

**Date: 01<sup>st</sup> July, 2026**

**To,  
National Stock Exchange of India Limited**

Exchange Plaza, Plot No.: C/1, G Block,  
Bandra Kurla Complex, Bandra East,  
Mumbai - 400051, Maharashtra, India.

**Scrip Code: LAMOSAIC – Lamosaic India Limited**

**Ref.: ISIN: INE0R0201012**

**Subject: Submission of copy of the Annual Report of the Company for the financial year 2025-26.**

Dear Sir / Madam,

Pursuant to the provisions of Regulation 34(1) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith copy of the Third (03rd) Annual Report of the Company for the financial year 2025-26. The said Annual Report is being sent through electronic means to the Members whose email IDs are registered with the Company / KFin Technologies Limited, the Registrar and Share Transfer Agent (“RTA”) / Depositories, and a Physical communication containing the web link to the Annual Report is being sent to the Members whose email IDs are not registered with the Company / RTA / Depositories.

The Annual Report is also available on the website of the Company at [www.lamosaic.in](http://www.lamosaic.in).

This is for your information and records.

Thanking You,

Yours Faithfully,

**For Lamosaic India Limited**

**Jitesh Khushalchand Mamaniya  
Director and Chief Financial Officer  
DIN: 10200824**



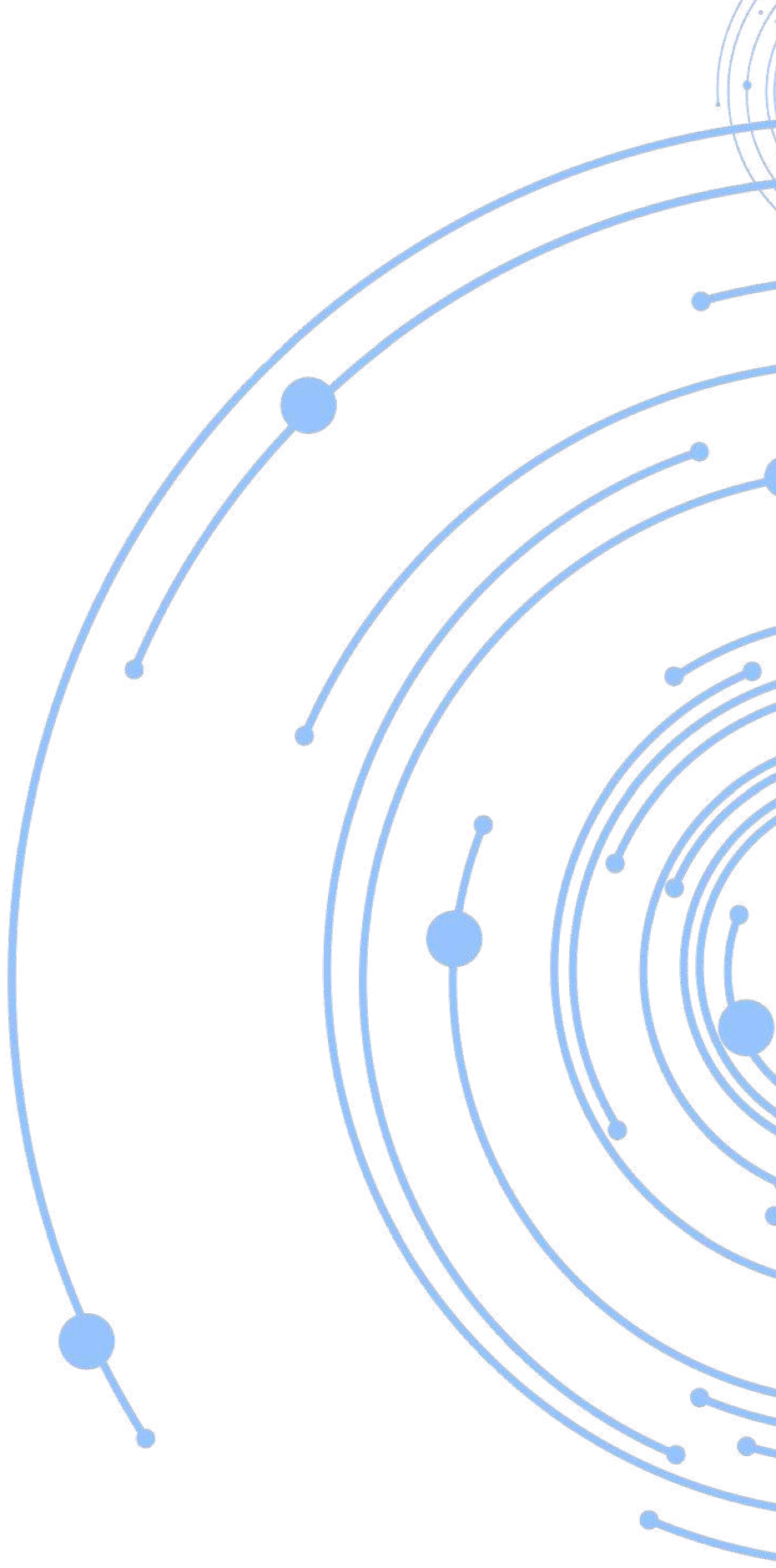
**LAMOSAIC**  
Your Thought, Our Design  
LAMOSAIC INDIA LIMITED

# ANNUAL REPORT 2025 - 26

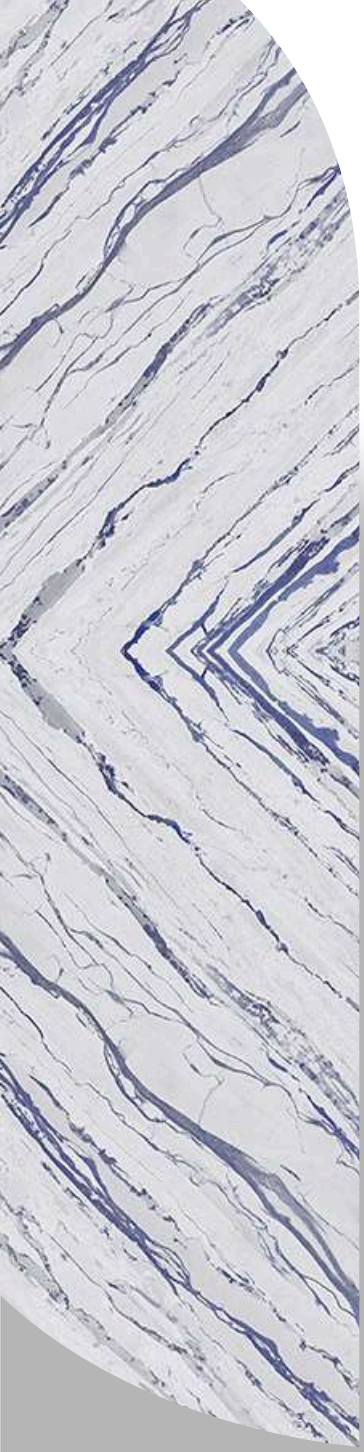
MAKE AN IMPRESSION

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# ANNUAL REPORT









### Company Information

Sr. No.	Name of the Directors	DIN	Designation
1.	Mr. Vinod Juthalal Visaria (Chairman till 29 <sup>th</sup> June, 2026)	07603546	Managing Director
2.	Mr. Jitesh Khushalchand Mamaniya (Appointed as the Chief Financial Officer w.e.f. 29 <sup>th</sup> October, 2025)	10200824	Executive Director and Chief Financial Officer
3.	Mr. Jay Manilal Chheda (Resigned from the position of the Chief Financial Officer w.e.f. 29 <sup>th</sup> October, 2025 and change in designation from Executive Director to Non-Executive Director w.e.f. 29 <sup>th</sup> January, 2026)	10200825	Non-Executive Director
4.	Mr. Sandeep Chand Mal Tak (Resigned w.e.f. 29 <sup>th</sup> January, 2026)	06644850	Independent Director
5.	Mr. Pulkit Dagra (Resigned w.e.f. 29 <sup>th</sup> January, 2026)	10261920	Independent Director
6.	Ms. Monika Kushwaha (Resigned w.e.f. 29 <sup>th</sup> January, 2026)	10261931	Woman Independent Director
7.	Mr. Ajaykumar Ramyash Jaiswar (Appointed w.e.f. 29 <sup>th</sup> January, 2026)	11483549	Independent Director
8.	Mr. Devesh Bhati (Appointed w.e.f. 29 <sup>th</sup> January, 2026)	07415367	Independent Director
9.	Ms. Garima Gupta (Appointed w.e.f. 29 <sup>th</sup> January, 2026)	07494553	Woman Independent Director
10.	Mr. Sukhdev Singh (Appointed w.e.f. 29 <sup>th</sup> June, 2026)	11789022	Chairman and Managing Director

<b>Company Secretary and Compliance Officer</b>	CS Swati Jain (Resigned w.e.f. 29 <sup>th</sup> October, 2025) CS Archana Laddha (Appointed w.e.f. 01 <sup>st</sup> May, 2026)
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<b>Offices</b>	
<b>Registered Office cum Godown</b>	Ground Floor, A1, Badhe Properties, Badhenagar, Near Star Hall, Kondhwa Budruk, Survey No.: 41, Pune - 411048, Maharashtra, India.
<b>Corporate Office</b>	119, Atlanta Estate, A Wing, 01 <sup>st</sup> Floor, Off. G. M. Link Road, Goregaon East, Mumbai - 400063, Maharashtra, India.
<b>Godown</b>	Ground Floor, Godown No.: 2, Binawat Warehouse, Survey No.: 13/3B, Near Dgade Farm, Pisoli, Pune - 411048, Maharashtra, India.

<b>Statutory Auditors</b>	<b>M/s. R G G R &amp; Associates LLP</b> Chartered Accountants Firm Registration No.: W100854
<b>Registrar and Transfer Agents</b>	<b>KFIN Technologies Limited</b>  Selenium Building, Tower-B, Plot No 31 & 32, Financial District Nanakramguda, Serilingampally, Hyderabad, Rangareddi, Telangana India - 500 032  <b>Tel. No.:</b> +91 40 6716 2222  <b>Email ID:</b> <a href="mailto:lamosaic.ipo@kfintech.com">lamosaic.ipo@kfintech.com</a>
<b>Secretarial Auditors</b>	<b>M/s JC &amp; Associates</b> Practicing Company Secretaries
<b>Internal Auditors</b>	<b>M/s. V. Popat &amp; Co.,</b> Chartered Accountants Firm Registration No.: 144040W
<b>Bankers</b>	YES Bank Limited

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## **NOTICE OF THE THIRD (03RD) ANNUAL GENERAL MEETING**

**NOTICE** is hereby given that the Third (03rd) Annual General Meeting (“the AGM”) of the Members of **Lamosaic India Limited** will be held on Friday, 24<sup>th</sup> day of July, 2026 at 11:00 A.M. (IST) through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”), in accordance with the applicable provisions of the Companies Act, 2013 (“the Act”), and rules made thereunder, read with the relevant circulars issued by the Ministry of Corporate Affairs (“the MCA”) and the Securities and Exchange Board of India (“the SEBI”). The deemed venue of the AGM shall be the Registered Office of the Company situated at Ground Floor, A1, Badhe Properties, Badhenagar, Near Star Hall, Kondhwa Budruk, Survey No.: 41, Pune - 411048, Maharashtra, India, to transact the following business:

### **ORDINARY BUSINESS:**

1. To consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2026, the Reports of the Board of Directors and Statutory Auditor thereon, and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** the Audited Standalone Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2026 and the Reports of the Board of Directors and Statutory Auditor thereon, as circulated to the Members, be and are hereby considered and adopted.”

2. To re-appoint a director in place of Mr. Jitesh Khushalchand Mamaniya (DIN: 10200824), who retires by rotation and being eligible, offers himself for re-appointment and in this regard, 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 152 and other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder (including any statutory modifications, amendments or re-enactments thereof, for the time being in force), and in accordance with the Articles of Association of the Company, Mr. Jitesh Khushalchand Mamaniya (DIN: 10200824), who retires by rotation at this Meeting, be and is hereby re-appointed as a Director of the Company.”

### **SPECIAL BUSINESS:**

3. **To increase the Authorised Share Capital of the Company and consequent alteration of the Capital Clause of the Memorandum of Association of the Company;**

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 Sections 13 and 61 and other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder, in accordance with the provisions of the Memorandum of Association and Articles of Association of the Company, (including any statutory modifications, amendments or re-enactments thereof, for the time being in force), and subject to such approvals, consents, permissions and sanctions as may be necessary, the consent of the Members of the Company be and is hereby accorded to increase the Authorised Share Capital of the Company from the existing Rs. 11,00,00,000/- (Rupees Eleven Crore Only) divided into 1,10,00,000 (One Crore Ten Lakh) Equity Shares of Rs. 10/- (Rupees Ten Only) each to Rs. 61,00,00,000/- (Rupees Sixty-One Crore Only) divided into 6,10,00,000 (Six Crore Ten Lakh) Equity Shares of Rs. 10/- (Rupees Ten Only) each by creation of an additional 5,00,00,000 (Five Crore) Equity Shares of Rs. 10/- (Rupees Ten Only) each ranking *pari passu* in all respects with the existing Equity Shares of the Company as per the provisions of the Memorandum and Articles of Association of the Company.

**RESOLVED FURTHER THAT** pursuant to the provisions of Section 13 and all other applicable provisions, if any, of the Companies Act, 2013, read with the rules made thereunder (including any statutory modifications, amendments or re-enactments thereof, for the time being in force), and subject to such approvals, consents, permissions and sanctions as may be necessary, the consent of the Members of the Company be and is hereby accorded for alteration of Clause 5 of the Memorandum of Association of the Company by deleting the existing Clause 5 and substituting the following in its place:

*“5. The Authorised Share Capital of the Company is Rs. 61,00,00,000/- (Rupees Sixty-One Crore Only) divided into 6,10,00,000 (Six Crore Ten Lakh) Equity Shares of Rs. 10/- each (Rupees Ten Only) with the rights, privileges and conditions attached thereto as per the relevant provisions contained in that behalf in the Articles of Association of the Company, and with power to increase or reduce the same and to divide the shares in several classes and to attach thereto respectively such preferential, qualified or special rights, privileges or conditions as may be determined by or in accordance with the Articles of Association of the Company for the time being in force, and to vary, modify, enlarge or abrogate any such rights, privileges or conditions in such manner as may be permitted by the Act or provided by the Articles of Association of the Company for the time being in force.”*

**RESOLVED FURTHER THAT** the Board of Directors of the Company (which term shall be deemed to include any Committee thereof or any Director(s) / Key Managerial Personnel authorised by the Board) be and is hereby authorised to do all such acts, deeds, matters and things and to execute all such documents, writings and filings as may be considered necessary, expedient or desirable for giving effect to this resolution, including filing of necessary e-forms with the Registrar of Companies and to settle any question, difficulty or doubt that may arise in this regard without requiring any further approval of the Members of the Company.”

**4. To insert a new Main Object Clause in the Memorandum of Association of the Company;**

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 Sections 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder (including any statutory modifications, amendments or re-enactments thereof, for the time being in force), other applicable regulations, rules and guidelines issued, if any, and subject to such approvals, permissions, sanctions, terms, conditions, amendments and modifications, if any, as may be required by or imposed by the Registrar of Companies, Ministry of Corporate Affairs and / or such other statutory or regulatory authorities, the consent of the Members of the Company be and is hereby accorded to alter and amend the existing Clause 3(a) (Main Objects) of the Memorandum of Association of the Company by inserting a new sub-clause No. 3(a)2 after the existing sub-clause No. 3(a)1:

*“To carry on the business of manufacturing, processing, spinning, weaving, knitting, dyeing, printing, finishing, buying, selling, importing, exporting, trading, distributing, wholesaling, retailing, and otherwise dealing in all kinds of textiles, fabrics, yarns, fibers, garments, apparel, ready-made clothes, hosiery products, home textiles, fashion accessories, textile raw materials, textile machinery, textile chemicals, trims, packaging materials, and all other products, goods, and materials related or incidental to the textile, garment, clothing, and fashion industry, including undertaking domestic and international trade, e-commerce, sourcing, merchandising, contract manufacturing, and allied business activities.”*

**RESOLVED FURTHER THAT** for the purpose of giving effect to the aforesaid resolution, the Board (hereinafter referred to as **“the Board”**, which term shall be deemed to include, unless the context otherwise requires, any committee of the Board or any officer(s) authorised by the Board to exercise the powers conferred on the Board under this resolution), be and is hereby authorised to do all such acts, deeds, matters and things whatsoever, including seeking all necessary approvals, consents, permissions and filing necessary forms, returns and documents, as may be required, to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard without requiring any further approval of the Members of the Company.”

**5. To consider and approve alteration of the Articles of Association of the Company;**

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 14 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules made thereunder (including any

statutory modifications, amendments or re-enactments thereof, for the time being in force), and subject to such approvals, consents, permissions and sanctions as may be necessary, the consent of the Members of the Company be and is hereby accorded to alter the Articles of Association of the Company by inserting the following new Article 165A immediately after the existing Article 165:

***165A. Chairman and Managing Director or Chief Executive Officer***

*Notwithstanding anything contained in these Articles, the same individual may hold the office of the Chairman of the Board and of the Company and may also be appointed as the Managing Director or the Chief Executive Officer of the Company.*

**RESOLVED FURTHER THAT** the Board of Directors of the Company (which term shall be deemed to include any Committee thereof or any Director(s) / Key Managerial Personnel authorised by the Board) be and is hereby authorised to do all such acts, deeds, matters and things and to execute all such documents, writings and filings as may be considered necessary, expedient or desirable for giving effect to this resolution, including filing of necessary e-forms with the Registrar of Companies and to settle any question, difficulty or doubt that may arise in this regard without requiring any further approval of the Members of the Company.”

**6. To approve the appointment and remuneration of Mr. Sukhdev Singh (DIN: 11789022) as the Chairman and Managing Director of the Company;**

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 Sections 2(54), 196, 197, 198 and Section 203 and all other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V to the Companies Act, 2013 (“the Act”) read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the Companies (Meetings of Board and its Powers) Rules, 2014, Regulation 17 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the SEBI Listing Regulations”) and other applicable provisions of the SEBI Listing Regulations, the Articles of Association of the Company, Nomination and Remuneration Policy (including any statutory modifications, amendments or re-enactments thereof, for the time being in force), and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, the consent of the Members of the Company, be and is hereby accorded for the appointment of Mr. Sukhdev Singh (DIN: 11789022) as the Chairman and Managing Director of the Company and in respect of whom Company has received a notice in writing under Section 160 of the Companies Act, 2013, for a period of three (03) consecutive years with effect from 29<sup>th</sup> June, 2026 to 28<sup>th</sup> June, 2029, not liable to retire by rotation, on the terms and conditions as set out in the explanatory statement annexed hereto.

**RESOLVED FURTHER THAT** the Board of Directors (hereinafter referred to as “the Board”, which term shall be deemed to include, unless the context otherwise requires, any Committee of the Board or any Director(s) or Officer(s) authorised by the Board to exercise the powers conferred on the Board under this resolution) be and is hereby authorised to alter, vary and modify the said terms including salary, allowances, perquisites and designation, in such manner as may be agreed to between the Board and Mr. Sukhdev Singh (DIN: 11789022), *provided that* the remuneration payable shall remain within the overall limits approved by the Members under this resolution and in accordance with the applicable provisions of the Companies Act, 2013 read with Schedule V thereto, or such other limits as may be prescribed from time to time.

**RESOLVED FURTHER THAT** notwithstanding anything contained herein, where in any financial year, during the currency of the tenure of service of Mr. Sukhdev Singh (DIN: 11789022) as the Chairman and Managing Director, the Company has no profits or its profits are inadequate, he shall be paid the remuneration stated in the Explanatory Statement annexed hereto as the “minimum remuneration” for the relevant financial year(s), notwithstanding the inadequacy or absence of profits, in accordance with the applicable provisions of Section 197 read with Schedule V to the Companies Act, 2013 and subject to such statutory approvals, if any, as may be required.

**RESLOVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board, be and is hereby authorized to do all such acts, deeds, matters and things and execute all such documents, instruments and writing as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) and to seek approvals and settle any questions, difficulties or doubts that may arise in this regard.”

**7. To approve continuation of remuneration payable to Mr. Jitesh Khushalchand Mamaniya (DIN: 10200824), the Executive Director and Chief Financial Officer of the Company;**

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 Sections 196, 197, 203 read with the Schedule V and other applicable provisions of the Companies Act, 2013 (“the Act”), read with the rules made thereunder (including any statutory modifications, amendments or re-enactments thereof, for the time being in force), subject to such approvals, consents, permissions and sanctions as may be necessary, the approval of the Members of the Company be and is hereby accorded for continuation of remuneration payable of up to Rs. 3,00,000/- per month (including salary, allowances, perquisites and performance-linked bonus) to Mr. Jitesh Khushalchand Mamaniya (DIN: 10200824), the Executive Director and Chief Financial Officer of the Company, for a further period of three (03) years with effect from 11<sup>th</sup> September, 2026 to 10<sup>th</sup> September, 2029, while he continues to hold office as the Executive Director and Chief

Financial Officer of the Company, on the same terms and conditions as earlier approved, unless otherwise revised by the Board from time to time, within the overall limits approved by the Members under this resolution and in accordance with the provisions of the Act.

**RESOLVED FURTHER THAT** the continuation of remuneration payable to Mr. Jitesh Khushalchand Mamaniya (DIN: 10200824), as the Executive Director and Chief Financial Officer of the Company shall be on the terms and conditions as set out in the Explanatory Statement annexed hereto.

**RESOLVED FURTHER THAT** the Board of Directors (hereinafter referred to as “**the Board**”, which term shall be deemed to include, unless the context otherwise requires, any Committee of the Board or any Director(s) or Officer(s) authorized by the Board to exercise the powers conferred on the Board under this resolution) be and is hereby authorised to vary or increase the remuneration specified above from time to time to the extent the Board of Directors may deem appropriate, *provided that* such variation or increase, as the case may be, is within the overall limits specified in Schedule V and the relevant provisions of the Act or approved by the Members of the Company.

**RESOLVED FURTHER THAT** notwithstanding anything contained herein, in the event that in any financial year during the tenure of Mr. Jitesh Khushalchand Mamaniya (DIN: 10200824) as the Executive Director and Chief Financial Officer of the Company, the Company has no profits or its profits are inadequate, the remuneration approved under this resolution shall be paid to him as the minimum remuneration in accordance with Section 197 read with Schedule V to the Companies Act, 2013, subject to such statutory approvals, if any, as may be required.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board, be and is hereby authorized to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) and to seek approvals and settle any questions, difficulties or doubts that may arise in this regard.”

**8. To approve the Shifting of the Registered Office of the Company from the Jurisdiction of the Registrar of Companies, Pune to the Jurisdiction of the Registrar of Companies, Mumbai I, within the State of Maharashtra;**

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 Sections 12, 13 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 28 of the Companies (Incorporation) Rules, 2014 (including any statutory modifications, amendments or re-enactments thereof, for the time being in force), other applicable regulations, rules and guidelines issued, if any, and subject to approval of Regional Director Navi Mumbai, Western

Region Directorate II and / or Regional Director Mumbai, Western Region Directorate I and other appropriate regulatory / statutory authorities, if any, and subject to such other approvals / sanctions as may be required, the consent of the Members of the Company be and is hereby accorded for shifting of the Registered Office of the Company from the Jurisdiction of the Registrar of Companies, Pune to the Jurisdiction of the Registrar of Companies, Mumbai I, within the State of Maharashtra and consequently alteration of Clause 2 of the Memorandum of Association of the Company with the following clause:

*“The registered office of the Company will be situated in the State of **Maharashtra**.  
(within the jurisdiction of Registrar of Companies, Mumbai I, Maharashtra)*

**RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as “**the Board**”, which term shall be deemed to include any Committee thereof or any Director, Key Managerial Personnel, Company Secretary or any other officer(s) / authorised representative(s) authorised by the Board) be and is hereby authorised to identify and finalise the location of the Registered Office of the Company within the jurisdiction of the Registrar of Companies, Mumbai I, Maharashtra, and to do all such acts, deeds, matters and things as may be necessary, expedient or desirable for giving effect to this resolution, including signing and executing all applications, petitions, affidavits, declarations, forms, documents, writings and other papers, making necessary filings with the Registrar of Companies, the Regional Director and / or any other statutory or regulatory authority, and to make such modifications, alterations or revisions as may be required or suggested by any such authority.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to appoint advocates, legal counsel, consultants, professionals or authorised representatives, to authorise any Director, Key Managerial Personnel, Company Secretary or any other officer(s) / authorised representative(s) of the Company to appear before the Registrar of Companies, the Regional Director and / or any other statutory or regulatory authority in connection with this resolution, to delegate or sub-delegate any of the powers conferred herein, to reply to any queries, notices or correspondence received from any statutory or regulatory authority, and generally to do all such acts, deeds, matters and things as may be considered necessary, expedient or desirable giving effect to this resolution and to settle any question, difficulty or doubt that may arise in this regard without requiring any further approval of the Members of the Company.”

By Order of the Board  
**For Lamosaic India Limited**

**Place: Mumbai**

**Date: 29<sup>th</sup> June, 2026**

**Registered Office:**

Ground Floor, A1, Badhe Properties, Badhenagar,  
Near Star Hall, Kondhwa Budruk, Survey No.: 41,  
Pune - 411048, Maharashtra, India.

**CS Archana Laddha**  
**Company Secretary**  
**ACS-80362**

**NOTES:**

1. The Ministry of Corporate Affairs (“the MCA”) has vide its General Circular No.: 14/2020 dated 08<sup>th</sup> April, 2020, No.: 17/2020 dated 13<sup>th</sup> April, 2020, No.: 20/2020 dated 05<sup>th</sup> May, 2020, No.: 22/2020 dated 15<sup>th</sup> June, 2020, No.: 33/2020 dated 28<sup>th</sup> September, 2020, No.: 39/2020 dated 31<sup>st</sup> December, 2020, No.: 02/2021 dated 31<sup>st</sup> January, 2021, No.: 19/2021 dated 08<sup>th</sup> December, 2021, No.: 21/2021 dated 14<sup>th</sup> December, 2021, No.: 02/2022 dated 05<sup>th</sup> May, 2022, No.: 10/2022 dated 28<sup>th</sup> December, 2022, No.: 09/2023 dated 25<sup>th</sup> September, 2023, No.: 09/2024 dated 19<sup>th</sup> September, 2024 and No.: 03/2025 dated 22<sup>nd</sup> September, 2025 (collectively referred to as “the MCA Circulars”) and the Securities and Exchange Board of India (“the SEBI”), vide its Circulars dated 12<sup>th</sup> May, 2020, 15<sup>th</sup> January, 2021, 05<sup>th</sup> January, 2023, 07<sup>th</sup> October, 2023 and 03<sup>rd</sup> October, 2024 (“the SEBI Circulars”) permitted the Companies to conduct the AGMs through Video Conferencing or Other Audio Visual Means dispensing requirement of physical presence of the Members at a common venue and other related matters with respect to such Meetings.

In compliance with the provisions of the Companies Act, 2013 (“the Act”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”), the MCA Circulars and the SEBI Circulars, the 03<sup>rd</sup> AGM is being held through VC / OAVM only. Hence, the Members can attend the AGM through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company. The Company has made arrangements through National Securities Depository Limited (“NSDL”), to provide VC / OAVM facility for the AGM and for conducting the e-AGM. The Members can join the e-AGM Fifteen Minutes before the scheduled time of the AGM following the procedure mentioned in the Notice.

2. As per the provisions of Clause 3 of the General Circular No.: 20/2020 dated 05<sup>th</sup> May, 2020, as amended, the matters of Special Business as accompanying Notice, are considered to be unavoidable by the Board and hence, forming part of this Notice.
3. The Explanatory Statement pursuant to Section 102 of the Act setting out material facts concerning the business item Nos. 03 to 08 of the Notice, is annexed hereto.
4. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his / her behalf and the Proxy need not be a Member of the Company. Since this AGM is being held through VC / OAVM pursuant to MCA Circulars, physical attendance of the Members has been dispensed with. Accordingly, the facility for appointment of proxies shall not be available for AGM and hence Proxy Form and Attendance Slip are not annexed to this Notice. Institutional / Corporate shareholders intending to depute their authorised representatives to attend the AGM through VC/ OAVM and participate thereat and cast their votes through e-voting are requested to send a certified copy of its Board Resolution / authorisation letter, authorising its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution /

Authorisation should be sent by email to [cs@lamosaic.in](mailto:cs@lamosaic.in) or [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or upload on the website of NSDL <http://www.evoting.nsdl.com/>.

5. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
6. The Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
7. The Members can join the AGM in the VC / OAVM mode Fifteen Minutes before the scheduled time of the AGM and the facility shall be made available to the Members on first-cum-first served basis. The facility to join the AGM will close Fifteen Minutes after the scheduled time or when the capacity is full whichever is earlier by following the procedure mentioned below. The facility of participation at the AGM through VC / OAVM will be made available to at least One Thousand Members only on a first-cum-first served basis. This will not include large Shareholders (Shareholders holding Two Percent or more Shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairperson 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-cum-first served basis. In case of joint holders, attending the Meeting, only such joint holder who is higher in order of names will be entitled to vote.
8. In terms of Section 152 of the Act, Mr. Jitesh Khushalchand Mamaniya (DIN: 10200824), the Director, retires by rotation at the AGM and being eligible, offers himself for re-appointment. As per explanation to Section 152(6)(e) of the Act, total number of Directors for the purpose of determining Directors liable to retire by rotation shall not include Independent Directors, whether appointed under the Act or any other law for the time being in force. Information of the Director proposed to be re-appointed at the AGM as required by Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings is annexed to the Notice. The Director has furnished the requisite declarations for his re-appointment, as applicable.
9. Queries on the Financial Statements and / or operations of the Company, if any, may please be sent to the Company at least Seven Days in advance of the Meeting. The same will be replied by the Company suitably.
10. The Register of Directors' and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Act and all other documents referred to in the Notice will be available for inspection in electronic mode by the Members from the date of circulation of this Notice up to the date of the 03<sup>rd</sup> AGM.

11. As per Circular No.: SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated 03<sup>rd</sup> November, 2021, and Clarification vide Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/687 dated 14<sup>th</sup> December, 2021 issued by the SEBI, on Common and Simplified Norms for processing Investor's Service Request by RTAs. The SEBI has mandated the furnishing of PAN, Address with PIN code, E-mail address, Mobile No., Bank Account details, Specimen Signature & Nomination by holders of Physical Securities and that from 01<sup>st</sup> January, 2022, the RTAs shall not process any service requests or complaints received from the holder(s) / claimant(s), till PAN, KYC and Nomination documents / details etc. are received. The Company doesn't have any physical holders and therefore, the Company was not requiring to intimate the Physical holders.
12. The Annual Report 2025-26 is being sent through electronic mode to those Members whose e-mail addresses are registered with the Company / KFIN Technologies Limited, the Registrar and Share transfer Agent ("RTA") / Depository Participants ("DPs"). The Annual Report is also uploaded on the website of the Company at [www.lamosaic.in](http://www.lamosaic.in). Further, pursuant to the provisions of Regulation 36(1)(b) of the Listing Regulations, a letter providing the web link of the Annual Report 2025-26 has been sent to those Shareholders who have not registered their email IDs. The Members may note that the Notice and Annual Report 2025-26 can also be accessed from website of the Stock Exchange i.e. National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com). The AGM Notice is also disseminated on the website of NSDL (agency for providing remote e-voting facility and e-voting system during the AGM) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
13. The Rule 18 of the Companies (Management and Administration) Rules, 2014 requires a Company to provide an advance opportunity at least once in a financial year, to the Member to register his / her e-mail address and changes therein and such request may be made by only those Members who have not got their e-mail id recorded or to update a fresh e-mail id and not from the Members whose e-mail ids are already registered. The Members are requested to get their e-mail ids registered with their DP or RTA. The Members are requested to intimate changes, if any, pertaining to their Name, Postal Address, E-Mail Address, Telephone / Mobile Numbers, PAN, Mandates, Nominations, Power of Attorney, Bank details such as, name of the Bank and Branch details, Bank account number and type, MICR Code, IFSC Code, etc., to their DPs in case the Shares are held by them in electronic form.
14. To prevent fraudulent transactions, the Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. The Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DPs and holdings should be verified from time to time.
15. To support the 'Green Initiative', the Members who have not yet registered their e-mail addresses are requested to register the same with their DPs in case the Shares are held by them in electronic form.

16. Non-resident Indian Shareholders are requested to immediately inform the Company / RTA (if Shares are held in physical mode) or their DP (if Shares are held in electronic mode) regarding change in residential status on return to India for permanent settlement and / or details of their bank account in India.
17. As per Regulation 40 of the Listing Regulations, as amended, Securities of Listed Companies can be transferred only in dematerialized form with effect from, 01<sup>st</sup> April, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with Physical Shares and for ease of portfolio management, the Members holding Shares in Physical Form, if any, are requested to consider converting their holdings to dematerialized form. The Members can contact the Company or the Company's RTA in this regard.
18. The SEBI vide its notification dated 20<sup>th</sup> April, 2018, has mandated the submission of PAN and / or Bank Account details for updation of the same against their folio number. The Members holding Shares in electronic form are, therefore, requested to submit the PAN / Bank account details to their DPs with whom they are maintaining their Demat Accounts. The Members are requested to complete their KYC at the earliest if the same is pending.
19. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the Shares held by them. The Members who have not yet registered their nomination are requested to register the same by submitting Form No.: SH-13. If a member who desires to cancel the earlier nomination, if any, and record a fresh nomination, may submit the same in Form No.: SH-14. The Members holding Shares in Physical Form, if any, are requested to obtain the Nomination Forms from the Company's RTA. The Members are requested to submit the said details to their DP in case the Shares are held by them in electronic form and to RTA in case the Shares are held in physical form, if any, quoting your folio no.
20. The Members holding Shares in Physical Form, if any, in identical order of names in more than one folio are requested to send to the Company or the RTA, the details of such folios together with the Original Share Certificates for consolidating their holding in one folio. A Consolidated Share Certificate will be returned to such Members after making requisite changes thereon.
21. The SEBI, vide Circular Nos.: SEBI/HO/OIAE/OIAE\_IAD1/P/CIR/2023/131 dated 31<sup>st</sup> July, 2023 and SEBI/HO/OIAE/OIAE\_IAD-1/P/CIR/2023/135 dated 04<sup>th</sup> August, 2023, read with Master Circular No.: SEBI/HO/OIAE/OIAE\_IAD-1/P/CIR/2023/145 dated 31<sup>st</sup> July, 2023 (updated as on 28<sup>th</sup> December, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes in the Indian securities market.

The Members are requested to first lodge their grievances with the Company or its Registrar and Share Transfer Agent. In case the grievance is not satisfactorily resolved, the Members may escalate the same through the SEBI SCORES platform. Thereafter, if the Member is not

satisfied with the outcome, the dispute may be referred to the ODR Portal at <https://smartodr.in/login>.

**22. The instructions for remote e-voting are given as follows:**

**PROCESS AND MANNER FOR MEMBERS OPTING FOR VOTING THROUGH ELECTRONIC MEANS (E-VOTING):**

1. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of the Listing Regulations, as amended, and the Circulars issued by the MCA, your 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 the National Securities Depository Limited (“the NSDL”) for facilitating voting through electronic means, as the authorized Agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the AGM will be provided by NSDL.

The remote e-voting period begins on Tuesday, 21<sup>st</sup> July, 2026 at 09:00 A.M. (IST) and ends on Thursday, 23<sup>rd</sup> July, 2026 at 05:00 P.M. (IST).

The remote e-voting module shall be disabled by the NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday, 17<sup>th</sup> July, 2026 may cast their vote electronically.

The voting right of the Shareholders shall be in proportion to their Share in the paid-up equity share capital of the Company as on the cut-off date, being Friday, 17<sup>th</sup> July, 2026.

The Members who have already voted prior to the Meeting date would not be entitled to vote at the Meeting.

**How do I vote electronically using NSDL e-voting system?**

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





**Step 1: Access to NSDL e-voting system**

**A. Login method for e-voting and joining virtual Meeting for Individual Shareholders holding Securities in demat mode:**

In terms of the Securities and Exchange Board of India (“SEBI”) Circular dated 09<sup>th</sup> December, 2020, on ‘e-voting facility provided by Listed Companies’, the

Individual Shareholders holding securities in demat mode are allowed to vote through their demat account maintained with the Depositories and Depository Participants. The Members are advised to update their mobile number and email ID in their demat accounts in order to access e-voting facility.

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

Type of Members	Login Method
Individual Shareholders holding securities in demat mode with the NSDL	<p>a) Existing IDeAS user can visit the e-Services website of NSDL viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a Mobile. On the e-Services home page click on the ‘Beneficial Owner’ icon under ‘Login’ which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-voting services under Value added services. Click on ‘Access to e-voting’ under e-voting services and you will be able to see e-voting page. Click on Company name or e-voting service provider i.e. NSDL and you will be re-directed to e-voting website of NSDL for casting your vote during the remote e-voting period.</p> <p>b) If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select ‘Register Online for IDeAS Portal’ or click on: <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>c) Visit the e-voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 held with NSDL), Password / OTP and a Verification Code as shown on the screen. After successful authentication, you will be re-directed to NSDL Depository site wherein you can see e-voting page. Click on Company name or ‘e-voting service provider i.e. NSDL’ and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period.</p> <p>d) The Shareholders / Members can also download NSDL Mobile App ‘<b>NSDL Speede</b>’ facility by scanning the QR code mentioned below for seamless voting experience.</p> <div style="text-align: center;"> <p><b>NSDL Mobile App is available on</b></p>  <b>App Store</b>       <b>Google Play</b></div> <div style="display: flex; justify-content: space-around; margin-top: 10px;">   </div>

<p>Holding securities in demat mode with CDSL</p>	<p>voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon and New System Myeasi Tab and then use your existing Myeasi username and password.</p> <p>b) 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. 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.</p> <p>c) If the user is not registered for Easi / Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login and New System Myeasi Tab and then click on registration option.</p> <p>d) Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN from e-voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile and email as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-voting Service Providers.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL / CDSL for e-voting facility.</p> <p>Upon logging in, you will be able to see e-voting option. Click on e-voting option, you will be re-directed to NSDL / CDSL Depository site after successful authentication, wherein you can see e-voting feature.</p> <p>Click on Company name or e-voting service provider i.e. NSDL and you will be re-directed to e-voting website of NSDL for casting your vote during the remote e-voting period.</p>

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	The Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at 022 - 4886 7000.

Individual Shareholders holding securities in demat mode with CDSL	The Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at Toll Free No.: 1800 22 55 33.
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**B. Login Method for e-voting and joining virtual Meeting for Shareholders other than individual Shareholders holding securities in demat mode and Shareholders holding securities in physical mode**

**How to Log-in to NSDL e-voting website?**

1. Visit the e-voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a Mobile.
2. Once the home page of e-voting system is launched, click on the icon 'Login' which is available under 'Shareholder / Member' section.
3. A new screen will open. You will have to enter your User ID, your Password / OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

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

5. Password details for Shareholders other than Individual Shareholders are given below:
  - a) If you are already registered for e-voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - c) How to retrieve your 'initial password'?
    - i) If your email ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account. The .pdf file contains your 'User ID' and your 'initial password'.
    - ii) If your email ID is not registered, please follow steps mentioned below in 'Process for those Shareholders whose email IDs are not registered'.
6. If you are unable to retrieve or have not received the 'initial password' or have forgotten your password:
  - a) Click on '**Forgot User Details / Password?**' (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) Physical User Reset Password?" (If you are holding shares in physical mode, if any) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid option, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number / folio number, your PAN, your name and your registered address, etc.
  - d) The Members can also use the OTP based login for casting the votes on the e-voting system of NSDL.
7. After entering your password, tick on Agree to 'Terms and Conditions' by selecting on the check box.

8. Now, you will have to click on ‘Login’ button.
9. After you click on the ‘Login’ button, Home page of e-voting will open.

## **Step 2: Cast your vote electronically and join General Meeting on NSDL e-voting system**

### **How to cast your vote electronically and join the General Meeting on NSDL e-voting system?**

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

### **General Guidelines for shareholders**

1. Institutional Shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to send scanned copy (PDF / JPG Format) of the relevant Board Resolution / Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [csparbat@yahoo.co.in](mailto:csparbat@yahoo.co.in) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). Institutional Shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on “Upload Board Resolution / Authority Letter” displayed under “e-voting” tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon Five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details / Password?” or “Physical User Reset Password?” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for the Shareholders and e-voting user manual for the Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

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

1. In case Shares are held in physical mode, if any, please provide folio no., name of the 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 [cs@lamosaic.in](mailto:cs@lamosaic.in).
2. In case Shares are held in demat mode, please provide DP ID and Client ID (16-digit DP ID + Client ID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, self-attested scanned copy of PAN card, self-attested scanned copy of Aadhar Card to [cs@lamosaic.in](mailto:cs@lamosaic.in). If you are an Individual Shareholder holding securities in demat mode, you are requested to refer to the login method explained at **Step 1(A) i.e. Login method for e-voting and joining virtual Meeting for Individual Shareholders holding securities in demat mode.**
3. Alternatively, the Shareholder / Members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring User ID and Password for e-voting by providing above mentioned documents.
4. In terms of the SEBI Circular dated 09<sup>th</sup> December, 2020 on e-voting facility provided by the Listed Companies, individual Shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. The Shareholders are required to update their mobile number and email address correctly in their demat account in order to access e-voting facility.

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

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

**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC / OAVM ARE AS UNDER:**

1. The Member will be provided with a facility to attend the AGM through VC / OAVM through the NSDL e-voting system. The Members may access by following the steps mentioned above for Access to NSDL e-voting system. After successful login, you can see link of “VC / OAVM” placed under “Join meeting” menu against the Company name. You are requested to click on VC / OAVM link placed under Join Meeting menu. The link for VC / OAVM will be available in the Shareholder / Member login where the EVEN of Company will be displayed. Please note that the Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the notice to avoid last minute rush.
2. The Members are encouraged to join the Meeting through Laptops for better experience.
3. Further, the Members will be required to allow camera and use internet with a good speed to avoid any disturbance during the Meeting.
4. Please note that participants connecting from Mobile Devices or Tablets or through laptop connecting via mobile hotspot may experience Audio / Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. The Shareholders who would like to express their views / have questions may send their questions at least Seven Days in advance mentioning their name demat account number / folio number, email id, mobile number at [cs@lamosaic.in](mailto:cs@lamosaic.in). The same will be replied by the Company suitably.
6. If any Shareholder interested to register themselves as a Speaker-Shareholder please drop your question, DP ID & Client ID and registered mobile number on below mentioned mail id [cs@lamosaic.in](mailto:cs@lamosaic.in) at least Seven Days before the date of the AGM.
7. Those Members who have registered themselves as a speaker will only be allowed to express their views / ask questions during the Meeting.
8. The Company reserves the right to restrict the number of questions and number of the Speakers, as appropriate for smooth conduct of the AGM.
9. The Members are encouraged to join the Meeting through Laptops / Tablets for better experience.
10. Further, the Members will be required to allow the access of the camera and use internet with a good speed to avoid any disturbance during the Meeting.

**OTHER INFORMATION:**

1. The e-voting period will commence on Tuesday, 21<sup>st</sup> July, 2026 at 09:00 a.m. (IST) and ends on Thursday, 23<sup>rd</sup> July, 2026 at 05:00 p.m. (IST) (both days inclusive). During this period, the Members holding Shares either in physical form, if any, or in dematerialised form, may cast their vote electronically. The e-voting module shall be disabled by NSDL thereafter. Please note that once the vote on a resolution has been casted, the Members cannot change it subsequently.
2. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners of the Company, as on the cut-off date i.e. Friday, 17<sup>th</sup> July, 2026, only shall be entitled to avail the facility of e-voting, either through remote e-voting and voting at the AGM. A person who is not a member as on the cut-off date should treat this notice for information purposes only.
3. The Members who have cast their vote by remote e-voting prior to the AGM will be entitled to attend the AGM and their presence shall be counted for the purpose of quorum. However, they shall not be entitled to cast their vote again. In case a Member casts his vote by more than one mode of voting including remote e-voting, then voting done through remote e-voting shall prevail and other shall be treated as invalid.

4. Voting rights of the Members shall be in proportion to their Shares of the Paid-Up Equity Share Capital of the Company as on the cut-off date i.e. Friday, 17<sup>th</sup> July, 2026.
5. Any person, who acquires Shares of the Company and becomes a Member of the Company after dispatch of the notice and holds Shares as of the cut-off date may follow the procedure for remote e-voting as enumerated in detail hereinabove.
6. Every client ID No. / Folio No. will have one vote, irrespective of number of joint holders. However, in case the joint holders wish to attend the Meeting the joint holder whose name is higher in the order of names among the joint holders, will be entitled to vote at the AGM.
7. Attending the e-AGM: the Members will be able to attend the AGM through VC / OAVM. The Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the Notice. Further, the Members can also use the OTP based login for logging into the e-voting system.
8. 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 Act.
9. Submission of Questions / queries prior to e-AGM: the Members desiring any additional information with regard to the Accounts / Annual Reports or has any question or query are requested to write to the Company on the Company's email-id [cs@lamosaic.in](mailto:cs@lamosaic.in) at least Seven Days before the date of the 03<sup>rd</sup> AGM, so as to enable the Management to keep the information ready. Please note that, the Member's questions will be answered only if they continue to hold the Shares as of cut-off date.
10. The Members who need technical assistance before or during the AGM, can contact the NSDL. The Corporate Members intending to send their authorized representatives to attend the AGM through VC / OAVM pursuant to the provisions of Section 113 of the Act are requested to send a certified copy of the relevant Board Resolution to the Company.
11. The Board of Directors has appointed CS Parbat Chaudhari, the Proprietor of M/s P V Chaudhari & Associates, Practicing Company Secretaries (ICSI Membership No.: FCS-13321 / ICSI COP No.: 22429), as the Scrutinizer to scrutinize the remote e-Voting as well as the votes cast at the time of the AGM in a fair and transparent manner.
12. The Scrutinizer shall submit a Consolidated Scrutinizer's Report of the total votes cast in favour or against, not later than two working days of the conclusion of the AGM, to

the Chairman or a person authorised by him in writing, who shall countersign the same and declare the result of the voting forthwith.

13. The resolutions will be deemed to be passed on the date of the AGM subject to receipt of the requisite number of votes in favour of the resolutions. The Results declared along with the Scrutinizer's Report will be available on the website of the Company at [www.lamosaic.in](http://www.lamosaic.in) and Service Provider's ("NSDL) website at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) the communication will also be sent to the National Stock Exchange of India Limited.

By Order of the Board  
**For Lamosaic India Limited**

**Place: Mumbai**

**Date: 29<sup>th</sup> June, 2026**

**Registered Office:**

Ground Floor, A1, Badhe Properties, Badhenagar,  
Near Star Hall, Kondhwa Budruk, Survey No.: 41,  
Pune - 411048, Maharashtra, India.

**CS Archana Laddha**  
**Company Secretary**  
**ACS-80362**

**Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 and applicable Rules made thereunder.**

As required under Section 102 of the Companies Act, 2013 (“the Act”), the following explanatory statements sets out all material facts relating to business mentioned under Item Nos.: 03 to 08 of the accompanying Notice:

**Item No.: 03:**

The present Authorised Share Capital of the Company is Rs. 11,00,00,000/- (Rupees Eleven Crore Only) comprising of 1,10,00,000 (One Crore Ten Lakh) Equity Shares of Rs. 10/- each (Rupees Ten Only) and Paid-up Share Capital of the Company is Rs. 10,33,80,080/- (Rupees Ten Crore Thirty-Three Lakhs Eighty Thousand Eighty Only) comprising of 1,03,38,008 (One Crore Three Lakh Thirty-Eight Thousand and Eight) Equity Shares of Rs. 10/- each (Rupees Ten Only).

The Company is evaluating various avenues for raising funds, including but not limited to issuance of Equity Shares by way of Rights Issue, Preferential Issue, Qualified Institutions Placement (QIP), Private Placement, issuance of Compulsorily Convertible Preference Shares (CCPS), Compulsorily Convertible Debentures (CCDs), or other convertible securities or instruments, including securities convertible into Equity Shares, or any combination thereof, in accordance with the applicable provisions of the Companies Act, 2013, the SEBI Regulations and other applicable laws, rules and regulations, subject to such approvals as may be required.

In view of the proposed fund raising and considering the potential size and nature of the issuance, the existing authorised share capital of the Company may be insufficient. Accordingly, the Board of Directors at its Meeting held on Monday, 29<sup>th</sup> day of June, 2026, has recommended increasing the existing authorised share capital of the Company from Rs. 11,00,00,000/- (Rupees Eleven Crore Only) divided into 1,10,00,000 (One Crore Ten Lakh) Equity Shares of Rs. 10/- (Rupees Ten Only) each to Rs. 61,00,00,000/- (Rupees Sixty-One Crore Only) divided into 6,10,00,000 (Six Crore Ten Lakh) Equity Shares of Rs. 10/- (Rupees Ten Only) each by creation of an additional 5,00,00,000 (Five Crore) Equity Shares of Rs. 10/- (Rupees Ten Only) each.

The proposed increase in the Authorised Share Capital will provide the Company with adequate flexibility to undertake the proposed fund raising, as and when approved by the Board and / or the Members, and to meet future capital requirements.

The increase in the Authorised Share Capital as aforesaid would require consequential alteration to the existing Clause 5 of the Memorandum of Association of the Company.

The increase in the Authorised Share Capital and consequential alteration to Clause 5 of the Memorandum of Association of the Company requires the approval of the Members in terms of Sections 13 and 61 of the Companies Act, 2013.

A copy of the existing Memorandum of Association together with the proposed amendments shall be available for inspection by the Members at the Registered Office and the Corporate Office of the Company during business hours on all working days (except Saturdays, Sundays and Public Holidays) up to the date of the Annual General Meeting and shall also be available for inspection at the 03<sup>rd</sup> (Third) Annual General Meeting.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives are in any way concerned or interested, financially or otherwise, in the resolution set out at Item No.: 03 of the Notice, except to the extent of their respective shareholding(s).

The Board of Directors of your Company accordingly recommends the resolution set out in item No.: 03 accompanying the Notice for the approval of the Members of the Company as a **Special Resolution**.

**Item No.: 04:**

The Company is presently engaged in the business of trading in decorative laminates, paper sheets, plywood, laminated boards, veneer sheets, wooden furniture components and other related products.

Considering the growth potential and opportunities available in the textile sector, the Board believes that diversification into textile-related activities would be beneficial to the Company. Accordingly, the Company proposes to expand its main object clause to enable it to undertake the business of manufacturing, trading, importing, exporting, marketing, and dealing in textiles and allied products.

To commence the proposed new business activities, Clause 3(a) (Main Objects) of the Memorandum of Association of the Company is required to be altered.

It is proposed to amend Clause 3(a) (Main Objects) of the Memorandum of Association of the Company by inserting a new sub-clause No. 3(a)2 after the existing sub-clause No. 3(a)1 to enable the Company to expand and diversify its business into the textile sector, as set out in the Special Resolution forming part of this Notice.

The above amendment shall be subject to such approvals, permissions and sanctions, if any, as may be required under the applicable provisions of the Companies Act, 2013 and other applicable laws.

Pursuant to the provisions of Section 13 of the Companies Act, 2013, any alteration to the main object clause of the Memorandum of Association of the Company requires the approval of the Members by passing Special Resolution.

A copy of the existing Memorandum of Association together with the proposed amendments shall be available for inspection by the Members at the Registered Office and the Corporate Office of the Company during business hours on all working days (except Saturdays, Sundays and Public

Holidays) up to the date of the Annual General Meeting and shall also be available for inspection at the 03<sup>rd</sup> (Third) Annual General Meeting.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives are in any way concerned or interested, financially or otherwise, in the resolution set out at item No.: 04 of the Notice, except to the extent of their respective shareholding(s).

The Board of Directors of your Company accordingly recommends the resolution set out in item No.: 04 accompanying the Notice for the approval of the Members of the Company as a **Special Resolution**.

**Item No.: 05:**

The existing Articles of Association of the Company do not contain any specific enabling provision permitting the same individual to hold the office of the Chairman of the Board and of the Company and to be appointed as the Managing Director or the Chief Executive Officer of the Company.

The Company has, till date, been engaged in a single line of business and accordingly was eligible to avail the exception provided under the proviso to Section 203(1) of the Companies Act, 2013, whereby the offices of the Chairman and the Managing Director or Chief Executive Officer may be held by the same individual where the Company carries on only one business.

The Board of Directors has also proposed alteration of the Objects Clause of the Memorandum of Association of the Company to enable the Company to undertake an additional line of business. Upon such alteration becoming effective, the Company would no longer be carrying on only one business. Accordingly, in order to expressly enable the same individual to hold the office of the Chairman of the Board and of the Company and to also be appointed as the Managing Director or the Chief Executive Officer of the Company and to ensure continued compliance with the applicable provisions of the Companies Act, 2013, it is proposed to amend the Articles of Association of the Company by inserting the following new Article 165A immediately after the existing Article 165:

***165A. Chairman and Managing Director or Chief Executive Officer***

*Notwithstanding anything contained in these Articles, the same individual may hold the office of the Chairman of the Board and of the Company and may also be appointed as the Managing Director or the Chief Executive Officer of the Company.*

The proposed alteration is enabling in nature and is intended to ensure continued compliance with the proviso to Section 203(1) of the Companies Act, 2013 in the event the Company carries on more than one business and to ensure continuity in the Company's leadership structure and effective corporate governance.

A copy of the existing Articles of Association together with the proposed amendments shall be available for inspection by the Members at the Registered Office and the Corporate Office of the Company during business hours on all working days (except Saturdays, Sundays and Public Holidays) up to the date of the Annual General Meeting and shall also be available for inspection during the 03<sup>rd</sup> (Third) Annual General Meeting.

None of the Directors, Key Managerial Personnel of the Company or their relatives, except to the extent of their interest in the continuation or appointment of the same individual as the Chairman and the Managing Director or the Chief Executive Officer, if any, is concerned or interested, financially or otherwise, in the proposed resolution set out at item No.: 05 of the Notice

The Board of Directors of your Company accordingly recommended the resolution set out in item No.: 05 accompanying the Notice for the approval of the Members of the Company as a **Special Resolution**.

**Item No.: 06:**

The Board of Directors of the Company at their Board Meeting held on Monday, 29<sup>th</sup> day of June, 2026, taking into consideration the recommendation received from the Nomination and Remuneration Committee of the Company, appointed Mr. Sukhdev Singh (DIN: 11789022) as the Chairman and Managing Director of the Company for a term of three (03) Years with effect from 29<sup>th</sup> June, 2026 to 28<sup>th</sup> June, 2029 (both days inclusive) subject to the approval of the Members of the Company through a Special Resolution, after careful consideration and deliberation on his qualifications, experience, expertise and volume of the Company's business, thought it prudent and in the best interest of the Company.

Mr. Sukhdev Singh (DIN: 11789022) possesses over six years of experience in the banking and financial services sector. He has been associated with Indiabulls Venture Limited as a Collection Senior Officer, Cholamandalam Investment and Finance Company Limited as a Relationship Manager, and Unity Small Finance Bank Limited as a Manager. He has gained extensive expertise in retail banking, lending, collections, customer relationship management, business development, and operational management. The Board believes that his experience and leadership capabilities will be of significant value in driving the Company's growth and long-term strategic objectives.

The appointment and remuneration payable to Mr. Sukhdev Singh (DIN: 11789022) is subject to the approval by the Members of the Company, as per the relevant provisions of the Companies Act, 2013 read with the rules made thereunder.

The Company has received the following from Mr. Sukhdev Singh (DIN: 11789022):

- i. Consent Letter in writing to act as the Chairman and Managing Director in Form No.: DIR-2 pursuant to Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014;

- ii. Intimation in Form No.: DIR-8 pursuant to Rule 14 of the Companies (Appointment and Qualification of Directors) Rules, 2014 to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act;
- iii. Notice of Interest in Form No.: MBP-1 pursuant to Section 184(1) of the Companies Act, 2013 read with Rule 9(1) of the Companies (Meetings of Board and its Powers) Rules, 2014.
- iv. Declaration pursuant to the BSE Limited's Circular No.: LIST/COMP/14/2018-19 dated 20<sup>th</sup> June, 2018 and National Stock Exchange of India Limited's Circular No.: NSE/ CML/2018/24 dated 20<sup>th</sup> June, 2018, that he has not been debarred from holding office of a director by virtue of any order passed by the Securities and Exchange Board of India or any other such authority;

The profile and specific areas of expertise of Mr. Sukhdev Singh (DIN: 11789022) and other relevant information as required under the Listing Regulations read with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India are as follows:

Sr. No.	Particulars	Details
1.	Name	Mr. Sukhdev Singh (DIN: 11789022)
2.	Designation	Chairman and Managing Director
3.	Age	32 Years
4.	Qualification	Senior Secondary
5.	Term of Appointment	Appointed for a term of three (03) years with effect from 29 <sup>th</sup> June, 2026 to 28 <sup>th</sup> June, 2029 (both days inclusive).
6.	Period of remuneration	For a period of three (03) years with effect from 29 <sup>th</sup> June, 2026 to 28 <sup>th</sup> June, 2029.
7.	Remuneration	Remuneration (including salary, perquisites and allowances as mentioned below) up to a maximum of Rs. 3,00,000/- (Rupees Three Lakhs Only) per month. The Board of Directors (which expression shall include any Committee thereof) shall have the authority to determine, revise and restructure the salary, perquisites and allowances from time to time, provided that the aggregate remuneration shall not exceed the aforesaid ceiling.
8.	Perquisites and allowances	Mr. Sukhdev Singh (DIN: 11789022) shall be entitled to such perquisites and allowances, including house rent allowance or rent-free furnished accommodation, house maintenance allowance, gas, electricity, water, furnishing,

		<p>conveyance, transport, medical reimbursement, leave travel allowance, special allowance, use of the Company's car for official purposes, telephone at residence, contribution to provident fund, superannuation fund, gratuity, leave encashment and such other perquisites and allowances as may be determined by the Board of Directors from time to time in accordance with the rules and policies of the Company. The aggregate remuneration, including perquisites and allowances, shall not exceed the limit specified in Point No. 7 above.</p> <p>The Company's contribution to Provident Fund, Superannuation Fund or Annuity Fund, to the extent not taxable under the Income Tax Act, 2025, gratuity payable in accordance with the rules of the Company, use of the Company's car for official duties and telephone at residence shall not be included in the computation of the remuneration limits prescribed under Schedule V of the Companies Act, 2013.</p>
9.	Incentive / Performance Bonus	An incentive / performance bonus, as may be determined by the Board of Directors at the end of each financial year based on the performance of the Company and / or the appointee, shall be payable, subject to the provisions of Sections 197 and 198 read with Schedule V of the Companies Act, 2013 as amended, <b><i>provided that</i></b> such incentive / bonus shall not exceed Rs. 5,00,000/- (Rupees Five Lakh Only) for any financial year.
10.	Medical Expenses	Expenditure incurred by the Chairman and Managing Director of the Company for himself and his family.
11.	Annual Increment	The Board will decide the annual increment based on merit which shall be within the limits as approved by the Members of the Company.
12.	Leave	As per Company Rules.
13.	Overall Remuneration	The aggregate remuneration comprising salary, perquisites, allowances and incentive/performance bonus payable in any financial year, as may be determined by the Board of Directors, may exceed 5% of the net profits of the Company computed in accordance with Section 198 of the Companies Act, 2013. However, the total managerial remuneration

		payable by the Company shall be within the limits prescribed under Section 197 read with Schedule V of the Companies Act, 2013 or such higher limits as may be permitted under the Act or approved by the Members from time to time. The overall managerial remuneration payable to all Directors, including the Managing Director, Whole-time Director(s) and/or Manager, may exceed 11% of the net profits of the Company, subject to such approvals as may be required under the Companies Act, 2013 and the rules made thereunder.
14.	Minimum Remuneration	In the event of absence or inadequacy of profits in any financial year during the tenure of the Chairman and Managing Director, the appointee shall be paid the aforesaid remuneration as minimum remuneration, notwithstanding the limits prescribed under Section 197 read with Schedule V of the Companies Act, 2013, subject to such statutory approvals as may be required. However, such remuneration shall not exceed the remuneration approved by the Members.
15.	Other Terms and Conditions: Sitting fees	No sitting fees will be paid to Mr. Sukhdev Singh (DIN: 11789022) for attending the Meetings of the Board of Directors or Committee thereof.
	Retirement by Rotation	Mr. Sukhdev Singh (DIN: 11789022) shall not be liable to retire by rotation whilst he continues to hold office of the Chairman and Managing Director of the Company.
	Reimbursement of Expenses	Mr. Sukhdev Singh (DIN: 11789022) shall be entitled to reimbursement of all actual and reasonable expenses incurred by him in the performance of his duties, including travelling, boarding, lodging and other incidental expenses incurred in India or abroad in connection with the business of the Company.
	Termination Clause	The Agreement may be terminated by either party by giving three months' notice from either side or as may be mutually agreed.
		The terms and conditions of the said appointment and / or agreement may be altered, amended, varied and modified from time to time by the Board or Committee thereof as it may be permissible and if deemed fit, within the limits prescribed in Schedule V of the Act or any subsequent amendments or modifications made thereto.

**Statement containing additional information and disclosures as per Sub-Clause (iv) of the Second Proviso to Clause (B) of Section II of Part- II of Schedule V to the Companies Act, 2013 (“the Act”):**

<b>I. General Information</b>																										
<b>Sr. No.</b>	<b>Particulars</b>	<b>Information</b>																								
1.	Nature of Industry	The Company is mainly engaged in trading of Plywood Boards / Laminates and allied products.																								
2.	Date or expected date of commencement of commercial production	The Company is an existing Company and carrying out business since 13 <sup>th</sup> June, 2023 in the name of Lamosaic India Limited and before that it was Partnership Firm.																								
3.	In case of a new Company, expected date of commencement of activities as per project approved by Financial Institutions appearing in the prospectus	Not Applicable																								
4.	Financial Performance (Standalone) based on given indicators	<p style="text-align: right;"><i>(Rs. in Lakhs)</i></p> <table border="1"> <thead> <tr> <th><b>Particulars</b></th> <th><b>FY 2025-26</b></th> <th><b>FY 2024-25</b></th> </tr> </thead> <tbody> <tr> <td>Revenue from Operations</td> <td>10,210.63</td> <td>14,349.43</td> </tr> <tr> <td>Other Income</td> <td>16.54</td> <td>10.16</td> </tr> <tr> <td><b>Total Income</b></td> <td><b>10,227.17</b></td> <td><b>14,359.59</b></td> </tr> <tr> <td>Total Expenses</td> <td>9,945.44</td> <td>14,017.01</td> </tr> <tr> <td>Profit Before Tax</td> <td>281.73</td> <td>342.58</td> </tr> <tr> <td>Tax Expenses</td> <td>115.08</td> <td>94.64</td> </tr> <tr> <td><b>Profit for the period</b></td> <td><b>166.65</b></td> <td><b>247.94</b></td> </tr> </tbody> </table>	<b>Particulars</b>	<b>FY 2025-26</b>	<b>FY 2024-25</b>	Revenue from Operations	10,210.63	14,349.43	Other Income	16.54	10.16	<b>Total Income</b>	<b>10,227.17</b>	<b>14,359.59</b>	Total Expenses	9,945.44	14,017.01	Profit Before Tax	281.73	342.58	Tax Expenses	115.08	94.64	<b>Profit for the period</b>	<b>166.65</b>	<b>247.94</b>
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<b>Profit for the period</b>	<b>166.65</b>	<b>247.94</b>																								
5.	Foreign Investments or Collaborations, if any.	The Company has not entered into any material foreign collaboration and no direct capital investment has been made in the Company.																								
<b>II Information about the appointees</b>																										
1.	Brief Profile	Mr. Sukhdev Singh (DIN: 11789022) possesses over six years of experience in the banking and financial services sector. He has been associated with Indiabulls Venture Limited as a Collection Senior Officer, Cholamandalam Investment and Finance Company Limited as a Relationship Manager, and Unity Small Finance Bank Limited as a																								

		Manager. He has gained extensive expertise in retail banking, lending, collections, customer relationship management, business development, and operational management.
2.	Past Remuneration	Since this is the first appointment of Mr. Sukhdev Singh (DIN: 11789022) as the Chairman and Managing Director of the Company, the disclosure relating to his past remuneration is not applicable.
3.	Recognition or Awards	None
4.	Job Profile and Suitability	Mr. Sukhdev Singh (DIN: 11789022) possesses over six years of experience in the banking and financial services sector. Considering his managerial experience, business acumen and leadership capabilities, the Board considers him well suited for the position of Chairman and Managing Director.
5.	Comparative Remuneration Profile with respect to industry, size of Company, profile and position of the person.	Considering the experience and knowledge of Mr. Sukhdev Singh (DIN: 11789022), the proposed remuneration is in line with remuneration prevalent in similar industry and has been considered appropriate by the Board after due consideration.
6.	Pecuniary relationship directly or indirectly with the Company or relation with Managerial Personnel, if any.	Mr. Sukhdev Singh (DIN: 11789022) does not hold any equity shares of the Company and is not related to any Director or Key Managerial Personnel of the Company.  Except for the remuneration proposed herein, he has no other pecuniary relationship with the Company.
<b>III</b>	<b>Other Information</b>	
1.	Reasons of loss or inadequate profit	The Company's profitability has been impacted due to business expansion, higher raw material costs and slower growth in the domestic as well as global economy.
2.	Steps taken or proposed to be taken for improvement	The Company has strengthened its sales and marketing initiatives, expanded its customer base and continued to focus on sustainable growth and operational efficiency.
3.	Expected Increase in productivity and profits in measurement terms	The Company expects improved financial performance through expansion of its market presence, development of new products and customers, and continued focus on operational efficiency and margin improvement.

IV	Disclosures	
1.	Remuneration package of the appointee	Details of total remuneration comprising of Salary, Perquisites and other information which is proposed to be paid to Mr. Sukhdev Singh (DIN: 11789022) for the period of their appointment is set out above.
2.	Details of fixed component and performance linked incentive along with the performance criteria	Disclosure on all elements of remuneration package etc. of Mr. Sukhdev Singh (DIN: 11789022) is set out above.
3.	Service Contract, Notice Period, Severance Fees	<p>Service Contract is for a period of the three (03) years w.e.f. 29<sup>th</sup> June, 2026 till 28<sup>th</sup> June, 2029.</p> <p>Remuneration is proposed for a period of the three (03) years effective from 29<sup>th</sup> June, 2026 till 28<sup>th</sup> June, 2029.</p> <p>Notice Period - three (03) months' notice or as may be mutually agreed.</p>
4.	Stock Options details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable.	Not Applicable

The profile and specific areas of expertise of Mr. Sukhdev Singh (DIN: 11789022) and other relevant information as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 of the Secretarial Standard on General Meetings are provided as an **Annexure-A** to this Notice.

Considering the qualifications, experience, expertise and responsibilities proposed to be entrusted to Mr. Sukhdev Singh (DIN: 11789022), the Board is of the opinion that his appointment as the Chairman and Managing Director of the Company and the proposed remuneration are fair, reasonable and in the best interest of the Company.

The above explanatory statement shall be construed as an abstract of the terms of the appointment / re-appointment / variations, together with a memorandum of interest or concern of the interested directors, as prescribed under Section 190 of the Act.

Except Mr. Sukhdev Singh (DIN: 11789022), none of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, directly or indirectly, financially or otherwise, in the resolution set out at item No.: 06 of the Notice, except to the extent of their respective shareholding, if any, in the Company.

Accordingly, the Board of Directors of your Company recommends the passing of the resolution contained in item No.: 06 of the accompanying the Notice of the Annual General Meeting as a **Special Resolution**.

**Item No.: 07:**

The Members of the Company had, at the Extra-Ordinary General Meeting held on 05<sup>th</sup> October, 2023, approved the remuneration of Mr. Jitesh Khushalchand Mamaniya (DIN: 10200824) as the Executive Director of the Company for a period of three (03) years from 11<sup>th</sup> September, 2023 to 10<sup>th</sup> September, 2026 at a remuneration of up to Rs. 3,00,000/- per month (including salary, allowances, perquisites and performance-linked bonus), in accordance with Sections 196, 197, 203 read with Schedule V and other applicable provisions of the Companies Act, 2013. Subsequently, with effect from 29<sup>th</sup> October, 2025, he was also designated as the Chief Financial Officer of the Company, without any change in the existing approved remuneration structure.

The said approval is valid up to 10<sup>th</sup> September, 2026 and based on the recommendation of the Nomination and Remuneration Committee and the Board, it is proposed to continue the remuneration for a further period of three (03) years from 11<sup>th</sup> September, 2026 to 10<sup>th</sup> September, 2029 on the same terms and conditions, while he continues to hold office as the Executive Director and Chief Financial Officer of the Company.

The remuneration payable to Mr. Jitesh Khushalchand Mamaniya (DIN: 10200824) is subject to the approval by the Members of the Company, as per the relevant provisions of the Companies Act, 2013 read with the rules made thereunder.

The Board considers that his continued association will be beneficial to the Company considering his experience, expertise and contribution to the business operations.

The specific areas of expertise of Mr. Jitesh Khushalchand Mamaniya (DIN: 10200824) are provided below.

The salient features of the terms and conditions of remuneration of Mr. Jitesh Khushalchand Mamaniya (DIN: 10200824) is as follows:

Sr. No.	Particulars	Details
1.	Name	Mr. Jitesh Khushalchand Mamaniya (DIN: 10200824)

2.	Designation	Executive Director and Chief Financial Officer
3.	Age	49 Years
4.	Qualification	Matriculation
5.	Period of remuneration	For a further period of the three (03) years effective from 11 <sup>th</sup> September, 2026 to 10 <sup>th</sup> September, 2029.
6.	Remuneration	Remuneration (including salary, perquisites and allowances as mentioned below) up to a maximum of Rs. 3,00,000/- (Rupees Three Lakh Only) per month. The Board of Directors (which expression shall include any Committee thereof) shall have the authority to determine, revise and restructure the salary, perquisites and allowances from time to time, provided that the aggregate remuneration shall not exceed the aforesaid ceiling.
7.	Perquisites and allowances	<p>Mr. Jitesh Khushalchand Mamaniya (DIN: 10200824) shall be entitled to such perquisites and allowances, including house rent allowance or rent-free furnished accommodation, house maintenance allowance, gas, electricity, water, furnishing, conveyance, transport, medical reimbursement, leave travel allowance, special allowance, use of the Company's car for official purposes, telephone at residence, contribution to provident fund, superannuation fund, gratuity, leave encashment and such other perquisites and allowances as may be determined by the Board of Directors from time to time in accordance with the rules and policies of the Company. The aggregate remuneration, including perquisites and allowances, shall not exceed the limit specified in Point No. 6 above.</p> <p>The Company's contribution to Provident Fund, Superannuation Fund or Annuity Fund, to the extent not taxable under the Income Tax Act, 2025, gratuity payable in accordance with the rules of the Company, use of the Company's car for official duties and telephone at residence shall not be included in the computation of the remuneration limits prescribed under Schedule V of the Companies Act, 2013.</p>
8.	Incentive / Performance Bonus	An incentive / performance bonus, as may be determined by the Board of Directors at the end of each financial year based on the performance of the Company and / or the

		appointee, shall be payable, subject to the provisions of Sections 197 and 198 read with Schedule V of the Companies Act, 2013 as amended, <b><i>provided that</i></b> such incentive / bonus shall not exceed Rs. 5,00,000/- (Rupees Five Lakh Only) for any financial year.
9.	Medical Expenses	Expenditure incurred by the Executive Director and Chief Financial Officer of the Company for himself and his family.
10.	Annual Increment	The Board will decide the annual increment based on merit which shall be within the limits as approved by the Members of the Company.
11.	Leave	As per Company Rules.
12.	Overall Remuneration	The aggregate remuneration comprising salary, perquisites, allowances and incentive/performance bonus payable in any financial year, as may be determined by the Board of Directors, may exceed 5% of the net profits of the Company computed in accordance with Section 198 of the Companies Act, 2013. However, the total managerial remuneration payable by the Company shall be within the limits prescribed under Section 197 read with Schedule V of the Companies Act, 2013 or such higher limits as may be permitted under the Act or approved by the Members from time to time. The overall managerial remuneration payable to all Directors, including the Managing Director, Whole-time Director(s) and/or Manager, may exceed 11% of the net profits of the Company, subject to such approvals as may be required under the Companies Act, 2013 and the rules made thereunder.
13.	Minimum Remuneration	In the event of absence or inadequacy of profits in any financial year during the tenure of the Executive Director and Chief Financial Officer, the appointee shall be paid the aforesaid remuneration as minimum remuneration, notwithstanding the limits prescribed under Section 197 read with Schedule V of the Companies Act, 2013, subject to such statutory approvals as may be required. However, such remuneration shall not exceed the remuneration approved by the Members.
14.	Other Terms and Conditions: Sitting fees	No sitting fees will be paid to Mr. Jitesh Khushalchand Mamaniya (DIN: 10200824) for attending the Meetings of the Board of Directors or Committee thereof.

Retirement by Rotation	Mr. Jitesh Khushalchand Mamaniya (DIN: 10200824) shall be liable to retire by rotation.
Reimbursement of Expenses	Mr. Jitesh Khushalchand Mamaniya (DIN: 10200824) shall be entitled to reimbursement of all actual and reasonable expenses incurred by him in the performance of his duties, including travelling, boarding, lodging and other incidental expenses incurred in India or abroad in connection with the business of the Company.

**Statement containing additional information and disclosures as per Sub-Clause (iv) of the Second Proviso to Clause (B) of Section II of Part- II of Schedule V to the Companies Act, 2013 (“the Act”):**

<b>I. General Information</b>				
<b>Sr. No.</b>	<b>Particulars</b>	<b>Information</b>		
1.	Nature of Industry	The Company is mainly engaged in trading of Plywood Boards / Laminates and allied products.		
2.	Date or expected date of commencement of commercial production	The Company is an existing Company and carrying out business since 13 <sup>th</sup> June, 2023 in the name of Lamosaic India Limited and before that it was Partnership Firm.		
3.	In case of a new Company, expected date of commencement of activities as per project approved by Financial Institutions appearing in the prospectus	Not Applicable		
4.	Financial Performance (Standalone) based on given indicators	<i>(Rs. in Lakhs)</i>		
		<b>Particulars</b>	<b>FY 2025-26</b>	<b>FY 2024-25</b>
		Revenue from Operations	10,210.63	14,349.43
		Other Income	16.54	10.16
		<b>Total Income</b>	<b>10,227.17</b>	<b>14,359.59</b>
		Total Expenses	9,945.44	14,017.01
		Profit Before Tax	281.73	342.58
		Tax Expenses	115.08	94.64
		<b>Profit for the period</b>	<b>166.65</b>	<b>247.94</b>

5.	Foreign Investments or Collaborations, if any.	The Company has not entered into any material foreign collaboration and no direct capital investment has been made in the Company.
<b>II Information about the appointees</b>		
1.	Brief Profile	He has been associated with the Company since its incorporation. After completing his matriculation, he developed a profound understanding of the laminates and plywood industry. He possesses more than thirteen years of experience in the laminates field. Mr. Jitesh Khushalchand Mamaniya (DIN: 10200824) has honed his expertise over the years and developed a sound understanding of the nuances of the industry. His inquisitive approach and dedication have enabled him to acquire in-depth knowledge of various aspects of the business, making him a competent and accomplished leader.
2.	Past Remuneration	Mr. Jitesh Khushalchand Mamaniya (DIN: 10200824) was paid remuneration of Rs. 6,00,000/- during the financial year 2025-26.
3.	Recognition or Awards	None
4.	Job Profile and Suitability	Mr. Jitesh Khushalchand Mamaniya (DIN: 10200824) has been serving as the Executive Director of the Company since incorporation. He was additionally entrusted with the responsibilities of the Chief Financial Officer of the Company with effect from 29 <sup>th</sup> October, 2025. He possesses rich experience in the industry and has significant exposure in managing overall business operations of the Company.
5.	Comparative Remuneration Profile with respect to industry, size of Company, profile and position of the person.	Considering the experience and knowledge of Mr. Jitesh Khushalchand Mamaniya (DIN: 10200824), the proposed remuneration is in line with remuneration prevalent in similar industry and has been considered appropriate by the Board after due consideration.
6.	Pecuniary relationship directly or indirectly with the Company or relation with Managerial Personnel,	Mr. Jitesh Khushalchand Mamaniya (DIN: 10200824), is the Promoter of the Company and directly hold 22,380 (0.22%) equity shares of the Company.

	if any.	<p>He is not related to other Directors / Key Managerial Personnel of the Company.</p> <p>Except proposed remuneration as stated above, he does not have any other pecuniary relationship with the Company.</p>
<b>III Other Information</b>		
1.	Reasons of loss or inadequate profit	The Company's profitability has been impacted due to business expansion, higher raw material costs and slower growth in the domestic as well as global economy.
2.	Steps taken or proposed to be taken for improvement	The Company has strengthened its sales and marketing initiatives, expanded its customer base and continued to focus on sustainable growth and operational efficiency.
3.	Expected Increase in productivity and profits in measurement terms	The Company expects improved financial performance through expansion of its market presence, development of new products and customers, and continued focus on operational efficiency and margin improvement.
<b>IV Disclosures</b>		
1.	Remuneration package of the appointee	Details of total remuneration comprising of Salary, Perquisites and other information which is proposed to be paid to Mr. Jitesh Khushalchand Mamaniya (DIN: 10200824) for the period is set out above.
2.	Details of fixed component and performance linked incentive along with the performance criteria	Disclosure on all elements of remuneration package etc. of Mr. Jitesh Khushalchand Mamaniya (DIN: 10200824) is set out above.
3.	Service Contract, Notice Period, Severance Fees	<p>Remuneration is proposed for a further period of three (03) years with effect from 11<sup>th</sup> September, 2026 till 10<sup>th</sup> September, 2029.</p> <p>Notice Period - three (03) months' notice or as may be mutually agreed.</p>
4.	Stock Options details, if	Not Applicable

	any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable.	
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Considering the qualifications, experience, expertise and responsibilities proposed to be entrusted to Mr. Jitesh Khushalchand Mamaniya (DIN: 10200824), the Board is of the opinion that his remuneration as the Executive Director and Chief Financial Officer of the Company are fair, reasonable and in the best interest of the Company.

The profile and specific areas of expertise of Mr. Jitesh Khushalchand Mamaniya (DIN: 10200824) and other relevant information as required under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards are provided as an **Annexure-A** to this Notice.

Except Mr. Jitesh Khushalchand Mamaniya (DIN: 10200824) and his relatives, none of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, directly or indirectly, financially or otherwise, in the resolution set out at item No.: 07 of the Notice, except to the extent of their respective shareholding, if any, in the Company.

Accordingly, the Board of Directors of your Company recommends the passing of the resolution contained in item No.: 07 of the accompanying the Notice of the Annual General Meeting as a **Special Resolution**.

**Item No.: 08:**

The Registered Office of the Company is presently situated within the jurisdiction of the Registrar of Companies, Pune, Maharashtra at Ground Floor, A1, Badhe Properties, Badhenagar, Near Star Hall, Kondhwa Budruk, Survey No.: 41, Pune - 411048, Maharashtra, India. The Company now proposes to shift its Registered Office from the jurisdiction of the Registrar of Companies, Pune to the jurisdiction of the Registrar of Companies, Mumbai I, within the State of Maharashtra, subject to the approval of the Regional Director and other statutory authorities, as may be required.

The proposed shifting is primarily for administrative convenience and to ensure efficient management and coordination of the Company's affairs. The Corporate Office of the Company is situated in Mumbai, Maharashtra at 119, Atlanta Estate, A Wing, 01<sup>st</sup> Floor, Off. G.M. Link Road, Goregaon East, Mumbai - 400063, Maharashtra, India, from where the day-to-day management and administrative functions of the Company are carried out. The Managing Director, Non-Executive Directors, Independent Directors and other Key Management Personnel ("KMP") are also based in Mumbai, and the meetings and strategic decisions of the Company are predominantly undertaken from Mumbai.

Further, pursuant to the first proviso to Section 128(1) of the Companies Act, 2013 read with Rule 2A of the Companies (Accounts) Rules, 2014, the Books of Accounts and other relevant financial records of the Company are maintained at its Corporate Office in Mumbai. Accordingly, shifting the Registered Office to Mumbai will align the Registered Office with the place where the Books of Accounts and principal management functions of the Company are carried on, thereby facilitating better regulatory compliance, operational efficiency and coordination.

The existing premises at Pune shall continue to be used by the Company as its godown, and there will be no change in the business operations or activities carried out from such premises. Accordingly, the proposed shifting is only of the Registered Office and shall not affect the Company's operations, assets, employees or business activities at the Pune premises. The proposed shifting relates only to the Registered Office of the Company and will not adversely affect any employee, creditor, shareholder or any other stakeholder of the Company.

The Board of Directors of the Company, at its Meeting held on Monday, 29<sup>th</sup> day of June, 2026, approved the proposal for shifting the Registered Office of the Company from the jurisdiction of the Registrar of Companies, Pune to the jurisdiction of the Registrar of Companies, Mumbai I, within the State of Maharashtra, subject to the approval of the Members of the Company, the Regional Director and / or such other statutory authorities as may be required.

The Board of Directors is of the opinion that the proposed shifting of the Registered Office is in the best interests of the Company and its stakeholders.

Pursuant to the provisions of Sections 12, 13 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 28 of the Companies (Incorporation) Rules, 2014, the proposed shifting of the Registered Office of the Company from the jurisdiction of the Registrar of Companies, Pune to the jurisdiction of the Registrar of Companies, Mumbai I, within the State of Maharashtra and the consequential alteration of Clause 2 of the Memorandum of Association of the Company require the approval of the Members of the Company by way of a Special Resolution and the approval of the Regional Director.

A copy of the existing Memorandum of Association together with the proposed amendments shall be available for inspection by the Members at the Registered Office and the Corporate Office of the Company during business hours on all working days (except Saturdays, Sundays and Public Holidays) up to the date of the Annual General Meeting and shall also be available for inspection at the 03<sup>rd</sup> (Third) Annual General Meeting.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at item No.: 08 of the Notice, except to the extent of their respective shareholding(s), if any.

The Board of Directors of your Company accordingly recommends the resolution set out in item No.: 08 of the accompanying Notice for the approval of the Members of the Company as a **Special Resolution**.

By Order of the Board  
**For Lamosaic India Limited**

**Place: Mumbai**

**Date: 29<sup>th</sup> June, 2026**

**Registered Office:**

Ground Floor, A1, Badhe Properties, Badhenagar,  
Near Star Hall, Kondhwa Budruk, Survey No.: 41,  
Pune - 411048, Maharashtra, India.

**CS Archana Laddha**  
**Company Secretary**  
**ACS-80362**

## Annexure-A

Pursuant to the provisions of Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 of the Secretarial Standard on General Meetings, the following information is furnished about the Directors proposed to be appointed / re-appointed or whose remuneration is being considered:

*Details of the Directors seeking appointment / re-appointment at the Third (03rd) Annual General Meeting*

Particulars	Details	
Name of the Director	Mr. Jitesh Khushalchand Mamaniya	Mr. Sukhdev Singh
Director Identification Number (DIN)	10200824	11789022
Designation / category of the Director	Executive Director and Chief Financial Officer	Chairman and Managing Director
Date of Birth	14 <sup>th</sup> December, 1977	20 <sup>th</sup> April, 1994
Age	49 Years	32 Years
Nationality	Indian	Indian
Date of first appointment on the Board	Since inception. i.e. 13 <sup>th</sup> June, 2023	29 <sup>th</sup> June, 2026
Qualifications	Matriculation	Senior Secondary
Experience (including expertise in specific functional area) / Brief Resume	He has been associated with the Company since its incorporation. After completing his matriculation, he developed a profound understanding of the laminates and plywood industry. He possesses more than thirteen years of experience in the laminates field. Mr. Jitesh Khushalchand Mamaniya (DIN: 10200824) has honed his expertise over the years and developed a sound understanding of the nuances of the industry. His inquisitive approach and dedication have enabled him to acquire in-depth knowledge of various aspects of the business, making him a	He possesses over six years of experience in the banking and financial services sector. He has been associated with Indiabulls Venture Limited as a Collection Senior Officer, Cholamandalam Investment and Finance Company Limited as a Relationship Manager, and Unity Small Finance Bank Limited as a Manager. He has gained extensive expertise in retail banking, lending, collections, customer relationship management, business development, and operational management.

	competent and accomplished leader.	
Terms and conditions of appointment / re-appointment	In terms of Section 152(6) of the Companies Act, 2013, Mr. Jitesh Khushalchand Mamaniya (DIN: 10200824), who was appointed as an Executive Director since Incorporation, is liable to retire by rotation.	Appointed for a term of three (03) years with effective from 29 <sup>th</sup> June, 2026 to 28 <sup>th</sup> June, 2029 (both days inclusive).
Particulars of experience, attributes or skills that qualify for Board Membership	As per the resolution in item No.: 07 of this Notice, read with the explanatory statement thereto	As per the resolution in item No.: 06 of this Notice, read with the explanatory statement thereto
Skills and capabilities required for the role and the manner in which he / she meets such requirements		
Remuneration last drawn (including sitting fees, if any) paid as on 31 <sup>st</sup> March, 2026	Remuneration drawn - Rs. 6,00,000/- during the financial year 2025-26.	Since this is the first appointment of Mr. Sukhdev Singh (DIN: 11789022) as the Chairman and Managing Director of the Company, the disclosure relating to his past remuneration is not applicable.
Details of remuneration sought to be paid	Up to a maximum of Rs. 3,00,000/- (Rupees Three Lakh Only) per month which was already approved at the Extra-Ordinary General Meeting held on 05 <sup>th</sup> October, 2023.  The said remuneration is approved up to 10 <sup>th</sup> September, 2026. Accordingly, the Company seeks approval of the Members at this 03 <sup>rd</sup> (Third) Annual General Meeting for	Remuneration (including salary, perquisites and allowances as mentioned below) up to a maximum of Rs. 3,00,000/- (Rupees Three Lakhs Only) per month.

	<p>continuation of the same remuneration for a further period of next three (03) years, i.e., from 11<sup>th</sup> September, 2026 to 10<sup>th</sup> September, 2029.</p> <p>Other perquisites etc. same as per the resolution in item No.: 07 of this Notice, read with the explanatory statement thereto.</p>	
Directorships held in other Companies (up to the date of this AGM Notice)	Nil	Nil
Membership / Chairmanship of Committees in other Public Companies	Nil	Nil
Name of Listed Companies from which Director has resigned in past 03 (Three) Years	Nil	Nil
Number of Meetings of the Board attended during the year	He has attended all the Seven (07) Board Meetings held during the financial year 2025-26.	Not Applicable, as Mr. Sukhdev Singh (DIN: 11789022) was appointed as the Chairman and Managing Director of the Company with effect from 29 <sup>th</sup> June, 2026 and no Board Meeting was held thereafter.
Key terms and conditions of appointment	As per the resolution in item No.: 07 of this Notice, read with the explanatory statement thereto.	As per the resolution in item No.: 06 of this Notice, read with the explanatory statement thereto.
Inter-se relationship with other Directors and Key Managerial Personnel of the Company	There is no <i>inter-se</i> relationship between Mr. Jitesh Khushalchand Mamaniya (DIN: 10200824) and other Members of the Board / Key Managerial	There is no <i>inter-se</i> relationship between Mr. Sukhdev Singh (DIN: 11789022) and other Members of the Board / Key Managerial Personnel of the

	Personnel of the Company.	Company.
No. of Shares held (as on the date of this Notice) including shareholding as a beneficial owner	22,380 Equity Shares being 0.22%	Nil

By Order of the Board  
For Lamosaic India Limited

**Place: Mumbai**

**Date: 29<sup>th</sup> June, 2026**

**Registered Office:**

Ground Floor, A1, Badhe Properties, Badhenagar,  
Near Star Hall, Kondhwa Budruk, Survey No.: 41,  
Pune - 411048, Maharashtra, India.

**CS Archana Laddha**  
**Company Secretary**  
**ACS-80362**

## BOARD'S REPORT

To,  
The Members,  
**Lamosaic India Limited**

The Board of Directors take pleasure in presenting the Third (03rd) Annual Report covering the highlights of the business and operations of Lamosaic India Limited (“the Company”) along with the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2026.

### THE FINANCIAL SUMMARY OR HIGHLIGHTS:

The Company’s financial performance for the financial year ended 31<sup>st</sup> March, 2026 along with that of the previous financial year ended 31<sup>st</sup> March, 2025 is summarized below:

*(Rs. in Lakhs)*

Particulars	As at 31 <sup>st</sup> March, 2026	As at 31 <sup>st</sup> March, 2025
Revenue from Operations	10,210.63	14,349.43
Other Income	16.54	10.16
Total Revenue	10,227.17	14,359.59
Less: Total Expenses	9,945.44	14,017.01
Profit before exceptional and extra ordinary items	281.73	342.57
Less: Extra ordinary / exceptional items	0.00	0.00
Profit before tax	281.73	342.57
Less: Tax expense	115.08	94.63
Profit after taxes	166.65	247.94
Balance brought forward from the year	6,756.39	764.36
Add: Profit for the year and Others	166.65	5,992.03
Balance carried to Balance Sheet	6,923.03	6,756.39

*The above figures are extracted from the Financial Statements prepared in accordance with the applicable accounting principles as specified under Sections 129 and 133 of the Companies Act, 2013 (“the Act”) read with the Companies (Accounts) Rules, 2014, as amended and other relevant provisions of the Act.*

### STATE OF THE COMPANY’S AFFAIRS / PERFORMANCE:

Lamosaic India Limited (CIN: L31001PN2023PLC221416), has been incorporated under the provisions of the Company Act, 2013 in the State of Maharashtra, India, on 13<sup>th</sup> June, 2023 by converting the Partnership Firm named “Swastik Marketing” to Public Limited Company with an object to carry on business as related to decorative laminates, plywoods, paper sheets etc.

The financial statements for the financial year ended 31<sup>st</sup> March, 2026 have been prepared in accordance with the applicable Accounting Standards as prescribed under the Companies Act, 2013 read with Rules framed thereunder (“the Act”) and other accounting principles generally accepted in India.

**The highlights of the Company’s performance are as under:**

The Financial Statements of the Company reflect the performance of the Company on standalone basis.

During the financial year, the Company has earned total revenue including other income of Rs. 10,227.17 Lakhs as compared to Rs. 14,359.59 Lakhs of previous year.

The profit before taxes for the financial year ended 31<sup>st</sup> March, 2026 was Rs. 281.73 Lakhs as compared to profit of Rs. 342.57 Lakhs in the previous year.

The profit after taxes for the financial year ended 31<sup>st</sup> March, 2026 was Rs. 166.65 Lakhs as compared to profit of Rs. 247.94 Lakhs in the previous year.

**DIVIDEND:**

In compliance with the provisions of the Companies Act, 2013, the Board of Directors of the Company has not recommended any dividend for the financial year ended 31<sup>st</sup> March, 2026.

Pursuant to the provisions of Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“the SEBI Listing Regulations”), the Board of Directors of the Company (“the Board”) has voluntarily formulated, approved and adopted a Dividend Distribution Policy. The Policy details various considerations based on which the Board may recommend or declare Dividend to the Shareholders.

The Dividend Distribution Policy of the Company is also available on the Company’s website at [www.lamosaic.in/Policies](http://www.lamosaic.in/Policies).

**TRANSFER TO RESERVE:**

The Company has not transferred any amount to general reserves during the financial year under review.

The Profit of Rs. 166.65 Lakhs for the financial year ended 31<sup>st</sup> March, 2026 has been transferred to the surplus in the Statement of Profit and Loss.

## **EQUITY SHARE CAPITAL AND CHANGES THEREON:**

### **Authorized Share Capital:**

The Authorised Share Capital of the Company as on 31<sup>st</sup> March, 2026 was Rs. 11,00,00,000/- (Rupees Eleven Crores Only) comprising of 1,10,00,000 (One Crore Ten Lakh) Equity Shares of Rs. 10/- each (Rupees Ten Only).

### **Issued and Paid-Up Share Capital:**

The Paid-Up Equity Shares Capital of the Company as on 31<sup>st</sup> March, 2026 consisting 1,03,38,008 (One Crore Three Lakh Thirty-Eight Thousand Eight) Equity Shares of Rs. 10/- each (Rupees Ten Only) and total Paid Up Equity Share Capital of the Company stood at Rs. 10,33,80,080/- (Rupees Ten Crores Thirty-Three Lakhs Eighty Thousand Eighty Only).

### **Increase in Paid Up Share Capital during the financial year:**

During the financial year 2025-26, the Company did not issue any equity shares, equity shares with differential rights as to dividend, voting or otherwise, or sweat equity shares.

## **LISTING INFORMATION:**

The Equity Shares of the Company are listed with NSE Emerge Platform of National Stock Exchange of India Limited and in dematerialized form. The ISIN of the Company is INE0R0201012.

The equity shares of the Company were listed on the EMERGE Platform of the National Stock Exchange of India Limited ("NSE EMERGE") on 29<sup>th</sup> November, 2024.

The Company has paid the annual listing fees to the National Stock Exchange of India Limited for the financial year 2026-27.

The equity shares of the Company have electronic connectivity under ISIN: INE0R0201012.

To provide efficient services to its shareholders, the Company has appointed M/s. KFIN Technologies Limited, having its registered office at Selenium Building, Tower-B, Plot Nos. 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy – 500 032, Telangana, India, as the Registrar and Share Transfer Agent ("the RTA") of the Company for rendering services to its members / investors and for providing electronic connectivity with National Securities Depository Limited and Central Depository Services (India) Limited.

Pursuant to the listing of the Company's equity shares, the status of the Company changed from an Unlisted Public Company to a Listed Public Company. Consequently, the Corporate Identification Number ("CIN") of the Company was changed from U31001PN2023PLC221416 to L31001PN2023PLC221416.

#### **WEBSITE OF THE COMPANY:**

In accordance with the provisions of the Companies Act, 2013 read with the Rules made thereunder, the Company maintains a functional website at [www.lamosaic.in](http://www.lamosaic.in), which serves as a platform for disseminating information to its stakeholders.

The website contains, *inter alia*, information relating to the Company's business, financial information, shareholding pattern, policies, codes, and other statutory disclosures, as required under the applicable laws and regulations.

#### **TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND:**

There were no unclaimed / unpaid dividend, application money, debenture interest and interest on deposits as well as the principal amount of debentures and deposits, remaining unclaimed / unpaid in relation to the Company. Hence, the Company is not required to transfer any amount to Investor Education and Protection Fund (IEPF).

#### **SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES:**

The Company does not have any Subsidiary(ies), Joint Venture(s) or Associate Company(ies) as on financial year ended 31<sup>st</sup> March, 2026.

#### **STATEMENT OF UTILIZATION OF FUNDS RAISED THROUGH INITIAL PUBLIC OFFERING ("IPO") UNDER REGULATION 32 (1) OF THE SEBI LISTING REGULATIONS:**

The Company has issued and allotted 30,60,000 (Thirty Lakh Sixty Thousand) Equity Shares of Rs. 10/- (Rupees Ten Only) each fully paid up for cash at a price of Rs. 200/- (Rupees Two Hundred Only) each including premium of Rs. 190/- (Rupees One Hundred Ninety Only) per Equity Share each by way of Initial Public Offer ("IPO") aggregating to Rs. 6,120 Lakhs and got listed on Emerge Platform of National Stock Exchange of India Limited on 29<sup>th</sup> November, 2024.

The details of utilization of IPO Issue Proceeds as on 31<sup>st</sup> March, 2026 is mentioned below:

(Rs. in Lakhs)

Sr. No.	Object of the Issue as per Prospectus	Amount allocated for the Object	Amount utilised till 31 <sup>st</sup> March, 2026	Deviation / Variation from Applicable Object	Unutilized Amount as on 31 <sup>st</sup> March, 2026
1.	Repayment of certain Borrowings	445.77	445.77	0.00	0.00
2.	To meet incremental working capital requirements	4,009.31*/**	4,009.31*/**	0.00	0.00
3.	Pursuing Inorganic Growth	195.00**	195.00**	0.00	0.00
4.	General Corporate Expenses	1,400.00	1,400.00	0.00	0.00
5.	Issue related expenses	69.92*	69.92*	0.00	0.00
<b>Total</b>		<b>6,120.00</b>	<b>6,120.00</b>		

\*As per Prospectus dated 09<sup>th</sup> November, 2024, the amount allocated to Issue Related Expenses was Rs. 174.23 Lakhs. However, the Issue Related Expenses paid by the Company after the Initial Public Offer (“IPO”) was only 69.92 Lakhs. Therefore, the Company has vide Special Resolution passed through Postal Ballot dated 29<sup>th</sup> March, 2025 transferred the remaining amount of Rs. 104.31 Lakhs from “Issue Related Expenses” to “Meet Incremental Working Capital Requirements”.

\*\*As per Prospectus dated 09<sup>th</sup> November, 2024, the amount allocated to Pursuing Inorganic Growth was Rs. 600 Lakhs. However, the Company has utilised only Rs. 195 Lakhs on Pursuing Inorganic Growth, and the security deposit of Rs. 405 Lakhs has now been refunded and therefore Rs. 405 Lakhs remain unutilized. Therefore, the Company has vide Special Resolution passed through Postal Ballot dated 01<sup>st</sup> March, 2026 transferred the remaining amount of Rs. 405 Lakhs from “Pursuing Inorganic Growth” to “Meet Incremental Working Capital Requirements”.

#### **COMPLIANCE WITH THE SECRETARIAL STANDARDS:**

The Company has in place proper systems to ensure compliance with the provisions of the applicable secretarial standards issued by the Institute of Company Secretaries of India and such systems are adequate and operating effectively.

#### **DIRECTORS RESPONSIBILITY STATEMENT:**

Pursuant to the provisions of Section 134 of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, confirmed:

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

**THE WEB ADDRESS, IF ANY, WHERE ANNUAL RETURN REFERRED TO IN SUB-SECTION (3) OF SECTION 92 OF THE COMPANIES ACT, 2013 HAS BEEN PLACED:**

Pursuant to the provisions of sub-section (3)(a) of Section 134 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 which states that the Company shall need to provide the web address, if any, where Annual Return referred to in sub-section (3) of Section 92 of the Companies Act, 2013 has been placed.

The draft Annual Return as provided under Section 92(3) read with Section 134(3)(a) of the Act as prescribed in Form No.: MGT-7 of the Companies (Management and Administration) Rules, 2014, is available on the website of the Company at [www.lamosaic.in](http://www.lamosaic.in).

**BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL (“KMP”):**

The Board of Directors of the Company comprises of the Six (06) Directors with optimum combination of the Executive and Non-Executive Directors i.e., Two (02) Executive Directors, One (01) Non-Executive Director and Three (03) Non-Executive Independent Directors including One (01) Woman Independent Director and each of them are professionals in their respective areas of specialization and have held eminent positions as on 31<sup>st</sup> March, 2026.

The composition of the Board of Directors as on 31<sup>st</sup> March, 2026 are as follows:

<b>Sr. No.</b>	<b>Name of the Directors</b>	<b>DIN</b>	<b>Designation</b>
1.	Mr. Vinod Juthalal Visaria	07603546	Chairman and Managing Director
2.	Mr. Jitesh Khushalchand Mamaniya	10200824	Executive Director and Chief Financial Officer
3.	Mr. Jay Manilal Chheda	10200825	Non-Executive Director
4.	Mr. Ajaykumar Ramyash Jaiswar	11483549	Independent Director
5.	Mr. Devesh Bhati	07415367	Independent Director
6.	Ms. Garima Gupta	07494553	Woman Independent Director

Pursuant to the provisions of Section 203 of the Companies Act, 2013, Mr. Vinod Juthalal Visaria (DIN: 07603546), the Chairman and Managing Director of the Company and Mr. Jitesh Khushalchand Mamaniya (DIN: 10200824), the Director and Chief Financial Officer of the Company are the Key Managerial Personnel of the Company as on 31<sup>st</sup> March, 2026.

#### **Changes in the Directors and Key Managerial Personnel:**

There was following changes took place during the financial year ended 31<sup>st</sup> March, 2026:

1. CS Swati Jain, an Associate Member of the Institute of Company Secretaries of India having Membership No.: ACS-58635, resigned from the position of the Company Secretary and Compliance Officer of the Company with effect from 29<sup>th</sup> October, 2025.
2. Mr. Jay Manilal Chheda (DIN: 10200825) resigned from the position of the Chief Financial Officer of the Company with effect from 29<sup>th</sup> October, 2025. However, he continued his association with the Company as an Executive Director of the Company up to 29<sup>th</sup> January, 2026, after which his role was re-designated as Non-Executive Director of the Company.
3. Mr. Jitesh Khushalchand Mamaniya (DIN: 10200824), the existing Executive Director of the Company was appointed with additional responsibilities as the Key Managerial Personnel designated as the Chief Financial Officer of the Company with effect from 29<sup>th</sup> October, 2025.
4. Mr. Jay Manilal Chheda (DIN: 10200825), the Director of the Company, was re-appointed as a director liable to retire by rotation and, being eligible, offered himself for re-appointment at the Second (02nd) AGM held on 31<sup>st</sup> December, 2025.
5. Mr. Sandeep Chand Mal Tak (DIN: 06644850), resigned from the position of the Independent Director of the Company with effect from 29<sup>th</sup> January, 2026.

6. Mr. Pulkit Dagra (DIN: 10261920), resigned from the position of the Independent Director of the Company with effect from 29<sup>th</sup> January, 2026.
7. Ms. Monika Kushwaha (DIN: 10261931), resigned from the position of the Independent Director of the Company with effect from 29<sup>th</sup> January, 2026.
8. Mr. Ajaykumar Ramyash Jaiswar (DIN: 11483549), was appointed as an Additional Director designated as a Non-Executive - Independent Director of the Company for the first term of the Five (05) consecutive years effective from 29<sup>th</sup> January, 2026 to 28<sup>th</sup> January, 2031. His appointment was also approved by the Members by passing a Special Resolution through Postal Ballot dated 01<sup>st</sup> March, 2026.
9. Mr. Devesh Bhati (DIN: 07415367), was appointed as an Additional Director designated as a Non-Executive - Independent Director of the Company for the First term of the five (05) consecutive years effective from 29<sup>th</sup> January, 2026 to 28<sup>th</sup> January, 2031. His appointment was also approved by the Members by passing a Special Resolution through Postal Ballot dated 01<sup>st</sup> March, 2026.
10. Ms. Garima Gupta (DIN: 07494553), was appointed as an Additional Director designated as a Non-Executive - Independent Director of the Company for the First term of the five (05) consecutive years effective from 29<sup>th</sup> January, 2026 to 28<sup>th</sup> January, 2031. Her appointment was also approved by the Members by passing a Special Resolution through Postal Ballot dated 01<sup>st</sup> March, 2026.

The following change took place after closure of the financial year but before signing of this Board's Report:

1. CS Archana Laddha, an Associate Member of the Institute of Company Secretaries of India bearing Membership No.: ACS-80362, was appointed as the Company Secretary and Compliance Officer of the Company and designed as Key Managerial Personnel of the Company with effect from 01<sup>st</sup> May, 2026.
2. Mr. Vinod Juthalal Visaria (DIN: 07603546), was re-designated from the Chairman and Managing Director of the Company to Managing Director of the Company with effect from 29<sup>th</sup> June, 2026.
3. Mr. Sukhdev Singh (DIN: 11789022), was appointed as the Chairman and Managing Director of the Company with effect from 29<sup>th</sup> June, 2026 for a period of three (03) years, subject to approval of the Members of the Company at the ensuing Third (03rd) AGM.

**DISCLOSURE UNDER SECTION 184(1) AND 164(2) OF THE COMPANIES ACT, 2013:**

None of the Directors of the Company are disqualified from being appointed as Director as specified under Section 164(2) of the Companies Act, 2013 and also all the Directors on the Board have submitted notice of interest under Section 184(1) of the Companies Act, 2013.

**RETIREMENT OF DIRECTOR BY ROTATION:**

In terms of Section 152 of the Companies Act, 2013, Mr. Jitesh Khushalchand Mamaniya (DIN: 10200824), the Director of the Company is liable to retire by rotation at the forthcoming Annual General Meeting and being eligible, offered himself for re-appointment. Brief profile of the Director seeking re-appointment is provided in the explanatory statement attached to the Notice of the AGM.

None of the Directors of the Company are disqualified / debarred as per the applicable provisions of the Act and the Securities and Exchange Board of India.

**DECLARATION BY INDEPENDENT DIRECTORS:**

All the Independent Directors of the Company have furnished a declaration to the effect that they meet the criteria of independence as provided in Section 149(6) of the Act and Regulations 16(1)(b) and 25 of the Listing Regulations. In the opinion of the Board, all the Independent Directors possess the integrity, expertise and experience including the proficiency required to be Independent Directors of the Company, fulfil the conditions of independence as specified in the Act and the Listing Regulations and are independent of the management and have also complied with the Code for Independent Directors as prescribed in Schedule IV of the Act.

Further, the declaration of independence as required under the Listing Regulations were also given by the Directors.

**INTER-SE RELATIONSHIP BETWEEN DIRECTORS:**

None of the Directors of the Company are in any way related to each other.

**NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS:**

As per the provisions of Section 173 of the Companies Act, 2013 read with the Rules made thereunder, and in pursuant to the provisions of the Secretarial Standards-1 as prescribed by the Institute of Company Secretaries of India, and the SEBI Listing Regulations, the Board of Directors of the Company met 07 (Seven) times during the year under review.

The details of the Meetings of the Board of Directors of the Company held during the financial year 2025-26 are:

**Details of the Board Meetings along with the Attendance of the Directors:**

Attendance of the Board Meeting held on	03 <sup>rd</sup> June, 2025	01 <sup>st</sup> September, 2025	29 <sup>th</sup> October, 2025	07 <sup>th</sup> December, 2025	02 <sup>nd</sup> January, 2026	29 <sup>th</sup> January, 2026	04 <sup>th</sup> February, 2026
Mr. Vinod Juthalal Visaria	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Mr. Jay Manilal Chheda	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Mr. Jitesh Khushalchand Mamaniya	Yes	Yes	Yes	Yes	Yes	Yes	Yes
<sup>1</sup> Mr. Sandeep Chand Mal Tak	Yes	Yes	Yes	Yes	Yes	Yes	N.A.
<sup>2</sup> Mr. Pulkit Dagra	Yes	Yes	Yes	Yes	Yes	Yes	N.A.
<sup>3</sup> Ms. Monika Kushwaha	Yes	Yes	Yes	Yes	Yes	Yes	N.A.
<sup>4</sup> Mr. Ajaykumar Ramyash Jaiswar	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	Yes
<sup>5</sup> Mr. Devesh Bhati	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	Yes
<sup>6</sup> Ms. Garima Gupta	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	Yes

1 = Resigned with effect from 29<sup>th</sup> January, 2026  
2 = Resigned with effect from 29<sup>th</sup> January, 2026  
3 = Resigned with effect from 29<sup>th</sup> January, 2026  
4 = Appointed with effect from 29<sup>th</sup> January, 2026  
5 = Appointed with effect from 29<sup>th</sup> January, 2026  
6 = Appointed with effect from 29<sup>th</sup> January, 2026

The maximum interval between Two consecutive Meetings did not exceed 120 days, as prescribed under the Act and SEBI Listing Regulations.

**COMPOSITION OF BOARD COMMITTEES:**

The Committees of the Board focus on certain specific areas and make informed decisions in line with the delegated authority.

The following are the Statutory Committees under the Act and SEBI Listing Regulations constituted by the board which functions according to their respective roles and defined scope:

- Audit Committee;
- Nomination and Remuneration Committee;
- Stakeholders' Relationship Committee;

## **AUDIT COMMITTEE:**

- I. The Audit Committee of the Company is constituted in line with the provisions of Section 177 of the Companies Act, 2013 read with Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014, Rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 18 and Part C of Schedule II of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- II. The Audit Committee shall act in accordance with the terms of reference specified in writing by the Board and in accordance with sub-section (4) of Section 177 of the Companies Act, 2013 which shall, *inter alia*, include:
  1. the recommendation for appointment, remuneration and terms of appointment of Auditors of the Company;
  2. review and monitor the Auditor's independence and performance, and effectiveness of audit process;
  3. examination of the financial statement and the Auditors' Report thereon;
  4. approval or any subsequent modification of transactions of the Company with related parties;
  5. scrutiny of inter-corporate loans and investments;
  6. valuation of undertakings or assets of the Company, wherever it is necessary;
  7. evaluation of internal financial controls and risk management systems;
  8. monitoring the end use of funds raised through public offers and related matters.
- III. The Audit Committee shall also act in accordance with the provisions of Regulation 18 and Schedule II - Part C of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, which shall, *inter alia*, include:
  - A. The role of the Audit Committee shall include the following:**
    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 clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
  - b) changes, if any, in accounting policies and practices and reasons for the same;
  - c) major accounting entries involving estimates based on the exercise of judgment by management;
  - d) significant adjustments made in the financial statements arising out of audit findings;
  - e) compliance with listing and other legal requirements relating to financial statements;
  - f) disclosure of any related party transactions;
  - g) modified opinion(s) in the draft audit report;
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 utilisation of proceeds of a public issue or rights issue or preferential issue or qualified institutions placement, and making appropriate recommendations to the board to take up steps in this matter;
7. reviewing and monitoring 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 there on;
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 Chief Financial Officer 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.
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.
22. consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the Company and its shareholders.

**B. The Audit Committee shall mandatorily review the following information:**

1. management discussion and analysis of financial condition and results of operations;
2. management letters / letters of internal control weaknesses issued by the statutory auditors;
3. internal audit reports relating to internal control weaknesses; and
4. the appointment, removal and terms of remuneration of the Chief Internal Auditor shall be subject to review by the Audit Committee.
5. statement of deviations:
  - a) quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to Stock Exchange(s) in terms of Regulation 32(1).
  - b) annual statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice in terms of Regulation 32(7).

During the financial year 2025-26, the Company held Seven (07) Meetings of the Audit Committee, details of which are summarized below:

<b>Sr. No.</b>	<b>Date of the Meeting</b>	<b>Committee Strength</b>	<b>No. of the Directors Present</b>
1.	03 <sup>rd</sup> June, 2025	03	03
2.	01 <sup>st</sup> September, 2025	03	03
3.	29 <sup>th</sup> October, 2025	03	03
4.	07 <sup>th</sup> December, 2025	03	03
5.	02 <sup>nd</sup> January, 2026	03	03
6.	29 <sup>th</sup> January, 2026	03	03
7.	04 <sup>th</sup> February, 2026	03	03

The Composition of the Audit Committee and the details of Meetings attended by the Members during the year are given below:

Name	DIN	Designation in Committee	No. of Audit Committee Meetings held & entitled to attend	No. of Audit Committee Meetings Attended
<sup>1</sup> Mr. Sandeep Chand Mal Tak - Independent Director	06644850	Chairman / Member	06	06
<sup>2</sup> Mr. Pulkit Dagra - Independent Director	10261920	Chairman / Member	06	06
<sup>3</sup> Mr. Jay Manilal Chheda - Non-Executive Director	10200825	Member	04	04
<sup>4</sup> Mr. Jitesh Khushalchand Mamaniya - Director and Chief Financial Officer	10200824	Member	03	03
<sup>5</sup> Mr. Ajaykumar Ramyash Jaiswar - Independent Director	11483549	Chairman	01	01
<sup>6</sup> Mr. Devesh Bhati - Independent Director	07415367	Member	01	01

*1 = He was the Chairman of the Committee until 07<sup>th</sup> December, 2025 and thereafter as the Member until 29<sup>th</sup> January, 2026.*

*2= He was the Member of the Committee until 07<sup>th</sup> December, 2025 and thereafter as the Chairman until 29<sup>th</sup> January, 2026.*

*3= He was a Member until 07<sup>th</sup> December, 2025.*

*4= Appointed as the Member w.e.f. 07<sup>th</sup> December, 2025.*

*5 = Appointed as the Chairman w.e.f. 29<sup>th</sup> January, 2026.*

*6= Appointed as the Member w.e.f. 29<sup>th</sup> January, 2026.*

## **NOMINATION AND REMUNERATION COMMITTEE OF THE COMPANY:**

- I. The Company has constituted Nomination and Remuneration Committee in compliance of the provisions of Section 178 of the Companies Act, 2013 read with Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014, Rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 19 and Part D of Schedule II of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

II. The Nomination and Remuneration Committee shall act in accordance with the terms of reference specified in writing by the Board and in accordance with sub-section (2) and (3) of Section 178 of the Companies Act, 2013 which shall, *inter alia*, include:

1. The Nomination and Remuneration Committee shall identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall specify the manner for effective evaluation of performance of Board, its Committees and individual Directors to be carried out either by the Board, by the Nomination and Remuneration Committee or by an independent external agency and review its implementation and compliance.
2. The Nomination and Remuneration Committee shall formulate the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board a policy, relating to the remuneration for the Directors, Key Managerial Personnel and other employees.

The Nomination and Remuneration Committee shall, while formulating the policy under 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:

III. The Nomination and Remuneration Committee shall act in accordance with the provisions of Regulation 19 and Schedule II - Part D of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, which shall, *inter alia*, include:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board of Directors a policy relating to, the remuneration of the Directors, Key Managerial Personnel and other employees;
2. For every appointment of an Independent Director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities

required of an Independent Director. The person recommended to the Board for appointment as an Independent Director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:

- a. use the services of an external agencies, if required;
  - b. consider candidates from a wide range of backgrounds, having due regard to diversity; and
  - c. consider the time commitments of the candidates.
3. formulation of criteria for evaluation of performance of Independent Directors and the Board of Directors;
  4. devising a policy on diversity of Board of Directors;
  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 of Directors their appointment and removal.
  6. whether to extend or continue the term of appointment of the Independent Director, on the basis of the report of performance evaluation of Independent Directors.
  7. recommend to the Board, all remuneration, in whatever form, payable to senior management.

During the financial year 2025-26, the Company held Five (05) Meetings of the Nomination and Remuneration Committee, details of which are summarized below:

<b>Sr. No.</b>	<b>Date of the Meeting</b>	<b>Committee Strength</b>	<b>No. of Directors Present</b>
1.	03 <sup>rd</sup> June, 2025	03	03
2.	01 <sup>st</sup> September, 2025	03	03
3.	29 <sup>th</sup> October, 2025	03	03
4.	02 <sup>nd</sup> January, 2026	03	03
5.	29 <sup>th</sup> January, 2026	03	03

The Composition of Nomination and Remuneration Committee and the details of Meetings attended by the Members during the year are given below:

Name	DIN	Designation in Committee	No. of Nomination and Remuneration Committee Meetings held & entitled to attend	No. of Nomination and Remuneration Committee Meetings Attended
<sup>1</sup> Mr. Sandeep Chand Mal Tak - Independent Director	06644850	Chairman / Member	05	05
<sup>2</sup> Mr. Pulkit Dagra - Independent Director	10261920	Chairman / Member	05	05
Mr. Vinod Juthalal Visaria - Chairman and Managing Director	07603546	Member	05	05
<sup>3</sup> Mr. Ajaykumar Ramyash Jaiswar - Independent Director	11483549	Chairman	00	00
<sup>4</sup> Mr. Devesh Bhati - Independent Director	07415367	Member	00	00

*1 = He was the Chairman of the Committee until 07<sup>th</sup> December, 2025 and thereafter as the Member until 29<sup>th</sup> January, 2026.*

*2= He was the Member of the Committee until 07<sup>th</sup> December, 2025 and thereafter as the Chairman until 29<sup>th</sup> January, 2026.*

*3= Appointed as the Chairman w.e.f. 29<sup>th</sup> January, 2026.*

*4= Appointed as the Member w.e.f. 29<sup>th</sup> January, 2026.*

#### **STAKEHOLDERS RELATIONSHIP COMMITTEE OF THE COMPANY:**

- I. The Company has constituted Stakeholders Relationship Committee in compliance of the provisions of Section 178(5) of the Companies Act, 2013 read with Rules made thereunder and Regulation 20 and Part D of Schedule II of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- II. the Stakeholders Relationship Committee shall be entrusted with the role / responsibilities enumerated in sub-section (6) of Section 178 read with Regulation 20 and Schedule II of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 i.e. *inter alia* including the following:

1. Resolving the grievances of the security holders of the Company including complaints related to transfer / transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new / duplicate certificates, General Meetings etc.
2. Review of measures taken for effective exercise of voting rights by shareholders.
3. Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent.
4. Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants /annual reports / statutory notices by the shareholders of the Company.
5. to look into various aspects of interest of shareholders and other security holders.

During the financial year 2025-26, the Company held Four (04) Meeting of the Stakeholders Relationship Committee, details of which are summarized below:

Sr. No.	Date of Meeting	Committee Strength	No. of Directors Present
1.	03 <sup>rd</sup> June, 2025	03	03
2.	01 <sup>st</sup> September, 2025	03	03
3.	07 <sup>th</sup> December, 2025	0	03
4.	04 <sup>th</sup> February, 2026	03	03

The Composition of Stakeholders Relationship Committee and the details of Meetings attended by the Members during the year are given below:

Name	DIN	Designation in Committee	No. of Stakeholders Relationship Committee Meetings held & entitled to attend	No. of Stakeholders Relationship Committee Meetings Attended
<sup>1</sup> Mr. Sandeep Chand Mal Tak - Independent Director	06644850	Chairman	03	03
<sup>2</sup> Mr. Pulkit Dagra - Independent Director	10261920	Chairman	00	00

Mr. Vinod Juthalal Visaria - Chairman and Managing Director	07603546	Member	04	04
<sup>3</sup> Mr. Jay Manilal Chheda - Non-Executive Director	10200825	Member	03	03
<sup>4</sup> Mr. Jitesh Khushalchand Mamaniya - Director and Chief Financial Officer	10200824	Member	01	01
<sup>5</sup> Mr. Ajaykumar Ramyash Jaiswar - Independent Director	11483549	Chairman	01	01

1 = He was the Chairman of the Committee until 07<sup>th</sup> December, 2025.

2= He was appointed as the Chairman of the Committee w.e.f. 07<sup>th</sup> December, 2025 and continued as the Chairman until 29<sup>th</sup> January, 2026.

3= He was the Member until 07<sup>th</sup> December, 2025.

4= Appointed as the Member w.e.f. 07<sup>th</sup> December, 2025.

5= Appointed as the Chairman w.e.f. 29<sup>th</sup> January, 2026.

#### **CORPORATE SOCIAL RESPONSIBILITY COMMITTEE OF THE COMPANY:**

In accordance with the provisions of Section 135 of the Companies Act, 2013, the Company is not required to undertake Corporate Social Responsibility (“the CSR”) activities during the financial year 2025-26, as the prescribed thresholds for applicability of the CSR provisions are not met. Accordingly, the provisions relating to constitution of the CSR Committee and undertaking of the CSR expenditure are not applicable to the Company for the financial year 2025-26.

The unspent CSR amount of Rs. 4.78 Lakhs pertaining to the previous financial year has not yet been transferred to the prescribed unspent CSR account / fund as required under Section 135 of the Companies Act, 2013. The Company is taking necessary steps to regularize the compliance at the earliest.

The CSR Policy of the Company is available on the website of the Company at <http://lamosaic.in/Policies>.

#### **STATUTORY AUDITOR:**

The Statutory Auditors of the Company M/s. Kumbhat & Co. LLP, the Chartered Accountants (Firm Registration No.: 001609S / S000162), were resigned with effect from 30<sup>th</sup> September, 2025 and based on the recommendation of the Audit Committee, the Board of Directors, subject to approval of the Members, appointed M/s. S M N K & Co., the Chartered Accountants (Firm Registration No.: 134153W and Peer Review Certificate No.: 020528 which is valid till 30<sup>th</sup> April 2028), as the Statutory Auditor of the Company to fill the casual vacancy caused due to resignation

of the existing Statutory Auditor. They hold the office of the Statutory Auditors up to the conclusion of the Second (02nd) Annual General Meeting held on 31<sup>st</sup> December, 2025. The approval of the Shareholders also obtained at the Second (02nd) Annual General Meeting held on 31<sup>st</sup> December, 2025.

In line with the requirements of the Companies Act 2013, at the Second (02nd) Annual General Meeting held on 31<sup>st</sup> December, 2025, M/s. R G G R & Associates LLP, (Firm Registration No.: W100854 and Peer Review Certificate No.: 019643 which is valid till 31<sup>st</sup> January, 2028), the Chartered Accountants, Mumbai were appointed as the Statutory Auditors of the Company to hold the office first term of the Five Years, from the conclusion of the Second (02nd) Annual General Meeting, till the conclusion of the Seventh (07th) Annual General Meeting of the Members of the Company to be held in the year 2030, at such remuneration plus applicable taxes, and out of pocket expenses, as may be determined and recommended by the Audit Committee in consultation with the Auditors and duly approved by the Board of Directors of the Company.

M/s. R G G R & Associates LLP, (Firm Registration No.: W100854 and Peer Review Certificate No.: 019643 which is valid till 31<sup>st</sup> January, 2028), the Chartered Accountants, Mumbai have furnished written confirmation to the effect that they are not disqualified from acting as the Statutory Auditors of the Company in terms of the provisions of Sections 139 and 141 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules 2014.

**Explanation or Comments to the Auditor's Remarks:**

The Notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments.

The Statutory Auditor's Report for the financial year 2025-26 does not contain any qualifications, reservations, adverse remarks or disclaimer.

**INTERNAL AUDITOR:**

Pursuant to the provisions of Section 138 of the Companies Act, 2013 and Rule 13(1)(2) of Companies (Accounts) Rules, 2014, the Company is required to undertake the Internal Audit for the financial year 2025-26. The Board, on recommendation of the Audit Committee of the Company, appointed M/s. V. Popat & Co., the Chartered Accountants, having Firm Registration No.: 144040W, as the Internal Auditor for the financial year 2025-26.

The Internal Audit Report issued by M/s. V. Popat & Co., the Chartered Accountants, having Firm Registration No.: 144040W, for the financial year 2025-26 does not contains qualifications or adverse remarks.

### **INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:**

The Company has adequate system of internal control to safeguard and protect from loss, unauthorized use or disposition of its assets. All the transactions are properly authorized, recorded and reported to the Management. The Company is following all the applicable Accounting Standards for properly maintaining the books of accounts and reporting financial statements. The Internal Auditor of the Company M/s. V. Popat & Co., the Chartered Accountants, having Firm Registration No.: 144040W, checks and verifies the internal control and monitors them in accordance with Policy adopted by the company from time to time. The Company continues to ensure proper and adequate systems and procedures commensurate with its size and nature of its business.

### **VIGIL MECHANISM / WHISTLE BLOWER POLICY:**

In pursuance to the provisions of Section 177(9) & (10) of the Companies Act, 2013, a Vigil Mechanism for Directors and Employees to report genuine concerns has been established. The Vigil Mechanism Policy has been uploaded on the website of the Company at [www.lamosaic.in/Policies](http://www.lamosaic.in/Policies). The functioning of the Whistle Blower mechanism is reviewed by the Audit Committee on regular basis. The employees of the Company are made aware of the said Policy at the time of joining the Company.

### **SECRETARIAL AUDITOR & SECRETARIAL AUDIT REPORT:**

Pursuant to the provisions of Section 204 of the Companies Act, 2013, the Company is required to undertake the Secretarial Audit for the financial year 2025-26.

The Company has appointed M/s JC & Associates, the Practicing Company Secretaries, having ICSI Membership No.: FCS-9798 and Certificate of Practice No.: 12162 as the Secretarial Auditor of the Company for the financial year 2025-26.

The Secretarial Audit Report issued by M/s. JC & Associates, the Practicing Company Secretaries for the financial year 2025-26 contains few qualifications or adverse remarks. The Secretarial Auditor has not reported any incident of fraud during the financial year under review. The Secretarial Audit Report is annexed to the Board's Report in Form No.: MR-3 as an **Annexure-A**.

The Management's reply on the observations provided in the Secretarial Report is given below:

**Observation No.: 1:** The Company delayed the declaration of its financial results for the financial year ended 31<sup>st</sup> March, 2025 and for half year ended 30<sup>th</sup> September, 2025. Consequently, the Stock Exchange imposed fines of Rs. 9,45,000/- and Rs. 4,00,000/-, respectively excluding applicable GST.

**Management's Reply:** The delay in declaration of the financial results for the financial year ended 31<sup>st</sup> March, 2025 and the half year ended 30<sup>th</sup> September, 2025 was on account of exceptional circumstances affecting the timely completion of the audit process, including the DGGI search proceedings at the Company's premises. The Company had appropriately informed the Stock Exchange of the reasons for the delay. The fines levied by the Stock Exchange have since been duly paid by the Company, and necessary measures have been implemented to strengthen the compliance and financial reporting process to ensure timely submissions in future.

**Observation No.: 2:** The Company appointed a Company Secretary and Compliance Officer with effect from 01<sup>st</sup> May, 2026. Prior thereto, the position remained vacant beyond the prescribed timeline under Regulation 6 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**Management's Reply:** The vacancy arose due to the resignation of the earlier Company Secretary and Compliance Officer. Despite continuous efforts, the appointment could not be completed within the prescribed timeline owing to challenges in finalizing a suitable candidate. The Company has since appointed a qualified Company Secretary and Compliance Officer with effect from 01<sup>st</sup> May, 2026 and has taken necessary steps to ensure timely compliance going forward.

## **REPORTING OF FRAUD**

During the year under review, the Statutory Auditor, Internal Auditor and Secretarial Auditor have not reported any instances of frauds committed in the Company by its officers or employees, to the Audit Committee under Section 143(12) of the Act details of which needs to be mentioned in this Annual Report.

## **DISCLOSURE REGARDING MAINTENANCE OF THE COST RECORDS UNDER SECTION 148 OF THE COMPANIES ACT, 2013:**

During the financial year, the requirement for maintaining Cost Records under Section 148 of the Companies Act, 2013, does not apply to the Company. This exemption is due to the Company not meeting the criteria specified in Table A and B of Rule 3 of the Companies (Cost Records and Audit) Rules, 2014.

## **PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES REFERRED TO IN SUB-SECTION (1) OF SECTION 188 OF THE COMPANIES ACT, 2013 IN THE PRESCRIBED FORM:**

During the financial year, the Company has not entered into any contracts or arrangements with the Related Parties covered under sub-section (1) of Section 188 of the Companies Act, 2013.

During the financial year, the Company had not entered into any contract / arrangement / transaction with the related parties which could be considered material in accordance with the

provisions of the Companies Act, 2013 (“the Act”) and Rules made thereunder or which is required to be reported in Form No.: AOC-2 in terms of Section 134(3)(h) read with Section 188 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.

#### **PARTICULARS OF LOANS / GUARANTEES / INVESTMENT:**

During the financial year, the Company has not given any Loans, Guarantees or not made any Investments under Section 186 of the Companies Act, 2013.

#### **PARTICULARS REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO:**

##### **(B) Conservation of energy-**

- (i) the steps taken or impact on conservation of energy –

The Company continues to implement measures to reduce energy consumption at its Offices by improving energy-intensive processes.

- (ii) the steps taken by the Company for utilising alternate sources of energy –

The Company intends to install the solar power resources for reduce the energy consumption at the Office Premises.

- (iii) the capital investment on energy conservation equipment’s – NIL.

##### **(C) Technology absorption-**

- (i) the efforts made towards technology absorption –

The Company has made efforts towards Technology Absorption through Research on the new designs of the Decorative Laminates and other allied products.

- (ii) the benefits derived like product improvement, cost reduction, product development or import substitution –

In view of the measures taken by the Company, its revenue has increased significantly.

- (iii) in case of imported technology (imported during the last Three Years reckoned from the beginning of the financial year) - **Not Applicable**

- (a) the details of technology imported;

- (b) the year of import;
- (c) whether the technology been fully absorbed;
- (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and

(iv) the expenditure incurred on Research and Development - Not Applicable

#### **(D) Foreign exchange earnings and Outgo-**

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows - **There are no transactions related to foreign exchange earnings and outgo.**

#### **DEPOSITS:**

The Company, during the year, has not invited / accepted any deposit other than the exempted deposit as prescribed under the provision of the Companies Act, 2013, and the Rules framed there under, as amended from time to time. Hence, there are no particulars to report about the deposit falling under Rule 8 (5) (v) and (vi) of the Companies (Accounts) Rules, 2014.

During the year under review, the Company has accepted unsecured loans from its directors. The said loans have been received in compliance with the Companies (Acceptance of Deposits) Rules, 2014. The Directors have furnished the requisite declarations confirming that the funds provided to the Company were out of their own funds and not out of borrowed funds.

#### **POLICY ON DIRECTORS APPOINTMENT AND REMUNERATION:**

The Board has on the recommendation of the Nomination and Remuneration Committee, formulated criteria for determining, qualifications, positive attributes and independence of a director and also a policy for remuneration of directors, key managerial personnel and senior management.

This Policy is uploaded on the Company's website [www.lamosaic.in/Policies](http://www.lamosaic.in/Policies).

#### **PERFORMANCE EVALUATION AND ITS CRITERIA**

The Board of Directors have carried out an evaluation of its own performance and that of its Committees and of the individual Directors for the year pursuant to the provisions of the Act and Corporate Governance requirements as prescribed by the Listing Regulations.

The performance of the Board and its Committees was evaluated by the Board after seeking inputs from the Board / Committee Members based on criteria such as composition of the Board / Committees and structure, effectiveness of the Board / Committee processes, providing of information and functioning etc. The Board and the Nomination and Remuneration Committee has

reviewed the performance of individual Directors based on criteria such as attendance in Board / Committee meetings, contribution in the meetings like preparedness on issues to be discussed etc.

The Independent Directors at its separate Meeting, reviewed the performance of Non-Independent Directors and performance of the Board as a whole, performance of the Chairman of the Company taking into account the views of Executive and Non-executive Directors and assessed the quality, quantity and timeliness of flow of information to the Board to perform their duties effectively and reasonably.

#### **FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS:**

The Company has in place a Familiarization Program for its Independent Directors. The objective of the program is to familiarize Independent Directors on the Board with the business of the Company, industry in which the Company operates, business model, challenges etc. through various programs which largely revolves around interaction with subject matter experts within the Company and Meetings with our business leads and functional heads on a regular basis.

#### **CREDIT RATING:**

During the financial year under review, the Company was not required to obtain any credit rating and accordingly, no credit rating was obtained.

#### **SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURT OR TRIBUNALS:**

During the financial year, no orders have been passed by any Regulator or Court or Tribunal which can have impact on the going concern status and the Company's operations in future.

#### **DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:**

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Policy for Prevention of Sexual Harassment at workplace is available on the website of the Company at [www.lamosaic.in/Policies](http://www.lamosaic.in/Policies).

Internal Complaints Committee ("ICC") has been set up to redress complaints received regarding sexual harassment. All Employees (permanent, contractual, temporary and trainees) are covered under this Policy. They are also provided training about the Act.

The details of complaints under the said Act during the financial year are as follows:

- (a) Number of complaints of sexual harassment received during the year: Nil

- (b) Number of complaints disposed of during the year: Nil  
(c) Number of cases pending for more than ninety days: Nil

During the year under review, the Committee has received no complaints.

**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 such as nursing breaks and flexible return-to-work options, 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.

**GENDER-WISE COMPOSITION OF EMPLOYEES:**

In alignment with the principles of Diversity, Equity and Inclusion (DEI), the Company discloses below the gender composition of its workforce as on 31<sup>st</sup> March, 2026:

Male Employees (permanent)	03
Female Employees (permanent)	00
Transgender Employees (permanent)	00

This disclosure reinforces the Company's efforts to promote an inclusive workplace culture and equal opportunity for all individuals, regardless of gender.

**RISK MANAGEMENT POLICY:**

The Company has structured Risk Management Policy. The Risk Management process is designed to safeguard the organization from various risks through adequate and timely actions. It is designed to anticipate, evaluate and mitigate risks in order to minimize its impact on the business. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on continuing basis.

**CODE FOR PREVENTION OF INSIDER TRADING:**

The Company has adopted a Code of Conduct to regulate, monitor and report trading by designated persons and their immediate relatives as per the requirements under the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015. The trading window is closed during the time of declaration of results and occurrence of any material events as per the Code.

This Code of Conduct also includes Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information and Policy and Procedure for Inquiry in case of Leak or Suspected Leak of Unpublished Price Sensitive Information which has been made available at the Company's website at [www.lamosaic.in/Policies](http://www.lamosaic.in/Policies).

#### **POLICIES AND DISCLOSURE REQUIREMENTS:**

In terms of the provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has adopted all the applicable Policies. The Policies are available on the website of the Company at [www.lamosaic.in/Policies](http://www.lamosaic.in/Policies).

All the Directors and Senior Management Personnel have affirmed their adherence to the provisions of the Code of Conduct during the financial year 2025-26.

#### **MANAGEMENT DISCUSSION AND ANALYSIS REPORT:**

The Management Discussion and Analysis as required in terms of the Listing Regulations is attached as a separate document along with the Annual Report.

#### **BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT:**

The Business Responsibility and Sustainability Report for the financial year ended 31<sup>st</sup> March, 2026, is not applicable to our Company.

#### **CHANGE IN THE NATURE OF BUSINESS, IF ANY:**

During the financial year, the Company did not undergo any change in the nature or type of business it conducts.

#### **MATERIAL CHANGES DURING THE YEAR:**

The Directorate General of Goods and Services Tax Intelligence ("DGGI"), Pune Zonal Unit, has conducted Search and Seizure on 09<sup>th</sup> and 10<sup>th</sup> April, 2025 under the applicable provisions of the Central Goods and Service Tax Act, 2017 ("the CGST Act") at the Company's Registered Office situated at Pune and Corporate Office situated at Mumbai. The Search and Seizure process did not have any impact on the normal operations, including production and dispatches, at the said Offices of the Company. Further, the Directors of the Company have received Summons under Section 70 of the CGST Act to appear before the DGGI Pune Zonal Unit.

The Company is extending cooperation to the Authorities as per prescribed Rules and Regulations, and the matter is currently under examination. No order or adjudication has been received by the Company from the Authorities as on the date of this Report.

As disclosed above, there have been no other material changes that could significantly affect the Company's performance.

### **MATERIAL CHANGES AND COMMITMENTS OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR AND THE DATE OF THE REPORT:**

In terms of provisions of Section 134(3) of the Companies Act, 2013, no material changes and commitments which could affect the Company's financial position have occurred between the end of the financial year of the Company and date of this Board's Report.

### **REMUNERATION TO THE DIRECTORS AND KEY MANAGERIAL PERSONNEL**

The information required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended, is given in **Annexure-B**.

### **PARTICULARS OF EMPLOYEES**

The statement containing particulars of Employees as required under Section 197 of the Act read with the Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended, will be provided upon request to the Company. None of the Employees of the Company are being paid remuneration exceeding the prescribed limit under the said provisions and Rules.

### **INCENTIVE / COMMISSION TO DIRECTORS**

No incentive / commission was paid to the Executive Directors or Non-Executive Directors during the financial year 2025-26.

### **EMPLOYEES' STOCK OPTION PLAN:**

The Company has not provided Stock Options to any Employee.

### **CEO / CFO CERTIFICATE:**

The Certifications required as stipulated under Regulation 17(8) and in terms of Part B, Schedule II of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, from Mr. Vinod Juthalal Visaria (DIN: 07603546), the Managing Director of the Company and Mr. Jitesh Khushalchand Mamaniya (DIN: 10200824), the Executive Director and Chief Financial Officer of the Company for the financial year 2025-26 is annexed as an **Annexure-C**.

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

There is no application made or pending under the Insolvency and Bankruptcy Code, 2016 during the financial year.

**THE DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF:**

There was no instance of one-time settlement with any Bank or Financial Institution during the financial year.

**ACKNOWLEDGEMENT:**

Your directors thank the various Central and State Government Departments, Organizations and Agencies for the continued help and co-operation extended by them. The Directors also gratefully acknowledge all stakeholders of the Company viz. members, vendors, banks and other business partners for the excellent support received from them during the year. The Directors place on record their sincere appreciation to all employees of the Company for their unstinted commitment and continued contribution to the Company.

**For and on behalf of the Board  
Lamosaic India Limited**

**Place: Mumbai**

**Date: 29<sup>th</sup> June, 2026**

**Vinod Juthalal Visaria  
Chairman  
DIN: 07603546**

**Form No.: MR-3**

**SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2026

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

To,  
The Members,  
**Lamosaic India Limited**

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Lamosaic India Limited** (hereinafter called “the Company”). The Secretarial Audit was conducted in a manner that provides me a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing my opinion thereon.

Based on my verification of Lamosaic India Limited’s minute books, forms and relevant returns filed with the Registrar of Companies (‘the ROC’), soft copy of the various records sent over mail by the Company and other relevant records maintained by the Company and also the information provided by the Company, its Officers and authorized representatives during the conduct of Secretarial Audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2026 (“audit period”), prima facie complied with the statutory provisions listed hereunder except the observations mentioned in this Report;

I have examined the minute books, forms and relevant returns filed with the ROC and other relevant records maintained by the Company for the financial year ended on 31<sup>st</sup> March, 2026 according to the provisions of:

- (i) The Companies Act, 2013 (‘the Act’) and the Rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the Rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws made thereunder;
- (iv) The Foreign Exchange Management Act, 1999 and the Rules and Regulations 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) Regulations, 2015;
- (c) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

Though the following laws are prescribed in the format of the Secretarial Audit Report by the Government, the same were not applicable to the Company for the financial year ended 31<sup>st</sup> March, 2026:

- (a) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (b) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
- (c) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (d) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- (e) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (f) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (g) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

(vi) The Management of the Company has identified and confirmed the other laws as specifically applicable to the Company. As informed by the Company, it has prima facie proper system to comply with the provisions of the respective Acts, Rules and Regulations.

I have also examined compliance with the applicable clauses of the following and I am of the opinion that the Company has prima facie complied with the applicable provisions except the observations mentioned in this Report:

- (a) Secretarial Standards 1 and 2 issued by the Institute of Company Secretaries of India.
- (b) The Listing Agreement entered into by the Company with the Stock Exchange read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the audit period, I am of the opinion that the Company has prima facie complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned above except the following:

- 1. The Company delayed the declaration of its financial results for the financial year ended 31<sup>st</sup> March, 2025 and for half year ended 30<sup>th</sup> September, 2025. Consequently, the Stock Exchange imposed fines of Rs. 9,45,000/- and Rs. 4,00,000/-, respectively excluding applicable GST.**
- 2. The Company appointed a Company Secretary and Compliance Officer with effect from 01<sup>st</sup> May, 2026. Prior thereto, the position remained vacant beyond the prescribed timeline under Regulation 6 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

I further report that:

1. I have not examined the financial statements, financial books and related financial acts like income tax, sales tax, value added tax, goods and services tax, tds, esic, provident fund, professional tax, foreign currency transactions, loans, guarantees, borrowings etc., including reconciliation of bank statements. For these matters, I rely on the Report of the Statutory Auditor's and their observations, if any, and notes on the financial statements for the financial year ended 31<sup>st</sup> March, 2026.
2. The Board of Directors of the Company prima facie constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors, and formed the Composition of the Board, Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee. The changes in the composition of the Board of Directors that took place during the audit period were prima facie carried out in compliance with the provisions of the Act.
3. As per information provided, the Company has prima facie given adequate notice to all Directors to schedule the Board Meetings, Agenda and detailed notes on Agenda were sent at least seven days in advance, a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the Meeting.

4. As per Minutes produced before me, all the decisions at the Board Meetings were passed unanimously and with requisite majority in General Meeting.
5. As per the information provided, that there are prima facie adequate systems and processes in the Company commensurate with the size and operations of the Company, to monitor and ensure compliance with applicable laws, rules, regulations and guidelines subject to observations and qualifications, if any made by the Statutory Auditors in their Report.
6. The Management is responsible for compliances of all business laws. This responsibility includes maintenance of statutory registers / files required by the concerned Authorities and internal control of the concerned department.
7. The unutilised IPO proceeds of Rs. 405 Lakhs, originally allocated towards “pursuing inorganic growth”, were reallocated to “to meet incremental working capital requirements” pursuant to the approval of the Shareholders by way of a Special Resolution dated 01<sup>st</sup> March, 2026.
8. e-Form MGT-15 was filed after closing of the financial year upon appointment of the Company Secretary, as the digital signature certificate of the Company Secretary was mandatory for filing the said e-Form.
9. During the audit period, the Directorate General of GST Intelligence (DGGI) conducted search and seizure proceedings at the premises of the Company.
10. I further report that during the audit period, there were no instances of:
  - i. Rights Issue / Public Issue / debentures / sweat equity etc.
  - ii. Issue of equity shares under Employee Stock Option Scheme;
  - iii. Redemption / Buy Back of securities;
  - iv. Major decisions taken by the Members in pursuance to the Section 180 of the Companies Act, 2013 which would have major bearing on the Company’s affairs;
  - v. Merger / amalgamation / reconstruction etc.;
  - vi. Foreign Technical Collaborations

This Report is to be read with the Annexure which forms an integral part of this Report.

**For JC & Associates  
Company Secretaries**

**Jacintha Castelino  
Proprietor  
COP No: 12162  
FCS: 9798 / PR: 1511/2021  
UDIN: F009798H000704503**

**Place: Mumbai  
Date: 29.06.2026**

## Annexure to the Secretarial Audit Report

To,  
The Members,  
**Lamosaic India Limited**

My Report of even date is to be read along with this Annexure:

I further report that:

1. The Maintenance of secretarial record is the responsibility of the Management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in the secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. Wherever required, I have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.
4. I have not verified the correctness and appropriateness of financial records and Books of Accounts of Company.
5. The compliance of the provisions of Corporate and other applicable Laws, Rules, Regulations, Standards is the responsibility of the Management. My examination was limited to the verification of procedures on test basis.
6. The secretarial audit report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the Management has conducted the affairs of the Company.

7. Due to the inherent limitations of an audit including internal, financial and operating controls, there is an unavoidable risk that some misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with the Standards.

**For JC & Associates  
Company Secretaries**

**Jacintha Castelino  
Proprietor  
COP No: 12162  
FCS: 9798/ PR: 1511/2021  
UDIN: F009798H000704503**

**Place: Mumbai  
Date: 29.06.2026**

## Annexure-B

(Information required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014)

- (i) The Ratio of the remuneration of each Director to the median remuneration of the Employees of the Company for the financial year 2025-26 and
- (ii) The percentage increase in remuneration of each Director, Managing Director, Chief Financial Officer and Company Secretary of the Company in the financial year 2025-26:

Sr. No.	Name & Designation	Remuneration of each Director & KMP for the financial year 2025-26 (Excluding bonus)	% increase / decrease in remuneration each for the financial year 2025-26	Ratio of remuneration of each Directors to median remuneration employees
1.	Mr. Vinod Juthalal Visaria (Chairman and Managing Director)	Rs. 12.00 Lakhs	(40.00%)	10.16
2.	Mr. Jay Manilal Chheda (Non-Executive Director) <i>(Executive Director till 29<sup>th</sup> January, 2026)</i>	Rs. 6.90 Lakhs	(72.40%)	5.84
3.	Mr. Jitesh Khushalchand Mamaniya (Executive Director and Chief Financial Officer)	Rs. 6.00 Lakhs	(45.45%)	5.08
4.	CS Swati Jain (Company Secretary and Compliance Officer) <i>(Resigned w.e.f. 29<sup>th</sup> October, 2025)</i>	Rs. 1.05 Lakhs	0.00%	0.89

- (iii) The percentage increase in the median remuneration of employees: 0.00%

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

There were three permanent employees including Executive Directors on the rolls of the Company as on 31<sup>st</sup> March, 2026.

- (v) Average percentile increase made in the salaries of employees other than key 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:

The average remuneration of employees other than Directors and Key Managerial Personnel remained unchanged during the financial year, whereas managerial remuneration decreased during the year.

The decrease in managerial remuneration during the financial year is in line with the Company's overall remuneration structure and does not arise from any exceptional circumstances.

(vi) Affirmation that the remuneration is as per the Remuneration Policy of the Company:

Pursuant to Rule 5(1)(xii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, it is affirmed that the remuneration paid to the Directors, KMPs, Senior Management and other Employees of the Company is as per the Remuneration Policy of the Company.

**For and on behalf of the Board  
Lamosaic India Limited**

**Place: Mumbai**

**Date: 29<sup>th</sup> June, 2026**

**Vinod Juthalal Visaria  
Chairman  
DIN: 07603546**

## Annexure-C

### To the Report of the Board of Directors

#### CEO / CFO CERTIFICATION

To,  
**The Board of Directors**  
**Lamosaic India Limited**  
Ground Floor, A1, Badhe Properties,  
Badhenagar, Near Star Hall, Kondhwa Budruk,  
Survey No.: 41, Pune - 411048, Maharashtra, India.

**The Compliance Certificate as required under Regulation 17(8) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, We hereby certify that:**

- A. We, Vinod Juthalal Visaria (DIN: 07603546), the Managing Director and Jitesh Khushalchand Mamaniya (DIN: 10200824), the Executive Director and Chief Financial Officer of Lamosaic India Limited have reviewed financial statements and the cash flow statements for the financial year 2025-26 and that to the best of our knowledge and belief:
- 1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - 2) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violates of the Company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the audit committee, that there are no deficiencies in the design or operation of such internal controls.
- D. We have indicated to the Auditors and the Audit Committee:
- 1) significant changes in internal control over financial reporting during the year;
  - 2) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

- 3) no such instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

**For Lamosaic India Limited**

**Vinod Juthalal Visaria**  
**Managing Director**  
**DIN: 07603546**

**Jitesh Khushalchand Mamaniya**  
**Executive Director and CFO**  
**DIN: 10200824**

**Date: 29<sup>th</sup> June, 2026**

**Place: Mumbai**

## MANAGEMENT DISCUSSION AND ANALYSIS

The Management Discussion and Analysis Report has been included in adherence to the spirit enunciated in the Code of Corporate Governance approved by the Securities and Exchange Board of India (“the SEBI”) and in compliance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

### Industry Structure and Developments

Lamosaic India Limited operates in the interior, decorative laminates, plywood and allied products industry. The sector caters to residential, commercial, hospitality, and institutional real-estate requirements. Demand is generally influenced by real-estate activity, construction cycles, interior design trends, and consumer spending.

During the financial year, the industry continued to witness growth driven by urbanisation, demand for modular interiors, and increased preference for engineered decorative laminates and other allied products. However, fluctuations in raw-material prices, import competition, and supply-chain constraints remained key challenges.

### Company Overview

Lamosaic India Limited was originally established as “Swastik Marketing” a Partnership Firm in the year 2020 and was converted into a Public Limited Company on 13<sup>th</sup> June, 2023. The Company is engaged in the trading of Decorative laminates, Acrylic sheets, Printed / Base Paper, Plywood and related wood-based products.

### Opportunities and Threats

#### Opportunities:

- India is one of the faster growing large economies. As our standards of living improve, the demand for manufactured products will increase, which is expected to benefit the Company.
- Growing real-estate and interior-infrastructure demand.
- Rising acceptance of decorative laminates and engineered products.
- Opportunity to expand into textile sector after approval of the Members of the Company.
- Potential for geographic expansion outside Maharashtra.
- Scope for increasing the product portfolio and customised solutions.

#### Threats:

- Competition from established national brands and unorganised players.
- Volatility in raw material prices, exchange rates, global trade, geopolitics.
- Threats from low-cost manufacturers and global manufacturers.

- Dependence on real-estate sector performance.
- Increased competition from imports.
- Credit risk due to dealer-driven business model.

## Financial Performance

During the year under review, your Company has achieved revenue from operations of Rs. 10,210.63 Lakhs on a standalone basis as compared to Rs. 143,49.43 Lakhs in previous year. The comparative highlights and analysis are tabulated below:

*(Rs. in Lakhs)*

Particulars	2025-26	2024-25
Revenue from Operations	10,210.63	14,349.43
Other Income	16.54	10.16
<b>Total Income</b>	<b>10,227.17</b>	<b>14,359.59</b>
Cost of Material Consumed	0.00	850.97
Purchase Stock in Trade	9,469.08	12,548.35
(Increase) / Decrease in Stock	210.11	(843.21)
Employee Benefits Expenses	31.45	81.22
Finance Cost	110.86	305.27
Depreciation and Amortization Expenses	23.08	38.95
Other Expenses	100.86	1,035.46
<b>Total Expenses</b>	<b>9,945.44</b>	<b>14,017.01</b>
Profit before tax	281.73	342.57
Tax expenses		
Current taxes	82.71	86.02
Deferred tax	(9.31)	8.62
Previous year tax	41.69	0.00
Profit after tax and before extraordinary items	166.65	247.94
Extraordinary items	0.00	0.00
Net Profit after extraordinary items available for appropriation	166.65	247.94
Proposed Dividend	0.00	0.0
Dividend distribution tax	0.00	0.00
<b>Net profit carried to Balance sheet</b>	<b>166.65</b>	<b>247.94</b>

**Details of significant changes (i.e. change of 25% or more as compared to the immediately previous financial year) in key financial ratios:**

	Particulars	Formula for Computation	Measures (in times / percentage)	For the year ended 31 <sup>st</sup> March, 2026	For the year ended 31 <sup>st</sup> March, 2025	% Change
A	Debt Service Coverage Ratio	EBITDAE / (Finance costs + Principal repayment of long-term borrowings within one year)	Times	0.46	0.67	-30.62%
B	Return on Equity	Profit after tax / Net worth	Percentage	2.09%	3.18%	-34.14%
C	Inventory Turnover Ratio	Cost of goods sold / Average inventory	Times	3.40	0.33	930.94%
D	Trade Receivable Turnover Ratio	[Revenue from Sales of products (including excise duty) + Sales of services] / Average gross trade receivables	Times	1.37	3.77	-63.59%
E	Trade Payable Turnover Ratio	Purchases / Average trade payables	Times	4.52	0.45	903.42%
F	Net Capital Turnover Ratio	Revenue from operations / working capital	Times	1.45	2.66	-45.41%
G	Return on Capital Employed (ROCE)	EBIT / Capital employed	Percentage	4.37%	6.22%	-29.77%

**Disclosure of change in ratio by more than 25%**

Particulars	% Variance in ratio between 31 <sup>st</sup> March, 2026 and 31 <sup>st</sup> March, 2025	Reason for Variance
Debt Service Coverage Ratio	-30.62%	Due to Decrease in Debt
Return on Equity	-34.14%	Due to Decrease in Profit After Tax
Trade Receivable Turnover Ratio	-63.59%	Due to Increase in Revenue from Operations
Trade Payable Turnover Ratio	903.42%	Due to Increase in Purchase
Net Capital Turnover Ratio	-45.41%	Due to Increase in Working Capital
Return on Capital Employed (ROCE)	-29.77%	Due to Decrease in Profit Before Tax

## Segment-wise or Product-wise Performance

### Trading

The Trading includes:

- Decorative laminates
- Printed / Base paper
- Flush Doors
- Plywood and allied wood-based products

The Trading remained the major contributor to the Company's revenue during financial year 2025-26. The demand was supported by increasing adoption of modular interiors, improved dealer engagement, and product diversification. The Company expanded its product portfolio and strengthened its presence across the Maharashtra, resulting in enhanced customer reach. Margins also improved due to better realisation, operational efficiencies, and higher-value product mix.

### Outlook

Based on industry trends and the Company's growth trajectory, Lamosaic India Limited is positioned to capitalise on demand for decorative and interior-infrastructure products.

Expected growth drivers include expanded product range, increased customer base, and the strengthening of the manufacturing function.

### Return on Net Worth

The Return on Net Worth for the financial year 2025-26 is 02.09%, as against 03.18% in the financial year 2024-25.

### Explanation of Change

Return on Net Worth has reduced primarily due to the significant increase in Net Worth following the Company's Initial Public Offering ("IPO"). During the financial year, the Company's Net Worth increased from Rs. 7,790.19 Lakhs to Rs. 7,956.83 Lakhs, mainly on account of the addition of Rs. 166.65 Lakhs to Retained Earnings in respect of the financial year ended 31<sup>st</sup> March, 2026.

### Risks and Concerns

The Company operates in the interior-infrastructure and decorative-materials segment, which is closely linked to the performance of the real-estate and construction sectors. Consequently, any slowdown in residential, commercial, or institutional construction activity may affect demand for laminates, plywood, doors, and allied products.

Volatility in raw-material prices including timber, adhesives, acrylic sheets, and imported paper as well as variations in foreign exchange rates may impact margins. Increased competition from both organised national brands and unorganised regional manufacturers continues to exert pricing pressure. The industry also faces intensified competition from imported products, particularly low-cost decorative laminates and finished door solutions.

As the Company relies significantly on a dealer-driven distribution model, credit risk and elongated receivable cycles remain areas of concern, particularly in a high-interest-rate environment. Additionally, supply-chain disruptions, transportation costs, and changes in government policies related to wood-based manufacturing could influence operational efficiency.

The Company continues to strengthen risk-mitigation measures through credit monitoring, supplier diversification, enhanced procurement planning, and a focus on higher-margin customised product categories.

### **Internal Control Systems:**

The internal control framework aims to enhance transparency and accountability in the design and implementation of organizational processes. The framework requires a Company to identify and analyze risks and manage appropriate responses. The Company has successfully laid down the framework and ensured its effectiveness.

The scope of internal audit is oriented towards mitigating or eliminating risks in business processes. The Audit Committee reviews the internal audit plan, significant audit findings and sustainability of measures for corrective actions. The Internal Audit Plan is also aimed at addressing concerns, if any, of statutory auditors of the Company.

The Company's internal controls are commensurate with its size and the nature of its operations.

### **Corporate Social Responsibility ("CSR")**

Lamosaic India Limited is committed to being a socially responsible corporate citizen.

Lamosaic India Limited's CSR Policy aims to protect and nourish the interest of all its Stakeholders and contribute for an equitable and sustainable development. Ethics, Values and Transparency are the factors which lie in all its interaction within the community.

The provisions of Section 135 of the Companies Act, 2013 relating to the Corporate Social Responsibility ("CSR") were not applicable to the Company during the financial year under review. Accordingly, no CSR expenditure was required to be incurred.

### **Human Resources Management:**

In the dynamic and competitive environment where every company has access to available resources, the Company believes that upgrading and updating the skill levels of employees are highly important for achieving continuous improvement and to stay ahead in the market. As a Company, it focuses on effective Human Resource Management.

The company continues to maintain cordial and healthy industrial relations and it takes pride in its record of congenial work atmosphere. As on 31<sup>st</sup> March, 2026, there are total three Employees on permanent basis.

### **Industrial / Employee Relations**

The Company has maintained harmonious industrial / employee relations throughout and no man-days were lost due to industrial / employee actions.

### **Disclosure of Accounting Treatment**

The Company follows Accounting Standards as prescribed by the Institute of Chartered Accountants of India (“ICAI”) for preparation of financial statements; there is no such other treatment for the same.

### **Cautionary Statement**

Certain statements made in the Management Discussion and Analysis Report relating to the Company’s objectives, projections, outlook, expectations, estimates and others may constitute ‘forward looking statements’ within the meaning of applicable laws and regulations. Actual results may differ from such expectations whether expressed or implied. Several factors could make a significant difference to the Company’s operations. These include climatic and economic conditions affecting demand and supply, government regulations and taxation, natural calamities beyond the Company’s control.

**For and on behalf of the Board  
Lamosaic India Limited**

**Place: Mumbai**

**Date: 29<sup>th</sup> June, 2026**

**Vinod Juthalal Visaria  
Chairman  
DIN: 07603546**

## **Independent Auditors' Report**

To,  
The Members,  
**Lamosaic India Limited**

### **Report on the Financial Statements**

#### **Opinion**

We have audited the accompanying financial statements of Lamosaic India Limited (“the Company”), which comprise the Balance Sheet as at 31<sup>st</sup> March, 2026, the Statement of Profit and Loss and Cash Flow Statement for the period then ended and a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31<sup>st</sup> March, 2026 and its profit and its cash flows for the period ended on that date.

#### **Basis for opinion**

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

#### **Key Audit Matters**

Key audit matters (“KAM”) are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, we do not provide a separate opinion on these matters.

➤ **Pending DGGI Proceedings and Related Contingent Liability**

The Company had received communications dated 09 April 2025 and 10 April 2025 from the Directorate General of GST Intelligence (“DGGI”), Pune Zonal Unit regarding alleged discrepancies in GST compliance relating to certain earlier periods. As at the date of this report, the matter remains pending before the appropriate authorities and no final adjudication order has been passed.

The matter involves significant management judgment in assessing the likelihood of any outflow of economic resources and determining whether any provision is required or whether disclosure as a contingent liability under AS 29, “Provisions, Contingent Liabilities and Contingent Assets”, is appropriate. Considering the uncertainty associated with the outcome of the proceedings and the potential financial exposure involved, this matter has been considered as a Key Audit Matter.

➤ **Our audit procedures in relation to this matter included:**

- Examining the DGGI communications and related correspondence available with the Company.
- Discussing with management the current status of the proceedings and evaluating management’s assessment of the matter.
- Reviewing legal and professional opinions, wherever available.
- Assessing the appropriateness of management’s conclusion regarding recognition and disclosure requirements under AS 29.
- Evaluating the adequacy and completeness of disclosures made in the financial statements in respect of the matter.

Based on the audit procedures performed, we found the disclosures made in the financial statements in respect of the above matter to be appropriate and adequate.

**Emphasis of Matter**

**Non-payment of Advance Tax and Self-Assessment Tax**

We draw attention to Note of the financial statements, which states that the Company has not paid advance tax liability during the financial year 2025-26 and also has unpaid Self-Assessment Tax pertaining to financial year 2023-24 and financial year 2024-25 amounting to ₹ 3,56,98,716 as at 31st March 2026. Management has represented that the aforesaid statutory dues shall be paid in due course.

Our opinion is not modified in respect of this matter.

## **Other Matter**

The financial statements of the Company for the year ended 31<sup>st</sup> March 2025 were audited by another auditor who expressed an unmodified opinion on those statements vide their report dated 07<sup>th</sup> December 2025. Our opinion on the current year's financial statements is not modified in respect of this matter.

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

The 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 financial statements and our Auditor's Report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to Report that fact. We have nothing to Report in this regard.

## **Responsibility of Management and Those Charge with Governance for the Financial Statements**

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

In preparing the financial statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going

concern and using the going concern basis of accounting unless 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 Responsibilities for the Audit of the Financial Statements**

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our Auditor's Report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our Auditor's Report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our Auditor's Report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our Report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### **Report on Other Legal and Regulatory Requirements**

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

Further to our comments in "Annexure A", as required by Section 143(3) of the Act, we Report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
- d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

- e) On the basis of the written representations received from the directors as on 31<sup>st</sup> March, 2026, taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> 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 with reference to Standalone Financial Statements 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 with reference to Financial Statements.
- g) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position.
  - ii. The Company has not entered any long-term contracts including derivative contracts for which there were any material foreseeable losses, as required under the applicable law or Indian Accounting Standards.
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
  - iv.
    - (a) The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person 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;
    - (b) The Management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any person 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;

- (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11 (e), as provided under (a) and (b) above, contain any material misstatement.
- v. The Company has not declared or paid any dividend during the period hence no compliance is required with Section 123 of the Companies Act 2013.
- vi. Based on our examination, which includes test check basis, the accounting software of the Company does not have a feature of recording audit trail (edit log) facility.

**For R G G R & Associates LLP**  
**Chartered Accountants**  
**FRN: W100854**

**Rohit Gondhiya**  
**Partner**  
**M. No. 131453**  
**UDIN: 26131453UUGFVF2112**

**Place: Mumbai**  
**Date: 27<sup>th</sup> May, 2026**

## **“Annexure A” to the Independent Auditors’ Report – 31<sup>st</sup> March, 2026**

Referred to in paragraph 1 under the heading ‘Report on Other Legal & Regulatory Requirement’ of our report of even date to the financial statements of the Company for the year ended 31<sup>st</sup> March, 2026:

### **I. Property, Plant and Equipment (PPE) and Intangible Assets**

- a) (i) The Company has maintained proper records showing full particulars, including quantitative details and situation of its Property, Plant and Equipment (PPE).
- (ii) The Company has maintained proper records showing full particulars of its Intangible Assets.
- b) The company has a phased program of physical verification of PPE so to cover all the assets which, in our opinion, is reasonable having regard to the size of the company and its nature of its assets. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- c) According to the information and explanation given to us and on the basis of our examination of the records of the company, the title deeds of all immovable properties disclosed in the financial statements are held in the name of the Company.
- d) The Company has not revalued its PPE or intangible assets, or both, during the year.
- e) No proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

### **II. Inventory and Working Capital Limits**

- a) As explained to us, the physical verification of inventory has been conducted by the Management in accordance with the phased programme of verification which, in our opinion, is reasonable and no material discrepancies were noticed on such verification and the discrepancies noticed on physical verification for each class of inventory have been properly dealt with in the books of accounts.
- 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 been sanctioned working capital limits in excess of Seven crore rupees from bank on the basis of security of current assets. In our opinion and according to information and explanation given to us, the quarterly stock statements filed by the Company with such bank are in agreement with the

unaudited books of account of the Company of the respective quarters and no material discrepancies have been observed.

### **III. Loans, Advances, Guarantees, and Securities**

According to the information and explanations given to us and on the basis of our examination of records of Company, the Company has not made any investments in or provided guarantee or security and has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnership or other parties. Accordingly, Clause 3 (iii) (b), (c), (d), (e) and (f) of the Order are not applicable and hence not commented upon.

### **IV. Compliance with Section 185 and 186**

In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and Section 186 of the Companies Act, 2013, with respect to loans, investments, guarantees, and security.

### **V. Deposits**

The Company has not accepted any deposits or amounts which are deemed to be deposits. Therefore, the provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013, and the rules framed thereunder, are not applicable.

### **VI. Cost Records**

The Cost records prescribed under Section 148(1) of the Act are not applicable to the Company and hence Clause 3(vi) of the Order is not applicable.

### **VII. Statutory Dues**

- a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company has generally been regular in depositing undisputed statutory dues including Goods and Services Tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Custom duty, Excise duty, value added tax, cess and other statutory dues as applicable with the appropriate authorities. There were no undisputed amounts payable in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Income tax, Sales Tax, Customs Duty, Excise Duty, Value Added Tax, Cess and other statutory dues in arrears as at 31<sup>st</sup> March, 2026 for a period of more than six months from the date they become payable except as below:

Year	Nature of payment	Due Date of payment	Status	The actual date of payment	Amount in Rs.	Reason for delay
FY 2025-26	Profession Tax	15th of next month / Quarter	Unpaid	Unpaid till date	30,550	Cash flow Crunch
FY 2025-26	TDS	7th of next month	Unpaid	Unpaid till date	35,44,713	Cash flow Crunch
FY 2023-24	Income Tax	30/09/2024	Unpaid	Unpaid till date	2,70,97,175	Cash flow Crunch
FY 2024-25	Income Tax	30/09/2025	Unpaid	Unpaid till date	86,01,541	Cash flow Crunch

The Company has not filed its Income Tax Return for AY 2024–25 relevant to FY 2023–24 due to non-payment of income tax arising from liquidity constraints. The related tax liability for FY 2023–24 remains unpaid as on the date of this report. Further, income tax liability pertaining to FY 2024–25 has also not been paid within the prescribed time.

Interest on delayed payment of statutory dues has been provided in the financial statements. However, no provision for penalty or other consequential liabilities, if any, has been made since the amount of such liability is presently unascertainable. The matter may result in additional statutory liabilities and other consequences under the provisions of the Income Tax Act, 1961.

- b) There are no statutory dues which have not been deposited with the appropriate authorities on account of any dispute.

### VIII. Undisclosed Income

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

### IX. Default in Repayment of Borrowings

- a) The Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender. Hence reporting under clause 3(ix)(a) of the Order is not applicable.
- b) The Company has not been declared a willful defaulter by any bank or financial institution or other lender.
- c) Term loans were applied for the purposes for which those 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 period 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 subsidiaries, associates, or joint ventures.
- f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the period on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Hence, reporting under clause 3(ix)(f) of the Order is not applicable.

## **X. Initial Public Offer and Preferential Allotment**

- a) The Company completed an Initial Public Offer (IPO) during the previous financial year 2024-25 through fresh issue of equity shares and the equity shares of the Company were listed on NSE SME Platform. During the current year, the Company has not raised any money by way of initial public offer, further public offer (including debt instruments) or term loans.
- b) The Company has not made any preferential allotment or private placement of shares or convertible debentures during the year.

## **XI. Fraud Reporting**

- a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the period, nor have we been informed of any such case by the Management.
- b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the period.
- c) According to information and explanations given to us there were no whistle blower complaints received by the Company during the period

## **XII. Nidhi Company Compliance**

The Company is not a Nidhi Company, and therefore, the provisions of Clause (xii) are not applicable.

## **XIII. Related Party Transactions**

In our opinion and according to the information and explanations given to us the Company is in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.

#### **XIV. Internal Audit System**

- a) In our opinion and according to the information and explanations given to us, during the year the Company has an internal audit system commensurate with the size and nature of its business.
- b) We have considered the internal audit reports for the period under audit issued to the Company during the year and till the date of this report.

#### **XV. Non-Cash Transactions**

In our opinion and according to the information and explanations given to us, during the period the Company has not entered into any non-cash transactions with its directors or persons connected with him and hence provisions of section 192 of the Companies Act, 2013 are not applicable.

#### **XVI. RBI Registration / NBFC Status**

- a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.
- b) The Company has not conducted non-banking financial / housing finance activities during the period. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.
- c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clause 3(xvi)(c) of the Order is not applicable to the Company.
- d) In our opinion, there is no Core Investment Company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

#### **XVII. Cash Losses**

The Company has not incurred cash losses in the current financial year and in the immediately preceding financial year.

#### **XVIII. Resignation of Statutory Auditors**

During the year, the previous statutory auditor, M/s. Kumbhat & Co. LLP, resigned from the office of the statutory auditor of the Company. We have obtained and considered the resignation letter and other relevant records relating to such resignation.

Based on our evaluation of the matters referred to by the outgoing statutory auditor, the audit procedures performed by us and the information and explanations made available to us, we have appropriately considered the issues, objections and concerns, if any, raised by the outgoing statutory auditor while determining the nature, timing and extent of our audit procedures. Such matters do not have any material impact on our audit opinion on the financial statements for the year ended 31 March 2026.

#### **XIX. Material Uncertainty on Going Concern**

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. CSR Compliance (Unspent Amount)**

The provisions relating to Corporate Social Responsibility (“CSR”) under Section 135 of the Companies Act, 2013 were not applicable to the Company during the financial year under review. Accordingly, the Company was not required to spend any amount towards CSR activities during the year.

#### **XXI. Qualifications / Adverse Remarks in Group Companies**

The auditor is not required to report on the audit of consolidated financial statements in this CARO report, as it applies to the standalone financial statements.

**For R G G R & Associates LLP**  
**Chartered Accountants**  
**FRN: W100854**

**Rohit Gondhiya**  
**Partner**  
**M. No. 131453**  
**UDIN: 26131453UUVGFVF2112**

**Place: Mumbai**  
**Date: 27<sup>th</sup> May, 2026**

## **“Annexure B” to the Independent Auditors’ Report – 31<sup>st</sup> March, 2026**

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

We have audited the internal financial controls over financial reporting of Lamosaic India Limited (“the Company”) as of 31<sup>st</sup> March, 2026 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

### **Management’s Responsibility for Internal Financial Controls**

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

### **Auditors Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, 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 financial statements, whether due to fraud or error.

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

### **Meaning of Internal Financial Controls Over Financial Reporting**

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

- a) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- b) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and
- c) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

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

### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31<sup>st</sup> March, 2026, based on the internal control over financial

reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For R G G R & Associates LLP**  
**Chartered Accountants**  
**FRN: W100854**

**Rohit Gondhiya**  
**Partner**  
**M. No. 131453**  
**UDIN: 26131453UUGFVF2112**

**Place: Mumbai**  
**Date: 27<sup>th</sup> May, 2026**

**LAMOSAIC INDIA LIMITED**  
**CIN: L31001PN2023PLC221416**

**(All amounts are in ₹ Lakhs, unless otherwise stated)**  
**Balance Sheet as at 31<sup>st</sup> March, 2026**

Particulars	Note No.	As at 31 <sup>st</sup> March, 2026	As at 31 <sup>st</sup> March, 2025
<b>I. EQUITY AND LIABILITIES</b>			
<b>(1) Shareholders' Fund</b>			
(a) Share Capital	1	1033.80	1033.80
(b) Reserves and Surplus	2	6923.03	6756.39
(c) Money received against Share Warrants			
<b>Total Shareholder's Fund</b>		<b>7956.83</b>	<b>7790.19</b>
<b>(2) Share Application Money Pending Allotment</b>			
<b>(3) Non-Current Liabilities</b>			
(a) Long-term borrowings	3	-	68.71
(b) Deferred tax liabilities (Net)	4	2.88	12.20
(c) Other Long-term liabilities	5	-	-
(d) Long-term provisions	6	-	-
<b>Total Non-Current Liabilities</b>		<b>2.88</b>	<b>80.91</b>
<b>(4) Current Liabilities</b>			
(a) Short-term borrowings	7	770.20	657.09
(b) Trade Payable	8		
A) Total outstanding dues of micro enterprises and small enterprises		3.68	21.33
B) Total outstanding dues of other than micro enterprises and small enterprises		2162.81	2006.30
(c) Other current liabilities	9	1112.80	201.52
(d) Short-term provisions	10	832.84	707.02
<b>Total Current Liabilities</b>		<b>4882.33</b>	<b>3593.27</b>
<b>Total Liabilities</b>		<b>12842.05</b>	<b>11464.37</b>
<b>II. ASSETS</b>			
<b>Non-Current Assets</b>			
<b>(1) (a) Property, Plant and Equipment</b>			
i) Tangible assets	11	21.70	516.54
ii) Intangible assets			
iii) Capital work-in-progress	11A	173.09	173.09
iv) Intangible assets under development			

(b) Non-current investments	12	140.00	140.00
(c) Deferred tax assets (net)	13	-	-
(d) Long-term loans and advances	14	19.07	18.19
(e) Other non-current assets	15	573.92	1762.23
<b>Total Non-Current Assets</b>		<b>927.79</b>	<b>2610.05</b>
<b>(2) Current Assets</b>			
(a) Current investments	16	-	-
(b) Inventories	17	2740.01	2950.13
(c) Trade receivables	18	9122.47	5753.80
(d) Cash and cash equivalents	19	6.05	97.73
(d) Short-term loans and advances	20	-	-
(d) Other current assets	21	45.72	52.66
<b>Total Current Assets</b>		<b>11914.26</b>	<b>8854.32</b>
<b>Total Assets</b>		<b>12842.05</b>	<b>11464.37</b>

The accompanying notes form an integral part of the financial statement.

As per our report of even date attached.

**For and on behalf of the Board of Directors of  
LAMOSAIC INDIA LIMITED**

**For R G G R & Associates LLP**  
**Chartered Accountants**  
**FRN: W100854**

**Vinod Juthalal Visaria**  
Managing Director  
DIN: 07603546

**Rohit Gondhiya**

Partner

M. No.: 131453

UDIN: 26131453UUVGFVF2112

**Jitesh Khushalchand Mamaniya**

Director and Chief Financial Officer

DIN: 10200824

**Archana Laddha**

Company Secretary

Place: Mumbai

Date: 27<sup>th</sup> May, 2026

Place: Mumbai

Date: 27<sup>th</sup> May, 2026

**LAMOSAIC INDIA LIMITED**  
**CIN: L31001PN2023PLC221416**

**(All amounts are in ₹ Lakhs, unless otherwise stated)**  
**Statement of Profit and Loss for the year ended 31<sup>st</sup> March, 2026**

<b>Particulars</b>	<b>Note No.</b>	<b>For the year ended 31<sup>st</sup> March, 2026</b>	<b>For the year ended 31<sup>st</sup> March, 2025</b>
<b>Revenue:</b>			
I. Revenues from operations	22	10210.63	14349.43
II. Other income	23	16.54	10.16
<b>III. Total Income</b>		<b>10227.17</b>	<b>14359.59</b>
<b>IV. Expenses:</b>			
Cost of materials consumed	24	-	850.97
Purchases of Stock-in-Trade	25	9469.08	12548.35
Changes in inventories of finished goods, work-in-progress and stock in trade	26	210.11	(843.21)
Employee benefits expenses	27	31.45	81.22
Finance costs	28	110.86	305.27
Depreciation and amortisation Expenses	29	23.08	38.95
Other expenses	30	100.86	1035.46
<b>Total expenses</b>		<b>9945.44</b>	<b>14017.01</b>
<b>V. Profit before exceptional and extraordinary items and tax (III-IV)</b>		<b>281.73</b>	<b>342.58</b>
VI. Exceptional items		-	-
<b>VII. Profit before extraordinary items and Tax (V-VI)</b>		<b>281.73</b>	<b>342.58</b>
VIII. Extraordinary items		-	-
<b>IX. Profit before tax (VII- VIII)</b>		<b>281.73</b>	<b>342.58</b>
<b>X. Tax expense:</b>			
(1) Current tax		82.71	86.02
(2) Deferred tax		(9.31)	8.62
(3) Previous year tax		41.69	

<b>XI. Profit (Loss) for the period from continuing operations (IX-X)</b>		<b>166.65</b>	<b>247.94</b>
XII. Profit/(loss) from discontinuing operations		-	-
XIII. Tax expense of discontinuing operations		-	-
<b>XIV. Profit/(loss) from Discontinuing operations (after tax) (XII-XIII)</b>		<b>-</b>	<b>-</b>
<b>XV. Profit (Loss) for the period (XI + XIV)</b>		<b>166.65</b>	<b>247.94</b>
<b>XVI. Earnings per equity share</b>			
Basic		1.61	2.98
Diluted		1.61	2.98

**For and on behalf of the Board of Directors of**

**For R G G R & Associates LLP**

**LAMO SAIC INDIA LIMITED**

**Chartered Accountants**

**FRN: W100854**

**Vinod Juthalal Visaria**

Managing Director

DIN: 07603546

**Rohit Gondhiya**

Partner

M. No.: 131453

UDIN: 26131453UVGFVF2112

**Jitesh Khushalchand Mamaniya**

Director and Chief Financial Officer

DIN: 10200824

**Archana Laddha**

Company Secretary

Place: Mumbai

Date: 27<sup>th</sup> May, 2026

Place: Mumbai

Date: 27<sup>th</sup> May, 2026

**LAMOSAIC INDIA LIMITED**  
**CIN: L31001PN2023PLC221416**

**(All amounts are in ₹ Lakhs, unless otherwise stated)**  
**Cash Flows Statement for the year ended 31<sup>st</sup> March, 2026**

<b>Particulars</b>		<b>For the year ended 31<sup>st</sup> March, 2026</b>	<b>For the year ended 31<sup>st</sup> March, 2025</b>
<b>Cash flow from / (used in) operating activities</b>			
Profit Before Tax		281.73	342.57
<b>Adjustment for:</b>			
Finance Cost		110.86	305.27
Depreciation and amortization		23.08	38.95
<b>Operating profit before Working Capital Changes</b>		<b>415.67</b>	<b>686.79</b>
<b>Movement in Working Capital:</b>			
Increase / (decrease) in Short Term Borrowings		113.10	(425.22)
Increase / (decrease) in Trade Payables		138.86	761.05
Increase / (decrease) in Other Current Liabilities		911.28	119.07
Increase / (decrease) in Short Term Provisions		125.82	185.81
(Increase) / decrease in Inventories		210.11	(733.04)
(Increase) / decrease in Trade Receivables		(3368.67)	(3,903.05)
(Increase) / decrease in Short Term Loans and Advances		-	-
(Increase) / decrease in Other Current Assets		6.94	205.94
<b>Cash generated / (used) in Operations</b>		<b>(1446.89)</b>	<b>(3,057.64)</b>
Income Taxes Paid (net)		(124.40)	(86.02)
<b>Net Cash Flow from Operating Activities</b>	<b>(A)</b>	<b>(1571.29)</b>	<b>(3,143.66)</b>
<b>Cash Flow from / (used) Investing Activities</b>			
Payments property, plant and equipment, (including intangible assets)		471.76	(175.98)
Increase / Decrease in Other Non-Current Assets		1188.30	(1,744.29)
Increase / Decrease in Other Non-Current Investments		-	(140.00)
<b>Cash generated / (used) in Investing Activities</b>	<b>(B)</b>	<b>1660.07</b>	<b>(2,060.26)</b>
<b>Cash Flow from / (used in) Financing Activities</b>			

Increase / Decrease in Capital		-	306.00
Securities Premium received		-	5,744.08
Increase / Decrease in Long Term Loans and Advances		(0.88)	(16.12)
(Increase) / Decrease in Long Term Borrowing		(68.71)	(573.61)
Finance cost		(110.86)	(305.27)
<b>Cash generated / (used) in Financing Activities</b>	<b>(C)</b>	<b>(180.45)</b>	<b>5,155.10</b>
Effect of Exchange differences on translation of foreign currency cash and cash equivalents	<b>(D)</b>	-	-
<b>Net increase / (decrease) in cash and cash equivalents</b>	<b>(A + B + C + D)</b>	<b>(91.68)</b>	<b>(48.83)</b>
Cash and cash equivalent at beginning of the year		97.73	146.56
Cash and cash equivalent at end of the year		6.05	97.73
<b>Net increase / (decrease) as disclosed above</b>		<b>(91.68)</b>	<b>(48.83)</b>

**Note: 1. FD of Rs. 1.40 Crores made against CC is regrouped from Cash and Cash Equivalent to Non-Current Assets for Current year as well as Earlier Year.**

The accompanying notes form an integral part of the financial statement.

As per our report of even date attached.

**For R G G R & Associates LLP**  
**Chartered Accountants**  
**FRN: W100854**

**For and on behalf of the Board of Directors of**  
**LAMOSAIC INDIA LIMITED**

**Vinod Juthalal Visaria**  
Managing Director  
DIN: 07603546

**Rohit Gondhiya**

Partner

M. No.: 131453

UDIN: 26131453UUVGFVF2112

**Jitesh Khushalchand Mamaniya**

Director and Chief Financial Officer

DIN: 10200824

**Archana Laddha**

Company Secretary

Place: Mumbai

Date: 27<sup>th</sup> May, 2026

Place: Mumbai

Date: 27<sup>th</sup> May, 2026

## **Lamosaic India Limited**

### **Corporate Information:**

The Company was originally established as a partnership firm under the name and style of Swastik Marketing. Subsequently, the partnership firm was converted into a limited company under the name and style of Lamosaic India Limited with effect from 13<sup>th</sup> June, 2023, bearing CIN **L31001PN2023PLC221416**. The Company took over the running business of the partnership firm on a going-concern basis. It is engaged in the trading and manufacturing of laminates and plywood, as well as operating franchise stores for decorative laminates. The Company was listed on the NSE SME platform on 29<sup>th</sup> November, 2024.

The registered office of the Company is situated at Ground Floor, A1, Badhe Properties, Badhenagar, Near Star Hall, Kondhwa Budruk, Survey No.: 41, Pune - 411048, Maharashtra, India.

### **NOTE 1: SIGNIFICANT ACCOUNTING POLICIES**

#### **1. Basis of Accounting:**

- a. The accompanying financial statements have been prepared and presented in accordance with the accounting principles generally accepted in India (“Indian GAAP”) on accrual basis under the historical cost convention and in compliance with the Accounting Standards notified under Section 133 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 and other applicable provisions of the Companies Act, 2013.
- b. The financial statements have been prepared on the assumption that the Company will continue as a going concern in the foreseeable future and have been drawn up under the historical cost basis.
- c. The Company has consistently applied the accounting policies in preparation of the financial statements in line with applicable accounting standards and generally accepted accounting practices.

#### **2. Use of Estimates**

The preparation of financial statements requires management to make estimates and assumptions that affect the reported amount of assets, liabilities, revenue and expenses and disclosure of contingent liabilities at the date of financial statements. Actual results may differ from such estimates and revisions, if any, are recognised prospectively.

### **3. Property, Plant and Equipment:**

- a. Property, Plant and Equipment are stated at cost less accumulated depreciation and impairment losses, if any.
- b. Cost includes purchase price, taxes and duties (net of recoverable taxes), freight, installation cost and other directly attributable expenses incurred for bringing the assets to their intended use.

### **4. Depreciation and Amortisation:**

- a. Depreciation on Property, Plant and Equipment is provided using the Written Down Value (WDV) Method based on the useful lives prescribed under Schedule II to the Companies Act, 2013.
- b. Depreciation on additions to Property, Plant and Equipment is charged on a pro-rata basis from the date the asset is available for use.
- c. Depreciation on assets sold, discarded, or retired during the year is provided up to the date of disposal.
- d. The residual values, useful lives, and method of depreciation of Property, Plant and Equipment are reviewed at each financial year-end and adjusted prospectively, if considered appropriate.

### **5. Revenue Recognition:**

Revenue from the sale of laminates, plywood and other traded / manufactured products is recognized when control of the goods is transferred to the customer, which generally occurs upon delivery of the goods and acceptance by the customer, and when it is probable that the economic benefits associated with the transaction will flow to the Company and the amount of revenue can be measured reliably.

Revenue is measured at the transaction price, net of returns, trade discounts, rebates, Goods and Services Tax (GST), and other taxes collected on behalf of the Government.

Revenue from franchise operations, if any, is recognized in accordance with the terms of the respective franchise agreements and when the related performance obligations are satisfied.

## **6. Inventories:**

Inventories are valued at the lower of cost and net realizable value (NRV). Cost is determined on the FIFO basis and includes purchase cost and all other costs incurred in bringing the inventories to their present location and condition.

## **7. Employee Benefits:**

- a. Short-term employee benefits are recognized as an expense in the period in which the related services are rendered.
- b. Contributions towards Provident Fund and other statutory defined contribution schemes, wherever applicable, are charged to the Statement of Profit and Loss on an accrual basis.
- c. The Company does not have any gratuity obligation requiring actuarial valuation as at the reporting date. Accordingly, no provision for gratuity has been recognized in the financial statements.

## **8. Borrowing Costs:**

Borrowing costs comprising interest and other borrowing charges on loans obtained from NBFCs and other lenders are recognized as finance costs in the Statement of Profit and Loss on an accrual basis. Borrowing costs directly attributable to the acquisition or construction of qualifying assets, if any, are capitalized as part of the cost of such assets. No borrowing costs have been capitalized during the year.

## **9. Taxes on Income:**

- a. Current Tax

Current income tax is determined in accordance with the provisions of the Income Tax Act, 1961.

- b. Deferred Tax

Deferred tax is recognised on timing differences between accounting income and taxable income using tax rates enacted or substantively enacted as at the Balance Sheet date.

Deferred tax assets are recognised only to the extent there is reasonable certainty of future taxable income against which such assets can be realised.

## **10. Provisions, Contingent Liabilities and Contingent Assets:**

- a. Provisions are recognized when the Company has a present legal or constructive obligation as a result of a past event, it is probable that an outflow of economic resources will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.
- b. The Directorate General of GST Intelligence (DGGI), Pune Zonal Unit, has initiated proceedings against the Company in relation to certain alleged GST compliance discrepancies pertaining to earlier periods. The Company has furnished the requisite information and responses to the authorities and the matter is currently pending adjudication.

Based on the assessment of the management and advice received, the Company believes that no material liability is likely to arise in respect of the said matter.

Accordingly, no provision has been recognised in the financial statements, and the matter has been disclosed as a contingent liability.

- c. Contingent assets are not recognized in the financial statements. However, they are disclosed when an inflow of economic benefits is probable.
- d. The Company reviews all pending litigations and claims at each reporting date and discloses contingent liabilities, wherever considered necessary, based on management's assessment and legal advice.

## **11. Earnings Per Share:**

Basic Earnings Per Share is computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the year.

Diluted Earnings Per Share is calculated after considering the effect of potential dilutive equity shares, if any.

## Notes to Financial Statements

*(All amounts are in ₹ Lakhs, unless otherwise stated)*

### 1. Equity Share Capital

Particulars	As at 31 <sup>st</sup> March, 2026		As at 31 <sup>st</sup> March, 2025	
	No. of Shares	Amount	No. of Shares	Amount
<b>Authorised:</b>				
Equity Shares of ₹ 10 each	1,10,00,000.00	1100.00	1,10,00,000.00	1,100.00
	<b>1,10,00,000.00</b>	<b>1100.00</b>	<b>1,10,00,000.00</b>	<b>1,100.00</b>
<b>Issued, Subscribed and Fully Paid Up</b>				
Equity Shares of ₹ 10 each	1,03,38,008.00	1033.80	1,03,38,008.00	1,033.80
<b>Total</b>	<b>1,03,38,008.00</b>	<b>1033.80</b>	<b>1,03,38,008.00</b>	<b>1,033.80</b>

Reconciliation of number of Shares	As at 31 <sup>st</sup> March, 2026		As at 31 <sup>st</sup> March, 2025	
	No. of Shares	Amount	No. of Shares	Amount
<b>Equity Shares of ₹ 10 each fully paid up</b>				
At the beginning of the period / year	1,03,38,008.00	1033.80	72,78,008.00	727.80
Add: Shares issued during the year	-	-	30,60,000.00	306.00
At the end of the period / year	<b>1,03,38,008.00</b>	<b>1033.80</b>	<b>1,03,38,008.00</b>	<b>1033.80</b>

- b) The Company has only one class of equity shares having par value of ₹ 10 each. Each holder of equity shares is entitled to one vote per share.
- c) All equity shares rank pari-pasu and carry equal right respect to voting and dividend. The dividend proposed, if any by the Board of directors is subject to approval of the shareholders.
- d) In the event of liquidation of the Company, the holders of equity shares will be entitled to the remaining assets of the company, after distribution of all preferential amounts, if any. The distribution will be in proportion to the number of equity shares held by the shareholders.
- e) All the above Shareholders are also promoters of the Company.
- f) The company has issued fresh public issue of 30,60,000 equity share each Rs 10/- per equity with premium of Rs 190/- per equity.

**Details of Shares in the Company held by each Shareholder holding more than 5%:**

Name of the Shareholder	No of Shares held			
	As at 31 <sup>st</sup> March, 2026		As at 31 <sup>st</sup> March, 2025	
	Nos.	%	Nos.	%
Vinod Juthalal Visaria	52,40,166	50.69%	52,40,166	50.69%
Jay Manilal chheda	16,73,942	16.19%	16,73,942	16.19%
<b>Total</b>	<b>69,14,108</b>	<b>66.88%</b>	<b>69,14,108</b>	<b>66.88%</b>

**Shareholding of Promoters as on 31<sup>st</sup> March, 2026:**

Promoters Name	No. of Shares	% of Total Shares	% Change during the Year
Vinod Juthalal Visaria	52,40,166	50.69%	0.00%
Jay Manilal Chheda	16,73,942	16.19%	0.00%
Jitesh Khushalchand Mamaniya	72,780	0.70%	0.00%
Jyoti Jitesh Mamaniya	180	0.01%	-0.69%
Laxmi Vinod Visaria	72,780	0.70%	0.00%
Mamta Vinod Visaria	72,780	0.70%	0.00%
Leela Manilal Chheda	27,180	0.27%	-0.43%
<b>Total</b>	<b>71,59,808</b>	<b>69.26%</b>	<b>-1.12%</b>

**Shareholding of Promoters as on 31<sup>st</sup> March, 2025:**

Promoter name	No. of Shares	% of Total Shares	% Change during the Year
Vinod Juthalal Visaria	52,40,166	50.69%	-21.31%
Jay Manilal Chheda	16,73,942	16.19%	-6.81%
Jitesh Khushalchand Mamaniya	72,780	0.70%	-0.30%
Jyoti Jitesh Mamaniya	72,780	0.70%	-0.30%
Laxmi Vinod Visaria	72,780	0.70%	-0.30%
Mamta Vinod Visaria	72,780	0.70%	-0.30%
Leela Manilal Chheda	72,780	0.70%	-0.30%
<b>Total</b>	<b>72,78,008</b>	<b>70.40%</b>	<b>-29.60%</b>

## 2. Reserves and Surplus

Particulars	As at 31 <sup>st</sup> March, 2026	As at 31 <sup>st</sup> March, 2025
General Reserve		-
Securities Premium	5744.08	5744.08
Retained Earnings	1178.95	1012.31
<b>Total</b>	<b>6923.03</b>	<b>6,756.39</b>

Particulars	As at 31 <sup>st</sup> March, 2026	As at 31 <sup>st</sup> March, 2025
<b>(a) General reserve (a)</b>	-	-
<b>(b) Securities Premium</b>		
Opening balance	5744.08	-
(+) Securities premium credited on share issue	-	5814.00
(-) Premium utilised during the year - IPO Expenses	-	-69.92
<b>Closing balance (b)</b>	<b>5744.08</b>	<b>5744.08</b>
<b>(c) Retained earnings</b>		
Balance at the beginning of the period / year	1012.30	764.36
Profit attributable to the owners of the Company	166.65	247.94
<b>Closing balance (c)</b>	<b>1178.95</b>	<b>1012.31</b>

### Purpose of reserve stated as follows:

**Securities premium reserve:** Securities premium is used to record the premium on issue of shares. The reserve to be utilized in accordance with the provisions of the Companies Act, 2013.

**General reserve:** Amount set aside from retained profit as a reserved to be utilized for permissible general purpose as per law.

**Retained earnings:** Retained earnings represents undistributed profits of the Company which can be distributed to its equity shareholders in accordance with the provisions of the Companies Act, 2013.

### 3. Long Term Borrowings

Particulars	As at 31 <sup>st</sup> March, 2026	As at 31 <sup>st</sup> March, 2025
<b>Unsecured Loan</b>		
Unsecured loans from Shareholders and Directors	-	5.22
From Banks and NBFCs	-	63.50
<b>Total</b>	<b>-</b>	<b>68.71</b>

### 4. Deferred Tax Liabilities (Net)

Particulars	As at 31 <sup>st</sup> March, 2026	As at 31 <sup>st</sup> March, 2025
Deferred tax liabilities	2.88	12.20
<b>Total</b>	<b>2.88</b>	<b>12.20</b>

### 5. Other Long-Term Liabilities

Particulars	As at 31 <sup>st</sup> March, 2026	As at 31 <sup>st</sup> March, 2025
-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

### 6. Long-Term Provisions

Particulars	As at 31 <sup>st</sup> March, 2026	As at 31 <sup>st</sup> March, 2025
-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

### 7. Short Term Borrowings

Particulars	As at 31 <sup>st</sup> March, 2026	As at 31 <sup>st</sup> March, 2025
<b>Secured Loan</b>		
Cash Credit	705.11	-
Vehicle Loan	-	2.21
<b>Unsecured Loan</b>		
From Banks and NBFCs	65.08	160.92
<b>Total</b>	<b>770.20</b>	<b>163.13</b>

## Terms and conditions

(Secured vehicle loan is secured against the vehicle and is taken from financial institution a having interest rate of 11.50% and the same is repayable in 3 years and the same has been classified as current and non-current based on the original tenure of the loan.

(Cash Credit taken from Yes Bank and secured against the fixed deposit of Rs. 140.00 lakhs.)

## 8. Trade Payables

Particulars	As at 31 <sup>st</sup> March, 2026	As at 31 <sup>st</sup> March, 2025
(a) Trade payables dues of micro and small enterprises	3.68	21.33
(b) Trade payables other than dues of micro and small enterprises	2162.81	2006.30
<b>Total</b>	<b>2166.49</b>	<b>2027.63</b>

Particulars	As at 31 <sup>st</sup> March, 2026					
	Not Due	Outstanding for following periods from due date of payment				
		Less than 1 year	1-2 Year	2-3 Year	More than 3 Year	Total
i) MSME	-	3.68	-	-	-	3.68
ii) Others	-	2162.81	-	-	-	2162.81
iii) Disputed Dues - MSME	-	-	-	-	-	-
iv) Disputed dues - Others	-	-	-	-	-	-

Particulars	As at 31 <sup>st</sup> March, 2025					
	Not Due	Outstanding for following periods from due date of payment				
		Less than 1 year	1-2 Year	2-3 Year	More than 3 Year	Total
i) MSME	-	20.94	0.39	-	-	21.33
ii) Others	-	2005.92	0.38	-	-	2006.30
iii) Disputed Dues - MSME	-	-	-	-	-	-
iv) Disputed dues - Others	-	-	-	-	-	-

**Disclosure required under section 22 of the Micro, Small and Medium Enterprises Development Act, 2006.**

Particulars	As at 31 <sup>st</sup> March, 2026	As at 31 <sup>st</sup> March, 2025
(i) Principal amount remaining unpaid to any supplier as at the end of the accounting year / period	3.68	21.33
(ii) Interest due thereon remaining unpaid to any supplier as at the end of the accounting year / period	-	-
(iii) The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day	-	-
(iv) The amount of interest due and payable for the year / period	-	-
(v) The amount of interest accrued and remaining unpaid at the end of the accounting year / period	-	-
(vi) The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid	-	-

**Note:** The above disclosure is based on the responses received by the company to it inquires with suppliers with regard to applicability under the Micro, Small and Medium Enterprise Development Act, 2006.

**9. Other Current Liabilities**

Particulars	As at 31 <sup>st</sup> March, 2026	As at 31 <sup>st</sup> March, 2025
Employee benefits payable	0.73	1.69
Remuneration Payable	5.28	1.39
Statutory Dues	26.47	59.98
Advance Received from Customers	1075.32	133.47
Deposit for Office	5.00	5.00
<b>Total</b>	<b>1112.80</b>	<b>201.52</b>

**10. Short Term Provisions**

Particulars	As at 31 <sup>st</sup> March, 2026	As at 31 <sup>st</sup> March, 2025
Provision for Expenses	2.25	0.08
Provision for Audit Fees	6.75	7.50
Provision for income tax	741.13	699.44
Provision for income tax 25-26	82.71	-
<b>Total</b>	<b>832.84</b>	<b>707.02</b>

## 11. Property, Plant & Equipment

Particulars	Building	Plant and Machinery	Computer & Accessories	Office Equipment	Motor Vehicles	Furniture & Fixtures	Total
<b>Gross carrying amount (at cost)</b>							
<b>Balance as at 01<sup>st</sup> April, 2024</b>	<b>515.01</b>	<b>21.70</b>	<b>0.94</b>	<b>2.02</b>	<b>17.23</b>	<b>28.51</b>	<b>585.41</b>
Additions	-	-	0.29	0.12	2.48	-	<b>2.89</b>
Disposals / Adjustments	-	-	-	-	-	-	-
<b>Balance as at 31<sup>st</sup> March, 2025</b>	<b>515.01</b>	<b>21.70</b>	<b>1.23</b>	<b>2.14</b>	<b>19.71</b>	<b>28.51</b>	<b>588.30</b>
Additions	-	-	-	-	-	-	-
Disposals / Adjustments	455.00	-	-	-	-	16.77	<b>471.76</b>
<b>Balance as at 31<sup>st</sup> March, 2026</b>	<b>60.02</b>	<b>21.70</b>	<b>1.23</b>	<b>2.14</b>	<b>19.71</b>	<b>11.74</b>	<b>116.53</b>
<b>Accumulated depreciation</b>							
<b>Balance as at 01<sup>st</sup> April, 2024</b>	<b>20.01</b>	<b>1.95</b>	<b>0.31</b>	<b>0.35</b>	<b>4.29</b>	<b>5.89</b>	<b>32.81</b>
Additions	24.11	3.58	0.44	0.80	4.16	5.86	<b>38.95</b>
Disposals / Adjustments	-	-	-	-	-	-	-
<b>Balance as at 31<sup>st</sup> March, 2025</b>	<b>44.12</b>	<b>5.53</b>	<b>0.75</b>	<b>1.16</b>	<b>8.46</b>	<b>11.74</b>	<b>71.76</b>
Additions	15.90	2.93	0.30	0.44	3.51	0.00	<b>23.08</b>
Disposals / Adjustments	-	-	-	-	-	-	-
<b>Balance as at 31<sup>st</sup> March, 2026</b>	<b>60.02</b>	<b>8.46</b>	<b>1.06</b>	<b>1.60</b>	<b>11.97</b>	<b>11.74</b>	<b>94.84</b>
<b>Carrying amounts (net)</b>							
<b>Balance as at 31<sup>st</sup> March, 2025</b>	<b>470.89</b>	<b>16.17</b>	<b>0.48</b>	<b>0.98</b>	<b>11.25</b>	<b>16.77</b>	<b>516.54</b>
<b>Balance as at 31<sup>st</sup> March, 2026</b>	<b>0.00</b>	<b>13.25</b>	<b>0.18</b>	<b>0.54</b>	<b>7.74</b>	<b>0.00</b>	<b>21.70</b>

## 11A. Capital Work in Progress

Particulars	As at 31 <sup>st</sup> March, 2026	As at 31 <sup>st</sup> March, 2025
<b>Opening Balance</b>	173.09	-
Add: Additions during the year	-	173.09
Less: Capitalised / Disposal during the year	-	-
<b>Closing Balance</b>	<b>173.09</b>	<b>173.09</b>

### Ageing of Capital Work-in-Progress

Capital work in progress	As at 31 <sup>st</sup> March, 2026				Total
	Less than 1 Year	1-2 years	2-3 Years	More than 3 years	
<b>As at 31<sup>st</sup> March, 2026</b>					
Project in Process	-	173.09	-	-	173.09
Projects temporarily suspended	-	-	-	-	0.00
<b>Total</b>	<b>-</b>	<b>173.09</b>	<b>-</b>	<b>-</b>	<b>173.09</b>

Capital work in progress	As at 31 <sup>st</sup> March, 2025				Total
	Less than 1 Year	1-2 years	2-3 Years	More than 3 years	
<b>As at 31<sup>st</sup> March, 2025</b>					
Project in Process	173.09	-	-	-	173.09
Projects temporarily suspended	-	-	-	-	0.00
<b>Total</b>	<b>173.09</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>173.09</b>

## 12. Non-Current Investments

Particulars	As at 31 <sup>st</sup> March, 2026	As at 31 <sup>st</sup> March, 2025
Fixed deposits	140.00	140.00
<b>Total</b>	<b>140.00</b>	<b>140.00</b>

## 13. Deferred Tax Assets (net)

Particulars	As at 31 <sup>st</sup> March, 2026	As at 31 <sup>st</sup> March, 2025
-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

#### 14. Long-Term Loans and Advances

Particulars	As at 31 <sup>st</sup> March, 2026	As at 31 <sup>st</sup> March, 2025
Other Loans and Advances	19.07	18.19
<b>Total</b>	<b>19.07</b>	<b>18.19</b>

#### 15. Other Non-Current Assets

Particulars	As at 31 <sup>st</sup> March, 2026	As at 31 <sup>st</sup> March, 2025
Deposits	-	1762.23
Security Deposits	572.77	-
Interest Accrued	1.15	-
<b>Total</b>	<b>573.92</b>	<b>1762.23</b>

#### 16. Current Investment

Particulars	As at 31 <sup>st</sup> March, 2026	As at 31 <sup>st</sup> March, 2025
-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

#### 17. Inventories

Particulars	As at 31 <sup>st</sup> March, 2026	As at 31 <sup>st</sup> March, 2025
Raw Material	-	-
Finished Goods	-	-
Stock In Trade	2740.01	2950.13
<b>Total</b>	<b>2740.01</b>	<b>2950.13</b>

#### 18. Trade Receivables

Particulars	As at 31 <sup>st</sup> March, 2026	As at 31 <sup>st</sup> March, 2025
Unsecured, considered good	9122.47	5753.80
Less: Allowance for expected credit loss	-	-
<b>Total</b>	<b>9122.47</b>	<b>5753.80</b>

Note: Ageing analysis of trade receivable amounts that are past due as at the end of reporting years but not impaired.

Particulars	As at 31 <sup>st</sup> March, 2026						
	Not Due	Outstanding for following periods from due date of Payment					
		Less than 6 month	6 month - 1 Year	1-2 Year	2-3 Year	More than 3 Year	Total
i) Undisputed - considered good	-	8052.20	342.12	718.34	9.80	-	9122.47
ii) Undisputed - which have significant increase in credit risk	-	-	-	-	-	-	-
iii) Undisputed - credit impaired	-	-	-	-	-	-	-
i) Disputed - considered good	-	-	-	-	-	-	-
ii) Disputed - which have significant increase in credit risk	-	-	-	-	-	-	-
iii) Disputed - Credit impaired	-	-	-	-	-	-	-
Less:- Allowances for expected credit loss	-	-	-	-	-	-	-
<b>Total</b>	-	<b>8052.20</b>	<b>342.12</b>	<b>718.34</b>	<b>9.80</b>	-	<b>9122.47</b>

Particulars	As at 31 <sup>st</sup> March, 2025						
	Not Due	Outstanding for following periods from due date of Payment					
		Less than 6 month	6 month - 1 Year	1-2 Year	2-3 Year	More than 3 Year	Total
i) Undisputed - considered good	-	5431.36	308.18	14.26	-	-	5753.80
ii) Undisputed - which have significant increase in credit risk	-	-	-	-	-	-	-
iii) Undisputed - credit impaired	-	-	-	-	-	-	-
i) Disputed - considered good	-	-	-	-	-	-	-
ii) Disputed - which have significant increase in credit risk	-	-	-	-	-	-	-
iii) Disputed - Credit impaired	-	-	-	-	-	-	-
Less:- Allowances for expected credit loss	-	-	-	-	-	-	-
<b>Total</b>	-	<b>5431.36</b>	<b>308.18</b>	<b>14.26</b>	-	-	<b>5753.80</b>

## 19. Cash & Cash Equivalent

Particulars	As at 31 <sup>st</sup> March, 2026	As at 31 <sup>st</sup> March, 2025
Balances with Banks (in current accounts)	2.81	87.66
Cash in Hand	3.25	10.07
<b>Total</b>	<b>6.05</b>	<b>97.73</b>

## 20. Short-Term Loans and Advances

Particulars	As at 31 <sup>st</sup> March, 2026	As at 31 <sup>st</sup> March, 2025
-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

## 21. Other Current Assets

Particulars	As at 31 <sup>st</sup> March, 2026	As at 31 <sup>st</sup> March, 2025
Balance with government authorities	26.33	27.56
Prepaid expenses	0.85	3.17
Advances to suppliers	18.55	21.93
<b>Total</b>	<b>45.72</b>	<b>52.66</b>

## 22. Revenue from Operations

Particulars	For the year ended 31 <sup>st</sup> March, 2026	For the year ended 31 <sup>st</sup> March, 2025
Sales	10203.13	14334.43
Franchise Income	7.50	15.00
<b>Total</b>	<b>10210.63</b>	<b>14349.43</b>

## 23. Other Income

Particulars	For the year ended 31 <sup>st</sup> March, 2026	For the year ended 31 <sup>st</sup> March, 2025
Interest on fixed deposits	11.30	10.15
Other income	2.00	0.01
Profit From Sale of Property	3.24	-
<b>Total</b>	<b>16.54</b>	<b>10.16</b>

## 24. Cost of Materials Consumed

Particulars	For the year ended 31 <sup>st</sup> March, 2026	For the year ended 31 <sup>st</sup> March, 2025
Opening Stock of Raw Material	-	110.17
Purchases - Raw Material	-	740.80
Closing Stock of Raw Material	-	-
<b>Total</b>	<b>-</b>	<b>850.97</b>

## 25. Purchases of Stock-in-Trade

Particulars	For the year ended 31 <sup>st</sup> March, 2026	For the year ended 31 <sup>st</sup> March, 2025
Purchases - Finished Goods	9469.08	12548.35
<b>Total</b>	<b>9469.08</b>	<b>12548.35</b>

## 26. Changes in Inventories of Finished Goods, Work-in-Progress and Stock in Trade

Particulars	For the year ended 31 <sup>st</sup> March, 2026	For the year ended 31 <sup>st</sup> March, 2025
Opening Stock Trading / Finished Goods	2950.13	2106.92
Closing Stock	2740.01	2950.13
<b>Total</b>	<b>210.11</b>	<b>(843.21)</b>

## 27. Employee Benefit Expenses

Particulars	For the year ended 31 <sup>st</sup> March, 2026	For the year ended 31 <sup>st</sup> March, 2025
Salaries, wages and bonus	5.76	18.20
Professional Tax	0.00	0.05
Directors' remuneration	24.90	61.00
Staff welfare expenses	0.78	1.97
<b>Total</b>	<b>31.45</b>	<b>81.22</b>

## 28. Finance Cost

Particulars	For the year ended 31 <sup>st</sup> March, 2026	For the year ended 31 <sup>st</sup> March, 2025
Interest on Vehicle Loan	0.13	0.39
Interest on Shop Loan	-	56.50
Interest paid on Bank Finance	26.33	65.91
Interest paid on Bank Overdraft	73.00	64.35
Interest on TDS/Income Tax/VAT	0.80	94.05
Other Expenses on Bank Finance	-	14.05
Bank charges	10.59	10.01
<b>Total</b>	<b>110.86</b>	<b>305.27</b>

## 29. Depreciation and Amortisation Expenses

Particulars	For the year ended 31 <sup>st</sup> March, 2026	For the year ended 31 <sup>st</sup> March, 2025
Depreciation & amortisation expenses	23.08	38.95
<b>Total</b>	<b>23.08</b>	<b>38.95</b>

### 30. Other Expenses

Particulars	For the year ended 31 <sup>st</sup> March, 2026	For the year ended 31 <sup>st</sup> March, 2025
Job Work Expenses	-	3.31
Labour Expenses	-	33.60
Manufacturing Expenses	-	30.00
Advertisement and Publicity Expenses	3.49	429.75
Annual Custody Fees	0.45	0.23
Audit Fees	7.70	9.80
Consultancy Charges	1.00	109.00
Conveyance Expenses	0.72	1.87
Donation Expenses (CSR)	-	16.00
Courier Charges	0.00	0.01
Discounts	-	0.01
Diwali Expenses	-	0.32
Electricity Expenses	0.92	1.38
Fire Extinguisher Expenses	0.09	0.10
Godown Rent	4.50	18.00
Incentive Expenses	-	286.00
Director Sitting fees	2.00	1.45
Installation Charges	-	0.05
Insurance Expenses	4.25	3.14
Issuer Fees Expenses	0.45	0.23
Late Payment on TDS Expenses	0.40	0.16
Late Payment on Professional Tax	-	0.01
Miscellaneous Expenses	0.06	0.57
Municipality charges	0.78	-
Office Rent Expenses	35.07	17.11
Fees and Penalties to Stock Exchanges and Depositories	2.70	-
Packing Expenses	-	0.27
Printing and Stationery Expenses	0.30	0.30
Professional Fees	9.36	15.27
Repairs and Maintenance Expenses	3.71	0.21
Rent, Rates and Taxes	0.15	-
ROC Fees	0.16	0.20
Society Maintenance Expenses	1.70	0.61
Software Expenses	0.52	0.60
Bad debts Written Off	1.75	2.28
Telephone and Internet Expenses	0.23	0.22
Financial Services	1.24	-
Transportation Expenses	17.16	53.41
<b>Total</b>	<b>100.86</b>	<b>1035.46</b>

### 31. Related Party Transactions

In Pursuance to the provision of Accounting Standard AS - 18 - "Related Party" the company has following related party transaction.

The related parties identified by the management include:

<b>Director of the Company</b>	Vinod Juthalal Visaria - Managing Director
	Jay Manilal Chheda - Director ( <i>Resigned from Chief Financial Officer w.e.f. 29.10.2025</i> )
	Jitesh Khushalchand Mamaniya - Director & Chief Financial Officer ( <i>CFO appointed w.e.f. 29.10.2025</i> )
<b>Key Management Personnel</b>	Vinod Juthalal Visaria - Managing Director
	Jay Manilal Chheda - Director ( <i>Resigned from Chief Financial Officer w.e.f. 29.10.2025</i> )
	Jitesh Khushalchand Mamaniya - Director & Chief Financial Officer ( <i>CFO appointed w.e.f. 29.10.2025</i> )
	Archana Laddha - Company Secretary ( <i>Appointed w.e.f. 01.05.2026</i> )
	Swati Jain - Company Secretary ( <i>Resigned w.e.f. 29.10.2025</i> )

Transactions with related parties are carried out in ordinary course of business and at arm's length basis.

Sr. No.	Nature of transactions	Director of the Company	Key Management Personnel	For the year ended 2025-26	Balance as on 31 <sup>st</sup> March, 2026
1.	<b>Director remuneration:</b>				
	Vinod Juthalal Visaria	12.00	-	12.00	1.76
	Jay Manilal Chheda	6.90	-	6.90	0.10
	Jitesh Khushalchand Mamaniya	6.00	-	6.00	3.42
2.	<b>Salary:</b>				
	Swati Jain	-	1.05	1.05	-
3.	<b>Unsecured loan taken:</b>				
	Vinod Juthalal Visaria	-	-	-	-

Sr. No.	Nature of transactions	Director of the Company	Key Management Personnel	For the year ended 2024-25	Balance as on 31 <sup>st</sup> March, 2025
1.	<b>Director remuneration:</b>				
	Vinod Juthalal Visaria	20.00	-	20.00	0.58
	Jay Manilal Chheda	30.00	-	30.00	0.76
	Jitesh Khushalchand Mamaniya	11.00	-	11.00	0.04
2.	<b>Salary:</b>				
	Swati Jain	-	1.80	1.80	0.15
3.	<b>Unsecured loan taken:</b>				
	Vinod Juthalal Visaria	2.06	-	2.06	5.22

### 32. Ratio Analysis

DISCLOSURE OF ACCOUNTING RATIOS AND REASON FOR VARIANCE						
	Particulars	Formula for Computation	Measures (in times / percentage)	For the year ended 31 <sup>st</sup> March, 2026	For the year ended 31 <sup>st</sup> March, 2025	% Change
A	Current Ratio	Current assets / Current liabilities	Times	2.44	2.50	-2.39%
B	Debt Equity Ratio	Debt / Net worth	Times	0.10	0.09	7.55%
C	Debt Service Coverage Ratio	EBITDAE / (Finance costs + Principal repayment of long-term borrowings within one year)	Times	0.46	0.67	-30.62%
D	Return on Equity	Profit after tax / Net worth	Percentage	2.09%	3.18%	-34.14%
E	Inventory Turnover Ratio	Cost of goods sold / Average inventory	Times	3.40	0.33	930.94%
F	Trade Receivable Turnover Ratio	[Revenue from Sales of products (including excise duty) + Sales of services] / Average gross trade receivables	Times	1.37	3.77	-63.59%
G	Trade Payable Turnover Ratio	Purchases / Average trade payables	Times	4.52	0.45	903.42%
H	Net Capital	Revenue from operations	Times	1.45	2.66	-45.41%

	Turnover Ratio	/ working capital				
I	Net Profit Ratio	Profit after tax / Revenue from operations	Percentage	1.63%	1.73%	-5.66%
J	Return on Capital Employed (ROCE)	EBIT / Capital employed	Percentage	4.37%	6.22%	-29.77%

**Notes:**

1. Debt = Non-Current borrowings + Current borrowings
2. Net worth = Paid-up share capital + Reserves created out of profit+ Security premium - Accumulated losses
3. Cost of goods sold = Cost of materials consumed + Purchase of stock-in-trade + Changes in inventories of finished goods, stock-in-trade and work-in progress
4. Purchase = Purchase of stock-in-trade + Purchase of Raw Material and packing material
5. Working Capital = Current assets - Current liabilities
6. EBIT = Earnings before Interest, tax and exceptional items
7. Capital employed = Total equity + non-current borrowings

**Disclosure of change in ratio by more than 25%**

Particulars	% Variance in ratio between 31 <sup>st</sup> March, 2026 and 31 <sup>st</sup> March, 2025	Reason for Variance
Debt Service Coverage Ratio	-30.62%	Due to Decrease in Debt
Return on Equity	-34.14%	Due to Decrease in Profit After Tax
Trade Receivable Turnover Ratio	-63.59%	Due to Increase in Revenue from Operations
Trade Payable Turnover Ratio	903.42%	Due to Increase in Purchase
Net Capital Turnover Ratio	-45.41%	Due to Increase in Working Capital
Return on Capital Employed (ROCE)	-29.77%	Due to Decrease in Profit Before Tax

## OTHER NOTES TO ACCOUNTS

### 1. Nature of Business:

The Company is engaged in the business of trading of laminates, plywood and allied products. The Company also operates franchise stores for decorative laminates and related products. Its operations cater to the residential, commercial and interior infrastructure sectors across various regions in India.

### 2. SME Initial Public Offer and Listing:

The Company completed an Initial Public Offer (IPO) during the previous financial year 2024-25 through fresh issue of equity shares and the equity shares of the Company were listed on NSE SME Platform. During the current year, the Company has not raised any money by way of initial public offer, further public offer (including debt instruments) or term loans.

### 3. Deferred Tax:

Deferred tax assets and liabilities arising on account of timing differences are recognised in accordance with Accounting Standard AS-22.

### 4. Auditor's Remuneration:

*(Rs. in Lakhs)*

Particulars	For the year ended 31 <sup>st</sup> March, 2026	For the year ended 31 <sup>st</sup> March, 2025
Statutory and Tax Audit Fees	7.70	9.80

### 5. Employee Benefit Obligations:

The Company has accounted for employee benefits in accordance with the applicable accounting standards. Short-term employee benefits are recognized as an expense in the Statement of Profit and Loss in the period in which the related services are rendered.

The Company does not have any gratuity obligation requiring actuarial valuation as at the reporting date. Accordingly, no provision for gratuity has been recognized in the financial statements.

### 6. Balances Subject to Confirmation:

Balances of trade receivables, trade payables, loans, advances and other parties are subject to confirmation and reconciliation, wherever applicable.

#### **7. Current Assets:**

In the opinion of the Board of Directors, current assets, loans and advances have value on realization in the ordinary course of business at least equal to the amount at which they are stated.

#### **8. Previous Year Figures:**

Previous year figures have been regrouped, rearranged and reclassified wherever considered necessary to conform with current year presentation.

#### **9. CSR Applicability:**

The provisions of Section 135 of the Companies Act, 2013 relating to Corporate Social Responsibility shall not be applicable to the Company based on the thresholds prescribed under the Act for the relevant financial year.

#### **10. Benami Property:**

No proceedings have been initiated or are pending against the Company under the Benami Transactions (Prohibition) Act, 1988.

#### **11. Willful Defaulter:**

The Company has not been declared as a willful defaulter by any bank, financial institution or lender.

#### **12. Transactions with Struck Off Companies**

The Company has not entered into any transactions with companies struck off under Section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

#### **13. Crypto Currency**

The Company has neither traded nor invested in cryptocurrency or virtual currency during the year.

#### **14. Layering / Funding Transactions:**

The Company has not advanced, loaned or invested funds to any intermediary with an understanding that such intermediary shall further lend or invest in ultimate beneficiaries.

Similarly, the Company has not received funds from any funding party with an understanding that the Company shall further lend or invest in identified ultimate beneficiaries.

### 15. Title Deeds of Immovable Properties

The title deeds of immovable properties disclosed in the financial statements are held in the name of the Company except where specifically disclosed otherwise.

### 16. Charges and Satisfaction:

No charges or satisfactions are pending to be registered with the Registrar of Companies beyond the statutory period as on the Balance Sheet date.

### 17. Scheme of Arrangement:

The Company has not entered into or implemented any scheme of arrangement during the year in terms of Sections 230 to 237 of the Companies Act, 2013.

### 18. Deferred Taxation:

(Rs. in Lakhs)

Items of Timing Difference		Accumulated Deferred Tax (Asset) / Liability as on 01 <sup>st</sup> April, 2025	Charge / (Credit) for the year	Accumulated Deferred Tax (Asset)/ Liability as on 31 <sup>st</sup> March, 2026
<b>Deferred Tax Liabilities</b>				
i.	Depreciation	12.20	(9.31)	2.88

### 19. Dues to Micro & Small Enterprises:

Sr. No.	Particulars	As on 31 <sup>st</sup> March, 2026	As on 31 <sup>st</sup> March, 2025
1.	Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at the end of year.	3.38	21.33
2.	Interest due to suppliers registered under the MSMED Act and remaining unpaid as to at	-	-

	year end.		
3.	Principal amount paid to suppliers registered under MSMED Act, beyond the appointed day during the year.	-	-
4.	Interest paid other than under section 16 of MSMED Act, to supplier registered under the MSMED Act beyond the appointed day during the year.	-	-
5.	Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year.	-	-
6.	Interest due and payable towards suppliers registered under MSMED Act, for payments already made.	-	-
7.	Further interest remaining due and payable for earlier years.	-	-

On the basis of information and records available with the company, the above disclosures are made in respect of amounts due to the micro and small enterprises, who have registered with the relevant competent authorities.

#### Earnings Per Share:

Particulars	For the period ended on 31 <sup>st</sup> March, 2026	For the period ended on 31 <sup>st</sup> March, 2025
Profit / (loss) for the Year (Rs.) (A)	165.65	247.94
Weighted Average Number of Equity Shares (B)	1,03,38,008	1,03,38,008
Earnings per Share – Basic and Diluted (Rs.)	1.61	2.98

(A/B)		
Nominal Value of an Equity Share (Rs.)	10.00	10.00

**For and on behalf of the Board of Directors of**

**For R G G R & Associates LLP**

**LAMOSAIC INDIA LIMITED**

**Chartered Accountants**

**FRN: W100854**

**Vinod Juthalal Visaria**

Managing Director

DIN: 07603546

**Rohit Gondhiya**

Partner

M. No.: 131453

UDIN: 26131453UUGFVF2112

**Jitesh Khushalchand Mamaniya**

Director and Chief Financial Officer

DIN: 10200824

**Archana Laddha**

Company Secretary

Place: Mumbai

Date: 27<sup>th</sup> May, 2026

Place: Mumbai

Date: 27<sup>th</sup> May, 2026



📍 Registered Office: Ground Floor, A1, Badhe Properties, Badhenagar, Near Star Hall, Kondhwa Budruk, Survey No.: 41, Pune – 411048, Maharashtra, India.

**Corporate Office:** Atlanta Estate 119, A Wing, 01st Floor, Off. G. M. Link Road, Goregaon East, Near Virwani Industrial Estate, Mumbai – 400063, Maharashtra, India.

CIN: L31001PN2023PLC221416 • PAN: AAFCL4413J • GSTIN: 27AAFCL4413J1ZI

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