net Liability /Asset recognised in BS		
Net assert/(liability) recognised in balance sheet at beginning of the period	25.54	23.15
Fair Value of Planned Asset	-	-
Funded status {Surplus/(Deficit)}	(25.54)	(23.15)
Effect of balance sheet asset	-	-
Unrecognised Past Service Cost	-	-
Net asset/(liability) recognised in balance sheet	**(25.54)**	**(23.15)**
Change in the PV of DBO during the year		
PV of DBO at beginning of the year	23.15	17.31
Current Service Cost	5.60	1.76
Interest Cost on DBO	1.49	1.21
Benefits Paid from Planned Asset	(7.38)	(3.32)
Actuarial Loss/Gains	2.67	6.20
Total	**25.54**	**23.15**

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

₹ in Lakhs

	31st March, 2026	31st March, 2025
NOTE 39 : EMPLOYEE BENEFIT OBLIGATIONS (Contd.)		
Principal Assumption		
Discount Rate	7.15%	6.45%
Rate of Increase in salaries	7.50%	7.50%

These assumptions were developed by management with the assistance of independent actuarial appraisers. Discount factors are determined close to each year-end by reference to government bonds of relevant economic markets and that have terms to maturity approximating to the terms of the related obligation. Other assumptions are based on management's historical experience.

Sensitivity analysis for Present value of Defined Benefit obligation

	31st March, 2026	31st March, 2025
Impact of the change in discount rate		
Present value of obligation at the end of the year	23.54	23.15
a) Impact due to increase of 1 %	24.64	22.62
b) Impact due to decrease of 1 %	26.56	23.76
Impact of the change in salary increase		
Present value of obligation at the end of the year	23.54	23.15
a) Impact due to increase of 1 %	26.63	23.79
b) Impact due to decrease of 1 %	24.57	22.58

Gratuity

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service.

The amounts recognised in the balance sheet and the movements in the net defined benefit obligation over the year are as follows:

	31st March, 2026	31st March, 2025
To be Recognised in PL		
Current Service Cost	10.64	6.61
Interest Cost on Benefits Obligation	2.51	1.79
Expected Return on Planned Asset	-	-
Actuarial Gain/Loss	-	-
Past Service Cost	-	-
Total	**13.15**	**8.41**
To be Recognised in OCI		
Actuarial Loss/Gains	4.82	9.27
Expected Return on Planned Asset	(1.40)	(0.55)
Re-measurement (or Actuarial (gain/loss) arising because of change in effect of asset ceiling	-	-
Total	**3.42**	**8.72**
Net Liability /Asset recognised in BS		
PV of Defined Benefit Obligation	180.62	155.15
Fair Value of Planned Asset	131.99	116.17
	(48.63)	(38.99)
Less: Unrecognised Past Service Cost	-	-
Total - Net defined Benefit	**(48.63)**	**(38.99)**
Change in the PV of DBO during the year		
PV of DBO at beginning of the year	155.15	139.14
Current Service Cost	10.64	6.61
Interest Cost on DBO	10.01	9.70
Benefits Paid from Planned Asset	-	(9.57)
Actuarial Loss/Gains	4.82	9.27
Plan Amendments	-	-
Total	**180.62**	**155.15**

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

₹ in Lakhs

	31st March, 2026	31st March, 2025
NOTE 39 : EMPLOYEE BENEFIT OBLIGATIONS (Contd.)		
Change in the Fair Value of Asset during the year		
Fair value of Plan Asset at beginning	116.17	113.39
Expected Return	1.40	0.55
Contribution by Employer	6.93	3.89
Benefits Paid	-	(9.57)
Acturial Gains/Losses	7.49	7.90
Total	**131.99**	**116.17**
Principal Assumption		
Discount Rate	7.15%	6.45%
Rate of Increase in salaries	7.50%	7.50%

These assumptions were developed by management with the assistance of independent actuarial appraisers. Discount factors are determined close to each year-end by reference to government bonds of relevant economic markets and that have terms to maturity approximating to the terms of the related obligation. Other assumptions are based on management's historical experience.

Sensitivity analysis for Present value of Defined Benefit obligation

	31st March, 2026	31st March, 2025
Impact of the change in discount rate		
Present value of obligation at the end of the year	180.62	155.15
a) Impact due to increase of 1 %	178.59	153.48
b) Impact due to decrease of 1 %	182.92	157.01
Impact of the change in salary increase		
Present value of obligation at the end of the year	180.62	155.15
a) Impact due to increase of 1 %	182.96	157.03
b) Impact due to decrease of 1 %	178.51	153.43

NOTE 40 : FINANCIAL INSTRUMENTS BY CATEGORY

For amortised cost instruments, carrying value represents the best estimate of fair value.

₹ in Lakhs

Particulars	31st March 2026			31st March 2025		
	FVTPL	FVOCI	Amortised cost	FVTPL	FVOCI	Amortised cost
Financial assets						
Cash and Bank balances	-	-	658.88	-	-	104.17
Trade Receivables	-	-	981.84	-	-	18.45
Investments	1,150.09	7,781.91	3,819.94	310.21	6,571.04	4,954.01
Other bank balances	-	-	-	-	-	0.31
Loans	-	-	3,043.37	-	-	3,859.61
Other financial assets	-	-	68.85	-	-	7.08
Total	**1,150.09**	**7,781.91**	**8,572.89**	**0.00**	**0.07**	**0.09**
Financial liabilities						
Borrowings	-	-	353.01	-	-	297.32
Other financial liabilities	-	-	-	-	-	0.31
Total	**-**	**-**	**353.01**	**-**	**-**	**297.63**

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

NOTE 40 : FINANCIAL INSTRUMENTS BY CATEGORY (Contd.) ₹ in Lakhs

(a) Fair value hierarchy

Financial assets and liabilities measured at fair value and amortised cost for which fair values are disclosed	31st March 2026			31st March 2025		
Particulars	**Level 1**	**Level 2**	**Level 3**	**Level 1**	**Level 2**	**Level 3**
Investment in mutual funds	46.04	834.03	-	41.96	164.90	-
Investment in equity shares	3,534.98	5,291.96	-	3,382.96	4,041.43	-
Investment in preference shares	-	57.32	-	-	204.00	-
Investment in Debentures	-	2,987.60	-	-	4,000.00	-
Total	**3,581.02**	**9,170.91**	**-**	**3,424.92**	**8,410.33**	**-**
Financial liabilities						
Borrowings	-	-	353.01	-	-	297.32
Total	**-**	**-**	**353.01**	**-**	**-**	**297.32**

Level 1 : Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments that have quoted price. The fair value of all equity instruments which are traded in the stock exchanges is valued using the closing price as at the reporting period.

Level 2 : The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is inlcuded in Level 2.

Level 3 : If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, contingent consideration and indemnification asset included in level 3.

(b) Fair value of financial assets and liabilities measured at amortised cost and FVTPL

Particulars	31st March 2026		31st March 2025	
	Carrying amount	**Fair value**	**Carrying amount**	**Fair value**
Financial assets				
Carried at amortised cost				
Cash and Bank balances	658.88	658.88	104.17	104.17
Trade Receivables	981.84	981.84	18.45	18.45
Investments	12,751.93	12,751.93	11,835.25	11,835.25
Other bank balances	-	-	0.31	0.31
Loans	3,043.37	3,043.37	3,859.61	3,859.61
Other financial assets	68.85	68.85	7.08	7.08
Total financial assets	**17,504.88**	**17,504.88**	**15,824.87**	**15,824.87**
Financial liabilities				
Carried at ammortised cost				
Borrowings	353.01	353.01	297.32	297.32
Other financial liabilities	-	-	0.31	0.31
Total financial liabilities	**353.01**	**353.01**	**297.63**	**297.63**

NOTE 41 : FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's principal financial liabilities comprise loans and borrowings and other payables. The main purpose of these financial liabilities is to finance the Company's operations and to support its operations. The Company's financial assets include Investment in equity instruments, Investment in preference shares, Investment in debentures, trade and other receivables, and cash & cash equivalents that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The company's senior management oversees the management of these risks.

(A) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risks. The value of a financial instrument may change as a result of changes in the interest rates, equity price fluctuations and other market changes. Future specific market movements cannot be normally predicted with reasonable accuracy.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

NOTE 41 : FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Contd.)

(A) Market risk (Contd.)

i) 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's exposure to the risk of changes in market interest rates relates primarily to the Company's long term debt obligations with fixed interest rates. The Company is carrying its borrowings primarily at fixed rate.

₹ in Lakhs

Particulars	31st March 2026	31st March 2025
Fixed rate borrowings	353.01	297.32

ii) Equity Price risk

"Equity Price Risk is related to the change in market reference price of the investments in equity securities. The fair value of Company's investment in quoted equity securities as at March 31, 2026 and March, 2025 was ₹ 3850.12 in Lakhs and ₹ 3424.92 in Lakhs respectively. A 10% change in equity price as at March 31, 2026 and March 2025 would result in an impact of ₹ 385.01 in Lakhs and ₹ 342.49 in Lakhs respectively.

(Note: The impact is indicated on equity before consequential tax impact, if any)."

(B) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument leading to a financial loss. The Company is exposed to credit risk from its financing activites, investment in mutual funds and other financial instruments.

(i) Trade receivables

Customer credit risk is managed by each business location subject to the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed and individual credit limits are defined in accordance with the assessment both in terms of number of days and amount. Any Credit risk is curtailed with arrangements with third parties.

An impairment analysis is performed at each reporting date on an individual basis for major clients. In addtion, a large number of minor receivables are grouped into homogenous groups andd assessed for impairment collectively. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in Note 07. The Company does not hold collateral as security.

(ii) Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with the Company's policy. Investment of surplus funds are made only with approved counterparties. The Company's maximum exposure to credit risk for the components of the balance sheet at 31 March 2026 and 31 March 2025 is the carrying value as illustrated in Note 40.

(C) Liquidity risk

Liquidity risk refer to the risk that the Company may not able to meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per the requirement. The Company maintains its surplus funds, if any, in deposits / balances which carry low market risk. The Company believes that the working capital is sufficient to meet its current requirements. Accordingly, no liquidity risk is perceived.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments -

₹ in Lakhs

Particulars	31st March 2026	31st March 2025
Less than 1 year		
- Borrowings	118.21	83.88
More than 1 year		
- Borrowings	234.81	213.44

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

NOTE 42 : RELATED PARTY DISCLOSURE (AS PER IND AS-24 - RELATED PARTY DISCLOSURES)

Relationships:

(a) Entities where Key Management Personnel and their relatives are able to exercise significant influence

Nexome Capital Services Limited (Subsidiary Company)
Nexome Wealth Management Limited (Subsidiary Company)
SMIFS Limited (Upto 23-05-2025)
Lend Lease Company (India) Limited
Progressive Star Finance Pvt. Ltd.
Stewart Investment & Financial Pvt. Ltd.
Vivaan and Keya Trust
Araiya and Kiaan Trust

(b) Key Management Personnel and their relatives:

Mr. Utsav Parekh - Chairman
Mr. Kishor Shah - Managing Director
Mr. Ajay Kumar Kayan - Director (Resigned w.e.f. 23-05-2025)
Mr. Samarth Parekh - Joint Managing Director (w.e.f. 04-04-2025)
Mr. Saharsh Parekh - Director (Appointed w.e.f. 23-05-2025)
Mr. Nitin Daga - Director
Mr. Pratik Ghose - Director
Mrs. Pushpa Mishra - Director
Mr. Anil Kumar Murarka - Director(w.e.f 04-04-2025)
Mr. Rahul Kayan - Director's Relative (upto 23-05-2025)
Mr. Amar Saraf - Director's Relative (upto 23-05-2025)
Mrs. Nilangi Parekh - Director's Relative
Mr. Shreemanta Banerjee - CFO-cum-Vice President (Finance & Taxation)
Mrs. Poonam Bhatia - Company Secretary-cum-Compliance Officer (Resigned w.e.f. 11-10-2025)
Mrs. Sanjana Gupta - Company Secretary-cum-Compliance Officer (Appointed w.e.f. 04-11-2025)

Disclosure of Related Party Transactions provides the information about the Company's structure. The following tables provides the total amount of transactions that have been entered into with related parties for the relevant financial year.

Terms and conditions of transactions with related parties:

The sales and purchase from related parties are made on terms equivalent to those that prevail in arm;s length transactions. The assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

(a) Transaction with related parties **₹ in Lakhs**

Particulars	Enterprise described in (a) above		Key Management Personnel		Relatives of Key Management Personnel	
	31st March 2026	31st March 2025	31st March 2026	31st March 2025	31st March 2026	31st March 2025
Directors' sitting fees	-	-	20.40	13.30	-	-
Salary & Wages	-	-	40.79#	34.17#	1,22,035#	3.50#
Directors' Remuneration	-	-	229.20#	126.84#	-	-
Payment of Brokerage	1.43	1.72	-	-	-	-
Proceeds from right issue of equity shares						
Utsav Parekh	-	-	36.08	-	-	-
Lend Lease Company (India) Ltd.	871.49					
Progressive Star Finance Pvt. Ltd.	460.14	-	-	-	-	-
Stewart Investment and Financial Private Limited	315.71	-	-	-	-	-
Nilangi Parekh	-	-	-	-	46.13	-
Vivaan and Keya Trust	27.95	-	-	-	-	-
Araiya and Kiaan Trust	27.19	-	-	-	-	-
Outstanding Balance as on 31st March 2026	-	-	-	-	-	-

 # This includes Employer's Contribution to Provident Fund

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

NOTE 43 : CAPITAL MANAGEMENT

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt.

₹ in Lakhs

Particulars	31st March, 2026	31st March, 2025
Equity Share Capital	881.55	587.70
Other Equity	16,611.10	14,888.25
Total Equity (A)	**17,492.65**	**15,475.95**
Non Current Borrowings	234.81	213.44
Short term Borrowings	-	-
Current Maturities of long term borrowings	118.21	83.88
Gross Debts (B)	**353.01**	**297.32**
Less : Current Investments	-	-
Less: Cash and cash Equivalents	658.88	104.48
Net Debt	**(305.87)**	**192.84**
Gearing Ratio	**(0.0175)**	**0.0125**

NOTE 44 : RIGHT ISSUE OF EQUITY SHARES

The Members of Right Issue Committee at its meeting held on 24th Feb,2026 has inter alia considered and approved the right issue of 29,38,500 fully paid up Equity Shares of Right Issue price of ₹ 75 per Equity Share (including a premium of ₹ 65 per Equity Share) on Rights basis to the eligible Equity Shareholders in the ratio of 1 Right Equity Share for every 2 Equity Share held by eligible equity shareholders for amount aggregating up to ₹ 2203.88 lakhs. Further 29,38,500 equity shares were allotted by the Company on 24th March,2026.

₹ 1651.32 Lakhs of total rights issue proceeds of ₹ 2203.88 Lakhs has been utilised as on 31st March, 2026 in the following manner :

Particulars	Amount (₹ In Lakhs)
a) Investment in Shares,Securities and Mutual Funds Schemes	1355.17
b) Investment in Liquid Funds Schemes of Mutual Funds	278.00
c) Issue related expenses	18.15
Total	**1651.32**

NOTE 45 : AUDITORS' REMUNERATION AND EXPENSES

₹ in Lakhs

Particulars	31st March, 2026	31st March, 2025
for audit matter	2.37	2.12
for certification fees	1.30	1.23
Total	**3.67**	**3.35**

NOTE 46 : EFFECTIVE TAX RECONCILIATION

The major components of income tax expense and the reconciliation of expense based on the domestic effective tax rate and the reported tax expense in profit or loss are as follows :-

Accounting profit before income tax	1,567.48	205.83
Applicable tax rate (Percentage)	25.17	0.00
Expected income tax	394.50	53.52
Income exempt from tax	-	-
Non dedcutible expenses for tax purpose	15.85	20.00
MAT Credit and other adjustments	-	14.36
Income Tax recognised in Profit and Loss account	**410.35**	**87.87**

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

NOTE 47 : EXPENDITURE IN FOREIGN CURRENCY

₹ in Lakhs

Particulars	31st March, 2026	31st March, 2025
Travelling Expenses	88.33	-
Total	**88.33**	**-**

NOTE 48 : SEGMENT REPORTING

The Company has identifies its business segment as its primary reportable segment comprising of Capital market operations, investment banking operations and real estate business

Rs. in Lakhs

Particulars	Capital Market Operations		Investment Banking Operations		Unallocated		Total	
	For the year ended		For the year ended		For the year ended		For the year ended	
	31.03.2026	31.03.2025	31.03.2026	31.03.2025	31.03.2026	31.03.2025	31.03.2026	31.03.2025
Segment Revenue								
External Segment Revenue	321.03	3,685.63	4,473.81	234.76	291.75	501.43	5,086.59	4,421.83
Inter Segment Revenue	-	-	-	-	-	-	-	-
Total Revenue	321.03	3,685.63	4,473.81	234.76	291.75	501.43	5,086.59	4,421.83
Less : Inter Segment Revenue	-	-	-	-	-	-	-	-
Net Revenue	**321.03**	**3,685.63**	**4,473.81**	**234.76**	**291.75**	**501.43**	**5,086.59**	**4,421.83**
Result - Profit/ (Loss)								
Segment Result	2.47	31.81	4,473.81	234.76	(2,669.07)	6.24	1,807.21	272.81
Less: Finance cost	-	-	-	-	45.47	8.45	45.47	8.45
Profit/ (Loss) Before Tax & Exceptional Item	**2.47**	**31.81**	**4,473.81**	**234.76**	**(2,714.54)**	**(2.22)**	**1,761.74**	**264.35**

Segment Assets and Liabilities

Property, plant and equipment used in the Company's operations or liabilities contracted have not been identified with any of the reportable segments, as the property, plant and equipment are used interchangeably between segments. Segment assets and segment liabilities have not been identified to any of the reportable segments, since the assets are used interchangeably between segments and the liabilities are contracted at the entity level. Accordingly, no disclosure relating to segment assets and liabilities has been presented.

NOTE 49 : IMPORTANT RATIOS

Particulars	Formulae	3/31/2026	3/31/2025	Change in Ratio in %	Reason for Change
a) Current Ratio	Current Assets/ Current Liabilities	4.79 times	0.78 times	512.37	Due to increase in trade receivables and cash & Bank balances, current assets increased and so current ratio increased
b) Debt-Equity Ratio	Debt/Equity	0.02 times	0.02 times	-	-
c) Debt Service Coverage Ratio	Earning Available for debt service/(Current Maturities of Long Term debt+Interest)	10.98 Times	2.89 Times	280.40	Due to increase in revenue and hence increase in Profit, the debt service coverage ratio is increased
d) Return on Equity Ratio	Net Income / Shareholders' Equity	9.05%	1.09%	731.61	Due to increase in PAT
e) Inventory turnover Ratio	Inventory/Turnover	-	1999.50 times	(100.00)	Due to reclassification of Inventories into non current investments, closing inventories is Nil
f) Trade Receivables turnover Ratio	Turnover/Average Debtors	9.59 times	218.09 times	(95.60)	Due to increase trade receivables
g) Trade Payables turnover Ratio	Purchase/Average Trade Payable	-	-	-	-
h) Net Capital turnover Ratio	Turnover/Net Working capital	3.39 times	(87.21) times	103.89	Due to increase in Turnover
i) Net profit Ratio	Net Income/Turnover	0.240	0.030	702.05	Due to increase in profit after tax
j) Return on Capital employed,	EBIT/Capital Employed	9.04%	1.36%	565.31	Due to increase in earning before interest and tax
k) Return on investment	PAT/Capital Empoyed	6.48%	0.75%	767.05	Due to increase in PAT

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

NOTE 50 : OTHER STATUTORY INFORMATION

(i) The Company does not have any Benami property, where any proceedings have been initiated or pending against the Company during the year for holding any benami property.

(ii) The Company did not have any transactions with companies, struck off during the year.

(iii) The Company does not have any charges or satisfaction, which is yet to be registered with ROC beyond the statutory period.

(iv) The Company has not traded or invested in Crypto currency or Virtual Currency during the year.

(v) The Company has not advanced or lent or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall :

a) directly or indirectly lend or invest in others 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.

(vi) The Company has not received any fund from any person(s) or entity(ies), 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 others 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.

(vii) The company did not have any such 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).

(viii) Title deed of all the immovable properties appearing in the books of company are held in company's own name.

(ix) The Company has not revalued any of its Property, Plant and Equipment (including Right-of-Use Assets) during the current reporting period and also for previous year.

(x) During the year the Company did not provide any loans or advances which remains outstanding (repayable on demand or without specifying any terms or period of repayment) to specified persons.

(xi) The Company does not have any borrowings from banks or financial institutions on the basis of security of current assets of the Financial statements, hence no disclosure is required as such.

(xii) The Company has not been declared as willful defaulter as at the date of the balance sheet or on the date of approval of the financial statements, hence no disclosure is required as such.

(xiii) The Company has complied with the number of layers prescribed under Clause (87) of Section 2 of the Companies Act, 2013 read with Companies (restriction on number of layers) Rules, 2017.

NOTE 51 :

Previous year figures have been reclassified / regrouped / rearranged wherever necessary.

As Per Our Report Of Even Date attached

FOR S K Agrawal and Co Chartered Accountants LLP
Chartered Accountants
Firm Regn. No. : 306033E/E300272

Vivek Agarwal
Partner
Membership No. : 301571

Place : Kolkata
Dated : 25th May 2026

For and on Behalf of the Board of Directors

UTSAV PAREKH
Chairman
(DIN : 00027642)

KISHOR SHAH
Managing Director
(DIN : 00170502)

SANJANA GUPTA
Company Secretary-cum-Compliance Officer

SHREEMANTA BANERJEE
CFO-cum-Vice President
Finance & Taxation

CONSOLIDATED FINANCIAL STATEMENTS

HOLDING COMPANY

Nexome Capital Markets Limited
(Formerly SMIFS Capital Markets Limited)

SUBSIDIARY COMPANIES

NEXOME CAPITAL SERVICES LIMITED
(Formerly SMIFS Capital Services Limited)

NEXOME WEALTH MANAGEMENT LIMITED

AUDITORS

S. K. Agrawal and Co. Chartered Accountants LLP
Chartered Accountants

REGISTERED OFFICE

"Vaibhav" (4F), 4 Lee Road, Kolkata -700 020
Phone : (033) 2290-7400 / 7401 / 7402
E-mail : ncml@nexomegroup.com, smifcap@gmail.com

INDEPENDENT AUDITOR'S REPORT

To The Members of Nexome Capital Markets Limited

Report on the audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **Nexome Capital Markets Limited** ("the Parent company") and its subsidiary (the parent company and its subsidiary together referred to as "the Group"), which comprise the Consolidated Balance Sheet as at March 31, 2026, the Consolidated Statement of Profit and Loss (including Other Comprehensive Loss), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year ended on that date, and a summary of the material accounting policy information and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditor on separate financial statements of subsidiary referred to in the Other Matters paragraph below, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Company as at March 31, 2026, and consolidated profit, consolidated total comprehensive Loss, consolidated changes in equity and their consolidated cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act (SAs). 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 independence 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.

Emphasis of Matter

1. We draw attention to **Note No. 45** of the accompanying statement which states that the company has completed a rights issue of 29,38,500 fully paid-up equity shares of Rs. 10 each for cash at a price of Rs. 75 per rights equity share (including a premium of Rs. 65 per rights equity share) aggregating up to Rs. 2203.875 Lakhs. These equity shares were allotted on 24th March ,2026.

2. We draw attention to **Note No. 15** of the accompanying statement which states that the company had allotted during the previous year ended March 31, 2025 by way of preferential allotment of 19,20,000 warrants to a Promoter and Non- Promoters carrying a right to convert each Equity Convertible Warrant into Equity Shares of Rs. 10/- each at a premium of Rs. 54/- per share on or before 18 months from the date of allotment i.e. 25th October, 2024.The company had received an aggregate consideration of Rs. 3,07,20,000 towards minimum 25% of the total consideration of the Equity Convertible Warrants as on 31st March,2025.

   Subsequent to the reporting date i.e. 31st March,2026, the Company has converted 19,20,000 Equity Convertible Warrants into 19,20,000 Equity Shares on 20th April, 2026 upon receipt of the balance 75% consideration aggregating to Rs. 9,21,60,000. The Equity Shares issued on conversion of Equity Convertible Warrants rank pari passu with the existing Equity Shares of the Company.

3. We draw attention to **Note No. 5** which pertains to a provision amounting to Rs 58.53 lakhs deposited with City Civil Court-Bombay where there are remote chances of recovery and the matter is sub judice from a very long time.

4. We draw attention to **Note No. 4** to the financial statements, which describes the management's assessment of the Company's loan and investment portfolio. Based on such assessment and as a measure of prudence, the Company has recognised an ad hoc impairment provision at the rate of 6% on certain loans and advances outstanding as at 31 March 2026.

Further, pursuant to an independent valuation obtained by the management, the Company has recognised a fair value loss on certain investments during the year in accordance with the applicable requirements of Ind AS.

The above adjustments represent management's assessment based on the information available as at the reporting date.

Our opinion is not modified in respect of the above matters.

Key Audit Matters

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

Sr. No.	Key Audit Matter	Auditor's Response
(a)	**Deferred Tax on revaluation of Investments** Refer **Note 18 and 33** to the consolidated financial statements. Deferred Tax Asset has been created during the year in respect of increased valuation of investment. Hence, it has been identified as a Key Audit Matter.	- Examine relevant records and documents pertaining to deferred tax calculation. - Compute deferred tax as per the latest applicable rates in the Finance Act. - Ensure that the requirements of Ind AS 12 have been appropriately followed for the period under audit.
(b)	**Valuation of investment in certain equity interests of listed and unlisted company** Refer **Note 3** to the consolidated financial statements.The investment in certain equity interests of a listed and unlisted company (the 'investment') are to be measured at fair value at each reporting date and same has been measured at fair value through other comprehensive Loss. With reference to the valuation, management had estimated the fair value of the Investment at Rs.12,303.30 lakhs at year end. In consideration of the Investment is operating in an emerging industry and its fair value is highly dependent on significant management judgements. Accordingly, the valuation of the Investment was considered as one of the key audit matters.	Based on the audit procedures performed, we found the assumptions made by management in relation to the valuation were supported by available evidence.

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

The Parent Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the consolidated financial statements, standalone financial statements and our auditor's reports thereon. The annual report is expected to be made available to us after the date of this Auditor's Report.

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

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

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

Management's and Those Charged with Governance's Responsibility for the Consolidated Financial Statements

The Parent Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated total comprehensive Loss, consolidated changes in equity and consolidated cash flows of the Group in accordance with the Ind AS and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group are responsible for maintenance of the adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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 Parent 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 Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the Consolidated Ind AS 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 Ind AS 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 Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013 we are also responsible for expressing our opinion on whether the company has adequate internal financial control 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 Ind AS 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 Ind AS financial statements, including the disclosures, and whether the Consolidated Ind AS 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 also 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. For the other entities included in the consolidated financial statements, which have been audited by other auditor, such other auditor remains responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

We communicate with those charged with governance of the Parent Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

We did not audit the financial statements/financial information of Subsidiaries, whose financial statements/financial information reflect total assets of Rs. 496.84 Lakhs as at 31st March 2026, total revenue of Rs.9.99 Lakhs and net loss after tax amounting to Rs. 85.84 Lakhs for the year ended on that date, as considered in the consolidated Ind AS financial statements. This financial statements / financial information has been audited by other auditor whose reports have been furnished to us by the Management and our opinion on the consolidated Ind AS financial statements in so far as it relates to the amounts and disclosures included in respect of the subsidiary is based solely on the reports of such other auditor.

Our opinion on the consolidated Ind AS financial statements, and our report on other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditor and the financial statements / financial information certified by the Management.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit and on the consideration of the reports of the other auditor on the separate financial statements / financial information of the subsidiary referred to in the Other Matters section above 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 purposes of our audit of the aforesaid consolidated financial statements.

    b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated Ind AS financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditor.

    c. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including other comprehensive Loss), the Consolidated Cash Flow Statement and 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 Ind AS financial statements.

    d. In our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with relevant rules issued there under.

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

    f. With respect to the adequacy of the internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" which is based on the auditors' reports of the Parent and subsidiary company incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls over financial reporting of those companies.

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

   In our opinion and to the best of our information and according to the explanations given to us and based on the auditor's reports of subsidiary company incorporated in India, the remuneration paid by the Parent to its directors and such subsidiary company to its respective directors during the year is in accordance with the provisions of section 197 of the Act.

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

   i. There were no pending litigations which would impact the consolidated financial position of the Group.

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

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

   iv. (a) The respective Management of the Parent and its subsidiary which are incorporated in India, whose financial statements have been audited under the Act, have represented to us and to the other auditor of such subsidiary respectively that, to the best of their knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Parent or any of such subsidiary to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Parent or any of such subsidiary ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

   (b) The respective Managements of the Parent and its subsidiary which is a company incorporated in India, whose financial statements have been audited under the Act, have represented to us and to the other auditor of such subsidiary respectively that, to the best of their knowledge and belief, no funds have been received by the Parent or any of such subsidiary from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Parent or any of such subsidiary shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

   (c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances performed by us and those performed by the auditor of the subsidiary which is a company incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditor's notice that has caused us or the other auditor to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

   v. No dividend has been paid or declared by the group during the year.

vi. The Company has maintained its books of account using accounting software which has a feature of recording audit trail (edit log) facility.

Based on our examination, which included test checks, and according to the information and explanations given to us, we report that:

(a) The audit trail feature has been enabled and operated throughout the year for all transactions recorded in the software.

(b) During the course of our audit, we did not come across any instance of the audit trail feature being tampered with.

(c) The audit trail records have been preserved by the Company as per the statutory requirements for record retention under applicable law.

2. With respect to the matters specified in clause (xxi) of paragraph 3 and paragraph 4 of the Companies (Auditor's Report) Order, 2020 ("CARO"/ "the Order") issued by the Central Government in terms of Section 143(11) of the Act, according to the information and explanations given to us, and based on the CARO reports issued by us and the auditors of the respective companies included in the consolidated financial statements to which reporting under CARO is applicable, as provided to us by the Management of the Parent, we report that there are no qualifications or adverse remarks by the respective auditors in the CARO reports of the said respective companies included in the consolidated financial statements.

For S K Agrawal and Co Chartered Accountants LLP
Chartered Accountants
FRN : 306033E / E300272

Place : Kolkata
Date : 25th May, 2026

Vivek Agarwal
Partner

UDIN : 26301571OCPCRQ1068

M. No. : 301571

ANNEXURE – "A" TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 1(vi) under 'Report on Other Legal and Regulatory Requirements' section of our report to the members of Nexome Capital Markets Limited of even date).

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 Nexome Capital Markets Limited (hereinafter referred to as "the Parent Company"), its subsidiary company, which is incorporated in India as of 31st March 2026 in conjunction with our audit of the Consolidated Financial Statements of the Group for the year ended on that date.

Opinion

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditor referred to in the Other Matters paragraph, the Parent and its subsidiary company, which is a company incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2026, based on the criteria for internal financial control over financial reporting established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

Management's and Those Charged with Governance's Responsibility for Internal Financial Controls

The respective Board of Directors of the Parent Company and its subsidiary company, which is incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company and its subsidiary's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by ICAI 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 the Institute of Chartered Accountants of India. 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 consolidated Ind AS financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditor of the subsidiary company, which is a company incorporated in India, in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Parent and its subsidiary company, which is a company incorporated in India.

Other Matters

Our report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting of the Parent Company and its subsidiary which is incorporated in India in so far as it relates to separate financial statements of one subsidiary is based on the corresponding reports of the auditor of such subsidiary which is incorporated in India.

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.

For S K Agrawal and Co Chartered Accountants LLP
Chartered Accountants
FRN : 306033E / E300272

Place : Kolkata
Date : 25th May, 2026

Vivek Agarwal
Partner
M. No. : 301571

UDIN : 26301571OCPCRQ1068

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2026

₹ in Lakhs

Particulars	Note No.	As at 31st March, 2026	As at 31st March, 2025
ASSETS			
Non-current assets			
a) Property, plant and equipment	2	954.96	502.29
b) Financial assets			
i) Investments	3	12,303.30	11,641.45
ii) Loans	4	3,043.37	3,859.61
iii) Other financial assets	5	52.71	7.01
		16,354.34	**16,010.36**
Current assets			
a) Inventories	6	-	1.96
b) Financial assets			
i) Trade receivables	7	985.79	28.26
ii) Cash and Cash equivalents	8	682.47	109.31
iii) Other Bank Balances	9	-	0.31
iv) Loans	10	-	-
v) Other financial assets	11	119.74	69.45
c) Current tax asset (Net)	12	22.99	8.12
d) Other current assets	13	111.93	35.22
		1,922.92	**252.63**
Total Assets		**18,277.26**	**16,262.99**
EQUITY AND LIABILITIES			
EQUITY			
a) Equity Share capital	14	881.55	587.70
b) Other equity	15	16,328.60	14,796.27
		17,210.15	**15,383.97**
LIABILITIES			
Non-current liabilities			
a) Financial liabilities			
i) Borrowings	16	234.81	214.55
ii) Lease Liability	17	276.61	-
b) Deferred tax liabilities (Net)	18	178.34	453.57
c) Other non-current liabilities		-	-
		689.76	**668.12**
Current liabilities			
a) Financial liabilities			
i) Borrowings	19	119.32	85.65
ii) Lease Liability	20	55.78	-
iii) Trade and other payables	21		
a) Dues of micro enterprises and small enterprises		-	-
b) Dues of creditors other than micro enterprises and small enterprises		-	-
iv) Other financial liabilities	22	-	0.31
b) Other current liabilities	23	127.22	61.73
c) Provisions	24	75.03	63.21
		377.35	**210.90**
Total Equity and liabilities		**18,277.26**	**16,262.99**

Material Accounting Policies & Notes to Financial Statements **1 To 52**

As Per Our Report Of Even Date attached

FOR S K Agrawal and Co Chartered Accountants LLP
Chartered Accountants
Firm Regn. No. : 306033E/E300272

Vivek Agarwal
Partner
Membership No. : 301571

Place : Kolkata
Dated : 25th May 2026

For and on Behalf of the Board of Directors

UTSAV PAREKH
Chairman
(DIN : 00027642)

KISHOR SHAH
Managing Director
(DIN : 00170502)

SANJANA GUPTA
Company Secretary-cum-Compliance Officer

SHREEMANTA BANERJEE
CFO-cum-Vice President
Finance & Taxation

STATEMENT OF CONSOLIDATED PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2026

₹ in Lakhs

	Particulars	Note No.	Year ended 31st March, 2026	Year ended 31st March, 2025
	INCOME			
I	Revenue from operations	25	4,804.65	3,939.53
II	Other Income	26	291.94	501.49
	Total income(I+II)		**5,096.59**	**4,441.02**
III	**EXPENDITURE**			
	Purchases of Stock-in-Trade	27	317.58	3,653.82
	Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	28	0.98	-
	Employee benefits expense	29	500.15	339.11
	Financial Costs	30	45.66	8.80
	Depreciation and amortization expense	31	185.07	54.16
	Other expenses	32	2,371.29	122.42
	Total Expense(III)		**3,420.73**	**4,178.32**
IV	Profit/(loss) before exceptional items and tax		1,675.86	262.70
V	Exceptional items		194.26	58.53
VI	Profit/(loss) before tax		**1,481.60**	**204.17**
VII	Tax expense:	33		
	(1) Current tax		493.53	44.12
	(2) Tax adjustment for earlier years		-	(0.60)
	(3) Deferred tax		(83.22)	44.00
VIII	Profit/(loss) for the period from continuing operations		**1,071.29**	**116.65**
IX	Profit/(loss) from discontinued operations		-	-
	Tax expense from discontinued operations		-	-
X	Profit/(loss) for the period from discontinued operations (after tax)		-	-
XI	Profit/(loss) for the period		**1,071.29**	**116.65**
XII	Other Comprehensive Income			
	A (i) Items that will not be reclassified to profit or loss			
	Remeausurement of net defined benefit liability		(3.21)	(9.01)
	Gains and losses from investments in equity instruments designated at fair value through other comprehensive income;		(1,637.80)	2,109.72
	(ii) Income tax relating to items that will not be reclassified to profit or loss		192.02	(192.07)
	B (i) Items that will be reclassified to profit or loss			
	(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
	Other comprehensive income/(loss) for the period		**(1,448.99)**	**1,908.64**
XIII	Total Comprehensive Income for the period (XI+XII)(Comprising Profit (Loss) and Other Comprehensive Income for the period)		**(377.70)**	**2,025.29**
XIV	**Earning per equity share:**	34		
	(1) Basic (₹)		18.03	2.04
	(2) Diluted(₹)		16.68	1.97

Material Accounting Policies & Notes to Financial Statements **1 To 52**

As Per Our Report Of Even Date attached

For and on Behalf of the Board of Directors

FOR S K Agrawal and Co Chartered Accountants LLP
Chartered Accountants
Firm Regn. No. : 306033E/E300272

UTSAV PAREKH
Chairman
(DIN : 00027642)

KISHOR SHAH
Managing Director
(DIN : 00170502)

Vivek Agarwal
Partner
Membership No. : 301571

SANJANA GUPTA
Company Secretary-cum-Compliance Officer

SHREEMANTA BANERJEE
CFO-cum-Vice President
Finance & Taxation

Place : Kolkata
Dated : 25th May 2026

STATEMENTS OF CONSOLIDATED CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2026

Equity Share Capital

₹ in Lakhs

Particulars	Balance at the beginning of the reporting year	Change in equity share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes during the reporting year	Balance at the end of the reporting year
For the year ended 31st March 2025	558.50	-	558.50	29.20	587.70
For the year ended 31st March 2026	587.70	-	587.70	293.85	881.55

STATEMENTS OF CONSOLIDATED CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2026 (Contd.)

Other Equity — ₹ in Lakhs

Particulars	Reserves and Surplus				Other Comprehensive Income			Total Other Equity
	Securities Premium	Capital Redemption reserve	General Reserve	Retained Earnings	Equity instruments through Other Comprehensive Income	Remeasurement of Defined Benefit Liability	Money received against share warrants	
Balance at 1 April 2025	**4,494.93**	**400.00**	**3,909.51**	**1,548.01**	**4,162.59**	**(25.97)**	**307.20**	**14,796.27**
Profit for the year				1,071.29				1,071.29
Transferred from other comprehensive income				(51.35)				(51.35)
Dividend Paid				-				
Dividend Distribution tax paid				-				
Other Comprehensive Income					(1,445.78)	(3.21)		(1,448.99)
Issued during the Year	1,910.03						-	1,910.03
Transferred to retained earnings					51.35			51.35
Total Comprehensive Income for the year	**1,910.03**	**-**	**-**	**1,019.94**	**(1,445.78)**	**(3.21)**	**-**	**1,532.33**
Balance at 31 March 2026	**6,404.96**	**400.00**	**3,909.51**	**2,567.95**	**2,716.81**	**(29.18)**	**307.20**	**16,328.60**
Balance at 1 April 2024	**4,337.25**	**400.00**	**3,909.51**	**1,416.57**	**2,259.74**	**(16.96)**	**-**	**12,306.11**
Profit for the year				116.64				116.64
Transferred from other comprehensive income				14.80				14.80
Dividend Paid				-				
Dividend Distribution tax paid				-				
Other Comprehensive Income					1,917.65	(9.01)		1,908.64
Issued during the Year	157.68						307.20	464.88
Transferred to retained earnings					(14.80)			(14.80)
Total Comprehensive Income for the year	**157.68**	**-**	**-**	**131.44**	**1,902.85**	**(9.01)**	**307.20**	**2,490.16**
Balance at 31 March 2025	**4,494.93**	**400.00**	**3,909.51**	**1,548.01**	**4,162.59**	**(25.97)**	**307.20**	**14,796.27**

Note : During the year, the Company has allotted 29,38,500 Rights Equity Shares of face value Rs.10 each at a price of Rs.75 per Rights Equity Share (including premium of Rs.65 per share) to the eligible equity shareholders of the Company as on the record date 5th March, 2026 for an amount aggregating Rs.2203.87 Lakhs on Right basis.

As Per Our Report Of Even Date attached

FOR S K Agrawal and Co Chartered Accountants LLP
Chartered Accountants
Firm Regn. No. : 306033E/E300272

Vivek Agarwal
Partner
Membership No. : 301571

Place : Kolkata
Dated : 25th May 2026

For and on Behalf of the Board of Directors

UTSAV PAREKH
Chairman
(DIN : 00027642)

KISHOR SHAH
Managing Director
(DIN : 00170502)

SANJANA GUPTA
Company Secretary-cum-Compliance Officer

SHREEMANTA BANERJEE
CFO-cum-Vice President Finance & Taxation

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2026

₹ in Lakhs

	31st March, 2026		31st March, 2025	
A. CASH FLOW FROM OPERATING ACTIVITIES				
Net Profit after exceptional items and before Tax		1,481.60		204.17
Adjustment for				
Depreciation	185.07		54.16	
(Profit) / Loss on sale of Investments	(25.34)		(12.84)	
Dividend on Investment	(1.83)		(2.47)	
(Profit) / Loss on sale of Fixed Assets	(6.61)		(94.05)	
Interest On Leased Liability	20.98			
Financial Cost	24.68		8.80	
Revaluation in Financial Assets	(13.70)		(21.49)	
Expected Credit Loss	146.68		-	
Provision	194.26		58.53	
Rent Paid under Lease Liabilities	(52.46)			
Transaction cost of Right Issue	22.42		-	
		494.15		(9.36)
Operating profit before Working Capital change		1,975.75		194.81
Adjustment for				
Trade & Other Receivables	(510.81)		(397.16)	
Inventories	0.98		-	
Trade and Other Payables	77.00		7.46	
		(432.83)		(389.70)
Cash Generated from Operations		1,542.92		(194.89)
Direct Tax paid	(508.39)		(60.63)	
		(508.39)		(60.63)
Net Cash Flow from Operating activity		**1,034.53**		**(255.52)**
B. CASH FLOW FROM INVESTING ACTIVITIES				
Purchase of Fixed Assets	(259.26)		(403.34)	
Sale of Fixed Assets	9.71		135.17	
Purchase of Investments	(7,354.85)		(1,996.98)	
Sale of Investments	4,930.19		1,641.71	
Dividend on Investment	1.83		2.47	
Net Cash flow from Investing Activities		**(2,672.38)**		**(620.97)**
C. CASH FLOW FROM FINANCING ACTIVITIES				
Interest paid	(24.68)		(8.80)	
Transaction cost of Right Issue	(22.42)		-	
Proceeds from borrowings	53.92		290.90	
Proceeds from Right Issue of Equity Share	2,203.87			
Proceeds from Preferential issue of Equity Share	-		186.88	
Proceeds from issue of Equity Convertible warrants	-		307.20	
Net cash used in Financing Activities		**2,210.69**		**776.18**
Net increase in Cash & Cash Equivalents		572.84		(100.31)
Opening Balance of Cash & Cash Equivalents		109.63		209.94
Closing Balance of Cash & Cash Equivalents		**682.47**		**109.63**
Components of Cash and Cash Equivalents				
Cash on Hand		**1.31**		**3.52**
Balances with Banks		**681.16**		**106.11**
Total Cash and Cash Equivalents		**682.47**		**109.63**

As Per Our Report Of Even Date attached

FOR S K Agrawal and Co Chartered Accountants LLP
Chartered Accountants
Firm Regn. No. : 306033E/E300272

Vivek Agarwal
Partner
Membership No. : 301571

Place : Kolkata
Dated : 25th May 2026

For and on Behalf of the Board of Directors

UTSAV PAREKH
Chairman
(DIN : 00027642)

KISHOR SHAH
Managing Director
(DIN : 00170502)

SANJANA GUPTA
Company Secretary-cum-Compliance Officer

SHREEMANTA BANERJEE
CFO-cum-Vice President
Finance & Taxation

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

Corporate Information

The Consolidated financial statements comprise financial statements of Nexome Capital Markets Limited (the "Company") and its subsidiaries (collectively, "the Group") for the year ended 31st March, 2026. The Company is a public limited company incorporated and domiciled in India and has its registered office at Vaibhav, 4F, 4, Lee Road, Kolkata - 700 020, India. The Company is listed on the BSE Limited. The company is engaged mainly in merchant banking and trading in government securities and shares.

The financial statements for the year ended March 31, 2026 were approved by the Board of Directors and authorised for issue on 25th May, 2026.

NOTE 1 : MATERIAL ACCOUNTING POLICY INFORMATION

a) Statement of Compliance

The financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under the companies (Indian Accounting Standards) Rules, 2015 as amended by companies (Indian Accounting Standards) (Amendment) Rules, 2016, the relevant provisions of Companies Act, 2013 ("the Act").

The financial statements are presented in Indian Rupees (in lakhs) except otherwise indicated.

b) Basis of preparation

The Consolidated financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) 110- "Consolidated Financial statements" issued by the Institute of Chartered Accountants of India.

The Financial Statements of the Group have been prepared on historical cost convention under accrual method of accounting and as a going concern concept except for certain assets and liabilities which are measured at fair values as required by Ind AS.

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.

All assets and liabilities have been classified as per the Group's normal operating cycle and the other criteria as set out in the Division II of Schedule III to the Companies Act, 2013. The Group has ascertained its operating cycle as 12 months for the purpose of current and noncurrent classification of assets and liabilities.

c) Basis of Consolidation

The consolidated financial statements relate to the Nexome Capital Markets Limited ('the Company') and its wholly owned subsidiary Companies.

The financial statements of the Company and its subsidiary Companies have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, incomes and expenses, after fully eliminating inter-company balances and transactions including unrealized profits or losses.

The consolidated financial statements are prepared by adopting uniform accounting policies for like transactions and events in similar circumstances and are presented to the extent possible, in the same manner as the Company's separate financial statements.

d) Use of estimates

In preparation of the financial statements, the Group makes judgements, estimates and assumptions about the carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and the associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and the underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised, and future periods affected.

e) Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation/amortization and impairment, if any. Freehold land is disclosed at cost less impairment, if any. Cost comprises of purchase price and directly attributable cost of acquisition/ bringing the asset to its working condition for its intended use (net of credit availed, if any). Capital work in progress, plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

On transition to Ind AS, the entity has elected to continue with the carrying value of all of its property, plant and equipment recognised as at 1st April 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

An item of property, plant and equipment and any significant part initially recognised is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognized.

The Company has elected to continue with the carrying value of its Property Plant & Equipment (PPE) recognised as on April 1, 2015 (transition date) measured as per the Previous GAAP and used that carrying value as its deemed cost as on the transition date as per Para D7AA of Ind AS 101.

Depreciation

Depreciation is the systematic allocation of the depreciable amount of PPE over its useful life and is provided on a written down value basis over the useful lives as prescribed under Schedule II to the Companies Act, 2013.

Depreciable amount for PPE is the cost of PPE less its estimated residual value. The useful life of PPE is the period over which PPE is expected to be available for use by the Group, or the number of production or similar units expected to be obtained from the asset by the Group.

Depreciation on additions is provided on a pro-rata basis from the month of installation or acquisition. Depreciation on deductions/disposals is provided on a pro-rata basis up to the month preceding the month of deduction/disposal.

f) Impairment of Non-financial assets

The Group assesses at each reporting date whether there is any indication that any property, plant and equipment and intangible assets or group of assets, called cash generating unit may be impaired. If any such indication exists the Group estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the Statement of Profit and Loss. If at the balance sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed, and the asset is reflected at the recoverable amount.

g) Leases

The Group evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgement. The Group uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Group determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Group is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Group is reasonably certain not to exercise that option. In assessing whether the Group is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Group to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Group revises the lease term if there is a change in the non-cancellable period of a lease. The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics. Refer note no. 17.

h) Inventories

Inventories are valued at lower of Cost and Market rate except Financial Instrument which are valued at Fair Value. However, where balance sheet of investee company is not available for past two years, value of such unquoted Stock in trade have been taken at rupee one per share as per prudential norms issued by the Reserve Bank of India.

i) 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 and borrowing costs are being incurred. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

j) Provisions, Contingent liabilities and Contingent Assets

Provisions are recognised when there is a present obligation as a result of past events, it is probable that an

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

outflow of resources will be required to settle the obligation and in respect of which reliable estimate can be made. Provisions are not discounted to its present value and are determined based on the best estimate required to settle the obligation at each Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the best current estimate.

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

Contingent assets are not recognised in financial statements since this may result in the recognition of income that may never be realised. However, when the realisation of income is virtually certain, then the related asset is not a contingent asset and is recognised.

k) Revenue recognition

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue is measured at the fair value of the consideration received or receivable, net of returns, discounts, volume rebates, and goods and service tax. The Company recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the Company regardless of when the payment is being made. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered in net of variable consideration on account of various discounts and schemes offered by the Company as part of the Contract.

Interest Income

Income from interest on deposits, loan and interest bearing securities is recognised on a time proportion basis taking into account the underlying interest rate.

Dividend income

Dividend income is recognised at the time when right to receive the payment is established, which is generally, when the shareholders approve the dividend.

l) Income Tax

The income tax expense or credit for the period is the tax payable on the current period’s taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities (including MAT) attributable to temporary differences and to unused tax losses.

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purpose at reporting date. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized. The Group offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Deferred tax assets include Minimum Alternate Tax (MAT) paid in accordance with the tax laws in India, which is likely to give future economic benefits in the form of availability of set off against future income tax liability. MAT is recognised as deferred tax assets in the Balance Sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with the asset will be realised.

m) Cash flow statement

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Group are segregated.

n) Financial instruments

Financial assets and financial liabilities are recognised when a Group becomes a party to the contractual provisions of the instruments.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

Financial Assets

Initial Recognition

All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction cost that are directly attributable to the acquisition or issue of financial assets and financial liabilities that are not at fair value through profit or loss are added to the fair value on initial recognition.

Classification and Subsequent Measurement: Financial Assets

The Group classifies financial assets as subsequently measured at amortised cost, fair value through other comprehensive income ("FVOCI") or fair value through profit or loss ("FVTPL") on the basis of following:

- entity's business model for managing the financial assets and
- contractual cash flow characteristics of the financial asset.

Debt Instruments

Amortised Cost

A financial asset is subsequently measured at amortised cost, if the financial asset is held within a business model, whose objective is to hold the asset in order to collect contractual cash flow and the contractual term of financial asset give rise on specified date to cash flow that are solely payment of principal and interest on principal amount outstanding.

Fair Value through Other Comprehensive Income

Financial assets that are held within a business model whose objective is achieved by both, selling financial assets and collecting contractual cash flows that are solely payments of principal and interest, are subsequently measured at fair value through other comprehensive income. Fair value movements are recognized in the other comprehensive income (OCI). Interest income measured using the EIR method and impairment losses, if any are recognised in the Statement of Profit and Loss. On derecognition, cumulative gain or loss previously recognised in OCI is reclassified from the equity to 'other income' in the Statement of Profit and Loss.

Fair Value through Profit or Loss

A financial asset is classified and measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through OCI.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Equity Instruments

All investments in equity instruments classified under financial assets are measured at fair value. The Group, in respect of equity investments, which are not held for trading, made an irrevocable election based on its judgment to present in other comprehensive income subsequent changes in the fair value (FVOCI) of such equity instrument. The Group makes such election on an instrument-by-instrument basis. Fair value changes on an equity instrument is recognised as other income in the Statement of Profit and Loss unless the Group has elected to measure such instrument at FVOCI. Fair value changes excluding dividends, on an equity instrument measured at FVOCI are recognised in OCI. Amounts recognised in OCI are not subsequently reclassified to the Statement of Profit and Loss. Dividend income on the investments in equity instruments are recognised as 'other income' in the Statement of Profit and Loss.

Financial Liabilities

Initial Recognition

Financial liabilities are initially measured at the amortised cost unless at initial recognition, they are classified as fair value through profit and loss. In case of trade payables, they are initially recognised at fair value and subsequently, these liabilities are held at amortised cost, using the effective interest method.

Classification and Subsequent Measurement: Financial liabilities

Financial liabilities are subsequently measured at amortised cost using the EIR method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the Statement of Profit and Loss.

Impairment of financial assets

Financial assets, other than those at FVTPL, are assessed for indicators of impairment at the end of each reporting period. The Group recognises a loss allowance for expected credit losses on financial asset. In case of trade receivables, the Group follows the simplified approach permitted by Ind AS 109 – Financial Instruments for recognition of impairment loss allowance. The application of simplified approach does not require the Group to track changes in credit risk. The Group calculates the expected credit losses on trade receivables using a provision matrix on the basis of its historical credit loss experience.

Derecognition of financial instruments

The Group derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the contractual rights to receive the cash flows from the asset.

A financial liability is derecognised when the obligation specified in the contract is discharged, cancelled or expires.

Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

o) Fair value measurements

The Group measures financial instruments at fair value at each balance sheet date.

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

- In the principal market for the asset or liability.

Or

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

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

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.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

p) Employee benefits

Defined contributions plan

Contributions to defined contribution schemes such as employees' state insurance, labour welfare fund, superannuation scheme, employee pension scheme etc. are charged as an expense based on the amount of contribution required to be made as and when services are rendered by the employees. Group's provident fund contribution, in respect of certain employees, is made to a government administered fund and charged as an expense to the Statement of Profit and Loss. The above benefits are classified as Defined Contribution Schemes as the Group has no further defined obligations beyond the monthly contributions.

Defined benefit plans

The Group's Liabilities on account of Gratuity and Earned Leave on retirement of employees are determined at the end of each financial year on the basis of actuarial valuation certificates obtained from Registered Actuary in accordance with the measurement procedure as per Indian Accounting Standard (Ind AS) -19., 'Employee Benefits' The gratuity liability is covered through a policy taken by a trust established under the group gratuity scheme with Life Insurance Corporation of India (LIC). The costs of providing benefits under these plans are also determined on the basis of actuarial valuation at each year end. Actuarial gains and losses for defined benefit plans are recognized through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

The Defined Benefit Plan can be short term or Long terms which are defined below:

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

(i) Short term Employee benefit

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefits obligations in the balance sheet.

(ii) Long term Employee benefits

Compensated absences which are not expected to occur within 12 months after the end of the period in which the employee renders the related services are recognized as a liability at the present value of the defined benefit obligation at the balance sheet date.

q) Segment reporting

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, whose operating results are regularly reviewed by the Group's chief operating decision maker to make decisions for which discrete financial information is available. Based on the management approach as defined in Ind AS 108, the chief operating decision maker evaluates the Group's performance and allocates resources based on an analysis of various performance indicators by business segments and geographic segments.

r) Borrowings

Borrowings are measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

s) Earnings per share

Basic earnings per share is computed by dividing the net profit for the period attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

t) Business Combinations

Business combinations have been accounted for using the acquisition method under the provisions of Ind AS 103, Business Combinations. The Cost of acquisition is measured at the fair value of the assets transferred, equity instruments issued and liabilities incurred or assumed at the date of acquisition, which is the date on which control is transferred to the Group. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair value on the date of acquisition.

u) Changes in Accounting Policies and disclosure:

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2026, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

v) Compliance with audit trail for accounting software:

The Company is using an ERP which is widely used. The ERP software is having an audit trail feature for maintaining its books of account. The Company enabled audit trail in all the tables throughout the year.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

NOTE 2 : PROPERTY PLANT AND EQUIPMENTS

For the year ended March 31, 2026 — ₹ in Lakhs

Particulars	Gross Block				Depreciation				Net Block
	As on 01.04.2025	Additions	Deductions/	As on 31.03.2026	As on 01.04.2025	For the year	Adjustment	As on 31.03.2026	As on 31.03.2026
Buildings / Premises	381.01	-	-	381.01	83.48	15.21	-	98.69	282.31
Furniture and Fixtures	1.61	75.83	-	77.44	1.60	31.69	-	33.29	44.14
Office Equipment	0.16	3.60	-	3.76	0.16	1.18	-	1.34	2.42
Vehicles	268.85	169.75	22.04	416.55	78.85	74.35	18.94	134.25	282.30
Electrical Installations	0.06	1.19	-	1.24	0.06	0.00	-	0.06	1.18
Computers	10.76	4.12	-	14.89	9.49	4.10	-	13.59	1.29
Air Conditioners	16.26	4.78	-	21.03	2.78	14.02	-	16.80	4.24
Sub total	**678.70**	**259.26**	**22.04**	**915.92**	**176.41**	**140.55**	**18.94**	**298.02**	**617.90**
Right-of-Use-Assets									
Buildings	-	381.58	-	381.58	-	44.52	-	44.52	337.06
Sub total	**-**	**381.58**	**-**	**381.58**	**-**	**44.52**	**-**	**44.52**	**337.06**
TOTAL	**678.70**	**640.84**	**22.04**	**1,297.50**	**176.41**	**185.07**	**18.94**	**342.54**	**954.96**

For the year ended March 31, 2025 — ₹ in Lakhs

Particulars	Gross Block				Depreciation				Net Block
	As on 01.04.2024	Additions	Deductions/ Adjustments	As on 31.03.2025	As on 01.04.2024	For the year	Adjustment	As on 31.03.2025	As on 31.03.2025
Buildings / Premises	271.23	174.42	64.64	381.01	98.26	9.15	23.93	83.48	297.53
Furniture and Fixtures	1.61	-	-	1.61	1.59	0.01	-	1.60	0.01
Office Equipment	0.16	-	-	0.16	0.16	-	-	0.16	0.00
Vehicles	64.71	213.50	9.37	268.85	44.74	43.06	8.95	78.85	190.00
Electrical Installations	0.06	-	-	0.06	0.06	-	-	0.06	0.00
Computers	8.75	2.01	-	10.76	8.10	1.39	-	9.49	1.27
Air Conditioners	2.85	13.41	-	16.26	2.23	0.54	-	2.78	13.48
Sub total	**349.37**	**403.34**	**74.01**	**678.70**	**155.13**	**54.16**	**32.88**	**176.42**	**502.29**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

NOTE 3 : NON CURRENT INVESTMENT ₹ in Lakhs

Sl. No.	Particulars	As at 31st March, 2026		As at 31st March, 2025	
		No. / Units	Amount	No. / Units	Amount
1	**Investments Carried at fair value through Other comprehensive Income:**				
	Investment in Equity Shares				
	Equity shares of Rs.10 each (Unless otherwise stated)				
	(i) Quoted				
	Aravali Securities & Finance Limited	100	0.00	100	0.00
	Asian Vegpro Industries Limited	300,000	3.00	300,000	3.00
	Coventry Springs & Engg. Co. Ltd	52,323	0.05	52,323	0.05
	Melstar Information Technologies Limited	300	0.01	300	0.01
	Nicco UCO Alliance Credit Limited	114	0.00	114	0.00
	North Eastern Publishing & Advt Co Ltd	5,045,400	-	5,045,400	-
	Punsumi Foils & Components Limited	15,800	0.16	15,800	0.16
	Summit Securities Ltd.	156,500	2,066.43	156,500	3,046.12
	VCK Capital Markets Limited	200	0.01	200	0.01
	HDFC Bank Ltd.	400	2.93	200	3.66
	KEC International Ltd.	175	0.90	175	1.37
	Bharat Bijlee Ltd.	-	-	1,200	34.55
	Cummins India Ltd.	-	-	1,500	45.75
	ITC Ltd.	-	-	10,000	40.98
	ITC Hotels Ltd.	-	-	1,000	1.98
	JP Associates	-	-	600,000	19.08
	Kirloskar Oil Engines Limited	-	-	5,000	35.98
	Lloyds Metals and Energy Ltd.	3,200	40.66	-	-
	Simplex Infrastructure Ltd.	-	-	15,000	48.29
	Axiscades Technologies Ltd.	2,200	33.60	-	-
	Inox Green Energy Services Limited	690,000	938.40	-	-
	Tega Industries Ltd.	25,075	415.20	-	-
	Oswal Pumps Ltd.	6,000	17.40	-	-
	Anjani Portland Cement Ltd.	16,900	17.13	-	-
	(ii) Unquoted				
	Antriksh Vyapaar Limited	1,650,000	-	1,650,000	184.64
	Bhatpara Papers Limited	44	0.00	44	0.00
	Progressive Star Finance Ltd.	139,500	4,435.25	139,500	3,527.25
	Gujarat Securities Limited	20	0.00	20	0.00
	Vaibhav Services Pvt Ltd	1,980	2.72	4,580	4.38
	GFCL EV Products Limited	375,450	134.35	-	-
	Andaman Plantations & Development Corporation Pvt.Ltd.	100	0.10	30,000	30.00
2	**Investments Carried at amortised cost:**				
	Investment in Preference Shares				
	(Non Cumulative Rs.100/- Each) Unquoted, fully paid up				
	12% Andaman Plantations & Development Corporation Pvt. Ltd.	40,000	4.00	40,000	4.00
	7% Non Cumulative Redeemable Pref.Share Maya Tradelinks Ltd.	200,000	53.32	200,000	200.00
	15% Andaman Plantations & Development Corporation Pvt. Ltd.	-	-	60,000	60.00
	18% Andaman Plantations & Development Corporation Pvt. Ltd.	-	-	40,000	40.00
3	**Investment in Debentures Rs.100/- Each)**				
	Unquoted, fully paid up				
	Zero Coupon OP Convertible Debenture.	4,000,000	2,787.60	4,000,000	4,000.00
	Newspace Research and Technologies Pvt. Ltd. (CCD)	2	200.00	-	-

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

NOTE 3 : NON CURRENT INVESTMENT (Contd.) ₹ in Lakhs

Sl. No.		As at 31st March, 2026		As at 31st March, 2025	
		No. / Units	Amount	No. / Units	Amount
4	**Investments Carried at fair value through profit and loss:**				
	Investment in Equity Shares & Mutual Fund				
	(i) Quoted				
	BAGZ Aditya Birla Sunlife Equity Hybrid '95 Fund	2,931	46.04	2,648	41.96
	Lloyds Metals and Energy Ltd.	-	-	4,000	51.42
	Bharti Airtel Ltd.	-	-	3,000	51.93
	Smartworks Coworking Spaces Ltd.	67,106	246.25	-	-
	HB Estate Developers Ltd.	23	0.01	-	-
	HB Portfolio Ltd.	15	0.01	-	-
	Stellant Securities (India) Ltd.	3,400	22.83	-	-
	Investment in Equity Shares & Mutual Fund				
	(ii) Unquoted				
	Procam International Ltd.	9,978	0.10	-	-
	Tata Ceramics Limited	50,000	0.50	-	-
	Metropoli Overseas Limited	29,800	0.30	-	-
	K.H.S.L. Industries Ltd.	2,200	0.02	-	-
	Aditya Birla Sunlife Saving Fund - Growth	62,506	278.18	30,166	164.90
	Nippon India Money Market Fund	12,635	555.85	-	-
	Total	**12,962,377**	**12,303.30**	**12,408,770**	**11,641.45**
	Aggregate amount of unquoted Investments		8,451.37		8,215.17
	Aggregate amount of quoted Investments		3,851.93		3,426.29
	Aggregate market value of quoted Investments		3,851.93		3,426.29

NOTE 4 : LOANS ₹ in Lakhs

Sl. No.	Particulars	As at 31st March, 2026		As at 31st March, 2025	
1	Other loans to Not Related Party	3,237.63		3,859.61	
	Less Adhoc Provision*	194.26	3,043.37	-	3,859.61
	Total		**3,043.37**		**3,859.61**

* During the quarter and year ended on 31st March, 2026, as a measure of prudence, the Company has made an ad hoc provision @ 6% amounting to Rs.194.26 lakhs on the outstanding balances of Loans and Advances as on 31.03.2026.

NOTE 5 : OTHER NON CURRENT FINANCIAL ASSETS

1	Security Deposit	33.69		6.43	
			33.69		6.43
2	Share Application Money Pending Allotment - CCPS NRT		18.34		-
3	Receivable from Leased Assets	3.97		3.97	
	Less: Provision for doubtful	(3.97)	-	(3.97)	-
4	Other Receivable	59.21		59.11	
	Less: Provision	58.53	0.68	58.53	0.58
	Total		**52.71**		**7.01**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

NOTE 6 : INVENTORIES

₹ in Lakhs

Sl. No.	Particulars	As at 31st March, 2026 Quantity Nos.	As at 31st March, 2026 Amount	As at 31st March, 2025 Quantity Nos.	As at 31st March, 2025 Amount
	QUOTED : FULLY PAID UP				
	HB Estate Developers Limited	23	-	23	-
	HB Portfolio Limited	15	-	15	-
	Kilburn Office Automation Limited	-	-	16,400	0.18
	Lloyds Finance Limited	-	-	50	-
	Madras Spinners Ltd.	-	-	4,000	0.04
	Stellant Secuties (India) Ltd.	3,400	0.05	680	0.05
	Enso Secutrack Limited	-	-	2,500	0.16
	EQUITY SHARES - UNQUOTED SHARES (FULLY PAID)				
	Procam International Ltd.	9,978	0.10	19,977	0.20
	Tata Ceramics Limited	50,000	0.50	100,000	1.00
	*Metropoli Overseas Limited (Rs.5/-)	29,800	0.30	29,800	0.30
	K.H.S.L. Industries Ltd.	2,200	0.02	2,200	0.02
			0.98		**1.96**
	*Less Reclassification to investments		0.98		-
	Total		**-**		**1.96**

*Note : Closing stock of shares & securities amounting to ₹ 0.98 lakhs were reclassified from inventories to non current investments.

NOTE 7 : TRADE RECEIVABLES

₹ in Lakhs

Sl. No.	Particulars	As at 31st March, 2026	As at 31st March, 2025
1	Unsecured Considered Good	985.79	28.26
	Less : Impairment Allowance	-	-
	Total	**985.79**	**28.26**

Particulars	Outstanding for following periods from due date of payment#					
	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
Trade Receivables Ageing Schedule - As on 31/03/2026						
(i) Undisputed Trade receivables - consider good	985.78	-	-	-	0.01	985.79
(ii) Undisputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade receivables - credit impaired	-	-	-	-	-	-
(iv) Disputed Trade receivables - consider good	-	-	-	-	-	-
(v) Disputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade receivables - credit impaired	-	-	-	-	-	-
Trade Receivables Ageing Schedule - As on 31/03/2025						
(i) Undisputed Trade receivables - consider good	28.25	-	-	-	0.01	28.26
(ii) Undisputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade receivables - credit impaired	-	-	-	-	-	-
(iv) Disputed Trade receivables - consider good	-	-	-	-	-	-
(v) Disputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade receivables - credit impaired	-	-	-	-	-	-

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

₹ in Lakhs

Sl. No.	Particulars	As at 31st March, 2026	As at 31st March, 2025
	NOTE 8 : CASH & CASH EQUIVALENTS		
1	Balance with banks	663.15	105.79
2	Cash on hand	1.31	3.52
3	FD With HDFC Bank	18.01	-
	Total	**682.47**	**109.31**
	NOTE 9 : OTHER BANK BALANCES		
1	Unclaimed Dividend account	-	0.31
		-	**0.31**
	NOTE 10 : LOANS		
1	**Other loans**		
	Consider goods - Unsecured	-	-
	Total	**-**	**-**
	NOTE 11 : OTHER CURRENT FINANCIAL ASSETS		
1	Other receivables	119.74	69.45
	Total	**119.74**	**69.45**
	NOTE 12 : CURRENT TAX ASSET (NET)		
1	Advance Income Tax (Net of Provision)	22.99	8.12
	Total	**22.99**	**8.12**
	NOTE 13 : OTHER CURRENT ASSETS		
1	Balance with Statutory Authorities	93.44	12.32
2	Prepaid expenses	18.49	22.90
	Total	**111.93**	**35.22**
	NOTE 14 : EQUITY SHARE CAPITAL		
1	**AUTHORIZED**		
	3,00,00,000 (3,00,00,000) Equity Shares of ₹ 10/- each	3,000.00	3,000.00
	20,00,000 (20,00,000) Preference Shares of ₹ 100/- each	2,000.00	2,000.00
		5,000.00	**5,000.00**
2	**ISSUED, SUBSCRIBED & PAID UP**		
	88,15,500 (58,77,000) Equity Shares of ₹ 10/- each, Fully paid up	881.55	587.70
		881.55	**587.70**

3 **Reconciliation of shares at the beginning and at the end of the reporting period :**

Particulars	No. of shares	₹ in Lakhs	No. of shares	₹ in Lakhs
At the beginning of the reporting period	5,877,000	587.70	5,585,000	558.50
Change during the year	2,938,500	293.85	292,000	29.20
At the closing of the reporting period	8,815,500	881.55	5,877,000	587.70

During the year, the Company has allotted 29,38,500 Rights Equity Shares of face value ₹ 10 each at a price of ₹ 75 per Rights Equity Share (including premium of ₹ 65 per share) to the eligible equity shareholders of the Company as on the record date 5th March,2026 for an amount aggregating ₹ 2203.87 Lakhs on Right basis.

4 **Terms and Rights attached to equity shares**

The Company has only one class of equity shares having a par value of ₹ 10/- per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pay dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting except in case of interim dividend. In the event of liquidation, the Equity Shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

NOTE 14 : EQUITY SHARE CAPITAL (Contd.)

5 **Shareholders holding more than 5% shares in the Company**

Particulars	No. of shares	% held	No. of shares	% held
Mackertich Consultancy Services Pvt Ltd	557,200	6.32	557,200	9.48
Progressive Star Finance Pvt Ltd	1,840,558	20.88	1,185,751	20.18
Stewart Investment and Financial Private Limited	1,262,850	14.33	841,900	14.33
Merlin Resources Pvt. Ltd.	562,200	6.38	374,800	6.38
Lend Lease Company (India) Ltd.	1,520,608	17.25	260,000	4.42

6 **Detail of Promoter Shareholding**

Promoter Name	As at 31st March, 2026			As at 31st March, 2025		
	No. of shares	% of total shares	% Change during the year	No. of shares	% of total shares	% Change during the year
Progressive Star Finance Pvt Ltd	1,840,558	20.88	0.70	1,185,751	20.18	-
Lend Lease Company (India) Ltd.	1,520,608	17.25	12.83	260,000	4.42	-
Stewart Investment and Financial Private Limited	1,262,850	14.33	-	841,900	14.33	-
Nilangi Parekh	184,500	2.09	-	123,000	2.09	-
Utsav Parekh	144,300	1.64	-	96,200	1.64	-
Vivaan and Keya Trust	111,798	1.27	1.27	-	-	-
Araiya and Kiaan Trust	108,750	1.23	1.23	-	-	-

NOTE 15 : OTHER EQUITY

₹ in Lakhs

Sl. No.	Particulars	As at 31st March, 2026		As at 31st March, 2025	
1	Securities Premium				
	Balance brought forward from previous year	4,494.93		4,337.25	
	Add: During the year	1,910.03	6,404.96	157.68	4,494.93
2	Capital Redemption Reserve		400.00		400.00
3	General Reserve	3,909.51		3,909.51	
			3,909.51		3,909.51
4	Retained Earnings :				
	Balance brought forward from previous year	1,548.01		1,416.57	
	Add: Transferred from Other Comprehensive Income	(51.35)		14.80	
	Profit for the Year	1,071.29		116.64	
			2,567.95		1,548.01
5	Other Comprehensive Income				
	Opening OCI	4,136.62		2,242.78	
	Add: During the year OCI	(1,448.99)		1,908.64	
	Less: Transferred to Retained Earning	(51.35)		14.80	
			2,738.99		4,136.62
6	Money received against share warrants (refer note (ii) below)				
	Opening Balance	307.20		-	
	Add:Warants issued during the Year	-		307.20	
	Closing	307.20	307.20	307.20	307.20
	Total		**16,328.60**		**14,796.27**

Notes :

I) The board of directors of the company, in their meeting held on 11th Sept, 2024 had approved preferential allotment of 2,92,000 equity shares of face value of ₹ 10 each of the Company at a price of ₹ 64 per share for total consideration of ₹ 186.88 Lakhs to Merlin Resources Pvt. Ltd. On 14th Oct, 2024 the shareholders of the Company had approved such issuance of equity share on preferential basis to investor through postal ballot and the equity shares had been alloted on 25th Oct,2024, in accordance with the provisions of the Securities and Exchange Board of India (issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable rules/regulation/guidelines.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

NOTE 15 : OTHER EQUITY (Contd.)

Notes : (Contd.)

II) During the year ended March 31, 2025 the Board of Directors of the Company, in their meeting held on 11th September, 2024 had approved preferential allotment of 19,20,000 Equity Convertible Warrants of the Company of Face value of ₹ 10/- each, carrying an entitlement to subscribe for equivalent number of fully paid-up Equity Shares of the Company, in dematerialized form, to Promoter and non-promoters, at a price of ₹ 64/- (Rupees Sixty-Four Only) per warrant [including premium of ₹ 54/- (Rupees Fifty-Four Only) per warrant] for consideration in cash, aggregating to ₹ 12,28,80,000/- (Rupees Twelve Crores Twenty- Eight Lakhs Eighty Thousand Only), in terms of the SEBI ICDR Regulations 2018. Shareholders of the Company, had approved such issuance of equity shares on preferential basis to investors through postal ballot. The Company had received an aggregate consideration of ₹ 3,07,20,000/- (Rupees Three Crores Seven Lakhs Twenty Thousand Only), towards 25% of the total consideration of the warrants as on 31/03/2025. The company had allotted 19,20,000 warrants to a Promoter and Non-Promoters carrying a right to convert each warrant into an Equity Share of ₹ 10/- each at a premium of ₹ 54 per share within a period of 18 months from the date of allotment i.e. 25th October, 2024.

Subsequent to the reporting date i.e. 31st March, 2026, the Company has converted 19,20,000 Equity Convertible Warrants into 19,20,000 Equity Shares on 20th April, 2026 upon receipt of the balance 75% consideration aggregating to ₹ 9,21,60,000.The Equity Shares issued on conversion of Equity Convertible Warrants rank pari-passu with the existing Equity Shares of the Company.

III) The Board of Directors has recommended a dividend of ₹ 1.50/- per fully paid up equity share of ₹ 10 each for the financial year ended March 31, 2026, subject to approval of shareholders at the ensuing Annual General Meeting and hence it is not recognised as a liability.

₹ in Lakhs

Sl. No.	Particulars	As at 31st March, 2026	As at 31st March, 2025
NOTE 16 : BORROWINGS			
1	**Secured Loans**		
	From banks	354.12	300.20
	Current Maturity of Long term Debt	(119.32)	(85.65)
	Total	**234.81**	**214.55**
16.1	The above Term Loans are secured by hypothecation of the vehicles against which loans are taken		
16.2	**Repayment Schedule:-**		
	Term Loan (Secured):		
	a) HDFC Bank Ltd.		
	Repayable in 48 monthly installments of ₹ 14,903/- from May 2023	1.69	1.55
	b) BMW Financial Services		
	Repayable in 36 monthly installments of ₹ 5,51,626/- from September 2024	61.63	1.77
	c) ICICI Bank Ltd.		
	Repayable in 60 monthly installments of ₹ 3,15,028/- from March 2025	28.80	57.19
	d) HDFC Bank Ltd.		
	Repayable in 39 monthly installments of ₹ 18,303/- from January 2026	1.77	25.14
	e) HDFC Bank Ltd.		
	Repayable in 60 monthly installments of ₹ 1,53,332/- from March 2026	12.70	-
	f) HDFC Bank Ltd.		
	Repayable in 60 monthly installments of ₹ 1,34,140/- from October 2025	11.62	-
	g) HDFC Bank Ltd.		
	Repayable in 39 monthly installments of ₹ 16,357/- from August 2023	1.11	-
	Total	**119.32**	**85.65**
NOTE 17 : LEASE LIABILITIES			
1	Lease Liability	276.61	-
		276.61	**-**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

NOTE 18 : DEFERRED TAX LIABILITIES (NET)

₹ in Lakhs

Sl. No.	Particulars	As at 31st March, 2026		As at 31st March, 2025	
1	**Deferred tax asset**				
	MAT Credit Entitlement		-		(12.43)
	Less: Deferred tax liability				
	On Disallowances under the Income Tax Act, 1961	(69.58)		(19.81)	
	On difference between wdv as per book and wdv as per Income Tax Act of fixed assets	34.43		57.95	
	On Financial Instrument	213.49		427.87	
			178.34		466.01
	Total		**178.34**		**453.57**

Sl. No.	Particulars	As at 31st March, 2026	As at 31st March, 2025
	NOTE 19 : BORROWINGS		
1	Current Maturity of Long term Debt	119.32	85.65
	Total	**119.32**	**85.65**
	NOTE 20 : LEASE LIABILITIES		
1	Lease Liability	55.78	-
		55.78	**-**
	NOTE 21 : TRADE & OTHER PAYABLES		
1	Dues of micro enterprises and small enterprises	-	-
2	Dues of creditors other than micro enterprises and small enterprises	-	-
	Total	**-**	**-**

Particulars	Due for following periods from due date of payment				
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
Trade payables ageing schedule - As on 31/03/2026					
(i) MSME	-	-	-	-	-
(ii) Others	-	-	-	-	-
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
Trade payables ageing schedule - As on 31/03/2025					
(i) MSME	-	-	-	-	-
(ii) Others	-	-	-	-	-
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

Sl. No.	Particulars	As at 31st March, 2026	As at 31st March, 2025
	NOTE 22 : OTHER FINANCIAL LIABILITIES		
1	Unclaimed Dividend#	-	0.31
	Total	**-**	**0.31**

#This does not include any amount due and outstanding to be credited to Investor Education and Protection Fund

Sl. No.	Particulars	As at 31st March, 2026	As at 31st March, 2025
	NOTE 23 : OTHER CURRENT LIABILITIES		
1	Statutory Dues	45.18	10.40
2	Liability for expenses	82.04	51.33
	Total	**127.22**	**61.73**
	NOTE 24 : PROVISIONS		
1	Provision For Employee Benefits	75.03	63.21
2	Provision for Income Tax (Net of Advance Tax)	-	-
	Total	**75.03**	**63.21**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

₹ in Lakhs

Sl. No.	Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
	NOTE 25 : REVENUE FROM OPERATIONS		
1	Sale of shares and Securities	321.03	3,685.63
2	Investment Banking Operations	4,483.61	253.90
	Total	**4,804.65**	**3,939.53**
	NOTE 26 : OTHER INCOME		
1	Interest Income from Financial Assets measured at Amortised Cost		
	i) On loans	198.38	367.65
	ii) On I.T. Refund & Service Tax Refund	0.28	0.18
	iii) Interest on FD	0.11	0.01
	iv) Other Interest Income	12.89	1.99
2	Profit / Loss on Sale of Investments	55.24	12.84
3	Profit on Sale of Fixed Assets	6.61	94.05
4	Gain on fair valuation of financial assets	13.70	21.49
5	Dividend Income	1.83	2.47
6	Other Non operative income	0.03	0.82
7	Liablities Written Back	2.87	-
	Total	**291.94**	**501.49**
	NOTE 27 : PURCHASES		
1	Purchase of shares and Securities	317.58	3,653.82
	Total	**317.58**	**3,653.82**
	NOTE 28 : CHANGE IN INVENTORIES / STOCK		
	Opening Stock-Shares and Securities	1.96	1.96
	*Less : Reclassification to Investments	0.98	-
	Less : Closing Stock-Shares and Securities	-	1.96
	Total	**0.98**	**-**

*Note : During the year, shares & securities amounting to ₹ 0.98 lakhs were reclassified from inventories to non current investments.

Sl. No.	Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
	NOTE 29 : EMPLOYEE BENEFITS EXPENSE		
1	Salaries and wages	434.19	284.46
2	Contribution to provident and other funds	33.14	21.74
3	Staff Welfare Expenses	32.82	32.92
	Total	**500.15**	**339.11**
	NOTE 29.1 :		
	Contribution to Defined Contribution Plans, recognised as expense for the year is as under:		
	Employer's Contribution to Provident Fund	33.14	21.74
	NOTE 30 : FINANCIAL COST		
1	Interest Expense		
	On loans	24.68	8.80
	On lease Liability	20.98	-
	Total	**45.66**	**8.80**
	NOTE : 31 DEPRECIATION AND AMORTISATION EXPENSE		
1	Depreciation		-
	On Own Assets	140.55	54.16
	On Right of Use Assets	44.52	-
	Total	**185.07**	**54.16**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

₹ in Lakhs

Sl. No.	Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
	NOTE 32 : OTHER EXPENSES		
1	Telephone Expenses	8.01	7.07
2	Printing & Stationery Expenses	2.40	1.88
3	Professional, Legal & Consultancy Charges	579.08	20.99
4	Business Promotion Expenses	5.03	1.22
5	Rent	1.02	4.23
6	Repair - Plant & Machinery	0.55	0.96
	- Others	2.49	2.44
7	Advertisement	5.20	4.51
8	Electricity, Power & Fuel	4.81	2.57
9	Vehicle Expenses	10.98	11.53
10	Membership & Subscription Fees	28.17	9.73
11	Miscellaneous Expenses	24.46	17.01
12	Rates & Taxes	4.02	6.32
13	Right Issue Expenses	22.42	-
14	Prior Period Expenses	-	0.03
15	Travelling Expenses	110.78	9.48
16	Directors Fees	20.40	13.30
17	Insurance	3.15	1.31
18	Sundry Balance Written Off	0.27	-
19	Auditors' Remuneration	3.92	3.45
20	Securities Transaction Tax	4.16	0.83
21	Demat Charges	0.04	0.23
22	Bad Debts	1,347.35	-
23	Donation	3.60	3.00
24	Speculation Loss	-	0.34
25	Expected Credit Loss	146.68	-
26	Filing Fees	2.40	-
27	Long Term Capital Gain / Loss	29.90	-
	Total	**2,371.29**	**122.42**
	NOTE 33 : TAX EXPENSES		
1	Current Tax		
	Provision For Taxation	493.53	44.12
	Income Tax Earlier Year	-	(0.60)
		493.53	43.51
2	Deferred tax	(95.65)	25.01
	MAT Credit Entitlement Reversed	12.43	19.00
		(83.22)	44.00
	Total	**410.31**	**87.51**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

NOTE 34 : EARNINGS PER EQUITY SHARE

The Company's Earnings Per Share ('EPS') is determined based on the net profit / (loss) attributable to the shareholders of the Company. Basic earnings per share is computed using the weighted average number of shares outstanding during the year. Diluted earnings per share is computed using the weighted average number of common and dilutive common equivalent shares outstanding during the year.

	31st March, 2026	31st March, 2025
Net Profit / (Loss) attributable to equity shareholders		
Profit / (Loss) after tax (₹ in Lakhs)	1,071.29	116.64
Nominal value of equity share (₹)	10	10
Weighted-average number of equity shares for basic EPS	5,941,405	5,711,400
Weighted-average number of equity shares for Diluted EPS	6,421,405	5,919,181
Basic earnings per share (₹)	18.03	2.04
Diluted earnings per share (₹)	16.68	1.97

NOTE 35 : SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Judgements

In the process of applying the Company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements.

Fair value measurement of financial instruments

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 other valuation techniques. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements 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.

Impairment of non-financial assets

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Company is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes.

NOTE 36 : BAD DEBTS

The Company has written off a loan amount of Rs 1303.98 lakhs as bad debt, which was provided in earlier quarters, based on an arbitration order dated 25th March 2026.

NOTE 37 : EXPECTED CREDIT LOSS

During the year the company based on a valuation report received has recognised a fair valuation loss on its investment portfolio. The company has recognised the above provisions in the financial statements in accordence with prudent accounting practices.

NOTE 38 : LABOUR CODES

The Government of India has notified the four Labour Codes, namely the Code on Wages, 2019; the Industrial Relations Code, 2020; the Occupational Safety, Health and Working Conditions Code, 2020; and the Code on Social Security, 2020, which are intended to subsume and replace various existing labour laws. While the Acts have been notified, the detailed rules, procedures, and state-specific implementations under the aforesaid Labour Codes are yet to be notified and/or made effective. In view of the same, the Company has evaluated the potential impact of the Labour Codes on its financial statements, including implications on employee-related costs, social security contributions, gratuity, provident fund, and other employee benefit obligations and there is no major impact of the same on the Company.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

₹ in Lakhs

	31st March, 2026	31st March, 2025
NOTE 39 : COMMITMENTS & CONTINGENT LIABILITIES		
(A) Commitments		
Unclaimed liabilities on partly paid shares	2.98	2.98
(B) Contingent Liabilities	-	-
NOTE 40 : EMPLOYEE BENEFIT OBLIGATIONS		
Leave Obligations to be Recognised in PL		
Current Service Cost	5.63	1.94
Interest Cost on Benefits Obligation	1.56	1.26
Expected Return on Planned Asset	-	-
Actuarial Gain/Loss	2.70	6.48
Past Service Cost	-	-
Total	**9.89**	**9.67**
Net Liability /Asset recognised in BS		
Net assert/(liability) recognised in balance sheet at beginning of the period	26.40	24.22
Fair Value of Planned Asset	-	-
Funded status {Surplus/(Deficit)}	(26.40)	(24.22)
Effect of balance sheet asset	-	-
Unrecognised Past Service Cost	-	-
Net asset/(liability) recognised in balance sheet	**(26.40)**	**(24.22)**
Change in the PV of DBO during the year		
PV of DBO at beginning of the year	24.22	18.04
Current Service Cost	5.63	1.94
Interest Cost on DBO	1.56	1.26
Benefits Paid from Planned Asset	(7.72)	(3.49)
Actuarial Loss/Gains	2.70	6.48
Total	**26.40**	**24.22**
Principal Assumption		
Discount Rate	7.15%	6.45%
Rate of Increase in salaries	7.50%	7.50%

These assumptions were developed by management with the assistance of independent actuarial appraiser. Discount factors are determined close to each year-end by reference to government bonds of relevant economic markets and that have terms to maturity approximating to the terms of the related obligation. Other assumptions are based on management's historical experience.

Sensitivity analysis for Present value of Defined Benefit obligation

	31st March, 2026	31st March, 2025
Impact of the change in discount rate		
Present value of obligation at the end of the year	24.40	24.22
a) Impact due to increase of 1 %	25.48	23.61
b) Impact due to decrease of 1 %	27.45	24.94
Impact of the change in salary increase		
Present value of obligation at the end of the year	24.40	24.22
a) Impact due to increase of 1 %	27.53	24.98
b) Impact due to decrease of 1 %	25.40	23.57

Gratuity

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service.

The amounts recognised in the balance sheet and the movements in the net defined benefit obligation over the year are as follows:

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

₹ in Lakhs

	31st March, 2026	31st March, 2025
NOTE 40 : EMPLOYEE BENEFIT OBLIGATIONS (Contd.)		
To be Recognised in PL		
Current Service Cost	10.83	6.97
Interest Cost on Benefits Obligation	2.41	1.65
Expected Return on Planned Asset	-	-
Actuarial Gain/Loss	-	-
Past Service Cost	-	-
Total	**13.25**	**8.62**
To be Recognised in OCI		
Actuarial Loss/Gains	4.70	9.61
Expected Return on Planned Asset	(1.49)	(0.60)
Re-measurement (or Actuarial (gain/loss) arising because of change in effect of asset ceiling	-	-
Total	**3.21**	**9.01**
Net Liability /Asset recognised in BS		
PV of Defined Benefit Obligation	187.60	161.64
Fair Value of Planned Asset	140.63	124.20
	(46.97)	(37.44)
Less: Unrecognised Past Service Cost	-	-
Total - Net defined Benefit	**(46.97)**	**(37.44)**
Change in the PV of DBO during the year		
PV of DBO at beginning of the year	162.13	144.55
Current Service Cost	10.83	6.97
Interest Cost on DBO	10.43	10.08
Benefits Paid from Planned Asset	-	(9.57)
Actuarial Loss/Gains	4.70	9.61
Plan Amendments	-	-
Total	**188.09**	**161.64**
Change in the Fair Value of Asset during the year		
Fair value of Plan Asset at beginning	124.20	120.85
Expected Return	1.49	0.60
Contribution by Employer	6.93	3.89
Benefits Paid	-	(9.57)
Acturial Gains/Losses	8.01	8.42
Total	**140.63**	**124.20**
Principal Assumption		
Discount Rate	7.15%	6.45%
Rate of Increase in salaries	7.50%	7.50%

These assumptions were developed by management with the assistance of independent actuarial appraisers. Discount factors are determined close to each year-end by reference to government bonds of relevant economic markets and that have terms to maturity approximating to the terms of the related obligation. Other assumptions are based on management's historical experience.

Sensitivity analysis for Present value of Defined Benefit obligation

	31st March, 2026	31st March, 2025
Impact of the change in discount rate		
Present value of obligation at the end of the year	187.60	161.64
a) Impact due to increase of 1 %	185.34	159.69
b) Impact due to decrease of 1 %	190.15	163.81
Impact of the change in salary increase		
Present value of obligation at the end of the year	187.60	161.64
a) Impact due to increase of 1 %	190.20	163.83
b) Impact due to decrease of 1 %	185.25	159.63

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

NOTE 41 : FINANCIAL INSTRUMENTS BY CATEGORY

For amortised cost instruments, carrying value represents the best estimate of fair value.

₹ in Lakhs

Particulars	31st March 2026			31st March 2025		
	FVTPL	FVOCI	Amortised cost	FVTPL	FVOCI	Amortised cost
Financial assets						
Cash and Bank balances	-	-	682.47	-	-	109.31
Trade Receivables	-	-	985.79	-	-	28.26
Investments	1,150.09	8,108.30	3,044.91	310.21	6,997.25	4,334.00
Other bank balances	-	-	-	-	-	0.31
Loans	-	-	3,043.37	-	-	3,859.61
Other financial assets	-	-	172.45	-	-	76.47
Total	**1,150.09**	**8,108.30**	**7,929.00**	**310.21**	**6,997.25**	**8,407.96**
Financial liabilities						
Borrowings	-	-	354.12	-	-	300.20
Other financial liabilities	-	-	-	-	-	0.31
Total	**-**	**-**	**354.12**	**-**	**-**	**300.52**

(a) Fair value hierarchy

Financial assets and liabilities measured at fair value and amortised cost for which fair values are disclosed	31st March 2026			31st March 2025		
Particulars	**Level 1**	**Level 2**	**Level 3**	**Level 1**	**Level 2**	**Level 3**
Investment in mutual funds	46.04	834.03	-	41.96	164.90	-
Investment in equity shares	3,804.97	4,573.33	-	3,384.33	3,746.27	-
Investment in preference shares	-	57.32	-	-	304.00	-
Investment in Debentures	-	2,987.60	-	-	4,000.00	-
Total	**3,851.01**	**8,452.28**	**-**	**3,426.29**	**8,215.17**	**-**
Financial liabilities						
Borrowings	-	-	354.12	-	-	300.20
Total	**-**	**-**	**354.12**	**-**	**-**	**300.20**

Level 1 : Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments that have quoted price. The fair value of all equity instruments which are traded in the stock exchanges is valued using the closing price as at the reporting period.

Level 2 : The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is inlcuded in Level 2.

Level 3 : If one or more of the significant inputs are not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, contingent consideration and indemnification asset included in level 3.

(b) Fair value of financial assets and liabilities measured at amortised cost and FVTPL

Particulars	31st March 2026		31st March 2025	
	Carrying amount	Fair value	Carrying amount	Fair value
Financial assets				
Carried at amortised cost				
Cash and Bank balances	682.47	682.47	109.31	109.31
Trade Receivables	985.79	985.79	28.26	28.26
Investments	12,303.30	12,303.30	11,641.45	11,641.45
Other bank balances	-	-	0.31	0.31
Loans	3,043.37	3,043.37	3,859.61	3,859.61
Other financial assets	172.45	172.45	76.47	76.47
Total financial assets	**17,187.38**	**17,187.38**	**15,715.42**	**15,715.42**
Financial liabilities				
Carried at ammortised cost				
Borrowings	354.12	354.12	300.20	300.20
Other financial liabilities	-	-	0.31	0.31
Total financial liabilities	**354.12**	**354.12**	**300.52**	**300.52**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

NOTE 42 : FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's principal financial liabilities comprise loans and borrowings and other payables. The main purpose of these financial liabilities is to finance the Company's operations and to support its operations. The Company's financial assets include Investment in equity instruments, Investment in preference shares, Investment in debentures, trade and other receivables, and cash & cash equivalents that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The company's senior management oversees the management of these risks.

(A) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risks. The value of a financial instrument may change as a result of changes in the interest rates, equity price fluctuations and other market changes. Future specific market movements cannot be normally predicted with reasonable accuracy.

i) 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's exposure to the risk of changes in market interest rates relates primarily to the Company's long term debt obligations with fixed interest rates. The Company is carrying its borrowings primarily at fixed rate.

₹ in Lakhs

Particulars	31st March 2026	31st March 2025
Fixed rate borrowings	354.12	300.20

(ii) Equity Price risk

"Equity Price Risk is related to the change in market reference price of the investments in equity securities. The fair value of Company's investment in quoted equity securities as at March 31, 2026, and March,2025 was ₹ 3851.93 Lakhs and ₹ 3426.29 lakhs respectively. A 10% change in equity price as at March 31, 2026 and March,2025 would result in an impact of ₹ 385.19 lakhs ₹ 342.63 lakhs respectively.

(Note: The impact is indicated on equity before consequential tax impact, if any)."

(B) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument leading to a financial loss. The Company is exposed to credit risk from its financing activites, investment in mutual funds and other financial instruments.

(i) Trade receivables

Customer credit risk is managed by each business location subject to the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed and individual credit limits are defined in accordance with the assessment both in terms of number of days and amount. Any Credit risk is curtailed with arrangements with third parties.

An impairment analysis is performed at each reporting date on an individual basis for major clients. In addtion, a large number of minor receivables are grouped into homogenous groups andd assessed for impairment collectively. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in Note 7. The Company does not hold collateral as security.

(ii) Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with the Company's policy. Investment of surplus funds are made only with approved counterparties. The Company's maximum exposure to credit risk for the components of the balance sheet at 31 March 2026 and 31 March 2025 is the carrying value as illustrated in Note 41.

(C) Liquidity risk

Liquidity risk refer to the risk that the Company may not able to meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per the requirement. The Company maintains its surplus funds, if any, in deposits / balances which carry low market risk. The Company believes that the working capital is sufficient to meet its current requirements. Accordingly, no liquidity risk is perceived.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments -

₹ in Lakhs

Particulars	31st March 2026	31st March 2025
Less than 1 year - Borrowings	119.32	85.65
More than 1 year - Borrowings	234.81	214.55

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

NOTE 43 : RELATED PARTY DISCLOSURE (AS PER IND AS-24 - RELATED PARTY DISCLOSURES)

Relationships:

(a) Entities where Key Management Personnel and their relatives are able to exercise significant influence

Nexome Capital Services Limited (Subsidiary Company)
Nexome Wealth Management Limited (Subsidiary Company)
SMIFS Limited (Upto 23-05-2025)
Lend Lease Company (India) Limited
Progressive Star Finance Pvt. Ltd.
Stewart Investment & Financial Pvt. Ltd.
Vivaan and Keya Trust
Araiya and Kiaan Trust

(b) Key Management Personnel and their relatives:

Mr. Utsav Parekh	- Chairman
Mr. Kishor Shah	- Managing Director
Mr. Ajay Kumar Kayan	- Director (Resigned w.e.f. 23-05-2025)
Mr. Samarth Parekh	- Joint Managing Director (w.e.f. 04-04-2025)
Mr. Saharsh Parekh	- Director (Appointed w.e.f. 23-05-2025)
Mr. Nitin Daga	- Director
Mr. Pratik Ghose	- Director
Mrs. Pushpa Mishra	- Director
Mr. Anil Kumar Murarka	- Director(w.e.f 04-04-2025)
Mr. Rahul Kayan	- Director's Relative (upto 23-05-2025)
Mr. Amar Saraf	- Director's Relative (upto 23-05-2025)
Mrs. Nilangi Parekh	- Director's Relative
Mr. Shreemanta Banerjee	- CFO-cum-Vice President (Finance & Taxation)
Mrs. Poonam Bhatia	- Company Secretary-cum-Compliance Officer (Resigned w.e.f. 11-10-2025)
Mrs. Sanjana Gupta	- Company Secretary-cum-Compliance Officer (Appointed w.e.f. 04-11-2025)

Disclosure of Related Party Transactions provides the information about the Company's structure. The following tables provides the total amount of transactions that have been entered into with related parties for the relevant financial year.

Terms and conditions of transactions with related parties:

The sales and purchase from related parties are made on terms equivalent to those that prevail in arm;s length transactions. The assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

(a) Transaction with related parties **₹ in Lakhs**

Particulars	Enterprise described in (a) above		Key Management Personnel		Relatives of Key Management Personnel	
	31st March 2026	31st March 2025	31st March 2026	31st March 2025	31st March 2026	31st March 2025
Directors' sitting fees	-	-	20.40	13.30	-	-
Salary & Wages	-	-	45.60#	39.97#	1.22#	3.50#
Directors' Remuneration	-	-	229.20#	126.84#	-	-
Payment of Brokerage	1.43	1.72	-	-	-	-
Loans & Advance	15.00	-	-	-	-	-
Proceeds from right issue of equity shares						
Utsav Parekh	-	-	36.08			
Lend Lease Company(India) Ltd.	871.49	-	-	-	-	-
Progressive Star Finance Pvt Ltd	460.14	-	-	-	-	-
Stewart Investment and Financial Private Limited	315.71	-	-	-	-	-
Nilangi Parekh		-			46.13	
Vivaan and Keya Trust	27.95	-	-	-	-	-
Araiya and Kiaan Trust	27.19	-	-	-	-	-
Outstanding Balance as on 31st March 2026	-	-	-	-	-	-

 # This includes Employer's Contribution to Provident Fund

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

NOTE 44 : CAPITAL MANAGEMENT

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt.

₹ in Lakhs

Particulars	31st March, 2026	31st March, 2025
Equity Share Capital	881.55	587.70
Other Equity	16,328.60	14,796.27
Total Equity (A)	**17,210.15**	**15,383.97**
Non Current Borrowings	234.81	214.55
Short term Borrowings	-	-
Current Maturities of long term borrowings	119.32	85.65
Gross Debts (B)	**354.12**	**300.20**
Less : Current Investments	-	-
Less: Cash and cash Equivalents	682.47	109.62
Net Debt	**(328.35)**	**190.33**
Gearing Ratio	(0.02)	0.0124

NOTE 45 : RIGHT ISSUE OF EQUITY SHARES

The Members of Right Issue Committee at its meeting held on 24th Feb,2026 has inter alia considered and approved the right issue of 29,38,500 fully paid up Equity Shares of Right Issue price of ₹ 75 per Equity Share (including a premium of ₹ 65 per Equity Share) on Rights basis to the eligible Equity Shareholders in the ratio of 1 Right Equity Share for every 2 Equity Share held by eligible equity shareholders for amount aggregating up to ₹ 2203.88 lakhs. Further 29,38,500 equity shares were allotted by the Company on 24th March,2026.

₹ 1651.32 Lakhs of total rights issue proceeds of ₹ 2203.88 Lakhs has been utilised as on 31st March, 2026 in the following manner :

Particulars	₹ in Lakhs
a) Investment in Shares,Securities and Mutual Funds Schemes	1355.17
b) Investment in Liquid Funds Schemes of Mutual Funds	278.00
c) Issue related expenses	18.15
Total	**1651.32**

NOTE 46 : AUDITORS' REMUNERATION AND EXPENSES

₹ in Lakhs

Particulars	31st March, 2026	31st March, 2025
for audit matter	2.62	2.22
for certification fees	1.30	1.23
Total	**3.92**	**3.45**

NOTE 47 : EFFECTIVE TAX RECONCILIATION

The major components of income tax expense and the reconciliation of expense based on the domestic effective tax rate and the reported tax expense in profit or loss are as follows :-

Accounting profit before income tax	1,481.60	204.17
Applicable tax rate (Percentage)	26.00	26.00
Expected income tax	385.22	53.09
Income exempt from tax	-	-
Non dedcutible expenses for tax purpose	20.14	20.14
Effect of unrecognised tax losses for earlier years	-	-
MAT Credit and other adjustments	13.87	13.87
Income Tax recognised in Profit and Loss account	**419.23**	**87.10**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

NOTE 48 : EXPENDITURE IN FOREIGN CURRENCY

₹ in Lakhs

Particulars	31st March, 2026	31st March, 2025
Travelling Expenses	88.33	-
Total	**88.33**	**-**

NOTE 49 : SEGMENT REPORTING

The Company has identifies its business segment as its primary reportable segment comprising of Capital market operations, investment banking operations and real estate business

₹ in Lakhs

Particulars	Capital Market Operations		Investment Banking Operations		Unallocated		Total	
	For the year ended		For the year ended		For the year ended		For the year ended	
	31.03.2026	31.03.2025	31.03.2026	31.03.2025	31.03.2026	31.03.2025	31.03.2026	31.03.2025
Segment Revenue								
External Segment Revenue	321.03	3,685.63	4,483.61	253.90	291.94	501.49	5,096.58	4,441.02
Inter Segment Revenue	-	-	-	-	-	-	-	-
Total Revenue	**321.03**	**3,685.63**	**4,483.61**	**253.90**	**291.94**	**501.49**	**5,096.58**	**4,441.02**
Less : Inter Segment Revenue	-	-	-	-	-	-	-	-
Net Revenue	**321.03**	**3,685.63**	**4,483.61**	**253.90**	**291.94**	**501.49**	**5,096.58**	**4,441.02**
Result - Profit/ (Loss)								
Segment Result	2.47	31.81	4,483.61	253.90	(2,764.57)	(14.21)	1,721.52	271.50
Less: Finance cost	-	-	-	-	45.66	8.80	45.66	8.80
Profit/ (Loss) Before Tax	**2.47**	**31.81**	**4,483.61**	**253.90**	**(2,810.23)**	**(23.01)**	**1,675.86**	**262.70**

Segment Assets and Liabilities

Property, plant and equipment used in the Company's operations or liabilities contracted have not been identified with any of the reportable segments, as the property, plant and equipment are used interchangeably between segments. Segment assets and segment liabilities have not been identified to any of the reportable segments, since the assets are used interchangeably between segments and the liabilities are contracted at the entity level. Accordingly, no disclosure relating to segment assets and liabilities has been presented.

NOTE 50 : ADDITIONAL INFORMATION REQUIRED FOR CONSOLIDATED FINANCIAL STATEMENTS

Name of Entity	Nexome Capital Markets Ltd (Parent)		Nexome Capital Services Ltd (Subsidiary)		Nexome Wealth Management Ltd (Subsidiary)	
	As a % of consolidated figures	₹ in Lacs	As a % of consolidated figures	₹ in Lacs	As a % of consolidated figures	₹ in Lacs
Net Assets i.e., total assets minus total liabilities	101.64	17,492.65	2.74	470.92	0.13	21.59
Share in profit or loss	108.01	1,157.12	(7.69)	(82.42)	(0.32)	(3.41)
Share in other comprehensive income	92.77	(1,344.30)	7.23	(104.69)	-	-
Share in total comprehensive income	49.56	(187.18)	49.54	(187.11)	0.90	(3.41)

NOTE 51 : OTHER STATUTORY INFORMATION

(i) The Company does not have any Benami property, where any proceedings have been initiated or pending against the Company during the year for holding any benami property.

(ii) The Company did not have any transactions with companies, struck off during the year.

(iii) The Company does not have any charges or satisfaction, which is yet to be registered with ROC beyond the statutory period.

(iv) The Company has not traded or invested in Crypto currency or Virtual Currency during the year.

(v) The Company has not advanced or lent or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall :

a) directly or indirectly lend or invest in others 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 CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

NOTE 51 : OTHER STATUTORY INFORMATION (Contd.)

(vi) The Company has not received any fund from any person(s) or entity(ies), 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 others 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.

(vii) The company did not have any such 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).

(viii) Title deed of all the immovable properties appearing in the books of company are held in company's own name.

(ix) The Company has not revalued any of its Property, Plant and Equipment (including Right-of-Use Assets) during the current reporting period and also for previous year.

(x) During the year the Company did not provide any loans or advances which remains outstanding (repayable on demand or without specifying any terms or period of repayment) to specified persons.

(xi) The Company does not have any borrowings from banks or financial institutions on the basis of security of current assets of the Financial statements, hence no disclosure is required as such.

(xii) The Company has not been declared as willful defaulter as at the date of the balance sheet or on the date of approval of the financial statements, hence no disclosure is required as such.

(xiii) The Company has complied with the number of layers prescribed under Clause (87) of Section 2 of the Companies Act, 2013 read with Companies (restriction on number of layers) Rules, 2017.

NOTE 52 :

Previous year figures have been reclassified / regrouped / rearranged wherever necessary.

As Per Our Report Of Even Date attached

FOR S K Agrawal and Co Chartered Accountants LLP
Chartered Accountants
Firm Regn. No. : 306033E/E300272

Vivek Agarwal
Partner
Membership No. : 301571

Place : Kolkata
Dated : 25th May 2026

For and on Behalf of the Board of Directors

UTSAV PAREKH
Chairman
(DIN : 00027642)

KISHOR SHAH
Managing Director
(DIN : 00170502)

SANJANA GUPTA
Company Secretary-cum-Compliance Officer

SHREEMANTA BANERJEE
CFO-cum-Vice President Finance & Taxation

Nexome Capital Services Limited

(Formerly SMIFS Capital Services Limited)
CIN : U66301WB2000PLC092125

BOARD OF DIRECTORS

Mr. Kishor Shah	-	Director
Mr. Nitin Daga	-	Director
Mrs. Pushpa Mishra	-	Director
Mr. Shreemanta Banerjee	-	Director

AUDITORS

J. S. Vanzara & Associates
Chartered Accountants

BANKERS

HDFC Bank Ltd.

REGISTERED OFFICE

"Vaibhav" (4F), 4 Lee Road, Kolkata -700 020
Phone : (033) 2290-7400 / 7401
E-mail : smifcap@gmail.com, ncsl@nexomegroup.com

REGISTRAR & SHARE TRANSFER AGENT

M/s Maheshwari Datamatics Private Ltd
23, R. N. Mukherjee Road, 5th Floor
Kolkata - 700 001
Phone : (033) 2243-5029, 2248-2248
E-mail : mdpldc@yahoo.com

Nexome Capital Services Limited

(Formerly SMIFS Capital Services Limited)

CIN: U66301WB2000PLC092125
Regd. Office : "Vaibhav" 4F, 4, Lee Road, Kolkata - 700 020
Phone : (033) 2290-7400 / 7401
E-mail ID : smifcap@gmail.com, ncsl@nexomegroup.com

NOTICE

NOTICE IS HEREBY GIVEN that the Twenty Sixth Annual General Meeting of the members of **NEXOME CAPITAL SERVICES LIMITED (Formerly SMIFS Capital Services Limited)** will be held on Monday, 10th day of August, 2026 at the Registered Office of the Company at "Vaibhav" 4F, 4, Lee Road, Kolkata- 700020 at 11:00 a.m. for transacting the following business:

ORDINARY BUSINESS :

1. To receive, consider and adopt the Balance Sheet as at March 31, 2026 and the Statement of Profit & Loss Account for the year ended on that date and the reports of the Directors' and Auditors' thereon.

2. To appoint a Director in place of Mr. Kishor Shah, who retires by rotation and being eligible offers himself for re-appointment.

By Order of the Board of Directors
For Nexome Capital Services Limited
(Formerly SMIFS Capital Services Limited)

Regd. Office :
"Vaibhav" 4F, 4, Lee Road
Kolkata - 700 020

Sd/-
(Shreemanta Banerjee)
Director

Date : The 25th day of May, 2026

Note :

A Member entitled to attend and vote at this Annual General Meeting may appoint a proxy to attend and vote on a poll on his behalf. A proxy need not be a Member of the Company. Proxies, in order to be effective, must be received by the Company at its Registered Office at "Vaibhav" 4F, 4, Lee Road, Kolkata - 700 020 not less than forty-eight hours before the commencement of this Annual General Meeting.

By Order of the Board of Directors
For Nexome Capital Services Limited
(Formerly SMIFS Capital Services Limited)

Sd/-
(Shreemanta Banerjee)
Director

DIRECTORS' REPORT

To the members of **NEXOME CAPITAL SERVICES LIMITED**

Your Directors have pleasure in presenting the Annual Report and the Audited Financial Statements for the year ended March 31, 2026.

FINANCIAL RESULTS (₹ in Lakhs)

Particulars	Year ended	
	31.03.2026	31.03.2025
Profit/(Loss) before Interest, Depreciation & Tax	(80.89)	0.71
Less: Finance Charge	0.19	0.35
Profit/(Loss) before Depreciation & Tax	(81.08)	0.36
Less: Depreciation / Amortization	1.38	2.01
Profit/ (Loss) before Tax	(82.46)	(1.65)
Less : Tax Expenses	(0.04)	0.34
Profit/ (Loss) after Tax	(82.42)	(1.31)
Profit/(Loss) brought forward from earlier years	(46.95)	(45.64)
Profit/(Loss) carried to Balance Sheet	(129.37)	(46.95)

DIVIDEND

In view of loss incurred during the year, no dividend is recommended.

DEPOSITS

The Company has not accepted any deposit falling within the ambit of Section 73 of the Companies Act, 2013 and The Companies (Acceptance of Deposits) Rules, 2014 from the public.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The particulars of loans, guarantees and investments have been disclosed in the financial statements.

YEAR IN RETROSPECT AND MATERIAL CHANGES AND COMMITMENTS

Your Company is a wholly owned subsidiary of Nexome Capital Markets Limited (Formerly SMIFS Capital Markets Limited).

No other material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which these financial statements relate and the date of this report.

PERFORMANCE, STATE OF COMPANY'S AFFAIRS AND CHANGE IN NATURE OF BUSINESS:

During the financial year under review, the Company changed its name from "SMIFS Capital Services Limited" to "Nexome Capital Services Limited" with effect from June 26, 2025, by virtue of Certificate of Incorporation pursuant to change of name issued by the ROC, Kolkata. During the year, the Company altered its Objects to engage in Fund Management activities and received approval from the Ministry of Corporate Affairs for the same vide a Certificate dated May 18, 2025.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The Internal Audit monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies of the Company and its subsidiary. Based on the report of internal auditors, corrective action is undertaken in respective areas and thereby controls are strengthened.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

There are no significant material orders passed by the Regulators/Courts which would impact the going concern status of the Company and its future operation.

DETAILS OF APPLICATION OR NO PROCEEDING IS PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016

The Company has not made any application or no proceeding is pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year.

RESIGNATION / APPOINTMENT OF THE KEY MANAGERIAL PERSONNEL

The former Company Secretary Mrs. Sanjana Gupta tendered her resignation w.e.f. November 03, 2025 and she was appointed as the Company Secretary cum Compliance Officer in the Holding Company Nexome Capital Markets Limited on November 04, 2025. At present Nexome Capital Services Limited has a paid-up capital of ₹ 7,50,00,700 which does not attract any requirement of appointment of Company Secretary.

Apart from the aforesaid matter there were no other changes in the Key Managerial Personnel and in the Management of the Company.

DIRECTORS' RESPONSIBILITY STATEMENT AS REQUIRED UNDER SECTION 134(3)(c) OF THE COMPANIES ACT, 2013

The Directors hereby confirm that:

(a) In the preparation of the Annual Accounts the applicable accounting standards have been followed along with proper explanation relating to material departures.

(b) the Directors have selected such accounting policies and applied them consistently and made judgement and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and the profit and loss of the company for that period.

(c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provision of this act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.

(d) the Directors have prepared the annual accounts on a going concern basis, and

(e) the Directors have devised proper systems to ensure compliance with the provision of all applicable laws and that such systems were adequate and operating effectively.

ADOPTION OF NEW SET OF MEMORANDUM OF ASSOCIATION AND ARTICLES OF ASSOCIATION OF COMPANY AS PER THE COMPANIES ACT, 2013

During the year the Company received approval from Ministry of Corporate Affairs, Central Processing Centre vide a “Certificate of Registration of the Special Resolution Confirming Alteration of Object Clause(s)” dated May 18, 2025 for alteration in the provisions of its Memorandum of Association with respect to its objects. The Extra -Ordinary General Meeting was conducted on May 03, 2025. After the alteration, your Company can engage in fund management activities.

The Company adopted a new set of Memorandum of Association and Articles of Association of the Company to align with the Companies Act, 2013. The resolutions for the same were passed by the members in the EGM held on April 25, 2025.

SECRETARIAL STANDARDS

The Company is compliant with all the mandatory secretarial standards as issued by the Institute of Company Secretaries of India (ICSI).

RELATED PARTY TRANSACTIONS

All related party transactions that were entered, into during the financial year were on an arm’s length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large.

None of the Directors have any pecuniary relationship or transactions vis-à-vis the Company. The particulars of contracts or arrangements with related parties referred to in sub section (1) of section 188 entered by the Company during the financial year ended 31st March, 2026 has been disclosed in the financial statements.

BOARD OF DIRECTORS

As on March 31, 2026, your Company had 4 Non-Executive Directors. Mr. Kishor Shah retires by rotation and being eligible offers himself for re-appointment. Further, Mrs. Pushpa Mishra and Mr. Shreemanta Banerjee and Mr. Nitin Daga are Non-Executive, Non-Independent Directors.

None of your Directors on the Board are members of more than 10 Committees and Chairman of more than 5 Committees across all Companies in which they are Directors. Necessary disclosures regarding position in Committees of other Public Companies as on March 31, 2026 have been made by the Directors.

Board Members are responsible for the management of the business. Role, functions, responsibility and accountability of the Board are clearly defined. In addition to its primary role of monitoring corporate performance, functions of the Board include (i) approving corporate philosophy and vision; (ii) formulation of strategic and business plans; (iii) reviewing and approving financial plans and budgets; (iv) monitoring corporate performance against strategic and business plans, including overseeing operations; (v) ensuring ethical behavior and compliance of laws and regulations; (vi) reviewing and approving borrowing limits; (vii) formulating exposure limits; and (viii) keeping shareholders informed regarding plans, strategies and performance.

Board Meetings

Eight Board Meetings were held during the year and the gap between two Meetings did not exceed 120 days. Dates on which Board Meetings were held in each quarter are as follows:

Quarter	Date of Meetings
First	April 16, 2025
	May 02, 2025
	May 23, 2025
	June 20, 2025
Second	July 31, 2025
Third	November 01, 2025
	November 04, 2025
Fourth	January 22, 2026

Attendance of Director in respective meeting are as follows:

Name of the Directors	Year 2025-2026	
	Attendance at Board Meetings	Attendance at the last AGM
Mr. Kishor Shah	8	Yes
Mrs. Pushpa Mishra	8	Yes
Mr. Shreemanta Banerjee	8	Yes
Mr. Nitin Daga	8	Yes

AUDITORS

M/s J. S. Vanzara & Associates, Chartered Accountants retire at the conclusion of the Annual General Meeting and being eligible, offer themselves for re-appointment. Further they were appointed in the Annual General Meeting held on September 16, 2022, for the year 2022-23 till 2026-27 i.e. beginning from the conclusion of Twenty Second AGM until the conclusion of Twenty Seventh AGM.

AUDITORS' QUALIFICATION

Qualifications contained in the Auditors' Report if any have been dealt with in the Notes to financial statements and are self-explanatory.

PARTICULARS OF EMPLOYEES

The information required pursuant to Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company, will be provided upon request. In terms of Section 136 of the Act, the Report and Accounts are being sent to the Members and others entitled thereto, excluding the information on employees' particulars which is available for inspection by the Members at the Registered Office of the Company during business hours on working days of the Company up to the date of the ensuing Annual General Meeting. If any Member is interested in obtaining a copy thereof, such Member may write to any of the Directors in this regard.

EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual Return in form MGT-9 is annexed herewith as "Annexure A".

MATERNITY BENEFIT PROVIDED BY THE COMPANY UNDER MATERNITY BENEFIT ACT 1961

The Company declares that it has duly complied with the provisions of the Maternity Benefit Act,

1961. The Company remains committed to fostering an inclusive and supportive work environment that upholds the rights and welfare of its women employees in accordance with applicable laws.

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

In accordance with The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 to provide for the effective enforcement of the basic human right of gender equality and guarantee against sexual harassment and abuse, more particularly against sexual harassment at work place, your Company has a Policy on Prevention of Sexual Harassment at the Workplace duly approved by the Board of Directors.

During the year, no complaint was reported under The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

STATUTORY INFORMATION

Information in terms of Rule 8 of the Companies (Accounts) Rules, 2014 forming part of the report of Board of Directors is given below:

(a) **Conservation of Energy**

Though the operation of the Company is not energy intensive, regular and preventive maintenance of all equipments is undertaken by the Company.

(b) **Technology Absorption**

In view of the nature of business in which the Company is engaged, no Research and Development expenditure has been incurred.

(c) **Foreign Exchange Earnings and Outgoings**

During the year there has been no foreign exchange earnings and outgo.

ACKNOWLEDGEMENT

Your Directors wish to place on record their sincere appreciation for the services rendered by all the employees of the Company.

For and on behalf of the Board of Directors

	Sd/-	**Sd/-**
	(SHREEMANTA BANERJEE)	**(KISHOR SHAH)**
Place : Kolkata	**DIRECTOR**	**DIRECTOR**
Date : The 25th day of May, 2026	**(DIN : 03019159)**	**(DIN : 00170502)**

ANNEXURE - A

FORM NO. MGT-9

EXTRACT OF ANNUAL RETURN

as on the Financial Year ended on March 31, 2026

[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS

(i)	CIN	U66301WB2000PLC092125
(ii)	Registration Date	11.07.2000
(iii)	Name of the Company	NEXOME CAPITAL SERVICES LIMITED (FORMERLY SMIFS CAPITAL SERVICES LIMITED)
(iv)	Category/Sub-Category of the Company	PUBLIC COMPANY
(v)	Address of the Registered office and contact details	VAIBHAV 4F, 4 LEE ROAD, KOLKATA - 700 020 Telephone : 033-2290-7400/7401/7402
(vi)	Whether Listed Company	No
(vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	Maheshwari Datamatics Pvt Ltd, 23, R.N. Mukherjee Road 5th Floor , Kolkata- 700001 Telephone : 033-22482248 Fax : 033-22484787

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the Company shall be stated :

Sl. No.	Name and Description of main Product/ Services	NIC Code of the Product/Service	% to Total Turnover of the Company
1	Investment Banking Operation	-	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
1	Nexome Capital Markets Limited (Formerly SMIFS Capital Markets Limited) "Vaibhav", 4F, 4 Lee Road, Kolkata - 700 020	L74300WB1983PLC036342	Holding	100%	2(46)

IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

(i) Category – wise Share Holding :

Category of Shareholders	No. of Shares held at the beginning of the year (As on 1st April, 2025)				No. of Shares held at the end of the year (As on 31st March, 2026)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
1. Indian									
a) Individual/ HUF	0	20	20	0	0	20	20	0	0
b) Central Govt									
c) State Govt(s)									
d) Bodies Corp.	0	7500000	7500000	99.99	0	7500000	7500000	99.99	0
e) Banks/FI									
f) Society/Trust									
Sub-total (A)(1)	0	7500020	7500020	99.99	0	7500020	7500020	99.99	0
2. Foreign									
a) NRIs - Individuals									
b) Other - Individuals									
c) Bodies Corp.									
d) Banks/FI									
e) Any other									
Sub-total (A)(2)	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter (A)=(A)(1)+(A)(2)	**0**	**7500020**	**7500020**	**99.99**	**0**	**7500020**	**7500020**	**99.99**	**0**
B. Public Shareholding									
1. Institutions									
a) Mutual Funds									
b) Banks/FI									
c) Central Govt									
d) State Govt(s)									
e) Venture Capital Funds									
f) Insurance Companies									
g) FIIs									
h) Foreign Venture Capital Funds									
i) Others (specify)									
Sub-total(B)(1):-	0	0	0	0	0	0	0	0	0
2. Non-Institutions									
a) Bodies Corp.									
i) Indian									
ii) Overseas									
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.1 lakh	0	50	50	0	0	50	50	0	0
ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh	0	0	0	0	0	0	0	0	0
c) Others (Specify)									
i) Non Resident Indians									
ii) Clearing Members									
Sub-total(B)(2):-	0	50	50	0	0	50	50	0	0
Total Public Shareholding (B)=(B)(1)+ (B)(2)	0	50	50	0	0	50	50	0	0
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	**0**	**7500070**	**7500070**	**100**	**0**	**7500070**	**7500070**	**100**	**0**

IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity) (Contd.)

(ii) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year (01/04/2025)			Purchase / Sale during the year		Shareholding at the end of the year (31/03/2026)			% Change in Share-holding during the year
		No. of Shares	% of Total Shares of the Company	% of Shares Pledged/ encum-bered to Total Shares	No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company	% of Shares Pledged/ encum-bered to Total Shares	
1	Nexome Capital Markets Limited (Formerly SMIFS Capital Markets Limited)	7500000	99.99	-	-	-	7500000	99.99	-	0
2	Mr. Utsav Parekh	10	0.00	-	-	-	10	0.00	-	0
3	Mr. Saharsh Parekh	10	0.00	-	-	-	10	0.00	-	0
	Total	**7500020**	**99.99**	**-**	**-**	**-**	**7500020**	**99.99**	**-**	**0**

(iii) Change in Promoter's Shareholding (please specify, if there is no change)

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year (01/04/2025)		Purchase / Sale during the year		Cumulative Shareholding during the year (31/03/2026)	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1	Nexome Capital Markets Limited (Formerly SMIFS Capital Markets Limited)	NIL					
2	Mr. Utsav Parekh						
3	Mr. Saharsh Parekh						

IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity) (Contd.)

(iv) Shareholding Pattern of Top Ten Shareholders (other than Director, Promoters and Holders of GDRs and ADRs) :

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year (01/04/2025)		Purchase / Sale / Transfer during the year		Shareholding at the end of the year (31/03/2026)	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% Change	No. of Shares	% of Total Shares of the Company
1	**SUBRATA DAS** **At the beginning of the year**	20	0.00				
	Date wise Increase/Decrease in Shareholding during the year specifying the reason for increase/decrease (e.g allotment/transfer/bonus/sweat equity etc)			-	-		
	At the End of the Year (or on the date of separation, if separated during the year)					20	0.00
2	**DEBASISH MUKHERJEE** **At the beginning of the year**	10	0.00				
	Date wise Increase/Decrease in Shareholding during the year specifying the reason for increase/decrease (e.g allotment/transfer/bonus/sweat equity etc)			-	-		
	At the End of the Year (or on the date of separation, if separated during the year)					10	0.00
3	**SURENDRA NATH OHJA** **At the beginning of the year**	10	0.00				
	Date wise Increase/Decrease in Shareholding during the year specifying the reason for increase/decrease (e.g allotment/transfer/bonus/sweat equity etc)			-	-		
	At the End of the Year (or on the date of separation, if separated during the year)					10	0.00

(V) Shareholding of Directors and Key Managerial Personnel :

Sl. No.	Shareholder's Name For each of the Directors and KMP	Shareholding at the beginning of the year (01/04/2025)		Purchase / Sale / during the year		Cumulative Shareholding during the year (31/03/2026)	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1	**Shreemanta Banerjee** **At the beginning of the year**	10	0.00				
	Date wise Increase/Decrease in Shareholding during the year specifying the reason for increase/decrease (e.g allotment/transfer/bonus/sweat equity etc)			-	-		
	At the End of the Year					10	0.00

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loan excluding deposits (Amount in ₹)	Unsecured Loans (Amount in ₹)	Deposit (Amount in ₹)	Total Indebtedness (Amount in ₹)
Indebtedness at the beginning of the financial year				
(i) Principal Amount	288,294.94	0	0	288,294.94
(ii) Interest due but not paid	0	0	0	0
(iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	288,294.94	0	0	288,294.94
Change in Indebteness during the financial year				
Addition	0	0	0	0
Reduction	-177,210.60	0	0	-177,210.60
Net Change	-177,210.60	0	0	-177,210.60
Indebtedness at the end of the financial year				
(i) Principal Amount	0	0	0	0
(ii) Interest due but not paid	0	0	0	0
(iii) Interest accrued but not due	0	0	0	0
Total (i + ii + iii)	111,084.34	0	0	111,084.34

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole - time Director and/or Manager:

Sl. No.	Particulars of Remuneration	Name of MD/WTD/Manager				Total Amount in ₹
1	Gross salary(a) Salary as per provision contained in section 17(1) of the Income tax Act, 1961(b)Value of perquisities u/s 17(2) Income- tax Act,1961(c)Profit in lien of salary under section 17(3) Income-tax Act, 1961	Nil				
2	Stock Option					
3	Sweat Equity					
4	Commission - as % of profit					
5	Other, please specify					
	Total (A)					
	Ceiling as per the Act					

B. Remuneration to other Directors :

Sl. No.	Particulars of Remuneration	Name of Director			Total Amount in ₹
1	**Independent Director** Fee for attending Board/ Committee Meeting Commission Others, please specify		Nil		
	Total (1)		NIL		Nil
2	**Other Non-Executive Director** Fee for attending Board/ Committee meeting Commission Other, please specify		Nil		
	Total (2)		Nil		Nil
	Total (B) = (1+2)		Nil		Nil
	Total Managerial Remuneration				
	Overall Ceiling as per the Act				

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL (Contd.)

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO Amount in ₹	Company Secretary Amount in ₹	CFO Amount in ₹	*Total Amount in ₹
1	Gross salary (a) Salary as per provision contained in section 17(1) of the Income-Tax Act, 1961	N.A.	452,178	0	452,178
	(b) Value of perquisities u/s 17(2) Income-Tax Act, 1961	0	0	0	0
	(c) Profits in lien of salary under section 17(3) Income-Tax Act, 1961	0	0	0	0
2	Stock Option	0	0	0	0
3	Sweat Equity	0	0	0	0
4	Commission-as % of profit	0	0	0	0
5	Others, please specify	0	0	0	0
	Total (Amount in ₹)	**N.A.**	**452,178**	**N.A.**	**452,178**

*These exclude Employee's contribution to Provident Fund

VII. PENALITIES/PUNISHMENT/COMPOUNDING OF OFFENCES :

	Type	Section of the Companies Act	Brief Description	Details of penalty/ Punishment Compounding fees imposed	Authority [RD/NCLT/ COURT]	Appeal made, if any (give details)
A.	**COMPANY**					
	Penalty					
	Punishment			**N.A**		
	Compounding					
B.	**DIRECTOR**					
	Penalty					
	Punishment			**N.A**		
	Compounding					
C.	**OTHER OFFICERS IN DEFAULT**					
	Penalty					
	Punishment			**N.A**		
	Compounding					

For and on behalf of the Board of Directors

Sd/-
(SHREEMANTA BANERJEE)
DIRECTOR
(DIN : 03019159)

Sd/-
(KISHOR SHAH)
DIRECTOR
(DIN : 00170502)

Place : Kolkata
Date : The 25th day of May, 2026

INDEPENDENT AUDITOR'S REPORT

To The Members of Nexome Capital Services Limited
[Previously Known as SMIFS Capital Services Limited]
[CIN No. U66301WB2000PLC092125]

Report on the audit of the Standalone Financial Statements

Opinion

We have audited the accompanying Standalone Financial Statements of **NEXOME CAPITAL SERVICES LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2026, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and notes to the standalone financial statements, including material accounting policies and other explanatory information.

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

Basis for Opinion

We conducted our audit of the Standalone Financial Statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's 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 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 Standalone Financial Statements.

Key Audit Matters

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

Sr. No.	Key Audit Matter	Auditor's Response
(a)	**Deferred Tax on revaluation of Investments** Refer Note 6 & 10 to the standalone financial statements. In the normal course of business, "Income Taxes" as the amount of income taxes payable (recoverable) in respect of the taxable profit (tax loss) for a period.	**Our procedures included** - Testing the effectiveness of the controls around the recording and re-assessment of tax provisions. **Our Tax Expertise** - Use of our own tax specialists to perform an assessment of the related

	Management makes judgements and estimates in connection with tax issues and tax exposures resulting in the recognition of deferred tax assets and liabilities as well as the tax provisions. As the provision for Income Tax is highly dependent on significant management judgements. Accordingly Direct Tax Provisions was considered as one of the Key Audit Matters.	correspondence, to consider the computation of tax provisions. - Challenging the assumptions using our own expectations based on our knowledge, considering relevant judgements passed by authorities, as well as assessing relevant opinions from third parties. **Assessing Disclosures** Considering the adequacy of the disclosures in respect of tax and uncertain tax positions, the results of our testing were satisfactory, and we found the level of tax provisioning and the adequacy of disclosures to be acceptable.
(b)	**Valuation of investment in certain equity interests of listed and unlisted company** Refer note 3 to the standalone financial statements. The investment in certain equity interests of a listed and unlisted company (the 'investment') are to be measured at fair value at each reporting date, and same has been measured at fair value through other comprehensive income. With reference to the valuation, management had estimated the fair value of the Investment at Rs. 326.39 lakhs at year end. In consideration of the Investment is operating in an emerging industry and its fair value is highly dependent on significant management judgements. Accordingly, the valuation of the Investment was considered as one of the key audit matters.	Based on the audit procedures performed, we found the assumptions made by management in relation to the valuation were supported by available evidence.

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Annual Report but does not include the Standalone Financial Statements and our auditor's report thereon. The Annual report is 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 and, in doing so, consider whether the other information is materially inconsistent with the Standalone Financial Statements, or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If based on work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Standalone Financial Statements

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

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

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

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

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional 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 financial 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 system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

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

2. As required by section 143(3) of the Act, based on our audit we report that:

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

   ii. 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.

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

   iv. In our opinion, the aforesaid Standalone Financial Statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

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

vi. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure B”. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company’s internal financial controls over financial reporting.

vii. With respect to the other matters to be included in the Auditor’s Report in accordance with the requirements of section 197(16) of the Act, as amended we report that:

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

viii. 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:

a. The Company does not have any pending litigation which would impact its financial position in its standalone financial statements.

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

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

d. (i) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(ii) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity (“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;

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

e. No dividend has been paid or declared by the company during the year.

f. The Company has maintained its books of account using accounting software which has a feature of recording audit trail (edit log) facility.

Based on our examination, which included test checks, and according to the information and explanations given to us, we report that:

(a) The audit trail feature has been enabled and operated throughout the year for all transactions recorded in the software.

(b) During the course of our audit, we did not come across any instance of the audit trail feature being tampered with.

(c) The audit trail records have been preserved by the Company as per the statutory requirements for record retention under applicable law.

For J. S. Vanzara & Associates
Chartered Accountants
FRN : 318143E

UDIN : 26308158NOBDCB8975

Mayur Thacker
Partner
M. No. 308158

Place : Kolkata
Date : 25th May 2026

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of **NEXOME CAPITAL SERVICES LIMITED** of even date).

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

(B) The Company does not have any intangible assets in its books of accounts. Hence, the question of commenting on maintenance of proper records doesn't apply.

(b) All Property, Plant and Equipment have not been physically verified on by the management during the year but there is a regular programme of verification of all the Property, Plant and Equipment over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the company, we report that, the company does not have immovable properties held as Property, Plant and Equipment. Hence, the question of commenting on title deed becomes not applicable.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the company, the Company has not revalued any of its Property, Plant and Equipment (including right- of-use assets) and intangible assets during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the company, no proceedings have been initiated during the year or are pending against the Company as at March 31, 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

ii. (a) The Company does not have any physical inventories. Accordingly, paragraph 3(ii)(a) of the Order is not applicable.

(b) The Company has not been sanctioned working capital limits in excess of ¹ 5 crore, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.

iii. According to the information and explanations given to us and on the basis of our examination of the records of the company, the Company has not granted any loan secured or unsecured to companies and other parties covered in the register-maintained u/s 189 of the Companies Act 2013. Accordingly, clause (iii)(a) to clause (iii) (f) of the Order are not applicable.

iv. The Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees, and securities provided, as applicable.

v. The Company has not accepted any deposits or amounts which are deemed to be deposits from the public during the year. Accordingly, clause (v) of paragraph 3 of the Order is not applicable.

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

vii. In respect of statutory and other dues:

(a) In our opinion, the Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees State Insurance, Income Tax, Duty of Customs, Goods and Services Tax, Cess and other statutory dues with the appropriate authorities during the year. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31st March, 2026 for a period of more than six months from the date of becoming payable.

(b) According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31st March, 2026 for a period of more than six months from the date of becoming payable.

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

ix. (a) According to the information and explanations given to us and on the basis of our examination of the records of the company, the company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

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

(c) To the best of our knowledge and belief, in our opinion, term loans availed by the Company were, applied by the Company during the year for the purposes for which the loans were obtained.

(d) On an overall examination of the financial statements of the Company, funds raised on short term basis have, prima facie, not been used during the year for long-term purposes by the Company.

(e) The Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiary.

(f) The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.

x. (a) The Company has not raised any money by way of initial public offer and further public offer (including debt instruments) during the year.

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

xi. (a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.

(c) We have taken into consideration the whistle blower complaints received by the Company during the year (and up to the date of this report), while determining the nature, timing and extent of our audit procedures.

xii. The company is not a Nidhi Company. Accordingly, clause (xii) of paragraph 3 of the Order is not applicable.

xiii. Transactions with related parties are in compliance with sections 177 and 188 of the Companies Act, 2013, where applicable, and details of such transactions have been disclosed in the Standalone Financial Statements, as required by the applicable Indian Accounting Standards.

xiv. (a) The requirements of internal audit system is not applicable on the company for the year under consideration as per the governing provisions.

(b) Since internal audit is not applicable for the year under audit, hence requirements to consider the internal audit report doesn't arise herein.

xv. In our opinion that the Company has not entered into non-cash transactions with the directors or persons as per section 192 of the Companies Act, 2013. Accordingly, clause (xv) of paragraph 3 of the Order is not applicable.

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

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

xvii. The company has incurred cash losses of Rs. 77.85 lakhs in current financial year whereas in the immediately preceding financial year there were no cash losses.

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

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

xx. To the best of our knowledge, section 135 of the said Companies Act, 2013 is not applicable to the company and accordingly, reporting under clause 3(xx)(a) and (b) of the Order is not applicable for the year.

For J. S. Vanzara & Associates
Chartered Accountants
FRN : 318143E

UDIN : 26308158NOBDCB8975

Mayur Thacker
Partner
M. No. 308158

Place : Kolkata
Date : 25th May 2026

ANNEXURE - B TO THE AUDITORS' REPORT

(Referred to in paragraph 2(vi) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of **NEXOME CAPITAL SERVICES LIMITED** of even date)

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

Opinion

We have audited the internal financial controls over financial reporting of **NEXOME CAPITAL SERVICES LIMITED** ('the Company') as of 31st March 2026 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2026, based on the 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.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company 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") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the 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 judgement, including the assessment of the risks of material misstatement of the Standalone 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 internal financial controls system over financial reporting of the Company.

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 Standalone 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 Standalone 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 Standalone 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.

For J. S. Vanzara & Associates
Chartered Accountants
FRN : 318143E

UDIN : 26308158NOBDCB8975

Mayur Thacker
Partner
M. No. 308158

Place : Kolkata
Date : 25th May 2026

STANDALONE BALANCE SHEET AS AT 31ST MARCH, 2026

₹ in Lakhs

Particulars	Note No.	As at 31st March, 2026	As at 31st March, 2025
ASSETS			
Non-current assets			
a) Property, plant and equipment	2	3.03	4.41
b) Financial assets			
i) Investments	3	326.39	556.21
ii) Loans	4	-	-
iii) Other financial assets	5	0.58	0.58
c) Deferred tax assets (Net)	6	29.67	11.25
		359.67	**572.45**
Current assets			
a) Financial assets			
i) Trade receivables	7	3.94	9.81
ii) Cash and Cash equivalents	8	1.99	5.14
iii) Other financial assets	9	102.92	68.81
b) Current tax asset (Net)	10	0.45	1.84
c) Other current assets	11	6.13	5.98
		115.43	**91.58**
Total Assets		**475.10**	**664.03**
EQUITY AND LIABILITIES			
EQUITY			
a) Equity Share capital	12	750.01	750.01
b) Other equity	13	(279.09)	(91.98)
		470.92	**658.03**
LIABILITIES			
Non-current liabilities			
a) Financial Liability			
i) Borrowing	14	-	1.11
b) Other non-current liabilities	15	-	-
		-	**1.11**
Current liabilities			
a) Financial liabilities			
i) Borrowings	16	1.11	1.77
b) Other current liabilities	17	2.21	2.04
c) Provisions	18	0.86	1.08
		4.18	**4.89**
Total Equity and liabilities		**475.10**	**664.03**
Material Accounting Policies & Notes to Financial Statements	**1 To 38**		

As Per Our Report Of Even Date attached

FOR J. S. VANZARA & ASSOCIATES
CHARTERED ACCOUNTANTS
Firm Reg. No. : 318143E

CA MAYUR THACKER
Partner
Membership No. : 308158

PLACE : KOLKATA
DATED : 25th May 2026

For and on Behalf of the Board of Directors

KISHOR SHAH
Director
(DIN : 00170502)

SHREEMANTA BANERJEE
Director
(DIN : 03019159)

STATEMENT OF STANDALONE PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2026

₹ in Lakhs

	Particulars	Note No.	Year ended 31st March, 2026	Year ended 31st March, 2025
	INCOME			
I	Revenue from operations	19	9.80	19.14
II	Other Income	20	0.11	0.06
	Total income(I+II)		**9.91**	**19.20**
III	**EXPENDITURE**			
	Employee Benefit Expenses	21	13.43	14.78
	Financial Costs	22	0.19	0.35
	Depreciation and amortization expense	23	1.38	2.01
	Other expenses	24	77.38	3.71
	Total Expense(III)		**92.38**	**20.85**
IV	Profit/(loss) before exceptional items and tax		(82.47)	(1.65)
V	Exceptional items		-	-
VI	**Profit/(loss) before tax**		**(82.47)**	**(1.65)**
VII	Tax expense:	25		
	(1) Current tax		-	-
	(2) Deferred tax		(0.05)	(0.34)
VIII	Profit/(loss) for the period from continuing operations		**(82.42)**	**(1.31)**
IX	Profit/(Loss) from discontinued operations		-	-
	Tax expense from discontinued operations		-	-
X	Profit/(loss) for the period from discontinued operations (after tax)		-	-
XI	**Profit/(loss) for the period**		**(82.42)**	**(1.31)**
XII	Other Comprehensive Income			
	A (i) Items that will not be reclassified to profit or loss			
	Remeausurement of net defined benefit liability		0.21	(0.29)
	Gains and losses from investments in equity instruments designated at fair value through other comprehensive income;		(123.27)	14.41
	(ii) Income tax relating to items that will not be reclassified to profit or loss		18.37	(9.21)
	B (i) Items that will be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
	Other comprehensive income/(loss) for the period		**(104.69)**	**4.91**
XIII	Total Comprehensive Income for the period (XI+XII) (Comprising Profit (Loss) and Other Comprehensive Income for the period)		**(187.11)**	**3.60**
XIV	Earning per equity share:	26		
	(1) Basic (₹)		(1.10)	(0.02)
	(2) Diluted (₹)		(1.10)	(0.02)

Material Accounting Policies & Notes to Financial Statements **1 To 38**

As Per Our Report Of Even Date attached

FOR J. S. VANZARA & ASSOCIATES
CHARTERED ACCOUNTANTS
Firm Reg. No. : 318143E

CA MAYUR THACKER
Partner
Membership No. : 308158

PLACE : KOLKATA
DATED : 25th May 2026

For and on Behalf of the Board of Directors

KISHOR SHAH
Director
(DIN : 00170502)

SHREEMANTA BANERJEE
Director
(DIN : 03019159)

STATEMENTS OF STANDALONE CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2026

Equity Share Capital **₹ in Lakhs**

Particulars	Balance at the beginning of the reporting year	Change in equity share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes during the reporting year	Balance at the end of the reporting year
For the year ended 31st March 2026	750.01	-	750.01	-	750.01
For the year ended 31st March 2025	750.01	-	750.01	-	750.01

Other Equity

	Reserves and Surplus	Other Comprehensive Income		Total Other Equity
	Retained Earnings	Equity instruments through Other Comprehensive Income	Remeasurement of Defined Benefit Liability	
Balance at 1 April 2025	**(46.95)**	**(47.28)**	**2.25**	**(91.98)**
Profit for the year	(82.42)	-	-	(82.42)
Other Comprehensive Income	-	(104.90)	0.21	(104.69)
Total Comprehensive Income for the year	(82.42)	(104.90)	0.21	(187.11)
Balance at 31st March 2026	**(129.37)**	**(152.18)**	**2.46**	**(279.09)**
Balance at 1 April 2024	**(45.64)**	**(52.49)**	**2.55**	**(95.57)**
Profit for the year	(1.31)	-	-	(1.31)
Other Comprehensive Income	-	5.20	(0.29)	4.91
Total Comprehensive Income for the year	(1.31)	5.20	(0.29)	3.61
Balance at 31st March 2025	**(46.95)**	**(47.28)**	**2.25**	**(91.98)**

As Per Our Report Of Even Date attached

FOR J. S. VANZARA & ASSOCIATES
CHARTERED ACCOUNTANTS
Firm Reg. No. : 318143E

CA MAYUR THACKER
Partner
Membership No. : 308158

PLACE : KOLKATA
DATED : 25th May 2026

For and on Behalf of the Board of Directors

KISHOR SHAH
Director
(DIN : 00170502)

SHREEMANTA BANERJEE
Director
(DIN : 03019159)

STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2026

₹ in Lakhs

	31st March, 2026		31st March, 2025	
A. CASH FLOW FROM OPERATING ACTIVITIES				
Net Profit before Tax		(82.47)		(1.65)
Adjustment for				
Depreciation	1.38		2.01	
(Profit) / Loss on sale of Investments	29.90		-	
Dividend on Investment	(0.01)		(0.01)	
Financial Cost	0.19		0.35	
		31.46		2.35
Operating profit before Working Capital change		(51.01)		0.70
Adjustment for				
Trade & Other Receivables	(28.18)		0.42	
Inventories	-		-	
Trade and Other Payables	(0.05)		0.37	
		(28.23)		0.79
Cash Generated from Operations		(79.24)		1.49
Direct Tax paid	1.39		(0.33)	
		1.39		(0.33)
Net Cash Flow from Operating activity		**(77.85)**		**1.15**
B. CASH FLOW FROM INVESTING ACTIVITIES				
Purchase of Investments	(23.35)		-	
Sale of Investments	100.00		-	
Dividend on Investment	0.01		0.01	
Net Cash flow from Investing Activities		**76.66**		**0.01**
C. CASH FLOW FROM FINANCING ACTIVITIES				
Interest paid	(0.19)		(0.35)	
Proceeds from Short-term borrowings	(1.77)		(1.62)	
Net cash used in Financing Activities		**(1.96)**		**(1.96)**
Net increase in Cash & Cash Equivalents		(3.15)		(0.80)
Opening Balance of Cash & Cash Equivalents		5.14		5.95
Closing Balance of Cash & Cash Equivalents		**1.99**		**5.14**
Components of Cash and Cash Equivalents				
Cash on Hand		**0.38**		**0.36**
Balances with Banks		**1.61**		**4.78**
Total Cash and Cash Equivalents		**1.99**		**5.14**

As Per Our Report Of Even Date attached

FOR J. S. VANZARA & ASSOCIATES
CHARTERED ACCOUNTANTS
Firm Reg. No. : 318143E

CA MAYUR THACKER
Partner
Membership No. : 308158

PLACE : KOLKATA
DATED : 25th May 2026

For and on Behalf of the Board of Directors

KISHOR SHAH
Director
(DIN : 00170502)

SHREEMANTA BANERJEE
Director
(DIN : 03019159)

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

The Company Information

Nexome Capital Services Limited (Formerly, SMIFS Capital Services Limited) (the "Company") is a public limited company incorporated and domiciled in India and has its registered office at Vaibhav, 4F, 4, Lee Road, Kolkata - 700 020, India.

The financial statements for the year ended March 31 2026 were approved by the Board of Directors and authorised for issue on 25th May 2026.

NOTE 1 : MATERIAL ACCOUNTING POLICY INFORMATION

a) Statement of Compliance

The financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under the companies (Indian Accounting Standards) Rules, 2015 as amended by companies (Indian Accounting Standards) (Amendment) Rules, 2016, the relevant provisions of Companies Act, 2013 ("the Act").

The financial statements are presented in Indian Rupees (in Lakhs) except otherwise indicated.

b) Basis of Preparation

The Financial Statements of the Company have been prepared on historical cost convention under accrual method of accounting and as a going concern concept except for certain assets and liabilities which are measured at fair values as required by Ind AS.

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.

All assets and liabilities have been classified as per the Company's normal operating cycle and the other criteria as set out in the Division II of Schedule III to the Companies Act, 2013. The Company has ascertained its operating cycle as 12 months for the purpose of current and noncurrent classification of assets and liabilities.

c) Use of estimates

In preparation of the financial statements, the Company makes judgements, estimates and assumptions about the carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and the associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and the underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised and future periods affected.

d) Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation/amortization and impairment, if any. Freehold land is disclosed at cost less impairment, if any. Cost comprises of purchase price and directly attributable cost of acquisition/ bringing the asset to its working condition for its intended use (net of credit availed, if any). Capital work in progress, plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

An item of property, plant and equipment and any significant part initially recognised is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognized.

The Company has elected to continue with the carrying value of its Property Plant & Equipment (PPE) recognised as on April 1, 2015 (transition date) measured as per the Previous GAAP and used that carrying value as its deemed cost as on the transition date as per Para D7AA of Ind AS 101.

Depreciation

Depreciation is the systematic allocation of the depreciable amount of PPE over its useful life and is provided on a written down value basis over the useful lives as prescribed under Schedule II to the Companies Act, 2013.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

Depreciable amount for PPE is the cost of PPE less its estimated residual value. The useful life of PPE is the period over which PPE is expected to be available for use by the Company, or the number of production or similar units expected to be obtained from the asset by the Company.

Depreciation on additions is provided on a pro-rata basis from the month of installation or acquisition. Depreciation on deductions/disposals is provided on a pro-rata basis up to the month preceding the month of deduction/disposal.

e) Impairment of Non-financial assets

The Company assesses at each reporting date whether there is any indication that any property, plant and equipment and intangible assets or group of assets, called cash generating unit may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the Statement of Profit and Loss. If at the balance sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount.

f) 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 and borrowing costs are being incurred. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

g) Provisions, Contingent liabilities and Contingent Assets

Provisions are recognised when there is a present obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and in respect of which reliable estimate can be made. Provisions are not discounted to its present value and are determined based on the best estimate required to settle the obligation at each Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the best current estimate.

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

Contingent assets are not recognised in financial statements since this may result in the recognition of income that may never be realised. However, when the realisation of income is virtually certain, then the related asset is not a contingent asset and is recognised.

h) Revenue recognition

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue is measured at the fair value of the consideration received or receivable, net of returns, discounts, volume rebates, and goods and service tax. The Company recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the Company regardless of when the payment is being made. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered in net of variable consideration on account of various discounts and schemes offered by the Company as part of the Contract.

i) Interest Income

Income from interest on deposits, loan and interest bearing securities is recognised on a time proportion basis taking into account the underlying interest rate.

j) Dividend income

Dividend income is recognised at the time when right to receive the payment is established, which is generally when the shareholders approve the dividend.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

k) Income Tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities (including MAT) attributable to temporary differences and to unused tax losses.

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purpose at reporting date. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized. The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Deferred tax assets include Minimum Alternate Tax (MAT) paid in accordance with the tax laws in India, which is likely to give future economic benefits in the form of availability of set off against future income tax liability. MAT is recognised as deferred tax assets in the Balance Sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with the asset will be realised.

l) Cash flow statement

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

m) Financial instruments

Financial assets and financial liabilities are recognised when a Company becomes a party to the contractual provisions of the instruments.

Financial Assets

Initial Recognition

All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction cost that are directly attributable to the acquisition or issue of financial assets and financial liabilities, that are not at fair value through profit or loss, are added to the fair value on initial recognition.

Classification and Subsequent Measurement: Financial Assets

The Company classifies financial assets as subsequently measured at amortised cost, fair value through other comprehensive income ("FVOCI") or fair value through profit or loss ("FVTPL") on the basis of following:

- entity's business model for managing the financial assets and
- contractual cash flow characteristics of the financial asset.

Debt Instruments

Amortised Cost

A financial asset is subsequently measured at amortise cost, if the financial asset is held within a business model, whose objective is to hold the asset in order to collect contractual cash flow and the contractual term of financial asset give rise on specified date to cash flow that are solely payment of principal and interest on principal amount outstanding.

Fair Value through Other Comprehensive Income

Financial assets that are held within a business model whose objective is achieved by both, selling financial assets and collecting contractual cash flows that are solely payments of principal and interest, are subsequently measured at fair value through other comprehensive income. Fair value movements are recognized in the other comprehensive income (OCI). Interest income measured using the EIR method and impairment losses, if any are recognised in the Statement of Profit and Loss. On derecognition, cumulative gain or loss previously recognised in OCI is reclassified from the equity to 'other income' in the Statement of Profit and Loss.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

Fair Value through Profit or Loss

A financial asset is classified and measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through OCI.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Equity Instruments

All investments in equity instruments classified under financial assets are measured at fair value. The company in respect of equity investments, which are not held for trading made an irrevocable election based on its judgment to present in other comprehensive income subsequent changes in the fair value (FVOCI) of such equity instrument. The Company makes such election on an instrument-by-instrument basis. Fair value changes on an equity instrument is recognised as other income in the Statement of Profit and Loss unless the Company has elected to measure such instrument at FVOCI. Fair value changes excluding dividends, on an equity instrument measured at FVOCI are recognised in OCI. Amounts recognised in OCI are not subsequently reclassified to the Statement of Profit and Loss. Dividend income on the investments in equity instruments are recognised as 'other income' in the Statement of Profit and Loss.

Financial Liabilities

Initial Recognition

Financial liabilities are initially measured at the amortised cost unless at initial recognition, they are classified as fair value through profit and loss. In case of trade payables, they are initially recognised at fair value and subsequently, these liabilities are held at amortised cost, using the effective interest method.

Classification and Subsequent Measurement: Financial liabilities

Financial liabilities are subsequently measured at amortised cost using the EIR method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the Statement of Profit and Loss.

Impairment of financial assets

Financial assets, other than those at FVTPL, are assessed for indicators of impairment at the end of each reporting period. The Company recognises a loss allowance for expected credit losses on financial asset. In case of trade receivables, the Company follows the simplified approach permitted by Ind AS 109 – Financial Instruments for recognition of impairment loss allowance. The application of simplified approach does not require the Company to track changes in credit risk. The Company calculates the expected credit losses on trade receivables using a provision matrix on the basis of its historical credit loss experience.

Derecognition of financial instruments

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the contractual rights to receive the cash flows from the asset.

A financial liability is derecognised when the obligation specified in the contract is discharged, cancelled or expires.

Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

n) Fair value measurements

The Company measures financial instruments at fair value at each balance sheet date.

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

- In the principal market for the asset or liability.

Or

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

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

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

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.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

o) Employee benefits

Defined contributions plan

Contributions to defined contribution schemes such as employees' state insurance, labour welfare fund, superannuation scheme, employee pension scheme etc. are charged as an expense based on the amount of contribution required to be made as and when services are rendered by the employees. Company's provident fund contribution, in respect of certain employees, is made to a government administered fund and charged as an expense to the Statement of Profit and Loss. The above benefits are classified as Defined Contribution Schemes as the Company has no further defined obligations beyond the monthly contributions.

Defined benefit plans

The Company's Liabilities on account of Gratuity and Earned Leave on retirement of employees are determined at the end of each financial year on the basis of actuarial valuation certificates obtained from Registered Actuary in accordance with the measurement procedure as per Indian Accounting Standard (Ind AS) -19., 'Employee Benefits.' The costs of providing benefits under these plans are also determined on the basis of actuarial valuation at each year end. Actuarial gains and losses for defined benefit plans are recognized through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

The Defined Benefit Plan can be short term or Long terms which are defined below:

(i) Short term Employee benefit

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefits obligations in the balance sheet.

(ii) Long term Employee benefits

Compensated absences which are not expected to occur within 12 months after the end of the period in which the employee renders the related services are recognized as a liability at the present value of the defined benefit obligation at the balance sheet date.

p) Segment reporting

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, whose operating results are regularly reviewed by the company's chief operating decision maker to make decisions for which discrete financial information is available. Based on the management approach as defined in Ind AS 108, the chief operating decision maker evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by business segments and geographic segments.

q) Earnings per share

Basic earnings per share is computed by dividing the net profit for the period attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

For the purpose of calculating diluted earnings per share, the net profit for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

r) Changes in Accounting Policies and disclosure

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2026, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

s) Compliance with audit trail for accounting software

The Company is using an ERP which is widely used. The ERP software is having an audit trail feature for maintaining its books of account. The Company enabled audit trail in all the tables throughout the year.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

NOTE 2 : PROPERTY PLANT AND EQUIPMENTS

For the year ended March 31, 2026 ₹ in Lakhs

Particulars	Gross Block				Depreciation				Net Block
	As on 01.04.2025	Additions	Deductions/	As on 31.03.2026	As on 01.04.2025	For the year	Adjustment	As on 31.03.2026	As on 31.03.2026
Vehicles	8.35	-	-	8.35	3.94	1.38	-	5.32	3.03
Sub total	**8.35**	**-**	**-**	**8.35**	**3.94**	**1.38**	**-**	**5.32**	**3.03**

For the year ended March 31, 2025 ₹ in Lakhs

Particulars	Gross Block				Depreciation				Net Block
	As on 01.04.2024	Additions	Deductions/ Adjustments	As on 31.03.2025	As on 01.04.2024	For the year	Adjustment	As on 31.03.2025	As on 31.03.2025
Vehicles	8.35	-	-	8.35	1.93	2.01	-	3.94	4.41
Sub total	**8.35**	**-**	**-**	**8.35**	**1.93**	**2.01**	**-**	**3.94**	**4.41**

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

NOTE 3 : INVESTMENT ₹ in Lakhs

Sl. No.		As at 31st March, 2026		As at 31st March, 2025	
		No. /Units	Amount	No. /Units	Amount
1	**Investments Carried at fair value through Other comprehensive Income:**				
	Investment in Equity Shares				
	Equity shares of Rs.10 each (Unless otherwise stated)				
	(i) Quoted				
	KEC International Ltd.	175	0.90	175	1.37
	(ii) Unquoted				
	Antriksh Vyapaar Limited	1,650,000	-	1,650,000	184.64
	Andaman Plantations & Development Corporation Pvt. Ltd.	100	0.10	30,000	30.00
	Progressive Star Finance Ltd.	9,500	302.04	9,500	240.21
	GFCL EV Products Limited	61,450	23.35	-	-
2	**Investments Carried at amortised cost:**				
	Investment in Preference Shares				
	(Non Cumulative Rs.100/- Each)				
	Unquoted, fully paid up				
	15% Andaman Plantations & Development Corporation Pvt. Ltd.	-	-	60,000	60.00
	18% Andaman Plantations & Development Corporation Pvt. Ltd.	-	-	40,000	40.00
	Total	**1,721,225**	**326.39**	**1,789,675**	**556.21**
	Aggregate book value of unquoted Investments		325.49		554.84
	Aggregate book value of quoted Investments		0.90		1.37
	Aggregate market value of quoted Investments		0.90		1.37

Sl. No.	Particulars	As at 31st March, 2026	As at 31st March, 2025
	NOTE 4 : LOANS		
1	Others	-	-
	Total	**-**	**-**
	NOTE 5 : OTHER NON CURRENT FINANCIAL ASSETS		
1	Unsecured Considered Good	0.58	0.58
	Total	**0.58**	**0.58**

	As at 31st March, 2026		As at 31st March, 2025	
NOTE 6 : DEFERRED TAX ASSETS (NET)				
Deferred tax Asset				
On Disallowances under the Income Tax Act, 1961	0.16		0.36	
On difference between wdv as per book and wdv as per Income Tax Act of fixed assets	0.52		0.41	
Deferred tax Asset				
On Financial Instrument	28.99	29.67	10.48	11.25
		29.67		**11.25**

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

₹ in Lakhs

Sl. No.	Particulars	As at 31st March, 2026	As at 31st March, 2025
	NOTE 7 : TRADE RECEIVABLES		
1	Unsecured Considered Good	3.94	9.81
	Total	**3.94**	**9.81**

Particulars	Outstanding for following periods from due date of payment#					
	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
Trade Receivables Ageing Schedule - As on 31/03/2026						
(i) Undisputed Trade receivables - consider good	-	-	3.94	-	-	3.94
(ii) Undisputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade receivables - credit impaired	-	-	-	-	-	-
(iv) Disputed Trade receivables - consider good	-	-	-	-	-	-
(v) Disputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade receivables - credit impaired	-	-	-	-	-	-
Trade Receivables Ageing Schedule - As on 31/03/2025						
(i) Undisputed Trade receivables - consider good	9.81	-	-	-	-	9.81
(ii) Undisputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade receivables - credit impaired	-	-	-	-	-	-
(iv) Disputed Trade receivables - consider good	-	-	-	-	-	-
(v) Disputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade receivables - credit impaired	-	-	-	-	-	-

Sl. No.	Particulars	As at 31st March, 2026	As at 31st March, 2025
	NOTE 8 : CASH & CASH EQUIVALENTS		
1	Balance with banks		
	Current Account Balances	1.61	4.78
2	Cash on hand	0.38	0.36
	Total	**1.99**	**5.14**
	NOTE 9 : OTHERS FINANCIAL ASSETS		
	Short term Loans & Advances		
1	Other Advances	102.92	68.81
	Total	**102.92**	**68.81**
	NOTE 10 : CURRENT TAX ASSET (NET)		
1	Advance Income Tax (Net of Provision)	0.45	1.84
	Total	**0.45**	**1.84**
	NOTE 11 : OTHER CURRENT ASSETS		
1	Balance with Statutory Authorities	0.03	-
2	Prepaid Expenses	6.10	5.98
	Total	**6.13**	**5.98**

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

₹ in Lakhs

Sl. No.	Particulars	As at 31st March, 2026	As at 31st March, 2025
	NOTE 12 : EQUITY SHARE CAPITAL		
1	**AUTHORIZED**		
	1,50,00,000 (1,50,00,000) Equity Shares of ₹ 10/- each	1,500.00	1,500.00
		1,500.00	**1,500.00**
2	**ISSUED, SUBSCRIBED & PAID UP**		
	75,00,070 (75,00,070) Equity Shares of ₹ 10/- each, Fully paid up	750.01	750.01
		750.01	**750.01**

3 The details of shareholders holding more than 5% shares

	No. of shares	% held	No. of shares	% held
Nexome Capital Markets Limited	7,500,070	100.00	7,500,070	100.00

4 Detail of Promoter Shareholding

Sl. No.	Promoter Name	As at 31st March, 2026			As at 31st March, 2025		
		No. of shares	% of total shares	% Change during the year	No. of shares	% of total shares	% Change during the year
1	Nexome Capital Markets Limited	7,500,070	100	-	7,500,070	100	-
	Total	**7,500,070**	**100**	**-**	**7,500,070**	**100**	**-**

NOTE 13 : OTHER EQUITY

Sl. No.	Particulars	As at 31st March, 2026		As at 31st March, 2025	
1	Retained Earnings				
	Balance brought forward from previous year	(46.95)		(45.64)	
	Profit for the Year	(82.42)		(1.31)	
			(129.37)		(46.95)
2	Opening OCI	(45.03)		(49.94)	
	Add: During the year OCI	(104.69)		4.91	
			(149.72)		(45.03)
	Total		**(279.09)**		**(91.98)**

Sl. No.	Particulars	As at 31st March, 2026	As at 31st March, 2025
	NOTE 14 : BORROWINGS		
1	**Secured Loans**		
	From Bank	1.11	2.88
	Current Maturity of Long term Debt	(1.11)	(1.77)
	Total	**-**	**1.11**
14.1	The above Term Loans are secured by hypothecation of the vehicles against which loans are taken		
14.2	**Repayment Schedule:-**		
	Term Loan (Secured):		
	a) HDFC Bank Ltd		
	Repayable in 39 monthly installments of ₹ 16,357/- from August 2023	1.11	1.77
	Total	1.11	**1.77**
	NOTE 15 : OTHER NON CURRENT LIABILITIES		
1	Advance from party	-	-
	Total	-	-

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

₹ in Lakhs

Sl. No.	Particulars	As at 31st March, 2026	As at 31st March, 2025
	NOTE 16 : BORROWINGS		
1	Current Maturity of Long term Debt	1.11	1.77
	Total	**1.11**	**1.77**
	NOTE 17 : OTHER CURRENT LIABILITIES		
	Other current liabilties		
1	Statutory Dues	0.12	0.16
2	Liability for expenses	2.09	1.88
	Total	**2.21**	**2.04**
	NOTE 18 : PROVISIONS		
1	Provision for employees benefits	0.86	1.08
	Total	**0.86**	**1.08**
		Year ended 31st March, 2026	**Year ended 31st March, 2025**
	NOTE 19 : REVENUE FROM OPERATIONS		
1	Investment Banking Operations (Net)	9.80	19.14
	Total	**9.80**	**19.14**
	NOTE 20 : OTHER INCOME		
1	Interest on I.T Refund	0.10	0.05
2	Dividend Income	0.01	0.01
	Total	**0.11**	**0.06**
	NOTE 21 : EMPLOYEE BENEFIT EXPENSES		
1	Salaries, Bonus & Allowances	11.07	12.19
2	Contribution to provident and other funds	0.88	0.94
3	Staff Welfare Expenses	1.48	1.65
	Total	**13.43**	**14.78**
	NOTE 22 : FINANCIAL COST		
1	Interest Expense - On loans	0.19	0.35
	Total	**0.19**	**0.35**
	NOTE 23 : DEPRECIATION & AMORTISATION COST		
1	Depreciation	1.38	2.01
	Total	**1.38**	**2.01**
	NOTE 24 : OTHER EXPENSES		
1	Telephone Expenses	0.25	0.24
2	Professional, Legal & Consultancy Charges	0.85	0.75
3	Business Promotion Expenses	0.13	0.23
4	Vehicle Expenses	0.93	1.12
5	Membership & Subscription Fees	0.23	0.18
6	Miscellaneous Expenses	1.30	0.79
7	Bad Debts	43.37	-
8	Rates & Taxes	0.18	0.18
9	Insurance	0.10	0.11
10	Auditors' Remuneration	0.10	0.10
11	Printing & Stationery	0.04	-
12	Long Term Capital Gain / Loss	29.90	-
	Total	**77.38**	**3.71**

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

₹ in Lakhs

Sl. No.	Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
	NOTE 25 : TAX EXPENSES		
1	Current Tax		
	Provision For Taxation	-	-
	Income Tax Earlier Year	-	-
		-	-
2	Deferred tax	(0.05)	(0.34)
	Total	**(0.05)**	**(0.34)**

NOTE 26 : EARNINGS PER EQUITY SHARE

The Company's Earnings Per Share ('EPS') is determined based on the net profit / (loss) attributable to the shareholders of the company. Basic earnings per share is computed using the weighted average number of shares outstanding during the year. Diluted earnings per share is computed using the weighted average number of common and dilutive common equivalent shares outstanding during the year.

₹ in Lakhs

	31st March, 2026	31st March, 2025
Net Profit / (Loss) attributable to equity shareholders		
Profit / (Loss) after tax	(82.42)	(1.31)
Nominal value of equity share (₹)	10.00	10.00
Weighted-average number of equity shares for basic & Diluted EPS	75.00	75.00
Basic & Diluted earnings per share (₹)	**(1.10)**	**(0.02)**

NOTE 27 : SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Judgements

In the process of applying the Company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements:

Fair value measurement of financial instruments

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 other valuation techniques. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements 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 instrument.

Impairment of non-financial assets

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Company is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

₹ in Lakhs

	31st March, 2026	31st March, 2025
NOTE 28 : EMPLOYEE BENEFIT OBLIGATIONS		
Leave Obligations		
To be Recognised in PL		
Current Service Cost	0.03	0.18
Interest Cost on Benefits Obligation	0.07	0.05
Expected Return on Planned Asset	-	-
Actuarial Gain/Loss	0.03	0.28
Past Service Cost	-	-
Total	**0.13**	**0.51**
Net Liability /Asset recognised in BS		
Present value of Defined Benefit Obligation	0.86	1.08
Fair Value of Planned Asset	-	-
Funded status {Surplus/(Deficit)}	(0.86)	(1.08)
Effect of balance sheet asset	-	-
Unrecognised Past Service Cost	-	-
Net asset/(liability) recognised in balance sheet	**(0.86)**	**(1.08)**
Change in the PV of DBO during the year		
PV of DBO at beginning of the year	1.08	0.74
Current Service Cost	0.03	0.18
Interest Cost on DBO	0.07	0.05
Benefits Paid from Planned Asset	(0.34)	(0.16)
Actuarial Loss/Gains	0.03	0.28
Total	**0.86**	**1.08**
Principal Assumption		
Discount Rate	7.15%	6.45%
Rate of Increase in salaries	7.50%	7.50%

These assumptions were developed by management with the assistance of independent actuarial appraisers. Discount factors are determined close to each year-end by reference to government bonds of relevant economic markets and that have terms to maturity approximating to the terms of the related obligation. Other assumptions are based on management's historical experience.

	31st March, 2026	31st March, 2025
Sensitivity analysis for Present value of Defined Benefit obligation		
Impact of the change in discount rate		
Present value of obligation at the end of the year	0.86	1.08
a) Impact due to increase of 1 %	0.84	1.00
b) Impact due to decrease of 1 %	0.89	1.18
Impact of the change in salary increase		
Present value of obligation at the end of the year	0.86	1.08
a) Impact due to increase of 1 %	0.90	1.18
b) Impact due to decrease of 1 %	0.83	0.99

Gratuity

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/ termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service.

The amounts recognised in the balance sheet and the movements in the net defined benefit obligation over the year are as follows:

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

₹ in Lakhs

	31st March, 2026	31st March, 2025
NOTE 28 : EMPLOYEE BENEFIT OBLIGATIONS (Contd.)		
To be Recognised in PL		
Current Service Cost	0.19	0.36
Interest Cost on Benefits Obligation	(0.10)	(0.14)
Expected Return on Planned Asset	-	-
Actuarial Gain/Loss	-	-
Past Service Cost	-	-
Total	**0.10**	**0.21**
To be Recognised in OCI		
Actuarial Loss/Gains	(0.12)	0.34
Expected Return on Planned Asset	(0.09)	(0.05)
Re-measurement (or Actuarial (gain/loss) arising because of change in effect of asset ceiling	-	-
Total	**(0.21)**	**0.29**
Net Liability /Asset recognised in BS		
PV of Defined Benefit Obligation	6.98	6.48
Fair Value of Planned Asset	8.64	8.03
	1.67	**1.55**
Less: Unrecognised Past Service Cost	-	-
Total - Net defined Benefit	**1.67**	**1.55**
Change in the PV of DBO during the year		
PV of DBO at beginning of the year	6.48	5.40
Current Service Cost	0.19	0.36
Interest Cost on DBO	0.42	0.38
Benefits Paid from Planned Asset	-	-
Actuarial Loss/Gains	(0.12)	0.34
Plan Amendments	-	-
Total	**6.98**	**6.48**
Change in the Fair Value of Asset during the year		
Fair value of Plan Asset at beginning	8.03	7.46
Expected Return	0.09	0.05
Contribution by Employer	-	-
Benefits Paid	-	-
Acturial Gains/Losses	0.52	0.52
Total	**8.64**	**8.03**
Principal Assumption		
Discount Rate	7.15%	6.45%
Rate of Increase in salaries	7.50%	7.50%

These assumptions were developed by management with the assistance of independent actuarial appraisers. Discount factors are determined close to each year-end by reference to government bonds of relevant economic markets and that have terms to maturity approximating to the terms of the related obligation. Other assumptions are based on management's historical experience.

Sensitivity analysis for Present value of Defined Benefit obligation

	31st March, 2026	31st March, 2025
Impact of the change in discount rate		
Present value of obligation at the end of the year	6.98	6.48
a) Impact due to increase of 1 %	6.75	6.20
b) Impact due to decrease of 1 %	7.23	6.80
Impact of the change in salary increase		
Present value of obligation at the end of the year	6.98	6.48
a) Impact due to increase of 1 %	7.23	6.80
b) Impact due to decrease of 1 %	6.74	6.19

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

NOTE 29 : FINANCIAL INSTRUMENTS BY CATEGORY

For amortised cost instruments, carrying value represents the best estimate of fair value.

₹ in Lakhs

Particulars	31st March 2026			31st March 2025		
	FVTPL	FVOCI	Amortised cost	FVTPL	FVOCI	Amortised cost
Financial assets						
Trade receivables	-	-	3.94	-	-	9.81
Loans	-	-	-	-	-	-
Cash and cash equivalents	-	-	1.99	-	-	5.14
Investments	-	326.29	0.10	-	426.21	130.00
Other financial assets	-	-	103.50	-	-	69.39
Total	**-**	**326.29**	**109.53**	**-**	**426.21**	**214.34**
Financial liabilities						
Borrowings	-	-	1.11	-	-	2.88
Trade payable	-	-	-	-	-	-
Security deposit	-	-	-	-	-	-
Other financial liabilities	-	-	-	-	-	-
Total	**-**	**-**	**1.11**	**-**	**-**	**2.88**

(a) Fair value hierarchy

Financial assets and liabilities measured at fair value and amortised cost for which fair values are disclosed	31st March 2026			31st March 2025		
Particulars	**Level 1**	**Level 2**	**Level 3**	**Level 1**	**Level 2**	**Level 3**
Investment in equity shares	0.90	325.49	-	1.37	454.84	-
Investment in preference shares	-	-	-	-	100.00	-
Total financial assets	**0.90**	**325.49**	**-**	**1.37**	**554.84**	**-**
Financial liabilities						
Borrowings	-	-	1.11	-	-	2.88
Total	**-**	**-**	**-**	**-**	**-**	**2.88**

Level 1 : Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments that have quoted price. The fair value of all equity instruments which are traded in the stock exchanges is valued using the closing price as at the reporting period.

Level 2 : The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is inlcuded in Level 2.

Level 3 : If one or more of the significant inputs are not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, contingent consideration and indemnification asset included in level 3.

(b) Fair value of financial assets and liabilities measured at amortised cost and FVTPL

Particulars	31st March 2026		31st March 2025	
	Carrying amount	Fair value	Carrying amount	Fair value
Financial assets				
Carried at amortised cost				
Cash and Bank balances	1.99	1.99	5.14	5.14
Trade Receivables	3.94	3.94	9.81	9.81
Investments	326.39	326.39	556.21	556.21
Other financial assets	103.50	103.50	69.39	69.39
Total financial assets	**435.82**	**435.82**	**640.55**	**640.55**
Financial liabilities				
Carried at ammortised cost				
Borrowings	1.11	1.11	2.88	2.88
Total financial liabilities	**1.11**	**1.11**	**2.88**	**2.88**

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

NOTE 30 : FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's principal financial liabilities comprise loans and borrowings and other payables. The main purpose of these financial liabilities is to finance the Company's operations and to support its operations. The Company's financial assets include Investment in equity instruments, Investment in preference shares, Investment in debentures, trade and other receivables, and cash & cash equivalents that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The company's senior management oversees the management of these risks.

(A) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risks. The value of a financial instrument may change as a result of changes in the interest rates, equity price fluctuations and other market changes. Future specific market movements cannot be normally predicted with reasonable accuracy.

Equity Price risk

Equity Price Risk is related to the change in market reference price of the investments in equity securities. The fair value of Company's investment in quoted equity securities as at March 31, 2026 and March 31, 2025 was ₹ 0.90 Lakhs and ₹ 1.37 Lakhs respectively. A 10% change in equity price as at March 31, 2026 and March,2025 would result in an impact of ₹ 0.09 Lakhs and ₹ 0.14 Lakhs respectively.

(Note: The impact is indicated on equity before consequential tax impact, if any).

(B) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument leading to a financial loss. The Company is exposed to credit risk from its financing activites, investment in mutual funds and other financial instruments.

(C) Liquidity risk

The Company monitors its risk of a shortage of funds by estimating the future cash flows. The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts, cash credit facilities and bank loans. The Company assessed the concentration of risk with respect to refinancing its debt and concluded it to be low.

NOTE 31 : RELATED PARTY DISCLOSURE (AS PER IND AS-24 - RELATED PARTY DISCLOSURES)

Relationships:

(a) Entities where Key management personnel and their relatives are able to exercise significant influence

Nexome Capital Markets Limited (Holding Company)
Nexome Wealth Management Ltd (Fellow Subsidiary Company)

(b) Key Management Personnel

Mr Kishor Shah - Director
Mr. Shreemanta Banerjee - Director
Mrs. Pushpa Mishra - Director
Mr. Nitin Daga - Director (Appointed w.e.f. 05-11-2025)
Ms. Sanjana Gupta - Company Secretary (Upto 03-11-2025)

(c) Relatives to Key Management Personnel

Disclosure of Related Party Transactions provides the information about the Company's structure. The following tables provides the total amount of transactions that have been entered into with related parties for the relevant financial year.

(a) Transaction with related parties

Particulars	Enterprise described in (a) above		Key Management Personnel		Relatives of Key Management Personnel	
	31st March 2026	31st March 2025	31st March 2026	31st March 2025	31st March 2026	31st March 2025
Salary & Wages	-	-	4.80#	5.80#	-	-
Outstanding Balance as on 31st March 2026	-	-	-	-	-	-

 # This includes Employer's Contribution to Provident Fund

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

NOTE 32 : CAPITAL MANAGEMENT

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Group monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt.

₹ in Lakhs

Particulars	31st March, 2026	31st March, 2025
Equity Share Capital	750.01	750.01
Other Equity	(279.09)	(91.98)
Total Equity (A)	**470.92**	**658.03**
Non Current Borrowings	-	1.11
Short term Borrowings	-	-
Current Maturities of long term borrowings	1.11	1.77
Gross Debts (B)	**1.11**	**2.88**
Less : Current Investments	-	-
Less: Cash and cash Equivalments	1.99	5.14
Net Debt	**(0.88)**	**(2.26)**
Gearing Ratio	**(0.0019)**	**(0.0034)**

NOTE 33 : EFFECTIVE TAX RECONCILIATION

The major components of income tax expense and the reconciliation of expense based on the domestic effective tax rate and the reported tax expense in profit or loss are as follows :-

Accounting profit before income tax	(82.47)	(1.65)
Applicable tax rate (Percentage)	26.00	26.00
Expected income tax	-	-
Income exempt from tax	-	-
Non dedcutible expenses for tax purpose	(0.03)	0.14
Effect of unrecognised tax losses for earlier years	-	-
Other adjustments	(0.01)	(0.48)
Income Tax recognised in Profit and Loss account	**(0.04)**	**(0.34)**

NOTE 34 : AUDITORS' REMUNERATION AND EXPENSES

for audit matter	0.10	0.10

NOTE 35 : SEGMENT REPORTING

Segment Revenue		
Capital Market Operations	-	-
Investment Banking Operations	9.80	19.14
Others	0.11	0.06
Net Revenue	**9.91**	**19.20**
Result - Profit/ (Loss)		
Capital Market Operations	-	-
Investment Banking Operations	9.80	19.14
Others	0.11	0.06
Total	**9.91**	**19.20**
Less: Interest	0.19	0.35
Other unallocable expenses net of unallocable income	92.19	20.49
Profit/ (Loss) Before Tax	**(82.47)**	**(1.64)**

Capital employed:

Fixed Assets used in the Company's operations or liabilities contracted cannot be identified with any of the reportable segments as the fixed assets are used interchangeably between segments. The Company believes that it is currently not practicle to provide segment disclosures relating to total assets and liabilities since a meaningful segregation of data is not possible.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

NOTE 36 : IMPORTANT RATIOS

Particulars	Formulae	3/31/2026	3/31/2025	Change in Ratio in %	Reason for Change
a) Current Ratio	Current Assets/ Current Liabilities	27.63 times	18.73 times	47.52	Current assets increased so current ratio increased.
b) Debt-Equity Ratio	Debt/Equity	-	-	-	-
c) Debt Service Coverage Ratio	Earning Available for debt service/(Current Maturities of Long Term debt+Interest)	(62.15) times	0.33 times	(18722.56)	Due to decrease in revenue and hence decrease in profit,the debt service coverage ratio is decreased.
d) Return on Equity Ratio	Net Income/ Shareholders' Equity	(12.45%)	(0.19%)	6,561.38	Due to decrease in PAT
e) Inventory turnover Ratio	Inventory/Turnover	-	-	-	-
f) Trade Receivables turnover Ratio	Turnover/ Average Debtors	1.43 times	1.92 times	(25.81)	Due to decrease in turnover
g) Trade Payables turnover Ratio	Purchase / Average Trade Payable	-	-	-	-
h) Net Capital turnover Ratio	Net Working capital/Turnover	0.09 times	0.22 times	(60.08)	Due to decrease in turnover
i) Net profit Ratio	Net Income/Turnover	(8.407%)	(0.069%)	12,129.21	Due to decrease in profit after tax.
j) Return on Capital employed	EBIT/Capital Employed	(17.4300%)	(0.1980%)	8,704.25	Due to decrease in earning before interest and tax.
k) Return on investment	PAT/Capital Empoyed	(17.46%)	(0.20%)	8671.96	Due to decraese in PAT.

NOTE 37 : OTHER STATUTORY INFORMATION

(i) The Company does not have any Benami property, where any proceedings have been initiated or pending against the Company during the year for holding any benami property.

(ii) The Company did not have any transactions with companies, struck off during the year.

(iii) The Company does not have any charges or satisfaction, which is yet to be registered with ROC beyond the statutory period.

(iv) The Company has not traded or invested in Crypto currency or Virtual Currency during the year.

(v) The Company has not advanced or lent or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall :

a) directly or indirectly lend or invest in others 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.

(vi) The Company has not received any fund from any person(s) or entity(ies), 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 others 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.

(vii) The company did not have any such 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).

(viii) Title deed of all the immovable properties appearing in the books of company are held in company's own name.

(ix) The Company has not revalued any of its Property, Plant and Equipment (including Right-of-Use Assets) during the current reporting period and also for previous year.

(x) During the year the Company did not provide any loans or advances which remains outstanding (repayable on demand or without specifying any terms or period of repayment) to specified persons.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

NOTE 37 : OTHER STATUTORY INFORMATION (Contd.)

(xi) The Company does not have any borrowings from banks or financial institutions on the basis of security of current assets of the Financial statements, hence no disclosure is required as such.

(xii) The Company has not been declared as willful defaulter as at the date of the balance sheet or on the date of approval of the financial statements, hence no disclosure is required as such.

(xiii) The Company has complied with the number of layers prescribed under Clause (87) of Section 2 of the Companies Act, 2013 read with Companies (restriction on number of layers) Rules, 2017.

NOTE 38 :

Previous year figures have been reclassified / regrouped / rearranged wherever necessary.

As Per Our Report Of Even Date attached

FOR J. S. VANZARA & ASSOCIATES
CHARTERED ACCOUNTANTS
Firm Reg. No. : 318143E

CA MAYUR THACKER
Partner
Membership No. : 308158

PLACE : KOLKATA
DATED : 25th May 2026

For and on Behalf of the Board of Directors

KISHOR SHAH
Director
(DIN : 00170502)

SHREEMANTA BANERJEE
Director
(DIN : 03019159)

Nexome Wealth Management Limited

CIN : U66301WB2025PLC281213

BOARD OF DIRECTORS

Mr. Kishor Shah	-	Director
Mr. Samarth Parekh	-	Director
Mrs. Pushpa Mishra	-	Director
Mr. Shreemanta Banerjee	-	Director

AUDITORS

J. S. Vanzara & Associates
Chartered Accountants

BANKERS

HDFC Bank Ltd.

REGISTERED OFFICE

"Vaibhav" (4F), 4 Lee Road, Kolkata -700 020
Phone : (033) 2290-7400 / 7401
E-mail ID : nwml@nexomegroup.com

REGISTRAR & SHARE TRANSFER AGENT

M/s Maheshwari Datamatics Private Ltd
23, R. N. Mukherjee Road, 5th Floor
Kolkata - 700 001
Phone : (033) 2243-5029, 2248-2248
E-mail : mdpldc@yahoo.com

Nexome Wealth Management Limited

CIN : U66301WB2025PLC281213
Regd. Office : “Vaibhav” 4F, 4, Lee Road, Kolkata - 700 020
Phone : (033) 2290-7400 / 7401, E-mail ID : nwml@nexomegroup.com

NOTICE

NOTICE IS HEREBY GIVEN that the First Annual General Meeting of the members of **NEXOME WEALTH MANAGEMENT LIMITED** will be held on the 8th day of August, 2026 at the Registered Office of the Company at “Vaibhav” 4F, 4, Lee Road, Kolkata- 700 020 at 11:00 a.m. for transacting the following business:

Ordinary Business

1. To receive, consider and adopt the Balance Sheet as at March 31, 2026, and the Statement of Profit & Loss Account for the period ended on that date and the reports of the Directors' and Auditors' thereon.

2. To appoint a Director in place of Mr. Kishor Shah (DIN: 00170502) who retires by rotation and being eligible offers himself for re-appointment.

3. **To consider appointment of Statutory Auditor of the Company and fix their remuneration**:

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

   “RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s. J.S. Vanzara & Associates, Chartered Accountants (Firm Registration Number - 318143E) who were appointed as the First Auditor of the Company in the Board Meeting held on July 22, 2025, be and are hereby appointed as the Statutory Auditor of the Company, to carry out Audit for consecutive 5 years, i.e. from the conclusion of the First Annual General Meeting until the conclusion of the Sixth Annual General Meeting, on such remuneration including out of pocket expenses and other expenses as may be mutually agreed by and between the Board of Directors and the Auditor.”

   “RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to fix the remuneration payable to the said Auditors and to do all such acts, deeds and things as may be necessary to give effect to this resolution.”

By Order of the Board of Directors
For Nexome Wealth Management Limited

Regd. Office :
“Vaibhav” 4F, 4, Lee Road
Kolkata - 700 020

Date : The 25th day of May, 2026

Sd/-
(Shreemanta Banerjee)
Director
DIN : 03019159

Note :

A Member entitled to attend and vote at this Annual General Meeting may appoint a proxy to attend and vote on a poll on his behalf. A proxy need not be a Member of the Company. Proxy Forms, in order to be effective, must be received by the Company at its Registered Office at "Vaibhav" 4F, 4, Lee Road Kolkata-700020 not less than forty-eight hours before the commencement of this Annual General Meeting.

By Order of the Board of Directors
For Nexome Wealth Management Limited

Sd/-
(Shreemanta Banerjee)
Director
DIN : 03019159

DIRECTORS' REPORT

To the members of **NEXOME WEALTH MANAGEMENT LIMITED,**

Your Directors have pleasure in presenting the Annual Report and the Audited Financial Statements for the period ended March 31, 2026.

FINANCIAL RESULTS (₹ in Lakhs)

Particulars	Period ended 31.03.2026
Profit/(Loss) before Interest, Depreciation & Tax	(3.41)
Less: Finance Charge	-
Profit/(Loss) before Depreciation & Tax	(3.41)
Less: Depreciation / Amortization	-
Profit/ (Loss) before Tax	**(3.41)**
Less : Tax Expenses	-
Profit/ (Loss) after Tax	**(3.41)**
Profit/(Loss) brought forward from earlier years	-
Profit/(Loss) carried to Balance Sheet	(3.41)

DIVIDEND

In view of loss incurred during the year, no dividend is recommended.

PERFORMANCE, STATE OF COMPANY'S AFFAIRS AND NATURE OF BUSINESS:

The Company has been incorporated on July 22, 2025 and commenced its business therefrom with the objective of providing all kinds of corporate advisory services as mentioned in the Memorandum and Articles of Association as per Companies Act, 2013.

DEPOSITS

The Company has not accepted any deposit falling within the ambit of Section 73 of the Companies Act, 2013 and The Companies (Acceptance of Deposits) Rules, 2014 from the public.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The particulars of loans, guarantees and investments have been disclosed in the financial statements.

MATERIAL CHANGES AND COMMITMENTS

Your Company has been incorporated on July 22, 2025, and is a wholly – owned subsidiary of Nexome Capital Markets Limited (Formerly SMIFS Capital Markets Limited).

No other material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which these financial statements relate and the date of this report.

MEMORANDUM OF ASSOCIATION AND ARTICLES OF ASSOCIATION ADOPTED AS PER COMPANIES ACT, 2013

A set of Memorandum of Association and Articles of Association have been adopted by the Company as per Companies Act, 2013 with the approval from Ministry of Corporate Affairs, Central Processing Centre vide a “Certificate of Registration dated July 22, 2025, wherein the first subscribers of the Company have been mentioned. The Company shall carry out its objectives as per the Memorandum and Articles of Association of the Company and any activity beyond that shall require immediate alteration in the Memorandum and Articles of Association.

SHARE CAPITAL OF THE COMPANY

The Company has an Authorized Share Capital of Rs. 100.00 Lakhs and Paid-up Share Capital of Rs. 25.00 Lakhs and is a Company limited by shares.

The Company has not issued any shares with differential voting rights / sweat equity shares / employee stock options.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations to monitor and evaluate the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies of the Company and its subsidiary. Based on the report of auditors, corrective action is undertaken in respective areas and thereby controls are strengthened.

SUBSIDARY COMPANY/ JV/ASSOCIATES

As on March 31, 2026, there is no Subsidiary / Joint Venture/ Associate Companies of Nexome Wealth Management Limited.

DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SUB SECTION (12) OF SECTION 143 OF COMPANIES ACT 2013, OTHER THAN THOSE REPORTABLE TO THE CENTRAL GOVERNMENT

No material fraud by the company or on the company by its officers or employees has been noticed or reported during the course of audit.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY’S OPERATIONS IN FUTURE

There are no significant material orders passed by the Regulators/Courts which would impact the going concern status of the Company and its future operation.

DETAILS OF APPLICATION OR NO PROCEEDING IS PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016

The Company has not made any application, or no proceeding is pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year.

DISCLOSURE OF REASON FOR DIFFERENCE BETWEEN VALUATION DONE AT THE TIME OF TAKING LOAN FROM BANK AND AT THE TIME OF ONETIME SETTLEMENT

There were no instances of one-time settlement with any Bank or Financial Institution.

RESIGNATION / APPOINTMENT OF THE KEY MANAGERIAL PERSONNEL

There is no such Key Managerial Personnel in the Company.

DIRECTORS' RESPONSIBILITY STATEMENT AS REQUIRED UNDER SECTION 134(3)(c) OF THE COMPANIES ACT, 2013

The Directors hereby confirm that:

(a) In the preparation of the Annual Accounts the applicable accounting standards have been followed along with proper explanation relating to material departures.

(b) the Directors have selected such accounting policies and applied them consistently and made judgement and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and the profit and loss of the Company for that period.

(c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provision of this act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.

(d) the Directors have prepared the annual accounts on a going concern basis, and

(e) the Directors have devised proper systems to ensure compliance with the provision of all applicable laws and that such systems were adequate and operating effectively.

RELATED PARTY TRANSACTIONS

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large.

SECRETARIAL STANDARDS

The Company is compliant with all the mandatory secretarial standards as issued by the Institute of Company Secretaries of India (ICSI).

BOARD OF DIRECTORS

As on March 31, 2026, your Company had 4 Non- Executive Directors. Mr. Kishor Shah retires by rotation and being eligible offers himself for re-appointment. Further, Mr. Shreemanta Banerjee, Mr. Samarth Parekh and Mrs. Pushpa Mishra are Non- Executive, Non-Independent Director in the Company.

None of your Directors on the Board are members of more than 10 Committees and Chairman of more than 5 Committees across all Companies in which they are Directors. Necessary disclosures regarding position in Committees of other Public Companies as on March 31, 2026 have been made by the Directors.

Board Members are responsible for the management of the business. Role, functions, responsibility and accountability of the Board are clearly defined. In addition to its primary role of monitoring corporate performance, functions of the Board include (i) approving corporate philosophy and vision; (ii) formulation of strategic and business plans; (iii) reviewing and approving financial plans and budgets; (iv) monitoring corporate performance against strategic and business plans, including overseeing operations; (v) ensuring ethical behavior and compliance of laws and regulations; (vi) reviewing and approving borrowing limits; (vii) formulating exposure limits; and (viii) keeping shareholders informed regarding plans, strategies and performance.

Board Meetings

The Company was incorporated on July 22, 2025 which is from the second quarter of the Financial Year 2025-26, accordingly four Board Meetings were held during the year and the gap between two Meetings did not exceed 120 days. Dates on which Board Meetings were held in each quarter are as follows:

Quarter	Date of Meetings
First	-
Second	July 25, 2025
	September 03, 2025
Third	November 04, 2025
Fourth	January 22, 2026

Attendance of Directors in respective meetings are as follows:

Name of the Directors	Period 2025-2026
	Attendance at Board Meetings
Mr. Kishor Shah	4
Mr. Samarth Parekh	4
Mr. Shreemanta Banerjee	4
Mrs. Pushpa Mishra	4

AUDITORS

M/s J.S. Vanzara & Associates, Chartered Accountants were appointed as the First Statutory Auditors of the Company in the Board Meeting dated July 25, 2025, their appointment shall be ratified in this Annual General Meeting and they shall hold office from the conclusion of the first Annual General Meeting until the conclusion of the Sixth Annual General Meeting.

AUDITORS' QUALIFICATION

Qualifications contained in the Auditors' Report if any have been dealt with in the Notes to financial statements and are self-explanatory.

PARTICULARS OF EMPLOYEES

The information required pursuant to Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company, will be provided upon request. In terms of Section 136 of the Act, the Report and Accounts are being sent to the Members and others entitled thereto, excluding the information on employees' particulars which is available for inspection by the Members at the Registered Office of the Company during business hours on working days of the Company up to the date of the ensuing Annual General Meeting. If any Member is interested in obtaining a copy thereof, such Member may write to any of the Directors in this regard.

EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual Return in form MGT-9 is annexed herewith as "Annexure A".

MATERNITY BENEFIT PROVIDED BY THE COMPANY UNDER MATERNITY BENEFIT ACT 1961

The Company declares that it has duly complied with the provisions of the Maternity Benefit Act, 1961. The Company remains committed to fostering an inclusive and supportive work environment that upholds the rights and welfare of its women employees in accordance with applicable laws.

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

In accordance with The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 to provide for the effective enforcement of the basic human right of gender equality and guarantee against sexual harassment and abuse, more particularly against sexual harassment at work place, your Company has a Policy on Prevention of Sexual Harassment at the Workplace duly approved by the Board of Directors.

During the year, no complaint was reported under The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

STATUTORY INFORMATION

Information in terms of Rule 8 of the Companies (Accounts) Rules, 2014 forming part of the report of Board of Directors is given below:

(a) **Conservation of Energy**

Though the operation of the Company is not energy intensive, regular and preventive maintenance of all equipments is undertaken by the Company.

(b) **Technology Absorption**

In view of the nature of business in which the Company is engaged, no Research and Development expenditure has been incurred.

(c) **Foreign Exchange Earnings and Outgoings**

During the year there has been no foreign exchange earnings and outgo.

ACKNOWLEDGEMENT

Your Directors wish to place on record their sincere appreciation for the services rendered by all the employees of the Company.

For and on behalf of the Board of Directors

	Sd/-	**Sd/-**
	(SHREEMANTA BANERJEE)	**(KISHOR SHAH)**
Place : Kolkata	**DIRECTOR**	**DIRECTOR**
Date : The 25th day of May, 2026	**(DIN : 03019159)**	**(DIN : 00170502)**

ANNEXURE - A

FORM NO. MGT-9

EXTRACT OF ANNUAL RETURN

as on the Period ended on March 31, 2026

[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS

(i)	CIN	U66301WB2025PLC281213
(ii)	Registration Date	22.07.2025
(iii)	Name of the Company	NEXOME WEALTH MANAGEMENT LIMITED
(iv)	Category/Sub-Category of the Company	PUBLIC COMPANY
(v)	Address of the Registered office and contact details	VAIBHAV 4F, 4 LEE ROAD, KOLKATA - 700 020 Telephone : 033-2290-7400/7401/7402
(vi)	Whether Listed Company	No
(vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	Maheshwari Datamatics Pvt Ltd, 23, R.N. Mukherjee Road 5th Floor , Kolkata- 700001 Telephone : 033-22482248 Fax : 033-22484787

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the Company shall be stated :

Sl. No.	Name and Description of main Product/ Services	NIC Code of the Product/Service	% to Total Turnover of the Company
1	Investment Banking Operation	-	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
1	Nexome Capital Markets Limited (Formerly SMIFS Capital Markets Limited) “Vaibhav”, 4F, 4 Lee Road, Kolkata - 700 020	L74300WB1983PLC036342	Holding	100%	2(46)

IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

(i) Category – wise Share Holding :

Category of Shareholders	No. of Shares held at the beginning of the period (As on 22nd July, 2025)				No. of Shares held at the end of the period (As on 31st March, 2026)				% Change during the period
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
1. Indian									
a) Individual/ HUF	0	20	20	0	0	20	20	0	0
b) Central Govt									
c) State Govt(s)									
d) Bodies Corp.	0	249940	249940	99.99	0	249940	249940	99.99	0
e) Banks/FI									
f) Society/Trust									
Sub-total (A)(1)	0	249960	249960	99.99	0	249960	249960	99.99	0
2. Foreign									
a) NRIs - Individuals									
b) Other - Individuals									
c) Bodies Corp.									
d) Banks/FI									
e) Any other									
Sub-total (A)(2)	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter (A)=(A)(1)+(A)(2)	**0**	**249960**	**249960**	**99.99**	**0**	**249960**	**249960**	**99.99**	**0**
B. Public Shareholding									
1. Institutions									
a) Mutual Funds									
b) Banks/FI									
c) Central Govt									
d) State Govt(s)									
e) Venture Capital Funds									
f) Insurance Companies									
g) FIIs									
h) Foreign Venture Capital Funds									
i) Others (specify)									
Sub-total(B)(1):-	0	0	0	0	0	0	0	0	0
2. Non-Institutions									
a) Bodies Corp.									
i) Indian									
ii) Overseas									
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.1 lakh	0	40	40	0	0	40	40	0	0
ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh	0	0	0	0	0	0	0	0	0
c) Others (Specify)									
i) Non Resident Indians									
ii) Clearing Members									
Sub-total(B)(2):-	0	40	40	0	0	40	40	0	0
Total Public Shareholding (B)=(B)(1)+ (B)(2)	0	40	40	0	0	40	40	0	0
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	**0**	**250000**	**250000**	**100**	**0**	**250000**	**250000**	**100**	**0**

IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity) (Contd.)

(ii) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the period (22/07/2025)			Purchase / Sale during the period		Shareholding at the end of the period (31/03/2026)			% Change in Share-holding during the period
		No. of Shares	% of Total Shares of the Company	% of Shares Pledged/ encum-bered to Total Shares	No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company	% of Shares Pledged/ encum-bered to Total Shares	
1	Nexome Capital Markets Limited (Formerly SMIFS Capital Markets Limited)	249940	99.99	-	-	-	249940	99.99	-	0
2	Mr. Saharsh Parekh	10	0.00	-	-	-	10	0.00	-	0
3	Mr. Samarth Parekh	10	0.00	-	-	-	10	0.00	-	0
	Total	**249960**	**99.99**	**-**	**-**	**-**	**249960**	**99.99**	**-**	**0**

(iii) Change in Promoter's Shareholding (please specify, if there is no change)

Sl. No.	Shareholder's Name	Shareholding at the beginning of the period (22/07/2025)		Purchase / Sale during the period		Cumulative Shareholding during the period (31/03/2026)	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1	Nexome Capital Markets Limited (Formerly SMIFS Capital Markets Limited)	NIL					
2	Mr. Saharsh Parekh						
3	Mr. Samarth Parekh						

IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity) (Contd.)

(iv) Shareholding Pattern of Top Ten Shareholders (other than Director, Promoters and Holders of GDRs and ADRs) :

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the period (22/07/2025)		Purchase / Sale / Transfer during the period		Shareholding at the end of the period (31/03/2026)	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% Change	No. of Shares	% of Total Shares of the Company
1	**SUBRATA DAS**						
	At the beginning of the Period	**10**	**0.00**				
	Date wise Increase/Decrease in Shareholding during the period specifying the reason for increase/decrease (e.g allotment/transfer/bonus/sweat equity etc.)			-	-		
	At the End of the Period (or on the date of separation, if separated during the Period)					**10**	**0.00**
2	**DEBASISH MUKHERJEE**						
	At the beginning of the Period	**10**	**0.00**				
	Date wise Increase/Decrease in Shareholding during the period specifying the reason for increase/decrease (e.g allotment/transfer/bonus/sweat equity etc.)			-	-		
	At the End of the Period (or on the date of separation, if separated during the Period)					**10**	**0.00**
3	**TARUN KUMAR CHAKRABORTY**						
	At the beginning of the Period	**10**	**0.00**				
	Date wise Increase/Decrease in Shareholding during the period specifying the reason for increase/decrease (e.g allotment/transfer/bonus/sweat equity etc.)			-	-		
	At the End of the Period (or on the date of separation, if separated during the Period)					**10**	**0.00**

IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity) (Contd.)

(iv) Shareholding Pattern of Top Ten Shareholders (other than Director, Promoters and Holders of GDRs and ADRs) :

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the period (22/07/2025)		Purchase / Sale / Transfer during the period		Shareholding at the end of the period (31/03/2026)	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% Change	No. of Shares	% of Total Shares of the Company
1	SUBRATA DAS At the beginning of the Period	10	0.00				
	Date wise Increase/Decrease in Shareholding during the period specifying the reason for increase/decrease (e.g allotment/transfer/bonus/sweat equity etc.)			-	-		
	At the End of the Period (or on the date of separation, if separated during the Period)					10	0.00
2	DEBASISH MUKHERJEE At the beginning of the Period	10	0.00				
	Date wise Increase/Decrease in Shareholding during the period specifying the reason for increase/decrease (e.g allotment/transfer/bonus/sweat equity etc.)			-	-		
	At the End of the Period (or on the date of separation, if separated during the Period)					10	0.00
3	TARUN KUMAR CHAKRABORTY At the beginning of the Period	10	0.00				
	Date wise Increase/Decrease in Shareholding during the period specifying the reason for increase/decrease (e.g allotment/transfer/bonus/sweat equity etc.)			-	-		
	At the End of the Period (or on the date of separation, if separated during the Period)					10	0.00

(V) Shareholding of Directors and Key Managerial Personnel :

Sl. No.	Shareholder's Name	Shareholding at the beginning of the period (22/07/2025)		Purchase / Sale / during the period		Cumulative Share-holding during the period (31/03/2026)	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1	Shreemanta Banerjee At the beginning of the Period	10	0.00				
	Date wise Increase/Decrease in Shareholding during the period specifying the reason for increase/decrease (e.g allotment/transfer/bonus/sweat equity etc)			-	-		
	At the End of the Period					10	0.00
2	Samarth Parekh At the beginning of the Period	10	0.00				
	Date wise Increase/Decrease in Shareholding during the period specifying the reason for increase/decrease (e.g allotment/transfer/bonus/sweat equity etc)			-	-		
	At the End of the Period					10	0.00

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loan excluding deposits (Amount in ₹)	Unsecured Loans (Amount in ₹)	Deposit (Amount in ₹)	Total Indebtedness (Amount in ₹)
Indebtedness at the beginning of the period				
(i) Principal Amount	450,064	0	0	450,064
(ii) Interest due but not paid	0	0	0	0
(iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	450,064	0	0	450,064
Change in Indebteness during the period				
Addition	0	0	0	0
Reduction	-161,769	0	0	-161,769
Net Change	-161,769	0	0	-161,769
Indebtedness at the end of the period				
(i) Principal Amount	0	0	0	0
(ii) Interest due but not paid	0	0	0	0
(iii) Interest accrued but not due	0	0	0	0
Total (i + ii + iii)	288,295	0	0	288,295

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole - time Director and/or Manager:

Sl. No.	Particulars of Remuneration	Name of MD/WTD/Manager				Total Amount in ₹
1	Gross salary(a) Salary as per provision contained in section 17(1) of the Income tax Act, 1961(b)Value of perquisities u/s 17(2) Income- tax Act,1961(c)Profit in lien of salary under section 17(3) Income-tax Act, 1961	Nil				-
2	Stock Option					-
3	Sweat Equity					-
4	Commission - as % of profit					-
5	Other, please specify					-
	Total (A)					-
	Ceiling as per the Act					-

B. Remuneration to other Directors :

Sl. No.	Particulars of Remuneration	Name of Director			Total Amount in ₹
1	**Independent Director** Fee for attending Board/ Committee Meeting Commission Others, please specify		Nil		
	Total (1)		NIL		Nil
2	**Other Non-Executive Director** Fee for attending Board/ Committee meeting Commission Other, please specify		Nil		
	Total (2)		Nil		Nil
	Total (B) = (1+2)		Nil		Nil
	Total Managerial Remuneration				
	Overall Ceiling as per the Act				

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL (Contd.)

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO Amount in ₹	Company Secretary Amount in ₹	CFO Amount in ₹	Total Amount in ₹
1	Gross salary (a) Salary a per provision contained in section 17(1) of the Income-Tax Act, 1961	N.A.	N.A.	0	0
	(b) Value of perquisities u/s 17(2) Income-Tax Act, 1961	0	0	0	0
	(c) Profits in lien of salary under section 17(3) Income-Tax Act, 1961	0	0	0	0
2	Stock Option	0	0	0	0
3	Sweat Equity	0	0	0	0
4	Commission-as % of profit	0	0	0	0
5	Others, please specify	0	0	0	0
	Total (Amount in ₹)	**N.A.**	**N.A.**	**N.A.**	**0**

*These exclude Employee's contribution to Provident Fund

VII. PENALITIES/PUNISHMENT/COMPOUNDING OF OFFENCES :

	Type	Section of the Companies Act	Brief Description	Details of penalty/ Punishment Compounding fees imposed	Authority [RD/NCLT/ COURT]	Appeal made, if any (give details)
A.	**COMPANY**					
	Penalty					
	Punishment			**N.A**		
	Compounding					
B.	**DIRECTOR**					
	Penalty					
	Punishment			**N.A**		
	Compounding					
C.	**OTHER OFFICERS IN DEFAULT**					
	Penalty					
	Punishment			**N.A**		
	Compounding					

For and on behalf of the Board of Directors

	Sd/-	**Sd/-**
	(SHREEMANTA BANERJEE)	**(KISHOR SHAH)**
Place : Kolkata	**DIRECTOR**	**DIRECTOR**
Date : The 25th day of May, 2026	**(DIN : 03019159)**	**(DIN : 00170502)**

INDEPENDENT AUDITOR'S REPORT

To The Members of Nexome Wealth Management Limited
[CIN No. U66301WB2025PLC281213]

Report on the audit of the Standalone Financial Statements

Opinion

We have audited the accompanying Standalone Financial Statements of **NEXOME WEALTH MANAGEMENT LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2026, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and notes to the standalone financial statements, including material accounting policies and other explanatory information.

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

Basis for Opinion

We conducted our audit of the Standalone Financial Statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's 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 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 Standalone Financial Statements.

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Annual Report but does not include the Standalone Financial Statements and our auditor's report thereon. The Annual report is 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 and, in doing so, consider whether the other information is materially inconsistent with the Standalone Financial Statements, or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If based on work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Standalone Financial Statements

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

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

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

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

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional 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 financial 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 system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

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

2. As required by section 143(3) of the Act, based on our audit we report that:

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

   ii. 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.

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

   iv. In our opinion, the aforesaid Standalone Financial Statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

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

vi. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

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

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

viii. 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:

a. The Company does not have any pending litigation which would impact its financial position in its standalone financial statements.

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

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

d. (i) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(ii) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("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;

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

e. No dividend has been paid or declared by the company during the year.

f. The Company has maintained its books of account using accounting software which has a feature of recording audit trail (edit log) facility.

Based on our examination, which included test checks, and according to the information and explanations given to us, we report that:

(a) The audit trail feature has been enabled and operated throughout the year for all transactions recorded in the software.

(b) During the course of our audit, we did not come across any instance of the audit trail feature being tampered with.

(c) The audit trail records have been preserved by the Company as per the statutory requirements for record retention under applicable law.

For J. S. Vanzara & Associates
Chartered Accountants
FRN : **318143E**

UDIN : 26308158NUYJCW6538

Mayur Thacker
Partner
M. No. 308158

Place : Kolkata
Date : 25th May 2026

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of **NEXOME WEALTH MANAGEMENT LIMITED** of even date).

(1) (a) (A) The Company does not have any Property, Plant and Equipment including Right to use Assets during the year under audit. Hence, the requirements to maintain the quantitative and situation of the same does not apply herein.

(B) The Company does not have any intangible assets in its books of accounts. Hence, the question of commenting on maintenance of proper records doesn't apply.

(b) The Company does not have any Property, Plant and Equipment including Right to use Assets during the year under audit. Hence, the requirements to physically verify the same by the management does not apply herein.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the company, we report that, the company does not have immovable properties held as Property, Plant and Equipment. Hence, the question of commenting on title deed becomes not applicable.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the company, the Company does not have any Property, Plant and Equipment (including right- of-use assets) and intangible assets during the year hence the question of revaluation of the same does not arisen herein.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the company, no proceedings have been initiated during the year or are pending against the Company as at March 31, 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

ii. (a) The Company does not have any physical inventories. Accordingly, paragraph 3(ii)(a) of the Order is not applicable.

(b) The Company has not been sanctioned working capital limits in excess of ₹ 5 crore, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.

iii. According to the information and explanations given to us and on the basis of our examination of the records of the company, the Company has not granted any loan secured or unsecured to companies and other parties covered in the register-maintained u/s 189 of the Companies Act 2013. Accordingly, clause (iii)(a) to clause (iii) (f) of the Order are not applicable.

iv. The Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees, and securities provided, as applicable.

v. The Company has not accepted any deposits or amounts which are deemed to be deposits from the public during the year. Accordingly, clause (v) of paragraph 3 of the Order is not applicable.

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

vii. In respect of statutory and other dues:

(a) In our opinion, the Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees State Insurance, Income Tax, Duty of Customs, Goods and Services Tax, Cess and other statutory dues with the appropriate authorities during the year. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31st March, 2026 for a period of more than six months from the date of becoming payable.

(b) According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31st March, 2026 for a period of more than six months from the date of becoming payable.

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

ix. (a) According to the information and explanations given to us and on the basis of our examination of the records of the company, the company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

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

(c) To the best of our knowledge and belief, in our opinion, term loans availed by the Company were, applied by the Company during the year for the purposes for which the loans were obtained.

(d) On an overall examination of the financial statements of the Company, funds raised on short term basis have, prima facie, not been used during the year for long-term purposes by the Company.

(e) The Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiary.

(f) The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.

x. (a) The Company has not raised any money by way of initial public offer and further public offer (including debt instruments) during the year.

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

xi. (a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.

(c) We have taken into consideration the whistle blower complaints received by the Company during the year (and up to the date of this report), while determining the nature, timing and extent of our audit procedures.

xii. The company is not a Nidhi Company. Accordingly, clause (xii) of paragraph 3 of the Order is not applicable.

xiii. Transactions with related parties are in compliance with sections 177 and 188 of the Companies Act, 2013, where applicable, and details of such transactions have been disclosed in the Standalone Financial Statements, as required by the applicable Indian Accounting Standards.

xiv. (a) The requirements of internal audit system is not applicable on the company for the year under consideration as per the governing provisions.

(b) Since internal audit is not applicable for the year under audit, hence the requirements to consider the internal audit report does not arise herein.

xv. In our opinion that the Company has not entered into non-cash transactions with the directors or persons as per section 192 of the Companies Act, 2013. Accordingly, clause (xv) of paragraph 3 of the Order is not applicable.

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

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

xvii. The company has incurred cash losses in current financial year of Rs. 3.40 Lakhs. However, the year under audit being the first year of incorporation of the company the question of incurring cash losses in the preceding financial year does not arise herein.

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

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

xx. To the best of our knowledge, section 135 of the said Companies Act, 2013 is not applicable to the company and accordingly, reporting under clause 3(xx)(a) and (b) of the Order is not applicable for the year.

For J. S. Vanzara & Associates
Chartered Accountants
FRN : 318143E

UDIN : 26308158NUYJCW6538

Mayur Thacker
Partner
M. No. 308158

Place : Kolkata
Date : 25th May 2026

ANNEXURE - B TO THE AUDITORS' REPORT

(Referred to in paragraph 2(vi) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of **NEXOME WEALTH MANAGEMENT LIMITED** of even date)

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

Opinion

We have audited the internal financial controls over financial reporting of **NEXOME WEALTH MANAGEMENT LIMITED** ('the Company') as of 31st March 2026 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2026, based on the 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.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company 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") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the 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 judgement, including the assessment of the risks of material misstatement of the Standalone 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 internal financial controls system over financial reporting of the Company.

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 Standalone 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 Standalone 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 Standalone 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.

For J. S. Vanzara & Associates
Chartered Accountants
FRN : **318143E**

UDIN : 26308158NUYJCW6538

Mayur Thacker
Partner
M. No. 308158

Place : Kolkata
Date : 25th May 2026

STANDALONE BALANCE SHEET AS AT 31ST MARCH, 2026

Particulars	Note No.	₹ in Lakhs As at 31st March, 2026
ASSETS		
Non-current assets		
a) Property, plant and equipment		-
b) Financial assets		
i) Investments		-
ii) Loans		-
iii) Other financial assets	2	0.10
c) Deferred tax assets (Net)		-
		0.10
Current assets		
a) Financial assets		
i) Trade receivables		-
ii) Cash and Cash equivalents	3	21.60
iii) Other financial assets		-
b) Current tax asset (Net)		-
c) Other current assets	4	0.04
		21.64
Total Assets		**21.74**
EQUITY AND LIABILITIES		
EQUITY		
a) Equity Share capital	5	25.00
b) Other equity	6	(3.41)
		21.59
LIABILITIES		
Non-current liabilities		
a) Financial Liability		
i) Borrowing		-
b) Other non-current liabilities		-
		-
Current liabilities		
a) Financial liabilities		
i) Borrowings		-
b) Other current liabilities	7	0.16
c) Provisions		-
		0.16
Total Equity and liabilities		**21.74**
Material Accounting Policies & Notes to Financial Statements	**1 To 21**	

As Per Our Report Of Even Date attached

FOR J. S. VANZARA & ASSOCIATES
CHARTERED ACCOUNTANTS
Firm Reg. No. : 318143E

CA MAYUR THACKER
Partner
Membership No. : 308158

PLACE : KOLKATA
DATED : 25th May 2026

For and on Behalf of the Board of Directors

KISHOR SHAH
Director
(DIN : 00170502)

SHREEMANTA BANERJEE
Director
(DIN : 03019159)

STATEMENT OF STANDALONE PROFIT AND LOSS FOR THE PERIOD ENDED 31ST MARCH, 2026

₹ in Lakhs

Particulars		Note No.	Period ended 31st March, 2026
	INCOME		
I	Revenue from operations		-
II	Other Income	8	0.08
	Total income(I+II)		**0.08**
III	**EXPENDITURE**		
	Employee Benefit Expenses		-
	Financial Costs		-
	Depreciation and amortization expense		-
	Other expenses	9	3.49
	Total Expense(III)		**3.49**
IV	Profit/(loss) before exceptional items and tax		**(3.41)**
V	Exceptional items		-
VI	Profit/(loss) before tax		**(3.41)**
VII	Tax expense:		
	(1) Current tax		-
	(2) Tax adjustment for earlier years		-
	(3) Deferred tax		-
VIII	Profit/(loss) for the period from continuing operations		**(3.41)**
IX	Profit/(Loss) from discontinuing operations		-
	Tax expense from discontinued operations		-
X	Profit/(loss) for the period from discontinued operations (after tax)		-
XI	Profit/(loss) for the period		**(3.41)**
XII	Other Comprehensive Income		
	A (i) Items that will not be reclassified to profit or loss		
	Remeausurement of net defined benefit liability		-
	Gains and losses from investments in equity instruments designated at fair value through other comprehensive income;		
	(ii) Income tax relating to items that will not be reclassified to profit or loss		-
	B (i) Items that will be reclassified to profit or loss		
	(ii) Income tax relating to items that will be reclassified to profit or loss		-
	Other comprehensive income/(loss) for the period		**-**
XIII	Total Comprehensive Income for the period (XI+XII) (Comprising Profit (Loss) and Other Comprehensive Income for the period)		**(3.41)**
XIV	Earning per equity share:	10	
	(1) Basic (₹)		(1.37)
	(2) Diluted (₹)		(1.37)

Material Accounting Policies & Notes to Financial Statements **1 To 21**

As Per Our Report Of Even Date attached

FOR J. S. VANZARA & ASSOCIATES
CHARTERED ACCOUNTANTS
Firm Reg. No. : 318143E

CA MAYUR THACKER
Partner
Membership No. : 308158

PLACE : KOLKATA
DATED : 25th May 2026

For and on Behalf of the Board of Directors

KISHOR SHAH
Director
(DIN : 00170502)

SHREEMANTA BANERJEE
Director
(DIN : 03019159)

STATEMENTS OF STANDALONE CHANGES IN EQUITY FOR THE PERIOD ENDED 31ST MARCH, 2026

Equity Share Capital **₹ in Lakhs**

Particulars	Balance at the beginning of the reporting period	Change in equity share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes during the reporting period	Balance at the end of the reporting period
For the Period ended 31st March 2026	-	-		25.00	25.00

Other Equity

	Reserves and Surplus	Other Comprehensive Income		Total Other Equity
	Retained Earnings	Equity instruments through Other Comprehensive Income	Remeasurement of Defined Benefit Liability	
Balance as at 22 July 2025	**-**	**-**	**-**	**-**
Profit for the year	(3.41)	-	-	(3.41)
Other Comprehensive Income	-	-	-	-
Total Comprehensive Income for the Period	(3.41)	-	-	(3.41)
Balance at 31st March 2026	**(3.41)**	**-**	**-**	**(3.41)**

As Per Our Report Of Even Date attached

FOR J. S. VANZARA & ASSOCIATES
CHARTERED ACCOUNTANTS
Firm Reg. No. : 318143E

CA MAYUR THACKER
Partner
Membership No. : 308158

PLACE : KOLKATA
DATED : 25th May 2026

For and on Behalf of the Board of Directors

KISHOR SHAH
Director
(DIN : 00170502)

SHREEMANTA BANERJEE
Director
(DIN : 03019159)

STANDALONE CASH FLOW STATEMENT FOR THE PERIOD ENDED ON 31ST MARCH, 2026

		₹ in Lakhs 31st March, 2026
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before Tax		(3.41)
Less : (Profit) / Loss on sale of fixed assets		-
		(3.41)
Adjustment for		
Depreciation	-	
(Profit) / Loss on sale of Investments	-	
Dividend on Investment	-	
Financial Cost	-	
		-
Operating profit before Working Capital change		(3.41)
Adjustment for		
Trade & Other Receivables	(0.14)	
Trade & Other Payables	0.15	
		0.01
Cash Generated from Operations		(3.40)
Direct Tax paid	-	
		-
Net Cash Flow from Operating activity		**(3.40)**
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	-	
Sale of Fixed Assets (Net of advance received)	-	
Sale of Investments	-	
Dividend on Investment	-	
Net Cash flow from Investing Activities		**-**
C. CASH FLOW FROM FINANCING ACTIVITIES		
Interest paid	-	
Proceeds from issue of Share Capital	25.00	
Net cash used in Financing Activities		**25.00**
Net increase in Cash & Cash Equivalents		21.60
Opening Balance of Cash & Cash Equivalents		-
Closing Balance of Cash & Cash Equivalents		**21.60**
Components of Cash and Cash Equivalents		
Cash on Hand		0.15
Balances with Banks		21.45
Total Cash and Cash Equivalents		**21.60**

As Per Our Report Of Even Date attached

FOR J. S. VANZARA & ASSOCIATES
CHARTERED ACCOUNTANTS
Firm Reg. No. : 318143E

CA MAYUR THACKER
Partner
Membership No. : 308158

PLACE : KOLKATA
DATED : 25th May 2026

For and on Behalf of the Board of Directors

KISHOR SHAH
Director
(DIN : 00170502)

SHREEMANTA BANERJEE
Director
(DIN : 03019159)

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31ST MARCH 2026

The Company Information

Nexome Wealth Management Limited (the "Company") is a public limited company incorporated and domiciled in India and has its registered office at Vaibhav, 4F, 4, Lee Road, Kolkata - 700 020, India.

The financial statements for the year ended March 31,2026 were approved by the Board of Directors and authorised for issue on 25th May, 2026.

NOTE 1 : MATERIAL ACCOUNTING POLICY INFORMATION

a) Statement of Compliance

The financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under the companies (Indian Accounting Standards) Rules, 2015 as amended by companies (Indian Accounting Standards) (Amendment) Rules, 2016, the relevant provisions of Companies Act, 2013 ("the Act")

The financial statements are presented in Indian Rupees (in lakhs) except otherwise indicated.

b) Basis of Preparation

The Financial Statements of the Company have been prepared on historical cost convention under accrual method of accounting and as a going concern concept except for certain assets and liabilities which are measured at fair values as required by Ind AS.

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.

All assets and liabilities have been classified as per the Company's normal operating cycle and the other criteria as set out in the Division II of Schedule III to the Companies Act, 2013. The Company has ascertained its operating cycle as 12 months for the purpose of current and noncurrent classification of assets and liabilities.

c) Use of estimates

In preparation of the financial statements, the Company makes judgements, estimates and assumptions about the carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and the associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and the underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised and future periods affected.

d) Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation/amortization and impairment, if any. Freehold land is disclosed at cost less impairment, if any. Cost comprises of purchase price and directly attributable cost of acquisition/ bringing the asset to its working condition for its intended use (net of credit availed, if any). Capital work in progress, plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

An item of property, plant and equipment and any significant part initially recognised is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognized.

The Company has elected to continue with the carrying value of its Property Plant & Equipment (PPE) recognised as on April 1, 2015 (transition date) measured as per the Previous GAAP and used that carrying value as its deemed cost as on the transition date as per Para D7AA of Ind AS 101.

Depreciation

Depreciation is the systematic allocation of the depreciable amount of PPE over its useful life and is provided on a written down value basis over the useful lives as prescribed under Schedule II to the Companies Act, 2013.

Depreciable amount for PPE is the cost of PPE less its estimated residual value. The useful life of PPE is the

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31ST MARCH 2026

period over which PPE is expected to be available for use by the Company, or the number of production or similar units expected to be obtained from the asset by the Company.

Depreciation on additions is provided on a pro-rata basis from the month of installation or acquisition. Depreciation on deductions/disposals is provided on a pro-rata basis up to the month preceding the month of deduction/disposal.

e) Impairment of Non-financial assets

The Company assesses at each reporting date whether there is any indication that any property, plant and equipment and intangible assets or group of assets, called cash generating unit may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the Statement of Profit and Loss. If at the balance sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount.

f) 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 and borrowing costs are being incurred. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

g) Provisions, Contingent liabilities and Contingent Assets

Provisions are recognised when there is a present obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and in respect of which reliable estimate can be made. Provisions are not discounted to its present value and are determined based on the best estimate required to settle the obligation at each Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the best current estimate.

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

Contingent assets are not recognised in financial statements since this may result in the recognition of income that may never be realised. However, when the realisation of income is virtually certain, then the related asset is not a contingent asset and is recognised.

h) Revenue recognition

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue is measured at the fair value of the consideration received or receivable, net of returns, discounts, volume rebates, and goods and service tax. The Company recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the Company regardless of when the payment is being made. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered in net of variable consideration on account of various discounts and schemes offered by the Company as part of the Contract.

i) Interest Income

Income from interest on deposits, loan and interest bearing securities is recognised on a time proportion basis taking into account the underlying interest rate.

j) Dividend income

Dividend income is recognised at the time when right to receive the payment is established, which is generally when the shareholders approve the dividend.

k) Income Tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities (including MAT) attributable to temporary differences and to unused tax losses.

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purpose at reporting date. Deferred

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31ST MARCH 2026

income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized. The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Deferred tax assets include Minimum Alternate Tax (MAT) paid in accordance with the tax laws in India, which is likely to give future economic benefits in the form of availability of set off against future income tax liability. MAT is recognised as deferred tax assets in the Balance Sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with the asset will be realised.

l) Cash flow statement

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

m) Financial instruments

Financial assets and financial liabilities are recognised when a Company becomes a party to the contractual provisions of the instruments.

Financial Assets

Initial Recognition

All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction cost that are directly attributable to the acquisition or issue of financial assets and financial liabilities, that are not at fair value through profit or loss, are added to the fair value on initial recognition

Classification and Subsequent Measurement: Financial Assets

The Company classifies financial assets as subsequently measured at amortised cost, fair value through other comprehensive income ("FVOCI") or fair value through profit or loss ("FVTPL") on the basis of following:

- entity's business model for managing the financial assets and
- contractual cash flow characteristics of the financial asset.

Debt Instruments

Amortised Cost

A financial asset is subsequently measured at amortise cost, if the financial asset is held within a business model, whose objective is to hold the asset in order to collect contractual cash flow and the contractual term of financial asset give rise on specified date to cash flow that are solely payment of principal and interest on principal amount outstanding.

Fair Value through Other Comprehensive Income

Financial assets that are held within a business model whose objective is achieved by both, selling financial assets and collecting contractual cash flows that are solely payments of principal and interest, are subsequently measured at fair value through other comprehensive income. Fair value movements are recognized in the other comprehensive income (OCI). Interest income measured using the EIR method and impairment losses, if any are recognised in the Statement of Profit and Loss. On derecognition, cumulative gain or loss previously recognised in OCI is reclassified from the equity to 'other income' in the Statement of Profit and Loss.

Fair Value through Profit or Loss

A financial asset is classified and measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through OCI.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Equity Instruments

All investments in equity instruments classified under financial assets are measured at fair value. The company in

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31ST MARCH 2026

respect of equity investments, which are not held for trading made an irrevocable election based on its judgment to present in other comprehensive income subsequent changes in the fair value (FVOCI) of such equity instrument. The Company makes such election on an instrument-by-instrument basis. Fair value changes on an equity instrument is recognised as other income in the Statement of Profit and Loss unless the Company has elected to measure such instrument at FVOCI. Fair value changes excluding dividends, on an equity instrument measured at FVOCI are recognised in OCI. Amounts recognised in OCI are not subsequently reclassified to the Statement of Profit and Loss. Dividend income on the investments in equity instruments are recognised as 'other income' in the Statement of Profit and Loss.

Financial Liabilities

Initial Recognition

Financial liabilities are initially measured at the amortised cost unless at initial recognition, they are classified as fair value through profit and loss. In case of trade payables, they are initially recognised at fair value and subsequently, these liabilities are held at amortised cost, using the effective interest method.

Classification and Subsequent Measurement: Financial liabilities

Financial liabilities are subsequently measured at amortised cost using the EIR method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the Statement of Profit and Loss.

Impairment of financial assets

Financial assets, other than those at FVTPL, are assessed for indicators of impairment at the end of each reporting period. The Company recognises a loss allowance for expected credit losses on financial asset. In case of trade receivables, the Company follows the simplified approach permitted by Ind AS 109 – Financial Instruments for recognition of impairment loss allowance. The application of simplified approach does not require the Company to track changes in credit risk. The Company calculates the expected credit losses on trade receivables using a provision matrix on the basis of its historical credit loss experience.

Derecognition of financial instruments

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the contractual rights to receive the cash flows from the asset.

A financial liability is derecognised when the obligation specified in the contract is discharged, cancelled or expires.

Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

n) Fair value measurements

The Company measures financial instruments at fair value at each balance sheet date.

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

- In the principal market for the asset or liability.

Or

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

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

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.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31ST MARCH 2026

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

o) Employee benefits

Defined contributions plan

Contributions to defined contribution schemes such as employees' state insurance, labour welfare fund, superannuation scheme, employee pension scheme etc. are charged as an expense based on the amount of contribution required to be made as and when services are rendered by the employees. Company's provident fund contribution, in respect of certain employees, is made to a government administered fund and charged as an expense to the Statement of Profit and Loss. The above benefits are classified as Defined Contribution Schemes as the Company has no further defined obligations beyond the monthly contributions.

Defined benefit plans

The Company's Liabilities on account of Gratuity and Earned Leave on retirement of employees are determined at the end of each financial year on the basis of actuarial valuation certificates obtained from Registered Actuary in accordance with the measurement procedure as per Indian Accounting Standard (Ind AS) -19., 'Employee Benefits.' The costs of providing benefits under these plans are also determined on the basis of actuarial valuation at each year end. Actuarial gains and losses for defined benefit plans are recognized through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

The Defined Benefit Plan can be short term or Long terms which are defined below:

(i) Short term Employee benefit

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefits obligations in the balance sheet.

(ii) Long term Employee benefits

Compensated absences which are not expected to occur within 12 months after the end of the period in which the employee renders the related services are recognized as a liability at the present value of the defined benefit obligation at the balance sheet date.

p) Segment reporting

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, whose operating results are regularly reviewed by the company's chief operating decision maker to make decisions for which discrete financial information is available. Based on the management approach as defined in Ind AS 108, the chief operating decision maker evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by business segments and geographic segments.

q) Earnings per share

Basic earnings per share is computed by dividing the net profit for the period attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

r) Changes in Accounting Policies and disclosure

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2026, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

s) Compliance with audit trail for accounting software

The Company is using an ERP which is widely used. The ERP software is having an audit trail feature for maintaining its books of account. The Company enabled audit trail in all the tables throughout the year.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31ST MARCH 2026

Sl. No.	Particulars	₹ in Lakhs As at 31st March, 2026
	NOTE 2 : OTHER NON CURRENT FINANCIAL ASSETS	
1	Unsecured Considered Good	0.10
	Total	**0.10**
	NOTE 3 : CASH & CASH EQUIVALENTS	
1	Balance with banks	
	Current Account Balances	3.43
	FD With HDFC Bank	18.01
2	Cash in hand	0.15
	Total	**21.60**
	NOTE 4 : OTHER CURRENT ASSETS	
1	Balance with Statutory Authorities	0.04
	Total	**0.04**
	NOTE 5 : EQUITY SHARE CAPITAL	
1	**AUTHORIZED**	
	2,50,000 Equity Shares of ₹ 10/- each	25.00
		25.00
2	**ISSUED, SUBSCRIBED & PAID UP**	
	2,50,000 Equity Shares of ₹ 10/- each, Fully paid up	25.00
		25.00

3 The details of shareholders holding more than 5% shares

	No. of shares	% held
Nexome Capital Markets Limited	250,000	100

4 Detail of Promoter Shareholding

Sl. No.	Promoter Name	As at 31st March, 2026 No. of shares	% of total shares	% Change during the year
1	Nexome Capital Markets Limited	250,000	100	-
	Total	**250,000**	**100**	**-**

NOTE 6 : OTHER EQUITY

Sl. No.	Particulars	As at 31st March, 2026	
1	Retained Earnings	-	
	Balance brought forward from previous year	-	
	Profit for the Year	(3.41)	(3.41)
	Total		**(3.41)**

		As at 31st March, 2026
	NOTE 7 : OTHER CURRENT LIABILITIES	
	Other current liabilties	
1	Liability for expenses	0.16
	Total	**0.16**

		Year ended 31st March, 2026
	NOTE 8 : OTHER INCOME	
1	Interest on Fixed Deposit	0.08
	Total	**0.08**

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31ST MARCH 2026

Sl. No.	Particulars	₹ in Lakhs Year ended 31st March, 2026
	NOTE 9 : OTHER EXPENSES	
1	Professional, Legal & Consultancy Charges	0.69
2	Miscellaneous Expenses	0.16
3	Filing Fees	2.40
4	Rates & Taxes	0.05
5	Auditors' Remuneration	0.15
6	Printing & Stationery	0.03
	Total	**3.49**

NOTE 10 : EARNINGS PER EQUITY SHARE

The Company's Earnings Per Share ('EPS') is determined based on the net profit / (loss) attributable to the shareholders of the company. Basic earnings per share is computed using the weighted average number of shares outstanding during the year. Diluted earnings per share is computed using the weighted average number of common and dilutive common equivalent shares outstanding during the year.

	31st March, 2026
Net Profit / (Loss) attributable to equity shareholders	
Profit / (Loss) after tax (₹ in Lakhs)	(3.41)
Nominal value of equity share (₹)	10.00
Weighted-average number of equity shares for basic & Diluted EPS	250,000
Basic & Diluted earnings per share (₹)	**(1.37)**

NOTE 11 : SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Judgements

In the process of applying the Company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements.

Fair value measurement of financial instruments

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 other valuation techniques. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements 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 instrument.

Impairment of non-financial assets

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model.

The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Company is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31ST MARCH 2026

NOTE 12 : FINANCIAL INSTRUMENTS BY CATEGORY

For amortised cost instruments, carrying value represents the best estimate of fair value.

₹ in Lakhs

Particulars	31st March 2026		
	FVTPL	FVOCI	Amortised cost
Financial assets			
Trade receivables	-	-	-
Loans	-	-	-
Cash and cash equivalents	-	-	21.60
Investments	-	-	-
Other financial assets	-	-	0.10
Total	**-**	**-**	**21.70**
Financial liabilities			
Borrowings	-	-	-
Trade payable	-	-	-
Security deposit	-	-	-
Other financial liabilities	-	-	-
Total	**-**	**-**	**-**

(a) Fair value hierarchy

Financial assets and liabilities measured at fair value and amortised cost for which fair values are disclosed	31st March 2026		
Particulars	**Level 1**	**Level 2**	**Level 3**
Investment in equity shares	-	-	-
Investment in preference shares	-	-	-
Total financial assets	**-**	**-**	**-**
Financial liabilities			
Derivative Financial liabilities	-	-	-
Total	**-**	**-**	**-**

Level 1 : Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments that have quoted price. The fair value of all equity instruments which are traded in the stock exchanges is valued using the closing price as at the reporting period.

Level 2 : The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is inlcuded in Level 2.

Level 3 : If one or more of the significant inputs are not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, contingent consideration and indemnification asset included in level 3.

(b) Fair value of financial assets and liabilities measured at amortised cost and FVTPL

Particulars	31st March 2026	
	Carrying amount	Fair value
Financial assets		
Carried at amortised cost		
Cash and Bank balances	21.60	21.60
Trade Receivables	-	-
Investments	-	-
Loans	-	-
Other financial assets	0.10	0.10
Total financial assets	**21.70**	**21.70**
Financial liabilities		
Carried at ammortised cost		
Borrowings	-	-
Trade Payable	-	-
Security deposit	-	-
Other financial liabilities	-	-
Total financial liabilities	**-**	**-**

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31ST MARCH 2026

NOTE 13 : FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

In the Course of its business , the Company is exposed to a variety of financial risk, which may adversely impact the fair value of its financial instruments. The Company has a risk management policy to cover financial risk : Market risk, Credit risk and Liquidity risk associated with financial assets and liabilities. The risk management policies is reviewed by Board of Director periodically and required mitigation steps are taken.

(A) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risks. The value of a financial instrument may change as a result of changes in the interest rates, equity price fluctuations and other market changes. Future specific market movements cannot be normally predicted with reasonable accuracy.

(B) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument leading to a financial loss. The Company is exposed to credit risk from its financing activites, investment in mutual funds and other financial instruments.

(C) Liquidity risk

The Company monitors its risk of a shortage of funds by estimating the future cash flows. The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts, cash credit facilities and bank loans. The Company assessed the concentration of risk with respect to refinancing its debt and concluded it to be low.

NOTE 14 : RELATED PARTY DISCLOSURE (AS PER IND AS-24 - RELATED PARTY DISCLOSURES)

(a) Entities where Key management personnel and their relatives are able to exercise significant influence

Nexome Capital Markets Limited (Holding Company)
Nexome Capital Services Limited (Fellow Subsidiary Company)

(b) Key Management Personnel

Mr Kishor Shah - Director
Mr Samarth Parekh - Director
Mr. Shreemanta Banerjee - Director
Mrs. Pushpa Mishra - Directo

(c) Relatives to Key Management Personnel

Disclosure of Related Party Transactions provides the information about the Company's structure. The following tables provides the total amount of transactions that have been entered into with related parties for the relevant period.

(a) Transaction with related parties

Particulars	Enterprise described in (a) above	Key Management Personnel	Relatives of Key Management Personnel
	31st March 2026	31st March 2026	31st March 2026
Salary & Wages	-	-	-
Loans & Advance	15.00	-	-
Outstanding Balance as on 31st March 2026	**-**	**-**	**-**

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31ST MARCH 2026

NOTE 15 : CAPITAL MANAGEMENT

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value.

Particulars	₹ in Lakhs 31st March, 2026
Equity Share Capital	25.00
Other Equity	(3.41)
Total Equity (A)	**21.59**
Non Current Borrowings	-
Short term Borrowings	-
Current Maturities of long term borrowings	-
Gross Debts (B)	-
Less : Current Investments	-
Less: Cash and cash Equivalments	-
Net Debt	-
Gearing Ratio	-

NOTE 16 : EFFECTIVE TAX RECONCILIATION

The major components of income tax expense and the reconciliation of expense based on the domestic effective tax rate and the reported tax expense in profit or loss are as follows :-

Accounting profit before income tax	(3.41)
Applicable tax rate (Percentage)	26.00
Expected income tax	-
Income exempt from tax	-
Non dedcutible expenses for tax purpose	-
Effect of unrecognised tax losses for earlier years	-
Other adjustments	-
Income Tax recognised in Profit and Loss account	**-**

NOTE 17 : AUDITORS' REMUNERATION AND EXPENSES

for audit matter	0.15

NOTE 18 : SEGMENT REPORTING

Segment Revenue	
Capital Market Operations	-
Investment Banking Operations	-
	0.08
Net Revenue	**0.08**
Result - Profit/ (Loss)	
Capital Market Operations	-
Investment Banking Operations	-
Others	0.08
Total	**0.08**
Less: Interest	-
Other unallocable expenses net of unallocable income	3.49
Profit/ (Loss) Before Tax	**(3.41)**

Capital employed:

Fixed Assets used in the Company's operations or liabilities contracted cannot be identified with any of the reportable segments as the fixed assets are used interchangeably between segments. The Company believes that it is currently not practice to provide segment disclosures relating to total assets and liabilities since a meaningful segregation of data is not possible.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31ST MARCH 2026

NOTE 19 : IMPORTANT RATIOS

Particulars	Formulae	3/31/2026	3/31/2025	Change in Ratio in %	Reason for Change
a) Current Ratio	Current Assets/ Current Liabilities	139.25 times	0.00	Not Applicable	No comparative figures are available as the Company was not in existence during the previous year
b) Debt-Equity Ratio	Debt/Equity	0.00	0.00	Not Applicable	No comparative figures are available as the Company was not in existence during the previous year
c) Debt Service Coverage Ratio	Earning Available for debt service/(Current Maturities of Long Term debt+Interest)	0.00	0.00	Not Applicable	No comparative figures are available as the Company was not in existence during the previous year
d) Return on Equity Ratio	Net Income/ Shareholders' Equity	(14.66%)	0.00%	Not Applicable	No comparative figures are available as the Company was not in existence during the previous year
e) Inventory turnover Ratio	Inventory/Turnover	0.00	0.00	Not Applicable	No comparative figures are available as the Company was not in existence during the previous year
f) Trade Receivables turnover Ratio	Turnover/ Average Debtors	0.00	0.00	Not Applicable	No comparative figures are available as the Company was not in existence during the previous year
g) Trade Payables turnover Ratio	Purchase / Average Trade Payable	0.00	0.00	Not Applicable	No comparative figures are available as the Company was not in existence during the previous year
h) Net Capital turnover Ratio	Net Working capital/Turnover	0.00	0.00	Not Applicable	No comparative figures are available as the Company was not in existence during the previous year
i) Net profit Ratio	Net Income/Turnover	0.00	0.00	Not Applicable	No comparative figures are available as the Company was not in existence during the previous year
j) Return on Capital employed	EBIT/Capital Employed	(15.8180%)	0.00%	Not Applicable	No comparative figures are available as the Company was not in existence during the previous year
k) Return on investment	PAT/Capital Empoyed	(15.82%)	0.00	Not Applicable	No comparative figures are available as the Company was not in existence during the previous year

NOTE 20 : OTHER STATUTORY INFORMATION

(i) The Company do not have any Benami property, where any proceeding have been initiated or pending against the Company for holding any Benami property.

(ii) The Company do not have any transactions with companies struck off.

(iii) The Company do not have any changes or satishfaction which is yet to be registered with ROC beyond the statutory period.

(iv) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.

(v) The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall :

   a) directly or indirectly lend or invest in others 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

(vi) The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding party) with the understanding (whether recorded in writing or otherwise that the company shall :

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31ST MARCH 2026

NOTE 20 : OTHER STATUTORY INFORMATION (Contd.)

a) directly or indirectly lend or invest in others 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

(vii) The company have not any such 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).

(viii) Title deed of all the immovable properties appearing in the books of company are held in company's own name.

(ix) The Company has not revalued any of its Property, Plant and Equipment (including Right-of-Use Assets) during the current reporting period and also reporting period and also for previous year's reporting period.

(x) The Company has not granted any loans or advances to promoters, directors, KMPs and the related parties (as defined under the Companies Act 2013, either severally or jointly with any other person, that are (a) repayable on demand, or (b) without specifying any terms or period of repayment.

(xi) The Company has no CWIP either in current year or in previous year.

(xii) The Company does not have any intangible assets under development during the current and previous year reporting period.

(xiii) The Company does not have any borrowings from banks or financial institutions on the basis of security of current assets the financial statements; hence no disclosure is required as such.

(xiv) The Company has not been declared as willful defaulter as at the date of the balance sheet or on the date of approval of the financial statements, hence no disclosure is required as such.

(xv) The Company has complied with the number of layers prescribed under Clause (87) of Section 2 of the Companies Act, 2013 read with Companies (Restriction on number of layers) Rules, 2017.

(xvi) The Company is not required to comply with the provisions of Section 135 of the Companies Act, 2013.

NOTE 21 :

Previous year figures have been reclassified / regrouped / rearranged wherever necessary.

As Per Our Report Of Even Date attached

FOR J. S. VANZARA & ASSOCIATES
CHARTERED ACCOUNTANTS
Firm Reg. No. : 318143E

CA MAYUR THACKER
Partner
Membership No. : 308158

PLACE : KOLKATA
DATED : 25th May 2026

For and on Behalf of the Board of Directors

KISHOR SHAH
Director
(DIN : 00170502)

SHREEMANTA BANERJEE
Director
(DIN : 03019159)

REGISTERED OFFICE :
"Vaibhav" (4F)
4, Lee Road, Kolkata - 700 020
Phone : (+91 33) 2290 7400 / 01 / 02
E-mail : ncml@nexomegroup.com, smifcap@gmail.com
www.nexomecap.com