Dollex Agrotech Ltd.
DOLLEX AGROTECH LIMITED
Reg. Office: 205, Naroli Arcade, 19/1, Manorama Ganj, Palasia Square, Indore-452001 (M.P.)
Factory: Village Erai, Tehsil Badoni Khurd, Dist. Datia-475686 (M.P.)
CIN - L15311MP2013PLC030914, GSTIN - 23AAECD6750B1Z4

03rd August, 2026

To,

National Stock Exchange of India Ltd. **Exchange Plaza,** **Plot no. C-1, G Block ,** **Bandra Kurla ComplexBandra (E)** **Mumbai- 400051**	**Symbol:- DOLLEX** **ISIN:-INE0JHH01011**

Sub: Annual Report for FY 2025–26 under Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

Dear Sir/Madam,

Pursuant to the applicable provisions of the **SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**, as amended from time to time ("Listing Regulations"), we wish to inform you that the **13th Annual General Meeting ("AGM")** of the Company will be held on **Thursday, August 27, 2026** at **03.00 P.M. (IST)** through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM"), without the physical presence of the Members at a common venue, in compliance with Ministry of Corporate Affairs General Circular No. 03/2025 dated September 22, 2025.

In pursuance of Regulation 34(1) of the Listing Regulations, please find enclosed herewith the following:

1) Notice of the 13th Annual General Meeting; and

2) 13th Annual Report of the Company for the financial year ended March 31, 2026.

The AGM Notice and Annual Report are being sent through electronic mode to those Members whose e-mail addresses are registered with the Company / its Registrar and Transfer Agent ("RTA") / Depository Participants ("DPs"). Further, in accordance with Regulation 36(1)(b) of the SEBI Listing Regulations, the Company is also sending a letter to those shareholders whose e-mail addresses are not registered with the Company/RTA/DPs, providing the web link from where the Annual Report can be accessed on the Company's website.

In compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, please find enclosed the Notice convening the **13th AGM** of shareholders and the Annual Report for the financial year **2025-2026** which has been circulated to the shareholders through electronic mode.

Phone : +91 731 2495505
Email : info@dollex.in
Website : www.dollex.in

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Reg. Office: 205, Naroli Arcade, 19/1, Manorama Ganj, Palasia Square, Indore-452001 (M.P.)
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CIN - L15311MP2013PLC030914, GSTIN - 23AAECD6750B1Z4

In terms of **Regulation 46** of the Listing Regulations, the said Annual Report along with the Notice of the 13th Annual General Meeting and other relevant documents is also available on the website of the Company at www.dollex.in

We request you to take the same on your records.

Thanking You,

Yours faithfully,
For Dollex Agrotech Limited

Siddhi Banthiya
Digitally signed by Siddhi Banthiya
Date: 2026.08.03 16:45:34 +05'30'

Siddhi Banthiya
Company Secretary & Compliance Officer

Enclosed:
Notice &Annual Report 2025-2026

Phone : +91 731 2495505
Email : info@dollex.in
Website : www.dollex.in

Dollex
Agrotech Ltd.

13TH ANNUAL REPORT 2026

www.dollex.in

Dollex Agrotech Ltd.

BOARD OF DIRECTORS

Board of Directors	Designation
Mr. Mehmood Khan	**Managing Director**
Mrs. Munni Khan	**Whole Time Director**
Mrs. Ruchi Sogani	**Independent Director**
Mr. Manish Joshi *(till 22nd May,2025)*	**Independent Director**
Mr. Khusro Nisar *(till 23rd June, 2025)*	**Non- Executive Director**
Mr. Vijai Singh Bharaktiya *(till 24th July, 2025)*	**Independent Director**
Mr. Praveen Kumar Jain *(Since 13th August, 2025)*	**Independent Director**
Mr. Nadeem Khan *(Since 13th February, 2026)*	**Non- Executive Director**
Mr. Narendra Gupta *(Since 30th May, 2026)*	**Additional Independent Director**

---BOARD COMMITTEES--------------------------------------

AUDIT COMMITTEE

Mr. Praveen Kumar Jain	Chairperson
Mrs. Ruchi Sogani	Member
Mr. Mehmood Khan	Member

NOMINATION AND REMUNERATION COMMITTEE

Mrs. Ruchi Sogani	Chairperson
Mr. Praveen Kumar Jain	Member
Mr. Nadeem Khan	Member

STAKEHOLDERS RELATIONSHIP COMMITTEE

Mrs. Ruchi Sogani	Chairperson
Mrs. Munni Khan	Member
Mr. Mehmood Khan	Member

CORPORATE INFORMATION

Chief Financial Officer Mr. Anil Kumar Bhagat **Company Secretary & Compliance Officer** Ms. Siddhi Banthiya **Chief Executive Officer** Mr. Anis Khan **Registered office** **CIN:** L15311MP2013PLC030914 205, Naroli Arcade, 19/1, Manorama Ganj, Palasia Square, Indore, Madhya Pradesh – 452001 **Email ID** :-info@dollex.in **Website:**- www.dollex.in **Phone:**-+91-7312495505 **Factory Address** Village Erai, Tehsil Badoni Khurd, Dist. –Datia -475686 **Registrars & Share Transfer Agent** Skyline Financial Services Pvt Ltd D-153 A, 1st Floor, Okhla Industrial Area, Phase - I, New Delhi-110020 **Email ID-** compliances@skylinerta.com Website: www.skylinerta.com SEBI Registration No.: INR000003241 Tel No: +91- 11-40450193-97; Fax No: +91-11-26812683 **Financial Institutions** **Indian Renewable Energy Development Agency Limited (IREDA)** Address - India Habitat Centre, East Court, Core-4A, 1st Floor, Lodhi Road, New Delhi - 11 00 03 **ISIN-** INE0JHH01011 **Symbol-** DOLLEX	**Statutory Auditor** M/s. S.N Gadiya & Co Address: 241, Apollo Tower, 2, M.G. Road, INDORE-1 Ph.: 0731-4069030 Tel No.: +91-9301503126 Email Id: satya_mewar@rediffmail.com **Internal Auditor** M/s. G Rawat & Associates Address : 404, Samiksh Landmark, A.B. Road, Indore, Madhya Pradesh- 453001 **Secretarial Auditor** M/s. Vikas Verma & Associates Company Secretaries B-502, 5th Floor, Statesman House, 148, Barakhamba Road, New Delhi-110001 **Cost Auditor** M/s. M.P. Turakhia & Associates 404, Shalimar Corporate Complex 8-B, South Tukoganj, Indore – Madhya Pradesh- 452001 **Bankers** Canara Bank Palasia Point Branch, Day Tower, Palasia Point, 19/1 Manorama Ganj, Indore-452001. **Stock Exchange** National Stock Exchange of India Limited (NSE)

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NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the thirteenth **Annual General Meeting** ("AGM") of the Members of **Dollex Agrotech Limited** will be held on **Thursday, August 27, 2026**, at **03.00 P.M.** (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") facility, to transact the following business:

ORDINARY BUSINESS:-

1. To receive, consider and adopt Audited Standalone Financial Statements of the Company for the financial year ended 31 March 2026 together with the reports of the Board of Directors and Auditors thereon.

"**RESOLVED THAT,** the Audited Standalone Financial Statements of the Company comprising of the Balance Sheet as at 31 March 2026, Statement of Profit and Loss, Cash Flow Statement and Statement of change in equity for the year ended on that date along with schedules and notes thereon and the Board's Report and Auditors' Report thereon, as circulated to the members with the Notice of Annual General Meeting and submitted to this meeting, be and are hereby received, considered and adopted."

2. Re- appointment of Mrs. Munni Khan (DIN : 00027334), who retires by rotation, and being eligible, offers herself for re-appointment

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**.

"**RESOLVED THAT**, pursuant to Section 152 and other applicable provisions of the Companies Act, 2013, and in accordance with the Articles of Association of the Company, **Mrs. Munni Khan** (DIN: 00027334), **Whole Time Director** of the Company, who retires by rotation at this 13th Annual General Meeting and recommended for re-appointment thereat by the Nomination and Remuneration Committee and the Board of Director, being eligible and willing to act, be and is hereby reappointed as a Whole Time Director of the Company, liable to retire by rotation."

3. To Ratify the Remuneration payable to Cost Auditors for the Financial Year 2026-27.

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 148(3) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the remuneration payable to **M/s. M P Turakhia & Associates** , **Cost Accountants** (Firm Registration No. 000417), appointed by the Board of Directors of the Company as Cost Auditors to conduct the audit of the cost records maintained by the Company for the financial year ending March 31, 2027, amounting to ₹75,000 (Rupees Seventy Five Thousand only) plus applicable taxes, in addition to reimbursement of out-of-pocket expenses, be and is hereby ratified."

"**FURTHER RESOLVED THAT** the Board of Directors of the Company or the Company Secretary be and is/are hereby authorized to do all such acts, deeds, matters and things as may be necessary, expedient or desirable in connection with or incidental to giving effect to this Resolution.

4. To Consider and approve the Appointment of Mr. Narendra Gupta (DIN: 11741764) as an Independent 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 149, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Schedule IV to the Act, and in accordance with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or amendment(s) thereof), **Mr. Narendra Gupta (DIN: 11741764)**,who was appointed as an Additional Director (Non-Executive – Independent) of the Company with effect from May 30, 2026 and who holds office up to the date of this Annual General Meeting in terms of Section 161 of the Act, and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years commencing from **May 30, 2026** up to **May 29, 2031**."

"FURTHER RESOLVED THAT the Board of Directors of the Company and/or the Company Secretary be and is/are hereby authorized to do all such acts, deeds, matters and things as may be necessary, expedient or desirable in connection with or incidental to giving effect to this Resolution."

5. Re-Appointment of Mr. Mehmood Khan, (DIN: 00069224) as Managing Director of the Company for a Term 5 (five) Consecutive Years.

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT in accordance with the provisions of Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 17 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and relevant provisions of the Articles of Association of the Company, as amended from time to time, and based on the recommendation of the Nomination and Remuneration Committee and Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded for reappointment of Mr. Mehmood Khan (DIN: 00069224) as a Managing Director for the period of Five Consecutive years from **1st April, 2027** to **31st March 2032** and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, on the terms and conditions including remuneration as set out in the statement annexed to the Notice convening this Annual General Meeting, with liberty to the Board of Directors to alter and vary the terms and conditions of the said re-appointment and / or remuneration as it may deem fit and as may be acceptable to Mr. Mehmood Khan (DIN: 00069224) and the Company, subject to the same not exceeding the limits specified under the Companies Act, 2013."

"RESOLVED FURTHER THAT pursuant to the provisions of Sections 196, 197, 198, and 203 read with schedule V and other applicable provisions of the Companies Act, 2013, and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and in accordance with the Articles of Association of the Company, the approval of the members be and is hereby accorded for the continuation of directorship beyond the age of 70 years and for the reappointment of Mr. Mehmood Khan (DIN: 00069224) as Managing Director of the Company."

"RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year during the currency of tenure of service of the Managing Director, the payment of remuneration shall be governed by the limits prescribed under Section 197 of the Companies Act 2013 read with Part II of Schedule V to the Act as specifically approved by the Members of the Company."

"RESOLVED FURTHER THAT the Board of Directors / Key Managerial Personnel of the Company be and are hereby severally authorised to do all such acts, deeds and things and execute all such documents, instruments, and writings as may be required to give effect to the aforesaid resolution."

"RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and are hereby authorised to issue a certified true copy of the aforesaid resolution wherever necessary."

6. To rescind/supersede the Ordinary Resolution passed by the Members through Postal Ballot dated 15th March, 2026

"RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013, read with the rules made thereunder (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force), and subject to such approvals as may be required, the consent of the Members of the Company be and is hereby accorded to rescind and supersede the Ordinary Resolution passed by the Members of the Company through Postal Ballot on **15th March, 2026**, approving the increase in the Authorised Share Capital of the Company from **₹40,00,00,000 (Rupees Forty Crores Only)** to **₹60,00,00,000 (Rupees Sixty Crores Only)** and the consequential alteration of Clause V of the Memorandum of Association."

"RESOLVED FURTHER THAT since the said Ordinary Resolution has not been implemented and the Company has not filed Form SH-7 with the Registrar of Companies pursuant thereto, the aforesaid Ordinary Resolution shall stand withdrawn and shall cease to have any further effect from the date of passing of this Resolution."

"RESOLVED FURTHER THAT the Board of Directors of the Company and/or the Company Secretary be and are hereby severally authorised to do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this Resolution."

7. Increase in Authorized Share Capital of the Company and Consequential Alteration of Memorandum of Association of the Company:

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

"RESOLVED THAT, pursuant to the provisions of Sections 13, 61, 64 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), and the rules made thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or reenactment(s) thereof, for the time being in force), the relevant provisions of the Articles of Association of the Company or any other applicable laws for the time being in force and subject to all other necessary approvals, permissions, consents and sanctions, if any, the approval of the Members of the Company be and is hereby accorded to increase the existing **Authorized Share Capital** of the Company from **40,00,00,000/- (Rupees Forty Crore)** divided into **4,00,00,000 (Four Crore Equity Shares) equity shares** of **10/- (Rupees Ten Only)** each to **Rs. 75,00,00,000/- (Rupees Seventy Five Crores Only)** divided into **7,50,00,000 (Seven Crore Fifty Lakhs) Equity shares** of **10/- (Rupees Ten Only)** each ranking pari passu in all respect with the existing Equity Shares of the Company.

"**RESOLVED FURTHER THAT** the existing Clause V of the Memorandum of Association of the Company be and is hereby substituted by following new Clause V as under:

V. The Authorised Share Capital of the Company is 75,00,00,000/- (Indian Rupees Seventy Five crore) divided into 7,50,00,000 (Seven Crore Fifty Lakhs) Equity Shares of 10/- (Indian Rupees Ten only) each.

"**RESOLVED FURTHER THAT,** Any director of the Company be and are hereby authorized to sign, execute and file necessary application, forms, deeds, documents and writings as may be necessary for and on behalf of the Company and to settle and finalize all issues that may arise in this regard and to do all such acts, deeds, matters and things as may be deemed necessary, proper, expedient or incidental for giving effect to this resolution and to delegate all or any of the powers conferred herein as they may deem fit".

8. Approval for Waiver of Recovery of Excess sum refundable under Section 197 of Companies Act, 2013

To consider and if thought fit, to pass the following resolution as Special Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 197(10) of the Companies Act, 2013, and other applicable provisions, if any, of the Companies Act, 2013, and the rules made thereunder, approval of the members be and is hereby accorded, for waiver of recovery of the sum in excess of the limit prescribed by section 197 by **Mr. Mehmood Khan, Managing Director** of the Company and **Mrs. Munni Khan, Whole Time Director** of the Company who have received excess remuneration in the financial year ending **2024-25 and 2025-26."**

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

9. Approve the Remuneration Payable to Mr. Mehmood Khan (DIN: 00069224) Managing Director of the Company for the financial year 2026-27.

"**RESOLVED THAT,** in supersession of all the earlier resolutions passed for payment of remuneration and pursuant to the provisions of Section 197, 198 and other applicable provisions, if any, of the Companies Act, 2013, (the 'Act') read with Schedule V of the Act and the Rules made thereunder, including any amendment(s), modification(s) or re-enactment(s) thereof for the time being in force, and such other approvals, permissions and sanctions of such authorities, as may be required in this regard and subject to the provisions of the Articles of Association of the Company, as amended from time to time, and based on the recommendation of the Nomination and Remuneration Committee, consent of the Board of Directors be and is hereby accorded to approve the remuneration payable to **Mr. Mehmood Khan (DIN: 00069224),** Managing Director of the Company, for the Financial Year 2026-27, with effect from 1st April, 2026 to 31st March, 2027, subject to the approval of the Members of the Company, on the following terms and conditions:"

1. REMUNERATION:

Salary **Rs. 7,00,000/- (Seven Lakh) per month**. Salary will be subject to the deduction of Income tax at the applicable rates, under the Income Tax Act, 1961.

2. ALLOWANCES & PERQUISITES:

A) HOUSING:

(i) Expenditure incurred by the Company on hiring accommodation for the Managing Director will be subject to 60% of the salary.

(ii) If the Company does not provide accommodation to the Managing Director, house rent allowance will be paid by the Company to the Managing Director subject to the ceiling mentioned hereinabove.

(iii) If accommodation in the Company's owned house is provided, the Managing Director shall pay to the Company by way of rent i.e., 10% of the salary.

(iv) The expenditure incurred by the Company on gas, electricity, water and furnishings provided to him will be valued as per Income Tax Rules, 1962, subject to a ceiling of 10% of the salary.

B) MEDICAL ALLOWANCE:

Medical Allowance- equivalent to one month 's salary in a year.

C) LEAVE AND LEAVE TRAVEL ALLOWANCES:

Leave Travel Allowance- equivalent to one month 's salary in a year.

Earned privilege leaves on full pay and allowance as per the rules of the Company subject to the condition that leave accumulated but not availed of shall not be allowed to be encashed.

D) CLUB FEES:

He shall be entitled to the reimbursement of fees of any two clubs in India. This will not include admission and life membership fee.

E) PERSONAL ACCIDENT INSURANCE:

The Company shall pay an annual premium of a sum not exceeding Rs. 1,00,000/- towards personal accident insurance policy.

F) CONVEYANCE & COMMUNICATION FACILTIES:

The Company shall provide Company's Car with driver for the Company's work and if the Car is not provided, the Company shall reimburse Car/taxi expenses on actual basis.

The Company shall provide telephone/cell phone and internet facility at the residence of the Managing Director.

3. LIMITS ON REMUNERATION:

The remuneration as specified in clauses above shall be subject to the overall limits as specified under Sections 196, 197 and other applicable provisions read with Schedule V of the Companies Act, 2013.

4. MINIMUM REMUNERATION:

In the event of the Company incurring a loss or having inadequate profits in any financial year, the remuneration, perquisites, benefits, allowances and amenities payable to Mr. Mehmood Khan shall be in accordance with Section II of Part II of Schedule V of the Companies Act, 2013 as amended from time to time.

5. SITTING FEES:

He shall not be paid sitting fees for attending the meetings of the Board of Directors of the Company.

6. OTHER EXEMPTED BENEFITS:

In addition to the above, he shall be entitled for the following benefits, which shall not be considered as remuneration within the provisions of the Schedule V of the Companies Act, 2013:

a) Payment of gratuity as per the rules of the Company.

b) Contribution to PF and Superannuation funds as per rules of the Company.

c) Leave encashment up to 15 days for every completed year in the employment, payable in each year as per rules of the Company.

d) Directors Obligation Insurance Premium: Actual Premium as may be determined by the Insurance Company.

7. OTHER TERMS AND CONDITIONS:

The other terms and conditions are below:

(a) Mr. Mehmood Khan as Managing Director shall be entrusted with the management of the Company under the direction, superintendence and control of the Board of Directors of the Company.

(b) His tenure as Director will not be affected by the alterations in the terms and conditions of his appointment.

(c) Mr. Mehmood Khan is not liable to retire by rotation during his tenure as the Managing Director of the Company.

(d) Board of the Company is authorized to alter, modify or null all or any of the components of the remuneration with the written mutual consent of Mr. Mehmood Khan and subject to the applicable provisions of the Companies Act, 2013.

(e) There shall be clear relation of the Company with Mr. Mehmood Khan as "the Employer-Employee" and each party may terminate the above said appointment with six months' notice in writing or salary in lieu thereof.

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things and to decide breakup of his remuneration within the permissible limits in its absolute discretion as may considered necessary, expedient or desirable and to vary, modify the terms and conditions and to settle any question, or doubt that may arise in relation thereto in order to give effect to the foregoing resolution , or as may be otherwise considered by it to be in the best interest of the Company."

10. Approve the Remuneration Payable to Mrs. Munni Khan (DIN : 00027334) Whole Time Director of the Company for the financial year 2026-27.

RESOLVED THAT, in supersession of all the earlier resolutions passed for payment of remuneration and pursuant to the provisions of Section 197, 198 and other applicable provisions, if any, of the Companies Act, 2013, (the 'Act') read with Schedule V of the Act and the Rules made thereunder, including any amendment(s), modification(s) or re-enactment(s) thereof for the time being in force, and such other approvals, permissions and sanctions of such authorities, as may be required in this regard and subject to the provisions of the Articles of Association of the Company, as amended from time to time, and based on the recommendation of the Nomination and Remuneration Committee, consent of the Board of Directors be and is hereby accorded to approve the remuneration payable to **Mrs. Munni Khan (DIN: 00027334),** Whole Time Director of the Company, for the Financial Year 2026-27, with effect from 1st April, 2026 to 31st March, 2027, subject to the approval of the Members of the Company, on the following terms and conditions:"

1. REMUNERATION:

Salary Rs. 7,00,000 /- (Seven Lakh) per month. Salary will be subject to the deduction of Income tax at the applicable rates, under the Income Tax Act, 1961.

2.ALLOWANCES& PERQUISITES:

A) HOUSING:

(i) Expenditure incurred by the Company on hiring accommodation for the Whole Time Director will be subject to 60% of the salary.

(ii) If the Company does not provide accommodation to the Whole Time Director, house rent allowance will be paid by the Company to the Whole Time Director subject to the ceiling mentioned hereinabove.

(iii) If accommodation in the Company's owned house is provided, the Whole Time Director shall pay to the Company by way of rent i.e., 10% of the salary.

(iv) The expenditure incurred by the Company on gas, electricity, water and furnishings provided to him will be valued as per Income Tax Rules, 1962, subject to a ceiling of 10% of the salary.

B) MEDICAL ALLOWANCE:

Medical Allowance- equivalent to one month 's salary in a year.

C) LEAVE AND LEAVE TRAVEL ALLOWANCES:

Leave Travel Allowance- equivalent to one month 's salary in a year. Earned privilege leaves on full pay and allowance as per the rules of the Company subject to the condition that leave accumulated but not availed of shall not be allowed to be encashed.

D) CLUB FEES:

He shall be entitled to the reimbursement of fees of any two clubs in India. This will not include admission and life membership fee.

E) PERSONAL ACCIDENT INSURANCE:

The Company shall pay an annual premium of a sum not exceeding Rs. 1,00,000/- towards personal accident insurance policy.

F) CONVEYANCE & COMMUNICATION FACILTIES:

The Company shall provide Company's Car with driver for the Company's work and if the Car is not provided, the Company shall reimburse Car/taxi expenses on actual basis.

The Company shall provide telephone/cell phone and internet facility at the residence of the Whole time Director.

I. LIMITS ON REMUNERATION:

The remuneration as specified in clauses above shall be subject to the overall limits as specified under Sections 196, 197 and other applicable provisions read with Schedule V of the Companies Act, 2013.

II.MINIMUM REMUNERATION:

In the event of the Company incurring a loss or having inadequate profits in any financial year, the remuneration, perquisites, benefits, allowances and amenities payable to Mrs. Munni Khan shall be in accordance with Section II of Part II of Schedule V of the Companies Act, 2013 as amended from time to time.

III.SITTING FEES:

He shall not be paid sitting fees for attending the meetings of the Board of Directors of the Company.

IV.OTHER EXEMPTED BENEFITS:

In addition to the above, he shall be entitled for the following benefits, which shall not be considered as remuneration within the provisions of the Schedule V of the Companies Act, 2013:

a) Payment of gratuity as per the rules of the Company.

b) Contribution to PF and Superannuation funds as per rules of the Company.

c) Leave encashment up to 15 days for every completed year in the employment, payable in each year as per rules of the Company.

d) Directors Obligation Insurance Premium: Actual Premium as may be determined by the Insurance Company.

V. OTHER TERMS AND CONDITIONS:

The other terms and conditions are below:

(a) Mrs. Munni Khan as Whole time Director shall be entrusted with the management of the Company under the direction, superintendence and control of the Board of Directors of the Company.

(b) His tenure as Director will not be affected by the alterations in the terms and conditions of his appointment.

(c) Mrs. Munni Khan is liable to retire by rotation during his tenure as the Whole time Director of the Company.

(d) Board of the Company is authorized to alter, modify or null all or any of the components of the remuneration with the written mutual consent of Mrs. Munni Khan and subject to the applicable provisions of the Companies Act, 2013.

(e) There shall be clear relation of the Company with Mrs. Munni Khan as "the Employer-Employee" and each party may terminate the above said appointment with six months' notice in writing or salary in lieu thereof.

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things and to decide breakup of his remuneration within the permissible limits in its absolute discretion as may considered necessary, expedient or desirable and to vary, modify the terms and conditions and to settle any question, or doubt that may arise in relation thereto in order to give effect to the foregoing resolution , or as may be otherwise considered by it to be in the best interest of the Company."

By Order of the Board of Directors
For **Dollex Agrotech Ltd**

Place : Indore
Dated:03.08.2026

Sd/-
Siddhi Banthiya
Company Secretary & Compliance Officer

Dollex Agrotech Ltd
CIN: L15311MP2013PLC030914
Registered office :
205, Naroli Arcade,
19/1, Manorama Ganj,
Palasia Square, Indore,
Madhya Pradesh-452001.
Website: www.dollex.in

NOTES

1. An Explanatory Statement setting out all material facts as required under Section 102 of the Companies Act, 2013 in respect of special business of the Company is appended and forms part of the Notice.

Further, additional information with respect to **Item No**. **3, 4, 5, 6 , 7 , 8, 9 & 10** also forms part of the explanatory statement as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('SEBI Listing Regulations') and as per the provisions of Secretarial Standards-2 (SS-2) on General Meetings as issued by the Institute of Company Secretaries of India (ICSI).

2. Ministry of Corporate Affairs vide General Circular No.03/2025 dated September 22, 2025, has permitted the holding of the Annual General Meeting ("AGM") through Video Conference/Other Audio Visual Means, without the physical presence of the Members at a common venue. Pursuant to the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the Circulars issued by MCA and SEBI, the 13th AGM of the Company is being conducted through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) hereinafter referred to as "e-AGM". The Deemed Venue for AGM shall be registered office of the company, at **205, Naroli Arcade, 19/1, Manorama Ganj, Palasia Square, Indore, Madhya Pradesh- 452001**.

E-AGM: The Company has appointed Central Depository Services (India) Limited (CDSL), to provide Video Conferencing (VC) / Other Audio-Visual Means (OAVM) facility for the Annual General Meeting.

3. Pursuant to the provisions of the circulars on the VC / OAVM (e-AGM):

a. Members can attend the meeting through login credentials provided to them to connect to Video Conference (VC) / Other Audio-Visual Means (OAVM). Physical attendance of the Members at the Meeting venue is not required.

b. Body Corporates are entitled to appoint authorized representatives to attend the e-AGM through VC/OAVM and participate there at and cast their votes through e-voting.

Corporate Members intending to attend the Meeting through their authorised representatives are requested to send a scanned copy of the Certified True Copy of the Board Resolution /Authorisation or Power of Attorney along with the attested specimen signature(s) of the authorised representative(s) in PDF/ JPG Format, if any, authorising their representative to attend and vote on their behalf at the Meeting. The said Resolution/Authorisation or Power of Attorney (PDF/JPG Format), if any, shall be sent to the Company by email through its registered email address to cs@dollex.in with a copy marked to the Company at info@dollex.in .

4. A proxy is allowed to be appointed under Section 105 of the Companies Act, 2013 to attend and vote at the general meeting on behalf of a member who is not able to attend personally. Since the AGM is being held through VC/OAVM pursuant to applicable MCA Circulars, the facility for appointment of proxies by the Members will not be available.

5. In line with Ministry of Corporate Affairs General Circular No.03/2025 dated September 22, 2025, the Notice calling the e-AGM and Annual Report has been uploaded on the website of the Company at www.dollex.in .The Notice can also be accessed from the websites of the Stock Exchanges i.e., National Stock Exchange of India Limited at www.nseindia.com. The Notice and Annual Report is also available on the website of e-voting agency Central Depository Services Limited (CDSL) at the website address www.cdslindia.com

6. The Annual Report for the Financial year ended March 31, 2026 and Notice of AGM are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s), owing to the difficulties involved in dispatching of physical copies of the financial statements including Board's Report, Auditor's Report or other documents required to be attached therewith (together referred to as Annual Report).

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

8. The Members can join the AGM in the VC / OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility for participation at the AGM through VC / OAVM will be made available to at least for 1000 members on a first-come, first-served basis

9. Institutional investors, who are Members of the Company, are encouraged to attend and vote at the Meeting of the Company.

10. The Register of Members and the Share Transfer Books of the Company will remain closed from 21st August 2026 to 27th August 2026, both days inclusive, for the purpose of AGM.

11. The requisite Statutory Registers such as Register of Directors and Key Managerial Personnel, the Register of contracts or arrangements in which the Directors are interested and relevant documents referred to in the accompanying notice are open for inspection by the members at the Registered Office of the Company on all working days, except Saturday and Sunday between 11.00 A.M. and 5.00 P.M. from the date hereof up to the date of the AGM.

12. Members are requested to send all communications relating to shares and unclaimed dividends, change of address, bank details, e-mail address etc. to the RTA at the following address:

Registrars & Share Transfer Agent

Skyline Financial Services Pvt Ltd

D-153 A, 1st Floor, Okhla Industrial Area, Phase - I, New Delhi-110020

Email ID: compliances@skylinerta.com
Website: www.skylinerta.com

If the shares are held in electronic form, then change of address and change in the bank accounts etc. should be furnished to their respective Depository Participants.

13. Members desirous of obtaining any information concerning the accounts and operations of the Company are requested to send their queries at info@dollex.in at an early date so as to enable the Management to keep the information ready at the Meeting.

14. Members are requested to send their queries, if any, at least 7 days in advance of the meeting so that the information can be made available at the meeting.

15. To prevent fraudulent transactions, 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. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified.

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

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

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

(i) The voting period begins on **Monday, 24th August, 2026 at 09.00 A.M.** and ends on **Wednesday, 26th August, 2026 at 05.00 P.M**. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **Thursday, 20th August, 2026** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

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

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

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

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

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at

	https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

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

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

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

2) Click on "Shareholders" module.

3) Now enter your User ID

a. For CDSL: 16 digits beneficiary ID,

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

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

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

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

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

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

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

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

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

(ix) Click on the EVSN for the relevant **<M/s. Dollex Agrotech Limited >** on which you choose to vote.

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

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

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

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

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

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

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

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

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.

- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; info@dollex.in & cs@dollex.in , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

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

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

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

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

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

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

7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance **atleast 10 days** prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **7 days** prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.

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

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

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

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

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

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

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

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

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

By Order of the Board of Directors
For **Dollex Agrotech Ltd**

Place : Indore
Dated:03.08.2026

Sd/-
Siddhi Banthiya
Company Secretary & Compliance Officer

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

As required under Section 102(1) of the Companies Act, 2013 (the Act), the following Explanatory Statement sets out the material facts relating to the Business(es) mentioned, in the accompanying Notice:

ITEM NO.:3

The Board of Directors of the Company, on the recommendation of the Audit Committee, had approved the appointment and remuneration of **M/s. M.P. Turakhia, Cost Accountants (Firm Regn. No.000417)** as the Cost Auditors to conduct the audit of the cost records of the Company relating to Sugar Products for the financial year ending **March 31, 2027** at a remuneration of **75,000/- p.a.** inclusive of applicable tax and out of pocket expenses which will be at actual basis.

In terms of the provisions of Section 148 of the Companies Act, 2013 (the 'Act') read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors is required to be ratified by the Members of the Company.

Accordingly, consent of the Members is sought for passing an ordinary resolution as set out in Item No. 3 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31st, 2027.

None of the Directors, Key Managerial Personnel of the Company and their relatives, in any way, is concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends the **ordinary resolution** for approval by the shareholders.

ITEM NO.:4

Pursuant to Section 161 of the Companies Act, 2013 read with the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company, vide resolution dated **May 30, 2026**, appointed Mr. Narendra Gupta (DIN: 11741764) as an Additional Director in the capacity of Independent Director of the Company, for a term of 5 (five) consecutive years with effect from **May 30, 2026 to May 29, 2031**, subject to approval of the Members of the Company.

As per Regulation 17(1C) and 25(2A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is required to obtain approval of the Members for appointment of a person on the Board of Directors at the next general meeting or within a period of three months from the date of appointment, whichever is earlier, by way of a Special Resolution.

In the opinion of the Board of Directors and the Nomination and Remuneration Committee, Mr. Narendra Gupta is a person of integrity and possesses relevant expertise and experience. The Board is of the view that his association would be of immense benefit to the Company and it is desirable to avail his services as an Independent Director. In the opinion of the Board, the aforesaid Independent Director fulfils the conditions specified under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (LODR) Regulations and is independent of the management. The Independent Director has confirmed that his name is included in the databank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

Profile of Mr. Narendra Gupta

Mr. Narendra Gupta is a Post Graduate in Commerce from Devi Ahilya Vishwavidyalaya (DAVV), Indore, Madhya Pradesh (2009). He qualified as a Company Secretary in 2016 and completed his Law Graduation in 2017. He possesses extensive experience in the areas of finance, legal and secretarial compliances, internal audits, management consulting, and financial planning. He worked, as the Company Secretary and Compliance Officer of Dio Digital Implant India Private limited. With his strong professional expertise and sound independent judgment, he contributes significantly to the Company's corporate governance practices and strategic decision-making process.

The Company has received from Mr. Narendra Gupta : (i) consent in writing to act as a Director in Form DIR- 2 pursuant to Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014; (ii) intimation in Form DIR-8 to the effect that he is not disqualified under Section 164(2) of the Companies Act, 2013; (iii) a declaration that he meets the criteria of independence as provided under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (LODR) Regulations; and (iv) Disclosure of interest in Form MBP-1 under Section 184.

The Resolution set out at Item No. 4 of the Notice is put forth for consideration by the Members as a Special Resolution pursuant to Section 149 read with Schedule IV of the Companies Act, 2013 for the appointment of Mr. Narendra Gupta as an Independent Director of the Company.

He does not hold any equity shares in the Company and is not debarred from holding the office of Director by virtue of any order of SEBI or any other authority. None of the Directors or Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 4 of the Notice.

The Board recommends the **Special Resolution** set out at **Item No. 4** of the Notice for approval of the Members.

ITEM NO.: 5

The Board of Directors of the Company had appointed Mr. Mehmood Khan (DIN: 00069224), as Managing Director of the Board of Directors for a Period of 5 Years with effect from April 01, 2022 till March 31, 2027, which was approved by the shareholders in the Extra Ordinary General Meeting held on **April 25, 2022**. Since the tenure of Mr. Mehmood Khan (DIN 00069224) as Managing Director will expire on 31st March, 2027. Mr. Mehmood Khan is proposed to be re-appointed as the Managing Director for a further period of 5 years.

Based on the evaluation of performance for the previous term and recommendation by the Nomination and Remuneration Committee of the Company, the Board of Directors at its meeting held on **August 03, 2026** re-appointed Mr. Mehmood Khan , as a Managing Director, subject to the approval of the shareholders, w.e.f **April 01st 2027 till March 31st , 2032** for a period of 5 years at the remuneration recommended by the Nomination and Remuneration Committee and approved by the Board subject to approval of Shareholders.

Pursuant to Regulation 17(1C) of the SEBI (LODR) Regulations, 2015, approval of the shareholders for Re-appointment of a person on the Board of Directors is to be taken at the next general meeting or within a period of 3 months from the date of appointment whichever is earlier. Therefore, it is proposed to seek the member's approval for the Re-appointment of and remuneration payable to Mr. Mehmood Khan (DIN: 00069224) as Managing Director of the Company, in terms of the applicable provisions of the Act.

In the opinion of the Board of Directors, he fulfils the condition specified in the Act for such reappointment and his re-appointment is in the interest of the Company. Mr. Mehmood Khan will attain the age of 70 years on January 01, 2031 and in order to continue his directorship, a Special Resolution has to be passed. The Board proposes to retain him as Managing Director in light of his vast immense knowledge and enriched technical experience which he has been contribution immensely in the growth of the Company since its incorporation. The Board also considers that his continued association would be of immense benefit to the Company and recommends the special resolution for continuation of his directorship in the Company post **January 01, 2031** in order to comply with the provisions of Sections 196, 197, 198, and 203 read with schedule V and other applicable provisions of the Companies Act, 2013, and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and in accordance with the Articles of Association of the Company.

Accordingly, the Board recommends passing of the resolution at **Item No. 5** of the Notice as a Special Resolution. All other terms and conditions of his Re-appointment including perquisites and benefits etc shall remain same to the extent approved by the members of the company, Save and except Mrs. Munni Khan (Whole-time Director), Mr. Anis Khan (Chief Executive Officer), Mr. Nadeem Khan (Non-Executive Director) and Mr. Khusro Nisar (Promoter Group), who may be deemed to be interested in the resolution by virtue of their relationship/promoter association with Mr. Mehmood Khan.

None of the Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the accompanying Notice.

The relatives of Mr. Mehmood Khan may be deemed to be interested in the resolution set out at Item No. 5 of the Notice, to the extent of their shareholding interest, if any, in the Company.

A detailed profile of Mr. Mehmood Khan, Managing Director, is available in this Report. Copy of the terms and conditions for appointment of Mr. Mehmood Khan as an Managing Director of the Company shall be open for inspection by the Members at the Registered Office of the Company during business hours on all working days.The Board recommends passing of the resolution at Item No. 5 of the Notice as a Special Resolution.

ITEM NO.:6

The Members of the Company had, through Postal Ballot conducted on **15th March, 2026,** approved a **Ordinary Resolution** for increasing the Authorised Share Capital of the Company from ₹40,00,00,000 (Rupees Forty Crores Only) to ₹60,00,00,000 (Rupees Sixty Crores Only) and for the consequential alteration of Clause V of the Memorandum of Association of the Company.

Subsequent to obtaining the approval of the Members, the Company did not give effect to the said Ordinary Resolution and Form SH-7, as prescribed under Section 64 of the Companies Act, 2013, was not filed with the Registrar of Companies. Consequently, the proposed increase in the Authorised Share Capital and the corresponding alteration of the Memorandum of Association have not become effective.

Considering the revised capital requirements of the Company and the proposed fund-raising plans, the Board of Directors, at its meeting held on **August 03,2026**, considered it appropriate to increase the Authorised Share Capital of the Company to **₹75,00,00,000 (Rupees Seventy Five Crores Only) instead of ₹60,00,00,000.(Rupees Sixty Crore Only)**

Accordingly, in order to avoid the existence of two separate shareholder approvals relating to the same subject matter and to ensure clarity in the Company's corporate records, the Board recommends that the earlier Ordinary Resolution approved through Postal Ballot on 15th March, 2026 be rescinded and superseded before obtaining the approval of the Members for the revised proposal.

The proposed rescission of the earlier Ordinary Resolution will not prejudice the interests of the Company or its shareholders, as the said resolution has not been implemented and no rights have accrued thereunder.

None of the Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the Resolution except to the extent of their respective shareholding, if any, in the Company.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 6 of the Notice for approval of the Members.

ITEM NO.:7

The present Authorised Share Capital of the Company is ₹40,00,00,000 (Rupees Forty Crores Only) divided into 4,00,00,000 (Four Crores) Equity Shares of ₹10/- each.

In view of the Company's proposed fund-raising plans, future business expansion, strategic initiatives and other corporate requirements, the existing Authorised Share Capital may not be adequate to facilitate the issuance of additional equity shares or other securities convertible into equity, as may be considered necessary from time to time.

Accordingly, the Board of Directors, at its meeting held on **August 03, 2026** approved, subject to the approval of the Members, the proposal to increase the Authorised Share Capital of the Company from **₹40,00,00,000 (Rupees Forty Crores Only) to ₹75,00,00,000 (Rupees Seventy Five Crores Only)** by creation of **3,50,00,000 (Three Crore Fifty Lakhs) additional Equity Shares of ₹10/- each**, ranking pari passu in all respects with the existing Equity Shares of the Company.

Pursuant to the provisions of **Sections 13, 61 and 64** of the Companies Act, 2013, the increase in the Authorised Share Capital of the Company requires approval of the Members by way of a Ordinary Resolution and also requires consequential alteration of Clause V of the Memorandum of Association of the Company.

A copy of the existing Memorandum of Association together with the proposed amended Clause V will be available for inspection by the Members during business hours on all working days up to the date of the General Meeting and shall also be available electronically for inspection by the Members.

None of the Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the Resolution except to the extent of their respective shareholding, if any, in the Company.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 7 of the Notice for approval of the Members.

ITEM NO.: 8

The provisions of Section 197 of the Companies Act, 2013, read with Schedule V and the rules made thereunder, prescribe the overall limits of managerial remuneration payable by a public company to its directors, including managing and whole-time directors. In certain cases, where the remuneration paid exceeds the prescribed limits, the same is required to be ratified/approved by the members of the Company.

During the financial year **2024–2025 & 2025-2026**, due to inadequacy of profits and other business exigencies, the remuneration paid to Mr. Mehmood Khan, Managing Director and Mrs. Munni Khan, Whole Time Director, exceeded the limits prescribed under Section 197 of the Companies Act, 2013.

As per the provisions of **Section 197(10) of the Companies Act, 2013**, if any director has received remuneration in excess of the prescribed limits, the company may, with the approval of the members, waive the recovery of such excess remuneration.

The Board of Directors of the Company, after due consideration, has recommended waiver of the recovery of the excess remuneration paid to the above-mentioned directors for the financial year 2024–2025 & 2025-26, subject to approval of the members by way of a special resolution.

The resolution seeks the approval of the members for waiver of recovery of the said excess remuneration, as set out in the accompanying notice.

Save and except Mr. Nadeem Khan (Non-Executive Director, being the son of Mr. Mehmood Khan and Mrs. Munni Khan) and Mr. Anis Khan (Chief Executive Officer, being the son of Mr. Mehmood Khan and Mrs. Munni Khan), Mr. Khusro Nisar , Promoter Group (being the son- in – Law of Mr. Mehmood Khan & Mrs. Munni Khan), None of the Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

ITEM NO.: 9 & 10

As per section 197 and other applicable provisions of the Act, the remuneration payable to any one
managing Director or whole time Director or manager shall not exceed 5% of the Net Profits of the
Company and if there is more than one such director remuneration shall not exceed 10% of net profits to all such directors and manager taken together.

However, the total managerial remuneration payable to the executive director(s) of the company taken together in any financial year shall not exceed limit of 10% of net profit and overall remuneration payable to all directors shall not exceed the limit 11% of net profit of the company as prescribed under Section 197 of the act read with rules made thereunder or other applicable provisions or statutory modifications thereof. The Nomination and Remuneration Committee and Board of Directors of the company at vide its resolutions dated **August 03, 2026**, has approved the payment of remuneration to Mr. Mehmood Khan & Mrs. Munni Khan , in excess of Prescribed limit under Section 197 and other applicable provisions of the act, subject to approval of the members ensuring the Annual General Meeting.

Accordingly, the Board recommends the resolution set forth in Item No. 9 & 10 relating to approve and increase in the limit of managerial remuneration payable to Mr. Mehmood Khan, Managing Director & Mrs. Munni Khan, Whole Time Director of the Company in excess of 10% Net Profits of the company, by way of Special Resolution, subject to approval of Members.

Save and except Mr. Mehmood Khan, Mrs. Munni Khan, Mr. Nadeem Khan, Non-Executive Director, (being the son of Mr. Mehmood Khan and Mrs. Munni Khan) and Mr. Anis Khan ,Chief Executive Officer, (being the son of Mr. Mehmood Khan and Mrs. Munni Khan), Khusro Nisar , Promoter Group (being the son –in – law of Mr. Mehmood Khan & Mrs. Munni Khan), none of the Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.
The Board recommends the Special Resolution as set out in the Notice for approval of the members.

By Order of the Board of Directors
For **Dollex Agrotech Ltd**

Place : Indore
Dated: 03.08.2026

Sd/-
Siddhi Banthiya
Company Secretary & Compliance Officer

Dollex Agrotech Ltd
CIN: L15311MP2013PLC030914
Registered office :
205, Naroli Arcade,
19/1, Manorama Ganj,
Palasia Square, Indore,
Madhya Pradesh-452001.
Website: www.dollex.in

Annexure to the Notice

Details of Directors seeking Appointment/Re-Appointment

(Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard–2 (SS-2) on General Meetings issued by the Institute of Company Secretaries of India)

Sr. No.	Particulars	Name of the Director
		Mr. Narendra Gupta
1	DIN	11741764
2	Date of Birth & Age	January 01, 1986 & & 41 Years
3	Qualification	Bachelor of Law & Company Secretary
4	Experience & Expertise in specific functional areas	Experience in the areas of finance, legal and secretarial compliances, internal audits, management consulting, and financial planning
5	Brief Profile	Detailed profile is provided in the Explanatory Statement forming part of the Notice.
6	Relationship with Directors, Manager, Key Managerial Personnel of the Company	Not related to any Director, Manager or Key Managerial Personnel of the Company.
7	Nature of Appointment (appointment / Re-appointment)	Appointment as an Independent Director
8	Terms & conditions of Appointment/ Reappointment	Appointed as Independent Director for a period of 5 years from May 30, 2026, to May 29, 2031, not liable to retire by rotation.
9	Remuneration sought to be paid and last drawn remuneration	Sitting fees, if any, as approved by the Board and Members from time to time; last drawn: Not applicable
10	Date of first Appointment on the Board	May 30,2026
11	Shareholding in the Company including shareholding as a Beneficial owner	Nil
12	The number of the meetings of the Board Attended During FY 2025-26	Not Applicable
13	Directorship Detail of the Board	Nil
14	Membership / Chairmanship of Committees of other Boards	Nil
15	Names of the Listed entities from which the person has resigned in the past three years	Not Applicable
16	Skills and capabilities required for the role and manner in which the proposed directors to meet requirements.	With his strong professional expertise and sound independent judgment towards Corporate Governance, Legal, Secretarial & finance.

Annexure to the Notice Details of Directors seeking Appointment/ Re-Appointment (Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard–2 (SS-2) on General Meetings issued by the Institute of Company Secretaries of India)		
Sr. No.	**Particulars**	**Name of the Director** **Mr. Mehmood Khan**
1	DIN	00069224
2	Date of Birth & Age	January 01, 1961 & & 65 Years
3	Category	Promoter & Managing Director
4	Nationality	Indian
5	Date of First Appointment of the Board	01-04-2022
6	Qualification	Bachelor of Science
7	Brief Resume of the Director	Mr. Mehmood Khan is the Promoter and Managing Director of the Company. He possesses over 41 years of rich business experience across diversified industries, including the sugar and distillery sectors. He has been actively associated with the sugar, RS/ENA and ethanol business for over 26 years and has played a pivotal role in the Company's growth through his strategic leadership, business acumen and industry expertise.
8	Experience & Expertise in specific functional areas	Sugar Manufacturing, Ethanol & Distillery Operations, Business Strategy, Project Management and General Management
9	Board Membership of other Listed Companies as on March 31, 2026	Nil
10	List of other Companies in which Directorships are held	Nil
11	Listed Entities from which proposed director has resigned in the past three years	Nil
12	Number of Board meetings attended during last year and Chairperson / Member of the Committee of the Board of Directors of the Company	Number of Board Meetings attended - 8/9 Number of Meetings attended as Chairperson/Member of Committee of the Board: (i) Member of Audit Committee-3/5 (ii) Member of Stakeholder Relationship Committee-1/1
13	Number of Shares held in the Company	1,07,91,200 Equity Shares
14	Remuneration last drawn	Rs. 84,00,000 (Rupees Eighty four Lakhs) per Annum.
15	Details of remuneration sought to be paid	As recommended by the Nomination & Remuneration Committee, approved by the

		Board of Directors and subject to the approval of the Members of the Company.
16	Terms and Conditions for appointment and re-appointment	As set out in the appointment letter and in accordance with the terms approved by the Board and Members of the Company.
17	Relationship with other Directors, Manager and other Key Managerial Personnel of the Company.	**Mrs. Munni Khan** – Whole-time Director (Spouse) **Mr. Anis Khan –** Chief Executive Officer (Son) **Mr. Nadeem Khan** – Non-Executive Director (Son) **Mr. Khusro Nisar –** Promoter Group (Son-in-law)
18	Justification for choosing the appointee for appointment as an Director	Considering his extensive industry experience, entrepreneurial vision, leadership skills and significant contribution to the growth and expansion of the Company, the Board considers his continued association to be in the best interest of the Company.
19	Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Mr. Mehmood Khan possesses strong leadership, strategic planning, business development and operational management skills with extensive expertise in the sugar and ethanol industry. His long-standing experience and proven track record enable him to effectively lead the Company, drive sustainable growth and implement strategic initiatives.

By Order of the Board of Directors
For **Dollex Agrotech Ltd**
Sd/-
Siddhi Banthiya
Company Secretary & Compliance Officer

Place: Indore
Dated: 03.08.2026

Dollex Agrotech Ltd
CIN: L15311MP2013PLC030914
Registered office :
205, Naroli Arcade,
19/1, Manorama Ganj,
Palasia Square, Indore,
Madhya Pradesh-452001.
Website: www.dollex.in

DIRECTOR'S REPORT

To,
The Members of
Dollex Agrotech Limited

The Directors of your Company have pleasure in presenting the Thirteenth Board's Report together with the Audited Financial Statements for the Financial Year ("FY") ended 31 March 2026, setting forth the Company's financial performance, strategic directions, and corporate governance framework observed during the year under review.

1. FINANCIAL SUMMARY AND HIGHLIGHTS

The highlights of the standalone financial performance for the Financial Year 2025-26 are presented below:

(Rs in Lakhs.)

Particulars	31.03.2026	31.03.2025
Revenue from operations	22515.77	23743.05
Other Income	27.03	2.65
Total Income	**22542.80**	**23,745.69**
Cost of Material Consumed	4595.23	11,467.37
Purchase of Traded Goods	9732.91	7,343.53
Changes in Inventories	4841.66	1,633.01
Depreciation & Amortization expenses	298.63	251.78
Finance Cost	369.68	333.80
Other Expenses	1642.13	1,666.67
Total Expenses	**21480.23**	**22,696.16**
Profit before exceptional & Extraordinary items	**1062.56**	**1,049.53**
Exceptional & Extraordinary items	-	-
Profit/(Loss) before tax	**1062.56**	**1,049.53**
Tax Expenses :		
Current Tax	267.32	224.69
Deferred Tax Liability	-46.36	-27.85
Earlier year taxes	-	24.58
Profit /(Loss) for the Period	**841.61**	**828.11**
Other Comprehensive Income	-	-
Total Comprehensive Income for the Period	**841.61**	**828.11**

2. OPERATING PERFORMANCE

The Company received **total income** of **Rs. 22,542.80 Lakhs** for the year ended **31st March, 2026** as against **Rs. 23,745.69 Lakhs** for the **Previous year**. The **EBITDA** for the year under review stood at **Rs. 1695.96 Lakhs** as compared to **Rs.1592.11 Lakhs** for the **Previous year**. The Company has earned a **Net profit after tax** of **Rs. 841.61 Lakhs** as compared to net profit of **Rs.828.11 Lakhs** for the **previous year**.

3. TRANSFER TO RESERVE

The Profit after Tax for the year has been carried as balance in Profit and Loss account along with accumulation of opening Balance and the same has been shown under the head "Other equity" under Shareholder's Fund in the Balance sheet as on 31st March, 2026. The Company has not transferred any amount to the reserves separately.

4. DEPOSITS

The Company has not accepted any deposits from the Public in terms of Chapter V of the Companies Act, 2013. Hence, no amount on account of principle & Interest in Public Deposits was outstanding as on date of the Balance Sheet.

5. DIVIDEND

The Board of Directors has not recommended any dividend for the financial year ended March 31, 2026.

The decision to not declare a dividend has been taken after considering the Company's financial position, ongoing business requirements, working capital needs, and the objective of conserving resources to support future growth, expansion plans, and strategic initiatives. The Board believes that retaining earnings at this stage is in the long-term interest of the Company and its stakeholders.

The Company remains committed to enhancing shareholder value and, subject to its financial performance, cash flows, capital expenditure requirements, and applicable statutory provisions, the Board will consider declaring dividends in future years as and when deemed appropriate.

6. RIGHTS ISSUE AND UTILIZATION OF PROCEEDS

During the financial year under review, the Company had issued shares to all its existing shareholders on Rights basis in terms of Section 62 and other applicable provisions of the Companies Act, 2013, SEBI (Issue of Capital and Disclosure Requirements), 2018. The Company issued 1,49,80,800 equity shares of face value ₹10 each at an issue price of ₹33 per equity share (including a premium of ₹23 per share), aggregating to ₹49.44 Crores, to eligible equity shareholders in the ratio of 3 equity shares for every 5 equity shares held as on the record date i.e., May 14, 2025. The Rights Issue opened on May 21, 2025, and closed on June 10, 2025, and the shares were allotted on June 11, 2025.

The proceeds from the Rights Issue are being utilized towards Working Capital for Ethanol Project, Requirements for installation of Ethanol Project & General Corporate Purposes, in line with the objects stated in the letter of offer.

Utilization of Rights Issue Proceeds

The utilization of proceeds, as reviewed by the Monitoring Agency, **Acuite Ratings & Research Limited**, as on **March 31,2026**, is as follows:

Sr. No.	*Objects of the Issue*	*Original Allocation*	*Amount Utilized*	*Remarks*
1	Working Capital for Ethanol Plant	26.81	26.81	Fully utilized
2	Requirements for Installation for Ethanol Plant	12.38	12.38	Fully utilized
3	General Corporate Purposes	10.00	10.00	Fully utilized
4	Right Issue Expenses	0.25	0.25	Fully utilized
		49.44	**49.44**	

Pursuant to Regulation 32 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.There has been no deviation or variation in the utilization of proceeds from the objects stated in the letter of Offer.

7. LISTING OF EQUITY SHARES

The equity shares of the Company are listed on the following stock exchanges having nationwide trading terminals:

(A) National Stock Exchange of India Limited, Exchange Plaza, Plot No. C/1, G Block, Bandra- Kurla Complex, Bandra (East), Mumbai – 400051, Maharashtra, India.

The Company has paid the annual listing fees to the aforesaid stock exchanges for the financial year 2025–26.

8. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

Pursuant to provisions of Section 125 of the Act, the dividends which have remained unpaid / unclaimed for a period of Seven (7) years from the date of transfer the unpaid dividend amount is mandatorily required to be transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government.

The provisions of above section are not applicable to the Company since no dividend was lying in unpaid dividend account.

9. CHANGE IN THE NATURE OF BUSINESS, IF ANY:

During the reporting period there were no changes in the nature of the business of the Company.

10. REVISION OF FINANCIAL STATEMENT, IF ANY:

There was no revision in the financial statements of the Company.

11. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All related party transactions entered into during the financial year were in the ordinary course of business and on an arm's length basis. There were no materially significant related party transactions entered into by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interests of the Company at large.

All related party transactions were placed before the Audit Committee for approval and were also approved by the Board of Directors, wherever required.

The Company has in place a Policy on Related Party Transactions for the purpose of identification, monitoring and approval of such transactions. The said policy is available on the website of the Company and can be accessed at: www.dollex.in

The particulars of contracts or arrangements with related parties referred to in Section 188(1) of the Companies Act, 2013, in the prescribed Form AOC-2, are provided in **Annexure - I** forming part of this Board's Report.

Your directors draw the attention of the Members to the Financial Statement which sets out related Party Disclosures.

12. COPY OF ANNUAL RETURN

Pursuant to the provisions of Section 92(3) of the Companies Act, 2013 and the rules made thereunder, the Annual Return of the Company in Form MGT-7 for the financial year ended March 31, 2026, is available on the website of the Company and can be accessed at: www.dollex.in.

13. SHARE CAPITAL

The **Authorised Share Capital** of the Company as of **March 31, 2026** Stood at **₹40,00,00,000/-** (Rupees Forty Crore Only), divided into **4,00,00,000 (Four Crore)** equity shares of Rs.10/- (Rupees Ten Only) each.

The issued, subscribed and paid-up equity share capital of the Company as of March 31, 2026, stood at **₹39,94,88,000/- (Rupees Thirty Nine Crore Ninety Four Lakhs Eighty Eight Thousand only**), divided into **3,99,48,800 (Three Crore Ninety Nine Lakhs Forty Eight Thousand Eight Hundred)** equity shares of **₹10/- each**, fully paid-up.

During the year under review, the Rights Issue Committee of the Board of Directors of **Dollex Agrotech Limited** ("the Company"), at its meeting held on **June 11, 2025**, approved the allotment of **1,49,80,800 equity shares** of face value of **₹10/- each** on a Rights Basis to the Eligible Equity Shareholders. The said Equity shares were issued at a Price of ₹ 33/- per equity Shares, including a **premium** of **₹** 23/-per equity Shares.

The Equity Shares so allotted under Rights Issue rank pari passu in all respects with the existing equity shares of the Company.

14.VARIATIONS IN NET WORTH

The standalone net worth of the Company as of **March 31, 2026**, stood at **₹ 12,397.42 lakhs** as compared to **₹6,612.15 lakhs** as of **March 31, 2025**.

15. INTERNAL FINANCIAL CONTROL

The internal financial control systems are commensurate with the nature of business and size and complexity of operations of the company. The Audit Committee periodically evaluates the adequacy and effectiveness of the Company's internal financial control systems and monitors the implementation of recommendations made by the committee.

The Auditors of the Company have also opined that "the Company has in all material respects an adequate internal financial control systems over financial reporting and such internal financial controls over financial reporting were operating effectively as at **31st March, 2026**. Further the Certificate of Compliance from the Executive Director and Chief Financial Officer annexed to this report confirms the adequacy of the internal control systems and procedures of the company.

Whistle Blower Policy, Corporate Social Responsibility Policy, Policy on Determination and Disclosure of Material Events, Document Preservation Policy, Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of Trading by Insiders, and Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information, to ensure orderly and efficient conduct of its business, safeguarding of assets, accuracy and completeness of accounting records, and timely preparation of reliable financial information.

16. STATEMENT SHOWING THE NAMES OF THE TOP TEN EMPLOYEES IN TERMS OF REMUNERATION DRAWN AND THE NAME OF EVERY EMPLOYEE AS PER RULE 5(2) & (3) OF THE COMPANIES (APPOINTMENT & REMUNERATION) RULES,

Disclosure pertaining to remuneration and other details as required under Section 197 of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is given in **"Annexure–II"** to this Report.

The Statement containing the particulars of employees as required under section 197(12) of the Companies Act, 2013 read with rule 5(2) and other applicable rules (if any) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in a separate annexure forming part of this report.

As per the provisions of Section 136(1) of the Companies Act, 2013, the Annual Report and the Accounts are being sent to all the members of the Company, excluding the information required under Section 197(12) of the Companies Act, 2013 read with Rule 5(2) and 5(3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Any member interested in obtaining such information may write to the Company Secretary at the Registered Office. The said information is also available for inspection at the Registered Office during working hours up to the date of the ensuing Annual General Meeting.

17. DIRECTORS & KEY MANAGERIAL PERSONNEL

A. None of the Directors of the Company are disqualified under the provisions of Section 164(2) of the Companies Act, 2013.

B. Changes in Directors and Key Managerial Personnel

During the year under review, there were change in Directors and Key Managerial Personnel of the Company during the financial year **2025-2026**.

Following changes took place in the Board of Directors and Key Managerial Personnel before the Date of this Report.

- **Mr. Manish Joshi** (DIN : 07762530) was appointed as a **Non-Executive Independent Director** of the company w.e.f **July 01, 2022** and **resigned** from the company on **May 22, 2025** due to his pre-occupied Schedule.
- **Mr. Khusro Nisar** (DIN : 00446545) was appointed as a **Non-Executive Director** of the Company w.e.f. **April 01, 2022** and resigned from the Company on **June 23, 2025** due to his personal commitments and pre-occupied schedule.
- **Mr. Vijai Singh Bharaktiya** (DIN: 00017285) was appointed as a Non – Executive Independent Director of the Company w.e.f. **June 01, 2022** and resigned from the Company on **July 24, 2025** due to health issues and personal commitments.
- **Mr. Praveen Kumar Jain** (DIN : 08036512) was appointed as an **Additional Non – Executive Independent Director** of the Company w.e.f. **August 13, 2025**, and was regularized as a Non-Executive Independent Director w.e.f. **September 29, 2025.**
- **Mr. Anis Khan** was Appointed as a **Chief Executive Officer (CEO)** of the Company w.e.f. **August 13, 2025** and regularized w.e.f. **September 29, 2025**.
- **Mr. Nadeem Khan** was Appointed as a **Additional Non-Executive Director** of the Company **w.e.f. February 13, 2026** and was regularized as a Non-Executive Director **w.e.f March 15, 2026.**

The Company received confirmation from **Mr. Manish Joshi, Mr. Khusro Nisar & Mr. Vijai Singh Bharaktiya** that there are no material reasons for his resignation letter and that there are no material concerns relating to the Management or affairs of the Company.

Apart from the above, there were no other changes in the Composition of the Board of Directors during the **Financial Year 2025-26**.

Post the close of the financial year, the Board of Directors at its meeting held on **May 30, 2026**, appointed:

a. **Mr. Narendra Gupta (DIN: 11741764)** was appointed as **Additional Non Executive Independent Director** of the Company w.e.f. **May 30, 2026**, subject to the approval of the Members at the ensuring Annual General Meeting.

C. Declaration by an Independent Director(s), Re- Appointment & Meeting

Pursuant to the requirements of Section 149(7) of the Companies Act, 2013, the Company has received the declarations from all the independent directors confirming the fact that they all are meeting the eligibility criteria as stated in Section 149(6) of the Companies Act, 2013.

As required under Schedule IV to the Act (Code for Independent Directors) and Regulation 25 (3) of the held at least 1 (one) meeting in a year, without the presence of Non-Independent Directors. The Independent Directors met once, i.e, on **Friday, January 16, 2026**. The Meeting was conducted without the presence of the Chairman, Executive Directors and any other Managerial Personnel.

The Independent Directors, inter alia, discussed, and reviewed performance of Non-Independent Directors, the Board as a whole, Chairman of the Company, and assessed the quality, quantity and timeliness of flow of information between the Companies management and the Board that is necessary for the Board to perform its duties effectively and reasonably.

D. Formal Annual Evaluation

Pursuant to the requirements of Section 134(3)(p) of the Companies Act, 2013, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of its Committees. A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance.

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

The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non-Independent Directors were carried out by the Independent Directors who also reviewed the performance of the Secretarial Department. The Directors expressed their satisfaction with the evaluation process.

E. **Policy on Director's Appointment and Remuneration including criteria for determining qualifications, positive attributes, independence of a Director, Key managerial Personnel and other employees.**

In line with the principles of transparency and consistency, your Company has adopted the following policies which, inter alia includes criteria for determining qualifications, positive attributes and independence of a director.

The policy of the Company on directors' appointment and remuneration, as required under sub-section (3) of Section 178 of the Companies Act, 2013, is available on Company's website atwww.dollex.in

F. Statement of Director's Responsibilities

In terms of Section 134 (5) of the Companies Act, 2013, the directors would like to state that:

(i) In the preparation of the annual accounts, the applicable accounting standards (IND AS) have been followed along with proper explanation relating to material departures.

(ii) The directors have selected such accounting policies and applied them consistently and made judgments and estimates that were 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 or loss of the Company for that period.

(iii) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

(iv) The directors have prepared the annual accounts on a going concern basis.

(v) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

(vi) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such system was adequate and operating effectively.

18. KEY MANAGERIAL PERSONNEL

Pursuant to the provisions of Sections 2(51) and 203 of the Companies Act, 2013, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the following officials are designated as Key Managerial Personnel of the Company:

Mr. Mehmood Khan – Managing Director
Mrs. Munni Khan – Whole Time Director
Mr. Anis Khan- Chief Executive Officer
Mr. Anil Kumar Bhagat – Chief Financial Officer.
Ms. Siddhi Banthiya – Company Secretary & Compliance Officer.

19. MEETING OF BOARD OF DIRECTORS

During the Financial year **2025-26,** the Board of Directors met **9** times on **April 11, 2025, April 25, 2025, May 08, 2025, May 30, 2025, July 30, 2025, August 13, 2025, September 05, 2025, November 14, 2025** & **February 13, 2026.**

The gap between two consecutive meetings did not exceed 120 days, and the meetings were conducted in compliance with the applicable provisions of the Companies Act, 2013 and Secretarial Standards. The requisite quorum was present at all the meetings.

The Attendance of the Directors at the Board Meetings held during the year are as follows :

Name of Director	Number of Board Meetings	
	Held	Attended
Mr. Mehmood Khan	9	8
Mrs. Munni Khan	9	9
Mrs. Ruchi Sogani	9	8
Mr. Manish Joshi*	3	3
Mr. Vijai Singh Bharaktiya*	4	4
Mr. Khusro Nisar *	4	4
Mr. Praveen Kumar Jain^	3	3
Mr. Nadeem Khan^	0	0

***Mr. Manish Joshi (DIN: 07762530)**, *Independent Director, resigned from the Board with effect from* **May 22, 2025.*Mr. Vijai Singh Bharaktiya (DIN: 00017285)**, *Independent Director, resigned from the Board with effect from* **July 24, 2025*Mr. Khusro Nisar (DIN: 00446545)**, *Non-Executive Director, resigned from the Board with effect from* **June 23, 2025**.

^Mr. Praveen Kumar Jain (DIN:08036512), *was Appointed as an Additional Non Executive Independent Director of the company w.e.f. August 13,2025, and was regularized as a Non -Executive Independent Director w.e.f.* **September 29, 2025.^Mr. Nadeem Khan (DIN: 00027212)** *was Appointed as a* **Additional Non -Executive Director** *of the Company* **w.e.f. February 13, 2026** *and was regularized as a* **Non -Executive Director** *w.e.f* **March 15, 2026.**

20. COMPOSITION OF BOARD OF DIRECTORS& CATEGORY

In compliance with the provisions of Companies Act, 2013 as amended from time to time (hereinafter referred to as "the Act") and Regulation 17 of Listing Regulations, the board has optimum combination of Executive and Non – Executive Directors. All the Non – Executive Directors are eminent professionals and bring the wealth of their professional expertise and experience to the management of the Company.

Sr. No.	Name of Directors	DIN	Category	Date of Cessation
1	**Mr. Mehmood Khan**	00069224	Managing Director	-
2	**Mrs. Munni Khan**	00027334	Whole Time Director	-
3	**Mrs. Ruchi Sogani**	02805170	Independent Director	-
4	**Mr. Manish Joshi**	07762530	Independent Director	22.05.2025
5	**Mr. Khusro Nisar**	00446545	Non-Executive Director	23.06.2025
6	**Mr. Vijai Singh Bharaktiya**	00017285	Independent Director	24.07.2025
7	**Mr. Praveen Kumar Jain**	08036512	Independent Director	-
8	**Mr. Nadeem Khan**	00027212	Non-Executive Director	-
9	**Mr. Narendra Gupta**	11741764	Additional Independent Director	-

21. INDEPENDENT DIRECTORS

During the year under review, the Independent Directors met once on **16.01.2026**, inter alia, to:

a. Evaluate the performance of non – independent director and the Board as whole,
b. Evaluate the performance of chairperson of the Company taking into account the views of Executive and Non - Executive Directors of the company, and

c. Evaluate the Quality, Quantity and timeliness of flow of information between the management and the Board.

All Independent Directors were present at the meeting.

22. BOARD EVALUATION

Pursuant to Section 178(2) of the Companies Act, 2013, Nomination and Remuneration Committee of the Board carried out an annual evaluation of every director's performance. Pursuant to the provisions of Schedule IV to the Companies Act, 2013 and Regulation 17(10) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 the Board evaluated the performance of Independent Directors. The Independent Directors in a separate meeting reviewed the performance of Non- Independent Directors, performance of Board as a whole and performance of the Chairman.

23. MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION OF THE COMPANY:

There is no material changes and commitment affecting financial position of the Company occurred between the end of the financial year of the company to which the financial statements relate and the date of the report;

24. NO FRAUDS REPORTED BY STATUTORY AUDITORS

During the Financial Year 2025-26, the Auditors have not reported any matter under section 143(12) of the Companies Act, 2013, therefore no detail is required to be disclosed under section 134(3) (ca) of the Companies Act, 2013.

25. STATUTORY AUDITORAND THEIR REPORT

M/s. S. N. Gadiya & Co. Chartered Accountants, (ICAI Firm Registration Number: 002052C) was appointed as Statutory Auditors of the Company and shall continue to be Statutory Auditors till the conclusion of the 15th Annual General Meeting of the Company.

The reports given by the Auditors on the Standalone Financial Statements of the Company for the year ended 31st March, 2026, form part of this Annual Report and there is no qualification, reservation, adverse remark or disclaimer given by the Auditors in their reports.

The Auditors of the Company have not reported any fraud in terms of the second proviso to Section 143(12) of the Companies Act, 2013 and therefore no detail is required to be disclosed under Section 134 (3) (ca) of the Companies Act, 2013.

26. SECRETARIAL AUDITOR AND THEIR REPORT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, **M/s. Vikas Verma & Associates, Company Secretaries in Practice**, were appointed as Secretarial Auditors of the Company at the previous Annual General Meeting for a term of five (5) consecutive years, to hold office up to the conclusion of the 17th Annual General Meeting of the Company to be held in the year 2030.

The Secretarial Audit Report for the financial year ended March 31, 2026, issued by M/s. Vikas Verma & Associates, does not contain any qualification, reservation or adverse remark and forms part of this Board's Report as **Annexure - III**.

However, the Secretarial Auditors have made the following Observation:

1. The company has not provided Audit Report at the time submission of Financial Results to the Stock Exchanges in respect of the Board Meeting held on **May 30, 2025**, as required under Regulations 33 of the SEBI Listing Regulations.

The Management acknowledges the delay in submission of the Audit Report under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015.However, the Audit Report was duly submitted and the Company and applied for waiver of the fine imposed by NSE; however the same was not favorably considered by the exchange. Subsequently, the Fine amount was duly paid.

The Company remains committed to ensuring timely compliance with all applicable regulatory requirements and has strengthened its internal compliance mechanisms to avoid reoccurrence of such instances in future.

2. The Company had not provided prior intimation to the Stock Exchanges in respect of the Board Meeting held on **May 08, 2025**, as required under **Regulation 29(2)** of the SEBI Listing Regulations.

The Board of Directors has taken note of the above observation. The delay was unintentional and occurred due to administrative oversight. Subsequently, the Company has strengthened its internal compliance monitoring mechanism and implemented necessary control measures to ensure timely compliance with all applicable regulatory requirements.

Further, the Secretarial Auditors have confirmed that no instances of fraud have been reported under Section 143(12) of the Companies Act, 2013 during the year under review.

27. COST AUDITOR

In accordance with the provisions of Section 148 of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, the Board of Directors, on the recommendation of the Audit Committee, has appointed **M/s. M.P. Turakhia & Associates, Cost Accountants** (Firm Registration No. 000417), Indore, as **Cost Auditors** of the Company to conduct the audit of the cost records for the financial year ending March 31, 2027, at a remuneration of **₹ 75,000/-**

The remuneration payable to the Cost Auditors is required to be ratified by the members at the ensuing Annual General Meeting. Accordingly, a resolution seeking ratification of the said remuneration forms part of the Notice convening the Annual General Meeting.

The Company is maintaining cost records as specified by the Central Government under Section 148(1) of the Companies Act, 2013.

The Company has received a certificate from **M/s. M.P. Turakhia & Associates, Cost Accountants,** confirming that their appointment, if made, would be within the limits prescribed under Section 141 of the Companies Act, 2013 and the rules made thereunder, and that they are not disqualified to be appointed as Cost Auditors.

The Company will file the cost audit report for the **Financial Year ended March 31, 2026**, with the Central Government within the prescribed time.

28. INTERNAL AUDITORS

Pursuant to the provisions of Section 138 of the Companies Act, 2013 and the rules made thereunder, the Board of Directors has appointed **M/s. G Rawat & Associates, Chartered Accountants** (Firm Registration No. 033232C), as Internal Auditors of the Company for the financial year ending March 31, 2027.

The Internal Auditors conduct periodic audits of the Company's internal control systems and processes, and their reports are reviewed by the Audit Committee from time to time. The reports of the Internal Auditors are reviewed by the Audit Committee from time to time.

29. CORPORATE GOVERNANCE

The Company is firmly committed to upholding the highest standards of Corporate Governance and continuously benchmarks its governance framework against best practices. The Company believes that sound governance is fundamental to sustaining long-term shareholder value, strengthening stakeholder trust and ensuring responsible business conduct. The Corporate Governance framework of the Company is designed to ensure transparency, accountability, fairness and integrity in all its dealings. Robust systems and processes are in place to ensure compliance with the provisions of the Act and SEBI Listing Regulations.

Further demonstrating our compliance, a certificate from **M/s. Vikas Verma & Associates**, **Company Secretaries** based in **Delhi,** has been obtained. This certificate confirms our adherence to the conditions of corporate governance stipulated under SEBI Listing Regulations. For detailed verification and reference, this certificate is attached as (**Annexure – IV)** to this report.

30. RECLASSIFICATION OF PROMOTER GROUP SHAREHOLDER

The Company had received a request from **M/s. Daizy Agrotech Private Limited**, forming part of the Promoter Group, for reclassification of its status from Promoter Group to Public shareholder under Regulation 31A of SEBI Listing Regulations.

The Board of Directors, at its meeting held on **13th August, 2025** approved the said request, subject to approval of the Stock Exchanges. The Company has received **No-Objection Letters** from the **NSE Limited** on **September 23, 2025.**

The Company continues to comply with the minimum public shareholding requirements under Regulation 31A of the SEBI Listing Regulations and all other applicable regulatory provisions.

31. VIGIL MECHANISM

Pursuant to the provisions of the Companies Act, 2013 and the rules made thereunder, as well as the SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has established a Vigil Mechanism through its Whistle Blower Policy.

The Whistle Blower Policy provides a formal mechanism for Directors and employees of the Company to report genuine concerns about unethical behavior, actual or suspected fraud, or violation of the Company's Code of Conduct and Ethics. The mechanism ensures adequate safeguards against victimization of persons who avail of the same and also provides for direct access to the Chairperson of the Audit Committee in appropriate or exceptional cases.

It is hereby affirmed that no personnel of the Company have been denied access to the Audit Committee. The Whistle Blower Policy is available on the Company's website and can be accessed at: **www.dollex.in** .

The Company is committed to conducting its affairs in a fair and transparent manner by adopting the highest standards of professionalism, integrity and ethical behavior. The Whistle Blower Policy applies to all employees of the Company.

32. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The company is in the process of acquiring Hindustan Tankers Private Limited as a subsidiary under the Insolvency and Bankruptcy Code (IBC). The acquisition process has been initiated with the National Company Law Tribunal (NCLT).

As part of this process, we have paid the acquisition amount to the NCLT. However, no capital has been infused, and ownership has not yet been confirmed at this stage.

33. PARTICULARS OF LOANS, GUARANTEE OR INVESTMENT

The particulars of loans given, guarantees provided, securities given and investments made during the financial year ended March 31, 2026, in compliance with the provisions of Section 186 of the Companies Act, 2013, read with the Companies (Meetings of Board and its Powers) Rules, 2014 ,if any, are provided in the notes of financial statement.

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

The Company is committed to providing a safe, secure, and dignified work environment for all its employees, free from any form of sexual harassment. In accordance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("POSH Act") and the Rules made thereunder, the Company has in place a Policy for Prevention, Prohibition and Redressal of Sexual Harassment of Women at the Workplace.

The Company has constituted an Internal Complaints Committee ("ICC") in accordance with the requirements of Section 4 of the POSH Act, comprising the prescribed composition, as mandated under the POSH Act, to receive, inquire into, and redress complaints pertaining to sexual harassment at the workplace.

Pursuant to Section 22 of the POSH Act, the Board of Directors hereby confirms that during the Financial Year 2025-26, no complaint of sexual harassment was filed, disposed of, or remained pending before the ICC for a period of more than ninety days. The Company conducts periodic awareness programmes and training sessions to sensitise employees on the provisions of the POSH Act and the redressal mechanism available to them.

35. SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNAL

During the financial year under review, the following instances of non-compliance were observed:

1. Delay in filing of Audit Report: Delay of Twenty one days in filing for the Half & Year ended March 31, 2025, under **Regulation 33**. A penalty of **₹ 1,00,000/+ GST@18**%- was levied by NSE Limited and has been duly paid.

2. Delay in prior intimation of Board Meeting: Non-compliance with Regulation 29(2) for the Board Meeting held on **May 08, 2025**. Penalties of **₹10,000/+ GST@18%** were levied by National Stock Exchange of India Limited and have been duly paid.

These instances were inadvertent and due to administrative oversight. The Company has strengthened its internal controls to ensure strict compliance going forward.

The Board confirms that, except for the above, there were no significant or material orders passed by a regulators, courts or tribunals during the financial year which would impact the going concern status of the Company or its future operations.

36. CONFIRMATION AND OPINION OF THE BOARD ON INDEPENDENT DIRECTORS

All the Independent Directors of the Company have given their respective declaration/ disclosures under Section 149(7) of the Act and Regulation 25(8) of the Listing Regulations and have confirmed that they fulfill the independence criteria as specified under section 149(6) of the Act and Regulation 16 of the Listing Regulations and have also confirmed that they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgment and without any external influence. Further, the Board, after taking these declarations/disclosures on record and acknowledging the veracity of the same, concluded that the Independent Directors are persons of integrity and possess the relevant expertise and experience to qualify as Independent Directors of the Company and are Independent of the Management.

The Board opines that all the Independent Directors of the Company strictly adhere to corporate integrity, possesses requisite expertise, experience and qualifications to discharge the assigned duties and responsibilities as mandated by the Companies Act, 2013 and Listing Regulations diligently.

37. BOARD DIVERSITY

The Company has over the years been fortunate to have eminent people from diverse fields to serve as Directors on its Board. Pursuant to the SEBI Listing Regulations, the Nomination & Remuneration Committee of the Board ensured diversity of the Board in terms of experience, knowledge, perspective, background, gender, age and culture.

38. INSURANCE

All properties and insurable interests of the Company have been adequately insured.

39. CODE OF CONDUCT

The Board of Directors has adopted and oversee the administration of the Dollex Agrotech limited Code of Business Conduct and Ethics (the 'Code of Conduct'), which applies to all Directors, Officers and Employees of Dollex Agrotech Limited. The Code of Conduct reflects the Company's commitment to doing business with integrity and in full compliance with the law and provides a general roadmap for all the Directors, Officers and Employees to follow as they perform their day-to-day responsibilities with the highest ethical standards. The Code of Conduct also ensures that all members of Dollex Agrotech perform their duties in compliance with applicable laws and in a manner that is respectful of each other and the Company's relationships with its customers, suppliers and shareholders, as well as the communities and regulatory bodies where the Company does business.

40. PROCEEDINGS UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016)

During the financial year under review, no application was made and no proceedings were initiated or pending against the Company under the Insolvency and Bankruptcy Code, 2016.

41. DETAILS OF DIFFERNCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANK OR FINANCIAL INSTITUTIONS ALONG WITH REASON THEREOF.

During the financial year under review, no such valuation done at the time of one time settlement and the valuation done while taking loan from the bank or financial institutions along with reason thereof.

42. RISK MANAGEMENT:

The Company has in place a risk-management framework appropriate to the size, nature and complexity of its operations, reviewed periodically by the Board and the Audit Committee. Key risks include regulatory risk (FRP/MSP and export policy), project-execution risk on the feedstock and price-volatility risk, monsoon dependence, and working-capital/liquidity risk. Mitigation measures are monitored on an ongoing basis.

43. CORPORATE GOVERNANCE REPORT

The Company has a rich legacy of ethical governance practices and is committed to implement sound corporate governance practices with a view to bring about transparency in its operations and maximize shareholder value. A Report on Corporate Governance along with a Certificate from the Independent Auditors of the Company regarding compliance with the conditions of Corporate Governance as stipulated under Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 forms part of the Annual Report**.(Annexure- V)**

1. AUDIT COMMITTEE

During the Financial Year ended March 31, 2026, **five (5) Meetings** of the Audit Committee were held on **April 25, 2025, May 30, 2025, August 13, 2025, November 14, 2025 & February 13, 2026.**

The gap between any two consecutive meetings did not exceed one hundred and twenty days, in compliance with the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the year under review, all the recommendations made by the Audit Committee were accepted by the Board of Directors.

The composition of the Committee and attendance at its meetings are as follows:

Sr. No.	Name of the Director	Category of Director	Position
1	Mr. Praveen Kumar Jain *(w.e.f. 13.08.2025)*	Independent Director	Chairperson
2	Mrs. Ruchi Sogani	Independent Director	Member

3	Mr. Mehmood Khan	Managing Director	Member
4	Mr. Vijai Singh Bharaktiya *(till 24.07.2025)*	Independent Director	Chairperson

2. NOMINATION AND REMUNERATION COMMITTEE

During the financial year ended March 31, 2026, **two (2) meetings** of the Nomination and Remuneration Committee were held on **August 13, 2025,** and **February 13, 2026**. The Nomination and Remuneration Committee ("NRC") functions in accordance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The composition of the Committee and attendance at its meetings are as follows:

Sr. No.	Name of the Director	Category of Director	Position
1	Mrs. Ruchi Sogani	Independent Director	Chairperson
2	Mr. Praveen Kumar Jain	Independent Director	Member
3	Mr. Nadeem Khan *(w.e.f. 13.02.2026)*	Non-Executive Director	Member
4	Mr. Khusro Nisar ***(till 23.06.2025)***	Non- Executive Director	Member
5	Mr. Vijai Singh Bharaktiya ***(till 24.07.2025)***	Independent Director	Member

3. STAKEHOLDER RELATIONSHIP COMMITTEE

During the year, one Meeting of the Stakeholders Relationship Committee was held on January 25, 2026.

The composition of the Committee and attendance at its meetings are as follows:

Sr. No.	Name of the Director	Category of Director	Designation
1	Mrs. Ruchi Sogani *(w.e.f. 13.08.2025)*	Independent Director	Chairperson
2	Mrs. Munni Khan	Whole Time Director	Member
3	Mr. Mehmood Khan	Managing Director	Member
4	Mr. Manish Joshi *(till 22.05.2025)*	Independent Director	Chairperson

44. Complaints& Share Transfer:

During the year ended March 31, 2026 no complaints were received. No complaints were pending at the beginning or at the end of the year.

45. CORPORATE SOCIAL RESPONSIBILITY

Pursuant to the provisions of Section 135 read with Schedule VII of the Companies Act, 2013, the Corporate Social Responsibility (CSR) Committee has formulated a CSR Policy, and the same is being implemented by the Company.

The Brief outline of the Corporate Social Responsibility (CSR) policy of the Company and the initiatives undertaken by the Company on CSR activities during the year in the format prescribed in the Companies (CSR Policy) Rules, 2014 are set out in **"Annexure – VI"** of this Report

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

The information pertaining to conservation of energy, technology absorption, foreign exchange earnings and outgo, as required under Section 134(3)(m) of the Companies Act, 2013, read with the Companies (Accounts) Rules, 2014, is provided in **Annexure - VII** forming part of this Board's Report.

47. CERTIFICATE REGARDING DIRECTORS' DISQUALIFICATION

The Company has obtained a certificate from a Practicing Company Secretary confirming that none of the Directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as a Director of any company by the Securities and Exchange Board of India (SEBI), the Ministry of Corporate Affairs (MCA), or any other statutory authority. **(Annexure-VIII)**

48. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management Discussion and Analysis, as required under the Listing Regulations, forms an integral part of this Report. **(Annexure – IX).**

49. SECRETARIAL STANDARDS

During the year under review, your company has complied with the applicable standards issued by the Institute of Company Secretaries of India.

50. BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORTING (BRSR)

Securities Exchange Board of India (SEBI) has mandated the inclusion of BRSR for the top 1000 Listed entities by market capitalization. As the Company is not among the top 1000 BRSR is not applicable and does not form part of this Annual Report.

51. PREVENTION OF INSIDER TRADING:

The Company has a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and certain designated employees of the Company. The Code requires preclearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the trading window is closed. The Board is responsible for implementation of the Code. All Board Directors and the designated employees have confirmed compliance with the Code.

52. WEBSITE OF THE COMPANY:

Your Company maintains a website www.dollex.in where detailed information of the Company and specified details in terms of the Companies Act, 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 have been provided.

53. ACKNOWLEDGMENTS

The Directors wish to place on record their appreciation to the wholehearted help and co-operation the Company has received from the business associates, partners, vendors, clients, government authorities, bankers of the company.

The Relations between the management and the staff were cordial during the period under review. The Company also wishes to put on record its appreciation for the work done by the staff. Your directors appreciate and value the trust imposed upon them by the members of the Company.

By Order of the Board
For Dollex Agrotech Limited

Sd/-	**Sd/-**
Munni Khan	**Mehmood Khan**
Whole Time Director	**Managing Director**
DIN: 00027334	**DIN:00069224**

Date: 03.08.2026
Place: Indore

Dollex Agrotech Ltd.

Annexure- I

FORM NO. AOC -2

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

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

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

Sr.No.	Particulars	Details
1	Name(s) of the Related Party & nature of Relationship	NA
2	Nature of Contract /Arrangements / Transaction	NA
3	Duration of Contracts/Arrangements/Transaction	NA
4	Salient features of the contracts or arrangements or transaction including the value, if any.	NA
5	Justification for entering into such contracts or arrangements or transaction	NA
6	Date of Approval by the Board	NA
7	Amount paid as advances, if any	NA
8	Date on which the special resolution was passed in General Meeting as required under first proviso to Section 188	NA

2. Details of Contract or arrangements or transactions at Arm's Length Basis.

Sr. No.	Name (s) of the Related Party & Nature of Relationship	Nature of Contracts /Arrangements /Transaction	Duration of Contracts/ Arrangements /Transaction	Salient terms of the Contracts/ Arrangements/ transactions including the value, if any	Date of Approval by the Board	Amount paid as Advances, if any
			NA			

By Order of the Board
For Dollex Agrotech Limited

Sd/-
Munni Khan
Whole Time Director
DIN: 00027334

Sd/-
Mehmood Khan
Managing Director
DIN:00069224

Date: 03.08.2026
Place: Indore

Annexure- II

Details pertaining to remuneration as 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

<table>
<tr><th>Sr. No.</th><th>Particulars</th><th>Details</th></tr>
<tr><td>1</td><td>The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year.</td><td>1. Mr. Mehmood Khan (DIN:00069224) is the Managing Director (MD) of the Company as on date of this Report. Further he has been paid a remuneration of Rs. 7,00,000/- every month during the financial year.

The Median Remuneration of the Employees is Rs. 95,000 /-per month which is less than the remuneration paid to the Director.

<table><tr><th>Name of the Director</th><th>Ratio of the Remuneration to the Median Remuneration of the employees</th></tr><tr><td>Mr. Mehmood Khan (MD)</td><td>7.37:1</td></tr></table>
2. Mrs. Munni Khan (DIN: 00027334) is the Whole time Director of the Company. Further she has been paid remuneration of Rs. 7,00,000/- per month during the financial year.

The Median Remuneration of the Employees is Rs. 95,000/-per month which is less than remuneration paid to the Director.

<table><tr><th>Name of the Director</th><th>Ratio of the Remuneration to the Median Remuneration of the employees</th></tr><tr><td>Mrs. Munni Khan (WTD)</td><td>7.37:1</td></tr></table></td></tr>
<tr><td>2</td><td>The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive</td><td>No Increase in the Salary of Chief Financial officer.</td></tr>
</table>

<table>
<tr><td></td><td>Officer, Company Secretary or Manager, if any, in the financial year</td><td>11.11 % Increase in remuneration of Ms. Siddhi Banthiya as Company Secretary & Compliance officer.</td></tr>
<tr><td>3</td><td>The percentage increase in the median remuneration of employees in the financial year</td><td><table>
<tr><td>Median Remuneration for FY- 2024-25</td><td>90000</td><td>% increase/ (decrease)</td></tr>
<tr><td>Median Remuneration for FY- 2025-26</td><td>95000</td><td></td></tr>
</table></td></tr>
<tr><td>4</td><td>The number of Permanent Employees on the rolls of Company.</td><td>48</td></tr>
<tr><td>5</td><td>Average percentile increases already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and any exceptional circumstances for increase in the managerial remuneration.</td><td>-</td></tr>
<tr><td>6</td><td>Affirmation that the remuneration is as per the remuneration policy of the company.</td><td>It is hereby affirmed that the remuneration paid is as per the remuneration policy of the Company.</td></tr>
</table>

*The Non - Executive Directors are entitled for sitting fees as per statutory Provisions. The Details of Remuneration paid to Non – Executive Directors are disclosed in the Board Report. Hence, the Ratio of Remuneration and percentage increase for non – executive director's remuneration is therefore not considered for above purpose.

Annexure -III

Form No. MR-3
SECRETARIAL AUDIT REPORT
For the Financial Year Ended on 31st March, 2026
(Pursuant to section 204(1) of the Companies Act, 2013 and Rule No. 9 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014)

To,
The Members,
Dollex Agrotech Limited
205, Naroli Arcade 19/1, Manorama Ganj, Palasia Square,
Indore, Madhya Pradesh – 452001, India.

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

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

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

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA) and the rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

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

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') viz.:

- The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018
- The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (Not applicable as the Company has not issued securities under Employee Stock Option Scheme and Employee Stock Purchase Scheme during the financial year under review)

- The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not Applicable as the neither Company has existing Debt Securities nor have issued any fresh securities during the year under review);

- 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.

- The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not Applicable as the securities of the Company have not been delisted from any Stock Exchange during the year under review)

- The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (Not applicable as the Company has not bought back any of its securities during the financial year under review)

- The Securities and Exchange board of India (Listing obligation and Disclosure requirement) Regulation, 2015.

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

- Secretarial Standards issued by The Institute of Company Secretaries of India.

- The Listing Agreements entered into by the Company with Stock Exchange –NSE Limited.

We further report that,

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

For Vikas Verma & Associates,
(Company Secretaries)

Date: 15.07.2026
Place: Delhi
UDIN: F009192H000839263

Vikas Kumar Verma
Managing Partner
FCS: 9192
C. P No: 10786
Peer Review No.: 7317/2025

Dollex Agrotech Ltd.

Annexure A

To,
The Members,
Dollex Agrotech Limited
205, Naroli Arcade 19/1, Manorama Ganj, Palasia Square,
Indore, Madhya Pradesh – 452001, India

Auditor's Responsibility

Based on audit, our responsibilities are to express an opinion on the compliance with the applicable laws and maintenance of records by the Company. We conducted our audit in accordance with the auditing standards CSAS 1 to CSAS 4 ("CSAS") prescribed by the Institute of Company Secretaries of India ("ICSI''). These Standards require that the auditor complies with statutory and regulatory requirements and plans and performs the audit to obtain reasonable assurance about compliance with applicable laws and maintenance of records.

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

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

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.

4. Where ever required, we have obtained management representation about the compliance of laws, rules, regulations, norms and standards and happening of events.

5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, norms and standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.

6. The secretarial audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

7. We have reported, in our audit report, only that non-compliance, especially in respect of filing of applicable forms/documents, which, in our opinion, are material and having major bearing on financials of the Company.

For Vikas Verma & Associates,
(Company Secretaries)

Date: 15.07.2026 **Vikas Kumar Verma**
Place: Delhi
Managing Partner
UDIN: F009192H000839263 **FCS: 9192**
C. P No: 10786
Peer Review.: 7317/2025

Annexure-IV

INDEPENDENT AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members,
Dollex Agrotech Limited
205, Naroli Arcade 19/1, Manorama Ganj, Palasia Square,
Indore, Madhya Pradesh, India, 452001

We have examined all the relevant records of M/S Dollex Agrotech Limited (CIN: L15311MP2013PLC030914) for the purpose of certifying compliance of the conditions of the Corporate Governance under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the financial year ended March 31, 2026. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of certification.

The compliance of conditions of corporate governance is the responsibility of the Management. Our examination was limited to the procedure and implementation process adopted by the Company for ensuring the compliance of the conditions of the corporate governance. This certificate is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

In our opinion and to the best of our information and according to the explanations and information furnished to us, wecertify that the Company has complied with all the mandatory requirements of Corporate Governance as stipulated in Schedule II of the said Regulations. As regards Discretionary Requirements specified in Part E of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has complied with items C, D, E and F.

For Amit Saxena and Associates
Company Secretaries

SD/-
Amit Saxena
M.No.: A29918
COP NO.: 11519
Peer Review Certificate No.: 3083/2023

Date: 28-07-2026
Place: New Delhi
UDIN: A029918H000959451

Annexure-V

REPORT ON CORPORATE GOVERNANCE

Company's philosophy on Code of Governance:

Dollex Agrotech Limited is committed to the highest standards of Corporate Governance, anchored in the core principles of integrity, transparency, accountability, fairness and ethical conduct. The Company views governance not merely as a regulatory requirement, but as a strategic enabler for sustainable growth, long-term value creation and stakeholder trust.

The Company's governance framework is designed to ensure responsible decision-making, robust risk management and transparent disclosures. Dollex follows a philosophy of complying with not just the letter, but also the spirit of applicable laws and regulations, thereby fostering a culture of trust and credibility among stakeholders. The Company believes that sound corporate governance is fundamental to enhancing shareholder value and safeguarding stakeholder interests.

The Company maintains a policy of continuous and timely disclosure of accurate financial and governance information, ensuring enhanced investor awareness and protection. Its governance practices are supported by a strong ethical foundation, reinforced through a well-defined Code of Conduct applicable to Directors and Senior Management, and a Whistle Blower Policy that provides a transparent and secure mechanism for reporting concerns.

A detailed Report on Corporate Governance, as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, forms part of this Annual Report.

GOVERNANCE STRUCTURE

The Corporate Governance structure of Dollex Agrotech Limited is built on a robust and transparent framework, ensuring effective oversight and accountability at all levels.

1. **Board of Directors**

The composition of the Board of Directors is in compliance with the requirements of **Regulation 17** of the **SEBI (Listing Obligations and Disclosure Requirements) Regulations**, 2015.

All Independent Directors have confirmed that they meet the criteria of independence as prescribed under the applicable provisions of the SEBI Listing Regulations and the Companies Act, 2013. Based on such confirmations, the Board is of the opinion that the Independent Directors are independent of the Management and possess the requisite integrity, expertise and experience.

The Directors bring diverse domain knowledge, professional expertise and strategic insight, contributing effectively to the governance and growth of the Company. Directors are encouraged to actively participate in deliberations, express independent views and contribute to discussions on all agenda items.

The Company ensures that its Directors do not exceed the prescribed limits on directorships in listed companies, in compliance with the SEBI Listing Regulations.

Composition of the Board of Directors

The Board of Directors of the Company comprises a balanced mix of Executive and Non-Executive Directors, including a strong presence of Independent Directors, ensuring transparency, accountability and effective decision making.

The composition and category of the Board are as follows:

Name of Director	Category	Designation	No. of Shares held in the Company (%)	Name of the Listed and Other Companies holding Directorship & Category of such
Mr. Mehmood Khan	Executive	Managing Director	10791200 (27.01%)	NA
Mrs. Munni Khan	Executive	Whole Time Director	70,00,000 (17.52%)	NA
Mrs. Ruchi Sogani	Non Executive	Independent Director	NIL	1.Director of Prithviraj Hospitality Limited
Mr. Manish Joshi*	Non Executive	Independent Director	NIL	Independent Director of Govindah Nutrition Ltd and Bhadora Industries Limited, Director of Parmarth foods and Healthcare Pvt Ltd and Sanatan Palm Plantation Pvt. Ltd
Mr. Khusro Nisar*	Non Executive	Non Independent Director	10,000 (0.025 %)	1. Director of Moldtrix Innovations Pvt. Ltd and Trippybid (India) Pvt. Ltd
Mr. Vijai Singh Bharaktiya*	Non-Executive	Independent Director	NIL	Director of Prithviraj Hospitality Limited and Fintero Financial Services Private Limited.
Mr. Praveen Kumar Jain^	Non-Executive	Independent Director	NIL	NA
Mr. Nadeem Khan^	Non - Executive	Non Independent Director	NIL	Director of Tripmaxer Pvt. Ltd.
Mr. Narendra Gupta^	Non-Executive	Independent Director	NIL	NA

**Mr. Manish Joshi resigned w.e.f May 22, 2025; Mr. Khusro Nisar resigned w.e.f. June 23, 2025; Mr. Vija Singh Bharaktiya resigned w.e.f. July 24, 2025;*

^Mr. Praveen Kumar Jain appointed w.e.f. August 13, 2025, Mr. Nadeem Khan appointed w.e.f. February 13, 2026; Mr. Narendra Gupta appointed w.e.f. May 30, 2026.

2. Selection criteria of Board Members

The Nomination and Remuneration Committee ("NRC"), in line with the Company's Policy on appointment and remuneration of Directors, evaluates and recommends candidates for Board positions based on a well-defined framework of qualifications, positive attributes, independence and overall fit with the Company's strategic needs.

The Committee identifies individuals of high integrity and proven expertise, having a distinguished track record in their respective fields, who can contribute meaningfully to the Company's growth and governance. The selection process also ensures an appropriate balance of skills, experience and diversity on the Board.

The NRC works closely with the Board to determine the optimal composition, considering the evolving business environment and future strategic direction of the Company. The Policy on determining qualifications, positive attributes and independence of Directors, along with the Guidelines on selection criteria, are available on the Company's website.

3. Skills of Directors

The Board is constituted with an optimal mix of skills, experience, expertise and diversity, enabling it to effectively discharge its responsibilities and provide strategic directions to the Company.

CHART SETTING OUT THE SKILLS / EXPERTISE /COMPETENCE OF THE BOARD OF DIRECTORS

List of core skills / expertise / competencies identified by the Board of Directors for the effective functioning of the company in the context of its businesses and sector it belongs:

· **Leadership / Strategy**
· **Experience in sugarcane farming**
· **Financial**
· **Experience in overall management administration**
· **Regulatory**
· **Social and environmental consciousness.**

Skill	Mehmood Khan	Munni Khan	Ruchi Sogani	Manish Joshi	Khusro Nisar	Vijai Singh Bharktiya	Praveen Kumar Jain	Nadeem Khan	Narendra Gupta
Leadership/ Strategy	√	√	√	√	√	√	√	√	√
Experience	√	√	√	√	√	√	√	√	√
Financial	√	x	√	√	√	√	√	√	√
Experience in overall management administration	√	√	√	√	√	√	√	√	√
Regulatory	√	x	√	√	√	√	√	√	√
Social & Environmental consciousness	√	√	√	√	√	√	√	√	√

4. Relationship among Directors

Mr. Mehmood Khan , Mrs. Munni Khan, Mr. Anis Khan, Khusro Nisar & Mr. Nadeem Khan are related to each other. Except for the aforesaid relationship, none of the Directors are related to any Director on the Board.

5. Attendance of Directors and Other Directorships:

The details of attendance of Directors at the Board Meetings and the Annual General Meeting, along with their directorships and committee positions in other public companies, are as follows:

Name of Director	DIN	Category	No. of Board Meetings held during the year	No. of Board Meetings attended during the year	Attendance at last AGM (29.05.2025)	*Directorships (including this entity)	**Committee Position (including this entity)		Shareholding (Equity Shares of FV of Rs.10/- each)
							Chairperson	Member	
Mr. Mehmood Khan	00069224	MD	9	8	√	1	-	2	1,07,91,200
Mrs. Munni Khan	00027334	WTD	9	9	√	1	-	1	70,00,000
Mrs. Ruchi Sogani	02805170	NED & ID	9	9	√	1	1	1	-
Mr. Manish Joshi (till 22.05.2025)	07762530	NED & ID	3	3	NA	3	4	0	-

Mr. Khusro Nisar (till 23.06.2025	00446545	NED	4	4	NA	1	-	-	**10,000**
Mr. Vijai Singh Bharaktiya (till 24.07.2025)	00017285	NED & ID	4	4	NA	1	1	-	-
Mr. Praveen Kumar Jain (w.e.f. 13.08.2025)	08036512	NED & ID	3	3	√	1	1	-	NA
Mr. Nadeem Khan (w.e.f. 13.02.2026)	00027212	NED	NA	NA	NA	1	-	-	NA
Mr. Narendra Gupta	11741764	Additional NED	NA	NA	NA	1	-	-	NA

(P- Promoter; C- Chairman; NED – Non – Executive Director; ID – Independent Director; MD- Managing Director; ED – Executive Director)

*Note: *Excludes Directorship in private limited companies, foreign companies and companies under Section 8 of the Companies Act, 2013.*

***In accordance with Regulation 26 of SEBI Listing Regulations, Membership of only Audit Committee and Stakeholders' Relationship Committee in all public limited Companies are considered.*

****There is no inter- se relationship between the directors Except Mr. Khusro Nisar who is Son- in law of Mr. Mehmood Khan & Mrs. Munni Khan. Mr. Nadeem Khan & Mr. Anis Khan who is son of Mr. Mehmood Khan & Mrs. Munni Khan.*

The Company is in full compliance with the limits prescribed under the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

· *None of the Directors hold directorships in more than ten public companies;*
· *None of the Independent Directors serve as Independent Directors in more than seven listed entities;*
· *None of the Directors are members of more than ten committees or chairpersons of more than five committees across all companies in which they hold directorships.*

All Independent Directors have confirmed that they meet the criteria of independence as prescribed under the Companies Act, 2013 and the SEBI Listing Regulations. In the opinion of the Board, the Independent Directors are independent of the management and possess the requisite integrity, expertise and experience.

None of the Independent Directors are promoters or related to promoters, nor do they have any material pecuniary relationship with the Company. Further, none of them hold two percent or more of the total voting power of the Company, and there are no interlocking directorships that could impair independence.

Pursuant to Section 150 of the Companies Act, 2013 read with Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014, all Independent Directors of the Company have registered themselves with the databank maintained by the Indian Institute of Corporate Affairs within the prescribed timelines.

6. Declaration by Independent Directors

All Independent Directors of the Company have submitted declarations confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board of Directors has taken note of such declarations and, based on the same, is of the opinion that the Independent Directors fulfill the conditions of independence and are independent of the management.

7. Profile of Board of Directors

The Board of Directors comprises individuals with diverse experience, expertise and skills across various domains, enabling effective governance and strategic oversight.

A brief profile of each Director, including their qualifications, experience, areas of expertise, directorships in other companies and membership of Board Committees, is provided below:

Mr. Mehmood Khan, Promoter & Managing Director

Mr. Mehmood Khan is an accomplished entrepreneur with over 41 years of extensive experience across diversified industries, including sugar manufacturing, distilleries, ethanol production, and allied businesses. His strong business acumen, strategic vision, and leadership have played a pivotal role in establishing and expanding successful industrial ventures. He has over 30 years of experience in the sugar and distillery sectors, particularly in the production of Rectified Spirit (RS), Extra Neutral Alcohol (ENA), and Ethanol. His entrepreneurial journey has been marked by the successful establishment and management of multiple manufacturing units, delivering consistent operational and financial performance.

In 1998, encouraged by the success of his earlier ventures, he established an ethanol manufacturing plant in Gulbarga, Karnataka, which has remained a debt-free and profitable unit since its inception. Subsequently, he acquired a distillation and bottling unit, Swan Distilleries Limited, in Goa on lease, which he successfully operated from 2003 to 2006.

In addition to his expertise in the distillery business, Mr. Khan possesses significant experience in sugar manufacturing. In 2006, he successfully participated in a tender floated by the Government of Maharashtra and, being the highest bidder, acquired a sugar manufacturing unit at Nanded, Maharashtra on lease for a period of six years.

Following the completion of the lease tenure, he acquired a strategic stake in Mahakaushal Sugars & Power Limited (MSPL), a sugar manufacturing company in Madhya Pradesh, further strengthening his experience in the sugar industry.

Leveraging his extensive industry knowledge, Mr. Khan established Parvati Sweeteners and Power Limited at Gwalior, Madhya Pradesh, which commenced commercial operations in 2013. Under his leadership, the company achieved profitability from its inception.

Mr. Khan was also a Promoter Director of Dollex Industries Limited, a company listed on the BSE Limited. Pursuant to a scheme of arrangement, Dollex Industries Limited was merged with Parvati Sweeteners and Power Limited through a reverse merger, following which Parvati Sweeteners and Power Limited became a listed company in March 2018.

Subsequently, in accordance with an arrangement among the promoters of Parvati Sweeteners and Power Limited, Mr. Mehmood Khan separated from the company with the understanding that he would establish an independent sugar manufacturing business. Accordingly, he promoted Dollex Agrotech Private Limited to set up an integrated sugar manufacturing unit, laying the foundation for the Company's future growth and expansion.

Mrs. Munni Khan, Whole Time Director

Mrs. Munni Khan, aged 62 years, serves as the Whole-Time Director of the Company and was appointed with effect from July 1, 2022. She has completed her education up to the higher secondary level and possesses valuable experience in business administration and management. She has been actively associated with the management of business operations and contributes to the Company's strategic and operational decision-making.

Prior to joining the Company, Mrs. Munni Khan was a Promoter Director of Dollex Industries Limited, a company formerly listed on the BSE Limited. Pursuant to a scheme of arrangement, Dollex Industries Limited was merged with Parvati Sweeteners and Power Limited through a reverse merger, following which Parvati Sweeteners and Power Limited became a listed entity on the BSE Main Board.

As a Whole-Time Director, Mrs. Munni Khan provides guidance on the Company's business operations and governance, leveraging her extensive experience in managing corporate affairs and supporting the Company's long-term growth and development.

Mrs. Ruchi Sogani, Independent Director

Mrs. Ruchi Sogani is an experienced education professional with more than 15 years of experience in teaching, academic coordination, and administration in reputed schools in Indore. She is currently serving as the Head of the Activity Department at Sanmati Higher Secondary School, where she manages student activities, learning programs, and initiatives that enhance academic engagement and overall student development.

She holds an MBA in Advertising and Public Relations, a B.Ed. and Education, along with qualification under the Central Teacher Eligibility Test (CTET).

Mr. Praveen Kumar Jain, Independent Director

Mr. Praveen Kumar Jain, an achievement-driven, ISB Executive Alumni, professional with over 40 years of diverse leadership experience across banking, financial services, and hospital management, Mr. Praveen Kumar Jain has successfully held top leadership roles, including Chairman & CEO of a Scheduled Bank and Director of Finance & Administration at Yashoda Super Specialty Hospital. He is known for driving organizational growth, improving profitability, and optimizing operational efficiency.

In his banking career with Punjab National Bank, he managed portfolios exceeding INR 1.94 lakh crore, led multi-state zonal operations. He has been honored with national award for financial literacy and inclusive banking. As Chairman of Sarva Haryana Gramin Bank, he significantly improved profitability and institutional ratings.

In the healthcare sector, Mr. Jain transformed hospital operations by improving collections, increasing profitability, and optimizing pharmacy operations and administrative functions. He has deep expertise in treasury operations, strategic planning, regulatory compliance, credit risk, HR development, and stakeholder management.

A certified Independent Director and a CAIIB professional, Mr. Jain has Passed healthcare Management Course from ISB Hyderabad. He has obtained trainings from IIM Indore, NUS Singapore, NIBM Pune and various premier institutions. He holds a strong record of operational excellence, people-centric leadership, and innovation-driven change management

Mr. Nadeem Khan, Non –Executive Director

Mr. Nadeem Khan is a highly organized and analytical finance professional with extensive experience in financial reporting, budgeting, forecasting, and business partnering. He has worked across senior finance roles at the University of Queensland, where he has led financial strategy development, variance analysis, automation initiatives, and management reporting. He is skilled in data-driven decision support, financial transformation, and stakeholder advisory, with strong expertise in tools such as Power BI, advanced Excel, and VBA. He is known for maintaining accuracy and quality in high-pressure environments and for mentoring teams to drive continuous improvement.

Mr. Narendra Gupta, Additional Non –Executive Independent Director

Mr. Narendra Gupta is a Post Graduate in Commerce from Devi Ahilya Vishwavidyalaya (DAVV), Indore, Madhya Pradesh (2009). He qualified as a Company Secretary in 2016 and completed his Law Graduation in 2017. He possesses extensive experience in the areas of finance, legal and secretarial compliances, internal audits, management consulting, and financial planning. He worked, as the Company Secretary and Compliance Officer of Dio Digital Implant India Private limited. With his strong professional expertise and sound independent judgment, he contributes significantly to the Company's corporate governance practices and strategic decision-making process.

8. Shareholding of Non –Executive Director

Particulars	No. of Shares held
Mrs. Ruchi Sogani	**-**
Mr. Khusro Nisar	**10000**
Mr. Vijai Singh Bharaktiya	**-**
Mr. Praveen Kumar Jain	**-**
Mr. Nadeem Khan	**-**
Mr. Narendra Gupta	**-**

9. Committees of the Board

Currently, there are 3 Board Committees- **Audit Committee, Nomination and Remuneration Committee & Stakeholder Relationship Committee**.

The Rights Issue Committee was constituted for the Rights Issue and allotment of Shares. The terms of Reference of the Board committees are determined by the Board from time to time. Meeting of each Board, Committee are convened by the Chairman of the respective Committees.

The role and composition of these Committees, including the number of meetings held during the financial year and the related attendance are provided below

10. Audit Committee

Our Company has in place, an Audit Committee, constituted in accordance with Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 177 of the Companies Act, 2013, comprising of members in compliance with the said regulations. The Committee is entrusted with the powers / role as prescribed under Section 177 of the Companies Act, 2013 and regulation 18 read with Part C of Schedule II to SEBI (LODR) Regulations, 2015, The Committee performs its duties and discharges its responsibilities as per its terms of reference and directions if any, given by the Board from time to time.

Terms of reference of Audit Committee

The terms of reference of the Audit Committee are as per Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 177 of the Companies Act, 2013 and includes such other functions as may be assigned to it by the Board from time to time.

Powers of the Audit Committee includes:

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

2. To seek information from any employee.

3. To obtain outside legal or other professional advice.

4. To secure attendance of outsiders with relevant expertise, if it is considered necessary

Role of the Audit Committee includes:

1. Oversight of Company's financial reporting process and disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
2. Recommending to the Board, the appointment, re-appointment and if required, the replacement or removal of auditors and fixation of audit fee.
3. Approval of payment to statutory auditors for any other services rendered by them.
4. Reviewing, with the management, the annual financial statements before submission to the Board for approval, with particular reference to:
i) 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.
ii) Changes, if any, in accounting policies and practices and reasons for the same.
iii) Major accounting entries involving estimates based on the exercise of judgment by management.
iv) Significant adjustments made to the financial statements arising out of audit findings.
v) Compliance with listing and other legal requirements relating to financial statements.
vi) Disclosure of any related party transactions.
vii) Review of draft Auditors Report, in particular qualifications / remarks / observations made by the Auditors on the financial statements.
viii) Management Discussion and Analysis of financial conditions and result of operations.

5. Review of Statement of significant related party transactions submitted by the management.
6. Review of management letters/letters of internal control weaknesses issued by the statutory auditors.
7. Review of internal audit reports relating to internal control weaknesses.
8. Review of appointment, removal and terms of remuneration of the Chief Internal Auditor.
9. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval.
10. Review of the financial statements of subsidiary Companies.
11. Review and monitor the auditor's independence and performance and effectiveness of audit process.
12. Approval or any subsequent modification of transactions of the company with related parties.
13. Scrutiny of inter-corporate loans and investments.
14. Valuation of undertakings or assets of the Company, wherever it is necessary.
15. Evaluation of internal financial controls and risk management systems.
16. To look into the reasons for substantial defaults in the payment to the shareholders (in the case of non-payment of declared dividends) and creditors.
17. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or

rights issue and making appropriate recommendations to the Board to take up steps in this matter.

18. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems.
19. 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.
20. Discussion with internal auditors of any significant findings and follow up there on.
21. Reviewing the risk management policies, practices and 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.
22. 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.
23. To review the functioning of the Whistle Blower Mechanism.
24. Approval of appointment / reappointment / remuneration of CFO (or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background etc. of the candidate.
25. Carrying out any other function as may be mentioned in the terms of reference of the Audit Committee.
26. Quarterly statements of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
27. Annual statements of funds utilized for purposes other than those stated in the offer document/ prospectus/notice in terms of Regulation 32(7).

The Audit Committee discharges its functions and obligations on a regular basis and on the occurrence of the events.

The Composition of the Audit Committee and attendance by each member of the Audit Committee :

Name of Director	Designation	Position	Number of Meetings	
			Held	**Attended**
Mr. Praveen Kumar Jain*	Independent Director	Chairperson	**2**	**2**
Mr. Ruchi Sogani	Independent Director	Member	**5**	**5**
Mr. Mehmood Khan	Managing Director	Member	**5**	**3**
Mr. Vijai Singh Bharaktiya^	Independent Director	Chairperson	**2**	**2**

Mr. Praveen Kumar Jain, was appointed as an Additional Non Executive Independent Director of the company w.e.f. August 13, 2025 and shall regularized as a Non Executive Independent Director w.e.f September 29,2025.

^Mr. Vijai Singh Bharaktiya resigned from the company w.e.f. July 24, 2025.

All the members of the Audit Committee are financially literate and have expertise in accounting/ financial management. The Company Secretary of the Company acts as the Secretary of the said Committee.

Meetings During the Year

The Audit Committee met 5 times during the previous year, with a gap not exceeding one hundred and twenty days. The Audit Committee meetings were held on **April 25, 2025 , April 30, 2025, August 18, 2025, November 14, 2025 & February 13, 2026.**

11. Nomination and Remuneration Committee

Your Company has in place a Nomination and Remuneration Committee, constituted in accordance with Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 178 of the Companies Act, 2013, comprising of members in compliance with said regulations. The Committee is entrusted with the powers as prescribed under Section 178 of the Companies Act, 2013 and Regulation 19 read with Part D of Schedule II to SEBI (LODR) Regulations, 2015. The Committee performs its duties and discharges its responsibilities as per its terms of reference and directions, if any, given by the Board from time to time.

Terms of reference:

The terms of reference of the Nomination and Remuneration Committee are as under:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to the remuneration of the directors, key Managerial Personnel and other employees.

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

3. Devising a policy on Board diversity.

4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal.

5. To recommend/review remuneration of Key Managerial Personnel based on their performance and defined assessment criteria.

6. To decide on the elements of the remuneration package of all the Key Managerial Personnel, i.e., salary, benefits, bonus, stock options, pensions etc.

7. Recommendation of fee / compensation if any, to be paid to Non-Executive Directors, including Independent Directors of the Board.

8. Payment / revision of remuneration payable to Managerial Personnel.

9. While approving the remuneration, the committee shall take into account the financial position of the Company, trends in the industry, qualifications, experience and past performance of the appointee.

10. The Committee shall be in a position to bring about objectivity in determining the remuneration package while striking the balance between the interest of the Company and shareholders.

11. Any other functions / powers / duties may be entrusted by the Board from time to time.

The Company has adopted a policy relating to the remuneration for Directors, Key Managerial Personnel and other employees of the Company which is disclosed on the website of the Company www.dollex.in.

The Non-Executive Directors are paid Sitting Fees for attending meetings of the Board/Committee meetings.

The composition of the Nomination and Remuneration Committee and the attendance by each member of the Committee:

Name of Director	Designation	Position	Number of Meetings	
			Held	**Attended**
Mrs. Ruchi Sogani	Independent Director	Chairperson	2	2
Mr. Praveen Kumar Jain*	Independent Director	Member	1	1
Mr. Vijai Singh Bharaktiya^	Independent Director	Member	0	0
Mr. Khusro Nisar^	Non-Executive Director	Member	0	0
Mr. Nadeem Khan*	Non-Executive Director	Member	0	0

**** Mr. Praveen Kumar Jain, was appointed as an Additional Non-Executive Independent Director of the company w.e.f. August13,2025 and shall regularized as a Non-Executive Independent Director w.e.f September 29,2025. Mr. Nadeem Khan, was appointed as an Additional Non-Executive Director of the company w.e.f. February 13,2026 and shall regularized as a Non Executive Director w.e.f. March 15,2026.***

^ Mr. Vijai Singh Bharaktiya resigned w.e.f July 24,2025, Mr. Khusro Nisar resigned w.e.f June 23,2025.

Meetings during the year

During the Financial Year, Nomination and Remuneration Committee Meetings were held on August 18, 2025 & February 13, 2026.

The main object of this Committee is to identify persons who are qualified to become directors and who may be appointed in senior management of the Company, recommend to the Board their appointment and removal and shall carry out evaluation of every Director's performance, recommend the remuneration of both the Executive and the Non-Executive Directors to the Board and also the remuneration of Senior Management, one level below the Board. The Committee reviews the remuneration payable to Executive Director(s) and recommends to the Board the same and acts in terms of reference of the Board from time to time

12. STAKEHOLDERS RELATIONSHIP COMMITTEE

The Company has in place a Stakeholders Relationship Committee, constituted in accordance with Regulation 20 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 178 of the Companies Act, 2013, comprising of members in compliance of said regulations. The Committee performs its duties and discharges its responsibilities as per its terms of reference and directions, if any, given by the Board from time to time.

Terms of reference

The terms of reference of the Stakeholders Relationship Committee are as under:

a. Redressal of grievances of shareholders, debenture holders and other security holders.

b. Transfer and transmission of securities.

c. Dealing with complaints related to transfer of shares, non-receipt of declared dividend, non-receipt of Balance Sheet etc.

d. Issuance of duplicate shares certificates.

e. Review of dematerialization of shares and related matters.

f. Performing various functions relating to the interests of shareholders/investors of the Company as may be required under the provisions of the Companies Act, 2013, SEBI (LODR) Regulations, 2015 with the Stock Exchanges and regulations/guidelines issued by the SEBI or any other regulatory authority In order to expedite the process and for effective resolution of grievances/complaints, the Committee has delegated powers to the Registrar and Share Transfer Agents i.e., **M/s. Skyline Financials Services Pvt Ltd**, to redress all complaints/grievances/enquiries of the shareholders/investors. It redresses the grievances/ complaints of shareholders/investors under the supervision of Company Secretary & Compliance Officer of the Company.

The Committee, along with the Registrars and Share Transfer Agents of the Company, follows the policy of attending to the complaints, if any, within seven days from the date of its receipt.

As mandated by SEBI, the Quarterly Reconciliation of Share Capital Audit, highlighting the reconciliation of total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) vis-à-vis the total issued and listed capital is being carried out by a Practicing Company Secretary.

This Audit confirms that the total issued, and paid-up capital is in agreement with the total number of shares held in physical and dematerialized form with NSDL and CDSL.

The composition of the Stakeholders Relationship Committee and the attendance of each Member of the said Committee

Name of Director	Designation	Position	Number of Meetings	
			Held	**Attended**
Mrs. Ruchi Sogani	Independent Director	Chairperson	1	1
Mr. Mehmood Khan	Managing Director	Member	1	1
Mrs. Munni Khan	Whole Time Director	Member	1	1
Mr. Manish Joshi^	Independent Director	Chairperson	0	0

^Mr. Manish Joshi resigned w.e.f. May 22, 2025.

21. GENERAL BODY MEETINGS

1.Annual General Meeting

The details of date, location and time of the last three Annual General Meetings held are as under: Annual General Meetings (AGMs) for the financial year ended March 31, 2025, March 31, 2024, and March 31, 2023, were held through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) mode and details regarding time, date, location and special resolutions passed in the respective AGMs are as tabled below:

1. **Details of last three Annual General Meetings are as follows:**

AGM	Financial Year	Location	Date & Time	Details of Special Resolution Passed
12th	**2024-25**	Held through V.C. and deemed venue is 205, Naroli Arcade, 19/1, Manorama Ganj, Palasia Square, Indore-452001	**Monday, 29th September, 2025 at 03.00 P.M.**	Appointment of Mr. Praveen Kumar Jain (08036512) as an Independent Director for an initial term of Five Consecutive years commencing from the Conclusion of the 12th Annual General Meeting and Ending on the Date of the 17th Annual General Meeting or on completion of Five Years, whichever is earlier. Variation in terms of objects of the Issue.
11th	**2023-24**	Held through V.C. and deemed venue is 205, Naroli Arcade, 19/1, Manorama Ganj, Palasia Square, Indore-452001	**Thursday, 26th September, 2024 at 03.00 P.M.**	NA
10th	**2022-23**	Held through V.C. and deemed venue is 205, Naroli Arcade, 19/1, Manorama Ganj, Palasia Square, Indore-452001	**Thursday, 28th September, 2023 at 03.00 P.M.**	Approve the Revision in Remuneration payable to Mr. Mehmood Khan (DIN: 00069224) Managing Director of the Company. Approve the revision in remuneration payable to Mrs. Munni Khan (DIN: 00027334) Whole Time Director of the Company.

2. **Extra Ordinary General Meeting**

No Extra Ordinary General Meeting of shareholders was held during the financial year 2025-26.

3. **Postal Ballot**

Details of resolutions passed through postal ballot during financial year 2025-26.

The Company sought approval of shareholders through postal ballot process once during the financial year 2025-26 in accordance with the provisions contained in Section 110 and other applicable provisions of the Act read with Rule 22 of the Companies (Management and Administration) Rules, 2014.

The shareholders were provided the facility to vote through e-voting. The postal ballot notice was sent to shareholders as per the permitted mode wherever applicable. The Company also published a notice in the newspapers in accordance with the requirements under the Act.

Shareholders holding equity shares as on the cut-off date had cast their votes through e-voting or through a postal ballot during the voting period fixed for this purpose. After completion of scrutiny of votes, the scrutinizer submitted his report to the Chairman and the results of voting by postal ballot were announced within 48 hours of the conclusion of the voting period. The results are displayed on the website of the Company (https://www.dollex.in/), and communicated to the Stock Exchanges, Depositories, and Registrar and Share Transfer Agent.

(A) Special Resolution

Vide notice of postal ballot dated February 13, 2026, the Company sought approval of shareholders for various Special resolutions. The resolutions were duly passed, and the results of postal ballot/e-voting were announced on March 17, 2026.

The Company had availed facility of electronic voting platform of Central Depository Services (India) Limited ("CDSL"), to the shareholders of the Company to vote on the resolution proposed vide Postal Ballot Notice dated February 13, 2026.

Further details are as follows:

Particulars	Date
Date of circulation of Notice	February 13, 2026
Remote e-voting start Date & Time	Saturday, February 14, 2026 at 09.00 A.M (IST)
Remote e-voting end Date & Time	Sunday, March 15, 2026 at 05.00 P.M. (IST)
Date of Passing of Resolution	March 15, 2026
Date of Announcements of Results	March 17, 2026

Financial Year	Mode	Particulars of Special Resolution Passed	Voting Results		
			No. of Votes Polled	**Votes in Favour of the Resolution**	**Votes against the Resolution**
2025-26	**Held through Remote E-Voting**	Migration of the Equity shares of the Company from NSE Emerge Platform to the Main Board of BSE & NSE	**3992000**	**3992000**	**0.00 %**

(B) Ordinary Resolutions

Vide notice of postal ballot dated February 13, 2026, the Company sought approval for two ordinary resolutions. The resolutions were duly passed, and the results of postal ballot/e-voting were announced on March 17, 2026.

The Company had availed the facility of electronic voting platform of Central Depository Services (India) Limited ("CDSL"), to the shareholders of the Company to vote on the resolution proposed vide Postal Ballot Notice dated February 13, 2026.

Further details are as follows:

Particulars	**Date**
Date of circulation of Notice	February 13, 2026
Remote e-voting start Date & Time	Saturday, February 14, 2026 at 09.00 A.M (IST)
Remote e-voting end Date & Time	Sunday, March 15, 2026 at 05.00 P.M. (IST)
Date of Passing of Resolution	March 15, 2026
Date of Announcements of Results	March 17, 2026

Financial Year	**Mode**	**Particulars of Special Resolution Passed**	**Voting Results**		
			No. of Votes Polled	**Votes in Favour of the Resolution**	**Votes against the Resolution**
2025-26	**Held through Remote E-Voting**	Increase in Authorized Share Capital and Consequential Alteration in Memorandum of Association of the Company.	**21783200**	**21783200**	**0.00 %**

<table>
<tr>
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<td></td>
<td>Regularization of Mr. Nadeem Khan (DIN: 00027212) as a Non-Executive Director of the Company</td>
<td>
<table>
<tr><th>No. of Votes Polled</th><th>Votes in Favour of the Resolution</th><th>Votes against the Resolution</th></tr>
<tr><td>21783200</td><td>21783200</td><td>0.00 %</td></tr>
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Person who conducted the Postal Ballot Exercise

The Board of Directors of the Company had appointed **Mr. Vikas Kumar Verma** , having **Membership No. FCS 9192** and **Certificate of Practice No. 10786**, **Partner of M/s Vikas Verma & Associates , Practising Company Secretaries**, as the Scrutinizer to conduct the Postal Ballot exercise through the remote e-voting process and for scrutinizing the votes cast therein, in a fair and transparent manner.

22. Means of Communication

(a) Quarterly results :
The quarterly, half-yearly and annual results of the Company were published by your Company in the newspapers within 48 hours of the conclusion of the Board meeting. Annual reports with audited financial statements are sent to the shareholders through permitted mode.

(b) Newspapers wherein results normally published:
The results are normally published by your Company in the newspapers (Business Standard) in English version, circulating in the whole of India and in regional newspaper.

(c) Any Websites, where displayed:
The results are also displayed on your Company's website: www.dollex.in

23. General Shareholder Information

a. Annual General Meeting	**Date: August 27, 2026**
	Day: Thursday
	Time : 03.00 P.M. (IST)
	Venue: Meeting is conducted through VC/OAVM. The Registered office of the Company shall be deemed to be venue of the AGM.
b. Corporate Identification Number	Corporate Identification Number (CIN) of the Company is L15311MP2013PLC030914
c. Financial Year	The Financial Year of the Company covers the financial period from April 01, 2025 to 31, March, 2026 . During the year under review, the Board Meetings for Approval of Quarterly and Annual Financials results were held on the

	Following Dates.	
d. Results	1st Quarter Results	**August 13, 2025**
	2nd Quarter Results & Half Year	**November 14,2025**
	3rd Quarter Results	**February 13, 2026**
	4th Quarter Results & Annual Results	**May 30, 2026**
e. Dividend Payment Date	During the Year Under Review, No Dividend Declared	
f. Listing on Stock Exchange	**Name of the Stock Exchange**	**Address**
	National Stock Exchange of India	**Exchange Plaza Bldg., 5th Floor,Plot** No. C- 1, 'G' Block, Bandra- Kurla Complex, Bandra (E), Mumbai - 400 051
	The Requisite Annual Listing Fees for Financial Year 2025-26 have been paid in full to NSE.	
	None of the securities of the company have been suspended for trading at any point of time during the Year.	
g. Stock Code Equity	ISIN (Equity Shares) in NSDL & CDSL - **INE0JHH01011** **NSE Code** - **DOLLEX**	

h. Price Data – High, Low during each Month in last financial Year:

Month	High Price	Low Price	Number of Equity Shares Traded
April,2025	39.45	32.10	4,92,000
May, 2025	41.80	34.50	8,44,000
June, 2025	39.75	35.10	10,28,000
July, 2025	44.25	39.65	8,40,000
August, 2025	42.80	40.30	3,24,000
September, 2025	43.55	39.40	8,28,000
October, 2025	42.95	39.45	5,32,000
November,2025	42.85	39.00	6,88,000
December, 2025	42.00	37.35	3,64,000
January, 2026	39.90	34.00	2,60,000
February, 2026	37.00	30.00	3,20,000
March, 2026	32.95	26.00	3,64,000

i.Registrar and Transfer Agent:

Members/ shareholders are requested to correspond with the Company's Registrars and Transfer Agents quoting their Folio No. / DP ID & Client ID at the following address:

Registered Address : D – 153A , 1st Floor Okhla Industrial Area, Phase- 1, New Delhi- 110020
Tele: +91-11-40450193-97, 26812682-83
Email Id : info@skylinerta.com
Website: www.skylinerta.com

j. Distribution of Shareholding as on 31st March, 2026

Shareholding Range (No. of Shares)	Number of Shareholders	% to Total Numbers	Share - holding Amount	% to Total Amount
Up To 5,000	42	4.41	12150.00	0.00
5001 To 10,000	34	3.57	272000.00	0.07
10001 To 20,000	3	0.31	48000.00	0.01
20001 To 30,000	166	17.42	3984000.00	1.00
30001 To 40,000	314	32.95	12467850.00	3.12
40001 To 50,000	27	2.83	1296000.00	0.32
50001 To 1,00,000	122	12.80	9196000.00	2.30
1,00,000 and Above	245	25.71	372212000.00	93.17
	953	**100.00**	**399488000.00**	**100.00**

k. Shareholding Pattern as on 31st March, 2026

Sr. No.	Category	Shareholding	% of Shareholding
	Promoter Holding		
1	Promoter (Including Individuals, HUF, Corporate Bodies)	2,16,51,200	54.20
	Non Promoter Holding		
2	Resident Individual	14668800	36.72
3	Non Resident Indians	76000	0.19
4	Body Corporates	2700000	6.75
5	Resident Individual HUF	778400	1.95
6	Firms	74400	0.19
	Total	**39948800**	**100**

l. Dematerialization of shares and liquidity

The Company's shares are currently traded only in dematerialized form over NSE. To facilitate trading in dematerialized form, the Company has tied up with NSDL and CDSL. Shareholders can open account with any of the depository participants registered with any of these depositories. As on March 31, 2026, 100% of our shares are in dematerialized form and the rest in physical form. Shares held in demat and physical modes as on March 31, 2026 are as follows:

Mode of Holding	Number of Shares	% to total Equity
Demat Mode		
CDSL	32387160	81.07%
NSDL	7561640	18.93%
	39948800	**100**

The Company has not issued any GDRs/ADRs and there are no warrants or any convertible instruments pending for conversion, which would likely impact the capital of the company.

m. Plant Location:

Factory: Village Erai, Tehsil Badoni Khurd, Dist. Datia – 475686 (Madhya Pradesh)

Address of Correspondence

Name of Authorised Person	**Ms. Siddhi Banthiya**
	Company Secretary & Compliance Officer
Registered office	**205, Naroli Arcade, 19/1,Manorama Ganj, Palasia Square, Indore, Madhya Pradesh - 452001**
E- Mail Address	**cs@dollex.in**
Phone No.	**+91-9644955507**
Website	**www.dollex.in**
Registrar and Transfer Agents **Address:D-153A , 1st Floor, Okhla Industrial Area, Phase-1, New Delhi, National Capital Territory of Delhi, 110020** **Tel No. : +91-11-040450193-97, 26812682, 011-26812682** **Email Id – info@skylinerta.com** **Investor Grievances Email :- grievances@skylinerta.com** **Contact Person – Mr. Virendra Kumar Rana**	

24. Secretarial Audit

1. M/s. Vikas Verma & Associates, Practicing Company Secretaries have conducted Secretarial Audit of the Company for the year 2025-26. Their Audit Report confirms that the Company has complied with the applicable provisions of the Companies Act and the Rules made there under SEBI Listing Regulations and other laws applicable to the Company. The Secretarial Audit Report forms part of the Director's Report.

2. M/s. Vikas Verma & Associates, Practicing Company Secretaries carry out a quarterly Reconciliation of Share Capital Audit, to reconcile the total admitted capital with National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL) and the total issued and listed capital. The audit confirms that the total issued/paid-up capital is in agreement with the aggregate of the total number of shares in physical form and the total number of shares in dematerialized form (held with NSDL and CDSL).

3. Compliance under SEBI Listing Regulations pertaining to mandatory requirements and Practicing Company Secretaries Certificate on Corporate Governance is attached herewith.

25.Compliance Officer

Ms. Siddhi Banthiya , Company Secretary, is the Compliance Officer for complying with the requirements of the Securities Laws, Listing Agreements with the Stock Exchanges, SEBI Listing Regulations, 2015. She acts as the Secretary to all the mandatory sub-committees of the Board.

26.Code of Conduct

All the Directors and senior management confirmed the compliance of the code of conduct. The Company has posted the Code of Conduct for Directors and Senior Management on the website www.dollex.in . (**Annexure-A)**

27.Meeting of Independent Directors

During the year, the Independent Directors met on January 16, 2026, inter alia, to discuss:

· Evaluation of the performance of Non-Independent Directors and the Board of Directors as a whole.
· Evaluation of the performance of the Chairman of the Company, taking into account the views of the Executive and Non-Executive Directors.
· Evaluation of the quality, content and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.
All of the Independent Directors were present at the Meeting.

28.Familiarization Programme for Board Members

A formal familiarization programme was conducted about the amendments in the Companies Act, 2013, Rules prescribed thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and all other applicable laws of the Company.

It is the general practice of the Company to notify the changes in all the applicable laws from time to time in every Board Meeting conducted.

29.Prohibition of Insider trading

In compliance with the provisions of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (as amended from time to time) and to preserve the confidentiality and prevent misuse of unpublished price sensitive information, the Company has adopted a Code of Conduct for regulating, monitoring and reporting of trading by insiders.

This Code also provides for periodical disclosures from the designated Persons and their immediate Relatives as well as pre-clearance of transactions by such persons as per the thresholds mentioned in the code. The code is applicable to designated persons and their immediate relatives who are likely or may reasonably be expected to have access to unpublished price sensitive information relating to the Company and the same is being implemented as a robust internal compliance framework.

30.Credit Rating

Acuité Ratings & Research Limited ("Acuité") has reaffirmed the Company's long-term rating at 'ACUITE BBB-' (Read as ACUITE Triple B Minus) on the Bank Facilities of Dollex Agrotech Limited (DAL) of Rs. 50.00 Crore. The Outlook is revised from 'Negative' to 'Stable'.

31.CEO and CFO Certification

The CEO and the CFO have given a Certificate to the Board as contemplated in Schedule - V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is separately annexed. **(Annexure-B)**

The Disclosures of the compliance with Corporate Governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 are as follows:

Regulation	Particulars of Regulations	Compliance Status (Yes/No/NA)
17	Board of Directors	**Yes**
17A	Maximum Number of Directorship	**Yes**
18	Audit Committee	**Yes**
19	Nomination and Remuneration Committee	**Yes**
20	Stakeholders Relationship Committee	**Yes**
21	Risk Management Committee	**NA**
22	Vigil Mechanisms	**Yes**
23	Related Party Transactions	**Yes**
24	Corporate Governance requirements with respect to Subsidiary of listed entity	**NA**
24A	Secretarial Audit and Secretarial Compliance Report	**Yes**
25	Obligations with respect to Independent Directors	**Yes**
26	Obligation with respect to Directors and senior management	**Yes**
27	Other Corporate Governance requirements	**Yes**
46(2)(b) to (i)	Website	**Yes**

32.Rights Issue & Utilization Proceeds

During the financial year under review, the Company successfully completed a Rights Issue in accordance with the provisions of the Companies Act, 2013 and the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018. The Company issued 1,49,80,800 equity shares of face value of ₹10/- each at an issue price of ₹33/- per share (including a premium of ₹23/- per share), aggregating to ₹49.44 Crores, to eligible shareholders in the ratio of 3 equity shares for every 5 equity shares held as on the record date i.e., May 14, 2025. The Rights Issue opened on May 21, 2025, closed on June 10, 2025, and the shares were allotted on June 11, 2025.

The proceeds of the Rights Issue are being utilised towards Working Capital for Ethanol Project, Requirements for installation of Ethanol Projects and general corporate purposes, in line with the objects stated in the Letter of Offer.

The Company Utilized total proceeds, which is received from Rights Issue, There has been no deviation or variation in the utilisation of proceeds from the objects stated in the Letter of Offer. The utilisation of proceeds is periodically reviewed by the Audit Committee and monitored by Acuite Ratings & Research Limited in compliance with applicable regulatory requirements.

33.OTHER DISCLOSURES

a. Transactions with related parties are disclosed in Notes to Accounts in the Financial Statements. All transactions with related parties are at arms' length.
   All Related Party Transactions are entered into by the Company only after obtaining the prior approval of the Audit Committee and Board of Directors and are entered into on an Arms' length basis.
   In terms of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has adopted a policy to determine Related Party Transactions.
   The Policy on Related Party Transactions as approved by the Board is uploaded on the website of the Company www.dollex.in .
b. The Whistle Blower (Vigil) mechanism provides a channel to the employees to report to the management concerns about unethical behaviour, actual or suspected fraud or violation of the Codes of Conduct or policy and also provides for adequate safeguards against victimization of employees by giving them direct access to the Chairman of the Audit Committee in exceptional cases. No person has been denied access to the Chairman of the Audit Committee.
c. The Company does not have any Material Subsidiary.
d. The Managing Director and the Chief Financial Officer have certified to the Board in accordance with Regulation 33(2)(a) of SEBI Listing Regulations pertaining to CEO/CFO certification for the Financial Year ended March 31, 2026.
e. A certificate from a Company Secretary in Practice states that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of Company by SEBI or Ministry of Corporate Affairs or any such statutory authority is enclosed with this report.
f. During the year, there has been no such incident where the Board has not accepted the recommendation of the Committees of the Company.
g. The Company has complied with the requirement of Stock Exchanges, SEBI and other statutory authorities on all matters relating to capital markets and there was no instance of non-compliance during the year and is compliant of all the applicable provisions of SEBI (LODR) Regulations except as disclosed under Secretarial Auditors i.e. part of Boards' Report.
h. There are no agreements entered into by the shareholders or promoters or promoter group entities or related parties or directors or key managerial personnel or employees of the Company or its subsidiaries which either directly or indirectly or has a potential to impact the management or control of the Company by imposing any restrictions or

creating any liability upon the Company as specified in Clause 5 A of Paragraph A of Part A of Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

i. Company's practices and procedures meet the applicable Secretarial Standards issued by the Institute of Company Secretaries of India. The Company has complied with all applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

j. The Company has not raised any funds through preferential allotment or qualified institutions placement during the Financial Year ended March 31, 2026.

k. During the Financial Year under Review, the following instances of Non –Compliances were observed:

   Delay in submission of Audit Report : Delay of 21 days for submission of Statement of Audit Report for the Half & Year Ended 31st March, 2025. A Penalty of Rs. 1,00,000/- was Levied by NSE Limited and has been duly paid.

   Delay in prior intimation of Board Meeting : Non Compliance with Regulation 29(2) for the Board Meeting held on May 08, 2025. Penalties of Rs. 10,000/-was levied by the NSE Limited and has been duly paid.

These instances were inadvertent and due to administrative oversight. The Company has strengthened its internal controls to ensure strict compliance going forward.

The Company has adopted the policy on dissemination of information on the material events to stock exchanges in accordance with the Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The said policy is available on the website of the Company www.dollex.in

The Company has adopted the policy on preservation of documents in accordance with Regulation 9 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Documents Preservation Policy is available on the website of the Company: www.dollex.in .

For & Behalf of Dollex Agrotech Limited

Place: Indore	**Mr. Mehmood Khan**	**Mrs. Munni Khan**
Dated: 03.08.2026	**Managing Director**	**Whole Time Director**
	DIN:00069224	**DIN:00027334**

Annexure-A

CODE OF CONDUCT

DECLARATION

As provided under Schedule - V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors and the Senior Management Personnel have confirmed compliance with the Code of Conduct and Ethics for the financial year ended March 31, 2026.

By order of the Board of Directors
For **Dollex Agrotech Limited**

Sd/-
Mehmood Khan
Managing Director
DIN: 00069224

Place: Indore
Dated:03.08.2026

Annexure-B

Certification by CEO and CFO under Regulation 17(8) of SEBI (LODR) Regulations, 2015

To,
The Board of Directors,
Dollex Agrotech Limited,

We have reviewed the financial statements and the cash flow statement of Dollex Agrotech Limited for the year ended 31 March 2026 and that to the best of our knowledge and belief:

(a) (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

(ii) 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 violative of the Company's Code of Conduct.

(c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take for rectifying these deficiencies.

(d) We have indicated to the Auditors and the Audit Committee that during the year under reference:

(i) There have not been any significant changes in internal control over financial reporting;
(ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
(iii) There have not been any instances of significant fraud of which we have become aware of 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 Dollex Agrotech Limited

Anil Kumar Bhagat
Chief Financial Officer

Anis Khan
Chief Executive Officer

Place : Indore
Dated: 03.08.2026

Dollex Agrotech Ltd.

Annexure- VI

ANNUAL REPORT ON CSR INITIATIVES					
Sr.No.	**Particulars**		**Remarks**		
1.	**Brief Outline on CSR Policy of the Company**		The CSR Policy of the Company is in line with Company's principle of sustainability and balance. The CSR initiatives of the Company are focused on Overall development of the society encourage alignment with Social Development Goal (SDGs) Related to gender sensitivity, skill enhancement, entrepreneurship development, research in education, hygiene & Water etc.		
2	**Composition of CSR Committee**				
	Sr. No.	**Name of Director**	**Designation/Nature of Directorship**	**Number of meetings of CSR Committee**	**Number of Meetings of CSR committee attended during the year.**
	According to Section 135(9) of the Companies Act, 2013, if a company's expenditure under subsection (5) is less than ₹ 50 lakh (Fifty Lakh rupees) or it does not have any funds in its Unspent Corporate Social Responsibility Account as per sub-section (6) of section 135, then the obligation to form a Corporate Social Responsibility Committee under sub-section (1) does not apply. In such cases, the functions of such Committee provided under this section shall be discharged by the Board of Directors of such company. Therefore, company doesn't require to constitute Corporate Social Responsibility Committee.				
3	**Provide the web link where composition of CSR Committee, CSR Policy and CSR Projects approved by the board are disclosed on the website of the company**		www.dollex.in		
4	**Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable.**		The impact assessment is not applicable to the Company.		
5	**(a)Average net profit of the company as per Section 135(5):**				

Net Profit	For the Financial Year ended March 31(Amount in Rs.)		
	2024-25	**2023-24**	**2022-23**
	10,49,52,990	8,11,21,000	7,96,50,000
Average Net Profit for the Preceding three financial years	**88574663.33**		

	(b)Two percent of average net profit of the Company as per section 135(5):	**Rs. 17,71,494/-**
	(c)Surplus arising out of the CSR projects or programmes or activities of the previous financial years:	NA
	(d)Amount required to be set off for the financial year, if any:	NA
	(e)Total CSR obligation for the financial year [(b)+(c) -(d)]:	**Rs. 17,71,494/-**

6. (a) (i) Details of CSR amount spent against ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11	
Sr. No.	**Name of the Project**	**Item from the list of activities in Schedule VII to the Act**	**Local Area (Yes/ No)**	**Location of the project**		**Project Duration**	**Amount allocated for the project (in Rs.)**	**Amount spent in the current financial year (in Rs.)**	**Amount transferred to unspent CSR account for the project as per Section 135(6) (in Rs.)**	**Mode of implementation – Director (Yes/ No)**	**Mode of implementation – through implementing agency**	
				State	**District**						**Name**	**CSR Reg. No.**
Not Applicable												

(a) (ii)	Details of CSR amount spent against other than on –going projects for the Financial year :

1	2	3	4	5		6	7	8	
Sr. No.	Name of the Project	Item from the list of Activities in Schedule VII to the Act	Local Area (Yes/No)	Location of the project		Amount spent for the project (in Rs.)	Mode of Implementation – Direct (Yes/No)	Mode of implementing agency	
				State	District			Name	CSR Reg. No.
1	Promotion of education	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects.	No	Uttar Pradesh	Lucknow	Rs. 17.71 Lakhs	Yes	NA	NA

Particulars		Remarks
(b)	Amount spent onAdministrative overheads	NIL
(c)	Amount spent on Impact Assessment, if applicable	NIL
(d)	Total amount spent for the financial year (a + b+ c)	Rs. 17.71 Lakhs
(e)	CSR amount spent or unspent for the financial year	NIL

Total Amount Spend for the Financial Year (Rs.)	Amount Unspent (Amount in Rs.)				
	Total Amount Transferred to Un Spend CSR Account as per Section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5)		
	Amount	Date of Transfer	Name of the fund	Amount	Date of Transfer

Rs. 17,71,494/-	**Nil**	**NA**	**NA**	**Nil**	**NA**

(f) Excess Amount for Set off if any,

Sr.No.	**Particulars**		**Amount (in Rs.)**
	(i)	**Two percent of average net profit of the company as per section 135 (5)**	**Rs. 17,71,494/-**
	(ii)	**Total amount spent for the financial year**	**Rs. 17,71,494/-**
	(iii)	**Excess amount spent for the financial year [(ii- i)]**	**-**
	(iv)	**Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any**	**-**
	(v)	**Amount available for set off in succeeding financial year [(iii)- (iv)]**	**-**
7.	**Details of unspent CSR amount for the preceding three financial years :**		

Sr. No.	**Preceding Financial year**	**Amount transferred to unspent CSR account under Section 135 (6) (in Rs.)**	**Balance Amount in Unspent CSR Account under Section 135(6) (in Rs.)**	**Amount spend in reporting financial year (in Rs.)**	**Amount Transferred to any fund specified under Schedule VII as per Section 135 (6) , if any**		**Amount remaining to be spent in succeeding financial years (in Rs.)**	**Deficiency (if Any)**
					Amount (inRs.)	**Date of Transfer**		
1.	**FY 2024-25**	Nil	Nil	Nil	Nil	Nil	Nil	Nil
2.	**FY 2023-24**	Nil	Nil	Nil	Nil	Nil	Nil	Nil
3.	**FY 2022-23**	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**

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

If Yes, enter the number of Capital assets created/acquired : <u>**NIL**</u>

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

Sr. No.	**Short particulars of the property or assets (s) including complete address and location of the**	**PIN Code of the Property Asset (s)**	**Date of Creation**	**Amount of CSR Spent**	**Detail of entity/ Authority/ beneficiary of the registered owner**

	property						
(1)	(2)	(3)	(4)	(5)	(6)		
					CSR Registration Number, if any	Name	Registered Address
	Nil	Nil	Nil	Nil	Nil		

9. Specify the reason(s), if the Company has failed to spend two per cent of the average net profits as per Section 135(5): NA

Place: Indore
Date : 03.08.2026

Mr. Mehmood Khan
Managing Director
DIN : 00069224

Mrs. Munni Khan
Whole Time Director
DIN : 00027334

Annexure- VII

Disclosure of Particulars with respect to conservation of energy, technology absorption and foreign exchange used/ spent in terms of actual outflows as required under Section 134 (3) (m) of the Companies Act,2013 read with Rule 8(3) of the Companies (Accounts)Rules, 2014.

A. Conservation of Energy

(i) Steps taken for Conservation of Energy:

1. Recovery of waste heat from Hot Water Condensate by using condensate Heater for Raw Juice Heating.

2. Boiler efficiency increased due to less moisture, causing increase in bagasse saving.

3. Steam trap and steam drain value installed to reduce the steam losses.

4. Use of Molasses Coolers to Cool Down Molasses before storage.

5. Modification of APH outlet duct to prevent frequency chocking of tubes.

6. Cooling Tower installed for excess hot water cooling under management Programme.

(ii) Steps taken by the Company for utilizing alternate sources of energy:

The Company has used bagasse and bio waste for captive waste consumption as source of alternate energy.

B. Technology Absorption

(i) Efforts made towards technology absorption:

1.Use of surplus hot water in Wet Scrubber.

2.Lime flow meter started and stabilized.

3.Arrangement to collect rainwater near sugar godown.

4.Cooling tower efficiency enhanced by reducing injection pump operation.

(ii) Benefits derived like product improvement, cost reduction, product development or import substitution:

1.Sugar quality improved.

2.Increased heating efficiency.

3.To avoid wear and tear.

4.Consumption of cold water reduced.

5.Reduction of time consumption.

6.To reduce oil consumption , leakage of juice to oil and pollution hazards.

7.Improvement in clarification efficiency and for getting better transmittance of clear juice.

8.Reduced the use of groundwater and same time it reduces the generation of effluent.

(iii)Details regarding imported technology (imported during last three years reckoned from the beginning of the financial year)

Information regarding technology imported during the last 3 years		
a)	Details of Technology imported	None
b)	Year of import	Not Applicable
c)	Whether the technology been fully absorbed	Not Applicable
d)	If not fully absorbed , areas where absorption has not taken place, and the reason thereof.	Not Applicable

(iv)Expenditure incurred on Research and Development (Amt in Lakhs)

	For the year/ year ended	Year ended March 31st, **2026**	Year Ended March 31st **2025**
a)	Capital	Nil	Nil
b)	Recurring	Nil	Nil
c)	Total	Nil	Nil
d)	Total R & D Expenditure as a percentage total turnover.	N.A	N. A

Note: As Research and development is part of ongoing quality control and manufacturing cost the expenditure is not separately allocated and identified.

C. Foreign Exchange earnings and outgo:

a) Activities relating to exports, initiative taken to increase exports, development of new export markets for products and services and export plans: None

b) Total foreign exchange used and earned :(Amt in Lakhs)

For the year /year ended	*Year ended 31st March, 2026*	*Year ended 31st March, 2025*
Foreign exchange earned in terms of actual inflows	*0.00*	*0.00*
Foreign exchange earned in terms of actual outflows	*0.00*	*0.00*

By Order of the Board
For Dollex Agrotech Limited

Sd/-
Munni Khan
Whole Time Director
DIN: 00027334

Sd/-
Mehmood Khan
Managing Director
DIN:00069224

Date: 03.08.2026
Place: Indore

Annexure-VIII

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To
The Board of Directors,
Dollex Agrotech Limited
205, Naroli Arcade 19/1, Manorama Ganj, Palasia Square,
Indore, Indore, Madhya Pradesh, India, 452001,

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Dollex Agrotech Limited (CIN:L15311MP2013PLC030914) and having Registered office at 205, Naroli Arcade 19/1, Manorama Ganj, Palasia Square, Indore, Indore, Madhya Pradesh, India, 452001 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Name of Directors	Designation	DIN
Ms. Munni Khan	Whole Time Director	00027334
Mr. Mehmood Khan	Managing Director	00069224
Ms. Ruchi Sogani	Independent Director	02805170
Mr. Nadeem Khan	Director	00027212
Mr. Praveen Kumar Jain	Independent Director	08036512

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

Note: The said report is issued as per the comments and observations received from the Management and the Company.

For Amit Saxena and Associates
Company Secretaries

SD/-
Amit Saxena
M.No.: A29918
COP NO.: 11519
Peer Review Certificate No.: 3083/2023

Date: 28-07-2026
Place: New Delhi
UDIN: A029918H000959682

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

1. Industry Structure and Development

India continues to be the world's largest producer and consumer of sugar and the second-largest exporter globally, with the sugar economy deeply intertwined with rural livelihoods, cooperative and private milling capacity, and the country's biofuel programme. The sector operates on an October–September crushing / marketing year, with sugarcane pricing governed by the Fair and Remunerative Price (FRP) mechanism and a regulated Minimum Selling Price (MSP) for sugar.

For the 2025-26 season, 541 sugar mills operated nationally (2024-25: 533). Per NFCSF, cumulative sugar production reached 271.20 LMT as of 30 March 2026 (previous season: 248.65 LMT), with average recovery improving to 9.56% from 9.37%. By early March 2026, 465 of 541 mills had concluded crushing, reflecting an early close in several regions.

Full-season output estimates varied through the year. ISMA initially projected 30.95 MT (up 18.6% YoY), with total availability of 35.95 MT (including 5 MT opening stock) against domestic demand of 28.5 MT. AISTA later revised its estimate to 28.3 MT net (gross 31.5 MT, less 3.2 MT diverted to ethanol), while USDA-FAS placed output near 30 MT (still ~7% above 2024-25). The moderation reflected excessive rainfall in Maharashtra and Karnataka during August–September 2025, which caused waterlogging and affected ratoon crops.

State-wise, Maharashtra led with 98.95 LMT (previous: 80.10 LMT), followed by Uttar Pradesh at 87.45 LMT (marginally lower YoY) and Karnataka at 46.75 LMT (previous: 39.90 LMT), with recovery improving across all three leading states.

Cane pricing and farmer payments. The FRP for 2025-26 was fixed at ₹3,550 per tonne (a 4% increase), while the MSP for sugar has remained unchanged at ₹31,000 per tonne since 2019 — a structural mismatch that continues to pressure mill economics. Of total cane dues of about USD 8.87 billion, mills had cleared about 80%, leaving about USD 1.79 billion outstanding (Karnataka highest at USD 530 million).

Prices. Average wholesale sugar prices (October 2025 – mid-April 2026) were about ₹43,370 per tonne and retail about ₹46,600 per tonne. Ex-mill prices in Maharashtra and Karnataka had earlier fallen below cost of production (around ₹3,600 per quintal), prompting calls for an MSP revision; prices subsequently firmed on early mill closures and sustained buying.

2. Ethanol Blending and Diversification

The Ethanol Blending Programme (EBP) remains a defining structural shift. India achieved the 20% blending (E20) target in 2025, five years ahead of the 2030 timeline under the National Policy on Biofuels, 2018 (amended 2022). Oil marketing companies (OMCs) now procure over 11,000 million litres of ethanol annually, with blending running close to 19–20%.

For Ethanol Supply Year (ESY) 2025-26 (November–October), the Government lifted all quantitative restrictions on ethanol production from sugarcane juice, syrup and molasses with effect from 1 November 2025, reversing prior-year curbs. Producers offered 17,750 million litres against OMC requirement of about 10,500–12,000 million litres — sugarcane-based 4,710 million litres and grain-based 13,040 million litres. The sugar-based share of procurement was set at about 28% (about 289 crore litres of about 1,050 crore litres total), with grain-based ethanol gaining a larger share. ISMA has sought a clearer roadmap for blending beyond E20 (up to E27) and a revision in cane-based ethanol procurement prices (unchanged since 2022-23).

Relevance to the Company. This policy backdrop is directly material to Dollex Agrotech Limited, given its ethanol project under implementation (see Section 4).

3. Exports, Trade Policy and Global Position

India's role in global sugar trade has moderated from the peak export years (up to 2022-23, about 6.8 MT per year). Reflecting a narrower surplus and rising ethanol diversion, exports were capped at about 800,000 tonnes before the Government extended a ban on sugar exports until 30 September 2026, prioritising domestic price and supply stability. ISMA has urged calibrated exports (it sought up to 2 MT) alongside an MSP revision.

4. Business Overview and Segment-wise Performance

Dollex Agrotech Limited is engaged in the manufacturing / processing and trading of agro-commodities, and is establishing an ethanol production facility funded in part by the Rights Issue completed in June 2025. As of 31 March 2026, the ethanol plant was under installation and had not commenced commercial production; accordingly, there was no ethanol / distillery revenue during the year under review. The Company therefore participates in the broader sugar and bio-energy ecosystem principally through this upcoming ethanol capacity, positioning it to benefit from the EBP once operational.

Segment / Activity	FY 2025-26	FY 2024-25	Y-o-Y (%)
Manufacturing / Processing	10726.25	14414.66	(25.59%)
Trading of goods	11789.52	9328.39	26.39%
Ethanol / Distillery	Under implementation (nil)	Not applicable	—
Total Revenue from Operations	22515.77	23743.05	(5.17%)

Ethanol project: Given the removal of production caps on cane-based ethanol from November 2025 and continuing EBP procurement, the Company's ethanol facility — once commissioned — is expected to contribute to revenue diversification. The Company will disclose distillery capacity, feedstock mix and OMC offtake in the year of commissioning.

5. Opportunities and Threats

Opportunities

- Continued Government support for the EBP and prospective blending beyond E20 (up to E27), supporting future offtake from the Company's ethanol facility.
- Two consecutive years of above-normal monsoon supporting cane availability and feedstock economics.
- Diversification of revenue streams through the upcoming ethanol capacity and by-product value addition.
- Potential calibrated resumption of sugar exports after 30 September 2026, subject to the supply-demand balance.
- Elevated global crude oil prices, which strengthen the economic case for ethanol as a petrol substitute.

Threats and Challenges

- Persistent FRP–MSP divergence compressing sector margins and contributing to cane-payment arrears.
- Policy uncertainty on ethanol feedstock allocation (sugar-based share about 28% for ESY 2025-26), favouring grain-based ethanol.
- Weather-related production volatility affecting feedstock cost and availability.
- Continuing export restrictions (to 30 September 2026) that cede market share to Brazil and Thailand.
- Working-capital and liquidity stress from sector-wide payment delays.
- Rising input costs (fertiliser, diesel, labour) and dependence on monsoon performance.

6. Outlook for FY 2026-27

USDA-FAS projects 2026-27 sugar production at 33.6 MT (raw value; about 31.4 MT crystal plus 62,000 tonnes khandsari), a ~12% increase over the revised 2025-26 estimate, on a projected 2% rise in cane area (5.9 million hectares) and cane production (about 463 MT). Consumption is projected at about 31 MT (raw) / 29 MT (crystal), up ~3% — the first year in two seasons where production may exceed consumption, potentially reopening room for calibrated exports and / or higher ethanol diversion. Crushing for 2026-27 is scheduled to begin in October 2026, contingent on a normal monsoon.

For Dollex Agrotech Limited, the year ahead will be shaped by the commissioning and ramp-up of the ethanol project, developments on ethanol feedstock policy and procurement prices, and the export / MSP framework.

7. Risks and Concerns

- Regulatory risk: changes in FRP / MSP, ethanol pricing and export / import policy, largely outside the Company's control.
- Project-execution risk: timely commissioning, cost and ramp-up of the ethanol facility.
- Climatic risk: monsoon dependence and extreme-weather events affecting feedstock.
- Feedstock competition: rising grain-based ethanol allocation may affect cane-based offtake.
- Liquidity / counterparty risk: sector-wide payment delays and working-capital cycles.
- Price volatility: domestic policy and global supply trends (Brazil, Thailand).
- Currency / commodity risk: exposure on any imports of machinery / chemicals or exports.

8. Internal Control Systems and their Adequacy

Dollex Agrotech Limited maintains an internal control framework commensurate with the size, scale and complexity of its operations, encompassing budgetary controls, standard operating procedures for procurement and sales, inventory management, and statutory-compliance monitoring across its manufacturing, trading and project-implementation activities. The internal audit function periodically reviews the adequacy and effectiveness of these controls, and its findings are placed before the Audit Committee of the Board.

During the year under review, no material weakness or significant deficiency in the design or operation of the Company's internal control systems was observed that could have a material impact on the Company's financial reporting or operations. The management believes that the existing internal control systems are adequate and effective and continue to provide reasonable assurance regarding the orderly and efficient conduct of the Company's business.

9. Financial Performance and Analysis

Particulars	FY 2025-26	FY 2024-25	% Change
Revenue from Operations	22515.77	23743.05	(5.17%)
EBITDA	1695.96	1592.11	6.52%
EBITDA Margin (%)	7.53%	6.71%	Improved
Finance Costs	361.80	293.45	23.29%
Profit After Tax	841.61	828.11	1.63%
Net Worth	12397.42	6612.15	87.49%
Current Ratio	1.69	2.33	Declined
Debt Equity Ratio	1.27	2.47	Improved
Net Profit Margin (%)	3.74	3.49	Improved
Inventory Turnover Ratio	1.58	1.33	Improved

During the financial year 2025-26, the Company recorded Revenue from Operations of ₹22,515.77 lakhs, as against ₹23,743.05 lakhs in the previous financial year, reflecting a decline of 5.17%. The decline in revenue was primarily attributable to lower manufacturing revenue, which was partially offset by improved trading activities.

Despite the moderation in revenue, the Company achieved an EBITDA of ₹1,695.96 lakhs, representing a growth of 6.52% over the previous year. The EBITDA Margin improved from 6.71% in FY 2024-25 to 7.53% in FY 2025-26, an improvement of 0.82 percentage points, reflecting enhanced operational efficiency and effective cost management.

The Profit After Tax (PAT) stood at ₹841.61 lakhs, registering a marginal increase of 1.63% over the previous financial year despite the challenging business environment.

The Company's Net Worth increased significantly to ₹12,397.42 lakhs as on 31 March 2026, compared to ₹6,612.15 lakhs in the previous year, representing a growth of 87.49%. The substantial increase was primarily attributable to the successful Rights Issue of ₹49.44 crore completed in June 2025, which strengthened the Company's capital base and improved its overall financial position.

Current Ratio declined from 2.33 to 1.69, primarily due to increased current liabilities and working capital requirements relating to the implementation of the expansion project. Nevertheless, the ratio remains above 1, indicating that the Company continues to maintain adequate liquidity to meet its short-term obligations.

Debt-Equity Ratio improved substantially from 2.47 to 1.27, reflecting a stronger capital structure due to the increase in shareholders' equity and improved leverage management.

Net Profit Margin improved from 3.49% to 3.74%, indicating better overall profitability through efficient cost control and operational performance.

Inventory Turnover Ratio improved from 1.33 to 1.58, reflecting improved inventory management and more efficient utilization of inventory during the financial year.

10. Human Resources

The Company recognizes that its employees are its most valuable asset and remain committed to fostering a work environment that promotes professionalism, teamwork, integrity, continuous learning, and employee well-being.

Industrial relations remained cordial and harmonious throughout the financial year under review, and no material industrial disputes or disruptions affecting the Company's operations were reported.

As on 31 March 2026, the Company had 48 permanent employees on its rolls. The Company continues to focus on enhancing employee capabilities through training and development initiatives, strengthening workplace safety, and ensuring compliance with applicable labour laws and statutory requirements.

The Company is committed to maintaining high standards of occupational health and safety across its operations and continuously strives to provide a safe, healthy, and productive working environment for all its employees.

11. Cautionary Statement

Statements in this Management Discussion and Analysis Report describing the Company's objectives, projections, estimates and expectations may constitute "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results may differ materially due to factors including changes in Government policy on FRP / MSP, ethanol pricing and export regulation, monsoon and climatic conditions, global sugar and crude oil prices, project-execution outcomes, and other economic developments in India and overseas. The Company assumes no obligation to publicly update or revise any forward-looking statements.

Sources: ISMA; AISTA; NFCSF; USDA-FAS New Delhi (Sugar Annual, 2026); Ministry of Consumer Affairs, Food & Public Distribution; Ministry of Petroleum & Natural Gas; and financial / trade press, as of July 2026.

INDEPENDENT AUDITOR'S REPORT

To the Members of Dollex Agrotech Limited

Report on the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of Dollex Agrotech Limited, which comprise the Balance Sheet as at March 31, 2026, and the Statement of Profit and Loss (including other comprehensive income), Statement of changes in equity and Cash Flow Statement for the year end on that date. Notes to the financial statement including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the company as at March 31, 2026, and its profit, total comprehensive income, the changes in equity and its cash flows for the year ended on that date.

Basis for opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the accompanying financial statements for the financial year ended March 31, 2026. These matters were addressed in the context of our audit of the accompanying financial statements as a whole and in forming our opinion. Based on facts and circumstances of the entity under audit, we conclude that there are no key audit matters to communicate.

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon.

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

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

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, and financial performance of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility for the Audit of the Financial Statements

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

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

Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.

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 standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

Report on Other Legal and Regulatory Requirements

1. As required by section 143 (3) of the Act, we report that:
   a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
   b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books ;
   c) the Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account;
   d) In our opinion, the aforesaid standalone 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 March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164 (2) of the Act.
   f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:
In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
   i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements.
   ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;
   iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company and its subsidiary companies incorporated in India.

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

For S. N. Gadiya & Co.
Chartered Accountants

S. N. Gadiya
Proprietor
M. No. 071229
FR No. 002052C
UDIN: 26071229TMVLOR2429
Indore: 30.05.2026

ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF DOLLEX AGROTECH LIMITED

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 Dollex Agrotech Limited ("the Company") as of March 31, 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 Notes require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

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

Inherent Limitations of Internal Financial Controls 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 March 31, 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 S. N. Gadiya & Co.
Chartered Accountants

S. N. Gadiya
Proprietor
M. No. 071229
FR No. 002052C
UDIN: 26071229TMVLOR2429
Indore: 30.05.2026

ANNEXURE 'B' REFERRED TO IN POINT 1 OF REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS OF THE REPORT OF THE AUDITORS ON THE ACCOUNTS OF DOLLEX AGROTECH LIMITED FOR THE YEAR ENDED 31st MARCH, 2026

3(i) Property, Plant and Equipment

(a) The company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment;
The company has maintained proper records showing full particulars of intangible assets;

(b) The Property, Plant and Equipment have been physically verified by the management at reasonable intervals and in accordance with the confirmation provided by the management there was no material discrepancy found on such verification;

(c) The title deeds of all the immovable properties disclosed in the financial statements are held in the name of the company;

(d) There was no revaluation of Property, Plant and Equipment or intangible assets during the year under audit;

(e) There have been no proceedings found initiated or are pending against the company for holding any Benami Property under the Benami Transactions (Prohibition) Act, 1988 and Rules made there under;

3(ii) Inventories

(a) Physical verification of inventory has been conducted at reasonable intervals by the management and in our opinion, the coverage and the procedure adopted for such verification by the management is found appropriate. As per the information provided by the management, there was no major discrepancy noticed during the course of verification;

(b) The company has been enjoying working capital limits in excess of 5 Crore Rupees, in aggregate, from banks on the basis of security of current assets. Based on the information provided to us, the company has been submitting statements and other prescribed information to the bank as required, and such statements and information are in agreement with the company's books of account.

3(iii) Investments, guarantees, loans and advances

The company has not made any investment, provided any guarantee or security or granted any loans and advances in the nature of loans, secured or un-secured, to companies, firms, LLPs or any other party except bank guarantees in favour of Govt. Departments and advances for supplies in normal course of business which are not prejudicial to the interest of the company;

3(iv) **Compliance of section 185 and 186 of The Companies Act, 2013**

The company has adhered to the provisions of section 185 and 186 of The Companies Act, 2013 in respect of loans, investments, guarantees and security;

3(v) **Deposits U/s 73 to 76 of The Companies Act, 2013**

The company has not accepted deposits or amounts which are deemed to be deposits and thereby the provisions of section 73 to 76 or any other relevant provisions of The Companies Act and the Rules framed there under as well as directives issued by Reserve Bank of India have been complied with;

3(vi) **Maintenance of cost records**

According to the information and explanations given to us, we report that the Central Government has prescribed the maintenance of cost records under section 148(1) of the Act for the products manufactured and/or services provided by the Company. We have broadly reviewed the books of account maintained pursuant to the prescribed cost records and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained.

3(vii) **Statutory dues**

The company is regular in depositing statutory dues including Goods and Service Tax, Provident Fund, Employees' State Insurance, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues to the appropriate authorities except Income Tax Dues as under :-

Nature of the statute	Income tax
Nature of dues	Statutory dues
Amount	Rs. 1.98 Crores
Period to which the amount relates	FY 2024-25

3(viii) **Unrecorded transactions**

During the course of audit, we have not come across any transaction not recorded in the books of account required to be surrendered or disclosed as income during the year in the tax assessments under The Income Tax Act, 1961;

3(ix) **Long term funds and its utilization**

(a) The company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender;

(b) The company has not been declared willful defaulter by any bank or financial institution or other lender;

(c) As per our scrutiny, term loans borrowed during the year were applied for the purpose for which the loans were obtained;

(d) We have not come across any instance of fund raised on short term basis having been utilized for long term purposes;

(e) The company has not taken any funds from any entity or person on account of or to meet the obligation of its subsidiaries, associates or joint ventures;

(f) The company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies;

3(x) Public Money and Preferential Allotments

(a) The company has not raised moneys by way of initial public offer except Rights Issue comprising 1,49,80,800 fully paid-up equity shares of face value ₹10 each at an issue price of ₹33 per Equity Share (including a premium of ₹23 per share), aggregating to ₹4,943.66 lakhs. The entire proceeds raised through the Rights Issue have been fully utilized for the purposes and objects stated in the Letter of Offer, and there has been no deviation or variation in the utilization of such funds.

(b) The company has not made any preferential allotment or private placement of shares of convertible debentures (fully, partially or optionally convertible) during the year and thereby there is no contravention of Section 42 and 62 of The Companies Act, 2013;

3(xi) Fraud, Fraudulent Transactions and Whistle Blowing

(a) We have not noticed any fraud by the company or any fraud on the company which has been reported during the year;

(b) We have not come across an offence of fraud while performing our duties as an Auditor which is required to be reported under sub-section (12) of section 143 of The Companies Act, 2013;

(c) We have not found any whistle blower complaint received during the year by the company;

3(xii) Compliance of Provisions related to Nidhi Companies

The provisions related to a Nidhi company are not applicable to the company being not a Nidhi Company;

3(xiii) Related party transactions

All transactions with the related parties are in compliance with section 177 and 188 of The Companies Act, where applicable and relevant details have been disclosed in the financial statements etc., as required by the applicable accounting standards;

3(xiv) Internal audit under section 138 of The Companies Act, 2013

(a) The company has an internal audit system commensurate with the size and nature of its business;

(b) The reports of the internal auditor for the period under audit are placed on record and reviewed by us before finalizing the audit report;

3(xv) Non cash transactions

During the course of our random checking, we have not come across any non-cash transaction with directors or persons connected with directors by the company or vice versa

3(xvi) NBFC related provisions

The company is not required to be registered under section 45-IA of The Reserve Bank of India Act, 1934 (2) of 1934 since the company has neither conducted any Non-banking Financial or Housing Finance Activities nor investment activities;

3(xvii) Cash losses

The company has not incurred cash losses in the financial year and in the immediately preceding financial year;

3(xviii) Resignation of auditor

There has not been any resignation of the Statutory Auditors during the year under audit;

3(xix) Financial Ratio Analysis

On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of the Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report about the company's capability of meeting its liabilities existing at the date of the balance sheet as and when they fall due within a period of one year from the balance sheet date;

3(xx) Corporate Social Responsibility under section 135 of The Companies Act, 2013

It is applicable to the company for the year under audit. There are no ongoing projects hence there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Act, in compliance with second proviso to sub section 5 of section 135 of the Act. The amount of Rs. 17.71 Lakh related to F.Y. 2024-25 which is required to be spent on and before March 31, 2026 has already been spent.

3(xxi) **Consideration of consolidate components**

We have no comments to offer under this paragraph of CARO being no consolidation of financial statements during the year under audit;

For S. N. Gadiya & Co.
Chartered Accountants

S. N. Gadiya
Proprietor
M. No. 071229
FR No. 002052C
UDIN: 26071229TMVLOR2429
Indore: 30.05.2026

DOLLEX AGROTECH LIMITED				
CIN NO. :L15311MP2013PLC030914				
BALANCE SHEET AS AT MARCH 31, 2026				
				Rs. In Lacs
Sr. No.	**Particulars**	**Note No.**	**As at March 31,2026**	**As at March 31, 2025**
	Assets			
1	**Non-Current Assets**			
	(a) Property Plant and Equipment	4(A)	2,561.96	2,896.30
	(b) Capital WIP	4(B)	8,559.53	5,495.84
	(b) Intangible Assets	4(C)	97.49	23.15
	(c)Financial Assets			
	(i) Security Deposits	5	18.30	14.04
	(d) Other Non-Current Assets	6	4,617.30	3,313.05
	Total Non – Current Assets		**15,854.57**	**11,742.37**
2	**Current Assets**			
	(a) Inventories	7	9,737.12	14,586.78
	(b)Financial Assets	8		
	(i)Trade Receivables	8(A)	11,479.76	1,358.34
	(ii)Cash and Cash Equivalents	8(B)	190.23	81.42
	(c) Other Current Assets	9	4,182.15	538.65
	Total Current Assets		**25,589.26**	**16,565.19**
	Total Assets		**41,443.83**	**28,307.56**
	EQUITY AND LIABILITIES			
	Equity			
	(a)Equity Share Capital	10	3,994.88	2,496.80
	(b) Other Equity	11	8,402.54	4,115.35
	Total Equity		**12,397.42**	**6,612.15**
	Liabilities			
1	**Non – Current Liabilities**			
	(a) Financial Liabilities			
	(i)Borrowings	12	13,763.93	14,361.18
	(b) Provisions	13	9.84	8.34
	(c) Deferred Tax (Asset)/ Liability	27	175.03	221.39
	Total Non- Current liabilities		**13,948.79**	**14,590.91**
2	**Current Liabilities**			
	(a) Financial Liabilities	14		
	(i) Borrowings	14(A)	1,974.33	1,996.86
	(ii) Trade Payables			
	Micro and Small Enterprises		13.32	-
	Other than Micro and Small enterprises	14(B)	11,167.13	3,761.20
	(iii) Other Financial Liabilities	14(C)	748.74	819.89
	(b) Other Current Liabilities	15	761.00	322.70
	(c) Provisions	16	9.00	6.00
	(b) Current Tax Liability (Net)	17	424.09	197.86
	Total Current Liabilities		**15,097.61**	**7,104.51**
	Total Equity And Liabilities		**41,443.83**	**28,307.56**

See accompanying notes to the Financial Statements
As per our Report of even date attached

For S. N. Gadiya& Co.
Chartered Accountants

For and on behalf of Board of
Dollex Agrotech Limited

S.N. Gadiya
Proprietor
M. No.- 071229
FR No.- 002052C
UDIN: 26071229TMVLOR2429
Indore, 30 May, 2026

Mehmood Khan
Managing Director
DIN:00069224

Munni Khan
Whole Time Director
DIN:00027334

Anil Kumar Bhagat
Chief Financial Officer

Siddhi Banthiya
Company Secretary

Dollex Agrotech Ltd.

DOLLEX AGROTECH LIMITED				
CIN No. :L15311MP2013PLC030914				
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31,2026				
				(Rs. In Lacs, Except EPS)
Sr. No.	Particulars	Note No.	As at March 31,2026	As at March 31, 2025
	Income			
	Revenue from Operations	18	22515.77	23,743.05
	Other Income	19	27.03	2.65
I	**Total Income**	I	**22542.80**	**23,745.69**
	Expenses			
	Cost of Material Consumed	20	4595.23	11,467.37
	Purchase of traded goods	21	9732.91	7,343.53
	Changes in inventories	22	4841.66	1633.01
	Employee Benefit Expenses	23	723.18	618.43
	Finance Cost	24	369.68	333.80
	Depreciation and Amortization	4(A & C)	298.63	251.78
	Other Expenses	25	918.95	1048.24
II	**Total Expenses**	II	**21480.23**	**22,696.16**
	Profit/(loss) before exceptional items and tax (I-II)		**1062.56**	**1049.53**
	Exceptional Items			
	Prior Period Expenses		-	-
	Profit/ (Loss) before Tax		**1062.56**	**1049.53**
	Tax Expenses:	26		
	(i) Current Tax		267.32	224.69
	(ii)Earlier year taxes		-	24.58
	(iii) Deferred Tax Liability / (Asset)		(46.34)	-27.85
	(iii) Excess tax Provision w/back		-	-
	Profit /Loss for the Period		**841.61**	**828.11**
	Other Comprehensive Income		-	-
	Total Comprehensive Income for the Period		**841.61**	**828.11**
	Earnings Per Equity Share (For Continuing Operations)			
	(i) Basic		**2.27**	**3.32**
	(ii) Diluted		**2.27**	**3.32**

See accompanying notes to the Financial Statements
As per our Report of even date attached

For S. N. Gadiya& Co.
Chartered Accountants

For and on behalf of Board of
Dollex Agrotech Limited

S.N. Gadiya
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Dollex Agrotech Ltd.

DOLLEX AGROTECH LIMITED			
CIN No. :L15311MP2013PLC030914			
CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2026			
			(Rs. In Lacs)
Particulars		**Year Ended 31.03.2026**	**Year Ended 31.03.2025**
A . Cash Flow from Operating Activities			
Net Profit Before Tax & Extraordinary Items		1062.56	1,049.53
Adjustments for :			
Depreciation		298.63	251.78
Interest Paid		369.68	333.80
Others		-	-
Less : Interest and Dividend Received		(3.04)	(2.65)
Operating profit before working capital changes		**1727.83**	**1,632.46**
Adjustment for :			
Trade and other Receivables		(15073.42)	669.56
Inventories		4849.66	1,633.01
Trade and other payables		8088.29	(6,194.55)
Cash generated from operations		**(407.64)**	**(2,259.52)**
Less : Direct Tax Paid		(267.32)	(249.27)
Net Cash from Operating Activities	**(A)**	**(674.96)**	**(2,508.79)**
B. Cash Flow from Investment activities			
Purchase of Fixed Assets		(364.07)	(357.96)
Sale of Fixed Assets		-	-
Subsidy		325.44	354.00
Capital WIP, Cap. Adv. & Pre-op. Exps.		(3063.69)	(4,720.71)
Interest Received		3.04	2.65
Net Cash from investment activities	**(B)**	**(3,099.27)**	**(4,722.02)**
C. Cash flow from financing activities			
Proceeds from Public Issue		4943.66	-
Proceeds from Borrowings		(619.79)	6,349.12
Repayment of Borrowings		(71.15)	300.54
Interest Paid		(369.68)	(333.80)
Net Cash from Financing Activities	**(C)**	**3883.04**	**6,315.86**
Net Increase in Cash and Cash Equivalents	**Total (A+B+C)**	**108.81**	**(914.94)**
Cash and Cash Equivalent at Beginning of the year		81.42	996.36
Cash and Cash Equivalent at end of the year		**190.23**	**81.42**
We have checked the above cash flow statement of DollexAgrotech Limited, Derived from the Audited Annual Financial Statement for the year ended 31st March, 2026 with the books and records maintained in the ordinary course of business and found the same to be in accordance therewith.			

See accompanying notes to the Financial Statements
As per our Report of even date attached

For S. N. Gadiya& Co.
Chartered Accountants

For and on behalf of Board of
DollexAgrotech Limited

S.N. Gadiya
Proprietor
M. No.- 071229
FR No.- 002052C
UDIN: 26071229TMVLOR2429
Indore, May 30, 2026

Mehmood Khan
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Anil Kumar Bhagat
Chief Financial Officer

Siddhi Banthiya
Company Secretary

DOLLEX AGROTECH LIMITED	
CIN No. :L15311MP2013PLC030914	
STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED ON 31ST MARCH,2026	
2026	
Equity Share Capital	(Rs. In Lacs)
Authorised 4,00,00,000 Equity Shares of Rs. 10/- each (Previous Year 4,00,00,000 Equity Shares of Rs. 10/- each)	**4,000.00**
Issued, Subscribed and Paid up 3,99,48,800 Equity Shares of Rs . 10/-each fully paid up	3,994.88
Changes in Equity Share Capital During the Year	149.81
Balance as at March 31, 2025	**2,496.80**
Changes in Equity Share Capital During the year	1,498.08
Balance as at March 31,2026	**3,994.88**

Shareholder's Holding More than 5% Shares	**2026**		**2025**	
Name of Shareholder	**No. of shares held (in Lacs)**	**Holding % age**	**No. of shares held (in Lacs)**	**Holding % age**
Mrs. MunniKhan	70.00	17.52 %	70.00	28.04 %
Mr. Mehmood Khan	107.91	27.01%	70.40	28.20%
R.K. Tankers Pvt. Ltd	27.60	6.91%	27.60	11.05 %
Total	**205.51**	**51.44%**	**168.00**	**67.29%**

Other Equity

(Rs. in lacs)

Particulars	**Reserve and Surplus**		
	Securities Premium Reserve	**Retained Earnings**	**Total Other Equity**
Balance as at April 1, 2024	**-**	**2045.24**	**2045.24**
Addition for the Year	1,242.00	828.11	2070.11
Other Comprehensive Income for the year, Net of Income Tax	-	-	-
Balance as at April 1,2025	**1,242.00**	**2873.35**	**4115.35**
Addition for the Year	3445.58	841.61	4287.19
Other Comprehensive income for the year ,Net of Income Tax	-	-	-
Balance as at March 31,2026	**4687.58**	**3714.96**	**8402.54**

NOTES TO ACCOUNTS

1.Accounting Policies

a. Accounting Convention:

The Financial Statement are Prepared on the basis of going concern, under historical cost Convention on an accrual basis and in accordance with the requirement of the Companies Act, 2013 and comply with the Accounting Standards issued by the Institute of Chartered Accountants of India to the extend applicable.

b.Use of Estimates :

The preparation of financial Statements, in conformity with the Generally Accepted Accounting Principles, requires management to make estimates and assumptions that are considered in the reported amounts of assets and liabilities and disclosures of contingent liabilities on the date of financial statements and reported amounts of revenue and expenses for the year. Estimates are based on historical experience, where applicable and other assumptions that management believes are reasonable under the circumstances. Actual results could vary from these estimates and any such differences are dealt with in the period in which results are known/materialize.

2.Accounting Standards:

a. Investments:

Long Term Investments are stated at Cost.

b. Inventories

Inventories are valued at lower of cost (Excluding Excise duty /GST) or Net Realize Value.

c. Property, Plant and Equipment

Fixed Assets are stated at cost less accumulated depreciation and impairment, if any. Direct costs are capitalized until such assets are put to use. Tangible Fixed Assets, that are not yet ready for their intended use are carried at costs, comprising direct cost and other incidental /attributable expenses and reflected under capital work in progress.

Deprecation on fixed assets is provided on the SLM method in the manner prescribed under Schedule II to the Companies Act, 2013.

d. Revenue Recognition

Sales of goods is recognized on dispatch to customers and it is net of discount. Interest income is recognized on a time proportion basis.

e. Accounting Policies, changes in Accounting estimates and errors.

There is no change in accounting policies. As regards prior period item, those have been earmarked.

f. Accounting for effects of change in Foreign Exchange

Transactions in foreign currency are recorded at exchange rates prevailing on the date of the transaction. Assets and Liabilities related to foreign currency transactions, remaining unsettled at the year end, are stated at the contracted rates, when covered under forward exchange contracts and at year end rates in other cases. The premium payable on forward foreign exchange contracts is amortized over the period of contract. Exchange gains /losses are to be recognized in the profit and loss account. There is no foreign currency transaction during the year.

g. Related Parties Disclosure

The related parties, as defined by Accounting Standard 24 '**Related party disclosure**' issued by The Institute of Chartered Accountants of India are as follows:

Name of the related parties and description of relationship.

Sr. No.	Name of Party	Relation
(a)	**Controlling Companies / Firms**	NIL
(b)	**Key Management Personnel (KMP)**	
1	**Mehmood Khan**	Managing Director
2	**Munni Khan**	Whole Time Director
3	**Nadeem Khan**	Non -Executive Director
4	**Ruchi Sogani**	Independent Director
5	**Praveen Kumar Jain**	Independent Director
7	**Siddhi Banthiya**	Company Secretary
8	**Anil Kumar Bhagat**	Chief Financial Officer
9	**Anis Khan**	Chief Executive Officer
(c)	**Relatives of Key Management/ Companies Controlled by Relatives**	**1.** Anis Khan (Son of Mr. Mehmood Khan)
		2. Farzana Khusro (Daughter of Mr. Mehmood Khan)
		3.Nadeem Khan(son of Mr. Mehmood Khan)
		4.Samya Khan(Daughter in Law of Mr. Mehmood Khan)
		6.Marium Leasing And Investment Private Limited
		7.Ninth Mile Recreation Pvt Ltd
		8.R.K. Tanker Pvt Ltd
		9.R.K. Industries

Related Party Transactions

(Rs. In Lacs)

Sr.No.	Particulars	Key Management Personnel/ Directors	2026		2025	
1	**Director Remuneration**	Mehmood Khan	84.00		84.00	
		Munni Khan	84.00		84.00	
2	**Sitting Fees**	Praveen Kumar Jain	0.45		0.25	
		Ruchi Sogani	0.40		0.25	
		Vijai Singh Bharaktiya	0.25		0.25	
		Manish Joshi	0.30		0.25	
3	**Salary**	Siddhi Banthiya	6.00		5.40	
		Anil Kumar Bhagat	8.40		8.40	
		Anis Khan	12.00		-	
4	**Rent**	Mehmood Khan	19.08		19.08	
		Munni Khan	12.00		12.00	
5	**Directors Expenses**	Mehmood Khan	39.70		47.21	
6	**USL Received /Repaid**	**Name**	**Received**	**Repaid**	**Received**	**Repaid**
		Mehmood Khan	666.04	233.73	1,625.00	-
		Munni Khan	339.18	120.45	205.10	-
		Khusro Nisar	23.83	22.23	1.65	3.25

		Anis Khan	-	-	-	-
		Marium Leasing & Investment Pvt Ltd	4191.03	384.26	2,706.24	-
		Ninth Mile Recreation Pvt Ltd	0.17	2.00	1.60	10.75
		R.K. Tankers Pvt Ltd	0.57	-	21.75	16.50
		R.K. Industries	9.86	14.86	-	-

i. Earning Per Share

(Figures in Lacs, Except EPS)

Sr. No.	Particulars	2026	2025
1	Total Number of Shares at the end of the Year	399.49	249.68
2	Weighted average Number of Shares at the Beginning and end of the year	370.35	249.68
3	Net Profit after tax available for Equity share Holders	841.61	828.11
4	Basic and Diluted Earnings Per Share	2.27	3.32

J. Income Tax

i. Provision for Income Tax is made in accordance with the Income Tax Act, 1961.

ii. Current Tax is determined as the amount of tax payable in respect of taxable income of the year.

iii. The Company has recognized Deferred Taxes which result from timing difference between the Book Profits and Tax Profits.

K. Contingent Liability: Income Tax Demand in Appeal of Rs. 1872.38 Lakhs & Bank Guarantee of Rs. 500.00 Lakhs

										(Rs. In Lacs)
Note No. 4 (A) : Property Plant and Equipment										
	Land (Freehold)	**Factory Building**	**Staff Building**	**Plant & Machinery**	**Furniture & Fixtures**	**Office Equipments**	**Electrical Installation**	**Vehicles**	**Computers**	**TOTAL**
I. Cost										
Balance as at April 01, 2023	**168.50**	**545.78**	**88.28**	**3,363.29**	**14.86**	**17.90**	**22.12**	**99.93**	**6.38**	**4,327.04**
Additions	45.76	1.85	7.64	7.65	2.15	0.57	4.23	303.28	-	**373.13**
Disposals / Subsidy	20.37	-	-	354.00	-	-	-	-	-	**374.37**
Balance as at March 31, 2024	**193.89**	**547.63**	**95.92**	**3,016.94**	**17.01**	**18.47**	**26.35**	**403.21**	**6.38**	**4,325.80**
Additions	56.38	-	11.80	180.47	1.58	10.20	19.31	77.30	0.92	**357.96**
Disposals / Subsidy	-	-	-	354.00	-	-	-	-	-	**354.00**
Balance as at March 31, 2025	**250.27**	**547.63**	**107.72**	**2,843.40**	**18.60**	**28.67**	**45.65**	**480.52**	**7.30**	**4,329.76**
Additions	83.43	-	-	42.46	56.00	3.46	10.33	56.37	2.35	254.41
Disposals / Subsidy	**-**	**-**	**-**	325.44	**-**	**-**	**-**	**-**	**-**	**325.44**
Balance as at March 31, 2026	**333.71**	**547.63**	**107.72**	**2560.43**	**74.60**	**32.12**	**55.99**	**536.89**	**9.65**	**4258.73**
II. Accumulated Depreciation / impairment										
Balance as at April 01, 2023	**-**	**53.31**	**2.09**	**832.06**	**6.45**	**7.51**	**6.32**	**13.39**	**4.55**	**925.68**
Depreciation for the year	-	17.27	2.88	212.99	1.48	1.73	2.19	30.00	0.85	**269.39**
Written Back During the year	-	-	-	-	-	-	-	-	-	**-**
Balance as at March 31, 2024	**-**	**70.58**	**4.97**	**1,045.05**	**7.93**	**9.24**	**8.51**	**43.39**	**5.40**	**1,195.07**
Depreciation for the year	**-**	17.33	3.05	172.11	1.68	2.11	3.09	38.70	0.33	**238.40**
Written Back During the year	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Balance as at March 31, 2025	**-**	**87.91**	**8.02**	**1,217.16**	**9.61**	**11.35**	**11.60**	**82.09**	**5.73**	**1,433.46**
Deprecation for the Year	**-**	17.33	3.41	182.36	3.46	2.88	4.86	48.28	0.73	263.31
Written back During the year	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Balance as at March 31, 2026	**-**	**105.24**	**11.42**	**1,399.52**	**13.07**	**14.23**	**16.47**	**130.36**	**6.46**	**1,696.77**
Net block (I-II)										
Balance as at March 31,2026	**333.71**	**442.38**	**96.29**	**1,160.91**	**61.53**	**17.90**	**39.52**	**406.52**	**3.19**	**2,561.96**
Balance as at March 31, 2025	**250.27**	**459.72**	**99.70**	**1,626.25**	**8.99**	**17.31**	**34.05**	**398.43**	**1.57**	**2,896.30**
Balance as at March 31, 2024	**193.89**	**477.05**	**90.95**	**1,971.88**	**9.08**	**9.23**	**17.84**	**359.82**	**0.98**	**3,130.73**

Certain vehicles are hypothecated as primary security to the Bank/FIs for loan against such vehicles

Dollex Agrotech Ltd.

Note No. 4(B): Capital work in Progress (CWIP)

(Rs. in Lacs)

Particulars	**Amount**
Opening as at April 01,2024	**72.85**
Addition	**702.28**
Capitalised During the Year	-
Balance as at March 31,2024	**775.14**
Addition	4,720.71
Capitalised During the year	-
Balance as at March 31, 2025	**5495.84**
Addition	3063.69
Capitalised During the year	-
Balance as at March 31, 2026	**8559.53**

Capital Work in Progress (CWIP) Ageing Schedule

	Amount in CWIP as at March 31, 2026				
Particulars	**Less than 1 Year**	**1-2 Years**	**2-3 Years**	**More than 3 Years**	**Total**
Factory Shed	-	-	-	-	-
Pre- operative Exp-Ethanol Plant	2059.42	-	-	-	**2059.42**
Pre-Operative Exp.-Ethanol Plant	1004.27	4720.71	-	775.14	**6500.12**
	3063.69	**4720.71**	**-**	**775.14**	**8559.53**

	Amount in CWIP as at March 31, 2025				
Particulars	**Less than 1 Year**	**1-2 Years**	**2-3 Years**	**More than 3 Years**	**Total**
Factory Shed	-	-	-	-	-
Pre- operative Exp-Ethanol Plant	4,720.71	-	775.14	-	**5,495.84**
	4,720.71	**-**	**775.14**	**-**	**5,495.84**

	Amount in CWIP as at March 31, 2024				
Particulars	**Less than 1 Year**	**1-2 Years**	**2-3 Years**	**More than 3 Years**	**Total**
Factory Shed	-	702.28	-	-	**702.28**
	-	**702.28**	**-**	**-**	**702.28**

Pre-Operative Expenses – Ethanol Plant (2023-24)	**(Rs. in Lacs)**
Documentation Charges	**1.00**
Loan Fee	**2.50**
Front End Fees	**69.34**
Interest on Loan	**0.01**
	72.85

Note No. 4(C) : Intangible Asset

(Rs. in Lacs)

Description of Asset	Preliminary Expenses	IPO Expenses	Total
I.Cost			
Balance as at April 1, 2023	**18.03**	**48.86**	**66.89**
Additions	-	-	-
Balance as at March 31, 2024	**18.03**	**48.86**	**66.89**
Additions	-	-	-
Deletion	-	-	-
Balance as at March 31, 2025	**18.03**	**48.86**	**66.89**
Additions	27.87	81.79	109.66
Deletion	-	-	-
Balance as at March 31,2026	**45.90**	**130.65**	**176.55**

II. Accumulated impairment Lossess			
Balance as at April 1,2023	**7.21**	**9.77**	**16.98**
Amortization for the year	3.60	9.77	13.38
Balance as at March 31, 2024	**10.81**	**19.55**	**30.36**
Amortization for the year	3.61	9.77	13.39
Balance as at March 31, 2025	**14.43**	**29.32**	**43.75**
Amortization for the year	9.19	26.13	35.32
Balance as at March 31, 2026	**23.61**	**55.45**	**79.06**

NET BLOCK (I- II)		**-**	**-**
Balance as at March 31,2026	**22.80**	**75.20**	**97.49**
Balance as at March 31, 2025	**3.60**	**19.55**	**23.15**
Balance as at March 31, 2024	**7.21**	**29.32**	**36.53**

IPO & Right Issue Expenses

Advertisement	1.85
IPO Expenses	14.64
Legal & Professional Charges	32.37
Total	**48.86**

NOTE NO. 5 (Rs. In Lakhs)

Particulars	2026	2025
Financial Assets		
Security Deposit	18.30	14.04
	18.30	**14.04**

NOTE NO. 6 (Rs. In Lakhs)

Particulars	2026	2025
Other Non-Current Assets		
Investment for Acquisition	164.62	164.62
Capital Advances	1868.05	3148.43
Advance for Maize (Ethanol)	2584.63	-
	4617.30	**3313.05**

NOTE NO. 7

(Rs. in Lacs)

Particulars	2026	2025
Inventories		
Finished Goods	6986.80	11,896.67
By Products	2744.68	2,676.47
Consumables Stores, Packing Material & Chemicals	5.64	13.64
	9737.12	**14,586.78**

NOTE NO. 8

(Rs. in Lacs)

Particulars	2026	2025
Financial Assets		
(A) Trade Receivables [Unsecured , Considered Good]	**11479.76**	**1358.34**

Notes for Receivables:

1) The average credit period is 30-90 days from the date of invoice. No interest is recovered on trade receivables for payments received after due date.

2) The Company has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and adjusted for forward-looking information along with changes in credit risk of specific parties/companies. The expected credit loss allowance is based on the ageing of the days the receivables are due and the rates as given in the provision matrix.

3) No trade or other receivable are due from directors or other officers of the Company either severally or jointly with any other person. Nor any trade or other receivables are due from firms or private companies respectively in which any director is a partner, a director or a member.

As at March 31, 2026

	Outstanding for following Periods from Due Date of Payment					
Particulars	**Less than 6 Months**	**6 Months - 1 Year**	**1-2 Years**	**2-3 Years**	**More than 3 Years**	**Total**
Undisputed Trade Receivables – Considered Goods	9690.59	1773.84	-	15.33	-	11479.76
Undisputed Trade Receivables – Considered Doubtful	-	-	-	-	-	-
Disputed Trade Receivables- Considered good	-	-	-	-	-	-
Disputed Trade Receivables- Considered Doubtful	-	-	-	-	-	-
Total	**9690.59**	**1773.84**	**-**	**15.33**	**-**	**11479.76**

As at March 31, 2025

	Outstanding for following Periods from Due Date of Payment					
Particulars	**Less than 6 Months**	**6 Months - 1 Year**	**1-2 Years**	**2-3 Years**	**More than 3 Years**	**Total**
Undisputed Trade Receivables – Considered Goods	1,342.48	0.07	2.34	13.44	-	1,358.34
Undisputed Trade Receivables – Considered Doubtful	-	-	-	-	-	-
Disputed Trade Receivables- Considered good	-	-	-	-	-	-
Disputed Trade Receivables- Considered Doubtful	-	-	-	-	-	-
Total	**1,342.48**	**0.07**	**2.34**	**13.44**	**-**	**1,358.34**

(Rs. in Lacs)

Particulars	**2026**	**2025**
(B) Cash and Cash Equivalent		
(i)Balances with Banks :		
In Deposit Account	32.46	27.27
In Current Account	5.06	25.70
(ii)Cash on Hand	147.53	25.03
(iii)Accrued Interest on FDRs	5.18	3.42
	190.23	**81.42**
Note : The deposit includes FDR with banks. An FDR of Rs. 25.00 Lacs in Canara bank is pledged against loan from IREDA.		

NOTE No. 9

Particulars	**2026**	**2025**
Other Current Assets		
Prepaid Insurance	12.00	9.70
Advance to Suppliers	195.06	128.90
Balance with Revenue Authorities	126.30	364.23
Advance to others	3848.74	35.82
Rent Receivables	0.05	-
	4182.15	**538.65**

NOTE No. 10

Equity Share Capital

Particulars	**2026**	**2025**
(a)Authorised **4,00,00,000 Equity Shares of Rs. 10/- each** **(Previous Year 2,50,00,000 Equity Shares of Rs. 10/- each**	**4,000.00**	**4000.00**
(b) Issued, Subscribed and Paid up **3,99,48,800 Equity Shares of Rs. 10/- each fully paid up** **(Previous Year 2,49,68,000 Equity Shares of Rs. 10/- each fully paid up)**	**3994.88**	**2,496.80**

Changes in Equity Share Capital During the Year		
Balance as at March 31,2025	2,496.80	2,496.80
Changes in Equity Share Capital during the year	1498.08	-
Balance as at March 31,2026	**3994.88**	**2,496.80**

(c) Shareholder's Holding More than 5% Shares	**2026**		**2025**	
Name of Shareholder	**No. of shares held (in Lacs)**	**Holding % age**	**No. of shares held (in Lacs)**	**Holding % age**
Mrs. Munni Khan	70.00	17.52 %	70.00	28.04%
Mr. Mehmood Khan	107.91	27.01%	70.40	28.20%
R.K. Tanker Private Ltd	27.60	6.91%	27.60	11.05%
Total	**205.51**	**51.44%**	**168.00**	**67.29%**

(d) Terms/ Right attached to Shares

(i) The equity shares of the Company, having par value of Rs. 10 each, rank paripassu in all respects including voting rights and entitlement to dividend.

(ii) In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(Rs. in Lacs)

Details of Shares held by Promoters					
As at March 31, 2026					
Promoter Name	**No. of shares at the Beginning of the year (in lacs)**	**Change during the Year**	**No. of Shares at the end of the year (in Lacs)**	**% of Total Shares**	**% of Change during the year**
Indian – Individual(Resident Individuals /Hindu Undivided Family):					
Mrs. Munni Khan	70.00	-	70.00	17.52%	0.00%
Mr. Mehmood Khan	70.40	37.51	107.91	27.01%	9.39%
Foreign – Individuals (Non Resident Individuals /Foreign Individuals	-	-	-	-	-
Total	**140.40**	**37.51**	**177.91**	**44.54%**	**9.39%**

(Rs. in Lacs)

As at March 31, 2025					
Promoter Name	**No. of shares at the Beginning of the year (in lacs)**	**Change during the Year**	**No. of Shares at the end of the year (in Lacs)**	**% of Total Shares**	**% of Change during the year**
Indian – Individual(Resident Individuals /Hindu Undivided Family):					
Mrs. Munni Khan	70.00	-	70.00	28.04%	-
Mr. Mehmood Khan	70.40	-	70.40	28.20%	-
Foreign – Individuals (Non Resident Individuals /Foreign Individuals	-	-	-	-	-
Total	**140.40**	**-**	**140.40**	**56.24%**	**-**

NOTE No. 11

(Rs. in Lacs)

Particulars	**2026**	**2025**
Other Equity		
(a) Securities Premium	4687.58	1,242.00
(b) Retained Earnings	3714.96	2,873.35
	8402.54	**4,115.35**

Description of nature and purpose of each reserve

(a) Security premium reserve :

Securities premium reserve is used to record the premium on issue of shares. The reserve will be utilized in accordance with provisions of the Act.

(b) Retained earnings :

Retained earnings are created from the profit / loss of the Company, as adjusted for distributions to owners, transfers to other reserves, etc.

NOTE No. 12

(Rs. in Lacs)

Particulars	**2026**	**2025**
Non-Current Financial Liabilities		
Borrowing :		
Secured Borrowings:		
Terms loans from Banks/FIs	8112.99	8,514.27
Vehicle Loans from Bank	216.48	282.04
	8329.47	**8,796.30**
Unsecured Borrowings:		
Inter Corporate Deposits	4545.78	3446.51
Directors	653.74	1,832.80
Others	234.94	285.57
	5434.46	**5,564.88**
	13763.93	**14361.18**

Nature of Security and terms of Re- payment for long term secured borrowing from Bank:

1	**Term Loan-1 of Rs. 950.00 Lacs originally sanctioned from Punjab National Bank (PNB), the same takeover by the Canara Bank (O/s. 647.00 Lac).Details of securities mortgaged and other terms & conditions:**	
	Nature of Security	**Terms of Repayment**
	First charge- Equitable Mortgage of IP (Factory Land & Building) Situated at Survey No.(s) 25, 29,31,32,33,35,36,39,42 & 92 village Erai Badooni khurd, Tehsil Badoni District Datia (M.P.) admeasuring 5.92 Hactare valued at Rs.800.00 Lacs (RV) by bank approved valuer Er. M.L. Gupta vide reprot dated 01.09.2023 & Hypothecation of entire Plant and machinery created / to be created out of bank finance and entire block of fixed assets. Presently P&M has been valued at Rs.2531.00 Lacs by bank approved valuer vide report dated 01.09.2023.	Repayable in 12 Quarterly installments beginning from 2023-24 till 2026-27.
		Interest rate is MCLR+1.95%-0.25% i.e.8.15+1.95-0.25% =9.85%.
		Repayment Schedule:
		FY 2023-24 = Rs. 150 Lacs (3 Qtrly installment of Rs. 50 Lac each)
		FY 2024-25 = Rs. 200 Lacs (4 Qtrly installment of Rs. 50 Lac each)
		FY 2025-26 = Rs. 200 Lacs (4 Qtrly installment of Rs. 50 Lac each)
		FY 2026-27 = Rs. 96.60 Lacs (1 Qtrly installement of Rs. 96.60 Lacs payable on 30.06.2026)

	Term Loan-2 of Rs.900.00 Lacs originally sanctioned from Punjab National Bank (PNB), the same takeover by the Canara Bank (O/s. 765.00 Lac). Details of securities mortgaged and other terms & conditions:	
	Nature of Security	**Terms of Repayment**
	First charge- Equitable Mortgage of IP (Factory Land & Building) Situated at Survey No.(s) 25, 29,31,32,33,35,36,39,42 & 92 village Erai Badooni khurd, Tehsil Badoni District Datia (M.P.) admeasuring 5.92 Hactare valued at Rs.800.00 Lacs (RV) by bank approved valuer Er. M.L. Gupta vide reprot dated 01.09.2023 & Hypothecation of entire Plant and machinery created / to be created out of bank finance and entire block of fixed assets. Presently P&M has been valued at Rs.2531.00 Lacs by bank approved valuer vide report dated 01.09.2023.	Repayable in 12 Quarterly installments beginning from 31.12.2021 to 31.03.2028. (As revised by Amendment in T&C & Extension of COD till Dec 2020 vide sanction letter dated 21.09.2020)
		Interest rate is MCLR+1.95%-0.25% i.e.8.15+1.95-0.25% =9.85%.
		Repayment Schedule:
		FY 2023-24 = Rs. 75 Lacs (3 Qtrly installment of Rs. 25 Lac each)
		FY 2024-25 = Rs. 100 Lacs (4 Qtrly installment of Rs. 25 Lac each)
		FY 2025-26 = Rs.150 Lacs (2 Qtrly installment of Rs. 25 Lac and 2 Qtrly installment of Rs. 100 Lacs)
		FY 2026-27 = Rs. 200 Lacs (4 Qtrly installment of Rs. 50 Lac each)
		FY 2027-28 = Rs. 239.24 Lacs (3 Qtrly installment of Rs. 50 Lac each and 1 Qtrly installment of Rs. 89.24 Lac)

3	GECL-1 Loan under COVID-19 of Rs. 360.00 Lacs. From Punjab National Bank (PNB), the same takeover by the Canara Bank having O/s. Rs. 89.92 Lacs. Details of securities mortgaged and other terms & conditions:	
	Nature of Security	**Terms of Repayment**
	Extension of E/M over Factory Land & Building, P&M and others Fixed Assests already mortgage in favour of PNB and on collateral security and further guranteed by GOI under CGTMSE Coverage.	Repayable in 8 months and repayment start from 22.09.2023 in 8 Equal monthly installment of Rs. 11.24 Lac each.
		Interest rate is RLLR +1.00% i.e 4.00% +2.65%Mark up +1% = 9.25%
		FY 2023-24 = Rs. 67.44 Lacs (6 monthly installment of Rs. 11.24 Lac each)
		FY 2024-25 = Rs. 11.24 Lacs (1 monthly installment of Rs. 11.24 Lac)

4	GECL-2 Loan under COVID-19 of Rs. 185.00 lacs. From Punjab National Bank (PNB), the same takeover by the Canara Bank having O/s. 185.00 Lacs. Details of securities mortgaged and other terms & conditions:	
	Nature of Security	**Terms of Repayment**
	Extension of E/M over Factory Land & Building, P&M and others Fixed Assests already mortgage in favour of PNB and on collateral security and further guranteed by GOI under CGTMSE Converage.	Repayable in 5 Years Including Intial morotorium of 2 year and repayment start from Dec '2023 in 36 Equal monthly installment of Rs. 5.138 Lacs each
		Interest rate is RLLR 6.50 % + BSP 0.25% +0.85% i.e 9.25%
		FY 2023-24 = Rs. 25.69 Lacs (5 monthly installment of Rs.513889 each)
		FY 2024-25 = Rs. 61.67 Lacs (12 monthly installment of Rs.513889 each)
		FY 2025-26 = Rs. 61.67 Lacs (12 monthly installment of Rs.513889 each)
		FY 2026-27 = Rs. 35.97Lacs (7Montly installment of Rs. 513889 each)

Nature of Security and terms of Repayment for long term Secured Borrowing from FI

1	Term Loan sanctioned amounting to Rs. 86.68 Crore by Indian Renewable Energy Development Agency Limited (IREDA). The loan is sanctioned towards setting up a 60 KLPD ethanol plant. Terms of sanction are as under :	
	Nature of Security	**Terms of Repayment**
	First charge over in form of equitable mortgage of all the immovable properties pertaining to the project i.e. Ethanol Plant.	Repayable in 7 Years Including Intial morotorium of 6 months from the date of commissioning and repayment start from 31.03.2026 in 24 quarterly installments. Further, the Schedule Commercial operation Date is extended till 30.06.2026 and consequential repayment start from 31.03.2027.
		Interest rate is 12.10%.
	Pledge of 71.69% (excluding public share) paid up equity shares.	FY 2025-26 = Rs. 292.20 Lacs (1 Qtrly installment of Rs. 292.20 Lac)
		FY 2026-27 = Rs. 1251.00Lacs (1Qtrly installment of Rs. 292.20 Lac each and 3Qtrly installment of Rs. 319.6 Lac each)
	Corporate Guarantee: -R.K. Tankers Pvt Ltd	FY 2027-28 = Rs. 1343.50Lacs (1Qtrly installment of Rs. 319.6 Lac each and 3Qtrly installment of Rs. 341.30 Lac)
	Marium Leasing and Investment Pvt Ltd.	FY 2028-29 = Rs. 1414.10 Lacs (1Qtrly installment of Rs. 341.30 Lac each and 1 Qtrly installment of Rs. 357.60 Lac)

	Personal guarantee of promoters directors	FY 2029-30 = Rs. 1495.20Lacs (1Qtrly installment of Rs. 379.20 Lac each and 3Qtrly installment of Rs. 379.20 Lac)
		FY 2030-31 = Rs. 1533.00Lacs (1Qtrly installment of Rs. 379.20 Lac each and 3Qtrly installment of Rs. 384.60 Lac)
		FY 2031-32 = Rs. 1338.00Lacs (1 Qtrly installment of Rs. 384.60 Lac and 2 Qtrly installment of Rs. 476.70 Lac each)
	Housing Term Loan sanctioned amounting to Rs. 93.97 Lacs by Axis finance Limited for business purpose on the terms of sanction as under :	
	Nature of Security	**Terms of Repayment**
	Secured by way of creation of Mortgage on the Property Land 43, Plot No. 43 Sukun Vihar Khajarana Indore, M.P.-452016	Repayment of 180 equated Monthly installments of Rs. 109775 Beginning from 05/08/2024 and ending to 05/07/2039
		Interest Rate is 11.50% p.a. payable monthly, interest due to be payable on 5th of the every following Month.
	Term loan sanctioned amounting to Rs. 67.35 Lacs by Axis Finance Limited for the purpose of Construction on the terms of Sanction as under	
	Nature of Security	**Terms of Repayment**
	Secured by way of creation of Mortgage on the Property land 43, Plot No. 43 SukunViharKhajarana Indore, M.P. -452013	Repayment in 180 Equated Monthly installments of Rs. 76550 beginning from 05.05.2025
		Interest Rate is 11% p.a. Monthly interest due to be payable on 5th of the every following Month.
	Housing Term Loan sanctioned amounting to Rs. 84.97 Lacs by Axis Finance Limited for Business purpose on the terms of sanction as under:	
	Nature of Security	**Terms of Repayment**
	Secured by way of Creation of Mortgage on the Property Land 44, Plot No. 44 SukunViharKhajrana Indore, M.P.-452016	Repayable in 180 Equated Monthly installments of Rs. 99262 Beginning from 05/09/2024 and ending to 05/08/2039
		Interest rate is 11.50% p.a. payable monthly, interest due to payable on 5th of the every following Month.
	Term Loan sanctioned amounting to Rs. 67.35 Lacs by Axis Finance Limited. The Loan is sanctioned for the purpose of Construction on the terms of Sanctions as under	
	Nature of Security	**Terms of Repayment**
	Secured by way of creation of Mortgage on the Property Land 44, plot No. 44 SukunViharKhajrana Indore, M.P- 452013	Repayable in 180 Equated Monthly installments of Rs. 76550 beginning from 05.05.2025
		Interest Rate is 11% p.a. payable monthly , interest due to be payable on the following month.
	Term Loan sanctioned amounting to Rs. 137.25 Lacs by Axis Finance limited on the terms of Sanctions as under:-	
	Nature of Security	**Terms of Repayment**
	Secured by way of creation of Mortgage on the Property Land 165 Plot No. 165 Shivshakti Nagar Indore, Madhya Pradesh-452016	Repayable in 84 Monthly Installments of Rs. 235006 beginning from 05/07/2024 and ending to 05/06/2031
		Interest Rate is 11 % p.a. payable monthly,

		interest due to be payable on the following month.

Nature of Security and terms of Repayment for Long term secured borrowings from FI:

Nature of Security and terms of repayment for vehicle loans.

1	**Vehicle loan (JCB) from ICICI is secured by first charge and hypothecation of the vehicle funded.**	Repayable in 60 equal monthly installments of Rs. 60,069/- each commencing from 15.10.2022. Last installment due on 15.09.2027. Rate of Interest 8.75% p.a. as at year end.
2	**Vehicle loan (HYDRA) from ICICI is secured by first charge and hypothecation of the vehicle funded.**	Repayable in 60 equal monthly installments of Rs. 61,514/- each commencing from 15.11.2022. Last installment due on 15.10.2027. Rate of Interest 8.75% p.a. as at year end.
3	**Vehicle loan (BMW) from Axis Bank is secured by First Charge and Hypothecation of the Vehicle funded.**	Repayable in 60 equal monthly installments of Rs. 3,02,740/- each commencing from 10.06.2023. Last installment due on 10.05.2028. Rate of Interest 8.65% p.a. as at year end.
4	**Vehicle loan (BMW) from Axis is Re-Finance secured by second charge and hypothecation of the vehicle funded**	Repayable in 36 equal monthly installments of Rs. 1,72,105/- each commencing from 01.02.2025. Last installment due on 01.01.2028. Rate of Interest 14.50% p.a. as at year end.
5	**Vehicle loan (Defender) from Axis Bank is Secured by First Charge and Hypothecation of the Vehicle Funded.**	Repayable in 60 equal monthly installments of Rs. 1,93,830/- each commencing from 10.07.2023. Last installment due on 10.06.2028. Rate of Interest 8.65% p.a. as at year end.
6	**Vehicle loan (Defender) from Axis is Re-Finance secured by second charge and hypothecation of the vehicle funded**	Repayable in 36 equal monthly installments of Rs. 1,72,105/- each commencing from 01.02.2025. Last installment due on 01.01.2028. Rate of Interest 14.50% p.a. as at year end.
7	**Vehicle loan (Tractor) from SBI is secured by first charge and hypothecation of the vehicle funded.**	Repayable in 16 equal half yearly installments of Rs. 687500/- each commencing from 01.07.2026. Last installment due on 01.01.2034. Rate of Interest 9.00% p.a. as at year end.
8	**Vehicle Loan (Mahindra Bolera_1) from Canara Bank by first Charge and hypothecation of the vehicle funded**	Repayable in 84 equal monthly installments of Rs. 15309/- each commencing from 15.05.2025. Last installmement due on 24.04.2032. Rate of Interest 9.05 % p.a. as at year end.
9	**Vehicle Loan (Mahindra Bolera_2) from Canara Bank by first Charge and hypothecation of the vehicle funded**	Repayable in 84 equal monthly installments of Rs. 15309/- each commencing from 15.05.2025. Last installmement due on 24.04.2032. Rate of Interest 9.05 % p.a. as at year end.
10	**Vehicle Loan (Mahindra Bolera_3) from Canara Bank by first Charge and**	Repayable in 84 equal monthly installments of Rs. 15309/- each commencing from 15.05.2025.

	hypothecation of the vehicle funded	Last installmement due on 24.04.2032. Rate of Interest 9.05 % p.a. as at year end.
11	**Vehicle Loan (Thar) from Canara Bank by the First Charge and hypothecation of the Vehicle funded**	Repayable in 84 equal monthly installments of Rs. 34103/- each commencing from 28.07.2025. Last installment due on 03.11.2028. Rate of Interest 8.55 % p.a. as at year end.

Current Maturity of Long Term Borrowing (2025-26)				**(Rs. In Lacs)**
Schedule of Repayment :-	**As at March 31, 2026**	**As at March 31, 2025**	**As at March 31, 2024**	**As at March 31, 2023**
Term Loan-1 (Canara Bank)	96.60	200.00	200.00	200.00
Term Loan-2 (Canara Bank)	200.00	150.00	100.00	100.00
IREDA	292.55	292.55	-	-
GECL-1	-	-	56.53	120.00
GECL-2	35.97	61.67	78.68	20.56
VL - 1 (Endavour)	-	-	4.25	4.01
VL - 2 (JCB)	6.58	6.03	5.33	5.07
VL - 3 (Hydra)	6.69	6.14	5.42	5.15
VL - 4 (BMW)	48.41	43.53	25.52	-
VL - 5 (Defender)	36.96	33.03	16.23	-
VL - 6 (Tractor)	13.75	6.88	-	-
VL-7 (3 Bolero)	3.32	-	-	-
VL-8 (Thar)	2.50	-	-	-
Axis Finance-Property loan- 43	2.79	2.69	-	-
Axis Finance-Property loan- 44	2.61	2.41	-	-
Axis Finance-Property loan-Shiv Shakti	-	14.96	-	-
Total	**748.74**	**819.89**	**491.96**	**454.79**

-Vehicles loans are secured by hypothecation of respective vehicles
-There were no re-schedulement or default in the repayment of loans taken by the company.
-Current Maturities of long Term Borrowings is disclosed under the head "short Term liabilities".

NOTE No. 13

(Rs. in Lacs)

Particulars	2026	2025
Non-Current Provision		
Provision for Gratuity	**9.84**	**8.34**

NOTE No. 14

(Rs. in Lacs)

Particulars	2026	2025
Financial Liabilities		
(A)Secured Borrowings		
Working Capital	**1974.33**	**1996.86**

Working Capital (DL ware house receipt) from State bank of India is secured by 100% pledge of underlying stock for which WHR has been issued by the collateral manager with Lien marked in favour of bank and personal guarantee of promoter directors.

(B) Trade Payables	2026	2025
Total Outstanding Dues of Small and Micro	**13.32**	**-**
Total outstanding due of creditors other than micro and small enterprises	**11167.13**	**3761.20**
	11180.46	**3761.20**

TRADE PAYABLES AGEING SCHEDULE

(Rs. in Lacs)

As at March 31, 2026

	Outstanding for following Periods from Due Date of Payment				
Particulars	**Less than 1 Year**	**1-2 Years**	**2-3 Years**	**More than 3 Years**	**Total**
Total outstanding dues of micro enterprises and small enterprises	11.08	2.25	-	-	13.32
Total outstanding dues of creditors other than micro enterprises and small enterprises	11104.72	32.21	30.21	0.00	11167.13
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-
Total	**11115.79**	**34.46**	**30.21**	**0.00**	**11180.46**

As at March 31, 2025 **(Rs. In lakhs)**

	Outstanding for following Periods from Due Date of Payment				
Particulars	**Less than 1 Year**	**1-2 Years**	**2-3 Years**	**More than 3 Years**	**Total**
Total outstanding dues of micro enterprises and small enterprises	-	-	-	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	3582.63	73.74	104.83	0.00	**3761.20**
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-
Total	**3582.63**	**73.74**	**104.83**	**0.00**	**3761.20**

(C) Other Financial Liabilities

Particulars	**2026**	**2025**
Current Maturities on Term Loan	630.52	724.28
Current Maturities on Vehicle Loans	118.22	95.61
	748.74	**819.89**

NOTE No. 15

(Rs. in Lacs)

Particulars	**2026**	**2025**
Other Current Liabilities		
Salary Payable	189.23	72.19
Statutory Liabilities	38.25	11.36
Advances from Customers	505.91	223.60
Capital Subsidy	-	-
Others	27.61	15.55
	761.00	**322.70**

NOTE No. 16

(Rs. in Lacs)

Particulars	**2026**	**2025**
Provisions		
Provision for Auditors' Remuneration	9.00	6.00
Provision for Expenses	-	-
	9.00	**6.00**

NOTE No. 17

(Rs. in Lacs)

Particulars	**2026**	**2025**
Current Tax Liability (Net)		
Provision for Income Tax (AY-2025-26)	197.86	-
Provision for Income Tax	267.32	224.69
Less: Advance Tax/TDS	41.08	26.83
	424.09	**197.86**

NOTE No. 18

(Rs. in Lacs)

Particulars	2026	2025
Revenue from Operations		
Sale of Manufactured Goods:		
Khandsari Sugar	-	5,831.92
Sugar	8528.59	7,996.62
By – Products	1796.14	158.74
Brown Sugar	20.91	38.81
Jaggery	0.00	3.03
Sale of Export Rights	3.20	27.54
A	**10348.84**	**14056.65**
Sale of traded Goods:		
Sugar	11785.30	9184.17
Sugar Khandsari (Domestic)	0.00	144.22
Jaggery	1.60	-
Other Sale	2.62	-
B	**11789.53**	**9328.39**
Sale of Agri Goods:		
Cane seed to Farmers	377.40	358.00
C	**377.40**	**358.00**
A+B+C	**22516**	**23,743**

NOTE No. 19

(Rs. in Lacs)

Particulars	2026	2025
Other Income		
Interest Income	3.04	2.65
Other Income	23.99	-
	27.03	**2.65**

NOTE No. 20

(Rs. in Lacs)

Particulars	2026	2025
Cost of Material Consumed		
Raw Material Consumption	**4595.23**	**11,467.37**

NOTE No. 21

(Rs. in Lacs)

Particulars	2026	2025
Purchase of Stock in Trade		
Sugar	8602.69	7205.81
Sugar Khandsari	1110.66	137.72
Jaggery	17.73	-
	9713.35	**7343.53**

NOTE No. 22

(Rs. in Lacs)

Particulars	2026	2025
Change in Inventories		
Opening stock :		
1.Manufacturing		
Finished Goods	7426.11	5880.79
By Products	2676.47	2461.21
2.Traded Stock		
Sugar	4470.56	7864.16
	14,573.14	**16,206.16**
Closing Stock		
1.Manufacturing		
Finished Goods	4631.39	7,426.11
By Products	2744.68	2,676.47
2.Traded Stock		
Sugar	2355.41	4,470.56
	9731.48	**14,573.14**
(Increase)/Decrease in Inventories	**4841.66**	**1633.01**

NOTE No. 23

(Rs. in Lacs)

Particulars	2026	2025
Employees' Benefit Expenses		
Salary, Wages ,Bonus& Allowances	530.97	409.88
Contribution to Welfare Funds	5.05	8.74
Staff &Labour Welfare & Hospitality	19.61	31.81
Directors' Remuneration	168.00	168.00
	723.18	**618.43**

NOTE No. 24

(Rs. in Lacs)

Particulars	2026	2025
Finance Cost		
Interest:		
-Working Capital	206.97	122.28
-Term Loans	153.87	170.89
-Others	0.97	0.29
Other Financial Charges	7.88	40.35
	369.68	**333.80**

NOTE No. 25

(Rs. in Lacs)

Particulars	2026	2025
Other Expenses		
(i) Manufacturing Expenses :		
Consumable stores	68.03	66.12
Diesel Expenses	55.74	60.55
Packing Material	15.72	61.91
Power & Fuel	79.23	83.93
Repair and Maintenance of Plant & Machinery	135.37	178.63

Freight , Cartage etc.	118.91	149.21
Service Contract Vehicle and others	137.40	91.65
Other Direct Expenses	1.45	1.73
A	**611.85**	**693.73**

(ii) Office & Administrative Expenses :		
Rent	37.05	45.33
Stationary & Printing	2.54	2.77
Postage & Courier Expenses	0.07	0.28
Telephone Expenses	3.52	2.88
Legal & Professional Charges	48.16	66.57
Tour & Travelling Expenses	7.98	15.62
Conveyance	0.82	1.43
Vehicle Running & Maintenance	40.68	41.82
Fee & Subscriptions	0.08	6.16
Other Expenses	0.06	4.02
Insurance	16.85	18.27
Rate & Taxes	4.94	6.35
GST Credit W/Off	18.99	23.13
Office Expenses	6.45	14.72
Directors' Travelling & Other Expenses	39.70	47.21
Directors' Sitting Expenses	1.40	0.75
CSR Funding	17.71	13.55
Auditor Remuneration	3.00	3.00
B	**250.00**	**313.85**

(iii) Selling Expenses:		
Business Promotion Expenses	3.41	1.31
Advertisement & Publicity	3.41	4.21
Balance Written Off	0.82	8.61
C	**7.64**	**14.05**

(iv)Agricultural Expenses	49.45	26.61
	49.45	**26.61**
(A+B+C+D)	**918.95**	**1048.24**

NOTE No. 26

(Rs. in Lacs)

Particulars	**2026**	**2025**
Tax Expenses		
Income Tax	267.32	224.69
Deferred Tax Liability	(46.36)	(27.85)
	220.96	**196.84**

NOTE No. 27 – Deferred Tax

Deferred Tax Liability on Account of timing Difference

(Rs. in Lacs)

Particulars	Transistional Adjustment as on 01/04/2025	Arising During the Year	Balance carried as at 31/03/2026
Deferred Tax Liability			
On account of Timing Difference			
A. Depreciation	221.39	(46.79)	174.60
Deferred Tax Assets	-	-	-
On account of timing Difference	-	-	-
43 B Disallowances	-	0.43	0.43
NET	**221.39**	**(46.36)**	**175.03**

NOTE NO. 28: Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

Sr. No.	Particulars	2026	2025
(a)	Principal amount remaining unpaid to any supplier as at the end of the accounting year;	-	-
(b)	Interest due thereon remaining unpaid to any supplier as at the end of the accounting year;	-	-
(c)	The amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to supplier beyond the appointed day during each accounting year;	-	-
(d)	The amount of interest due and payable for the period (where the principal has been paid but interest under the MSMED Act, 2006 not paid);	-	-
(e)	The amount of interest accrued and remaining unpaid at the end of the accounting year;	-	-
(f)	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 to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23 of MSMED Act, 2006.	-	-

Note No. 29 : Ratio Analysis and its elements							
Sr. No.	**Ratio**	**Numerator**	**Denominator**	**March 31, 2026**	**March 31, 2025**	**% change**	**Reason for variance**
1	Current ratio	Current Assets	Current Liabilities	1.69	2.33	-27.31%	Declined, mainly due to higher current liabilities
2	Debt-Equity Ratio	Total Debt	Shareholder's Equity	1.27	2.47	-48.69%	Improved (reduced), as equity rose following the ₹49.44 crore Rights Issue, outweighing the increase in borrowings for expansion.
3	Debt Service Coverage ratio	Earnings for debt service = Net profit after taxes + Non-cash operating expenses+ interest on long term debts	Debt service = Interest & Lease Payments + Principal Repayments	4.59	4.59	-0.07%	It has increased due to earnings and better debt management.
4	Return on Equity ratio	Net Profits after taxes – Preference Dividend	Average Shareholder's Equity	0.09	0.13	-33.73%	Declined as the equity base expanded marginally post rights issue while profit grew only marginally.
5	Inventory Turnover ratio	Cost of goods sold	Average Inventory	1.58	1.33	18.76 %	It has improved by way of better demand forecasting, improved re-ordering policies and reduced holding cost.

6	Trade Receivable Turnover Ratio	Net credit sales = Gross credit sales - sales return	Average Trade Receivable	3.51	17.48	-79.94%	Declined sharply due to large increase in year end trade receivables, reflecting extended credit and slower realization during the year.
7	Trade Payable Turnover Ratio	Net credit purchases = Gross credit purchases - purchase return	Average Trade Payables	1.92	2.70	-28.93%	Declined as the company availed longer credit from suppliers during the expansion phase.
8	Net Capital Turnover Ratio	Net sales = Total sales - sales return	Working capital = Current assets – Current liabilities	2.51	2.51	-14.49%	Due to more efficient utilization of working capital to generate revenue.
9	Net Profit ratio	Net Profit	Net sales = Total sales - sales return	0.04	0.03	7.05%	Improved on better cost control and operational efficiency.
10	Return on Capital Employed	Earnings before interest and taxes	Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability	0.05	0.06	-15.85%	Declined as capital employed grew faster than EBIT with a large part deployed in under construction assets (CWIP)not yet generating returns.

Dollex Agrotech Ltd.

NOTE No. 30

(Rs. in Lacs)

Business segments			
Particulars	**Trading**	**Manufacturing**	**Total**
REVENUE			
External Sales / Revenue	11,789.53	10,726.24	22,515.77
Other Income	-	27.03	27.03
Total Revenue	**11,789.53**	**10,753.27**	**22,542.80**
EXPENDITURE			
Consumption of Material	-	4,595.23	4,595.23
Purchase	9,732.91	-	9,732.91
Expenditure	32.84	1,609.29	1,642.13
Depreciation	-	298.63	298.63
(Increase) / Decrease in Stock	**1357.58**	**3484.08**	**4841.66**
Segment Results Before Interest and Taxes	**666.20**	**766.04**	**1,432.24**
Less : Exceptional Items			**-**
Less : Interest		**369.68**	**369.68**
Profit Before Tax	**666.20**	**396.36**	**1062.56**
Add / (Less) Taxes			**220.96**
Net Profit	**666.20**	**396.36**	**841.61**

II. GEOGRAPHICAL SEGMENTS

The Company provides all its products from India only and hence location of plant is considered to be in India only, thus the Statement of profit and loss and Balance sheet depicts the picture of segment results and the Segmental assets and liabilities.

In the opinion of the Board , the Current Assets and Loans And Advances , Debtors and Creditors have a value of realization in ordinary course of business , at least equal to the amount at which they are stated in the Balance Sheet. However no confirmation has been obtained on the same.

Previous Years' Figure have been regrouped and rearranged wherever considered Necessary.

Notes to Financial Statements for the year ended 31st March, 2026
(Rs. in Lakhs)

Note : Additional Regulatory Information		
Sr. No.	**Particulars**	**Response**
(i)	**Title deeds of Immovable Properties not held in name of the Company The company shall provide the details of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) whose title deeds are not held in the name of the company in following format and where such immovable property is jointly held with others, details are required to be given to the extent of the company's share.**	NA

Sr. No.	Relevant Line Item in the Balance Sheet	Description of item of property	Gross Carrying Value	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative# of promoter*/director or employee of promoter/ director	Property held since which date	Reason for not being held in the name of the company
1	Property Plant and Equipment's						
	Investment Property						
	Others						

(ii)	**Where the Company has revalued its Property, Plant and Equipment (including Right-of-Use Assets), the company shall disclose as to whether the revaluation is based on the valuation by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017.**	NA
(iii)	**The following disclosures shall be made where Loans or Advances in the nature of loans are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person, that are:** (a) repayable on demand; or (b) without specifying any terms or period of repayment:	NA

Type of Borrower	Amount of loan or advance in the nature of loan outstanding	Percentage of the total Loans and advances in the nature of loans
Promoter		
Directors		
KMPs		
Related parties		

(iv)	Capital-work-in progress (CWIP)	

(a) **Ageing Schedule**

CWIP Ageing Schedule

CWIP	Amount in CWIP for a period of				
	Less Than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	3,063.69	4,720.71	-	775.14	8,559.54
Projects temporarily suspended	-	-	-	-	-

(b) **For capital- work-in progress, whose completion is overdue or has exceeded its cost compared to its original plan, following CWIP completion schedule shall be given**

CWIP	Amount in CWIP for a period of				
	Less Than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects 1	-	-	-	-	-
Projects 2	-	-	-	-	-

(v)	Intangible assets under development	NA

(a) **Ageing Schedule**

Intangible assets under development Ageing Schedule

Intangible assets under development	Amount in Intangible assets under development for a period of				
	Less Than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-

(b) **For intangible asset under development, whose completion is overdue or has exceeded its cost compared to its original plan, following CWIP completion schedule shall be given**

Intangible assets under development	Amount in Intangible assets under development for a period of				
	Less Than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects 1	-	-	-	-	-
Projects 2	-	-	-	-	-

(vi)	**Details of Benami Property held**	NA

S.No.	Particulars	Comments
(a)	Details of such property	
(b)	Amount thereof	
(c)	Details of Beneficiaries	
(d)	If Property is in the books, then reference to the item in the balance sheet	
(e)	If Property is in the books, then the fact shall be stated	
(f)	Where there are proceedings against the company under this law as an a better of the transaction or as the transferor then the details shall be provided,	
(g)	Nature of proceedings, status of same and company's view on same.	

(vii)	**where the Company has borrowings from banks or financial institutions on the basis of security of current assets, it shall disclose the following**		NA
(a)	whether quarterly returns or statements of current assets filed by the Company with banks or financial institutions are in agreement with the books of accounts.	Yes	
(b)	if not, summary of reconciliation and reasons of material discrepancies, if any to be adequately disclosed.	NA	
(viii)	**Where a company is a declared willful defaulter by any bank or financial Institution or other lender, following details shall be given:**		NA
(a)	Date of declaration as willful defaulter,		
(b)	Details of defaults (amount and nature of defaults),		
(ix)	**Relationship with struck off Companies**		NA
	Where the company has any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956,		

S.No.	Name of Struck off Company	Nature of transactions with struck-off Company	Balance out - standing	Relationship with the Struck off company, if any, to be disclosed
		Investments in securities Receivables Payables Shares held by struck off Company Other outstanding balances (to be specified)		

(x)	**Registration of charges or satisfaction with Registrar of Companies (ROC)** Where any charges or satisfaction yet to be registered with ROC beyond the statutory period, details and reasons thereof shall be disclosed.	NA
(xi)	**Compliance with number of layers of companies** Where the company has not complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017, the name and CIN of the companies beyond the specified layers and the relationship or extent of holding of the company in such downstream companies shall be disclosed.	NA

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

(xiii)	**Compliance with approved Scheme(s) of Arrangements**	
	Where any Scheme of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013, the Company shall disclose that the effect of such Scheme of Arrangements have been accounted for in the books of account of the Company 'in accordance with the Scheme' and 'in accordance with accounting standards' and deviation in this regard shall be explained.	NA
(xiv)	**Utilization of Borrowed funds and share premium:**	
	(A) Where company has advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall: (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries; The company shall disclose the following:-	NA

	(I) date and amount of fund advanced or loaned or invested in Intermediaries with complete details of each Intermediary.		
	(II) date and amount of fund further advanced or loaned or invested by such Intermediaries to other intermediaries or Ultimate Beneficiaries along with complete details of the ultimate beneficiaries.		
	(III) date and amount of guarantee, security or the like provided to or on behalf of the Ultimate Beneficiaries		
	(IV) declaration that relevant provisions of the Foreign Exchange Management Act, 1999 (42 of 1999) and Companies Act has been complied with for such transactions and the transactions are not violative of the Prevention of Money-Laundering act, 2002 (15 of 2003).;		
	(B) Where a company has received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries, the company shall disclose the following:-		NA
	(I) date and amount of fund advanced or loaned or invested in Intermediaries with complete details of each Intermediary.		
	(II) date and amount of fund further advanced or loaned or invested by such Intermediaries to other intermediaries or Ultimate Beneficiaries along with complete details of the ultimate beneficiaries.		
	(III) date and amount of guarantee, security or the like provided to or on behalf of the Ultimate Beneficiaries		
	(IV) declaration that relevant provisions of the Foreign Exchange Management Act, 1999 (42 of 1999) and Companies Act has been complied with for such transactions and the transactions are not violative of the Prevention of Money-Laundering act, 2002 (15 of 2003).;		

Thank You!