

Dated: August 31, 2026

To,

National Stock Exchange of India Limited
Listing Compliance Department
'Exchange Plaza', C-1, Block G,
Bandra kurla Complex,
Bandra (E) Mumbai 400051

SYMBOL: SONAMAC

SUB: ANNUAL REPORT FOR THE FINANCIAL YEAR 2025-26

Dear Sir/ Madam,

Pursuant to Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 and the provisions of the Companies Act, 2013 and rules made thereunder, Please find enclosed herewith Annual Report of the Company for the Financial Year 2025-26, being sent to those members by email whose email addresses are registered with the Company/Depositories, in accordance with the relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

The aforesaid documents are also available on website of the Company at www.sonamachinery.com.

This is for your information and record.

For Sona Machinery Limited

Jyoti
Sachdeva

Digitally signed
by Jyoti
Sachdeva
Date: 2026.08.31
18:57:17 +05'30'

Jyoti Sachdeva
Company Secretary

Encl: As above



Sona Machinery Ltd.



Engineering
Innovations for
a Better World.

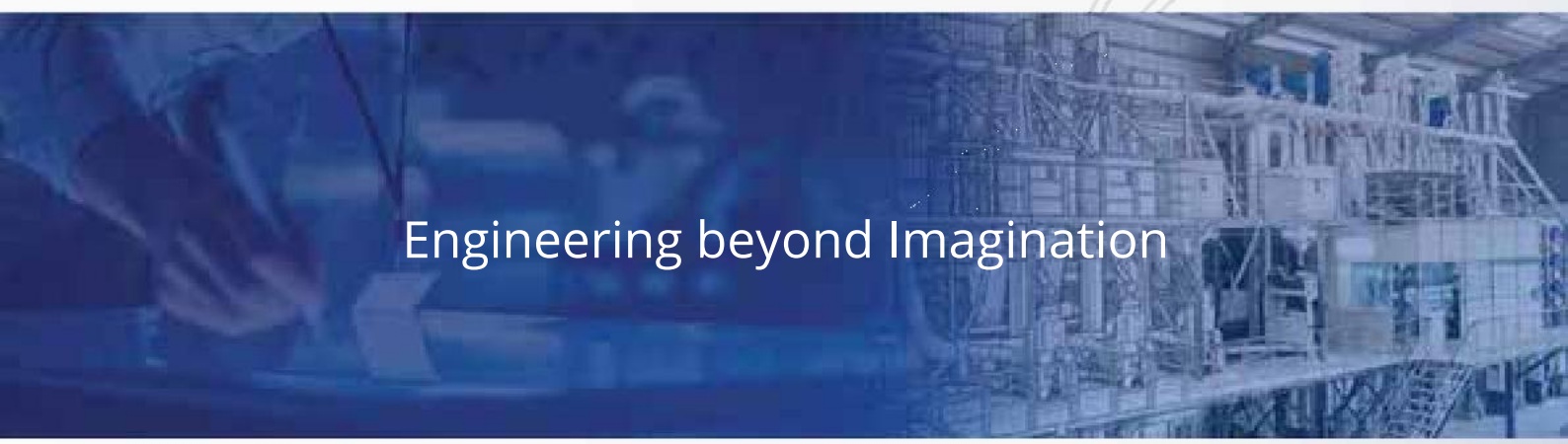
7th ANNUAL REPORT 2025-26

What's Inside

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A blue-tinted background image showing industrial machinery and a person working on a machine.

Engineering beyond Imagination

Corporate Overview



Backed by decades of engineering excellence, Sona Machinery Limited combines strong design expertise, advanced manufacturing capabilities, and world-class infrastructure to deliver precision-engineered industrial solutions. Our integrated engineering, modern manufacturing facilities, skilled workforce, and proven project execution capabilities enable us to undertake complex manufacturing challenges with confidence. With a successful track record of delivering reliable solutions across diverse industries, we are committed to engineering excellence, superior quality, and customer success.

Corporate Information



Board Of Directors



Mr. Vasu Naren

Chairman & Managing Director



Mr. Narender Kumar

Non- Executive Director



Mrs. Shweta Baisla

Whole Time Director



Mr. Naman Jain

Independent Director



Ms. Rojina Thapa

Independent Director



Mr. Preet Kumar

Independent Director

Chief Financial Officer



Mr. Sanjiv Kumar

Company Secretary & Compliance Officer



Mrs. Jyoti Sachdeva

Audit Committee



Mr. Naman Jain, Chairman



Mrs. Shweta Baisla, Member



Ms. Rojina Thapa, Member



Mr. Preet Kumar, Member

Nomination & Remuneration Committee



Mr. Naman Jain, Chairman



Mr. Preet Kumar, Member



Ms. Rojina Thapa, Member

Stakeholders' Relationship & Investors Grievance Committee

-  Ms. Rojina Thapa, Chairman
-  Mr. Vasu Naren, Member
-  Mr. Naman Jain, Member

Statutory Auditor

M/s Sanjay V Gupta & Associates
Chartered Accountants

Internal Auditors

M/S ASC Consulting Private Limited

Registered Office

-  3/8, 2nd floor, Asaf ali road,
New Delhi -110002
-  cs@sonamachinery.com
-  www.sonamachinery.com

Bankers



Registrar And Share Transfer Agent

M/s Maashitla Securities Pvt. Ltd.

Secretarial Auditors

M/s MRS & Associates

Corporate Identification Number

L29256DL2019PLC345856

Manufacturing Plant

-  **Unit I**
F-16 & C-1, Sec A-3, Tronica City, Loni
Ghaziabad, Uttar Pradesh -201103
-  **Unit II**
Khasra no.33, Village Nanupragana,
Delhi Saharanpur road , Loni , Ghaziabad
201102

Business Segment



Turnkey Rice Milling & Grain Processing Solutions

Sona Machinery Limited delivers end-to-end turnkey solutions for rice milling and grain processing, combining advanced engineering, precision machinery, automation, and reliable after-sales support.

From raw material handling and cleaning to milling, grading, sorting, blending, and packaging, we provide integrated solutions designed for efficiency, quality, and consistent performance.

Engineered for Efficiency. Built for Performance. Designed for the Future.

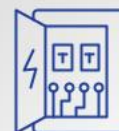


Grain Based Distillery for Ethanol

Sona Machinery Limited provides integrated solutions for grain-based distilleries and ethanol production, engineered to optimize grain handling, milling, process efficiency, and plant performance.

Our solutions cover grain unloading, storage, cleaning, milling, weighing, material handling, aspiration, dust collection, automation, and EPC-based project execution.

From Grain to Ethanol — Engineered for Efficiency, Reliability & Scale.



Process Automation

Sona Machinery Limited is developing Process Automation as a strategic growth vertical to strengthen its existing Rice Milling and Ethanol businesses while creating new revenue opportunities across multiple industries.

The division will offer PLC & SCADA systems, HMI, automation panels, instrumentation, machine automation, plant-wide process control, industrial networking, data monitoring, and retrofit solutions. These capabilities will reduce project costs, improve gross margins, and enhance execution.

The division will also target food processing, pharmaceuticals, chemicals, dairy, beverages, cement, water & wastewater, packaging, textiles, and manufacturing industries.

Rice Milling Solutions

Sona Machinery has consistently developed technologically advanced rice milling solutions designed to process diverse rice varieties cultivated across India and global markets. With extensive expertise in rice processing, our machinery is engineered for aromatic Basmati, non-Basmati, medium-grain, and short-grain rice, delivering consistent quality and optimized milling performance.

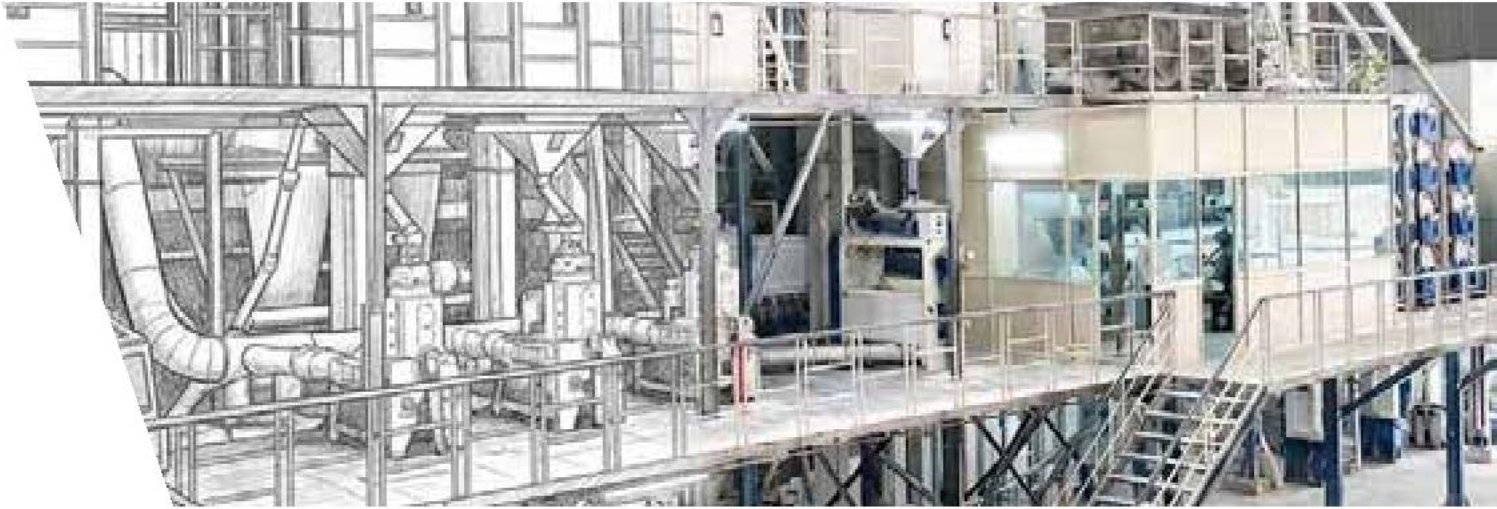
We are proud to be among the leading OEMs offering complete turnkey solutions for modern rice processing mills. Our turnkey projects range from 3 TPH to 12 TPH automated rice mills, providing comprehensive support across engineering, erection, supervision, installation, and commissioning.

Every milling plant is customized to meet specific customer requirements, considering the rice variety, quality standards, processing characteristics, and desired output.

From Grain to Finished Rice - Engineered for Precision, Quality & Performance.



Our Expertise



FROM CONCEPT TO REALITY

30+ Products
Categories

100+ Sellable
SKU's

*Process Plants for
Basmati & Non-Basmati Rice*

15+

predefined process plant configurations for different rice varieties and capacities, with customized solutions designed to meet every processing requirement.



World Class Quality Incredible Range



Key Products for Rice Mills

Engineered for flexibility.
Designed for performance.



Grains Pre-Cleaner



Stone Separator



Paddy De-Husker



Rice Whitener (Pro Series)



Silky Polisher



Color Sorter



Multi Grader



Material Handling



Centrifugal Blower



Pulse Jet Fabric Filter

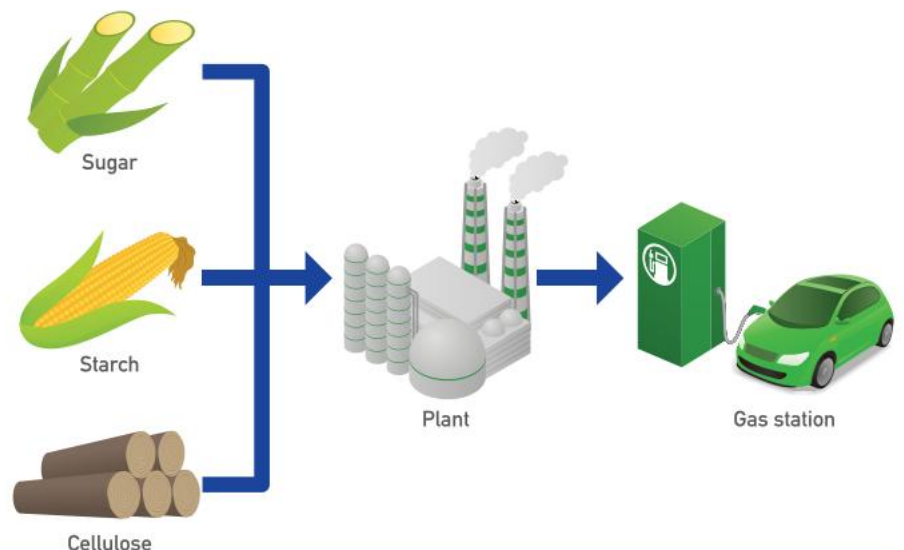
Grain Based Distillery For Ethanol

We specialize fundamentally in the core entry and processing phases of Grain-Based Ethanol Plants, seamlessly handling everything from bulk grain arrival to high-precision cleaning, milling, and process weighing. With decades of cumulative technical expertise, an advanced manufacturing footprint, and an unyielding focus on operational efficiency, we empower distilleries to reliably convert multi-feed agricultural inputs into perfectly conditioned, process-ready outputs.

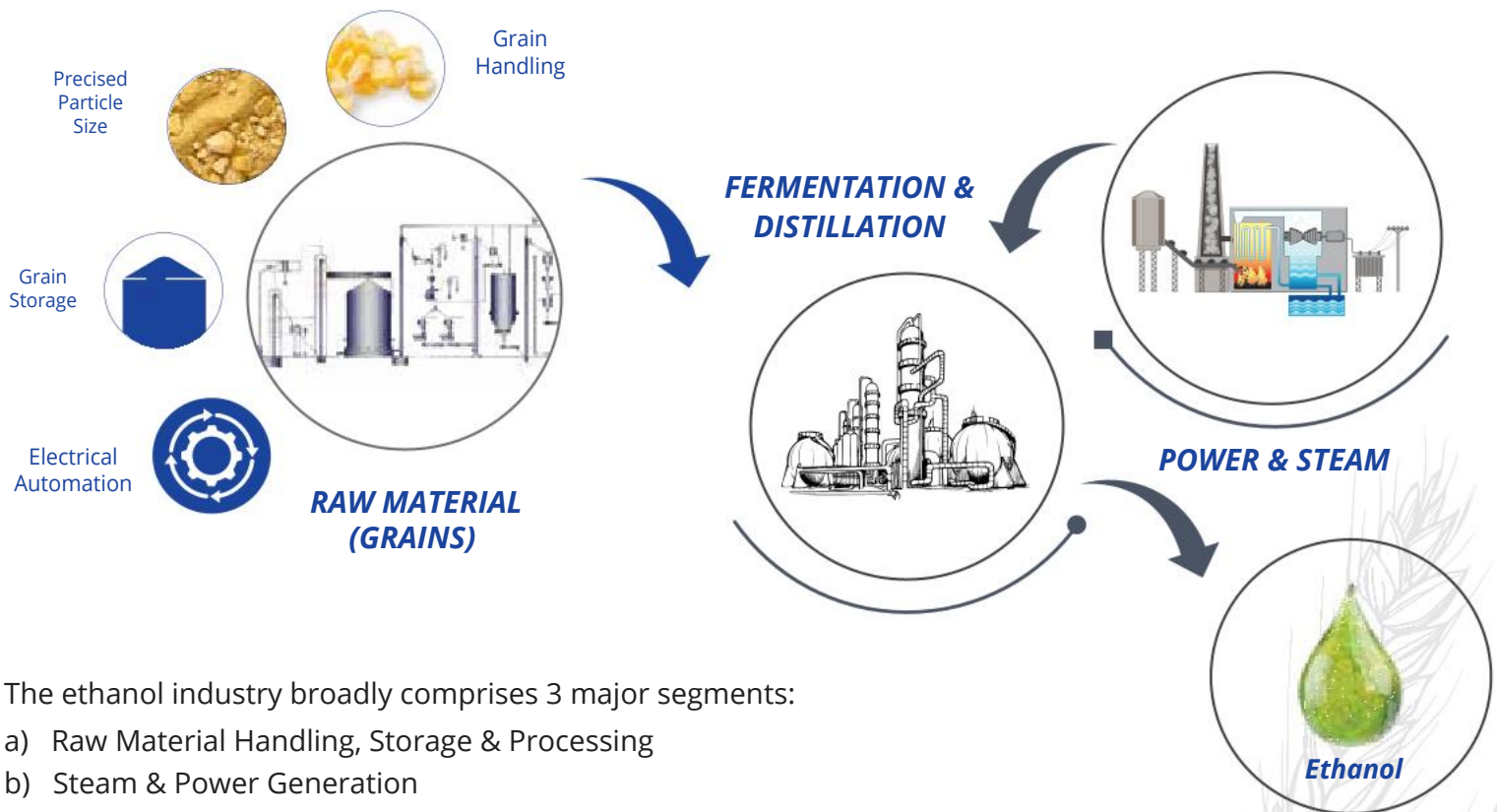
From Grain Intake to Milling, Storage, Handling, Automation, and EPC Execution - We Deliver Integrated Solutions for the Grain Processing and Ethanol Industry. As a leading OEM with robust engineering and design capabilities, we deliver innovative and reliable solutions for grain handling, storage, milling, and ethanol industries. Our commitment extends beyond project execution through dedicated after-sales support, ensuring long-term performance, operational efficiency and customer satisfaction.



Process of Ethanol Production



Sona Machinery – Scope in Ethanol Industry



Sona Machinery's Scope:

Focuses on Raw Material Handling, Storage & Processing.
Provides complete EPC solutions for the Grain Milling & Unloading Section.
Ensures efficient, reliable, and continuous grain supply to the downstream ethanol process.

Key Products - For Ethanol

Engineered for flexibility.
Designed for performance.



Process of Multi Grain Processing

Multi-grain processing refers to the processing of different types of grains, cereals, pulses, and other agricultural commodities using specialized equipment and integrated processing systems. For Sona Machinery, this can become a natural extension of its existing rice-milling expertise into a broader grain-processing solutions business.

At Sona Machinery, we continuously explore new opportunities to develop future-ready solutions for the evolving needs of the global food and grain-processing industry. With the launch of our Multi-Grain Solutions Division, we are expanding our engineering expertise beyond rice to address the processing requirements of a wide range of grains, pulses, and food products.



Multiple Grains.

Our approach goes beyond optimizing individual machines. We rethink complete processes, integrate advanced technologies, and engineer end-to-end solutions with the bigger picture in mind. From cleaning, grading and dehulling to milling, sorting, conveying and packaging, our solutions are designed to deliver efficiency, reliability, quality and scalability.

With innovation at the core, Sona Machinery is building the next generation of multi-grain processing solutions to help the food industry process better, smarter and more efficiently.

This division can help Sona Machinery move from being primarily associated with rice milling toward becoming a broader grain-processing engineering company.

One Engineering Partner.
Complete Solutions.

Process Automation

Engineering Intelligent Automation Across Industries.

Sona Machinery Limited is developing Process Automation as a strategic, independent business segment with the vision of delivering intelligent, reliable, and scalable automation solutions across multiple industries. While our expertise is rooted in rice milling, grain processing, and ethanol plants, our Process Automation capabilities are designed to extend well beyond these existing business divisions.

The new vertical will focus on helping industries automate, optimize, monitor, and control their processes** through advanced technologies and integrated engineering solutions. By combining our expertise in electrical systems, process engineering, controls, and industrial automation, we aim to deliver customized solutions that enhance productivity, operational efficiency, safety, quality, and energy management.

Our automation portfolio can include PLC, HMI and SCADA systems, process instrumentation, electrical and control panels, machine automation, plant-wide automation, industrial communication, data acquisition, process monitoring, interlocking and safety systems, retrofit solutions, and system integration. Solutions can be developed for both new projects and modernization of existing plants.

The business presents a significant opportunity to enter and serve diverse process-driven industries such as food and beverage, pharmaceuticals, chemicals, dairy, water and wastewater, cement, mining and minerals, animal feed, manufacturing, packaging, utilities, and other industrial sectors.

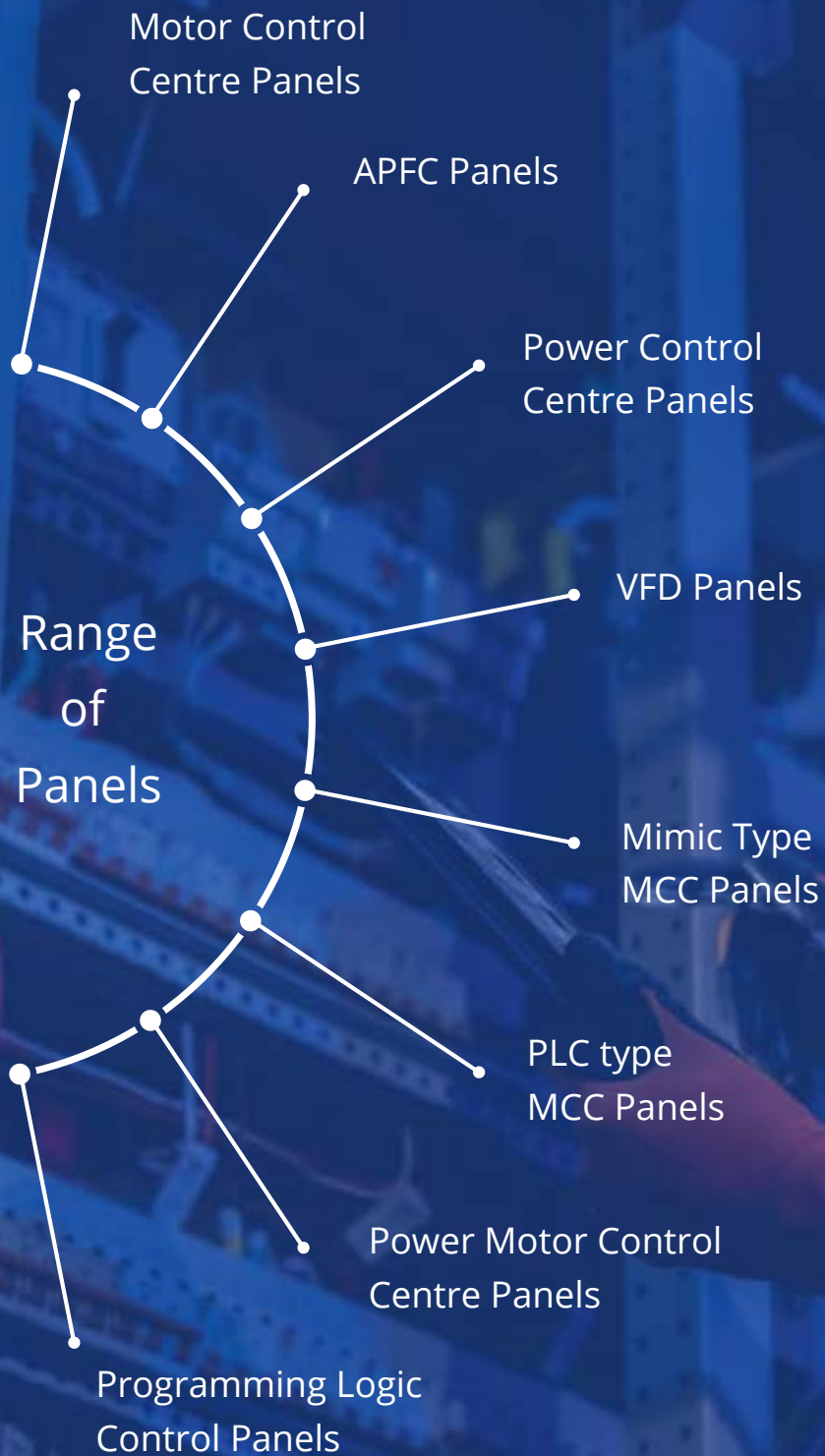
Our approach is to provide end-to-end automation support—from concept development and system design to engineering, programming, panel integration, installation, commissioning, and after-sales support. This enables customers to work with a single technology and engineering partner for their automation requirements.

By establishing Process Automation as a dedicated business vertical, Sona Machinery can expand its market reach, diversify revenue streams, leverage its engineering capabilities, and build long-term relationships across new industries.

Our Vision: To emerge as a trusted multi-industry Process Automation partner, delivering smarter processes, better control, and measurable business value through technology and engineering excellence.

Beyond Machines. Beyond Industries. Engineering Smarter Automation.

Range of Products



Chairman and Managing Director's Statement



“

Every phase of business brings its own challenges and opportunities. We have chosen to use this period to strengthen our engineering, expand our capabilities and prepare for the next growth cycle. We are not simply waiting for opportunities - we are building the Sona that will be ready to lead them.”

Vasu Naren
Chairman & Managing Director

Strengthening Today. Preparing for Tomorrow.

Dear Shareholders, Partners and Colleagues,

It gives me great pleasure to present the Seventh Annual Report of Sona Machinery Limited for the financial year ended March 31, 2026.

Building a Stronger Sona

FY26 has been an important year in Sona's journey of transformation and capability building. We continued to invest in our engineering strength, manufacturing infrastructure and market capabilities, while successfully executing some of the most challenging projects undertaken by the Company. A key development during the year was the strengthening of our in-house engineering capabilities, including the successful design and development of electrical automation panels at our own facility. Our new manufacturing facility is also nearing completion, with production expected to commence around October 2026. This expansion will provide us with greater capacity, improved manufacturing capabilities and a stronger platform for our next phase of growth.

Navigating FY26

The year also presented its share of challenges. Geopolitical conflicts and global uncertainties affected business sentiment, resulting in customers, including those in the domestic market, postponing planned deliveries. The ethanol industry also experienced a period of cautious sentiment, affecting the pace of investments and project execution.

During FY26, the Company recorded total income of ₹85.72 crore and a loss after tax of ₹3.46 crore. While the financial performance was below our expectations, the year provided valuable learnings and reinforced our focus on stronger execution, cost efficiency and profitability.

Challenging years often prepare organisations for their strongest years ahead.

Preparing for the Next Growth Cycle
The feedback and confidence we are receiving from our customers and the market are encouraging. We believe the current slowdown is temporary and are using this period to strengthen our capabilities and prepare ourselves for the next growth cycle.

Our strategic direction is increasingly centred around what we believe will differentiate Sona in the years ahead — strong engineering and a stronger connection with the market.

As we enter FY27, our priorities remain clear:
Engineering Excellence. Market Expansion. Execution.

We enter the year with stronger capabilities, expanded infrastructure, valuable project experience and greater preparedness to

capture opportunities across our businesses.

Moving Forward Together

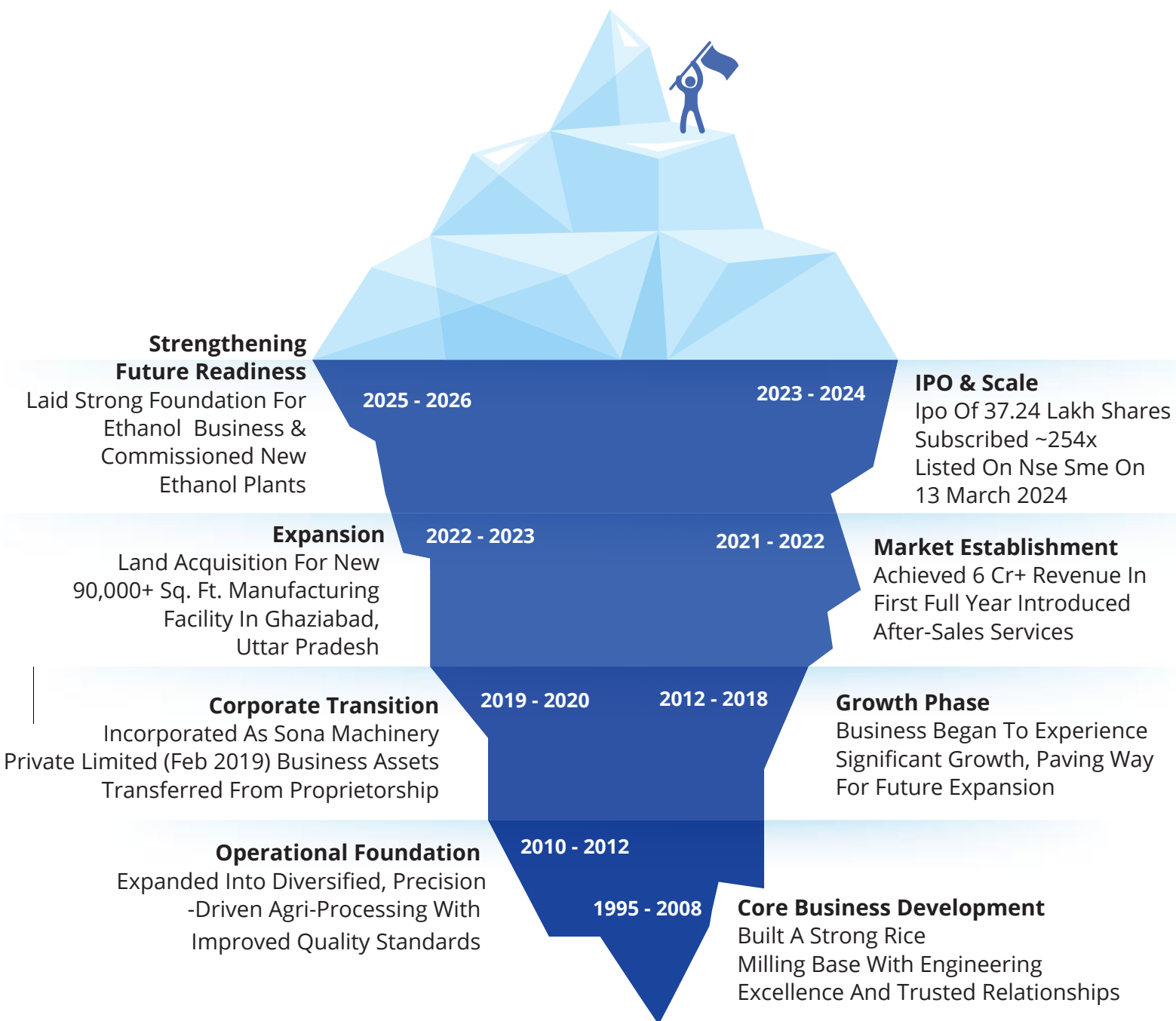
Our ambition is not simply to build a larger Sona, but to build a stronger, more capable and future-ready Sona — an organisation recognised for its engineering, technology, reliability and commitment to its customers.

I sincerely thank our shareholders, customers, partners and every member of the Sona family for their continued trust, support and commitment.

We look to the future with confidence and determination, knowing that the capabilities we build today will define the opportunities we create tomorrow.
With You. For You. Always.

Warm regards,
Mr. Vasu Naren
Chairman and Managing Director

Journey Of the Company



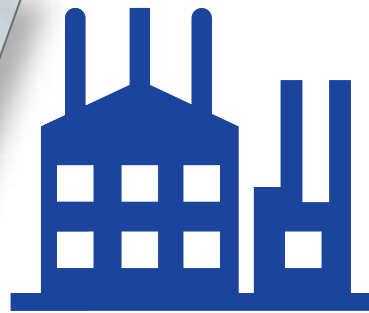
Expansion Initiatives and Next Phase of Growth

Building the Foundations of Future Growth

Integrated, scalable manufacturing setup supporting turnkey execution and global growth. FY26 was not simply about expansion. It was about strengthening the fundamentals of the business, improving market presence, enhancing operational efficiency, expanding the value-added portfolio and maintaining financial discipline. Our strategic priorities during the year remained focused on building a stronger and more resilient Sona Machinery Ltd.



Key Milestones



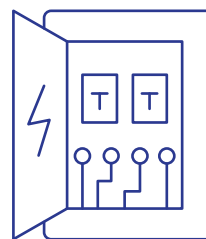
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Ethanol Projects
sucessfully delivered



02

Rice Parboiling
Plants Delivered



03

Process Automation
Panels Delivered

Project Completion

Sona Machinery Limited successfully completed the installation and commissioning of a 350 KLPD Grain-Based Distillery, delivering a reliable and efficient solution designed to meet the operational requirements of a modern grain-based distillery.



Radico Khaitan

The project involved the execution of critical grain processing and material handling systems, with Sona Machinery's team working closely with the client throughout the installation, equipment integration, commissioning, testing, and handover stages.

Through systematic project execution and technical expertise, the Sona Machinery team ensured that the equipment was properly installed, integrated, tested, and commissioned for smooth plant operations. The successful commissioning reflects Sona Machinery's capabilities in delivering engineered grain processing solutions for large-scale distillery projects.



Dimrou Valley

Sona Machinery Limited successfully completed the installation, commissioning, and handover of a 5 TPH Rice Mill Plant, including an integrated rice dryer solution.

The project was executed with a focus on efficient processing, consistent output, reliable machine performance, and smooth plant operations. From equipment installation and system integration to trial runs and final commissioning, the Sona Machinery team ensured that the complete plant was properly installed, tested, and optimized for operational requirements.

The integrated dryer system further enhances the overall processing efficiency by enabling effective moisture management and supporting consistent rice quality throughout the milling process.

Strategic sponsorships & media visibility



Amplifying reach through Pro Kabbadi League

We're proud to associate with Bengal Warriorz as their Associate Sponsor and Patna Pirates as their Co-Sponsor for Pro Kabaddi League Season 12. Just as they dominate the kabaddi mat with relentless energy, we continue to drive progress in the agro-processing industry with innovation, determination and an unwavering commitment to excellence. Sona Machinery proudly stands alongside them, embodying the same drive for strength and victory.



Customer Meet Pan India



Thanking all customers who made Customer Meet held at Yamunanagar & Bundi a grand success. We had great thought-provoking discussion clubbed with knowledge on providing the best solutions in the rice milling industry with networking and a lot of insights to nourish our ever-lasting relationship with our clients.

Events & Exhibition



Connecting,
Collaborating,
Creating Impact



Sona Machinery expanded its brand presence through international content platforms, delivering unmatched brand impressions across key pages accessed by millions of users daily. We were proud to welcome visitors at the Bharat International Rice Conference (BIRC) 2025, held at Bharat Mandapam, New Delhi. Your interest, conversations, and collaboration made the event a great success.

Here's to driving innovation and shaping the future of rice milling, together.

Customer Testimonials



After installing and commissioning our 350 KLPD distillery, we have experienced smooth and trouble-free performance from Sona Machinery's equipment. We are also happy to have awarded the 70 TPH Grain Unloading & Handling Section to Sona Machinery. We are highly satisfied with their quality, performance, and support. Our distillery is running perfectly.

Mr.

Mr. Anshu Srivastava,
Sr. Vice President



The milling section was completed to our entire satisfaction, and the plant is running satisfactorily with the desired output.

The Sona Machinery team was highly cooperative and responsive in resolving our day-to-day complaints and issues throughout the project execution and up to the final handover.

Mr. Bijendra Kumar Shahi
Vice President - Ethanol



The association with Sona Machinery Limited has been a positive and rewarding experience. Throughout the execution of our project, the team demonstrated exceptional technical competence, meticulous planning, and a strong commitment to delivering solutions that met our operational requirements.

Mr. Vijay Setia
Chairman & Joint Managing Director

Annual Sales Meet 2025

Reflecting on an Incredible Future Formula Meet 2025

It was a thrilling experience to meet the entire Team at our Annual Meet 2025! Strong collaboration and shared goals define the success of this team. Divided by talents & united by passion & vision, our exceptional team at the Future Formula Annual Sales Meet 2025. The powerhouse behind Sales Excellence & Sales Growth!

A fantastic day filled with insights, strategy, and recognition! Our Annual Meet was all about reflecting on our achievements, setting ambitious goals, and empowering our team to reach new heights. Here's to another year of breaking records and making an impact!



Leadership Team



Mr. SANJIV KUMAR
Chief Financial Officer

- 27+ years of experience across manufacturing and EPC sectors
- Leads financial strategy, governance, compliance and drives operational efficiency

Mr. NITIN SAXENA
Head (Overseas Marketing)

- 25-30 years of experience in manufacturing and industrial sectors with strong operations and business leadership
- Mechanical Engineer; PG programs from IMT Ghaziabad and IIM Ahmedabad
- Leads global market expansion, international business strategy and drives operational and revenue growth



Mr. NAVEEN KHARE
Vice President (Sales, Rice Division)

- 25+ years of experience in industrial sales, electrical and automation sectors
- B.E. from M.S. Bidve Engineering College, Latur
- Drives sales growth, market expansion and customer relationships in rice and plant automation segment

Mr. HOUMESH LAL DAS
Vice President (Sales & Marketing, Ethanol Division)

- 16+ years of experience across industrial sectors including cement, steel, power and bulk material handling
- B.E. Electrical Engineering (Bharati Vidyapeeth, Pune); Executive Program in Strategy Management (IIM Lucknow)
- Leads sales, marketing and strategic business expansion for the ethanol division, driving growth and market penetration



Purpose that reaches beyond our business

- CSR Initiatives



Environment

- Committed towards cleaner, greener and healthier environment
- Waste generated is regularly recycled and used
- Have Waste Management Company on board - in case of any leftovers for proper disposal of waste
- Green Category operations duly followed and complied
- ETP / STP installed to recycle water
- Increasing green cover around all plants



Social

- Contribute towards education of underprivileged children
- Facilitating treatment of needy people suffering from chronic diseases
- Contribution to Charitable society for religious/ cultural development
- Contribute towards skill development among local population
- Recruitment of rural youth for manufacturing operations

Management Discussion & Analysis Report

Forward-Looking Statements

Statements in this Management Discussion and Analysis of Financial Condition and Results of Operations of Sona Machinery Limited ("the Company") describing the Company's objectives, expectations, or predictions may be forward-looking statements within the meaning of applicable securities laws and regulations. These statements are based on certain assumptions and expectations of future events and are subject to inherent risks and uncertainties.

The Company cannot assure that these assumptions and expectations are accurate or will be realised. The Company undertakes no obligation to publicly amend, modify, or revise any forward-looking statements on the basis of any subsequent developments, information, or events. Actual results may differ materially from those expressed or implied in such statements. Important factors that could influence the Company's operations include changes in government policies and regulations, taxation laws, economic developments within India and globally, geopolitical developments (including the ongoing West Asia conflict), fluctuations in input costs, changes in demand dynamics, and other factors beyond the Company's control.

The financial statements of the Company are prepared under the historical cost convention, on an accrual basis of accounting and in accordance with the provisions of the Companies Act, 2013 and applicable Indian Accounting Standards (Ind AS) as notified by the Institute of Chartered Accountants of India (ICAI) from time to time. The Management of Sona Machinery Limited has exercised prudent judgment and reasonable estimates in the preparation of these financial statements to ensure that they present a true and fair view of the Company's financial position and performance for the year.

The following discussion on the Company's financial condition and results of operations should be read in conjunction with the audited financial statements and the notes thereto included in this Annual Report. Unless the context otherwise requires, references to "we", "us", "our", "the Company", "SML" or "Sona Machinery" refer to Sona Machinery Limited.

1. Global Economic Overview

The global economy in 2026 is navigating a period of moderating growth and elevated uncertainty, shaped by two dominant crosscurrents — a war-driven energy shock originating in the Middle East, and a technology-led investment boom powered by artificial intelligence (AI) adoption. According to the International Monetary Fund's (IMF) July 2026 World Economic Outlook (WEO) Update, global growth is projected at 3.0% for 2026, a modest downward revision of 0.1 percentage point from the April 2026 WEO, before recovering to 3.4% in 2027. This compares with average global growth of 3.5% recorded in both 2024 and 2025.

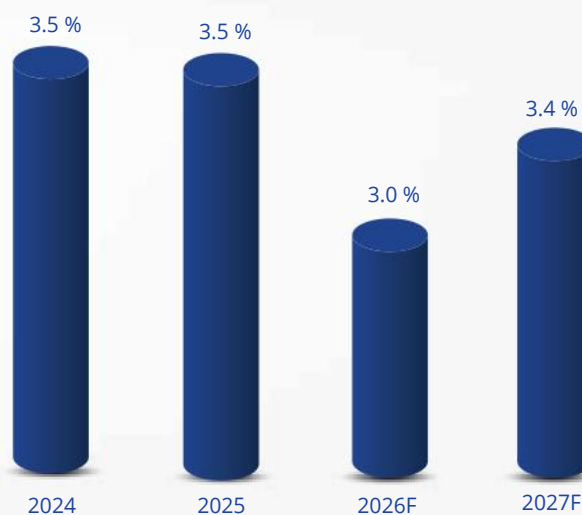
Global headline inflation is projected to rise to 4.7% in 2026 (from 4.1% in 2025), 0.3 percentage points higher than the April 2026 assessment, before easing to 3.9% in 2027. The IMF notes that the disinflation trend in place since early 2024 has stalled, even as the world economy has, so far, absorbed the shock from the West Asia conflict better than initially feared — aided by inventory drawdowns, higher non-Gulf oil output, and a rising share of renewables in the global energy mix. Global trade growth is expected to slow markedly to 3.5% in 2026 from 5.0% in 2025.

Growth outcomes remain uneven across geographies: the United States is projected to grow 2.3% in 2026 and 2.2% in 2027, supported by accommodative financial conditions and continued technology-related capital expenditure, while energy-importing and geopolitically exposed economies face a larger drag from the conflict. Economies deeply integrated into the AI/technology value chain are, conversely, benefiting from a sharp acceleration in related investment. The IMF describes the net effect as a “V-shaped recovery” — a weaker 2026 relative to the pre-war forecast, followed by a rebound in 2027.

For Sona Machinery Limited (SML), the practical implications of this environment are twofold: (i) elevated and volatile energy and freight costs stemming from the Middle East conflict have a direct bearing on steel, logistics and input costs for turnkey EPC projects, as reflected in the deferral of certain rice-industry orders in Q4 FY26; and (as an offsetting factor) (ii) continued resilience in emerging-market domestic demand supports capital formation in agri-processing and energy-transition-linked capacity such as grain-based ethanol distilleries.

Source: IMF, World Economic Outlook Update, July 2026

Global Real GDo Growth (%) – IMF WEO, Jilt 2026



2. Indian Economic Overview

India continued to be the fastest-growing major economy in the world through FY 2025-26, even as the global backdrop turned more volatile in the second half of the year. As per the Reserve Bank of India's (RBI) Annual Report 2025-26, India's real GDP grew by an estimated 7.6% in FY26 (against 7.1% in FY25), supported by strong domestic consumption, sustained investment, proactive policy initiatives and sound macroeconomic fundamentals; provisional national-income estimates released by the Ministry of Statistics and Programme Implementation (MoSPI) on 5 June 2026 placed full-year FY26 growth marginally higher, at 7.7%, with the difference reflecting the usual gap between the RBI's estimate at the time of report finalisation and MoSPI's subsequent provisional release.

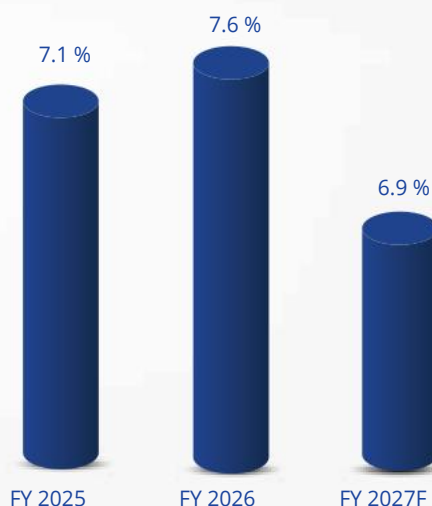
Looking ahead, the RBI has projected real GDP growth of 6.9% for FY 2026-27, citing continued resilience from strong domestic demand, a healthy banking sector and sustained government capital expenditure, even as the West Asia conflict poses upside risk to crude oil prices and inflation. Other institutions have pegged FY27 growth marginally lower — the World Bank at 6.6% and a broader consensus of the IMF, ADB, Deloitte and SBI Research clustering between 6.4% and 6.8% (as of July 2026) — while continuing to regard India as the fastest-growing major economy globally.

CPI inflation for FY26 came in at 2.1%, aided by sharp food-price disinflation; the RBI projects FY27 inflation to rise to 4.6%, largely on account of potential crude-oil and commodity-price spikes linked to the West Asia conflict. The Monetary Policy Committee (MPC) cut the policy repo rate by a cumulative 100 basis points during FY26 before holding it unchanged at 5.25% at its April 2026 meeting, adopting a cautious, neutral stance amid heightened geopolitical uncertainty. On the fiscal side, the Centre's gross fiscal deficit for FY26 stood at 4.4% of GDP (within the medium-term glide path), with FY27 budgeted at 4.3% of GDP, and capital expenditure budgeted to grow 11.5% in FY27.

Government initiatives such as Make in India, the Production Linked Incentive (PLI) schemes, Atmanirbhar Bharat (self-reliance), and continued digital public infrastructure roll-out remain central to strengthening India's manufacturing and agro-processing ecosystem. Sustained rural infrastructure investment, along with record foodgrain output and remunerative Minimum Support Prices, continues to support incomes in the agriculture value chain — the principal demand driver for SML's rice-milling and grain-processing equipment business.

Source: RBI, Annual Report 2025-26; MoSPI, Provisional Estimates of GDP, FY2025-26 (5 June 2026)

India Real GDP Growth (%) – RBI Annual Report 2025-26



3. Industry Overview

India's agro-processing and ethanol machinery ecosystem continues to undergo structural transformation, propelled by proactive government policy, favourable demographics and rising aspirations around food security and energy independence. Grain-based ethanol distilleries and modern rice milling remain the two principal demand engines underpinning SML's commercial opportunity in FY 2025-26.

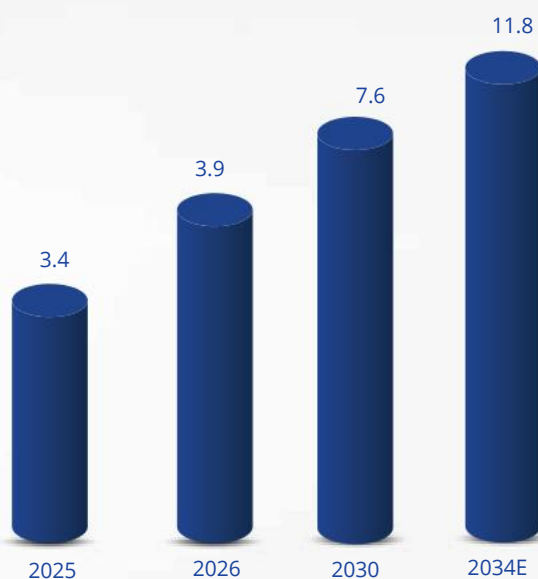
3.1 Ethanol Policy and Grain-Based Distilleries

India achieved 20% ethanol blending (E20) in petrol during ESY 2025-26, five years ahead of the original 2030 target (the target having been advanced to ESY 2025-26 by the Cabinet in 2022). Ethanol procurement by Oil Marketing Companies (OMCs) has risen from roughly 38 crore litres in ESY 2013-14 to a projected ~1,200 crore litres in ESY 2025-26, while installed ethanol production capacity has expanded nearly five-fold, from 421 crore litres in 2014 to about 2,000 crore litres in 2026. Government policy discussion has now shifted to higher blending levels (E27, with BIS norms under evaluation, and E30 by 2028-2030), which is expected to sustain a decade-long capex pipeline for grain-based distilleries.

As disclosed in the Company's own investor presentation (citing IMARC Group data), the India ethanol market was valued at approximately USD 3.43 billion in 2025 and is projected to reach USD 11.78 billion by 2034, implying a CAGR of approximately 14% over 2026-2034E, driven by the E20/E27/E30 blending roadmap, flex-fuel vehicle adoption, Sustainable Aviation Fuel (SAF) blending mandates, and crude-import substitution objectives.

Notwithstanding the durable policy tailwind, FY26 also saw the emergence of excess capacity in parts of the grain-based ethanol distillery industry, which weighed on capacity utilisation and pricing for new EPC orders industry-wide, including for SML as a new entrant to this vertical (discussed further under Operational Highlights and Risks).

Source: PIB, Ministry of Petroleum & Natural Gas — Ethanol Blending in India; Company Investor Presentation, May 2026 (IMARC Group, India Ethanol Market)



India Ethanol Market Size (USD Billion) – IMARC

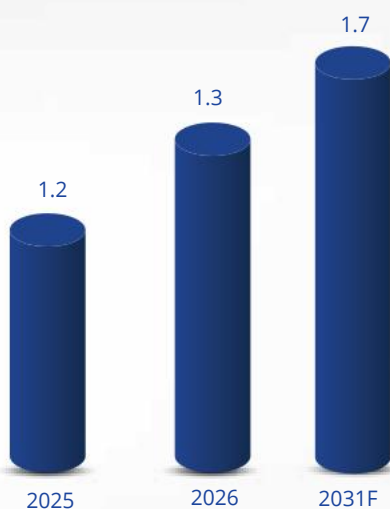
3.2 Rice Milling Machinery

The global rice milling machinery market is estimated at USD 1.27 billion in 2026 (up from USD 1.20 billion in 2025) and is forecast to reach USD 1.72 billion by 2031, a CAGR of 6.21% over 2026-2031, per Mordor Intelligence. Within the market, rice whitening machinery held the largest share (38.55% in 2025), while grading machinery is the fastest-growing sub-segment, projected to expand at a 9.04% CAGR through 2031 — a segment directly relevant to SML's colour-sorter and grading equipment portfolio. Asia-Pacific accounted for 71.35% of global demand in 2025, with the Middle East forecast to be the fastest-growing region (7.55% CAGR).

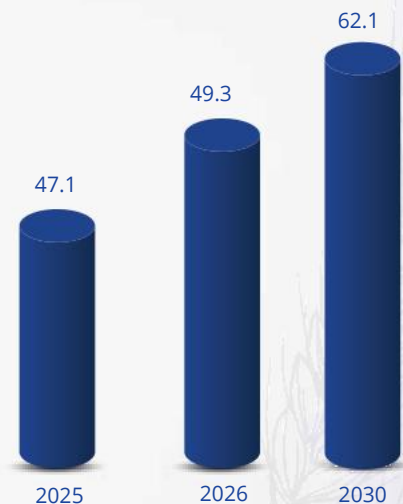
The broader India rice market is estimated at USD 49.32 billion in 2026 (up from USD 47.1 billion in 2025), growing at a 4.72% CAGR to reach USD 62.09 billion by 2031. Domestic paddy production for 2025-26 is estimated at a record 151 million metric tonnes, and India continues to account for approximately 30.3% of global rice exports. The removal of the September 2024 export ban on non-basmati white rice has reopened export channels, while the Minimum Support Price (MSP) for common-grade paddy was raised to Rs. 2,369 per quintal for the 2025-26 Kharif Marketing Season (Rs. 2,389/quintal for Grade A), incentivising both cultivation and continued modernisation of milling infrastructure. A structural shift is underway from low-efficiency traditional mills to automated, technology-led plants offering higher head-rice recovery and energy efficiency — favouring SML's turnkey plant solutions and its Low-RPM rice whitener.

Source: Mordor Intelligence, Rice Milling Machinery Market; Mordor Intelligence, India Rice Market

Global Rice Milling Machinery Market (USD Billion)



India Rice Market Size (USD Billion)





3.3 Grain Processing Ecosystem — Macro Tailwinds

- Population and food demand: India's population, nearing 1.45 billion, continues to sustain robust base demand for food-grain processing.
- Policy push: Make in India, the Pradhan Mantri Krishi Sinchayee Yojana (PMKSY) and PLI-linked schemes continue to incentivise domestic agro-processing machinery manufacturing.
- Flex-fuel adoption: Expanding flex-fuel vehicle roll-outs by Maruti Suzuki, Toyota and Bajaj Auto are expected to sustain ethanol demand well beyond the E20 mandate.
- Export corridors: Rising global recognition of Indian agro-machinery is opening project pipelines across Africa, Southeast Asia and the Middle East.
- Grain processing equipment: The broader global grain processing equipment market is estimated at USD 5.8 billion in 2025, projected to reach USD 8.4 billion by 2030 at a 5-7% CAGR, driven by population growth, processed/fortified food demand and automation/AI-led smart processing adoption.

4. Company Overview

4.1 Business Overview

Sona Machinery, founded in 1995 and incorporated as a private limited company in February 2019, has evolved over 30+ years from a machinery manufacturer into an integrated agri-processing solutions provider catering to rice processing mills, grain-based distilleries and allied services. The Company operates two ISO 9001:2015-certified, engineering-led manufacturing units in Ghaziabad, Uttar Pradesh — Unit 1 (~52,000+ sq. ft.) and Unit 2 (~90,000+ sq. ft.) — supported by a 350+ member engineering-led workforce.

During FY26, SML continued its transition from an equipment manufacturer to a technology-driven, integrated agri-processing solutions provider, adding new verticals (electrical automation, parboiling & drying machines) while navigating a challenging operating environment marked by a subdued industrial backdrop, excess ethanol-industry capacity and Middle East conflict-related order deferrals in the rice segment.

4.2 Products / Services Portfolio

Rice Processing Mills

SML is a select OEM providing complete turnkey solutions for modern rice mills — covering paddy cleaning, de-stoning, husking, polishing, grading and colour-sorting machinery, along with customised plant design, automation and process optimisation. The product range spans grain pre-cleaners, rotary drum cleaners, vibro classifiers, stone separators, paddy huskers/separators, silky polishers, husk fans, rice whiteners, colour sortex machines (Pro series), thick/thin graders, multi-graders and length graders, together with material-handling equipment (bucket elevators, belt/chain/screw conveyors) and, since FY26, parboiling and drying machines.

Grain-Based Distilleries

SML provides EPC solutions for the unloading and milling sections of grain-based ethanol distilleries — spanning grain unloading, cleaning, milling and pre-mash processes, grain pre-cleaners, destoners, material-handling systems, pre-fabricated flour/grain storage silos and complete electrical erection and commissioning, positioning it as a solutions provider aligned with India's E20/E27/E30 ethanol blending roadmap.

Services (~2-3% of total revenue)

Lifecycle support including installation and commissioning, Annual Maintenance Contracts (AMC), spare parts and consumables, and plant optimisation/retrofitting — a smaller but strategically important, higher-margin, repeat-revenue stream that enhances customer stickiness and cross-selling.

4.3 Geographic Presence

SML has a pan-India sales, service and support network alongside export operations to Nigeria, Bangladesh, Kenya, Nepal, with additional enquiries during FY26 from the wider Africa region and the Middle East. The Company's Nepal turnkey commission (FY25) has served as a reference project for subsequent international pipeline development. Management continues to prioritise deepening its footprint across Africa, Southeast Asia and the Middle East as a core growth pillar.

4.4 Competitive Strength

- Integrated OEM + EPC model spanning equipment manufacturing, turnkey execution and after-sales services, unlike pure equipment suppliers.
- Advanced structural and product engineering capability — STAAD Pro-based structural design (compliant with IS 800/IS 2062), Siemens Solid Edge 3D and AutoCAD design tools, and Siemens Teamcenter PLM for product lifecycle management.
- Proprietary, differentiated products — including India's only listed player with a fully automated colour-sorting machine, the Low-RPM rice whitener, and the FDRC-20 (Fixed Drum Rotary Cleaner) twin-drum cleaner.
- Food-safety-compliant material selection, high-quality surface protection/finishing, and customer-centric design focused on ease of maintenance and minimal downtime.
- Scale of relationships — 10,000+ customers historically served, with repeat business from marquee names including KRBL Ltd, Radico Khaitan Ltd, Rana Sugar Ltd, GRM Overseas Ltd, B.D Overseas, Oasis Distillery and SPAC Starch.
- Recognitions including Top 10 Industrial Service Provider (2022) and Prestigious Brands Asia (2022).

5. Operational Highlights — FY 2025-26

Diversification into Electrical Automation

SML entered the electrical automation segment during FY26, which now accounts for approximately 20% of ethanol project order value, supporting backward integration and improved execution efficiency.

New Product Introductions

The Company introduced parboiling and drying machines during the year, broadening its end-to-end rice-processing offering, and continued development of an indigenously designed colour sorter targeting import substitution under the Atmanirbhar Bharat initiative.

Key Client Wins and Repeat Business

SML added reputed new clients including Radico Khaitan Ltd and A.B Sugars, Rana Sugar in the Ethanol Projects vertical, and KRBL Ltd and GRM Overseas Ltd in Rice Processing, while continuing to deepen relationships with existing marquee clients such as Oasis Distillery & SPAC Starch.

Organisational Restructuring

The Company restructured its organisation into specialised vertical teams during FY26 to sharpen execution, strengthen operational controls and improve strategic planning across business lines, alongside a deliberate strengthening of the leadership team and investor relations function.

Operating Environment and Order Deferrals

FY26 performance was impacted by a combination of external and operational factors: a subdued industrial environment, excess capacity in the ethanol industry, and the impact of the Middle East conflict on the rice industry in the final quarter of the year. Rice-industry customers deferred orders that were originally scheduled



for delivery in March 2026, resulting in an operating loss for the year. As a new entrant to the ethanol projects vertical, the Company also strategically undertook select orders at relatively lower margins to establish its presence, while navigating cost overruns and longer execution cycles typical of a new business line.

Capacity Expansion

The soon to commission Company's 90,000+ sq. ft. Unit 2 facility supports scalable turnkey execution and is aligned with new product lines (hammer mills, paddy driers) and rising export demand.

Source: Company Investor Presentation, May 2026

6. Financial — FY 2025-26

SML reported an operating loss for FY 2025-26 following two consecutive years of revenue growth, driven principally by the deferral of orders from rice-industry that were originally scheduled for March 2026 delivery (linked to the Middle East conflict), a subdued industrial environment, and lower-margin, cost-overrun-affected orders undertaken to establish the Company's newly launched ethanol projects vertical.

6.1 Profit & Loss Statement (Rs. Crore)

Particulars	FY26	FY25	Change
Revenue from Operations	84.51	94.92	(10.96%)
Cost of Materials Consumed	46.16	53.91	—
EBITDA	(3.46)	6.27	—
EBITDA %	(4.10%)	6.60%	—
Profit Before Tax (PBT)	(4.55)	5.29	(186%)
Total Tax Expense	1.09	(1.44)	—
Profit After Tax (PAT)	(3.46)	3.85	(190%)
PAT %	(4.10%)	4.06%	—
Basic EPS (Rs.)	(2.52)	2.81	—

FY26 vs FY25 — Key P&L Metrics (Rs. Crore)



6.2 Half-Yearly Trend (Rs. Crore)

Particulars	H2FY26	H1FY25	H2FY25
Revenue from Operations	41.11	43.41	55.09
Gross Profit %	39.11%	42.14%	38.78%
EBITDA	(4.75)	1.29	2.01
EBITDA %	(11.56%)	2.97%	3.65%
PAT	(4.37)	0.90	1.18

The sequential decline in H2 FY26 reflects the compounding effect of the weak industrial environment, excess ethanol-industry capacity, and the deferral of rice-industry orders into FY27, alongside lower-margin ethanol project orders taken on to establish the Company's presence in the new vertical.



6.3 Balance Sheet (Rs. Crore, as at 31 March)

Equity & Liabilities	FY26	FY25	Assets	FY26	FY25
Shareholders' Funds	65.83	69.30	Non-Current Assets	41.02	32.66
Share Capital	13.72	13.72	Property, Plant & Equipment	29.13	29.04
Reserves & Surplus	52.11	55.57	Capital Work-in-Progress	9.98	2.18
Non-Current Liabilities	0.95	1.37	Current Assets	48.07	62.73
Long-Term Borrowings	0.57	1.13	Inventories	23.25	22.69
Current Liabilities	22.31	24.73	Trade Receivables	9.31	13.84
Short-Term Borrowings	6.97	1.29	Cash & Bank Balance	8.67	5.58
Trade Payables	7.33	11.55	Other Current Assets	6.84	20.62
Total Equity & Liabilities	89.10	95.39	Total Assets	89.10	95.39

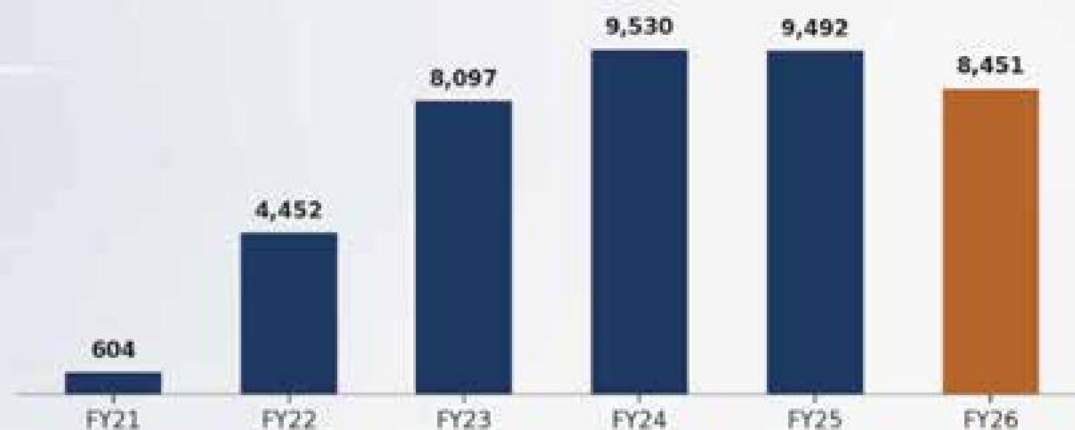
Total assets declined to Rs. 89.10 crore (FY26) from Rs. 95.39 crore (FY25), largely reflecting the reduction in trade receivables and other current assets, alongside the FY26 net loss. Short-term borrowings increased to Rs. 6.97 crore (FY26) from Rs. 1.29 crore (FY25), reflecting incremental working-capital drawdown during a loss-making year.

6.4 Net Sales Trend, FY21-FY26 (Rs. Lakhs)

FY21	FY22	FY23	FY24	FY25	FY26
604.19	4,451.59	8,096.63	9,529.71	9,491.62	8,451.44

After a sustained multi-year revenue build-up from Rs. 604.19 Lakhs in FY21 to a peak of Rs. 9,529.71 Lakhs in FY24, revenue has moderated over the last two fiscal years — Rs. 9,491.62 Lakhs in FY25 and Rs. 8,451.44 Lakhs in FY26 (a decline of approximately 11% year-on-year) — primarily reflecting the order deferrals and challenging operating conditions discussed above, rather than a change in underlying demand for the Company's core rice-milling and ethanol EPC offerings.

SML Net Sales, FY21-FY26 (Rs. Lakhs)



7. Opportunities & Growth Drivers

No	Opportunity	Area	Analysis
1.	Growing Rice Demand	Global & Domestic Rice Consumption	The India rice market is estimated at USD 49.32 billion in 2026, growing to USD 62.09 billion by 2031 at a 4.72% CAGR. Paddy production is projected at a record 151 MMT in FY 2025-26; India commands ~30.3% of global rice exports — the underlying modernisation imperative continues to drive equipment demand even after the FY26 order deferrals.

No	Opportunity	Area	Analysis
2.	E20 Achievement & E27/E30 Roadmap	Government Push for Ethanol	India achieved E20 blending in ESY 2025-26, five years ahead of schedule. E27 (BIS norms under evaluation) and E30 (2028-2030) discussions signal a further decade-long investment pipeline for grain-based distilleries, notwithstanding near-term excess capacity in the sector.
3.	Modernisation Wave	Upgrading Old Rice Mill Setups	The global rice milling machinery market is worth USD 1.27 billion in 2026, growing at 6.21% CAGR to USD 1.72 billion by 2031; grading machinery is the fastest-growing sub-segment at 9.04% CAGR. SML's new Electrical Automation division positions it to capture the Industry 4.0 upgrade cycle.
4.	Product-Range Expansion	10 TPH - 16 TPH Rice Mills	Management is expanding SML's rice mill product range from 10 TPH to 16 TPH capacity, broadening its addressable customer base among mid-sized millers.
5.	Multi-Grain & Commodity Diversification	Coffee, Barley, Cumin, Fenugreek, Coriander, etc.	SML is diversifying beyond rice and grain into multi-grain and commodity processing, an initiative management expects to meaningfully broaden its addressable market.
6.	Global Expansion	Africa, Southeast Asia, Middle East	Indian agro-machinery is gaining global recognition for reliability and cost-competitiveness; SML's Nepal turnkey success has opened project pipelines in Kenya, Nigeria, South Africa, Bangladesh and the Middle East.
7.	Make in India - Colour Sorter	Import Substitution	Colour sorters for rice and grain processing are predominantly imported into India; SML's in-house development of an indigenous colour sorter, aligned with Atmanirbhar Bharat, is expected to reduce import dependency and strengthen its competitive moat.
8.	Recurring Revenue Streams	AMC, Spares, Plant Upgrades	Scaling up after-sales services (installation & commissioning, AMC, spare parts, plant optimisation/retrofitting) is a management priority to build a higher-margin, stickier revenue base and improve operating leverage.

8. Risks, Concerns & Mitigation Measures

8.1 Policy and Regulatory Risk

Context: SML's Ethanol EPC business depends on biofuel policy continuity, blending targets, pricing mechanisms and regulatory approvals. Changes in feedstock allocation or pricing revisions could create project-velocity risk, particularly as the industry evaluates the E27/E30 roadmap.

Mitigation: Diversification across rice milling, flour/parboiling milling and allied agro-processing segments reduces dependence on any single policy framework; active monitoring of Ministry of Petroleum & Natural Gas and Ministry of Food Processing Industries (MoFPI) notifications.

8.2 New-Vertical Execution Risk (Ethanol Projects)

Context: As a new entrant to the ethanol EPC vertical in FY26, SML undertook select orders at relatively lower margins to establish market presence, and experienced cost overruns and longer execution cycles typical of a new business line, contributing directly to the FY26 operating loss. The wider ethanol distillery industry also saw excess capacity emerge during the year, pressuring pricing on new orders.

Mitigation: Restructuring into specialised vertical teams, tighter project-costing discipline, and a deliberate strategy of building a repeat-order base with established distillery clients (e.g., Radico Khaitan Ltd, Rana Sugar Ltd) to improve margin quality on future orders.

8.3 Order Concentration and Geopolitical / Deferral Risk

Context: Rice-industry customers deferred orders worth approximately Rs. 20 crore originally scheduled for March 2026 delivery, directly linked to the impact of the Middle East conflict on the rice trade, resulting in an operating loss for FY26. A prolongation or escalation of the conflict, or renewed global trade disruption, could further delay order execution or affect input costs (steel, freight, energy).

Mitigation: Broadening the client and geographic base (domestic and export), phased order execution, and closer client engagement to secure firmer delivery commitments; diversification into multi-grain/commodity processing to reduce dependence on rice-cycle timing.

8.4 Commodity and Input Cost Risk

Context: Steel, motors and engineered components form a material share of project cost. Geopolitical dynamics (including elevated energy costs linked to the West Asia conflict) and currency volatility can pressure margins.

Mitigation: Long-term vendor partnerships, procurement framework contracts, price-variation clauses in EPC mandates, and progressive backward integration (electrical automation now ~20% of ethanol project order value) to provide cost buffers.

8.5 Project Execution Risk

Context: Turnkey EPC mandates carry schedule, cost and quality risks, as evidenced by the cost overruns experienced in the new ethanol projects vertical during FY26.

Mitigation: In-house execution by experienced engineers, digital project monitoring, milestone-linked payment terms, and an expanding track record of successful projects including international turnkey commissions (e.g. nepal).

8.6 SME Listing, Liquidity and Market-Capitalisation Risk

Context: NSE SME Emerge listings can experience lower secondary-market liquidity relative to main-board peers. SML's market capitalisation has declined materially since its March 2024 listing — standing at approximately Rs. 47 crore as of early June 2026, against a 52-week trading range of roughly Rs. 27-90, reflecting both small-cap sentiment and the FY26 earnings decline into a net loss.

Mitigation: Transparent disclosures, consistent investor communication (including through Adfactors PR), a clear articulation of the FY27 turnaround plan (Rs. 110-120 crore turnover guidance and early-double-digit EBITDA margin target), and continued evaluation of Main Board migration timing as scale and profitability are re-established.

8.7 Competition and Market Risk

Context: The agro-machinery and ethanol EPC landscape includes both domestic and international players with aggressive pricing, particularly relevant as SML competes for early-stage share in the ethanol EPC segment.

Mitigation: SML's OEM + EPC model, proprietary innovations (slow-RPM whitener, FDRC-20, indigenous colour sorter under development) and after-sales service network are intended to create differentiation and switching costs versus lower-cost competitors.

8.8 Working Capital and Receivables Risk

Context: Short-term borrowings rose to Rs. 6.97 crore in FY26 (from Rs. 1.29 crore in FY25) amid the net loss and order deferrals, underscoring the importance of disciplined working-capital management as the Company scales its EPC order book.

Mitigation: Management has indicated a sharper focus on payment terms and working-capital discipline as part of the FY27 turnaround plan, alongside phased/instalment-linked project billing.

9. Outlook

Management has characterised FY26 as the most challenging phase in the Company's recent history, attributable to a subdued industrial environment, excess capacity in the ethanol industry, and the Middle East conflict's impact on rice-industry order timing — but has expressed confidence that “the most difficult phase is now behind us,” having used the year to build a stronger, more diversified business model.

For FY 2026-27, the Company is targeting turnover of Rs. 110-120 crore, with an aim to achieve an EBITDA margin in the early double digits. Key elements of the forward strategy include:

- Expanding the rice mill product range from 10 TPH to complete 16 TPH mill solutions, widening the addressable customer base;
- Diversifying into multi-grain and commodity processing across categories such as coffee, barley, cumin seeds, fenugreek seeds and coriander;
- Continuing to scale the electrical automation and backward-integration initiative to improve execution efficiency and cost structure;
- Deepening presence in the grain-based distillery segment as the E20 policy matures towards E27/E30, while applying the lessons of FY26 to improve order-margin quality;
- Growing recurring, higher-margin revenue through AMC, spare parts and plant upgrade/retrofit services;
- Deepening the Company's footprint in Africa, Southeast Asia and the Middle East, and strengthening its distribution and partner network; and
- Maintaining a sharper focus on payment terms and working-capital discipline to support healthier cash flows.

Continued Government focus on higher ethanol blending targets, sustained agricultural output and remunerative MSPs, and India's broader manufacturing and export competitiveness agenda are expected to provide a favourable long-term operating backdrop. With these initiatives, the Company remains focused on stabilising operations, regaining growth momentum, improving profitability and creating sustainable long-term value for all stakeholders.

Source: Company Investor Presentation, May 2026 (Management Comment, Mr. Vasu Naren, Managing Director)

10. Internal Control Systems and their Adequacy

The Company has implemented an internal control system designed to ensure the accuracy of financial reporting, compliance with regulatory requirements, and the safeguarding of assets. These systems are periodically reviewed and updated in line with evolving industry practice. The internal audit function conducts regular reviews to assess the effectiveness of these controls and recommends improvements where necessary. The Company continues to invest in digital tools to strengthen controls over inventory management, procurement and financial reporting, particularly as it scales its EPC order book and working-capital requirements.

11. Material Developments in Human Resources / Industrial Relations

The Company continues to view its employees as central to its performance and has undertaken several initiatives during FY26 to strengthen its human resources and industrial relations framework, even as it restructured its organisation into specialised vertical teams:

- Talent acquisition to support the newly established ethanol projects and electrical automation verticals;
- Technical, soft-skills, leadership and digital-literacy training programmes;
- Mentorship and cross-functional training to support the Company's diversification into new product lines;
- Employee engagement, recognition and wellness initiatives; and
- Regular town-hall meetings, feedback sessions and employee suggestion schemes to support open communication.

The Company maintains a collaborative relationship with its employees, underpinned by fair and transparent HR practices, as it navigates the organisational changes accompanying its diversification strategy.

12. Significant Changes In Key Financial Ratios

Key Financial Ratios	FY2025-26	FY2024-25	Change (%)	Reason for variance above 25%
Debtors Turnover Ratio (in days)	50.00	44.95	11.25%	-
Inventory Turnover Ratio	167.20	113.91	46.79%	Due to increase in inventory and decrease in COGS
Debt Service Coverage Ratio	-2.00	11.69	-117.07%	Due to loss in current year
Current Ratio	2.15	2.54	-15.07%	-
Debt Equity Ratio	0.11	0.03	228.60%	Due to increase in short term debt
Operating Profit Margin	-4.10	6.60	-162.12%	Due to loss in current year
Net Profit Margin (%)	-4.10	4.06	-200.98	Due to loss in current year

Director's Report

Dear Shareholders,

The Directors of your Company take pleasure in presenting their **07th Annual Report** on the operations of the Company and the Audited Financial Accounts of the Company for the year ended 31st March, 2026.

FINANCIAL SUMMARY OR PERFORMANCE OF THE COMPANY

(₹ in Lakhs)		
Particulars	2025-26	2024-25
Revenue from Operations	8451.44	9,491.62
Other Income	120.96	104.92
Total Income	8572.40	9,596.54
Earning before Interest, Tax & Depreciation	(346.37)	626.59
Finance Cost	28.16	20.81
Depreciation & Amortization Expenses	201.73	182.03
Profit/ Loss before tax	(455.31)	528.67
Tax Expenses	109.02	(143.54)
Profit/(Loss) after Tax	(346.29)	385.13
Earnings per share (Rs.)	(2.52)	2.81

REVIEW OF OPERATIONS

The Company has reported a total income of ₹8,572.40 Lakhs during the current financial year, as against ₹9,596.54 Lakhs in the previous year. The Net Loss for the year under review stood at ₹346.29 Lakhs, compared to a Net Profit of ₹385.13 Lakhs in the preceding year. The decline in revenue was primarily attributable to a weak industrial environment, excess capacity in ethanol production, and the deferral of rice industry orders to the next fiscal year. This deferment was necessitated by disruptions linked to the Middle East conflict, coupled with subdued industrial demand.

TRANSFER TO RESERVES

During the financial year, no amount is proposed to carry to General or any other Reserves.

DIVIDEND

Due to Conservation of Resources, the Company has not recommended any dividend for year ended March 31, 2026.

CHANGE IN THE NATURE OF BUSINESS

There had been no change in the nature of business of your Company during the period under review.

MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

During the financial year under review, there were no other material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which these financial statements relate and the date of the report.

ANNUAL RETURN

Pursuant to Sections 92(3) and 134(3)(a) of the Act, read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return in Form MGT - 7 for the Financial Year ended March 31, 2026, is available on the Company's website at www.sonamachinery.com.

The Annual Return shall be filed with the Ministry of Corporate Affairs, within the prescribed timelines.

SUBSIDIARY/ASSOCIATE/JOINT - VENTURE COMPANY

The Company does not have any joint – venture, Subsidiary and Associate Company.

CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All Contracts/transactions/arrangements entered into by the Company during the financial year with the Related Parties were in ordinary course of business and on an arm's length basis and in accordance with the provisions of the Companies Act, 2013, read with the Rules issued thereunder.

Further, there were no transactions with related parties which qualify as material transactions under the SEBI (Listing Obligation and Disclosure requirements) Regulations, 2015. All transactions with related parties were reviewed and approved by the Audit Committee. Omnibus approval is obtained for un-foreseen transactions.

Details of the Related party transactions are set out in the notes forming part of the financial statement of the Company.

The particulars of material contracts or arrangements with related parties referred to in sub-section (1) of section 188 in the Form AOC-2 is annexed herewith as **Annexure 'A'**.

The Company has formulated a policy on materiality of related party transactions and also on dealing with Related Party Transactions which has been uploaded on the Company's website at the weblink: <https://www.sonamachinery.com>.

DETAILS OF DEPOSIT AS PROVIDED UNDER CHAPTER V OF THE COMPANIES ACT, 2013

Your Company has not invited and accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014 and no amount of principal or interest was outstanding on the date of the Balance sheet.

LOANS, GUARANTEES OR INVESTMENTS

The particulars of loan given, investment made, guarantee given and securities provided along with the purpose for which the loan or guarantee or security is proposed to be utilized as per the provisions of Section 186 of the Act are provided in the financial statements.

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

In pursuance to Rule 8(5) (vii) of Companies (Accounts) Rules, 2014, there has been no such significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

CHANGES IN REGISTERED OFFICE OF THE COMPANY

The Board of Directors, at its meeting held on August 22, 2026 has approved the shifting of the Registered Office of the Company within the local limit of city from 228, 3rd Floor, State Bank Nagar, Paschim Vihar-1, West Delhi, Delhi, India 110063 to 3/8, 2nd Floor, Asaf Ali road, New Delhi - 110002

CHANGE IN DIRECTORS OR KEY MANAGERIAL PERSONNEL

In accordance with the provisions of Section 152 of the Companies Act, 2013 and in terms of the Article of Association of Company, Mr. Vasu Naren (DIN: 06915821), Managing Director, is liable to retire by rotation at the ensuing Annual General Meeting and, being eligible, has offered himself for re-appointment. The proposal for his re-appointment is being placed before the shareholders for their approval.

During the financial year under review, Shri. Narender Kumar (DIN:02567312) was appointed as an Additional Director in the capacity of Non-Executive Director of the Company with effect from 28th July, 2025, pursuant to the provisions of Section 161(1) and other applicable provisions of the Companies Act, 2013. His appointment as a Non-Executive Director was subsequently regularized and approved by the members of the Company at the Annual General Meeting held on 29th September, 2025.

Ms. Shweta Baisla (DIN: 09652443), who was holding the office of Whole-Time Director and Chief Financial Officer of the Company, ceased to hold the office of Chief Financial Officer with effect from 14 November 2025, in order to devote greater attention to her broader executive and directorial responsibilities as a Whole-Time Director.

Consequently, Mr. Sanjiv Kumar, a Qualified Chartered Accountant was appointed as Chief Financial officer - Key Managerial Personnel on the Board of the Company with effect from November 14, 2025.

Further, Ms. Rojina Thapa (DIN: 10362834) was appointed as an Additional Director in the capacity of Non-Executive Independent Director with effect from 14th November, 2025, for a first term of five consecutive years, in accordance with the applicable provisions of the Companies Act, 2013 and SEBI LODR Regulations, to the extent applicable subject to approval by the members of the Company at the ensuing General Meeting.

Mrs. Supriya ceased to be a Company Secretary and compliance officer of the Company upon her resignation due to professional opportunity, effective from the close of business hours on June 06, 2026.

The Board of Directors at their meeting held on May 29, 2026 approved the appointment of Ms. Jyoti Sachdeva, a Qualified Company Secretary to act as Company Secretary and Compliance officer -Key Managerial Personnel on the Board of the Company with effect from June 06, 2026.

At their meeting held on 22nd August, 2026, the Board of Directors approved and recommended to the members:

- a) The re-appointment of Mr. Vasu Naren (DIN: 06915821) as Chairman and Managing Director of the Company for a further period of five (5) years w.e.f. November 06, 2026.
- b) The re-appointment of Mrs. Shweta Baisla (DIN: 09652443) as Whi Director of the Company for a period of three (3) years w.e.f. November 06, 2026.
- c) The appointment of Mrs. Rojina Thapa as Non-Executive Independent Director of the Company.

The Board has also approved the cessation of Mr. Akash Bansal (DIN: 10469091) from the position of Independent Director of the Company with effect from 22nd August, 2026.

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

The Company has formulated a Programme for Familiarization of Independent Directors with regard to their roles, rights, responsibilities, nature of the industry in which the Company operates, the business model of the Company etc. The policy related to such familiarization programmes for Independent Directors are available on the website of the Company and can be accessed at the link <https://www.sonamachinery.com>.

During the year under review, there was no change in the nature of business of the company and its business vertical/ structure/operational strategy, etc., which would have necessitated fresh Familiarization Programme for Independent Directors.

STATUTORY AUDITOR

M/s. Sanjay V Gupta & Associates, Chartered Accountants (ICAI Firm Registration no. 018701N), have been appointed as the Statutory Auditor of the Company for a period of five years, commencing from the conclusion of the 5th Annual General Meeting (AGM) until the conclusion of the 10th Annual General Meeting to be held in the year 2029, to examine and audit the accounts of the Company, on such remuneration as may be mutually agreed upon between the Board of Directors of the Company.

The Statutory Auditors have confirmed that they continue to satisfy the eligibility criteria prescribed under the Act and the rules made thereunder and are not disqualified from continuing as the Statutory Auditors of the Company.

SECRETARIAL AUDITOR

M/s M R S & Associates, Company Secretaries (Firm Unique Code S2019DE678300), holding a valid certificate issued by the Peer Review Board (Certificate No. 2517/2022) of the Institute of Companies Secretaries of India (ICSI), were appointed as Secretarial Auditor of the Company at 6th Annual General Meeting of the Company held on September 29, 2025, to hold office as the Secretarial auditors for a terms of 5 consecutive years commencing from the Financial Year 2025-26 till Financial Year 2029-30

During the year, M/s M R S & Associates, Company Secretaries have confirmed that they are not disqualified from being appointed as the Secretarial Auditors of the Company and satisfy the prescribed eligibility criteria.

AUDITOR'S REPORT

a) STATUTORY AUDITOR'S REPORT

The observations made in the Statutory Auditor's Report of Sanjay V Gupta & Associates, Chartered Accountants, for the year ended March 31, 2026, read together with relevant notes thereon are self-explanatory and hence do not call for any comments.

There were no qualification, reservation, adverse remark or disclaimer by the Statutory Auditors in their

Report. For FY 2025- 26, the Auditors have not reported any instances of fraud under Section 143(12) of the Act and therefore disclosure of details under Section 134(3)(ca) of the Act is not applicable.

b) SECRETARIAL AUDITOR'S REPORT

The Secretarial Audit Report and the Secretarial Compliance Report for FY 2025-26, does not contain any qualification, reservation or adverse remark. During FY 2025-26, the Secretarial Auditors have not reported any instances of fraud Internal Audit under Section 143(12) of the Act and therefore disclosure of details under Section 134(3)(f) of the Act is not applicable. The Secretarial Audit Report for the financial year ended March 31, 2026 is annexed herewith marked as **Annexure 'B'** to this Report.

REPORTING OF FRAUDS BY AUDITORS

During the year under review, the Statutory Auditors have not reported any instances of frauds committed in the Company by its Officers or Employees to the Audit Committee under Section 143(12) of the Companies Act, 2013.

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

Conservation of energy is of utmost significance to the Company. Operations of the Company are not energy intensive. However, every effort is made to ensure optimum use of energy by using energy- efficient computers, processes and other office equipment. Constant efforts are made through regular/ preventive maintenance and upkeep of existing electrical equipment to minimize breakdowns and loss of energy.

The Company is continuously making efforts for induction of innovative technologies and techniques required for the business activities.

Steps taken by company for utilizing alternate sources of energy: NIL

Capital investment on energy conservation equipment's: NIL

FOREIGN EXCHANGE EARNINGS AND OUTGO

Earnings : Rs. 44.80 Lakhs

Outgo : Rs. 133.97 Lakhs

DISCLOSURE AS REQUIRED UNDER SECTION 22 OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

Your Company has zero tolerance for sexual harassment at workplace and has adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harassment at Workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ('PoSH Act') and Rules framed thereunder. All employees (including trainees, apprentices and probationers) of the Company at all its locations are covered in this policy.

Internal Complaints Committee ('ICC') is in place to redress complaints of sexual harassment and the Company has complied with the provisions relating to the constitution of ICC under the PoSH Act.

During the financial year under review, no complaints were filed pertaining to sexual harassment of woman employee in terms of the PoSH Act, the following is the summary of the complaints received and disposed – off during the financial year 2025-26:

No. of complaints received: NIL

No. of complaints disposed of: NIL

No. of complaints pending: NIL

Your Company holds a strong commitment to provide a safe, secure and productive work environment to all its employees. The Company strives to ensure that every employee is informed and compliant with all statutory policies and practices. PoSH awareness and sensitization are an integral part of this process.

DISCLOSURE REGARDING COMPLIANCE W.R.T THE MATERNITY BENEFITS ACT 1961

The Company is committed to fostering an inclusive, equitable and supportive work environment and complies with the provisions of the Maternity Benefit Act, 1961, as amended from time to time.

Eligible women employees are provided maternity benefits and related entitlements in accordance with the applicable statutory requirements.

The Company recognizes the importance of supporting employees during maternity and remains committed to promoting their health, well-being and work-life balance through a workplace culture that is caring, respectful and compliant with all applicable labour laws.

DIRECTORS' RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 the Board hereby submit its responsibility Statement:—

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

CORPORATE SOCIAL RESPONSIBILITY

The Company has framed a policy on Corporate Social Responsibility pursuant to Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility) Rules, 2014 which is available on the website of the Company at <https://www.sonamachinery.com>

The Annual Report on CSR activities of the Companies as per the Companies (Corporate Social Responsibility Policy) Rules, 2014 is annexed to this Directors' Report as 'Annexure C'.

NUMBER OF MEETING OF THE BOARD

During the Financial year 2025-26, There were 6 meetings of Board of Directors, 4 Audit committee, 4 NRC and 1 SRC meetings held during the financial year 2025-26. The status of the attendance of the Board of Directors are as follows:

S. No	Name of Directors	No. of Board Meetings held	No. of Board Meeting attended
1.	Vasu Naren	6	6
2.	Narender Kumar	6	4
3.	Shweta Baisla	6	6
4.	Naman Jain	6	6
5.	Preet Kumar	6	6
6.	Akash Kumar Bansal	6	6
7.	Rojina Thapa*	6	1

* Ms. Rojina Thapa (DIN: 10362834) was inducted into the Board with effect from November 14, 2025 and she was entitled to attend one meeting of the Board during the financial year 2025 26.

The status of the attendance of the Audit Committee are as follows:

S. No	Name of Directors	No. of Audit Committee meeting held	No. of Audit Committee meeting attended
1.	Shweta Baisla	4	4
2.	Naman Jain	4	4
3.	Preet Kumar	4	4

The status of the attendance of the Nomination and remuneration committee are as follows:

S. No	Name of Directors	No. of Nomination and remuneration committee Meeting held	No. of Nomination and remuneration committee meeting attended
1.	Naman Jain	4	4
2.	Preet Kumar	4	4
3.	Akash Kumar Bansal	4	4

The status of the attendance of the stakeholder relationship committee are as follows:

S. No	Name of Directors	No. of Stakeholder relationship committee meeting held	No. of Stakeholder relationship committee meeting attended
1.	Vasu Naren	1	1
2.	Naman Jain	1	1
3.	Preet Kumar	1	1

DECLARATION BY INDEPENDENT DIRECTORS

During the financial year 2025-26, the Board of the Company consists of Mr. Naman Jain, Mrs. Rojina Thapa, Mr. Preet Kumar, Mr. Akash Kumar Bansal as Independent Directors. These Directors have confirmed that they fulfill all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 so as to qualify themselves to be appointed as an Independent Directors under the provisions of the Companies Act, 2013 and the Rules thereunder.

Every Independent Director, at the first meeting of the Board in which he participates as a Director and thereafter at the first meeting of the Board in every financial year, gives a declaration that he meets the criteria of independence as provided under law. The Board of Directors confirm that the Independent directors appointed during the year also meet the criteria of integrity, expertise and experience in terms of Rule 8 of the Companies (Accounts) Rules, 2014.

CORPORATE GOVERNANCE

The Company is listed on SME Emerge Platform of NSE, by virtue of Regulation 15 of Listing Regulation the compliance with the corporate governance provisions as specified in Regulation 17, 17A, 18, 19, 20, 21, 22, 24, 24A, 25, 26, 26A, 27 clauses (b) to (i) and (t) of sub regulation 2 of Regulation 46 and Para C, D and E of Schedule V of the listing regulation are not applicable to the Company. Hence, Corporate Governance Regulations are not applicable to the company except for Regulation 23 as the paid-up share capital of the company exceeds INR 10 Crores pursuant to the first proviso to Regulation 15(2)(b) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015.

MANAGING DIRECTOR AND CHIEF FINANCIAL OFFICER CERTIFICATION

The Managing Director and the Chief Financial Officer have issued certificate pursuant to the provisions of Regulation 17(8) read with Part B of Schedule II of the Listing Regulations certifying, inter alia, that the financial statements do not contain any materially untrue statement and these statements represent a true and fair view of the company's affairs. The said certificate is annexed to this report as "Annexure-E".

COMPANY'S POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION INCLUDING CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES, INDEPENDENCE OF A DIRECTOR AND OTHER MATTERS PROVIDED UNDER SUB-SECTION (3) OF SECTION 178;

In compliance with the requirements of Section 178 of the Act, SEBI Listing Regulations, 2015 and any other re-enactment(s) for the time being in force, the Company has laid down a Nomination and Remuneration Policy which has been uploaded on the Company's website www.sonamachinery.com

The Board has adopted Nomination and Remuneration policy for selection and appointment of Directors and Key Managerial Personnel and to decide their remuneration. The Nomination and Remuneration policy of the company acts as a guideline for determining, inter alia, qualifications, positive attributes and

independence of a director, matters relating to the remuneration, appointment, removal and evaluation of the performance of the Directors and Key Managerial Personnel.

The salient features of the NRC Policy are as under:

- 1) Setting out the objectives of the Policy
- 2) Definitions for the purposes of the Policy
- 3) Policy for appointment and removal of Director, KMP and Senior Management
- 4) Policy relating to the Remuneration for the Managerial Personnel, KMP, Senior Management Personnel & other employees
- 5) Remuneration to Non-Executive / Independent Director.

PARTICULARS OF EMPLOYEES

Particulars of employees and the ratio of the remuneration of each director to the median employee's remuneration and other details in terms of Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is attached herewith as Annexure 'D'

SHARE CAPITAL

A) AUTHORISED SHARE CAPITAL

During the Financial Year 2025-26, the authorized share capital of the Company Rs. 15,00,00,000/- (Rupees Fifteen Crores Only) divided in to 1,50,00,000 (One Crore Fifty Lakhs) Equity shares of Rs. 10/-

B) ISSUED, SUBSCRIBED AND PAID-UP CAPITAL

During the Financial Year 2025-26, the paid-up Share Capital of the Company is Rs. 13,72,40,000/- (Rupees Thirteen Crore Seventy-two Lakh Forty Thousand only) divided into 1,37,24,000 (One Crore Thirty-Seven Lakh Twenty-Four thousand) Equity shares of Rs. 10/- Each.

C) During the Financial Year 2025-26 Company has not issued Bonus Shares.

D) During the Financial Year 2025-26, the Company has not issued equity shares with differential rights/ Buy Back of Securities/ Issue of Sweat Equity Shares / Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees.

E) Issue of employee stock options: The Company has not issued any shares as employee stock options scheme during the year under consideration.

ANNUAL LISTING FEES

Annual listing fee for the year 2025-26 has been paid by the Company to National Stock Exchange Limited

DEMATERIALISATION OF EQUITY SHARES

All the Equity shares of the Company are in dematerialized form with the depositories viz NSDL and CDSL. The ISIN No. allotted to the Company is INE0Q6H01012.

MANAGEMENT DISCUSSION & ANALYSIS REPORT

The Management Discussion and Analysis forms an integral part of this report and gives details of the overall industry structure, economic developments, performance and state of affairs of your Company's businesses, internal controls and their adequacy, risk & concerns, risk management systems and other material developments etc. during the financial year 2025-26.

INTERNAL FINANCIAL CONTROL

The Board of your Company has laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and operating effectively. Your Company has adopted policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial disclosures.

INDUSTRIAL RELATIONS

The Company maintained healthy, cordial and harmonious industrial relations at all levels. The enthusiasm and unstinting efforts of employees have enabled the Company to remain at the leadership position in the industry. It has taken various steps to improve productivity across organization.

COMPLIANCE WITH SECRETARIAL STANDARDS ON BOARD AND ANNUAL GENERAL MEETINGS

During the year under review, your Company is in compliance with the Secretarial Standards on Meetings of the Board of Directors (SS-1) and General Meetings (SS-2) issued by the Institute of Company Secretaries of India, with respect to Meetings of Board and its Committees and General Meetings, respectively. The Directors have devised proper systems and processes for complying with the requirements of applicable Secretarial Standards issued by the Institute of Company Secretaries of India, as amended and such systems were adequate and operating effectively.

TRANSFER TO INVESTOR EDUCATION AND PROTECTION FUND

Pursuant to the applicable provisions of the Companies Act, 2013, read with the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (the Rules), amount referred under Section 125 (2) shall be credited to Investor Education and Protection Fund. However, there were no such amounts which are covered under the said section 125 read with the applicable rules that needed to be transferred to IEPF.

DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016

During the period under review, no application has been made or any proceeding pending in the knowledge of the Company under Insolvency and Bankruptcy Code, 2016.

DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS

No one time settlement was done by the company during the period under review. Hence, valuation is not required.

MAINTENANCE OF COST RECORDS

The provisions of section 148 (1) of the Companies Act, 2013 with regard to maintenance of the cost record are applicable to the company and the company has made and maintained the cost record as specified therein.

NUMBER OF COMPLAINTS RELATING TO CHILD LABOUR, FORCED LABOUR, INVOLUNTARY LABOUR

During the period under review, no cases of child labour, forced labour, involuntary labour and discriminatory employment were reported.

VIGIL MECHANISM/WHISTLE BLOWER POLICY

The Company has a Whistle Blower Policy that provides a formal mechanism for all employees of the Company to approach to the person mentioned in the policy and make protective disclosures about the unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct.



The Whistle Blower Policy is displayed on the website of the Company at www.sonamachinery.com

PREVENTION OF INSIDER TRADING

In terms of the provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ("Insider Trading Regulations"), as amended, your Company has adopted a 'Code of Practices & Procedures for fair disclosure of Unpublished Price Sensitive Information'(UPSI) to regulate, monitor and report trading by designated persons in listed securities of your Company ("the Code").

The Code aims at preserving and preventing misuse of UPSI. All Designated Persons of your Company are covered under the Code, which provides inter alia for periodical disclosures and obtaining pre-clearances for trading in securities of your Company. PAN based online tracking mechanism for monitoring of the trade in your Company's securities by the "Designated Persons" and their relatives is in place to ensure real time detection and taking appropriate action, in case of any non-compliance with the provisions of the Code.

The Board, designated persons and other connected persons have affirmed compliance with the Code.

RISK MANAGEMENT POLICY

The Board of Directors of the Company has adopted a Risk Management Policy which aims at enhancing shareholders' value and providing an optimum risk-reward tradeoff. The risk management approach is based on a clear understanding of the variety of risks that the organization faces, disciplined risk monitoring and measurement and continuous risk assessment and mitigation measures.

APPRECIATION

Your Company has been able to operate efficiently because of the culture of professionalism, creativity, adaptability, integrity and continuous improvement in all functions and areas as well as the efficient utilization of the Company's resources for sustainable and profitable growth.

ACKNOWLEDGEMENT

Your directors wish to place on record their appreciation for the co-operation and support extended by the Share Holders, various authorities, banks, dealers and vendors. The Directors also acknowledge with gratitude the dedicated efforts and valuable contribution made by all the employees of the Company.

**By Order of the Board of Directors
For Sona Machinery Limited**

**Dated : 22.08.2026
Place : Ghaziabad**

**Vasu Naren
Chairman & Managing Director
DIN: 06915821**

ANNEXURE-A

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.

During reporting period, all transactions were at Arm's length basis.

S.No	Particulars	Details
a)	Name (s) of the related party & nature of relationship	N.A
b)	Nature of contracts/arrangements/transaction	N.A
c)	Duration of the contracts/arrangements/transaction	N.A
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	N.A
e)	Justification for entering into such contracts or arrangements or transactions'	N.A
f)	Date of approval by the Board	N.A
g)	Amount paid as advances, if any	N.A
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	N.A

2. Details of material contracts or arrangements or transactions at Arm's length basis.

Name (s) of the related party & nature of relationship	Nature of contracts/ arrangements/ transaction	Duration of the contracts/ arrangements/ transaction	Salient terms of the contracts or arrangements or transaction including the value, if any	Date of approval by the Board	Amount paid as advances, if any
Narender Kumar prop. Sona Food India	Rent	Recurring Transaction (PO basis)	The factory of the Company has been taken on a monthly rent of Rs. 3,00,000/	29.05.2025	NIL
Elephant Electric Private Limited	Purchase of raw material	Recurring Transaction (PO basis)	Purchase made against PO issued from time to time	29.05.2025	NIL

Podry Engineering Solutions Private Limited	Purchase & Sale of raw material	Recurring Transaction (PO basis)	Purchase & Sale made against PO issued from time to time	29.05.2025	NIL
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**By Order of the Board of Directors
For Sona Machinery Limited**

**Dated : 22.08.2026
Place : Ghaziabad**

**Vasu Naren
Chairman & Managing Director
DIN: 06915821**

ANNEXURE-B

**Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31.03.2026**

**[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,
SONA MACHINERY LIMITED
228 3rd Floor State Bank Nagar, Paschim Vihar-1,
Paschim Vihar, West Delhi, New Delhi- 110063

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **SONA MACHINERY LIMITED (CIN: L29256DL2019PLC345856)** (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 books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period ended on 31st March, 2026 ("Audit Period") 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 hereunder:

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

1. The Companies Act, 2013 (the Act) and the rules made thereunder;
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
4. 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;
5. The following regulations and guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable to the Company:
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;

- d. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2014; **(not applicable to the company during the review period)**
 - e. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **(not applicable to the company during the review period)**
 - f. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the Company during the Audit Period)**
 - g. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
 - h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable to the Company during the Audit Period)**
 - i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not applicable to the Company during the Audit Period)**
 - j. The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
6. Following are the other acts applicable on the Company:
- a. Maternity Benefit Act, 1961 and rules framed thereunder;
 - b. Employee' Provident Fund Act and Miscellaneous Provisions Act, 1952 and rules framed thereunder;
 - c. The Payment of Gratuity Act, 1972 and rules framed thereunder;
 - d. Payment of Bonus Act, 1965 and rules framed thereunder;
 - e. Equal Remuneration Act, 1976 and rules framed thereunder;
 - f. Payment of Wages Act, 1936 and rules framed thereunder;
 - g. Minimum Wages Act, 1938 and rules framed thereunder;
 - h. Consumer Protection Act, 2019
 - i. Environment Protection Act, 1986;
 - j. Factories Act, 1948 and rules framed thereunder
 - k. The Air (Prevention & Control of Pollution) Act, 1981;
 - l. The Water (Prevention & Control of Pollution) Act, 1974
 - m. occupational health and safety.
 - n. hazardous waste and other applicable environmental requirements.

The Company has further confirmed that during the Audit Period they have not contravened any of the provisions of the above specific laws and had obtained all the requisites registrations, permits and licenses.

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

- i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- ii) The Listing Agreement entered into by the Company with the National Stock Exchange and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I further report that, the compliance by the Company of applicable financial laws like direct and indirect tax laws and maintenance of financial records and books of accounts has not been reviewed in this Audit since the same have been subject to review by statutory financial auditor and other designated professionals.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, mentioned hereinabove and there is adequate compliance management system for the purpose of other laws. I have relied on the representations made by the Company and its officers for systems and mechanisms formed by the Company for compliances under other laws and regulations applicable to the Company.

I further report that:

The Board of Directors of the Company was duly constituted with a proper balance of Executive Directors, Non-Executive Directors and Independent Directors, as applicable, during the Audit Period and as on 31st March, 2026, in accordance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the extent applicable.

During the Audit Period, there were changes in the composition of the Board of Directors and Key Managerial Personnels (KMPs) of the Company, as detailed below:

1. Appointment and regularisation of Non-Executive Director

Shri Narender Kumar (DIN: 02567312) was appointed as an Additional Director in the capacity of Non-Executive Director of the Company with effect from 28th July, 2025, pursuant to the provisions of Section 161(1) and other applicable provisions of the Companies Act, 2013. His appointment as a Non-Executive Director was subsequently regularised and approved by the members of the Company at the Annual General Meeting held on 29th September, 2025.

2. Appointment of Additional Independent Director

During the Audit Period, Ms. Rojina Thapa (DIN: 10362834) was appointed as an Additional Director in the capacity of Non-Executive Independent Director with effect from 14th November, 2025, for a first term of five consecutive years, in accordance with the applicable provisions of the Companies Act, 2013 and SEBI LODR Regulations, to the extent applicable subject to approval by the members of the Company at the ensuing General Meeting.

3. Cessation of Chief Financial Officer

Ms. Shweta Baisla (DIN: 09652443), who was holding the office of Whole-Time Director and Chief Financial Officer of the Company, ceased to hold the office of Chief Financial Officer and Key Managerial Personnel with effect from 14th November, 2025, while continuing to hold the office of Whole-Time Director of the Company.

4. Appointment of Chief Financial Officer

Consequent upon the cessation of Ms. Shweta Baisla as Chief Financial Officer, Mr. Sanjiv Kumar, a qualified Chartered Accountant, was appointed as the Chief Financial Officer and Key Managerial Personnel of the Company with effect from 14th November, 2025, pursuant to the applicable provisions of the Companies Act, 2013.

5. Cessation of Company Secretary and Compliance Officer

Subsequent to the end of the financial year under review, Ms. Supriya ceased to hold the office of



Company Secretary and Compliance Officer and Key Managerial Personnel of the Company pursuant to her resignation, with effect from the close of business hours on 6th June, 2026, owing to a professional opportunity.

6. Appointment of Company Secretary and Compliance Officer

Subsequent to the end of the financial year under review, the Board of Directors, at its meeting held on 29th May, 2026, approved the appointment of Ms. Jyoti Sachdeva, a qualified Company Secretary, as the Company Secretary and Compliance Officer and Key Managerial Personnel of the Company with effect from 6th June, 2026, pursuant to the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the extent applicable.

Except for the aforesaid changes, there was no other change in the composition of the Board of Directors and KMPs of the Company during the Audit Period.

Adequate notice is given to all directors to hold the Board Meetings and committee meeting, agenda and detailed notes on agenda were sent at least seven days in advance. In cases where any meeting was convened at shorter notice, the same was convened in accordance with the applicable provisions of the Companies Act, 2013 and the Secretarial Standards, and the requisite consent/approval for holding such meeting at shorter notice was obtained from the concerned Directors/Committee members, as applicable. A system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All the decisions of the Board and Committees thereof were carried through with requisite majority. Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.

I Further report that, based on the information provided and the representation made by the Company, except to the extent stated above, there are adequate systems and processes in the company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the period under review, the company has not undertaken any specific events/actions that can have a major bearing on the Company's compliance responsibility in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc., except the follow:

A. Changes during the Financial Year 2025-26

1. Appointment of Non-Executive Director

During the financial year under review, Shri Narender Kumar (DIN: 02567312) was appointed as an Additional Director in the capacity of Non-Executive Director of the Company with effect from 28 July 2025, pursuant to the provisions of Section 161(1) and other applicable provisions of the Companies Act, 2013 and the Articles of Association of the Company. His appointment as a Director was subsequently regularised by the members of the Company at the Annual General Meeting held on 29 September 2025.

2. Cessation of Chief Financial Officer

Ms. Shweta Baisla (DIN: 09652443), who was holding the office of Whole-Time Director and Chief Financial Officer of the Company, ceased to hold the office of Chief Financial Officer with effect from 14 November 2025, while continuing as Whole-Time Director of the Company.

3. Appointment of Chief Financial Officer

Consequent to the cessation of Ms. Shweta Baisla as Chief Financial Officer, Mr. Sanjiv Kumar, a qualified Chartered Accountant, was appointed as the Chief Financial Officer and Key Managerial Personnel of the Company with effect from 14 November 2025, pursuant to the applicable provisions of the Companies Act, 2013.

4. Appointment of Additional Director (Non-Executive Independent Director)
During the Audit Period, Ms. Rojina Thapa (DIN: 10362834) was appointed as an Additional Director in the capacity of Non-Executive Independent Director with effect from 14th November, 2025, for a first term of five consecutive years, in accordance with the applicable provisions of the Companies Act, 2013 and SEBI LODR Regulations, to the extent applicable subject to approval by the members of the Company at the ensuing General Meeting.

B. Changes Subsequent to the Financial Year End and up to the Date of this Report

1. Resignation of Company Secretary and Compliance Officer

Ms. Supriya ceased to hold the office of Company Secretary and Compliance Officer of the Company pursuant to her resignation, with effect from the close of business hours on 6 June 2026, owing to a professional opportunity.

2. Appointment of Company Secretary and Compliance Officer

The Board of Directors, at its meeting held on 29 May 2026, approved the appointment of Ms. Jyoti Sachdeva, a qualified Company Secretary, as the Company Secretary and Compliance Officer and Key Managerial Personnel of the Company with effect from 6 June 2026, pursuant to the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the extent applicable.

I further report that my Audit was subjected only to verify the adequacy of systems and procedures that are in place for ensuring proper compliances on the part of the company and I am not responsible for any lapses in those compliances on the part of the company.

Date: 21/08/2026

Place: New Delhi

For M R S & Associates
Practicing Company Secretaries
Firm Unique Code **S2019DE678300**
Peer Review Certificate no. 2517/2022

CS Mohit
Proprietor
FCS No.: 12708
C.P No.: 21941
UDIN: F012708H001177795



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

Annexure I

To,

The Members,

SONA MACHINERY LIMITED

228 3rd Floor State Bank Nagar, Paschim Vihar-1,

Paschim Vihar, West Delhi, New Delhi- 110063

My 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. My responsibility is to express an opinion on these secretarial records based on my audit. The list of documents for the purpose, as seen by me, is listed in Annexure II
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. My Audit examination is restricted only up to legal compliances of the applicable laws to be done by the company. I have not checked the practical aspects relating to the same.
4. Whenever audit has required my examination of books and records maintained by the Company, I have also relied upon electronic versions of such books and records, as provided to me through online communication. Considering the effectiveness of information technology tools in the audit processes, I have conducted online verification and examination of records, as facilitated by the Company, for the purpose of issuing this Report. In doing so, I have followed the guidance as issued by the institute.
5. I have not verified the correctness and appropriateness of financial records and books of accounts of the company as well as correctness of the values and figures reported in various disclosures and returns as required to be submitted by the company under the specified laws, though I have relied to a certain extent on the information furnished in such return.
6. hereever required, I have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.
7. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards are the responsibility of management and my examination was limited to the verification of procedures on test basis.
8. Due to the inherent limitations of an audit including internal, financial, and operating controls, there is an unavoidable risk that some misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with audit practices

9. The contents of this Report have to be read in conjunction with and not in isolation of the observations, if any, in the report(s) furnished/to be furnished by any other auditor(s)/agencies/authorities with respect to the Company.
10. The Secretarial Audit Report 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.

Date: 21/08/2026

Place: New Delhi

**For M R S & Associates
Practicing Company Secretaries
Firm Unique Code S2019DE678300
Peer Review Certificate no. 2517/2022**

**CS Mohit
Proprietor
FCS No.: 12708
C.P No.: 21941
UDIN: F012708H001177795**

Annexure II LIST OF DOCUMENTS

1. Memorandum & Articles of Association of the Company
2. Minutes of the meetings of the Board of Directors held during the period under report.
3. Minutes of General Body Meetings held during the period under report.
4. Statutory Registers/Records under the Companies Act and rules made there under
5. Agenda papers for Board and Committee Meeting along with notice on a sample basis;
6. Proof of circulation of draft and signed minutes of the Board and Committee meetings on a sample basis;
7. Annual Report for financial year 2024-25 and standalone financial statements for financial year 2024-25 and 2025-26.
8. Directors' disclosures under the Act and rules made thereunder;
9. Forms filed with ROC, intimations made to stock exchanges;
10. Policies/Codes framed under SEBI regulations;
11. Disclosures under SEBI (Prohibition of Insider Trading) Regulations, 2015.

ANNEXURE C

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES FOR THE FINANCIAL YEAR 2025-26

1. A brief outline on CSR policy of the Company

A brief outline of the Company's CSR Policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programmes.

The company, in accordance with the requirements of the Companies Act, 2013 had conceptualized and implemented the Corporate Social Responsibility (CSR) activities during the year in the field of promoting education and animal welfare.

2. The Composition of the CSR Committee

S. No	Name of Director	Designation/ Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
	NA	NA	NA	NA

Note: Pursuant to section 135(9), where the amount to be spent by a company under sub-section (5) does not exceed fifty lakh rupees, the requirement under sub-section (1) for constitution of the Corporate Social Responsibility Committee shall not be applicable and the functions of such Committee provided under this section shall, in such cases, be discharged by the Board of Directors of such company.

Consequently, the Company is not required to constitute a Corporate Social Responsibility (CSR) Committee under the provisions of Section 135 of the Companies Act, 2013, and the applicable rules framed thereunder.

3. 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.sonamachinery.com
4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report). - **Not Applicable**
5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

Sl. No.	Financial Year	Amount available for set-off from preceding financial year	Amount required to be set-off in the financial year, if any
1	2024-25	3740	3740
	Total	3740	3740

6. Average net profit of the company as per section 135(5): Rs. 9,99,51,684/-
7. (a) Two percent of average net profit of the company as per section 135(5)- Rs. 19,99,034/-
- (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years. - **NIL**
- (c) Amount required to be set off for the financial year, If any- Rs.3,740/-
- (d) Total CSR obligation for the financial year (7a+7b-7c)- Rs. 19,95,294/-
8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per 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. 20,00,000/-	NIL	NA	NA	NIL	NA

- (b) Details of CSR amount spent against **ongoing projects** for the financial year: **NIL**

Sl. 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	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.)	Mode of implementation- Direct (Yes/No)	Mode of Implementation- Through Implementing Agency	
				State	District						Name	CSR registration number

(C) Details of CSR amount spent against **other than ongoing projects** for the financial year:

Sl. 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 in the current financial Year	Mode of implementation-Direct (Yes/No)	Mode of Implementation-Through Implementing Agency	
				State	District			Name	CSR registration number
1	Birds and Animals Medical Treatment	(iv) ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water [including contribution to the Clean Ganga Fund set-up by the Central Government for rejuvenation of river Ganga]	Yes	Delhi	New Delhi	10,00,000	Yes	Om Sarvodayam Sansthanam	CSR00017405
2	Facilitating the distribution of nutritious meals in Government Schools and Hospitals	Eradicating hunger, poverty and malnutrition, ["promoting health care including preventive health care"] and sanitation [including contribution to the Swachh Bharat Kosh set-up by the Central Government for the promotion of sanitation] and making available safe drinking water	No	Gujrat	Nagpur	2,00,000	Yes	Annamrita Foundation	CSR00001973
	Birds and Animals Hospital	(iv) ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water [including contribution to the Clean Ganga Fund set-up by the Central Government for	Yes	Delhi/NC R	Delhi	8,00,000	Yes	Om Sarvodayam Sansthanam	CSR00017405

(d) Amount spent in Administrative Overheads- **NIL**

(e) Amount spent on Impact Assessment, if applicable- **Not Applicable**

(f) Total amount spent for the Financial Year (6a+6b+6c)- **Rs. 20,00,000/-**

(g) Excess amount for set off, if any-

Sl. No.	Particular	Amount (in Rs.)
(i)	Two percent of average net profit of the company as per section 135(5)	19,99,034/-
(ii)	Total amount spent for the Financial Year	20,00,000/-
(iii)	Amount required to be set off for the financial year	3,740/-*
(iv)	Excess amount spent for the financial year [(ii) +(iii) -(i)]	4,706/-
(v)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(vi)	Amount available for set off in succeeding financial years [(iv)-(v)]	4,706/-

Note: *Amount available for set-off from preceding financial year is Rs.3,740/-, has been set off against the mandatory CSR obligation.

9. (a) Details of Unspent CSR amount for the preceding three financial years: Not Applicable

Sl. 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 spent in the Financial Year (in Rs.).	Amount transferred to a fund as 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 (in Rs)	Date of transfer		
(1)	(2)	(3)	(4)	(5)	(6)		(7)	(8)

(b) Details of CSR amount spent in the financial year for **ongoing projects** of the preceding financial year(s): **Not Applicable**

Sl. No	Project ID	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (in Rs.)	Amount spent on the project in the reporting Financial Year (in Rs)	Cumulative amount spent at the end of reporting Financial Year.	Status of the project- Completed /Ongoing

10. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Yes ☐ No ☒

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

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

Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pin code of the property or asset(s)	Date of creation	Amount of CSR Spent for creation or acquisition of capital asset.	Details of entity/ Authority/ beneficiary of the registered owner		
(1)	(2)	(3)	(4)	(5)	(6)		
					CSR Registration Number, if any	Name	Registered Address
Not Applicable							

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5). **Not Applicable**

**By Order of the Board of Directors
For Sona Machinery Limited**

**Dated : 22.08.2026
Place : Ghaziabad**

**Vasu Naren
Chairman & Managing Director
DIN: 06915821**

ANNEXURES - D

DETAILS PERTAINING REMUNERATION AS REQUIRED INFORMATION UNDER SECTION 197(14) & SECTION 197(12) RULE 5 (1) (2) & (3) OF THE COMPANIES (APPOINTMENT & REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

A. The ratio of Remuneration of each Director to the median remuneration of the employees of the Company for the financial year ended March 31, 2026

Name of Director(s)	Designation	Ratio to median remuneration
Mr. Vasu Naren	Chairman and Managing Director	23.24
Mrs. Shweta Baisla	Whole Time Director	13.49

B. The percentage of increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any in the financial year ended March 31, 2026:

Name of Director(s)/KMP	Designation	% increase in remuneration in FY 2025-26
Mr. Vasu Naren	Chairman and Managing Director	16.67%
Mrs. Shweta Baisla	WTD and Chief Financial Officer	126.55%
Ms. Supriya	Company Secretary and Compliance officer	30%
Mr. Sanjiv Kumar*	Chief Financial officer	-

**Mr. Sanjiv Kumar has been appointed as Chief Financial officer of the Company w.e.f November 14, 2025. Since the remuneration is only for part of the year, percentage increase in remuneration is not comparable Hence ,% increase in remuneration in FY 2025-26 is not stated.*

C. Percentage increase in the median remuneration of employees in the financial year 2025-26: 24.29%

D. Number of permanent employees on the rolls of the Company as of March 31, 2026: 303

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

Managerial Remuneration: 41%

Non-Managerial Remuneration: 16 %

Average increase in remuneration of both, managerial and non-managerial personnel were determined based on the overall performance of the Company.

F. Affirmation that the remuneration is as per the remuneration policy of the company: It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

G. Details of top 10 (Ten) employees in terms of remuneration drawn during the year:

Name	Designation	Remuneration (Rupees In lakhs)	Nature of employment, whether contractual or otherwise;	Qualification	Date of commencement of employment	Experience	Age (years)	Last employment
Vasu Naren	Managing Director	81.97	Permanent	BBA	19-02-2019	10	32	Nil
Shweta Baisla	WTD	47.58	Permanent	MBA	01-08-2021	6	32	Nil
C.P Singh	President - Sales	44.32	Permanent	B Tech - Electrical & Electronics	06-03-2025	30	52	Head Sales & Marketing - Saint Gobain India Pvt Ltd
Nitin Saxena	AVP - Overseas Marketing	27.47	Permanent	MBA	07-11-2024	25	47	Director - SGT University
Naveen Khare	Vice President - Rice Division	26.63	Permanent	MBA	30-05-2025	23	50	CEO - Ubitech Pvt Ltd
RajMohan Pancham Sharma	VP - HR & Admin	26.08	Permanent	MBA	05-06-2025	25	48	GM HR - Sugam Group
Rajeev Chauhan	Plant Head	22.17	Permanent	B Tech - Mechanical	02-01-2023	35	65	Plant Head - Escorts Limited
Houmesh Lal Das	Vice President - Ethanol	22.78	Permanent	MBA	18-08-2025	22	44	VP - Stuewe Laraon India
Sanjiv Kumar	CFO	21.23	Permanent	CA	08-10-2025	27	53	CFO at V-Marc India Ltd
Nitish Kumar	AGM - SCM	19.3	Permanent	B tech Mechanical	04-03-2024	15	36	SCM Lead - Frigo Glass

Notes :

1. The company didn't pay any remuneration to its any Non- Executive Independent Director during the Financial Year 2025-26.

2. None of the employees are covered under Rule 5(3) (viii) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 of Section 197 of the Companies Act, 2013 except Mr. Vasu Naren, Mrs. Shweta Baisla holds 66.23% and 2.21%, of equity shares of the Company respectively.

**By Order of the Board of Directors
For Sona Machinery Limited**

**Dated : 22.08.2026
Place : Ghaziabad**

**Vasu Naren
Chairman & Managing Director
DIN: 06915821**



ANNEXURE-E

CEO/CFO CERTIFICATION

To
The Board of Directors
Sona Machinery Limited

Compliance Certificate as required under Regulation 17(8) and Regulation 33(2)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We hereby certify that:

- A. We have reviewed Audited Financial Statements and the Cash Flow Statements for the financial Year ended on 31st March, 2026 and that to the best of our knowledge and belief:
- I. These statements do not contain any materiality 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 financial year which are fraudulent, illegal or violates of the company's code of conduct.
- C. We accept the responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the auditors and the Audit Committee:
- (1) that there were no significant changes in internal control over financial reporting during the quarter and financial year ended March 31, 2026;
- (2) that there were no significant changes in accounting policies during the quarter and financial year ended March 31, 2026; and
- (3) that there were no instances of significant fraud of which we have become aware and the involvement therein, of the management or an employee having a significant role in the Company internal control system over financial reporting.

Sanjiv Kumar
Chief Financial Officer

Vasu Naren
Chairman & Managing Director
DIN: 06915821

Notice Of Annual General Meeting

NOTICE is hereby given that the 7th Annual General Meeting ("AGM") of the Members of **M/s SONA MACHINERY LIMITED** ("the Company") will be held on Friday, 25th day of September 2026 at 11:00 A.M., (IST) through Video Conferencing / Other Audio Visual Means ("VC/OAVM") facility, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2026 including the Balance Sheet, the Statement of Profit and Loss and Cash Flow Statement for the year ended as at 31st March 2026 and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Mr. Vasu Naren (DIN: 06915821), who retires by rotation at this AGM, Pursuant to Section 152(6) of the Companies Act, 2013 and being eligible, has offered himself for re-appointment

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

"RESOLVED THAT Mr. Vasu Naren (DIN: 06915821), who retires by rotation at this Annual General Meeting, in terms of Section 152(6) of the Companies Act, 2013 and being eligible, has offered himself for re-appointment, be and is hereby re-appointed as Director of the Company."

SPECIAL BUSINESS

3. TO CONSIDER AND APPROVE APPOINTMENT OF MS. ROJINA THAPA (DIN: 10362834) 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 recommendation of Nomination and Remuneration Committee and that of the Board of Directors and provisions of Sections 149, 150 and 152 read with Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI (LODR) Regulations") and the rules made thereunder (including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force) and any other applicable law(s), regulation(s) and guideline(s) and the

provisions of the Articles of Association of the Company, Ms. Rojina Thapa (holding DIN: 10362834), who was appointed by the Board of Directors as an Additional Independent Director of the Company with effect from November 14, 2025, and who holds office up to the date of this Annual General Meeting, has submitted a declaration that she meets the criteria for independence as provided in Section 149 of the Companies Act, 2013 and Regulation 16(1)(b) of SEBI (LODR) Regulations 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 her candidature for the office of Director, being eligible for appointment, be and is hereby appointed as an Non Executive Independent Director of the Company, not liable to retire by rotation, to hold office for the first term of 5 (five) consecutive years with effect from November 14, 2025 to November 13, 2030, on the Board of Directors of the Company.

RESOLVED FURTHER THAT any one of the Director of the Company or Ms. Jyoti Sachdeva, Company Secretary of the Company be and is hereby authorized to file the necessary applications, e-forms, documents with concerned statutory authorities/agencies such as the Registrar of Companies, Stock Exchanges, etc. in relation thereto, send intimation(s) to Stock Exchange(s) as per SEBI (LODR) Regulations and to do all such acts, deeds, matters and things as may be deemed necessary, proper or expedient for the purpose of giving effect to the above resolution and for matters connected herewith or incidental hereto.”

4. TO REAPPOINT MR. VASU NAREN (DIN: 06915821) AS CHAIRMAN AND MANAGING DIRECTOR OF THE COMPANY

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

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 read with Schedule V and any other applicable provisions 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) and / or re-enactment(s) thereof, for the time being in force), Articles of Association of the Company and subject to such other approvals as may be necessary, the consent of the member(s) of the Company be and is hereby accorded to the re-appointment of Mr. Vasu Naren (DIN: 06915821), as Chairman and Managing Director of the Company w.e.f. November 06, 2026 for a further period of 5 (Five) years, not liable to retire by rotation, on such terms and conditions, including remuneration, as set out in the explanatory statement annexed hereto.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall be deemed to include any committee of the Board) be and is hereby authorised to alter and/or vary the terms and conditions of the said re-appointment including remuneration payable to Mr. Vasu Naren within the overall limits specified under Section 197 read with Schedule V of the Companies Act, 2013 and rules made thereunder or any statutory modification(s) or re-enactment thereof.

RESOLVED FURTHER THAT in the event that in any Financial Year, during the tenure of Mr. Vasu Naren, the Company incurs a loss or its profits are inadequate, the Company shall continue to pay to Mr. Vasu Naren the remuneration by way of salary, perquisites and other allowances as a minimum remuneration subject to and in accordance with the conditions specified under Schedule V to the Companies Act, 2013

and rules made thereunder or such other limits as may be prescribed by the Central Government from time to time and approval of members and/or Central Government required, if any.

RESOLVED FURTHER THAT any one of the Director of the Company or Ms. Jyoti Sachdeva, Company Secretary of the Company be and is hereby authorized to file the necessary applications, e-forms, documents with, inter- alia, the Registrar of Companies, send intimation(s) to Stock Exchange(s) as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and to do all such acts, deeds, matters and things as may be deemed necessary, proper or expedient for the purpose of giving effect to the above resolution and for matters connected herewith or incidental hereto.”

5. TO REAPPOINT MRS. SHWETA BAISLA (DIN: 09652443) AS A WHOLE TIME DIRECTOR OF THE COMPANY

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

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 read with Schedule V and any other applicable provisions 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) and / or re-enactment(s) thereof, for the time being in force), Articles of Association of the Company and subject to such other approvals as may be necessary, the consent of the member(s) of the Company be and is hereby accorded to the re-appointment of Mrs. Shweta Baisla (DIN: 09652443), as a Whole Time Director of the Company w.e.f. November 06, 2026 for a further period of 3 (three) years, be liable to retire by rotation, on such terms and conditions, including remuneration, as set out in the explanatory statement annexed hereto.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall be deemed to include any committee of the Board) be and is hereby authorised to alter and/or vary the terms and conditions of the said re-appointment including remuneration payable to Mrs. Shweta Baisla within the overall limits specified under Section 197 read with Schedule V of the Companies Act, 2013 and rules made thereunder or any statutory modification(s) or re-enactment thereof.

RESOLVED FURTHER THAT in the event that in any Financial Year, during the tenure of Mrs. Shweta Baisla, the Company incurs a loss or its profits are inadequate, the Company shall continue to pay to Mrs. Shweta Baisla the remuneration by way of salary, perquisites and other allowances as a minimum remuneration subject to and in accordance with the conditions specified under Schedule V to the Companies Act, 2013 and rules made thereunder or such other limits as may be prescribed by the Central Government from time to time and approval of members and/or Central Government required, if any.

RESOLVED FURTHER THAT any one of the Director of the Company or Ms. Jyoti Sachdeva, Company Secretary of the Company be and is hereby authorized to file the necessary applications, e-forms, documents with, inter- alia, the Registrar of Companies, send intimation(s) to Stock Exchange(s) as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and to do all such acts,

deeds, matters and things as may be deemed necessary, proper or expedient for the purpose of giving effect to the above resolution and for matters connected herewith or incidental hereto.”

**By Order of the Board
For Sona Machinery Limited**

**Date : August 22, 2026
Place : Ghaziabad**

**Jyoti Sachdeva
Company Secretary
Membership No. A45888**

IMPORTANT NOTES:

1. Pursuant to General Circular Nos.14/2020 dated 8th April, 2020, Circular No.17/2020 dated 13th April, 2020, Circular No.20/2020 dated 5th May, 2020, Circular No.02/2021 dated 13th January, 2021, Circular No.19/2021 dated 8th December, 2021, Circular No.21/2021 dated 14th December, 2021, Circular No.02/2022 dated 5th May, 2022, Circular No. 10/2022 dated 28th December, 2022 and circular No. 09/2023 dated 25th September, 2023 and Circular No. 9/2024 dated 19th September, 2024, General circular 03/2025 dated September 22, 2025 and all other relevant circulars issued from time to time by the Ministry of Corporate Affairs (“MCA”) (hereinafter collectively referred to as “the MCA Circulars”), MCA has permitted to hold Annual General Meeting through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”), without the physical presence of Members at a common venue. Hence, in compliance with the MCA Circulars and applicable provisions of the Companies Act, 2013 read with rules made thereunder and the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, the 7th Annual General Meeting (“AGM”) of the Company is being held through VC/OAVM. The deemed venue for the AGM shall be registered office of the Company.
2. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, the Body Corporates are entitled to appoint Authorized Representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting. Body Corporates whose Authorized Representatives are intending to attend the Meeting through VC/OAVM are requested to send to the Company on its email id cs@sonamachinery.com, a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting and through E-voting.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders

(Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. An explanatory statement setting out details relating to the businesses to be transacted at the Annual General Meeting pursuant to Section 102(1) of the Companies Act, 2013, is annexed hereto.
6. In compliance with the MCA Circulars, Notice of the AGM along with the Annual Report for the Financial Year 2025-26 is being sent only through email to those Members whose email IDs are registered with the Company/Depositories. Further, a letter providing a weblink for accessing the Notice of the AGM and Integrated Annual Report for the Financial Year 2025-26 will be sent to those shareholders who have not registered their email address. In case any Member is desirous of obtaining physical copy of the Integrated Annual Report for the Financial Year 2025-26 and Notice of the AGM of the Company, may send a request to the Company at cs@sonamachinery.com, mentioning their DP ID and Client ID/folio no. or raise a service request with Maashitla Securities Private Limited, the Company's Registrar and Share Transfer Agent ("RTA"). Members may note that the Notice of the AGM and Annual Report for the Financial Year 2025-26 will also be available on the Company's website www.sonamachinery.com and the websites of the Stock Exchanges i.e. National Stock Exchange of India Limited at www.nseindia.com, respectively and on the website of National Securities Depository Limited ("NSDL") (agency providing the remote e-Voting facility) at www.evoting.nsdl.com.
7. Members who have not yet registered their email addresses are requested to register the same with their Depository Participants in case the shares are held by them in electronic mode and with the Company's RTA i.e. Maashitla Securities Private Limited ("RTA") in case the shares are held by them in physical mode.
8. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the Members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the Members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to cs@sonamachinery.com.
9. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote during the AGM.

10. As the Annual General Meeting of the Company is held through VC / OAVM, we therefore request the members to submit questions in advance relating to the business specified in this notice of AGM on the email ID cs@sonamachinery.com at least 10 days in advance but not later than Monday, 14th September, 2026.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 December 28, 2022, September 25, 2023, September 19, 2024 and September 22, 2025 the Company is providing the facility of remote e-Voting to its Members in respect of the businesses to be transacted at this AGM. For this purpose, the Company has entered into an agreement with NSDL for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by Members using remote e-Voting system is provided by NSDL.

Members who have cast their votes by remote e-Voting prior to the AGM may participate in the AGM but shall not be entitled to cast their votes again. The manner of voting remotely by Members holding shares in dematerialised mode, physical mode and for Members who have not registered their e-mail addresses is provided in the "Instructions for e-Voting" section which forms part of this Notice.

The Board of Directors of the Company has appointed M/s MRS & Associates, Company Secretaries, a Peer Reviewed Firm, as the Scrutiniser, to scrutinise the voting during the AGM and remote e-Voting process in a fair and transparent manner.

Members holding shares either in physical or dematerialised form, as on **Friday, September 18, 2026** ("Cut-off Date"), may cast their votes electronically. The e-Voting period commences on **Monday, September 21, 2026 (9:00 A.M. IST)** and ends on **Thursday, September 24, 2026 (5:00 P.M. IST)**. The e-Voting module will be disabled by NSDL thereafter. A Member will not be allowed to vote again on any Resolution on which vote has already been cast.

The voting rights of Members shall be proportionate to their share of the paid-up equity share capital of the Company as on the Cut-off Date, i.e. **18/09/2026**

A person who is not a Member as on the Cut-off Date is requested to treat this Notice for information purposes only.

The facility for voting during the AGM will also be made available. Members present at the AGM through VC and who have not cast their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through the e-Voting system during the AGM.

Any person holding shares in physical form and nonindividual shareholders who acquire shares of the Company and become Member of the Company after the Notice is sent and holding shares as of the Cut-off Date, i.e. September 18, 2026 may obtain the login ID and password by sending a



request at evoting@nsdl.com. However, if he/she is already registered with NSDL for remote e-Voting, then he/she can use his/her existing user ID and password for casting the vote. In case of individual shareholders holding securities in demat mode, who acquire shares of the Company and become Member of the Company after the Notice is sent and holding shares as of the Cut-off Date, may follow steps mentioned in the Notice under 'Instructions for e-Voting'.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

The remote e-voting period begins on Monday, 21 September, 2026 at 09:00 A.M. and ends on Thursday, 24 September, 2026 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 18/09/2026 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 18/09/2026.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Type of shareholders	Login Method
	2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store  Google Play  
Individual Shareholders holding securities in demat mode with CDSL	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 Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing Myeasi username & password.

Type of shareholders	Login Method
	2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with CDSL	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

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.

b) Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.

c) A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at

<https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices

after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

d) Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical **Your User ID is:**

a) For Members who hold shares in demat account with NSDL.

8 Character DP ID followed by 8 Digit Client ID
For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.

b) For Members who hold shares in demat account with CDSL.

16 Digit Beneficiary ID
For example, if your Beneficiary ID is 12***** then your user ID is 12*****.

c) For Members holding shares in Physical Form.

EVEN Number followed by Folio Number registered with the company
For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***



e) Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email IDs are not registered.

f) If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
- b) Physical User Reset Password? (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
- g) After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- h) Now, you will have to click on "Login" button.
- i) After you click on the "Login" button, Home page of e-Voting will open.

- g) Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

- a) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to mohit@mrsassociates.co.in with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
- b) It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
- c) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Manager, NSDL at evoting@nsdl.com

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to cs@sonamachinery.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to cs@sonamachinery.com If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.

3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

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The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

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

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

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

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at cs@sonamachinery.com. The same will be replied by the company suitably.

6. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request between 21/09/2026 (9.00 a.m. IST) and 23/09/2026 (5.00 p.m. IST) from their registered e-mail Id's mentioning their name, DP ID and client Id / folio number, PAN, mobile number on cs@sonamachinery.com as registered in the records of the Company. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM.

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

The following explanatory statement sets out all material facts relating to the Special business mentioned under item no. 3, 4 and 5 of the accompanying Notice:

ITEM NO. 3:

Ms. Rojina Thapa was appointed as an Additional Director in the capacity of Non-Executive Independent Director with effect from 14th November, 2025, for a first term of five consecutive years, in accordance with the applicable provisions of the Companies Act, 2013 and SEBI LODR Regulations, to the extent applicable subject to approval by the members of the Company at the ensuing General Meeting. In accordance with Section 149(10) and (11) of the act, an independent director can hold office for two consecutive terms of upto five years each on the Board of the Company, subject to the approval of shareholders approving the term by passing a special resolution.

Ms. Rojina Thapa is a Qualified Associate Member of the Institute of Chartered Accountants of India. She possesses experience in matters relating to corporate laws, audit, financial matters and corporate tax planning. Her professional experience and knowledge are considered relevant to the business and governance requirements of the Company.

The Company now proposes to seek approval of the Members for her appointment as an Independent Director for her first term of five consecutive years with effect from November 14, 2025 to November 13, 2030, in accordance with the applicable provisions of the Companies Act, 2013 ("Act"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") and the Articles of Association of the Company.

The Company has received from Ms. Rojina Thapa, her consent to act as Director of the Company along with a declaration to the effect that she meets the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company has also received the requisite disclosures and confirmations from Ms. Rojina Thapa, including confirmation regarding her eligibility for appointment as an Independent Director, and confirmation that she is not debarred from holding the office of Director by virtue of any order of SEBI, the Ministry of Corporate Affairs or any other statutory authority, to the extent applicable.

Brief details of Ms. Rojina Thapa, the nature of her expertise and experience, with other details relation to her directorship, are annexed to this notice. The Company has received notice in writing under the provisions of the Companies Act 160 of the Companies Act 2013 from a member proposing candidature of Ms. Rojina Thapa for the office of Independent director for a first term of five consecutive years.

Based on the recommendation of the Nomination and remuneration committee and considering her skills and expertise, the Board at its meeting held on August 22, 2026, has approved the appointment of Ms. Rojina Thapa as an Independent Director for the first term of five consecutive years i.e. from 14.11.2025 to 13.11.2030, subject to the approval of shareholders. In the opinion of the Board, Ms. Rojina Thapa fulfils the condition for appointment as an Independent Director of the Company as specified in the act and rules thereunder, she is not debarred from holding the office of director by virtue of any SEBI order and she is independent of the management of the Company.

The Board is of the opinion that her association with the Company as an Independent Director would be beneficial to the Company and its stakeholders.

Accordingly, the board recommends the appointment of Ms. Rojina Thapa as an Independent Director for the first term from 14.11.2025 to 13.11.2030, subject to the approval of the shareholders. She shall not be liable to retire by rotation. She shall be entitled to sitting fees and reimbursement of expenses for attending meetings of the Board and Committees thereof, as may be determined by the Board in accordance with applicable law and the Company's policy.

The Board recommends the resolution set forth in item no. 3 of the accompanying notice for approval by the members of the company is being sought by way of Special resolution.

None of the other Directors and Key Managerial Personnel of the Company and/or their relatives are deemed to be concerned or interested in the resolution. Ms. Rojina Thapa does not hold any shares in the Company and is not related to any other Director or Key Managerial Personnel of the Company.

Details of Ms. Rojina Thapa, pursuant to Regulation 36(3) of SEBI Regulations and Secretarial Standard-2 on General Meeting is enclosed in Annexure – I to this Notice.

ITEM NO. 4:

The Members at the Extra-Ordinary General Meeting of the Company held on 06th November, 2023 approved the appointment of Mr. Vasu Naren as the Chairman and Managing Director of the Company for a period of Three (3) years w.e.f. November 06, 2023. Accordingly, the present term of Mr. Vasu Naren as the Managing Director of the Company is upto November 05, 2026.

Mr. Vasu Naren has played a pivotal role in shaping the Company's vision as a global leader in agro processing solutions, expanding its presence beyond India while continuing to invest in innovation, compliance and customer centric growth. This initiative is focused on building a strong organization by implementing efficient processes and systems, with an emphasis on ethical and transparent practices. It assures shareholders, customers and employees of a dependable, stable, and transparent future. His technology-forward approach and global vision have been instrumental in developing executive strategies and initiatives.

Under his leadership, the Company has accomplished several landmark achievements. He embodies a distinctive blend of curiosity, innovation, and discipline, which has enabled the successful implementation of new practices. His leadership has strengthened the Company's competitiveness, facilitated diversification into new business areas, and driven consistent, sustainable growth.

In view of the above and in order to entrust additional responsibilities on to Mr. Vasu Naren, the Board of Directors, at their meeting held on August 22, 2026, upon recommendation of Nomination and Remuneration Committee, approved the re-appointment of Mr. Vasu Naren as Chairman and Managing Director of the Company for further period of five (5) years with effect from November 06, 2026 till November 05, 2031, subject to approval of Members of the Company, on the same remuneration as earlier approved by the Members.

Mr. Vasu Naren has consented to act as Chairman and Managing Director of the Company and has provided a declaration that he is not disqualified to be appointed as Chairman and Managing Director of the Company. The terms of appointment including remuneration of Mr. Vasu Naren as Chairman and Managing Director of the Company, as recommended by the Nomination and Remuneration Committee are as under:

a) Tenure:

Mr. Vasu Naren is proposed to be re-appointed as Chairman and Managing Director of the Company for a period of five (5) years commencing from November 06, 2026 to November 05, 2031, subject to the provisions of the Companies Act, 2013 ("Act"), the rules made thereunder, the Articles of Association of the Company and other applicable laws.

b) Remuneration:

The remuneration upto a limit of Rs. 1,80,00,000/- (Rupees One Crore Eighty Lakh only) per annum, whether paid as salary, commission, allowances, perquisites or a combination thereof. Provided further that payment towards the following statutory perquisites will not be included in the aforesaid remuneration:

- i) Contribution to provident fund, superannuation fund or annuity fund to the extent these either singly or put together are not taxable under the Income-tax Act, 1961;
- ii) Gratuity payable at a rate not exceeding half a month's salary for each completed year of service; and Encashment of leave at the end of tenure.

iii) Medical and other insurances, as per policy of the Company.

Provided further that payment/re-imbursement of telephone and/or mobile phone(s) bills, conveyance, fuel expenses or other out of pocket expenses incurred in the course of official duties, will not be included in the aforesaid remuneration.

b) Minimum Remuneration: The total remuneration payable to the Managing Director as aforesaid shall not exceed the overall limits laid down under sections 196, 197, 203 of the Act.

In the event of loss or inadequacy of profits in any year during the aforesaid tenure, the Managing Director shall be paid the remuneration which shall be governed by the limits set out in Schedule V to the Act or any amendment thereof.

c) Other terms: The terms and conditions of the said appointment may be altered and varied from time to time by the Board (which includes the Nomination & Remuneration Committee of the Board) as it may, in its discretion, deem fit within the minimum remuneration payable to the Managing Director in accordance with the provisions of the Act or any amendments made hereinafter in this regard or with the approval of the Central Government wherever required.

Mr. Vasu Naren satisfies all the conditions set out in Part-I of Schedule V to the Act as also conditions set out under Sub-Section (3) of Section 196 of the Act for being eligible for appointment. He is not disqualified from being appointed as Director in terms of Section 164 of the Act.

Mr. Vasu Naren and his relatives Mrs. Shweta Baisla and Mr. Narender Kumar, are interested in the Special Resolution set out at Item No. 4 of the Notice, which pertains to the re-appointment of Mr. Vasu Naren. Save and except the above, none of the other Directors or Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the Special Resolution set out under Item No. 4.

The Board of Directors recommends the Special Resolution set out at Item No. 4 of the accompanying Notice for approval by the Members of the Company.

Details of Mr. Vasu Naren, pursuant to Regulation 36(3) of SEBI Regulations and Secretarial Standard-2 on General Meeting is enclosed in Annexure – I to this Notice.

ITEM NO. 5:

The Members at the Extra-Ordinary General Meeting of the Company held on 06th November, 2023 approved the appointment of Mrs. Shweta Baisla as the Whole Time Director of the Company for a period of Three (3) years w.e.f. November 06, 2023. Accordingly, the present term of Mrs. Shweta Baisla as the Whole Time Director of the Company is upto November 05, 2026.

Mrs. Shweta Baisla possesses experience in corporate finance, business planning, strategic decision-making, operational coordination and organisational development. The Board is of the

opinion that her continued association with the Company will be beneficial to the Company.

In view of the above, the Board of Directors, at their meeting held on August 22, 2026, upon recommendation of Nomination and Remuneration Committee, approved the re-appointment of Mrs. Shweta Baisla as Whole Time Director of the Company for further period of three (3) years with effect from November 06, 2026 till November 05, 2029, subject to approval of Members of the Company, on the same remuneration as earlier approved by the Members.

Mrs. Shweta Baisla has consented to act as Whole Time Director of the Company and has provided a declaration that she is not disqualified to be appointed as Whole Time Director of the Company. The terms of appointment including remuneration of Mrs. Shweta Baisla as Whole Time Director of the Company, as recommended by the Nomination and Remuneration Committee are as under:

a) Tenure:

Mrs. Shweta Baisla is proposed to be re-appointed as Whole Time Director of the Company for a period of three (3) years commencing from November 06, 2026 to November 05, 2029, subject to the provisions of the Companies Act, 2013 ("Act"), the rules made thereunder, the Articles of Association of the Company and other applicable laws.

b) Remuneration:

The remuneration upto a limit of Rs. 1,20,00,000/- (Rupees One Crore Twenty Lakh only) per annum, whether paid as salary, commission, allowances, perquisites or a combination thereof. Provided further that payment towards the following statutory perquisites will not be included in the aforesaid remuneration:

- i) Contribution to provident fund, superannuation fund or annuity fund to the extent these either singly or put together are not taxable under the Income-tax Act, 1961;
- ii) Gratuity payable at a rate not exceeding half a month's salary for each completed year of service; and Encashment of leave at the end of tenure.
- iii) Medical and other insurances, as per policy of the Company.

Provided further that payment/re-imbursment of telephone and/or mobile phone(s) bills, conveyance, fuel expenses or other out of pocket expenses incurred in the course of official duties, will not be included in the aforesaid remuneration.

b) Minimum Remuneration: The total remuneration payable to the Whole Time Director as aforesaid shall not exceed the overall limits laid down under sections 196, 197, 203 of the Act.

In the event of loss or inadequacy of profits in any year during the aforesaid tenure, the Whole Time Director shall be paid the remuneration which shall be governed by the limits set out in Schedule V to

the Act or any amendment thereof.

c) Other terms: The terms and conditions of the said appointment may be altered and varied from time to time by the Board (which includes the Nomination & Remuneration Committee of the Board) as it may, in its discretion, deem fit within the minimum remuneration payable to the Whole Time Director in accordance with the provisions of the Act or any amendments made hereinafter in this regard or with the approval of the Central Government wherever required.

Mrs. Shweta Baisla satisfies all the conditions set out in Part-I of Schedule V to the Act as also conditions set out under Sub-Section (3) of Section 196 of the Act for being eligible for appointment. She is not disqualified from being appointed as Director in terms of Section 164 of the Act.

Mrs. Shweta Baisla and her relatives Mr. Vasu Naren and Mr. Narender Kumar, are interested in the Special Resolution set out at Item No. 5 of the Notice, which pertains to the re-appointment of Mrs. Shweta Baisla. Save and except the above, none of the other Directors or Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the Special Resolution set out under Item No. 5.

The Board of Directors recommends the Special Resolution set out at Item No. 5 of the accompanying Notice for approval by the Members of the Company.

Details of Mrs. Shweta Baisla, pursuant to Regulation 36(3) of SEBI Regulations and Secretarial Standard-2 on General Meeting is enclosed in Annexure – I to this Notice.

ANNEXURE-I

As per the requirement of Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and the Secretarial Standard on General Meetings (SS-2), issued by the Institute of Company Secretaries of India, a statement containing the requisite details of the concerned Directors is given below:

S.no.	Name of Directors	Mr. Vasu Naren	Mrs. Shweta Baisla	Ms. Rojina Thapa
	DIN	06915821	09652443	10362834
1.	Date Of Birth	12.06.1995	10.06.1994	19.10.1993
2.	Nationality	Indian	Indian	Indian
3.	Initial date of Appointment	12.02.2019	07.07.2022	14.11.2025
4.	Educational Qualification	He holds a Bachelor's degree in Business Administration	She holds a master's degree in business finance administration.	She is an Associate Member of the Institute of Chartered Accountant of India.
5.	Brief resume/ Experience	He has over a decade of experience in the engineering and EPC (Engineering, Procurement and Construction) industry, demonstrating proven expertise and sustained contributions across diverse projects.	She possesses extensive expertise in corporate finance and is currently engaged in business planning, strategic decision-making, and driving key management initiatives on behalf of the organization.	She has an immense experience and specialize in dealing with matters relating to Company Law, Audit, financial and Corporate Tax Planning.

S.no.	Name of Directors	Mr. Vasu Naren	Mrs. Shweta Baisla	Ms. Rojina Thapa
6.	Expertise in specific functional area	He has specialized expertise in agro machinery and turnkey grain based distillery EPC (Engineering, Procurement and Construction) solutions.	She plays a pivotal role in operational coordination, implementation, and organizational development, while also supporting marketing research, digital marketing initiatives, and ensuring the effective execution of objectives aligned with the management's vision	She has played a significant role in strengthening corporate governance and compliance frameworks, establishing robust mechanisms to monitor actions, policies, and decisions of corporations, thereby ensuring alignment of interests among stakeholders.
7.	Terms & conditions of appointment/re appointment	Reappointed as Chairman and Managing Director for a period of Five(5) years with effect from November 06, 2026 to November 05, 2031 and not liable to retire by rotation.	Reappointed as Whole Time Director for a period of Three (3) years with effect from November 06, 2026 to November 05, 2029 and be liable to retire by rotation.	Ms. Rojina Thapa is proposed to be appointed as a non-executive Independent Director for a period of 5 (five) consecutive years with effect from November 14, 2025 to November 13, 2030 and not be liable to retire by rotation
8.	Remuneration proposed to be paid	upto a limit of Rs.1,80,00,000/- per annum, in accordance with the terms and conditions set out in Item No. 4 of the Notice and subject to applicable provisions of the Companies Act, 2013, Schedule V thereto and SEBI LODR	upto a limit of Rs.1,20,00,000/- per annum, in accordance with the terms and conditions set out in Item No. 5 of the Notice and subject to applicable provisions of the Companies Act, 2013, Schedule V thereto and SEBI LODR	Nil, except sitting fees/reimbursement of expenses, if applicable
9.	Remuneration last drawn (including sitting fees, if any)	Rs. 81.97 Lakh per annum	Rs. 47.58 Lakh per annum	Sitting fees- Rs. 10,000

S.no.	Name of Directors	Mr. Vasu Naren	Mrs. Shweta Baisla	Ms. Rojina Thapa
10	No. of share held in the Company as on 31.03.2026	9090000	302996	Nil
11	Relationship with other Directors/Key Managerial Personnel	Spouse of Mrs. Shweta Baisla	Spouse of Mr. Vasu Naren	Nil
12	Number of meetings of the Board attended during the financial year	6 meetings attended	6 meetings attended	1 meeting attended
13	Directorships held in other Boards	No Directorship in other Listed Public Company	No Directorship in other Listed Public Company	Listed Companies 1- Namo E waste Management Ltd 2- Apple Metal industries Ltd 3- Solvex Edible Limited
14	Membership/Chairman ship of Committees of other Boards	No Membership/Chairman ship of Committees of other Listed Public Company	No Membership/Chairman of Committees of other Listed Public Company	1- Namo E waste Management Ltd Audit Committee –Chairperson Nomination and Remuneration Committee- Member 2- Solvex Edibles Limited Audit Committee – Member Nomination and remuneration committee – Chairperson 3- Apple Metal industries Ltd Audit Committee – Member Nomination and remuneration committee - Member
15	Listed entities from which resigned in the past three years	NIL	NIL	Name of Listed Entity- Marc Loire Fashions Limited

Financial Statements

Independent Auditor's Report

To the Members of Sona Machinery Limited Report on the Audit of the Financial Statements Opinion

We have audited the accompanying financial statements of Sona Machinery Limited ('the Company'), which comprise the Balance Sheet as at 31 March 2026, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and notes to the financial statements including a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the Companies (Accounting Standards) Rules, 2021 and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2026, and loss and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing 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 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 financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters ('KAM') are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon. We state below Key Audit matter and our audit approach is listed as under for the same.

Key Audit Matter	How our audit addressed the key audit
Valuation of Inventory Certain discrepancies were observed in the inventory reports generated, which did not provide complete and accurate details of the movement of physical inventory.	Our approach to addressing the matter included the following procedures We tested the reasonableness of the estimate of Closing Inventory through evidence which includes the following: Physical inventory observation: The Company's has year-end physical inventory count and also the Physically Quantity of stock items were test checked by Internal Auditor during the physical verification and in their report no material discrepancy was found.

Therefore, Management did the physical verification of stock items and based on the physically found stock items, valuation of the stock has been derived by the management.

How our audit addressed the key audit

We also performed independent test counts on a sample of items, and traced these to the Company's count records to verify the accuracy of closing inventory quantities.

- Cut-off Procedures: We have tested transactions around the balance sheet date to ensure proper inclusion or exclusion of inventory in the correct period through verifying the Goods Receipt Notes (GRNs), Purchase Invoices, Delivery Challans, and Sales Invoices near year-end.
- Substantive testing of transactions: We have vouched a sample of inventory inwards to purchase invoices and goods receipt notes, and outwards to sales invoices and dispatch records, to confirm the completeness and accuracy of recorded movements.
- Analytical procedures: We have applied analytical procedures including gross profit analysis, consumption ratios, and yield testing, and comparing them with prior periods.
- Management Representation: We have obtained a representation letter from management regarding completeness and correctness of inventory records in absence of a system-generated movement report.

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

The Company's Board of Directors are responsible for the other information. Other information does not include the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

Responsibilities of Management for the Financial Statements

The accompanying financial statements have been approved by the Company's Board of Directors. The Company's Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards specified under section 133 of the Act read with the Companies (Accounting Standards) Rules 2021 and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intend to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

As part of an audit in accordance with Standards on Auditing, specified under section 143(10) of the Act we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls;

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern;
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation;

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

Report on Other Legal and Regulatory Requirements

- a) As required by section 197(16) of the Act based on our audit, we report that the Company has paid remuneration to its directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act
- b) As required by the Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of section 143(11) of the Act we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- c) Further to our comments in Annexure A, as required by section 143(3) of the Act based on our audit, we report, to the extent applicable, that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the accompanying financial statements;
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except the matter stated in paragraph h(vi) below on reporting under rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended);
 - c) The financial statements dealt with by this report are in agreement with the books of account;
 - d) In our opinion, the aforesaid financial statements comply with Accounting Standards specified under section 133 of the Act read with the Companies (Accounting Standards) Rules, 2021;
 - e) On the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2026 from being appointed as a director in terms of section 164(2) of the Act;

f) The modification relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph c(b) above on reporting under section 143(3)(b) of the Act and paragraph h(vi) below on reporting under rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended);

g) With respect to the adequacy of the internal financial controls with reference to the financial statements of the Company as on 31 March 2026 and the operating effectiveness of such controls, refer to our separate report in Annexure B wherein we have expressed an unmodified opinion; and

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

i. The Company does not have any pending litigations which would impact its financial position as at 31 March 2026;

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2026;

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended 31 March 2026;

iv. a. The management has represented that, to the best of its knowledge and belief, as disclosed in note 41(h) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Company to or in any person(s) or entity(ies), including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries;

b. The management has represented that, to the best of its knowledge and belief, as disclosed in note 41(i) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

c. Based on such audit procedures performed as considered reasonable and appropriate in the circumstances, nothing has come to our attention that has caused us to believe that the management representations under sub-clauses (a) and (b) above contain any material misstatement.

v. The Company has not declared and paid any dividend for the year ended 31 March 2026.

vi. Based on our examination, which included test checks, the Company has used Business Central ERP software for maintaining its books of account during the year ended 31 March 2026. The software includes a feature of recording audit trail (edit log) and the same has operated for all transactions recorded in the software except recording of quantitative data of inventory movement, opening and closing balances which were not recorded in the software therefore the audit trail (edit log) facility cannot be verified by us with respect to such inventory data.

However, audit trail (edit log) functionality has not been enabled for direct database changes. It was however noted that the access to the database was restricted to the software vendor's database teams alone, thereby ensuring adequate internal control. Further, for the periods where audit trail (edit log) facility was enabled and operated, we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention except in the case of direct database where this functionality was not enabled.

For Sanjay V Gupta & Associates
Chartered Accountants
ICAI Firm's Registration No.: 018701N

Sanjay Gupta
Partner
Membership No.: 500613
UDIN:26500613IOYQAM9966

Place: New Delhi
Date: 29 May 2026

Annexure A referred to in our Independent Auditor's Report of even date to the members of Sona Machinery Limited on the financial statements for the year ended 31 March 2026

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and capital work in progress.

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

(b) The Company has a regular program of physical verification of its property, plant and equipment under which the assets are physically verified in a phased manner over a period of three years, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. In accordance with this program, certain property, plant and equipment were verified during the year and no material discrepancies were noticed on such verification.

(c) The title deeds of all the immovable properties held by the Company (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), disclosed in note 11 to the Financial Statements, are held in the name of the Company.

(d) According to the information and explanation given to us and on the basis of our examination of records of the Company, the Company has not revalued its property, plant and equipment and intangible assets during the year.

(e) According to the information and explanation given to us and on the basis of our examination of records of the Company, there are no proceedings or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder. Accordingly, reporting under clause 3(i)(e) of the Order is not applicable to the Company.
- (ii) (a) The management has conducted physical verification of inventory at reasonable intervals during the year, except for inventory in transit. In our opinion, the frequency of such verification is reasonable and the coverage and procedure of such verification as followed by the management were appropriate. According to the information and explanation given to us and as examined by us, no material discrepancies were noticed on such verification between the physical stock and books records that were 10% or more in aggregate for each class of inventory.

(b) The Company has been sanctioned a working capital limit in excess of Rs. 5.00 crore, in aggregate, from the banks on the security of current assets. The Company has filed monthly returns / statements with such banks, which are not in aggregate with the unaudited books of the accounts of the Company as set out below:

Name of the Bank	Aggregate Working Capital Limit Sanctioned (Amount in Lacs)	Nature of assets offered as security	Period ended	Amount disclosed as per periodical statement (Amount in Lacs)	Amount as per books of account (Amount in Lacs)	Difference (Amount in Lacs)	Reason for difference
HDFC Bank	1300.00	Book Debts and Stock	December 2025	Stock 1901.31 Debtors 1190.36 Creditors 641.53	Stock 2304.08 Debtors 1207.96 Creditors 702.07	Stock 402.77 Debtors 17.60 Creditors 60.54	Due to month end closing entries
HDFC Bank	1300.00	Book Debts and Stock	January 2026	Stock 1951.24 Debtors 1105.16 Creditors 618.74	Stock 2350.73 Debtors 1121.75 Creditors 1044.40	Stock 399.49 Debtors 16.59 Creditors 425.66	Due to month end closing entries
HDFC Bank	1300.00	Book Debts and Stock	February 2026	Stock 1917.17 Debtors 1144.29 Creditors 527.31	Stock 2344.83 Debtors 1202.46 Creditors 848.92	Stock 427.66 Debtors 58.17 Creditors 321.61	Due to month end closing entries
HDFC Bank	1300.00	Book Debts and Stock	March 2026	Stock 2089.78 Debtors 1118.98 Creditors 539.92	Stock 2383.36 Debtors 1099.51 Creditors 732.85	Stock 293.58 Debtors 19.47 Creditors 192.93	Due to month end closing entries

(iii) According to the information and explanation given to us and on the basis of our examination of records of the Company, the Company has not made any investment in, not provided any guarantee or security or not granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, Limited Liability Partnerships (LLPs) or any other parties during the year. Accordingly, reporting under clause 3(iii) of the Order is not applicable to the Company.

(iv) According to the information and explanation given to us and on the basis of our examination of records of the Company, the Company has not entered into any transaction covered under sections 185 and 186 of the Act. Accordingly, reporting under clause 3(iv) of the Order is not applicable to the Company.

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

(vi) We have not been furnished with cost records for purchases, consumption of raw material, scrap etc details, if any, which was required to be made and maintained during the year, therefore we are unable to comment on the requirement of this para.

(vii)(a) In our opinion, and according to the information and explanations given to us, the Company is regular in depositing undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, with the appropriate authorities. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there are no statutory dues referred to in sub clause (a) above that have not been deposited with the appropriate authorities on account of any dispute.

(viii) According to the information and explanations given to us, no transactions were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961) which have not been recorded in the books of accounts.

(ix) (a) According to the information and explanations given to us, and also on the basis of the books and records examined by us, the Company has not defaulted in repayment of dues to financial institutions or banks or any lenders.

(b) According to the information and explanations given to us, the Company is not declared wilful defaulter by any bank or financial institution or other lender.

(c) According to the information and explanations given to us, and also on the basis of the books and records examined by us, the Company has not taken any fresh loan during the year under review.

(d) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that funds raised on short-term basis have

not been utilised for long-term purposes.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company and on an overall examination of the financial statements, the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures. Since, the Company does not have any subsidiaries, associates or joint ventures. Accordingly, reporting under clause 3(ix)(e) of the Order is not applicable to the Company.

(f) According to the information and explanations given to us and on the basis of examination of the records of the Company, the company has not raised any loan during the year on the pledge of securities held in its subsidiaries, joint ventures, or associates companies. Since, the Company does not have any subsidiaries, associates or joint ventures. Accordingly, reporting under clause 3(ix)(f) of the Order is not applicable to the Company

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

(b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or (fully, partially or optionally) convertible debentures during the year. Accordingly, reporting under clause 3(x)(b) of the Order is not applicable to the Company.

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

(b) During the course of Audit, we have not come across with any fraud case by the management or on the management which require report under sub-section (12) of Section 143 of the Companies Act, 2013, accordingly no such report has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) As informed to us, and basis of the documents given for our verification, no instance of the whistle blower complaints received by the Company during the period under review, accordingly there is no such consideration while determining the nature, timing and extent of audit procedures.

(xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, reporting under clause 3(xii) of the Order is not applicable to the Company.

(xiii) In our opinion and according to the information and explanations given to us, all transactions entered into by the Company, with the related parties are in compliance with section 177 and 188 of the Act wherever applicable, and the details of such related party transactions have been disclosed in the financial statements as required, by the applicable accounting standards.

(xiv) a) In our opinion and according to the information and explanations given to us, the Company

has an internal audit system which is commensurate with the size and nature of its business as required under the provisions of section 138 of the Act.

(b) We have considered the report issued by Internal Auditors to the Company for the period under audit.

- (xv) According to the information and explanation given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with them and accordingly, provisions of section 192 of the Act are not applicable to the Company.
- (xvi) According to the information and explanation given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, reporting under clause 3(xvi) of the Order is not applicable to the Company.
- (xvii) The Company has incurred cash loss in the current financial year amounting to Rs. 253.58 Lacs whereas there is no cash loss reported during the immediately preceding financial year.
- (xviii) There has been no case of resignation of the statutory auditors during the year. Accordingly, reporting under this clause is not applicable to the Company.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the plans of the Board of Directors and management and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) According to the information and explanations given to us, the Company does not have any unspent amounts towards Corporate Social Responsibility in respect of any ongoing or other than ongoing projects as at the end of the financial year. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.
- (xxi) The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For Sanjay V Gupta & Associates
Chartered Accountants
ICAI Firm's Registration No.: 018701N

Sanjay Gupta
Partner
Membership No.: 500613
UDIN:26500613IOYQAM9966
Place: New Delhi
Date: 29 May 2026

Annexure B referred to in our Independent Auditor's Report of even date to the members of Sona Machinery Limited on the financial statements for the year ended 31 March 2026

Report on the internal financial controls with reference to the Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

In conjunction with our audit of the Financial Statements of Sona Machinery Limited ('the Company') as at and for the year ended 31 March 2026, we have audited the internal financial controls with reference to financial statements of the Company as at that date.

Responsibilities of Management for Internal Financial Controls

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

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

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the ICAI prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements, and the Guidance Note issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls with Reference to Financial Statements

A Company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company;

and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

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

Opinion

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

For Sanjay V Gupta & Associates
Chartered Accountants
ICAI Firm's Registration No.: 018701N

Sanjay Gupta
Partner
Membership No.: 500613
UDIN:26500613IOYQAM9966

Place: New Delhi
Date: 29 May 2026



Balance Sheet as at 31 March 2026

(₹ in Lakhs Unless Otherwise Stated)

Particulars	Note	As at March 31, 2026	As at March 31, 2025
EQUITY AND LIABILITIES			
Shareholder's funds			
Share capital	3	1,372.40	1,372.40
Reserves and surplus	4	5,210.94	5,557.24
		6,583.34	6,929.64
Non-current liabilities			
Long-term borrowings	5	57.04	112.98
Long term provisions	6	37.87	23.76
		94.91	136.74
Current liabilities			
Short term borrowings	7	697.37	128.68
Trade payables			
- Due to micro & small enterprises	8	142.33	235.00
- Due to other than micro & small enterprises	8	590.52	920.28
Other current liabilities	9	791.51	1,185.41
Short-term provisions	10	9.52	3.40
		2,231.25	2,472.77
Total equity and liabilities		8,909.50	9,539.14
ASSETS			
Non-current assets			
Property, plant & equipment	11	2,913.20	2,903.77
Intangible Assets	11	10.85	20.98
Capital work-in-progress		998.28	218.08
Deffered tax assets (net)	27	170.82	64.75
Other non-current assets	12	9.03	58.48
		4,102.18	3,266.06
Current assets			
Inventories	13	2,325.43	2,268.96
Trade receivables	14	931.04	1,384.39
Cash and cash equivalents	15	866.52	558.11
Short-term loans and advances	16	372.30	586.76
Other current assets	17	312.03	1,474.86
		4,807.32	6,273.08
Total assets		8,909.50	9,539.14

Summary of significant accounting policies 2

The accompanying notes are an integral part of these financial statements.

This is the balance sheet referred to in our report of even date.

For Sanjay V Gupta & Associates
Chartered Accountants
Firm Registration No.: 018701N
UDIN:26500613IOYQAM9966

For and on behalf of the board of Directors
Sona Machinery Limited

Sanjay Gupta
Partner
Membership No. : 500613

Vasu Naren
MD & Chairman
DIN : 06915821

Shweta Baisla
Whole Time Director
DIN : 09652443

Sanjiv Kumar
Chief Financial Officer
Pan: AAKPK7891D

Supriya
Company Secretary
M.No: A57314

Place : New Delhi
Date : 29 May 2026

Place : Noida
Date : 29 May 2026

Place : Noida
Date : 29 May 2026

Place : Noida
Date : 29 May 2026

Place : Noida
Date : 29 May 2026

Statement of Profit & Loss for the year ended 31 March 2026
(₹ in Lakhs Unless Otherwise Stated)

Particulars	Note	For the year ended 31 March 2026	For the year ended 31 March 2025
Revenue from operations	18	8,451.44	9,491.62
Other income	19	120.96	104.92
Total income		8,572.40	9,596.54
Expenses			
Cost of material consumed	20	4,615.96	5,391.36
Purchase of stock-in-trade			
Changes in inventories of finished goods, work-in-progress and stock in trade	21	445.39	839.20
Employee benefit expenses	22	(46.47)	(637.48)
Finance cost	23	1,673.80	1,456.99
Depreciation and amortization expenses	24	28.16	20.81
Other expenses	25	201.73	182.03
	26	2,109.13	1,814.96
Total expenses		9,027.69	9,067.87
Profit before tax		(455.31)	528.67
Income tax expense			
Current tax	27	-	181.11
Tax adjustments of earlier years	27	2.95	1.15
Deferred tax	27	106.07	(38.72)
Total tax expenses		109.02	143.54
Profit for the period		(346.29)	385.13
Earning per equity share (In Rupees):			
Basic & diluted		(2.52)	2.81

Summary of significant accounting policies 2

The accompanying notes are an integral part of these financial statements.

This is the statement of profit & loss referred to in our report of even date.

For Sanjay V Gupta & Associates
Chartered Accountants
Firm Registration No.: 018701N
UDIN:26500613IOYQAM9966

For and on behalf of the board of Directors
Sona Machinery Limited

Sanjay Gupta
Partner
Membership No. : 500613

Vasu Naren
MD & Chairman
DIN : 06915821

Shweta Baisla
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Company Secretary
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Place : New Delhi
Date : 29 May 2026

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Place : Noida
Date : 29 May 2026

Place : Noida
Date : 29 May 2026



Cash Flow Statement for the year ended 31 March 2026

(₹ in Lakhs Unless Otherwise Stated)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Cash flow from operating activities		
Net Profit before taxation	(455.31)	528.67
Adjustments for:		
Depreciation on property, plant and equipment	201.73	182.03
Loss/ (Gain) on sale of property, plant and equipment	-	(0.89)
Loss/ (Gain) on sale of investments	-	(16.64)
Interest Expense	28.16	13.41
Provision for gratuity	20.24	11.77
Deduct:		
Interest Received on Fixed Deposits and Bonds	72.52	74.47
Operating Profit before Working Capital changes	(277.70)	643.88
Adjustments for :		
(Increase) /Decrease in inventories	(56.48)	(1,047.00)
(Increase) /Decrease in trade receivables	453.35	(431.22)
(Increase) /Decrease in Short term loans and advances	214.46	(237.31)
(Increase) /Decrease in other current assets	1,162.83	(1,072.94)
(Increase) /Decrease in Other non current assets	49.45	43.22
Increase/(Decrease) in Trade Payables	(422.43)	37.82
Increase/(Decrease) in Other Current Liabilities	(393.90)	576.05
Increase/(Decrease) in Provisions	0.00	(152.43)
Cash Generated from Operations	729.58	(1,639.93)
Direct tax adjustments	2.95	(228.09)
Net Cash inflow /(outflow) from Operating activities (A)	732.54	(1,868.02)
Cash Flow from Investing Activities		
Purchase of property, plant and equipments	(981.24)	(2,680.46)
Sale of property. Plant and equipments	-	8.25
Investments	-	290.00
Loss/ (Gain) on sale of investments	-	16.64
Interest Received on Fixed Deposit and bonds	72.52	74.47
Net Cash inflow /(outflow) from Investing activities (B)	(908.72)	(2,291.10)
Cash Flow from Financing Activities		
Increase / (decrease) Long term borrowings	(55.94)	65.27
Increase / (decrease) Short term borrowings	568.69	79.89
Interest expenses	(28.16)	(13.41)
Net Cash inflow /(outflow) from Financing activities (C)	484.59	131.74
Net increase /(decrease) in cash and cash equivalents (A+B+C)	308.41	(4,027.38)
Cash and Cash Equivalents at the beginning of the year	558.11	4,585.49
Cash and Cash Equivalents at the closing of the year	866.52	558.11
Refer note no. 15 for the components of cash and cash equivalents.		
This is the cash flow statement referred to in our report of even date.		

For Sanjay V Gupta & Associates
Chartered Accountants
Firm Registration No.: 018701N
UDIN:26500613IOYQAM9966

For and on behalf of the board of Directors
Sona Machinery Limited

Sanjay Gupta
Partner
Membership No. : 500613

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Supriya
Company Secretary
M.No: A57314

Place : New Delhi
Date : 29 May 2026

Place : Noida
Date : 29 May 2026

Place : Noida
Date : 29 May 2026

Place : Noida
Date : 29 May 2026

Place : Noida
Date : 29 May 2026

Company's overview and significant accounting policies for the year ended 31 March 2026

Note

1 Corporate Information

Company was originally incorporated as a Private Limited Company under the name of "Sona Machinery Private Limited" on February 12, 2019 under the provisions of the Companies Act, 2013 with the Registrar of Companies, Delhi. Subsequently, pursuant to Special Resolution passed by the Shareholders at the Extraordinary General Meeting, held on September 21, 2023, our Company was converted into a Public Limited Company and consequently the name of our Company was changed from "Sona Machinery Private Limited" to "Sona Machinery Limited" vide a fresh certificate of incorporation consequent upon conversion to public company dated October 17, 2023, issued by the Registrar of Companies, Delhi and the Company got listed on NSE (SME) portal w.e.f. 11 March 2024 bearing CIN U29256DL2019PLC345856.

Nature of operations

- To carry on the business as manufactures, importers, exporters, dealers of Rice mill machinery, Dal Mill machinery, Flour mill machinery and machinery for milling of other grains and cereals etc. and to set up factories or mills for the manufacture thereof.
- To carry on the business of manufacturers, wholesalers, dealers, exporters, importers of any kind of machinery, equipment and / or tools for the food processing industry and all kinds of machinery, tools, implements for all kinds of industry including agricultural, horticultural and scientific instruments of any kind.
- To engage, undertake and execute any contracts for works involving repair or use of any machinery or machine tools and to carry out any primary, secondary, ancillary or other works.

2 Significant Accounting Policies

2.1 Basis of accounting and preparation of financial statements

These financial statements have been prepared in accordance with the generally accepted accounting principles in India, under the historical cost convention and also on accrual basis. The Company has prepared these financial statements to comply in all material respects with the accounting standards and the relevant provisions of the Companies Act, 2013.

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

2.2 Use of estimates

The preparation of the financial statements in conformity with the generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amount of assets and liabilities as at the balance sheet date, the results of operation during the reported period and disclosure of contingent liabilities as on the reporting date. Management believes that the estimates used in the preparation of the financial statements are prudent and reasonable and are in their best knowledge of current event and actions. Actual results could differ from these estimates and differences between actual results and estimates are recognized in the period in which the results are known or materialize. Significant estimates used by the management in the preparation of these financial statements include provision for employee benefits, estimates of the economic useful life of plant and equipment, provision for expenses, provisioning for taxation etc.

2.3 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Sale of product revenue is recognized on transfer of the significant risks and rewards of ownership of the goods to the buyer and stated at values net of Goods and Services Tax (GST). Interest income is recognized on time proportion basis.

2.4 Expenses

Expenses are accounted for on accrual basis and provisions are made for all ascertained and known liabilities and losses.

2.5 Property, plant and equipment

Property, plant and equipment are stated at cost, less accumulated depreciation and accumulated impairment losses. The initial cost of an property, plant and equipment comprises its purchase price, any costs directly attributable to bringing the property, plant and equipment into the location and condition necessary for it to be capable of operating in the manner intended by management. An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in statement of profit and loss.

2.6 Depreciation on property, plant and equipment

The Company provides depreciation on items of property, plant and equipment on written down value method (WDV) based on useful life specified as below.

Type of Assets	Period
Computer, Laptop, Equipments	3 Years
Electrical/ Office Equipments	5 Years
Furnitures	10 Years
Motor Vehicles	10 Years
Plant and Machinery	15 Years
Computer (Server)	6 Years
Residual value taken as 5%	

Depreciation amount for asset is the cost of an asset less its estimated residual value. In case of impairment, depreciation is provided on revised carrying amount over its remaining useful life.

2.7 Intangible Asset

Intangible assets comprises of application Software. Intangible assets are recognized, only if they are separately identifiable and have future economic benefits arising out of them, at cost less accumulated amortization and impairment, if any.

2.8 Amortization of Intangible assets

Intangible assets comprises of Software & licences are amortized over the five years.

2.9 Impairment

The management assesses the carrying amount of plant and equipment and intangible asset at each balance sheet date to determine whether there is any indication of impairment based on internal/external resources. If any such indications exist, the recoverable amount of plant and equipment and intangible asset is estimated. An impairment loss is recognized wherever the carrying amount of an plant and equipment and intangible asset exceeds its recoverable amount. The recoverable amount is the greater of the plant and equipment and intangible asset's, net selling price and value in use. An impairment loss is recognized in the statement of profit and loss in the year in which the plant and equipment and intangible asset is recognized as impaired.

2.10 Borrowing cost:

Borrowing costs which is attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use or sale. All other borrowing costs are charged to revenue in the year of incurrence.

2.11 Employee benefit expenses:

- i) The company does not carry forward the balance of earned leave balance of employees, balance earned leave is paid to the employees according to the policy of company.
- ii) Company's contribution to Provident Fund and other Funds for the year is accounted on accrual basis and charged to the Statement of Profit & Loss for the year.
- iii) Retirement benefits in the form of Gratuity are considered as defined benefit obligations and are provided on the basis of the actuarial valuation as at the date of the Balance Sheet.

2.12 Leases

Where Company is lessee, the lease payments under an operating lease are recognized as an expense in the statement of profit and loss on a straight line basis over the lease term unless another systematic basis is more representative of the time pattern of the Company's benefit. Initial direct costs such as legal costs, brokerage costs, etc. are recognized immediately in the statement of profit and loss.

2.13 Foreign Currency Transaction:

- a) Foreign currency transactions are recorded at the exchange rates prevailing on the date of the transaction.
- b) Short term monetary items denominated in foreign currencies (such as cash, receivable, payable etc.) outstanding at the year end, are translated /re-converted at the year-end exchange rate unless covered by a forward contract.
- c) Any gain or loss arising on settlement and / or translation of short term monetary transaction in foreign currency is accounted for in the statement of Profit and Loss.

2.14 Taxation

Income tax:

Current tax is determined as the amount of tax payable in respect of taxable income for the period calculated as per the prevailing provisions of Income Tax Law.

Deferred Tax is calculated on timing differences, being the difference between taxable income and the accounting income that originates in one period and are capable of reversal in one or more subsequent periods.

Deferred tax assets, subject to the consideration of prudence, are recognized and carried forward only to the extent that there is virtual certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

2.15 Provisions, Contingent Liabilities and Contingent Assets:

A provision is recognized when an enterprise has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on management estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current management estimates.

Contingent Liabilities are disclosed when the Company has a possible obligation or a present obligation and it is probable that a cash outflow of resources will not be required to settle the obligation.

Depending upon facts of each case and after due evaluation of relevant legal aspects, Claims not acknowledged as debts, are regarded as contingent liabilities in the accounts.

2.16 Earnings Per Share

In determining the Earnings Per share, the company considers the net profit after tax which does not include any post tax effect of any extraordinary / exceptional item. The number of shares used in computing basic earnings per share is the weighted average number of shares outstanding during the period. Split/Bonus in face value of equity share of company has been considered as if it took place at the beginning of reporting period. There is no Antidilutive nature of instruments in during the reporting period

2.17 Cash and Bank Balances

Cash and bank balances for the purposes of cash flow statement comprise Fixed Deposit, cash at bank, cash in hand.

2.18 Segment Reporting

Business Segment

(a) The business segment has been considered as the primary segment.

(b) The Company's primary business segments are reflected based on principal business activities, the nature of service, the differing risks and returns, the organization structure and the internal financial reporting system.

(c) The Company's primary business includes manufacturing of equipments for Cleaning, Processing, Polishing and Packaging of Rice, Pulses, Wheat, etc. this is the only segment as envisaged in Accounting Standard 17 'Segment Reporting' therefore disclosure for Segment reporting is not applicable.

2.19 Cash flow statement

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. Cash flows from operating, investing and financing activities of the Company are segregated, accordingly.

3. SHARE CAPITAL

(₹ in Lakhs Unless Otherwise Stated)

Particulars	As at March 31, 2026		As at March 31, 2025	
	Number	Amount	Number	Amount
Authorised Equity Shares of Rs. 10/- each fully paid up	1,50,00,000	1,500.00	1,50,00,000	1,500.00
Issued, Subscribed & Fully Paid up Equity Shares of Rs. 10/- each fully paid up	1,37,24,000	1,372.40	1,37,24,000	1,372.40
Total	1,37,24,000	1,372.40	1,37,24,000	1,372.40

a) The Reconciliation of the number of shares outstanding and the amount of share capital is set out below:

(₹ in Lakhs Unless Otherwise Stated)

Particulars	As at March 31, 2026		As at March 31, 2025	
	Number	Amount	Number	Amount
Shares outstanding at the beginning of the year	1,37,24,000	1,372.40	1,37,24,000	1,372.40
Shares Issued during the year	-	-	-	-
Bonus Shares Issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	1,37,24,000	1,372.40	1,37,24,000	1,372.40

b) Rights, preferences and restrictions attached to equity shares

Terms/rights attached to equity shares:

(i) The company has only one class of equity shares having a par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share.

(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 all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

c) Details of shareholder holdings more than 5% shares as at 31 March 2026 and 31 March 2025

Name of Shareholders	No. of Shares	% of Holding	No. of Shares	% of Holding
Narender Kumar	7,07,000	5.15%	7,07,000	5.15%
Shweta Baisla	3,02,996	2.21%	3,02,996	2.21%
Vasu Naren	90,90,000	66.23%	90,90,000	66.23%

d) Detail of shareholding of promoters along with the changes during the FY 2025-26

Promoter Name	As On		% Change during the year
	No. of Shares held	% of Holding	
Narender Kumar	7,07,000	5.15%	-
Shweta Baisla	3,02,996	2.21%	-
Vasu Naren	90,90,000	66.23%	-
Total	1,00,99,996	73.59%	-

4. RESERVES & SURPLUS

(₹ in Lakhs Unless Otherwise Stated)

Particulars	As On	
	Balance as at 31-Mar-26	Balance as at 31-Mar-25
<i>a) Surplus of profit and loss statement</i>		
Opening balance	1,552.93	1,167.79
(+) Net profit for the current year	(346.30)	385.13
(-) Transferred to share capital	-	-
Closing balance	1,206.63	1,552.93
<i>b) Security premium account</i>		
Opening balance	4,004.31	4,004.31
(+) Addition during the year	-	-
(-) Amount utilised	-	-
Closing balance	4,004.31	4,004.31
Total (a+b)	5,210.94	5,557.24

5. LONG TERM BORROWINGS

(₹ in Lakhs Unless Otherwise Stated)

Particulars	Balance as at 31-Mar-26	Balance as at 31-Mar-25
Secured		
Vehicle loan (Note 1)	57.04	94.61
	57.04	94.61
Unsecured		
Term loan	-	18.37
	-	18.37
Total (a+b)	57.04	112.98

Note: Loans payable in the next financial year have been shown as current maturities of long term borrowings in note no.7 along with terms and conditions.

6 LONG TERM PROVISIONS

Particulars	Balance as at 31-Mar-26	Balance as at 31-Mar-25
Provision for Gratuity	37.87	23.76
Total	37.87	23.76

7. SHORT TERM BORROWINGS

Particulars	Balance as at 31-Mar-26	Balance as at 31-Mar-25
a) Secured		
Current maturity of long term debts		
Vehicle loan (Note 1)	30.18	16.48
Machine loan (Note 2)	-	10.00
Working Capital Facility (Note 2)	667.19	-
	697.37	26.48
b) Unsecured		
Term loan	-	1.93
Bank overdraft	-	100.27
	-	102.20
Total (a+b)	697.37	128.68

Notes:

1. Total outstanding vehicle loans of Rs. 87.22 lakhs {Rs. 57.04 lakhs reflecting under long term borrowing and Rs. 30.18 lakhs reflecting under short term borrowings} represents towards Kia car loan for Rs. 11.31 lakhs which is secured against hypothecation of vehicle. The tenure of this loan will be ends on 15 November 2027. However, the company has fully repaid/forclose this loan in the month of April 2026. Hence, all of outstanding balance of Rs. 11.31 Lakhs was provided under short term borrowings. Further, the loan of Rs. 75.91 lakhs represent towards Mercedes Benz which is secured against hypothecation of motor vehicle. The tenure of this loan will be ends on 09 August 2029. Interest rate this loan was 8.70% P.A.
2. All credit facilities are secured by a first charge through hypothecation of the company's entire current assets, both present and future, and are further secured by personnel guarantee of MD and property.

8. TRADE PAYABLES

(₹ in Lakhs Unless Otherwise Stated)

Particulars	Balance as at 31-Mar-26	Balance as at 31-Mar-25
- Due to Micro and Small Enterprises	142.33	235.00
- Other than Micro and Small Enterprises	590.52	920.28
Total	732.85	1,155.28

Trade payables ageing schedule as on 31 March 2026:

Particulars	Outstanding for following periods from date of due date					Total
	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME, Micro and Small	-	142.33	-	-	-	142.33
(ii) Others	-	523.04	61.91	5.57	-	590.52
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
(v) Unbilled dues	-	-	-	-	-	-

Trade payables ageing schedule as on 31 March 2025:

Particulars	Outstanding for following periods from date of due date					Total
	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME, Micro and Small	-	234.86	0.14	-	-	235.00
(ii) Others	-	898.04	22.24	-	-	920.28
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
(v) Unbilled dues	-	-	-	-	-	-

Disclosure under the Micro, Small and Medium Enterprise Development Act, 2006 ("MSMED Act 2006") as at 31 March 2026 and 31 March 2025 to the extent available:

(a) The principal amount remaining unpaid to any supplier at the end of the year;	142.33	235.00
(b) Interest due remaining unpaid to any supplier at the end of the year;	1.52	
(c) The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, 2006 along with the amount of the payment made to the supplier beyond the appointed day during the year;	-	
(d) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006;	-	
(e) The amount of interest accrued and remaining unpaid at the end of each accounting year; and	1.52	
(f) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act, 2006	1.52	

9. OTHER CURRENT LIABILITIES

(₹ in Lakhs Unless Otherwise Stated)

Particulars	Balance as at 31-Mar-26	Balance as at 31-Mar-25
Accrued salaries and benefits		
Salaries and benefits payable	123.19	102.88
Contribution to EPF	7.54	6.78
Contribution to ESI	0.56	0.87
Other liabilities		
Advance received from customers	579.13	996.13
Interest accrued but not due	-	0.81
Other expenses payables	74.47	15.47
Statutory dues payables	6.62	62.47
Total	791.51	1,185.41

10. SHORT TERM PROVISIONS

Particulars	Balance as at 31-Mar-26	Balance as at 31-Mar-25
Provision for gratuity	9.52	3.40
Total	9.52	3.40

11. Property, plant & equipment and Intangible assets

Property, plant & equipment consist of the following:-

Notes forming part of financial statements

(I) Tangible assets

Description	Land	Building	Computer & accessories	Furniture	Electrical/ Office Equipments	Plant & Machinery	Vehicles	Total
Gross Block as at April 1, 2025	2,012.69	3.75	83.10	95.21	40.84	822.28	267.06	3324.93
Additions	-	-	28.09	2.36	4.74	139.82	26.03	201.04
Deletions / Adjustments	-	-	-	-	-	-	-	-
Gross Block as at March 31, 2026	2,012.69	3.75	111.19	97.57	45.58	962.10	293.09	3,525.97
Accumulated depreciation as at April 1, 2025	-	1.50	53.49	22.81	28.00	247.99	67.37	421.16
Depreciation for the year	-	1.42	26.07	19.10	7.22	82.30	55.50	191.61
Deletions / Adjustments	-	-	-	-	-	-	-	-
Accumulated depreciation as at March 31, 2026	-	2.92	79.56	41.91	35.22	330.29	122.87	612.77
Net book value as at March 31, 2026	2,012.69	0.83	31.63	55.66	10.36	631.81	170.22	2,913.20
<i>Net book value as at March 31, 2025</i>	2,012.69	2.25	29.61	72.40	12.84	574.29	199.69	2,903.77

(II) Inangible assets

Description	Softwares	Total
Gross Block as at April 1, 2025	56.09	56.09
Additions	-	-
Deletions / Adjustments	-	-
Gross Block as at March 31, 2026	56.09	56.09
Accumulated amortization as at April 1, 2025	35.11	35.11
<i>Amortization for the year</i>	10.13	10.13
Deletions / Adjustments	-	-
Impairment (loss)	45.24	45.24
Accumulated amortisation as at March 31, 2026	-	-
Net book value as at March 31, 2026	10.85	10.85
Net book value as at March 31, 2025	20.98	20.98

12. Other non-current assets

(₹ in Lakhs Unless Otherwise Stated)

Particulars	Balance as at 31-Mar-26	Balance as at 31-Mar-25
Security deposits	9.03	9.03
IPO expenditures	-	49.45
Total	9.03	58.48

13. Inventories (valued at lower of cost or NRV)

Particulars	Balance as at 31-Mar-26	Balance as at 31-Mar-25
Raw material	1,064.38	1,054.38
Work in process	344.95	864.30
Finished goods	916.10	350.28
Total	2,325.43	2,268.96

14. Trade receivables

Particulars	Balance as at 31-Mar-26	Balance as at 31-Mar-25
Unsecured, considered good	931.04	1,384.39
Unsecured, considered doubtful	168.47	157.32
Less: Provision for doubtful debts*	(168.47)	(157.32)
Total	931.04	1,384.39

Notes:

*Provision for doubtful debts

Periodically, the Company evaluates all customer dues to the Company for collectability. The need for provisions is assessed based on various factors including collectability of specific dues, risk perceptions of the industry in which the customer operates, general economic factors, which could affect the customer's ability to settle. The Company pursues the recovery of the dues, in part or full.

The classification of receivables outstanding for a period less than or exceeding six month is done on the basis on the ageing drawn as per due date.

Trade receivables ageing schedule as on 31 March 2026
(₹ in Lakhs Unless Otherwise Stated)

Particulars	Outstanding for following periods from date of due date					
	Less than 6 month	6 months - 1 year"	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed trade receivables						
- Considered good	394.21	244.92	179.48	112.43	-	931.04
- Considered doubtful	-	-	-	95.57	72.90	168.47
(ii) Disputed trade receivables	-	-	-	-	-	-
- Considered good	-	-	-	-	-	-
- Considered doubtful	-	-	-	-	-	-
Less: provision for doubtful debts	-	-	-	(95.57)	(72.90)	(168.47)
Total trade receivables	394.21	244.92	179.48	112.43	-	931.04

Trade receivables ageing schedule as at 31 March 2025

Particulars	Outstanding for following periods from date of due date					
	Less than 6 month	6 months - 1 year"	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed trade receivables						
- Considered good	900.67	194.15	268.73	16.36	4.49	1,384.39
- Considered doubtful	-	-	84.42	59.72	13.18	157.32
(ii) Disputed trade receivables	-	-	-	-	-	-
- Considered good	-	-	-	-	-	-
- Considered doubtful	-	-	-	-	-	-
Less: provision for doubtful debts	-	-	(84.42)	(59.72)	(13.18)	(157.32)
Total trade receivables	900.67	194.15	268.73	16.36	4.49	1,384.39

15. Cash and cash equivalents

Particulars	Balance as at 31-Mar-26	Balance as at 31-Mar-25
Cash in hand*	3.22	1.17
Balances with banks:		
In current accounts	502.38	499.08
In fixed deposits having original maturity of less than 3 months	360.92	57.86
Total	866.52	558.11

* As certified by the management.

16. Short Term Loans And Advances

(₹ in Lakhs Unless Otherwise Stated)

Particulars	Balance as at 31-Mar-26	Balance as at 31-Mar-25
Loans & advances		
Advance given to supplier	205.11	413.89
Prepaid Expenses	28.41	37.60
Balance with revenue authority		
TDS recoverable / advance tax	77.61	44.04
GST receivable	61.17	91.23
Total	372.30	586.76

17. Other Current Assets

Particulars	Balance as at 31-Mar-26	Balance as at 31-Mar-25
Fixed deposits	164.54	1,097.37
Security deposits	33.66	36.08
Funds _YSL Alternates Alpha Plus Fund	-	216.64
IPO expenditures	49.38	50.00
Accrued interest	20.39	47.26
Other assets	44.06	27.51
Total	312.03	1,474.86

18. Revenue From Operations

(₹ in Lakhs Unless Otherwise Stated)

Particulars	For the year ended 31-Mar-26	For the year ended 31-Mar-25
Domestic sale of goods	8,187.98	9,148.14
Export sale of goods	63.01	230.95
Freight and packaging	15.97	24.26
	8,266.96	9,403.35
Domestic sale of services	184.48	73.92
Export sale of services	-	14.35
	184.48	88.27
Total	8,451.44	9,491.62

19. Other Income

Particulars	For the year ended 31-Mar-26	For the year ended 31-Mar-25
Interest from fixed deposits	69.85	74.47
Interest on income tax refunds	2.67	-
Profit on sale on property, plant & equipment	-	0.89
Gain on redemption of AIF	-	16.64
Advance forfeited	47.64	10.02
Other income	0.80	2.90
Total	120.96	104.92

20. Cost Of Material Consumed

(₹ in Lakhs Unless Otherwise Stated)

Particulars	For the year ended 31-Mar-26	For the year ended 31-Mar-25
Raw material at the beginning of the year	1,054.38	644.87
Add: Purchases during the year	4,625.96	5,800.87
Less: Raw material at the end of the year	1,064.38	1,054.38
Total	4,615.96	5,391.36

21. Purchase Of Stock-In-Trade

Particulars	For the year ended 31-Mar-26	For the year ended 31-Mar-25
Traded goods purchases during the year	445.39	839.20
Total	445.39	839.20

22. Changes In Inventories Of Work-In-Progress And Finished Goods

Particulars	For the year ended 31-Mar-26	For the year ended 31-Mar-25
Opening stocks	350.28	346.32
Finished goods	864.30	230.78
Work in progress	1,214.58	577.10
Less: Closing stocks	916.10	350.28
Finished goods	344.95	864.30
Work in progress	1,261.05	1,214.58
Total	(46.47)	(637.48)

23. Employee Benefit Expenses

(₹ in Lakhs Unless Otherwise Stated)

Particulars	Balance as at 31-Mar-26	Balance as at 31-Mar-25
Salary, wages and bonus	1,515.81	1,325.96
Employees insurance expenses	67.32	45.70
Employer contribution to PF	53.37	55.16
Employer contribution to ESI	6.17	9.75
Gratuity expenses	20.24	11.77
Staff welfare expenses	10.89	8.65
Total	1,673.80	1,456.99

24. Finance Cost

Particulars	Balance as at 31-Mar-26	Balance as at 31-Mar-25
Interest on borrowings	10.24	13.41
Other borrowing costs	17.92	7.40
Total	28.16	20.81

25. Depreciation And Amortization

Particulars	Balance as at 31-Mar-26	Balance as at 31-Mar-25
Depreciation and amortization expenses	201.73	182.03
Total	201.73	182.03

26. Other Expenses

(₹ in Lakhs Unless Otherwise Stated)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Payment to auditors		
-Statutory audit fees	3.15	3.86
-Tax audit fees	1.25	1.25
Business promotion expenses	142.55	97.78
Commission & brokerage	97.80	202.71
CSR Expense	20.00	19.50
Charity and donation	1.00	4.00
Manpower supply expenses	55.51	59.47
Communication expenses	5.59	4.81
Professional charges	201.32	125.81
Director sitting fees	4.26	2.48
Utility expenses	104.54	83.17
Export and import expenses	7.92	30.00
Freight and transportation charges	239.95	208.79
Rent expense	86.61	100.50
Foreign exchange loss	4.59	4.27
Postage & courier	3.36	1.95
Bad debts written off	44.28	13.06
Provision for bad or doubtful debts	11.14	128.42
Site maintainance expenses	580.93	201.39
Repair & maintenance	16.59	21.61
Software expenses	52.89	45.95
Insurance expenses	7.85	7.66
Job work expenses	49.40	54.56
Factory expenses	21.28	44.36
Security guard services	24.61	29.04
Computer Running Expenses	12.00	4.05
Rate & Taxes	12.90	2.47
Travelling and conveyance expenses	218.86	240.02
Other miscellaneous expenses	76.99	72.02
Total	2,109.13	1,814.96

27. Income Tax Expenses
(₹ in Lakhs Unless Otherwise Stated)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Current tax	-	181.11
Tax relating to earlier years	(2.95)	1.15
Deferred tax	106.07	(38.72)
Total	103.12	143.54

28. The Profit And Loss Account Shall Also Contain By Way Of A Note The Following Information, Namely:-

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Value of import on CIF basis		
- 'Raw material	35.16	37.49
- 'Stock in trade	93.27	246.39
Expenditure in foreign currency		
- Business Promotion - Exhibition	5.54	- -
- Other services	-	5.17
Earnings in foreign exchange		
- Export of goods	44.80	27.31
- Export of services	-	3.35

29. Foreign Currency Exposure Not Hedged By Derivative Instruments Or Otherwise

Particulars	As at 31-Mar-26		As at 31-Mar-25	
	Currency (in actual USD)	Value ₹ in Lacs	Currency (in actual USD)	Value ₹ in Lacs
Advance to Suppliers	-	-	1000	0.86
Trade payables -Goods	1,11,397.50	94.27	1,65,478.50	141.62
Trade receivables	19,120.00	17.37	14,326.50	12.26

30. Related party disclosures

In accordance with accounting standard (AS) -18 "RELATED PARTY DISCLOSURES"

Description of relationship	Names of related parties
Key Management Personnel (KMP)	Vasu Naren (MD and Chairman) Shweta Baisla (Whole Time Director) Shweta Baisla (Chief Financial Officer upto 14 November 2025) Sanjiv Kumar (Chief Financial Officer w.e.f. 14 November 2025) Narender Kumar (Director w.e.f. 28 July 2025) Naman Jain (Non executive Director) Preet Kumar (Non executive Director) Akash Kumar Bansal (Non executive Director) Rojina Thapa (Non executive Director, w.e.f. 14 November 2025) Supriya (Company Secretary)
Entities where KMP have significant influence where transaction exists	CAN Engineering Solutions Pvt Ltd Sona Foods (India) Prop Narender Kumar Elephant Electric Private Limited Prodry Engineering Solutions Private Limited

Note: Related parties have been identified by the Management.

31. Details of related party transactions during the year ended 31 March, 2026 & 31 March, 2025 :

(₹ in Lakhs Unless Otherwise Stated)

Description of the nature of transaction	Description of Relationship	Related Party Name	Amount During Current Year	Amount During Previous Year
Director remuneration	Key Managerial Personnels	Vasu Naren	81.97	70.20
		Shweta Baisla	47.58	21.00
Director sitting fees		Akash Bansal	0.88	0.16
		Naman Jain	1.50	0.24
		Preet Kumar	1.20	0.24
		Rojina Thapa	0.10	-
Salary		Sanjiv Kumar	21.23	-
		Supriya	11.52	8.86
Rent		Narender Kumar Prop. Sona Foods India	36.00	36.00
		Vasu Naren	15.47	28.32
		Shweta Baisla	0.55	1.34
Reimbursement of expenses	Narender Kumar Prop. Sona Foods India	-	0.08	
Purchase of goods / Property, plant and equipment	Entities where KMP have significant influence	CAN Engineering Solutions Pvt Ltd	-	39.94
		Elephant Electric Private Limited	183.00	309.77
		Prodry Engineering Solutions Pvt Ltd	55.00	55.00
Sale of goods		CAN Engineering Solutions Pvt Ltd	-	5.37
		Prodry Engineering Solutions Pvt Ltd	3.41	5.24

32. Balance Outstanding of Related Party

(₹ in Lakhs Unless Otherwise Stated)

Name of Party	Receivable/ Payable	As at 31-Mar-25	
		As at 31-Mar-26	As at 31-Mar-25
CAN Engineering Solutions Pvt Ltd	Receivable	110.35	141.35
Elephant Electric Private Limited	Receivable / (Payable)	14.54	(62.11)
Prodry Engineering Solutions Pvt Ltd	Receivable	6.46	71.35
Vasu Naren	Payable	9.22	8.96
Shweta Baisla	Payable	9.36	4.17
Supriya	Payable	0.91	0.69
Sanjiv Kumar	Payable	1.93	-
Rojina Thapa	Payable	0.01	-
Narender Kumar	Payable	0.17	0.17

33. Basic and diluted Earnings Per Share [EPS]

In Accordance with Accounting Standard (AS) -20 "EARNING PER SHARE"

Particulars	As at 31-Mar-26	As at 31-Mar-25
Basic & diluted		
Profit after tax as per accounts (Rs.)	(346.29)	385.13
Earning for BEPS & DEPS	(346.29)	385.13
Weighted average number of shares outstanding	1,37,24,000	1,37,24,000
Basic & diluted EPS (Per share in Rs.)	(2.52)	2.81
Face value per share (Rs.)	10.00	10.00

34. Disclosure Pursuant To Accounting Standard – 15 'Employee Benefits'

a. General description

i. Gratuity (defined benefit plan)

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on death or resignation or retirement at 15 days salary (last drawn salary) for each completed year of service.

b. Actuarial assumption:

The following tables set out disclosures prescribed by Accounting Standard-15 on 'Employee Benefits' in respect of company's unfunded gratuity plan.

i. Changes in the present value of defined benefit obligation representing reconciliation of opening and closing balances thereof:

(₹ in Lakhs Unless Otherwise Stated)

Particulars	31-Mar-26	31-Mar-25
Present value of obligation as at the beginning of the year	54.64	41.55
Interest cost	3.82	3.01
Current service cost	21.40	21.44
Past Service Cost	-	-
Benefits paid	-	-
Actuarial (gain) / loss on obligation	(5.16)	(11.36)
Closing present value of obligation	74.70	54.64

ii. Actuarial gain/ loss recognised in the Statement of Profit and Loss:

Particulars	31-Mar-26	31-Mar-25
Actuarial gain/ (loss) for the year obligation	5.16	11.36
Total (gain)/ loss for the year	(5.16)	(11.36)
Actuarial (gain)/ loss recognized during the year.	(5.16)	(11.36)

iii. The amounts recognised in the Balance Sheet are as follows:

Particulars	31-Mar-26	31-Mar-25
Present value of obligation as at the end of the year	74.71	54.64
Fair value of plan assets at the end of the year	27.31	27.48
Net assets / (liability) recognized in balance sheet	(47.40)	(27.16)

iv. The amounts recognized in the Statement of Profit and Loss are as follows:

Particulars	31-Mar-26	31-Mar-25
Current service cost	21.40	21.44
Past service cost	-	-
Interest cost	3.82	3.01
Expected return on plan assets	(2.13)	(1.10)
Net actuarial (gain) / loss recognized in the year	(2.86)	(11.59)
Expenses recognized in the statement of profit and loss	20.24	11.76

v. Actuarial assumption

Particulars	31-Mar-26	31-Mar-25
Salary Growth (Note I)	5.00	7.00
Discount Rate	7.75	7.25

Note I - The estimates of future salary increases, considered in a actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors such as supply and demand in the employment

35. In accordance with accounting standard(AS) -22 "ACCOUNTING FOR TAXES ON INCOME"

Particulars		DTA	DTL	Amount
Calculation of timing difference (T.D.):-				
Opening Balance of T.D.				
Difference between WDV of fixed assets				
As per Companies Act, 2013	911.36	-		-
As per Income Tax Act, 1961	1,032.26	120.90		-
Provision for gratuity	47.39	-		-
Provision for doubtful debts	168.47	-		-
Carry forward IT Losses	341.94	557.81		-
Closing balance of timing difference (T.D.)		678.71		-
Timing Difference (NET) - DTA				678.71

Calculation of deferred tax:-

Timing difference (T.D.)	678.71
Tax Rate (%)	25.17%
Deferred tax assets for the year [DTA]	170.82
[Shown in Balance Sheet]	
Existing value [deferred tax assets already created]	64.75
Deferred tax created [transfer to profit & loss account {income}]	106.07

36. Financial ratios:

Ratio	FY 2025-26	FY 2024-25	Change	Reason for Variance above 25%
a) Current ratio	2.15	2.54	-15.07%	Change in ratio due to increase in short term debt.
b) Debt-equity ratio	0.11	0.03	228.60%	Change in ratio due to increase in short term debt.
c) Debt-service coverage ratio	-2.00	11.69	-117.07%	Change in ratio due to increase in short term debt.
d) Return on equity ratio	-5.13%	5.72%	-189.66%	Change in ratio due to increase in short term debt.
e) Inventory turnover ratio (in days)	167.20	113.91	46.79%	Change in ratio due to increase in short term debt.
f) Trade receivable turnover ratio (in days)	50.00	44.95	11.25%	-
g) Trade payables turnover ratio (in days)	67.95	62.47	8.78%	-
h) Net working capital turnover ratio	2.65	2.03	30.54%	Change in ratio due to increase in short term debt.
i) Net profit ratio	-4.10%	4.06%	-200.98%	Change in ratio due to increase in short term debt.
j) Return on capital employed	-5.96%	7.63%	-178.11%	Change in ratio due to increase in short term debt.
k) Return on investment	0.00%	0.00%	0.00%	-

- (1) Current Ratio = Current Assets / Current Liabilities.
- (2) Debt- equity ratio = Total debt / Shareholders' equity.
- (3) Debt service coverage ratio = EBITDA/(Principal + Interest).
- (4) Return on equity ratio= Net profit after taxes / Avg Shareholder's Equity.
- (5) Inventory turnover ratio=Cost of goods sold or sales/Average inventory.
- (6) Trade receivables turnover ratio= Revenue from Operations /Average trade receivables.
- (7) Trade payables turnover ratio=Purchase/Average trade payables.
- (8) Net Capital turnover ratio=Net sales/Average working capital.
- (9) Net profit ratio=Net profit after taxes/Total Revenue.
- (10) Return on capital employed=Earnings before interest and taxes/Capital employed.
- (11) Return on investment/Total Assets=PAT/Total Assets."

37. In the opinion of the board, the current assets, loans and advances are of the value stated if realized ordinary course of business. The provision for all known liabilities as adequate and not in excess of the amount reasonably required.

38. In some cases debit or credit balances of parties in respect of Sundry debtors, sundry creditors are subject to confirmation.

39. Previous year's figures have been rearranged and regrouped in order to conformity with the current year.

40. BG Issued and Outstanding - :

During the period ended 31 March 2026 Company has given Financial/Performance Bank Guarantee to the tune of Rs 408.23 Lacs to its customers.

41. Other Statutory information

- (a) The Company does not own any immovable property which is not held in the name of the Company as on balance sheet data.
- (b) The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.
- (c) The Company do not have any transactions with companies struck off.
- (d) The Company do not have any charges or satisfaction which is yet to be registered with Registrar of Companies beyond the statutory period.
- (e) The company has not entered into any scheme of arrangement during the current year and previous year.
- (f) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (g) The Company has complied with the number of layers prescribed under the Companies Act 2013.
- (h) The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the intermediary shall:
 - (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"
- (i) The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded) in writing or otherwise) that the Company shall:

(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"

(j) The Company have not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.)

(k) The Company is not declared wilful defaulter by any bank or financial institution or government or any government authority.

The notes referred to above form an integral part of the Financial Statements

For Sanjay V Gupta & Associates
Chartered Accountants
Firm Registration No.: 018701N

For and on behalf of Board of Directors
Sona Machinery Limited

Sanjay Gupta
Partner
Membership No. : 500613
UDIN:26500613IOYQAM9966

Place : New Delhi
Date : 29 May 2026

Vasu Naren
Chairman & MD
DIN No. 06915821

Place : Noida
Date : 29 May 2026

Supriya
Company Secretary
M.no. A57314

Place : Noida
Date : 29 May 2026

Shweta Baisla
Whole Time Director
DIN No. 09652443

Place : Noida
Date : 29 May 2026

Sanjiv Kumar
Chief Financial Officer
PAN AAKPK7891D

Place : Noida
Date : 29 May 2026



Sona Machinery Ltd.

Corporate Office



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