BOMBAY METRICS SUPPLY CHAIN LIMITED
CIN : L74999MH2015PLC263148
Regd. Off.: 201, Quantum Tower, Ram Baug Lane, Near Chincholi Petrol Pump, S. V. Road, Malad (W), Mumbai - 400 064.
Tel.: 022-40120561 | 91 9768077759 • E-mail : nkeniya@bombaymetrics.com • www.bombaymetrics.com

Date: 02.09.2026

To,
The National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai - 400 051.

NSE Symbol: BMETRICS

Sub: Annual Report 2025-2026

Dear Sir/ Madam,

Pursuant to provisions of Regulation 34 of SEBI (Listing Obligation and Disclosure Requirements), 2015, we are submitting the Annual Report of the company for the financial Year 2025-26 along with the Notice of 11th Annual General Meeting of the company scheduled to be held on , September 25, 2025 at 09.30 A.M. IST through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

The aforesaid Annual Report is being uploaded on the Company's website at https://bombaymetrics.com/financials/.

Further, the Company has fixed September 18, 2026 as the cut-off date to ascertain the eligibility of the Members entitled to vote electronically ("remote e-voting") or avail the voting facility at the AGM. The Company has entered into an arrangement with NSDL for facilitating remote e-voting facility to its Members.

Kindly take annual report on records.

Thanking you,

Yours faithfully

For Bombay Metrics Supply Chain Limited

PARSVO GADA
Digitally signed by PARSVO GADA
Date: 2026.09.02 18:30:12 +05'30'

Parsvo Gada
Company Secretary & Compliance Officer

BOMBAY METRICS
Supply Chain Ltd.

MAKE IN INDIA

Becoming Partner of Choice

11TH ANNUAL REPORT 2025-2026

THIS REPORT COVERS!

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Disclaimer:
In this Annual Report, we have disclosed forward looking information to help our investors comprehend our prospectus and take informed investment decisions. This report is based on certain forward looking statements that we periodically make to anticipate results based on the management's plans and assumptions. We have tried wherever possible to identify such statements by using words such as 'anticipates', 'estimates', 'expects', 'projects', 'intends', 'plans', 'believes', and words of similar substance in connection with any discussion of future performance. We cannot guarantee that these forward looking statements will be realized, although we believe we have been prudent in assumptions. The achievement of results is subject to risks, uncertainties and even inaccurate assumptions. Should know or unknown risks or uncertainties materialize, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated or estimated projected. We undertake no obligation to publicity update any forward looking statements, whether as a results of new information, future events or otherwise.

Investor Information:

Market Capitalisation
as on March 31, 2026 : ₹5,153.38 lakh

CIN: L74999MH2015PLC263148

NSE Symbol: BMETRICS

Dividend Proposed: ₹0.10 per share

AGM Date: September 25, 2026

Paperless version of this report is available online at:

Website link and QR Code

Online report

Becoming Partner of Choice

The year under review marked an important milestone in Bombay Metrics' evolution. As we strengthened our long term strategic direction, we crystallised our Vision 2030 to become the preferred Supply Chain and Manufacturing Partner of Choice for customers across industries and geographies. This vision reflects not only what we do, but how we aspire to create enduring value through trust, reliability, innovation, and execution excellence.

Being a **PARTNER OF CHOICE** is about going beyond transactional relationships. It means becoming the first choice for customers seeking dependable, integrated, and future ready solutions. It requires continuously enhancing our capabilities, deepening our expertise, and delivering consistent outcomes that enable our customers to succeed in an increasingly dynamic business environment.

Over the years, Bombay Metrics has steadily expanded its role across the manufacturing and supply chain value chain. Today, we are evolving into a comprehensive partner, supporting customers from product design and engineering to precision manufacturing, strategic sourcing, supplier management, global logistics, and complete supply chain execution. By integrating these capabilities under one platform, we offer agility, flexibility, and operational excellence while simplifying complexity for our customers.

Our ambition extends beyond products and services. We aspire to become a trusted **Design Partner, Manufacturing Partner, Supply Chain Partner, Logistics Partner, Supplier Management Partner,** and **Global 3PL Partner of Choice**, creating long term partnerships built on quality, responsiveness, transparency, and shared growth. Every investment we make in technology, processes, infrastructure, and talent is guided by this objective.

Equally important is our commitment to becoming an **Employer of Choice** and a **Customer of Choice**. We believe sustainable growth is built on strong relationships with employees who are empowered to innovate and excel, and with suppliers who view us as a dependable, collaborative, and value driven business partner. By nurturing an ecosystem founded on mutual trust and shared success, we strengthen every link in the value chain.

As we move towards Vision 2030, **Becoming the Partner of Choice** will remain the defining principle of our strategy. It will shape how we collaborate, innovate, and deliver value, enabling Bombay Metrics to build deeper partnerships, create differentiated solutions, and establish itself as a globally trusted manufacturing and supply chain partner for the future.

EARNING THE RIGHT TO BE CHOSEN

Leadership's Perspective on Becoming a Partner of Choice

We made no cuts to our engineering and quality teams. In fact, we added engineering capacity through the downturn"

Dear Shareholders,

This is the fifth letter we have written to you, and perhaps the most important one.

FY 2025-26 was a **challenging** year for Bombay Metrics. For the first time in ten years, our three-year earnings growth turned negative. Revenue from operations declined by 9% to ₹9,263 lakh. Profit before tax fell by 63% to ₹226 lakh, while profit after tax declined to ₹165 lakh from ₹450 lakh in the previous year. Earnings per share decreased from ₹3.66 to ₹1.34. These results are disappointing, and we take full responsibility for them.

In our Owner's Manual, we committed that we would not smooth earnings, offer short-term guidance, or make excuses when performance falls short of expectations. **We remain firmly committed to that principle**. Accordingly, we will not attempt to dress up this year's results. FY 2025-26 was a difficult year financially and you deserve a clear account of why and, more importantly, what we did about it and why we believe it makes us a stronger company for the decade ahead.

The Year as It Happened

The downturn was driven primarily by conditions at our customers end, not by any deterioration in our business model. Throughout the year, the lighting, automotive, and broad industrial sectors across the United States, Mexico, and Europe slowed materially. CEOs across these markets grew cautious. Capital expenditure was delayed or shelved, new product launches slipped, and production schedules were cut across most of the customers we serve. Our engineering components business, which is built on customer production volumes, contracted significantly. Engineering segment revenue fell roughly 21% for the year. The second half brought a fresh shock. The conflict involving Iran in the final quarter disrupted shipping lanes and pushed input and freight costs up sharply and without warning. Several of our suppliers in India faced unexpected price increases mid-program.

What We Chose to Do and What It Cost

In a year like this, the easy path is to cut. Cut engineering, cut quality, push the supplier price increases down the chain, and protect the current year's profit. **We deliberately chose the opposite path**. We made no cuts to our engineering and quality teams. In fact, we added engineering capacity through the downturn. When our suppliers were hit by the Q4 cost spike, we absorbed a meaningful portion of those increases rather than forcing them onto partners who were already under strain. Both decisions came at a cost to our near-term margins and are the principal reason profit fell faster than revenue.

We want to be precise about this and focus on numbers. Our engineering segment revenue fell by approximately 21% for the year, yet our Engineering segment margin remained largely intact, moving only from 16.5% to 15.6%.

We protected the profitability of the work we did ship, carried the full cost of a team built for a larger volume, and supported our suppliers through an unexpected cost shock. That is what operating deleverage looks like when a company chooses to invest through a downturn rather than shrink into it.

This is what **"Becoming Partner of Choice"** means. It is not a tagline. It means being the partner customers rely on for deep product and process engineering support from the very first sketch and the partner suppliers trust to stand with them when costs move against everyone. You cannot build that reputation in good years alone. You earn it during years like this.

Why We Believe This Was the Right Trade

Engagement of this kind wins business that ships for years. During the year, precisely because we remained deeply engaged in new programs, we won new work in areas that map to where industrial demand is heading: commercial electric vehicles, new battery-electric vehicle platforms, and enhanced copper applications.

We have launched well over **100 new components** which have the tailwind of electrification and data center buildout. This new business is with key industrial customers including Schneider Electric, Eaton, and Honeywell and several new in the pipeline. We also **invested in starting a UL Laboratory** for testing and certifying Electrification components for these customers.

Our cycle from first quote to approved production part is at minimum 18 months to often two-three years. The programs we won and advanced this year do not show up in this year's revenue. They show up across the next several years of production. A company focused on this quarter would not have made the investments we made. A company focused on the next decade had no other reasonable choice!

The results of our investments may not be visible in this year's numbers, but we believe they will be visible in the years ahead. We remain optimistic about the future and more confident than ever in Bombay Metrics' ability to create lasting value for all its stakeholders.

The Three-Year Scorecard - Including the Miss

Last year, we told you that three-year compounded growth in sales and earnings is the truest measure of our management performance. We also set ourselves a public benchmark: a minimum of 15% compounded growth. We believe that commitment requires us to present the same scorecard this year, including the results from FY 2025-26.

Year	Revenue (₹ lakh)	3 Year Revenue Growth	1 Year Revenue Growth	PBT (₹ lakh)	3 Year PBT Growth	1 Year PBT Growth
2016	80.40			3.11		
2017	333.90		315%	6.70		115%
2018	763.99		129%	61.70		811%
2019	2,002.74	2391%	162%	132.50	4160%	117%
2020	2,976.97	792%	49%	191.26	2755%	44%
2021	3,241.21	324%	9%	191.94	214%	0%
2022	6,202.96	210%	91%	179.62	36%	(6%)
2023	7,124.73	139%	15%	386.65	102%	115%
2024	8,621.81	166%	21%	456.60	138%	18%
2025	10,097.89	63%	17%	589.92	228%	29%
2026	9,233.07	30%	(9%)	216.17	(44%)	(63%)

Note: All number on standalone basis

The verdict is straightforward. Our three-year revenue trend remains positive, with cumulative growth of approximately 30% However, our three-year PBT growth has turned negative, declining by approximately 42% over the same period and falling

well short of the 15% growth target we set for ourselves.

This is the first three-year earnings decline in our ten years as a business. We are not going to explain it away. We missed our own target, we are telling you so directly, and this miss now sits on the failure wall with the rest. We remain committed to this measure, not despite this year's outcome, but because of it.

The three-year framework prevents a single difficult year, or a single exceptional one, from distorting how our performance is judged. It keeps our focus on long-term value creation rather than short-term fluctuations. Accordingly, we will continue to publish this scorecard through both good years and challenging ones. This year's reading is disappointing. **Our responsibility now is not to explain it away, but to improve it.**

The Pressure on Cash

There are two emerging issues which is compressing the cash flow for export-oriented companies such as ours. Let's discuss those:

Under Section 43B(h) of India's Income Tax Act, we are required to pay our registered Micro and Small enterprise suppliers within 45 days. Roughly half of our Indian supplier spend falls under this rule. Meanwhile, our global customers operate on payment terms of 90 to 120 days.

The result is a working-capital vise, and it is visible on our balance sheet. Our payables to Micro and Small enterprises nearly doubled, rising about 95% to ₹551 lakh, even as our total trade payables fell from ₹2,191 lakh to ₹1,784 lakh; we are paying our smallest suppliers faster while our overall payables shrink. At the same time, trade receivables stood at ₹2,498 lakh, much of it owed by large customers on long terms. In plain language: we are required to pay quickly on one side while we wait a quarter or more to be paid on the other.

We support the intent of the law — small suppliers deserve to be paid promptly — but the mismatch is real, it consumes working capital, and managing it is now a core operational discipline for us. We are addressing it through supplier-mix planning, tighter receivables management, and our financing arrangements, and we will report candidly on our progress. We stay committed to growing India MSME despite these challenges.

Investing Further: The Warrant Capital

We are not retreating. During the year we raised capital through a preferential issue of convertible equity warrants to the promoter and promoter group, receiving the first 25% with the balance to follow on conversion. We are putting this capital to work behind the very capabilities described above — engineering depth, supplier development, and the new programs in EV, BEV, and copper applications that we expect to drive the next phase of growth.

All our focus has been to position Bombay Metrics in supply of Emerging Industries, especially related to Electrification of United States, Data Center Development, Robotics and Energy Storage.

The promoter group's willingness to commit fresh capital, at this point in the cycle, is the clearest signal we can give you of where we believe this business is going.

On Our Stock, and Our Promise

We understand that our share price has not rewarded long-term shareholders as we would have hoped since its initial move in 2022. However, we will not manage the business to influence the share price, nor will we offer guidance to support it. What we will do is exactly what we have always promised we would: Operate the business for superior long-term performance, communicate clearly each year on how we did, and report our wins and our misses in equal measures. We believe that sustainable earnings growth, compounded over years, is the only honest foundation for sustainable shareholder returns. That is the foundation we are building.

Every shareholder, large or small, is our partner, and our destinies are tied. This was a year that tested that conviction. We responded by investing in our customers, supporting our suppliers, strengthening our engineering capabilities, and positioning Bombay Metrics for the opportunities ahead rather than optimizing for short-term results. We believe that is what it takes to **"Become Partner of Choice"** — and we believe the work we did this year, invisible in this year's numbers, will be visible in the years that follow.

Thank you for your continued trust, patience, and partnership. We remain optimistic about the future and committed to building a stronger Bombay Metrics for the benefit of all our shareholders.

Sincerely,

Sahil Shah
Chairman

Nipul Keniya
Managing Director

Hiten Shah
Non-Executive Director

OWNERS MANUAL:

Our Guide For Creating Long-Term Value

As continue our journey, we thought of writing to those who will consider investing in our business and be a part of the long-term shareholder base, which we aspire to have. Bombay Metrics started to help develop exports from India. We aspire to be a premier supply chain and manufacturing partner for OEMs and Tier 1 suppliers around the globe to bring competitive India-made products to them. We would like to have all owners, large and small, to understand key principles on how we operate, how we think about the business and what to expect from your Company:

Principle 1

Focus on India

Bombay Metrics started with the idea and focus on growing India as a manufacturing base and soon the "Make in India" initiative came into force. Our focus will always be on doing what's right for helping Indian suppliers get competitive and win business from global customers. Like any proud Indian, we want to earn it!

Principle 2

Long term

Our customers and markets take years to develop. It is not unusual to engage with design and engineering support for OEMs today and not have any saleable product for 12 to as long as 36 months. We will continue to think long term about which customers and markets to develop, which geographical areas to develop for suppliers and which commodities and processes to develop.
We will continue to sell through multiple channels like direct OEM sales, sales through our partners, and consultation. We look to help those customers as green field consultants, supplier development partners, supply chain partners as well as Information technology solution providers.

Principle 3

Our People

We believe in having win-win for all our stakeholders. To execute our vision, we need people who are engaged, talented and willing to work harder than our customers and competitors. Our job is to create an environment where they can do that. We hope to provide people with an exciting and challenging work environment. We want to make sure they bring their best every day and understand that all work we are doing is to helping small manufacturers in India grow. Their work and those of many millions of people outside is helping India's "Make In India" dream come true. We are all a part of that larger nation building mission!

> Bombay Metrics is a special company at a special time in India's evolving aspirations. We appreciate our shareholders trust in us, and we hope to repay that trust with long term ownership mentality, superior financial performance, competitive market leadership and finally, consistent growth for years and decades to come.

Principle 4

Focus on Suppliers

We aim to be an authoritative resource about suppliers in India. Having strong sales and international logistics partners allows us to focus on doing things within boundaries of India – This will take time, but we believe this will be an incredible competitive strength as more companies look to India to develop their products. We will continue to find and develop good supplier partnerships with strong technical skills and capabilities. We aspire to have India's biggest supplier database in our industrial goods and manufacturing markets.

Principle 5

All Shareholders are Same

Our family's ownership in Bombay Metrics will continue to change over time. We will put ourselves as guardians of those who own our stock, whether they are small investor or institutional investor. We hope that Bombay Metrics stock ownership continues to be a large part of your long-term investment. We want all owners to know that our destinies are tied.

Principle 6

No Smoothing, Guidance or Excuses

Our business is subjected to global environment such as pandemics, tariffs, wars, and shipping disruptions. These are way beyond any of us to predict. We intend to operate in the most agile manner with many contingencies to keep working through these disruptions. We also look to have a strong balance sheet to weather short term financial issues. Finally, our goal is to communicate in a very clear manner annually giving all of you an idea on how business did and what to expect in the following year.

- We will not be providing "earnings guidance"
- We will not be working on "smoothing the earnings" either – what you get is exactly how it went down!
- Finally, we will not be offering you excuses. Our Chairman keeps a "failure" wall in his office to face and accept all mistakes, we could have avoided with foresight and focus. You can expect to hear about our wins and misses in equal measure

BUILT TO BE A PARTNER OF CHOICE

The Values That Shape Who We Are

Bombay Metrics stands at the forefront of global manufacturing, engineering, and supply chain services. The Company exists to help clients get high-quality components made efficiently and affordably, cutting overhead without cutting corners. Its specialty is guiding OEMs and Tier 1 customers through the maze of global manufacturing, so they walk away with real, measurable savings.

The Company positions itself as more than a vendor; it operates as a full-service partner in global manufacturing and supply chain management, built to help North American OEMs unlock everything outsourcing has to offer. Backed by a broad network of ISO-certified suppliers across India, China, Australia, Taiwan, Vietnam, and Malaysia, Bombay Metrics knows how to match each customer with the right overseas manufacturing source for their needs. It stays hands-on throughout the process, from sourcing and production to finishing and assembly, right through to just-in-time delivery.

MISSION

Our mission is to develop small and medium enterprise suppliers in India and deliver top-quality components in a timely and efficient manner to global customers.

VISION

Our vision is to be a best-in-class supply chain management company and sourcing leader from India to the world, supporting the Indian government's "Make In India" Initiative.

> Every milestone in Bombay Metrics' journey rests on three foundational pillars: the drive to create impact, the discipline to build trust, and the commitment to deliver excellence.

Customer Centric Excellence

We are deeply committed to understanding and exceeding customer expectations. By delivering tailored solutions and maintaining a strong focus on quality and reliability, we foster lasting partnerships across industries and geographies.

Technology Led Efficiency

Embracing innovation at every level, we integrate advanced technologies and digital tools to enhance visibility, streamline operations, and ensure precision in everything we do—from sourcing and manufacturing to supply chain management.

Scalable and Sustainable Growth

Our diversified capabilities and flexible business model empower us to scale effectively while adapting to the evolving needs of our clients. We pursue sustainable growth by nurturing a robust ecosystem of suppliers, partners, and stakeholders.

PROGRESS IN PERSPECTIVE

Tracking Growth and Value

ROBUST FINANCIAL PERFORMANCE

₹9,263 lakh Revenue from Operations	₹165 lakh Profit after Tax (PAT)	₹2,139 lakh Net worth	11% ROCE

RAPIDLY EXPANDING SCALE

40+ Suppliers	15+ Customers
6 Industries Served	4 Geographies Served
35+ Employees	13 Port Approved Shipper in India

OPERATIONAL HIGHLIGHTS

300+ Products	12+ Processes
7,200+ Orders Served*	₹45,000 lakh+ Value of Products Supplied*
1,390+ Request for Quote*	10,500 MMT+ Cargo Supplied*

THE ROAD WE HAVE TRAVELLED

A Journey Shaped by Growth and Relationships

2015

Incorporated as **"Bombay Metrics Supply Chain Private Limited"**

Set up our first branch office in Coimbatore, Tamil Nadu

Established supplier base for high Pressure die casting and Gravity Die casting.

2016

First-year turnover was ₹80.4 lakh by doing export to USA and Mexico.

2017

Annual revenues from operations crossed ₹3 Crores

2018

Established the supplier base for Non-Ferrous parts

2019

Receipt of ISO 9001:2015 certification in respect of providing sourcing, trading and supply chain services

Annual revenues from operations crossed ₹ 20 Crores for the first time

New business opportunity from major lighting manufacturer from USA

2020

Company was awarded as **"One Star Export House"** by Government of India

2021

Floated IPO and got listed on NSE Emerge platform

2022

Set up branch office in Ahmedabad, Gujarat

2023

Acquired 100% Stake in Metric Vietnam Company Limited

Forayed into Copper Import

2024

Set up warehouse in Coimbatore ,TN & Bhiwandi, MH

Forayed into Reverse Engineering Services, Copper Import, Aluminium Ingots Trade

Set up an office in Pune

2025

Set up warehouse in Coimbatore ,TN & Bhiwandi, MH

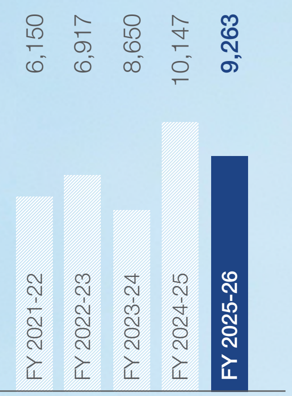
Forayed into Reverse Engineering Services, Copper Import, Aluminium Ingots Trade

Set up an office in Pune

THE METRICS OF CHOICE

The Indicators Behind Our Strategic Progress

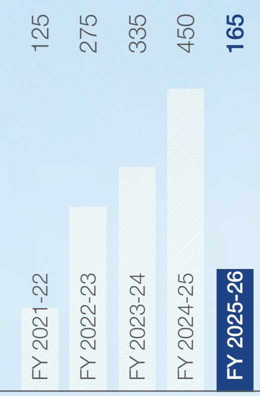
Revenue from Operations



₹9,263 lakh

The decline in revenue reflects a challenging operating environment and the impact of near term business headwinds. The outcome reinforces the need for sharper execution, stronger client engagement, and greater focus on operational efficiency, while strengthening our commitment to building a more resilient and sustainable growth platform.

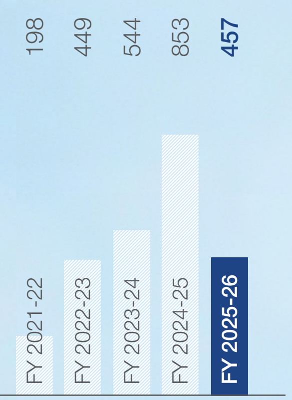
Profit After Tax



₹165 lakh

The decline in profit after tax reflects pressure on earnings and profitability during the year. While the performance was below our expectations, it provides a clear basis for reassessing cost structures, improving margin discipline, and strengthening the quality and sustainability of future earnings.

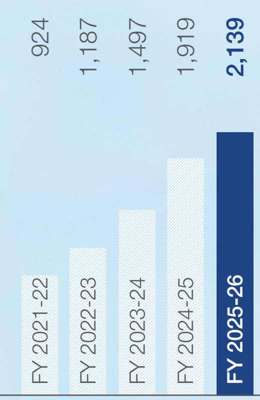
EBITDA



₹457 lakh

The decline in EBITDA reflects weaker operating leverage and pressure on underlying margins during the year. The performance highlights the importance of improving cost absorption, strengthening operating discipline, and enhancing the efficiency of our core business to support a sustainable recovery in profitability.

Net Worth



₹2,139 lakh

Growth in net worth signals enhanced financial stability and sustained investor confidence. The rise reflects prudent capital management, consistent value creation, and the Company's commitment to long-term financial resilience.

Net Debt to Equity (x)

0.52

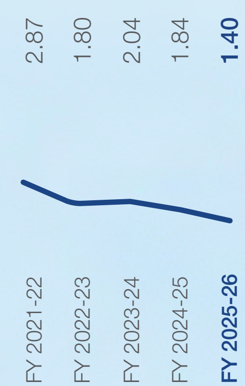
The reduction in the debt to equity ratio reflects a measured approach to capital management and a strengthening of the Company's financial position. The improvement indicates lower reliance on external debt and greater balance sheet resilience, providing a stronger foundation for sustainable growth and long term value creation

Return on Capital Employed

11%

The decline in Return on Capital Employed reflects lower returns generated from the capital deployed during the year. The movement from 28% to 11% highlights an opportunity to improve capital productivity, strengthen operating performance, and ensure more effective utilisation of resources to enhance returns over time.

Outside Liability/ Net Worth (x)



1.40

The reduction in the Outside Liability to Net Worth ratio reflects a stronger balance sheet and improved financial resilience. The movement indicates a healthier relationship between the Company's overall liabilities and net worth, supported by prudent liability management and a more robust capital base.

Return on Equity

8%

The decline in Return on Equity reflects lower profitability generated on shareholders' capital during the year. The performance highlights the need to strengthen earnings quality, improve capital productivity, and enhance the Company's ability to generate sustainable returns for shareholders over the long term.

Note: All the numbers mentioned on this page are on consolidated basis.

We depend on

Mission-Driven Team and Company Culture
Our skilled and diverse group of 35+ employees operates nationwide.

Our Brand Identity
For more than a decade, we've partnered with clients to help them thrive by supporting international trade.

Building Strong Stakeholder Connections
We depend on positive, collaborative relationships with our customers, suppliers, employees, regulatory bodies, and other key partners.

Infrastructure and Integrated Logistics Network
Our physical assets, trusted suppliers, and logistics know-how support robust and reliable supply chains.

Financial Strength
With a solid financial foundation, we prioritize smart investments and disciplined fiscal management to support sustainable growth.

Innovation Through Technology and Data
We leverage technology and data to streamline and enhance the efficiency of supply chains.

THE BLUEPRINT OF PARTNERSHIP

How We Turn Strategy Into Value

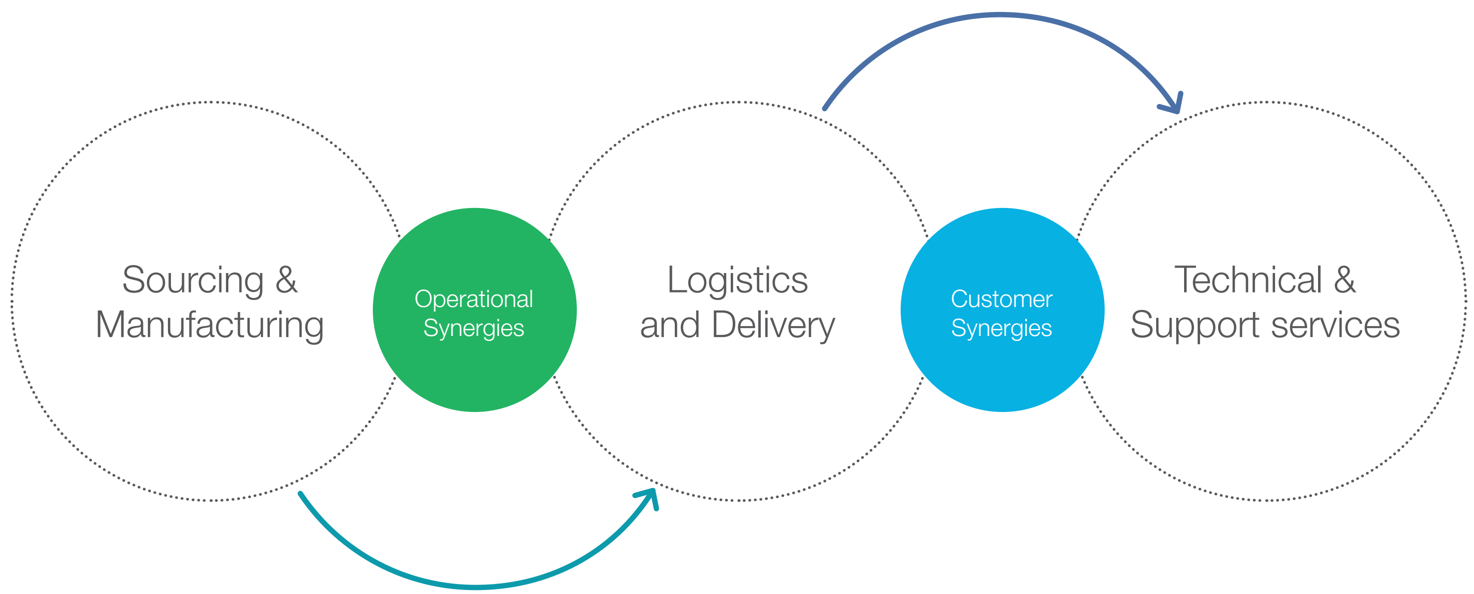
Empowering Progress through Integrated Manufacturing and Supply Chain Solutions

At Bombay Metric Supply Chain Limited (BMSCL), purpose and progress go hand in hand. In a world where supply chains are becoming increasingly complex and expectations from manufacturing partners are rising, we are uniquely positioned to bridge both domains—offering end-to-end manufacturing excellence and seamless supply chain solutions.

Driven by innovation, agility, and responsibility, we simplify logistics, elevate manufacturing standards, and enable our customers to achieve consistent, reliable, and efficient outcomes. Our integrated approach delivers not just products or services—but lasting value.

Product Processes

- Forgings
- Stampings
- Rubber molding
- CNC machining
- Die casting
- Investment casting
- Extrusions
- Assemblies



Industries Served

- Electrical & Power
- Lighting
- Medical
- Gauge
- Construction & Agriculture
- Transportation & Automobile
- Metal Trading (Aluminium, Zinc & Copper Alloy)

Allied Services

Supplier Assessments | Inspections and Process Audits
Reverse Engineering | Research and Development Services

Our unwavering commitment to growth and strategic market diversification is the cornerstone of our resilience. It enables us to adapt with agility, withstand disruptions, and consistently deliver long-term value to our customers, employees, investors, and the communities we serve.

Value Created for

Our Customers
We enable integrated logistics across 7,200+ orders, helping customers navigate complex supply chains and deliver on their commitments.

Our people
We keep our people safe and engaged while offering equitable and interesting career paths

Society
By integrating global supply chain, we improve the flow of goods and materials that sustain people, businesses and economies the world over and contribute to improved quality of life and prosperity.

Shareholders
In our transformation to become the integrator of supply chain, we continue to innovate and grow shareholder value.

BUILT FOR PARTNERSHIP

The Strengths That Set Us Apart

Integrated Business Model

Our services span the entire value chain of manufacturing engineering goods and supply chain management. Offering efficient services in advanced engineering, 3D scanning, rapid prototyping, flow simulation, project management and quality management. We help customers find the right manufacturing source in India for their products and ensure optimal execution and quality by working with qualified and ISO-certified Suppliers. We also oversee the entire operations, manage the supply chain process and choose the right logistics partners to be close to ports connecting us to customer locations. We are approved shippers from 13 Dry and Wet Ports in India.

Wide product and services portfolio with a focus on quality

We engage in facilitating and monitoring the continuous manufacturing of bespoke products based on the orders of customers and meet their specifications and requirements. Our extensive product and services portfolio showcases a diverse range of offerings, ensuring we cater to a wide array of customer needs. With an unwavering commitment to quality, we prioritize delivering exceptional solutions that exceed expectations and consistently uphold the highest standards in every aspect of our offerings. Our products are compliant with quality standards including ISO 9001 and IATF 2016.

Existing well-established relationship with our well-connected customers

Building upon our existing well-established relationship, nurtured through trust and mutual understanding, we leverage the extensive network of our highly connected customers to create a powerful web of collaboration, opening doors to new opportunities and fostering continuous growth. By capitalizing on our strong foundation and leveraging the close-knit bonds we have cultivated with our customers, we encourage a dynamic ecosystem that thrives on shared expertise, resources, and strategic alliances, empowering us to stay ahead in a rapidly evolving market.

Experienced management and dedicated employee base

Our seasoned and technocrat leadership team brings years of expertise and strategic vision, while our committed employees consistently go above and beyond to deliver exceptional results, fueling our organization's growth and prosperity. Our team of well-trained quality engineers across our supplier hubs performs complete audits from raw material through final packaging.

Asset light business model and competitive products

We operate on an asset-light business model which does not require us to invest heavily in physical assets such as plant and machinery etc. This business model, meticulously crafted to minimize overhead costs and maximize flexibility, allows us to swiftly adapt to market demands and maintain a competitive edge. We have long-term contracts with third-party suppliers for all our manufacturing needs and also have Vendor Managed Inventory (VMI) programs with the majority of our suppliers which minimizes our inventory and warehousing cost. Paired with our unrivaled product lineup that sets new benchmarks in quality, functionality, and design, we are positioned to conquer markets by providing unmatched value and surpassing customer expectations.

DELIVERING WHAT MATTERS

Turning Capability Into Lasting Impact

By integrating strategic research and development, industry-leading manufacturing, and a customer-first mindset, Bombay Metrics continues to set the standard for excellence and innovation across the sectors it serves.

Bombay Metrics serves many distinct sectors including automotive, transportation, medical equipment, CNC machinery, and metal trading; with a consistent focus on precision and reliability. This commitment guides how we engineer products, refine processes, and build long-term partnerships.

Our growth is driven by a deliberate R&D approach: understanding the specific requirements of each industry before developing solutions. This sector-focused method ensures our offerings remain relevant and well-suited to evolving market needs, rather than applying a one-size-fits-all model.

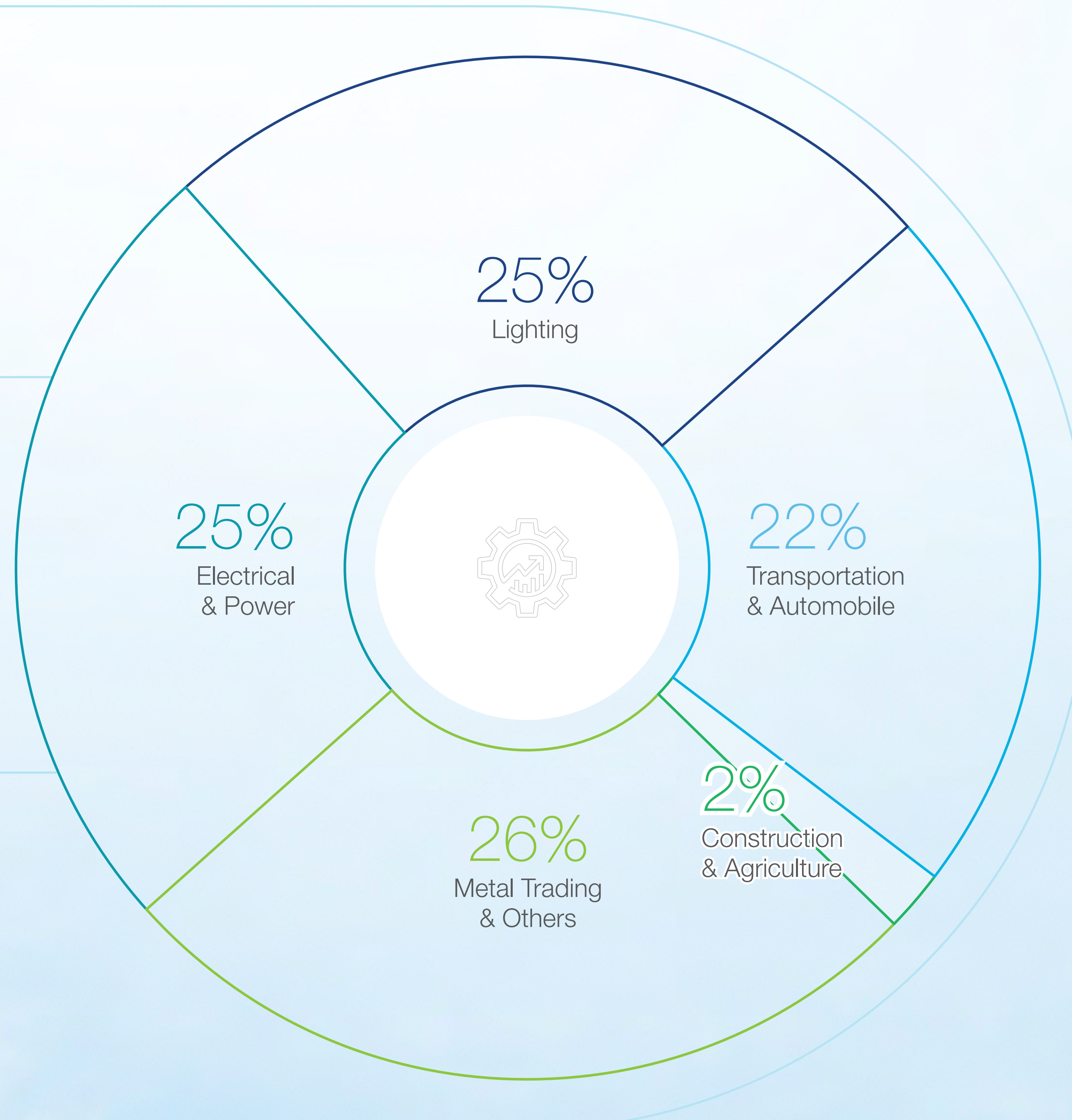
Manufacturing capability underpins this approach. Continued investment in advanced machinery and technology supports consistent quality, operational efficiency, and a more resilient supply chain. This infrastructure has been central to Bombay Metrics' ability to maintain long-standing partnerships across the industries it serves.

₹8,256 lakh
Revenue

89%
Contribution

5%
Growth

Sales of products experienced moderate growth over the year and continued to be the largest source of revenue. An annual increase of 5% was recorded, with revenue reaching ₹8,256 lakh in FY 2025-26, compared to ₹ 7,884 lakh in FY 2024-25



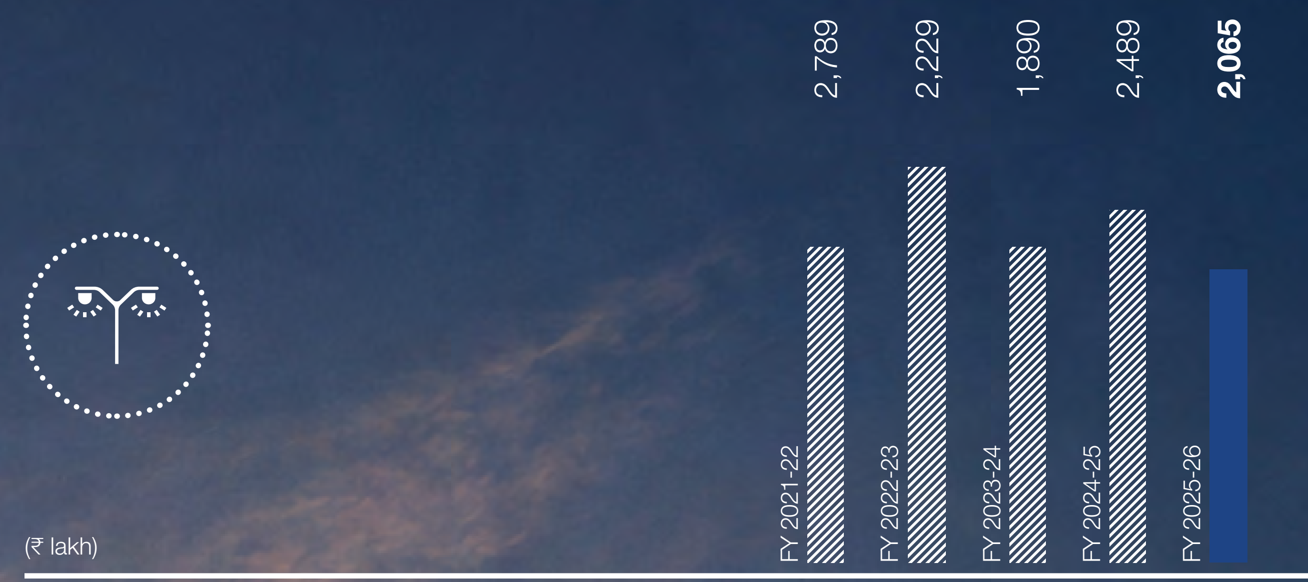
LIGHTING

FY 2025-26 Performance Highlights of the Lighting

25%
Sales portion as a percentage of total sales

₹2,065 lakh
Revenue from Lighting Business

While the division continued to strengthen its execution capabilities, revenue declined 17% year on year to ₹2,065 lakh in FY 2025-26 from ₹2,489 lakh in the previous year, primarily due to softer market demand and a cautious business environment.



The Company has built a strong reputation in the lighting industry, offering advanced manufacturing solutions across both commercial and consumer segments. Its core capabilities include precision castings, custom aluminium extrusions, optical grade plastic lenses, and durable metal stampings, each engineered to meet the demanding requirements of applications such as highway lighting systems, architectural installations, and complex urban infrastructure projects.

Quality and close customer collaboration remain central to how this business operates. Rigorous quality control processes, paired with advanced manufacturing techniques, help ensure that every component consistently meets global standards. At the same time, close engagement with customers throughout the product lifecycle, from initial concept through final production, is supported by a range of value added services, including in house engineering support, 3D prototyping capabilities, and ongoing supply chain optimization.

Working closely with leading Original Equipment Manufacturers around the world, the division has consistently delivered solutions that are both scalable and cost effective, without compromising on the technical precision such applications demand. This has been made possible through a combination of deep engineering expertise and a well established global manufacturing footprint, allowing the division to respond effectively to varied and evolving customer requirements across regions.

Whether supporting the development of new lighting technologies or helping clients refine and optimize existing product lines, the division continues to position itself as a dependable, technically capable partner. This reputation has been built steadily over time and reflects the Company's broader commitment to precision engineering, innovation, and long term customer relationships across the lighting sector.

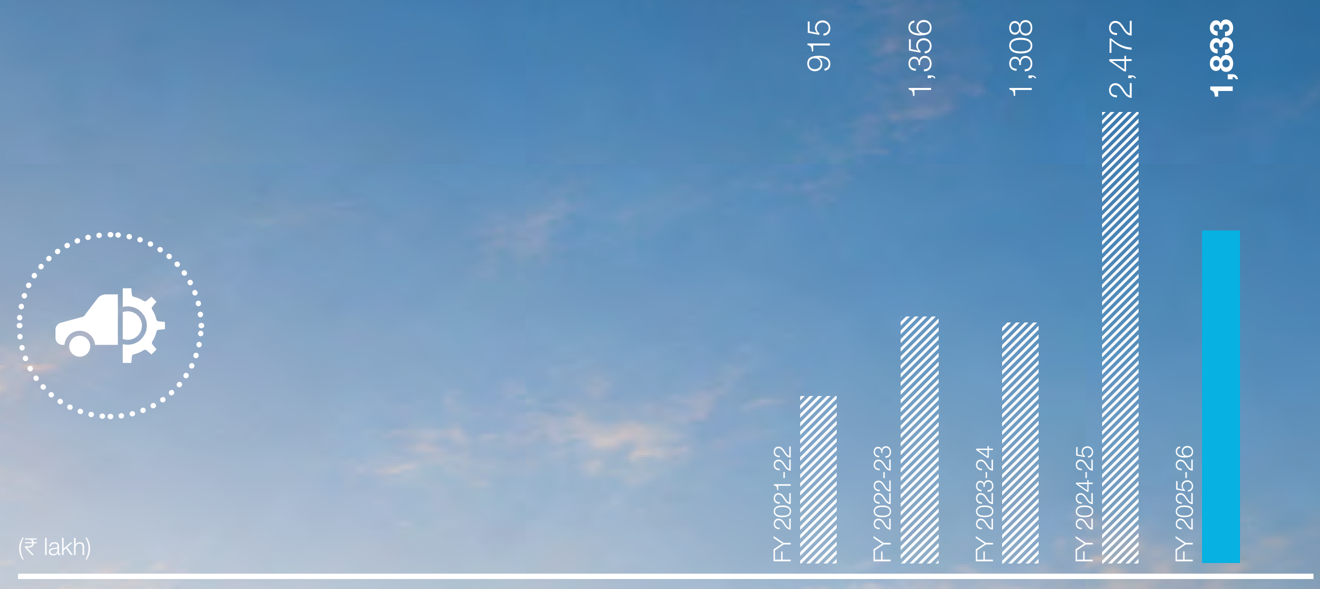
TRANSPORTATION & AUTOMOBILE

FY 2025-26 Performance Highlights of the Transportation & Automobile

22%
Sales portion as a percentage of total sales

₹1,833 lakh
Revenue from Transportation & Automobile Business

The Transportation & Automobile business witnessed a moderation in performance during the year, with revenue declining 26% to ₹1,833 lakh in FY 2025-26 from ₹2,472 lakh in FY 2024-25. The decline reflected challenging market conditions, even as the division remained focused on operational efficiency and disciplined execution.



The Company has established itself as a reliable supplier of high-quality components for the Transportation and Automotive industries, with precision engineering forming the core of its work on mission-critical, under-the-hood parts built for modern vehicles and industrial applications. Its product range spans a wide array of essential components, including oil pumps, water pump housings, manifolds, connectors, transmission parts, and a variety of custom brackets, each engineered to perform reliably under demanding and often extreme operating conditions.

These components play a vital role in vehicle performance, safety, and long-term durability, and quality standards throughout the division are consistently maintained at levels that meet or exceed established industry benchmarks. A growing network of global suppliers and manufacturing partners has further strengthened the division's ability to deliver on three key fronts: cost-efficiency, consistent product quality, and dependable delivery timelines that clients can plan around with confidence.

Supporting this is an agile supply chain and a set of streamlined internal processes, both of which contribute to shorter lead times and a greater ability to respond quickly to shifting customer requirements. This operational flexibility has proven especially valuable in a sector where demand patterns and specifications can change rapidly.

Serving OEMs, Tier 1 suppliers, and aftermarket distributors alike, the division remains firmly focused on supporting long-term business growth for its partners, without ever compromising on the quality or level of service that has come to define the Company's reputation in this space.

ELECTRICAL & POWER

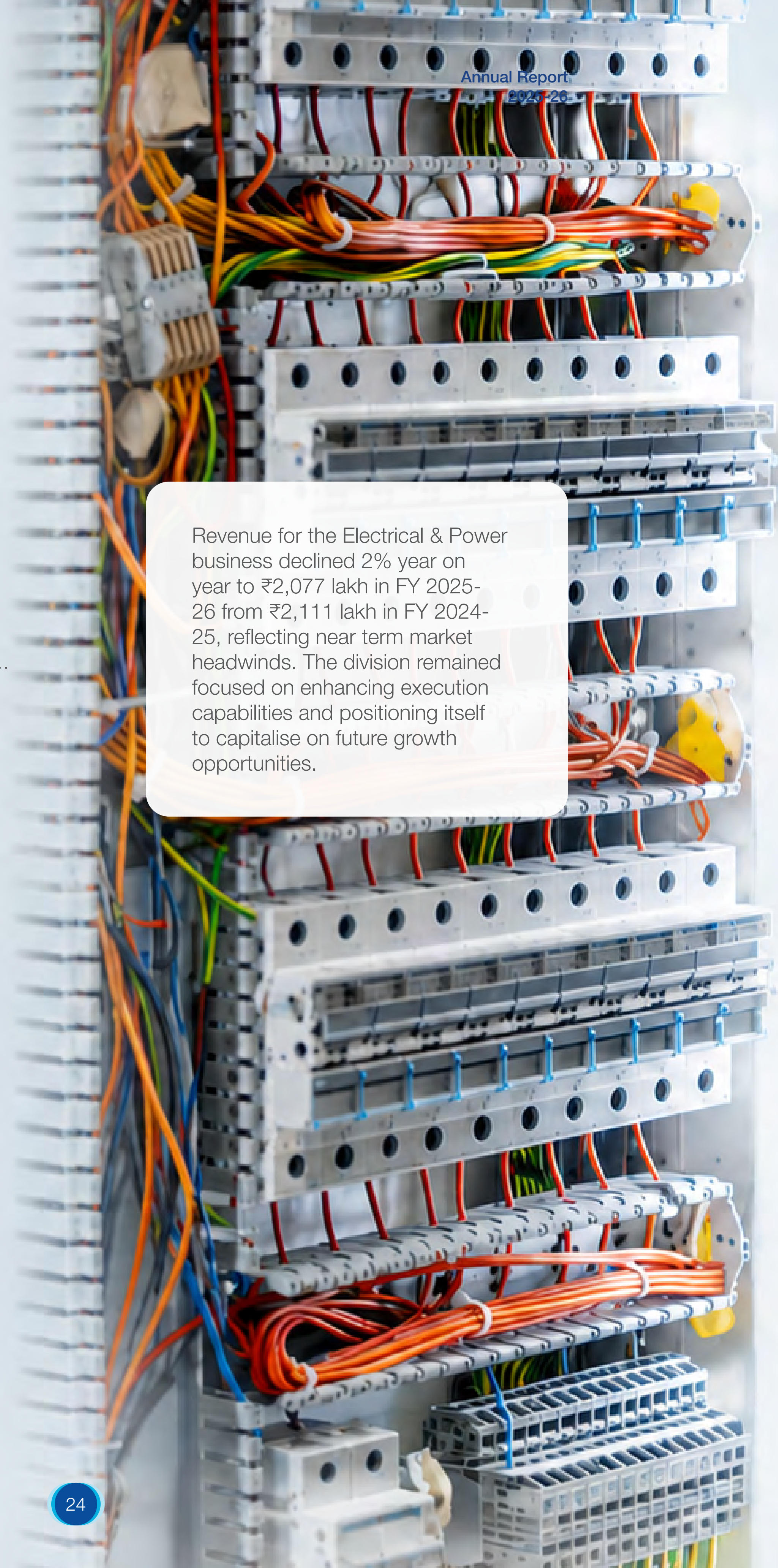
FY 2025-26 Performance Highlights of the Electrical & Power

25%

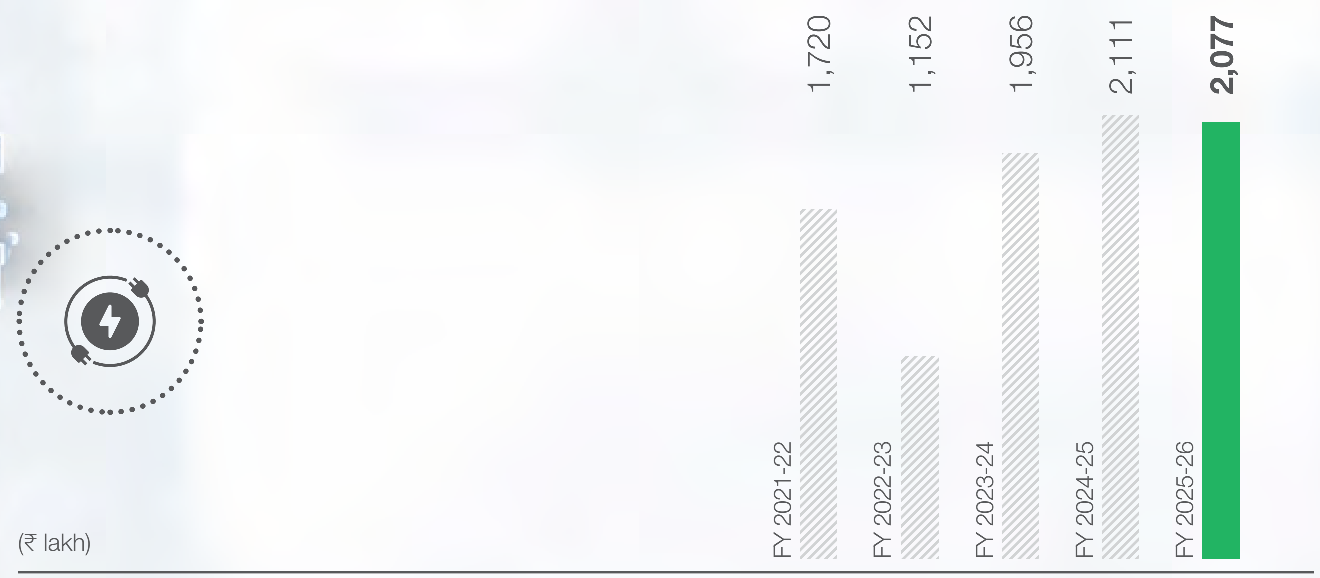
Sales portion as a percentage of total sales

₹2,077 lakh

Revenue from Electrical & Power Business



Revenue for the Electrical & Power business declined 2% year on year to ₹2,077 lakh in FY 2025-26 from ₹2,111 lakh in FY 2024-25, reflecting near term market headwinds. The division remained focused on enhancing execution capabilities and positioning itself to capitalise on future growth opportunities.



The Company holds a strong position as a trusted partner in the electrical and power industries, offering advanced manufacturing solutions alongside end to end supply chain management. A steady focus on quality, precision, and efficiency enables it to help clients navigate increasingly complex global markets while keeping pace with the evolving demands of modern infrastructure development.

This division specializes in high performance components that support critical power infrastructure across multiple applications. Its capabilities include the production of steel manifolds and precision machined parts designed specifically for data center environments, where reliability and durability are paramount. In the area of grid modernization, the division supplies both aluminium and steel components engineered to strengthen the resilience and performance of electrical systems undergoing critical upgrades.

As global demand shifts toward cleaner energy sources, the division has meaningfully expanded its role in renewable technologies. This includes supplying stamped and machined components used in solar energy equipment, as well as fabricating copper and steel parts that support the seamless integration of renewable energy sources into existing power grid infrastructure. These capabilities position the division as a relevant contributor to the broader energy transition underway across the country.

Supporting all of this is a global network of manufacturing partners, combined with lean supply chain practices that help the division consistently maintain timely delivery, cost efficiency, and reliable quality across every project it undertakes. Together, these strengths reinforce the division's standing as a dependable partner for clients navigating both traditional infrastructure needs and the accelerating shift toward sustainable energy solutions.

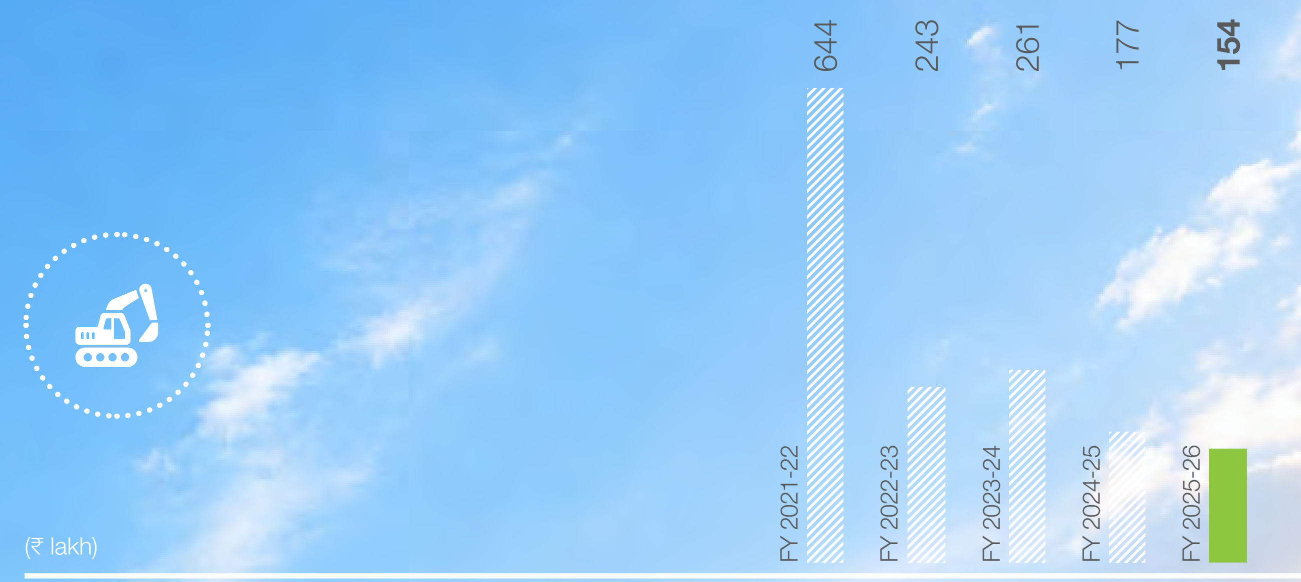
CONSTRUCTION & AGRICULTURE

FY 2025-26 Performance Highlights of the Construction & Agriculture

2%
Sales portion as a percentage of total sales

₹154 lakh
Revenue from Construction & Agriculture Business

The Construction & Agriculture sectors faced a challenging year, with performance reflecting a decline of 13% year-on-year. Revenue for FY 2025-26 stood at ₹154 lakh, down from ₹177 lakh in FY 2024-25, reflecting broader headwinds across both industries.



The Company is a leading provider of advanced manufacturing solutions for the Construction and Agriculture industries, delivering precision engineered, high performance components that support the functionality, safety, and durability of heavy equipment and machinery. Its product portfolio spans a wide range of critical parts, including cylinder components, exhaust brackets, levers, handles, hinges, gears, shafts, and internal motor components. Each product is manufactured to exacting standards, ensuring reliable performance even under the harshest operating conditions, including heavy loads, extreme temperatures, and continuous use in rugged, demanding environments.

Underpinning this capability is a robust network of ISO certified global suppliers, combined with advanced engineering expertise and manufacturing infrastructure. Together, these strengths enable the division to consistently deliver solutions that are not only reliable and high quality, but also cost effective for clients operating in competitive markets. An integrated supply chain model further supports this offering, streamlining production workflows, reducing lead times, and ensuring on time delivery, all of which have helped establish the division as a trusted partner for OEMs and equipment manufacturers worldwide.

Quality assurance remains a central priority throughout every stage of the process, from initial design and prototyping through full scale production and final logistics. Sustained investment in technology, coupled with close collaboration with partners, keeps the division positioned at the forefront of innovation, helping clients remain competitive as market demands evolve. Whether the requirement is for standard components or fully custom engineered parts, the Company continues to deliver scalable, efficient, and dependable manufacturing solutions built to meet the industry's most demanding standards.

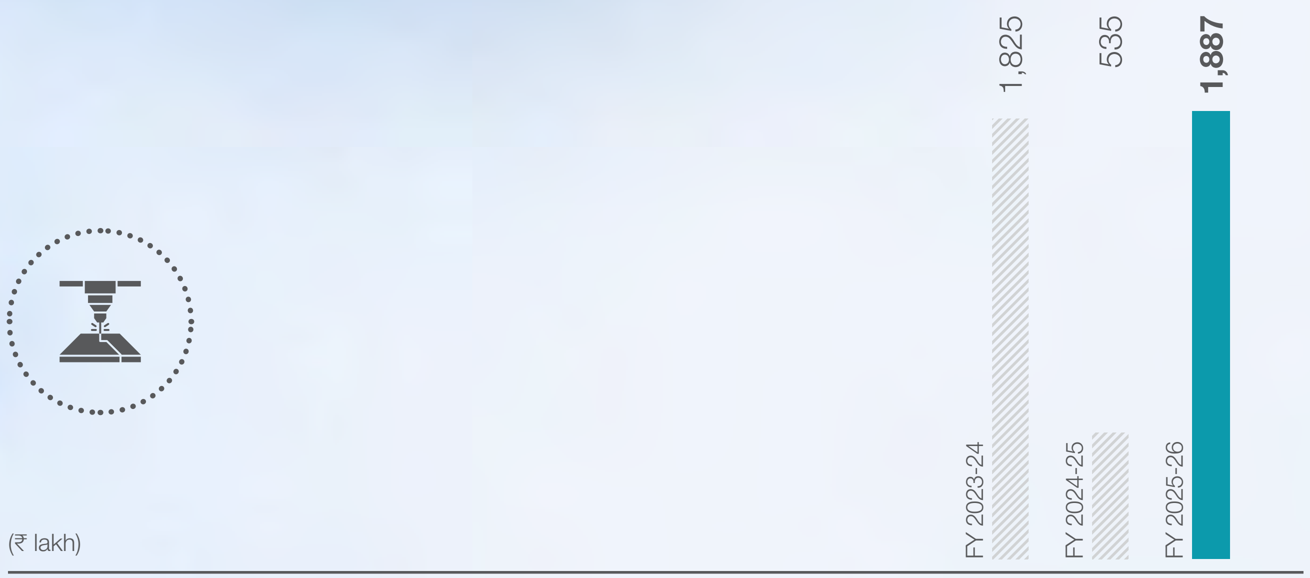
METAL TRADING

FY 2025-26 Performance Highlights of the Metal Trading

23%
Sales portion as a percentage of total sales

₹1,887 lakh
Revenue from Metal Trading Business

The Metal Trading business registered robust growth in FY 2025-26, with revenue rising 253% to ₹1,887 lakh from ₹535 lakh in the previous year. The strong performance reflects the Company's ability to capitalize on improving market opportunities while strengthening its presence in the segment.



The Company has strategically expanded into the aluminium trading segment, marking a significant step in its broader growth journey. This move is backed by thorough market research and insight driven planning, and aligns closely with India's rising demand for aluminium, a trend fuelled by sustained growth across infrastructure, renewable energy, construction, automotive, and electricals. As aluminium continues to play an increasingly important role in lightweight manufacturing and green technologies, the Company views this sector as a natural and strategic extension of its existing engineering and supply chain capabilities, rather than a departure from its core strengths.

India's aluminium consumption continues to outpace domestic supply, creating a meaningful opportunity for players capable of offering reliability and agility at scale. Recognising this gap early, the Company has invested in building a robust sourcing and distribution network designed to ensure the timely availability of high quality aluminium ingots for domestic manufacturers. This trading model is grounded in three core principles: operational efficiency, transparency in dealings, and the cultivation of long term customer relationships that extend beyond individual transactions.

Although still in its early stages, this new vertical has already begun contributing meaningfully to the Company's topline and overall profitability, validating the strategic rationale behind the expansion. With a continued focus on operational excellence, disciplined execution, and responsiveness to shifting market dynamics, the Company remains confident in its ability to scale this business further in the years ahead, while consistently delivering sustainable value to both clients and stakeholders across the value chain.

OTHER BUSINESSES

FY 2025-26 Performance Highlights of the Other Businesses

3%
Sales portion as a percentage of total sales

₹240 lakh
Revenue from Other Businesses

Other business segments recorded strong growth this year, with an increase of 141% on an annual basis. Revenue from medical tools & equipment rose to ₹197 lakh in FY 2025-26, up from ₹95 lakh in FY 2024-25. The gauge segment also saw growth, with revenue reaching ₹43 lakh in FY 2025-26, compared to ₹5 lakh in FY 2024-25.

The Company has expanded into two high growth sectors, CNC machine gauges and medical equipment, recognising significant opportunities in both. The CNC gauge sector continues to gain momentum as manufacturing increasingly relies on precise, automated technologies to maintain consistency and performance at scale. Drawing on its deep expertise in precision engineering, the Company is well positioned to meet rising demand for accurate, reliable gauges that directly enhance CNC machine performance across a range of industrial applications.

The medical equipment industry, meanwhile, holds even greater long term potential, shaped by powerful global trends such as an ageing population, continued advancements in medical technology, and an increasingly heightened focus on patient safety. The Company's entry into this sector reflects a deliberate strategic decision, aimed at delivering medical solutions in areas where its existing precision engineering capabilities can make a genuinely meaningful and measurable impact.

Taken together, this expansion allows the Company to capitalise on strong market growth in both sectors, while simultaneously reinforcing its broader position as a recognised leader in precision engineering. A sustained commitment to innovation and operational excellence ensures the Company remains well prepared to navigate the challenges and opportunities that these industries continue to present over time.

Through this strategic diversification, the Company aims to actively shape the future of both sectors, deliver lasting and consistent value to its customers, and further strengthen its growing reputation as a trusted, high quality provider of solutions across both manufacturing and healthcare.

THE GOVERNANCE BEHIND CHOICE

Leading With Integrity and Accountability

Mr. Sahil Hiten Shah
Chairman & Non-Executive Director

Mr. Shah holds a dual degree in Supply Chain Technology and Statistics from Purdue University, USA. With six years of experience in the industry, he brings a data-driven and global perspective to the Company's strategic direction and governance.

M

Mr. Nipul Hirji Keniya
Managing Director

Nipul Keniya has extensive experience in supply chain and logistics. He has been instrumental in shaping the Company's strategic growth. He was conferred an Honorary Doctorate in Business Administration and received the India 500 CEO Award in 2021.

Mr. Hiten Talakchand Shah
Non-Executive Director

Mr. Hiten Shah holds dual Master's degrees in Plastic Engineering and International Business. With over 30 years of experience in engineering, manufacturing, and global supply chains, he brings deep operational and leadership insight to the Board.

Ms. Heena Hiten Shah
Non-Executive Director

Ms. Shah holds degrees in Finance and International Business. She brings strong financial acumen and HR leadership. As Chief People Officer at a global firm, she has promoted a people-first culture and contributed to the Company's global growth mindsWet.

Mr. Hiten Sanmukhlal Shah
Independent Director

Mr. Hiten Shah is a Fellow Chartered Accountant with over 34 years of experience in audit and finance. A commerce graduate from the University of Mumbai, he holds a Certificate in Forensic Audit and Fraud Detection from ICAI and is currently a partner at VNSS & Company, Chartered Accountants.

C M M

Mr. Bhavin Gopal Gandhi
Independent Director

Mr. Bhavin Gandhi holds a degree in Electronics and Telecommunications Engineering from the University of Mumbai and brings over 22+ years of experience in IT across Capital Markets, Healthcare, Education and Manufacturing. He serves on the boards of multiple companies and has previously held strategic and consulting roles across global firms.

M M

Mr. Vivek Shreevallabh Vyas
Independent Director

Mr. Vyas holds a Commerce degree and a postgraduate diploma in Foreign Exchange Risk Management. With over 30 years of experience in financial markets, he provides independent oversight and financial expertise to the Board.

C M M

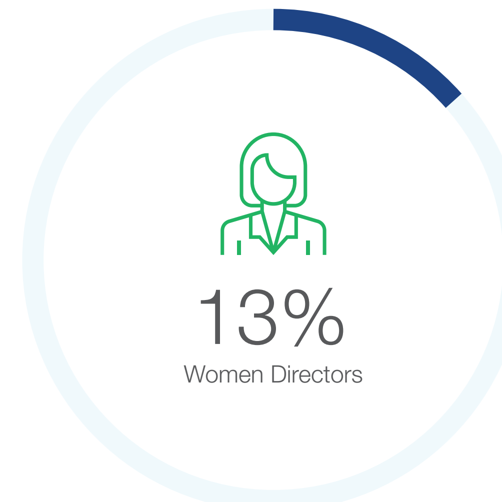
Mr. Prateek Jaju
Independent Director

Mr. Prateek Jaju is a qualified Chartered Accountant with over 10 years of experience. He holds a Commerce degree from Jai Narain Vyas University, Jodhpur, and brings strong financial expertise to the Board. His insights in audit, compliance, and strategic planning add valuable depth to the Company's governance framework.

C

Board Composition

Board Diversity



100%
Committee Chairpersons are Independent Directors

- Audit Committee
- Stakeholders Relationship Committee
- Nomination & Remuneration Committee

M = Member

C = Chairperson

PEOPLE WHO MAKE THE DIFFERENCE

Turning Capability Into Results

Mr. Hrishikesh Patwa
Chief Financial Officer (CFO)
(Appointed as CFO w.e.f November 14, 2025)

Mr. Parsvo Gada
Company Secretary (CS)

Mr. Thangaraj Nanjukutty
Vice President (VP) - Sourcing & Engineering

Ms. Shraddha Rathod
Operation Head

Mr. Prasanth Kesavan
HOD - Supply Chain

Mr. Prakash Subramaniyan
Sr. Manager - Global Quality

Corporate Information

BOARD OF DIRECTORS

Sahil Hiten Shah
Chairman & Non-Executive Director

Nipul Hirji Keniya
Managing Director

Hiten Talakchand Shah
Non-Executive Director

Heena Hiten Shah
Non-Executive Director

Hiten Sanmukhlal Shah
Non-Executive & Independent Director

Bhavin Gopal Gandhi
Non-Executive & Independent Director

Vivek Shreevallabh Vyas
Non-Executive & Independent Director

Prateek Jaju
Non-Executive & Independent Director

LEADERSHIP TEAM

Mr. Hrishikesh Patwa
Chief Financial Officer
(Appointed as CFO w.e.f. November 14, 2025)

Ankita Ramesh Solanki
Chief Financial Officer
(Ceased to be CFO w.e.f June 14, 2025)

Mr. Parsvo Gada
Company Secretary and Compliance Officer

Thangaraj Nanjukutty
V.P. - Sourcing and Engineering

REGISTERED OFFICE

Bombay Metrics Supply Chain Limited:
201/Quantum Towers, Ram Baug lane, Near Chincholi Petrol Pump, S.V.Road, Malad (West), Mumbai - 400 064 , Maharashtra

REGISTRAR & TRANSFER AGENT

Bigshare Services Private Limited
Office No S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East),
Mumbai - 400 093, Maharashtra

STATUTORY AUDITORS

Rajendra & Co. Chartered Accountants
1311, Dalamal Tower,
211, Nariman Point,
Mumbai - 400021, Maharashtra

INTERNAL AUDITORS

M/s. Baker Tilly ASA India LLP.
Lotus Corporate Park D-401
CTS No.185/A Graham Firth Compound
Western Express Highway Goregaon East,
Mumbai - 400 063, Maharashtra

SECRETARIAL AUDITORS

Shiv Hari Jalan & Co.
1055, Level 10, Hubtown Solaris,
N.S. Phadke Marg, Andheri (E),
Mumbai - 400 069, Maharashtra

BANKERS

Axis Bank Limited
HDFC Bank Limited
ICICI Bank Limited

BEYOND BUSINESS, INTO IMPACT

Our Commitment to Health and Community Wellbeing

Bombay Metrics is deeply committed to giving back to society as part of its core business responsibility. With a strong focus on empowering marginalized communities, we work towards creating lasting change through initiatives that promote sustainable livelihoods and human development. Our efforts span key areas such as healthcare, education, tree plantation, and animal welfare, all aimed at improving the quality of life and fostering an inclusive society. In partnership with the Metrics Charitable Trust, we implement impactful programs that directly address the unique challenges faced by various communities.

CSR Spent: ₹9.64 lakh

Healthcare

Metrics Charitable Trust is dedicated to providing high-quality, accessible, and affordable healthcare to underserved communities. The organization believes that everyone, regardless of socio-economic status, deserves proper medical care. Understanding the barriers of financial constraints, geography, and limited resources, Metrics Charitable Trust offers a range of services at affordable rates, ensuring that all individuals can receive necessary treatment. By working closely with local communities and volunteers, the Trust creates a supportive environment where healthcare is available without financial hardship. Their services include preventive care, medical consultations, emergency care, and ongoing treatment, all aimed at ensuring equitable access to healthcare for all.

Education

Raj Prakash School, located in Mundra, Kutch, is an initiative of the Metrics Charitable Trust, focused on providing quality education to underprivileged communities. The school serves children from pre-primary to Standard 8, offering instruction in both English and Gujarati. Guided by values of equality and care, Raj Prakash School fosters a nurturing, inclusive environment that empowers students with knowledge, confidence, and compassion. Metrics Charitable Trust is committed to removing financial barriers to education, ensuring all children have the opportunity to learn and grow. The trust believes education is a transformative tool for individual and societal change, and aims to create a more just and prosperous future through its efforts.

Tree Plantation

Metrics Charitable Trust is committed to environmental preservation, guided by the belief that "We evolve if nature is nurtured." Through initiatives like tree plantation drives, the Trust works to enhance the environment and encourage communities to restore the natural balance. In the past 3 years, more than 550 trees have been planted, contributing to the creation of greener, healthier spaces that promote better air quality and mental well-being. The Trust believes in the power of environmental stewardship and the shared responsibility to care for the planet. By planting trees and fostering a connection with nature, the organization aims to ensure future generations can enjoy a vibrant, thriving natural world, while also supporting broader societal goals like education and community empowerment.

Animal Welfare

The Jeevdaya Campaign, led by Metrics Charitable Trust, focuses on providing essential care and support to neglected street animals and farmed creatures. Its key initiatives include regular food drives for street dogs, ensuring access to clean drinking water for various animals, and supplying nutritious fodder to farmed animals like cows. The campaign aims to improve the health and well-being of animals, particularly those facing malnutrition, dehydration, and neglect. Volunteers work diligently to deliver food and water, and the campaign promotes a message of kindness and compassion for all creatures. Through these efforts, the Trust strives to make a significant difference in the lives of vulnerable animals, advocating for their right to a life free from suffering.

Tree Plantation






Animal Welfare





Healthcare

Education

Management Discussion and Analysis

Global Economy

The global economy demonstrated resilience during the year despite navigating an increasingly complex operating environment marked by geopolitical tensions, evolving trade dynamics, moderating inflation, and elevated interest rates. While economic activity remained stronger than anticipated in several major economies, growth continued to be uneven across regions, reflecting varying domestic demand conditions, structural challenges, and policy responses.

Global inflation continued to ease from the elevated levels witnessed in recent years, supported by moderating supply-side pressures and tighter monetary policies. However, core inflation remained persistent in several economies, prompting central banks to maintain relatively restrictive monetary conditions for much of the year. Although expectations of gradual policy easing strengthened over time, elevated borrowing costs continued to influence consumer spending, business investment, and capital allocation decisions.

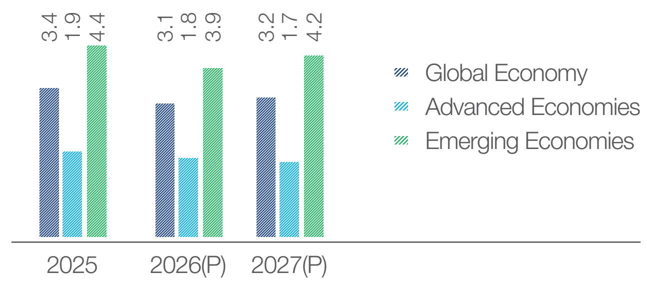
Geopolitical developments emerged as a defining feature of the global landscape. The escalation of conflict in the Middle East, alongside ongoing geopolitical tensions in other regions, disrupted key trade routes, affected critical infrastructure, and heightened volatility in global energy and commodity markets. Commodity-importing emerging economies remained particularly vulnerable to higher energy and food prices, while increased uncertainty contributed to fluctuations in financial markets and currency movements.

Global trade continued to undergo structural realignment amid changing policy priorities, rising protectionist measures, and efforts to strengthen supply chain resilience. Businesses increasingly diversified sourcing strategies, expanded regional manufacturing networks, and pursued new trade partnerships to mitigate concentration risks and enhance operational flexibility. These shifts are expected to reshape global value chains over the medium term.

Technological innovation continued to serve as a significant growth catalyst. Rapid advancements in artificial intelligence (AI), automation, cloud computing, and digital infrastructure accelerated productivity improvements and transformed business models across industries. At the same time, investments in clean energy, sustainability, and infrastructure development remained integral to long-term economic strategies, creating new opportunities while supporting the transition towards a more resilient global economy.

Looking ahead, the global outlook remains cautiously optimistic. While easing inflation, resilient labour markets, and continued technological progress provide a supportive backdrop for growth, risks associated with geopolitical conflicts, trade fragmentation, financial market volatility, and structural economic imbalances continue to warrant close attention. In this evolving environment, businesses with agile operating models, diversified markets, robust risk management practices, and the ability to leverage technological advancements are expected to be better positioned to capitalise on emerging opportunities.

GDP Growth Projections (in %)



(Source: IMF's World Economic Outlook, April 2026)

Indian Economy

Despite a challenging global environment characterised by escalating US tariffs and heightened trade policy uncertainty, the Indian economy demonstrated strong resilience during FY 2025-26. Real GDP growth accelerated to 7.6%, compared with 7.1% in FY 2024-25, reaffirming India's position as the world's fastest-growing major economy.

This robust performance was driven by resilient domestic demand, a favourable inflation environment, and a sustained reform-oriented policy framework. Private consumption expanded by 7.7% year-on-year, supported by income tax relief measures and the rationalisation of GST rates, which strengthened household spending.

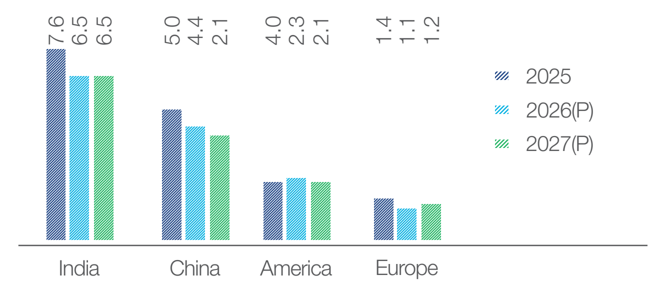
Growth remained broad-based across sectors. Manufacturing gained momentum, led by the automobile and fast-moving consumer goods (FMCG) industries, while the services sector recorded healthy expansion, supported by strong activity in retail trade, hospitality, transportation, and real estate. Inflation moderated significantly, with headline inflation averaging 2.0% during FY 2025-26, compared with 4.7% in the previous fiscal year, reinforcing macroeconomic stability.

Looking ahead to FY 2026-27, India's economic outlook remains positive, albeit with emerging external challenges. The Reserve Bank of India projects GDP growth of 6.6%, reflecting a marginal downward revision due to geopolitical tensions in the Middle East, which have increased global energy prices and disrupted shipping routes through the Strait of Hormuz. Nevertheless, India is expected to remain among the fastest-growing major economies worldwide.

Private consumption is anticipated to continue as the principal driver of economic growth, although higher global crude oil prices may exert upward pressure on domestic inflation. The GST rate reductions introduced in September 2025 are expected to help mitigate some of these inflationary effects. Investment activity is likely to remain resilient, supported by sustained government capital expenditure, improved market access through recently concluded free trade agreements, and a stable financial sector.

India's strong macroeconomic fundamentals, including healthy foreign exchange reserves, a narrowing current account deficit, and ongoing fiscal consolidation, provide resilience against external uncertainties. Going forward, the pace of renewable energy adoption, the effectiveness of fiscal policy, and the successful implementation of recently signed trade agreements will play a critical role in shaping the country's long-term growth trajectory.

Growth Projection



(Source: IMF's World Economic Outlook, April 2026)

Industry Overview:

Engineering Goods Industry and Exports

India's engineering goods industry continued to reinforce its position as one of the country's most significant manufacturing sectors, serving as a key driver of industrial production, infrastructure development, employment generation, and export growth. Supported by a diversified manufacturing ecosystem, improving technological capabilities, and sustained policy support, the sector caters to a broad spectrum of industries, including transportation, power, capital goods, industrial machinery, construction equipment, and process engineering.

The industry demonstrated remarkable resilience during FY 2025-26, with engineering exports reaching a record USD 122.43 billion, marking a 4.86% year-on-year growth and the highest export level for the second consecutive fiscal year. Notably, this achievement came despite heightened geopolitical tensions, evolving global trade dynamics, and significant supply chain disruptions arising from the conflict in the Middle East and the temporary closure of the Strait of Hormuz. The performance underscores the growing competitiveness, adaptability, and global acceptance of Indian engineering products.

Engineering goods continued to be India's largest merchandise export category, contributing 27.71% of the country's total merchandise exports during the year. Export growth was driven by strong demand for motor vehicles, electrical machinery, industrial machinery, auto components, iron and steel products, copper products, and construction equipment. Geographically, North America remained the largest export destination, while exports to the

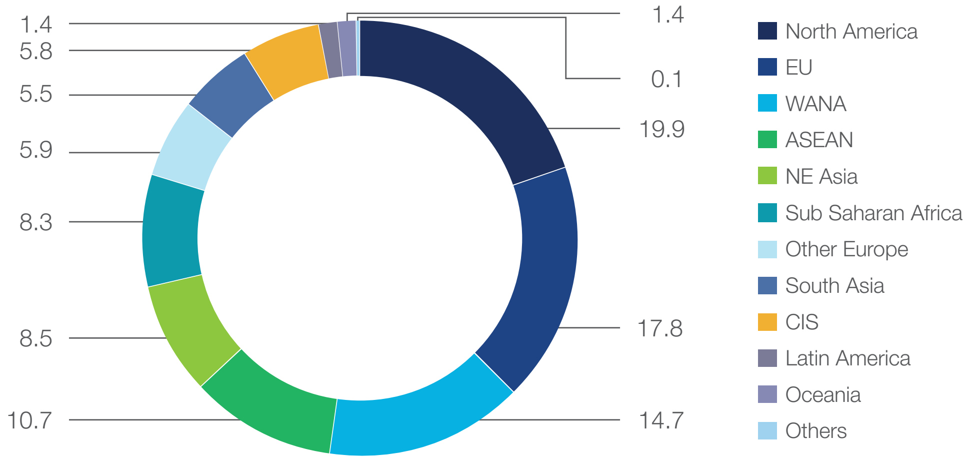
European Union recorded robust growth, reflecting India's strengthening presence across diversified international markets despite regional demand fluctuations.

Domestic industry momentum remained supported by sustained investments in infrastructure, manufacturing, transportation, energy, defence, and industrial automation. Government initiatives such as Make in India, the Production Linked Incentive (PLI) schemes, PM Gati Shakti, and the National Infrastructure Pipeline (NIP) continued to strengthen manufacturing capabilities, improve logistics efficiency, and enhance India's position as a preferred global sourcing destination. Simultaneously, global supply chain diversification under the "China+1" strategy and expanding trade partnerships created additional opportunities for Indian engineering manufacturers to deepen their integration into global value chains.

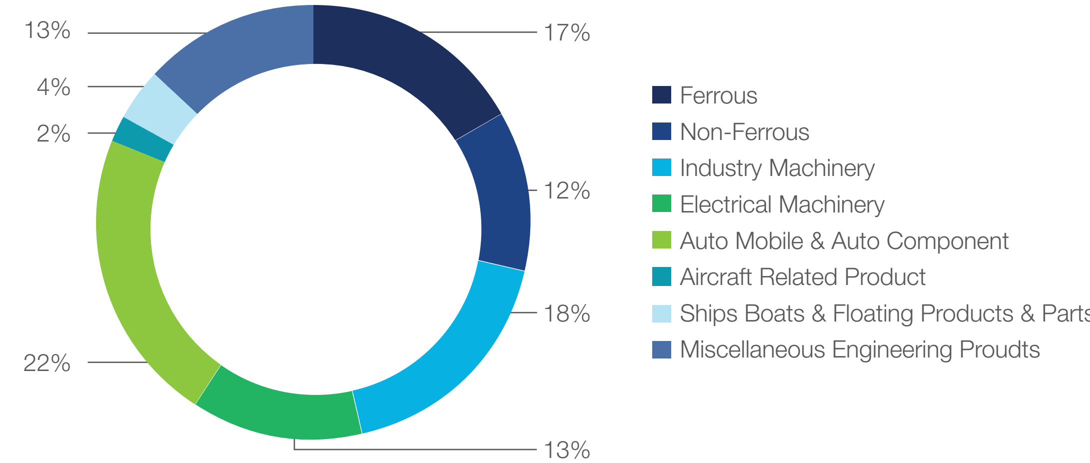
The industry, however, continued to operate in an environment characterised by geopolitical uncertainties, evolving trade policies, commodity price volatility, freight cost fluctuations, and currency movements. These factors reinforced the importance of operational agility, supply chain resilience, localisation, and continuous product innovation in sustaining global competitiveness.

Looking ahead, the long-term outlook for India's engineering goods industry remains favourable. Rising global demand for high-quality engineering products, sustained domestic infrastructure spending, accelerating industrialisation, increasing adoption of advanced manufacturing technologies, and continued policy support are expected to drive the sector's next phase of growth. As global manufacturers diversify supply chains and seek reliable sourcing partners, India's engineering industry is well positioned to further strengthen its export leadership and contribute meaningfully to the country's manufacturing-led economic growth.

Region-wise shares of India's engineering exports during FY 2025-26



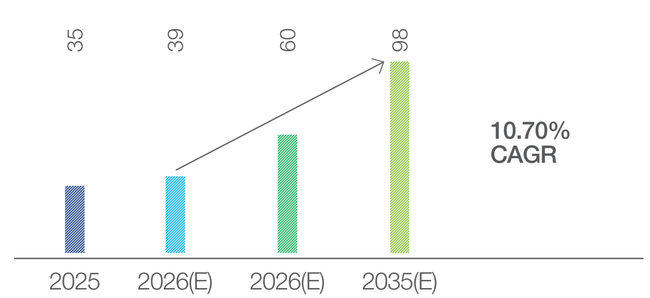
Panel-wise Export Analysis for FY 2025-26



Supply Chain Industry

The global Supply Chain Management (SCM) industry continues to expand in FY 2025-26, driven by the rising need for end-to-end visibility, resilience, and operational efficiency across increasingly complex global trade networks. As of 2025, the SCM market is estimated at approximately USD 35 billion, with forecasts suggesting growth to around USD 98 billion by the early 2035, supported by a CAGR of about 10.70%, depending on market scope and segmentation.

GDP Growth Projections (in %)



This expansion is being reshaped by rapid adoption of advanced digital technologies. Artificial intelligence (AI), the Internet of Things (IoT), blockchain, and advanced analytics are transforming traditional supply chains into intelligent, interconnected ecosystems. Companies are increasingly using AI-driven predictive analytics for demand forecasting, IoT-enabled systems for real-time tracking and asset monitoring, and blockchain for traceability, compliance, and fraud prevention. Meanwhile, cloud-based SCM platforms have become mainstream, enabling improved coordination, scalability, and data-driven decision-making across global operations.

Despite this technological progress, the sector continues to face structural challenges. Freight market volatility, geopolitical uncertainty, and tariff fluctuations continue to influence sourcing strategies and trade flows. In parallel, cybersecurity risks are rising as supply chains become more digitized, exposing logistics networks and enterprise systems to ransomware and data breaches. Additionally, the high cost and complexity of SCM transformation particularly for small and mid-sized enterprises remains a significant barrier, along with shortages of skilled digital supply chain talent.

Looking ahead, the industry is shifting toward predictive, resilient, and sustainability-driven supply chain models. Organizations are increasingly adopting digital twins for scenario simulation, AI-based decision automation, and blockchain-enabled authentication to enhance transparency and agility. Sustainability has become a strategic priority, with companies integrating carbon tracking, circular supply chain practices, and green procurement frameworks into core operations.

Geographically, supply chains are becoming more diversified through nearshoring, as firms move production closer to end markets to reduce risk and improve responsiveness. The emerging concept of "powershoring" is also gaining traction, focusing on locating production in regions with clean energy access, political stability, and skilled labor.

In FY 2025-26 and beyond, SCM will evolve into a highly autonomous and intelligence-led ecosystem. Competitive advantage will increasingly depend on an organization's ability to combine real-time data, AI-driven decision-making, and sustainable operations to build supply chains that are not only efficient but also adaptive and resilient to global uncertainty.

Aluminium Industry in India

The global aluminium industry demonstrated resilience during FY 2025-26 despite geopolitical uncertainties, trade policy shifts, and supply chain disruptions. Demand remained supported by structural growth in transportation, renewable energy, power infrastructure, construction, packaging, and consumer durables. Aluminium continues to benefit from long-term sustainability trends owing to its lightweight, recyclable, and low-carbon characteristics. According to Alcoa, global aluminium consumption (primary and secondary) is projected to grow at a CAGR of 2.3% during CY2025-35, driven largely by demand outside China. While primary aluminium production is expected to grow at a modest CAGR of 0.9%, secondary production is projected to expand by 4.9%, reflecting the industry's increasing focus on recycling and circularity. Indonesia is expected to contribute significantly to new global capacity, although nearly 60% of the incremental supply is projected to be coal-based. NITI Aayog similarly projects global demand to outpace supply over the medium term, with an estimated supply deficit of around 3 million tonnes by 2030.

India continues to strengthen its position as the world's second-largest producer and third-largest consumer of primary aluminium, supported by rapid urbanisation, infrastructure development, manufacturing expansion, and the energy transition. Despite strong production capacity, domestic per capita aluminium consumption remains at approximately 3.4 kg, well below the global average of 8-12 kg, indicating significant headroom for future demand growth. Government initiatives, including Make in India and the Aluminium Vision 2047, are expected to accelerate domestic consumption across power transmission, transportation, construction, renewable energy, aerospace, defence, and sustainable packaging. The Vision Document targets aluminium production of 9 million tonnes by 2030, 18 million tonnes by 2040, and 37 million tonnes by 2047, reinforcing the sector's strategic role in India's industrial development.

The industry's growth outlook remains positive, supported by favourable domestic demand and long-term decarbonisation trends. However, challenges persist, including the energy-intensive nature of aluminium production, delays in mine development and environmental clearances, and geopolitical disruptions affecting raw material availability and logistics. The implementation of the European Union's Carbon Border Adjustment Mechanism (CBAM) and evolving global trade policies are also expected to accelerate the shift towards low-carbon aluminium production. Going forward, producers with integrated operations, operational efficiency, sustainable manufacturing practices, and a diversified value-added product portfolio will be well positioned to capitalise on emerging opportunities in both domestic and international markets.

Company Overview

Bombay Metrics Supply Chain Limited (BMSCL) is a leading full-service partner for global manufacturing, engineering, and supply chain management with a strong India-centric approach. Aligned with the Government of India's "Make in India" initiative, the Company plays a pivotal role in building world-class supplier capabilities across the country, transforming India into a reliable global sourcing hub.

BMSCL provides a comprehensive suite of services including advanced engineering, 3D scanning, rapid prototyping, flow simulation, project management, and quality assurance—ensuring precision, efficiency, and scalability at every stage of the product lifecycle. The Company collaborates closely with sales partners across North America, Europe, and China to offer seamless cross-border solutions.

By helping OEMs and Tier 1 customers unlock the cost, quality, and strategic advantages of global manufacturing, BMSCL has emerged as a trusted partner in managing end-to-end supply chain operations from concept to delivery.

Key Developments

Despite the difficult operating environment, the Company made meaningful progress on several strategic initiatives that are expected to support long term growth. It expanded its engineering capabilities, secured new business in emerging areas such as electric vehicles, battery electric vehicle platforms, and copper based electrification applications, and launched more than 100 new engineering components aligned with future industry demand. Relationships with leading global customers, including Schneider Electric, Eaton, and Honeywell, were further strengthened, while work commenced on establishing a UL testing laboratory to enhance product validation capabilities. The Company also raised growth capital through a preferential issue of convertible warrants to the promoter group, reaffirming management's confidence in the long term opportunity. Investments remained focused on high potential sectors such as electrification, data centres, robotics, and energy storage, positioning the business to benefit as demand recovers and these structural growth trends continue to gain momentum.

Key Challenges

FY 2025–26 was one of the most challenging years in the Company's recent history. A broad slowdown across the lighting, automotive, and industrial sectors in the United States, Mexico, and Europe led many customers to delay investments, postpone new product launches, and scale back production. As a result, demand for the Company's engineering components declined, weighing on both revenue and profitability. The situation was further compounded in the latter part of the year by geopolitical tensions in the Middle East, which disrupted shipping routes and triggered a sharp rise in freight and input costs. At the same time, the Company consciously chose to continue investing in its engineering capabilities and support its supplier ecosystem rather than prioritizing short term profitability. While these decisions placed additional pressure on margins, they reflected management's long term approach to building a stronger and more resilient business. The Company also navigated increasing working capital pressures arising from the mismatch between faster payment obligations to MSME suppliers and longer credit cycles from international customers.

Business Overview

Industry-wise Performance Analysis

Electrical & Power

Revenue for the Electrical & Power business declined 2% year on year to ₹2,077 lakh in FY 2025-26 from ₹2,111 lakh in FY 2024-25, reflecting near term market headwinds. The division remained focused on enhancing execution capabilities and positioning itself to capitalise on future growth opportunities.

25%

Lighting

While the division continued to strengthen its execution capabilities, revenue declined 17% year on year to ₹2,065 lakh in FY 2025-26 from ₹2,489 lakh in the previous year, primarily due to softer market demand and a cautious business environment.

25%

Transportations & Automobile

The Transportation & Automobile business witnessed a moderation in performance during the year, with revenue declining 26% to ₹1,833 lakh in FY 2025-26 from ₹2,472 lakh in FY 2024-25. The decline reflected challenging market conditions, even as the division remained focused on operational efficiency and disciplined execution.

22%

Metal Trading

The Metal Trading business registered robust growth in FY 2025-26, with revenue rising 253% to ₹1,887 lakh from ₹535 lakh in the previous year. The strong performance reflects the Company's ability to capitalize on improving market opportunities while strengthening its presence in the segment.

23%

Construction & Agriculture

The Construction & Agriculture sectors faced a challenging year, with performance reflecting a decline of 13% year-on-year. Revenue for FY 2025-26 stood at ₹154 lakh, down from ₹177 lakh in FY 2024-25, reflecting broader headwinds across both industries

02%

Other Business

Other business segments have experienced an extraordinary surge this year, with an exceptional growth rate of 1,144% on annual basis. The revenue from medical tools & equipment skyrocketed to ₹95 lakh in FY 2024-25, a substantial increase from ₹6 lakh in FY 2023-24. The revenue from the gauge segment also saw growth, reaching ₹5 lakh in FY 2024-25, compared to ₹2 lakh in FY 2023-24.

03%

Division-wise Performance Analysis

Sale of Products

This division remained to be the highest contributor in the revenue. It grew by 5% during the year. The revenue stood at ₹8,256 lakh in FY 2025-26 as against ₹7,884 lakh in FY 2024-25.

89%

Sale of Services

Recording a growth of -36% this division performed exceptionally well during the year. The revenue stood at ₹735 lakh in FY 2025-26 as against ₹1,144 lakh in FY 2024-25.

8%

Technical Engineers Support

Recording a growth of -71% during the year. The revenue stood at ₹159 lakh in FY 2025-26 as against ₹543 lakh in FY 2024-25.

02%

Other Operating Revenue

Performance of this division remained robust during the year. It registered a growth of -80% on annual basis. The revenue stood at ₹113 lakh in FY 2025-26 as against ₹577 lakh in FY 2025-26.

01%

Financial Performance

Standalone Financial Performance

Revenue from Operations

The Company's revenue from operations on a standalone basis was ₹ 9,124 lakh in FY 2025-26 from ₹ 9,973 lakh in FY 2024-25, declined by 9%. The other income of ₹ 109 lakh (₹ 125 lakh in FY 2023-24), decrease of 13%.

Financial Costs

Financial costs were ₹ 114 lakh in FY 2025-26 as compared to ₹ 117 lakh in FY 2024-25.

Profit

Earnings Before Interest, Taxes, Depreciation and Amortisation excluding other income (EBITDA) for FY 2025-26 is marked at ₹ 446 lakh compared to ₹ 835 lakh in FY 2024-25, a decrease of 47%. During FY 2024-25, profit before tax (PBT) registered ₹ 216 lakh (₹ 590 lakh in FY 2024-25), decrease of 63%. Profit after tax (PAT) underperformed by 64% to ₹ 154 lakh in FY 2024-25 from ₹ 432 lakh in FY 2024-25. Basic earnings per share (EPS) for the year was ₹ 1.23 in FY 2025-26 as against ₹ 3.51 in FY 2024-25.

Depreciation and Amortisation

Depreciation and amortisation for FY 2025-26 changed to ₹ 116 lakh as compared to ₹ 129 lakh in FY 2024-25.

Net Worth and Returns

As of March 31, 2025, the net worth of the shareholders was ₹ 2,114 lakh compared to ₹ 1,905 lakh the previous year.

Cash and Cash Equivalents

Cash and cash equivalents in FY 2025-26 stood at ₹ 146 lakh at odds with ₹ 18 lakh in FY 2024-25.

Trade Payables & Receivables

Trade Payable stood at ₹ 1,782 lakh in FY 2025-26 up from ₹ 2,190 lakh in FY 2024-25. Trade Receivable stood at ₹ 2,482 lakh FY 2025-26 from ₹ 3,197 lakh in the previous year.

Borrowings

Long-term borrowings came down to ₹ 10 lakh in FY 2025-26 from ₹ 22 lakh in the previous year.

Consolidated Financial Performance

Revenue from Operations

The Company's revenue from operations on a consolidated basis was ₹ 9,263 lakh in FY 2025-26 from ₹ 10,147 lakh in FY 2024-25, de-grew by 9%. The other income of ₹ 109 lakh (₹ 125 lakh in FY 2024-25), declined by 13%.

Financial Costs

Financial costs were ₹ 114 lakh in FY 2025-26 as compared to ₹ 117 lakh in FY 2024-25.

Profit

Earnings Before Interest, Taxes, Depreciation and Amortisation excluding other income (EBITDA) for FY 2025-26 is marked at ₹ 457 lakh compared to ₹ 853 lakh in FY 2024-25, decrease of 46%. During FY 2025-26, profit before tax (PBT) registered ₹ 226 lakh (₹ 608 lakh in FY 2024-25), decrease of 63%. Profit after tax (PAT) underperformed by 63% to ₹ 165 lakh in FY 2025-26 from ₹ 450 lakh in FY 2024-25. Basic earnings per share (EPS) for the year was ₹ 1.34 in FY 2025-26 as against ₹ 3.66 in FY 2024-25.

Depreciation and Amortisation

Depreciation and amortisation for FY 2025-26 changed to ₹ 117 lakh as compared to ₹ 129 lakh in FY 2024-25.

Net Worth and Returns

As of March 31, 2026, the net worth of the shareholders was ₹ 2,139 lakh compared to ₹ 1,919 lakh the previous year.

Cash and Cash Equivalents

Cash and cash equivalents in FY 2025-26 stood at ₹ 167 lakh at odds with ₹ 41 lakh in FY 2024-25.

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

Analytical Ratio	FY 2025-26	FY 2024-25	Variance	Rationale
Current Ratio	1.28	1.2	7%	NA
Debt Equity Ratio	0.52x	0.60x	-13%	NA
Debt Service Coverage Ratio	3.28	2.45	34%	On account of lower debt obligations
Interest Coverage Ratio	3x	8.67x	-65%	On account of lower operating profits
Inventory Turnover Ratio	48.71	119.84	-59%	On account of decrease in sales
Trade Receivables Turnover Ratio	3.22	3.62	-11%	NA
Trade Payables Turnover Ratio	3.8	3.09	23%	NA
Working Capital Turnover Ratio	12.08	14.73	-18%	NA
Operating Profit Margin Ratio	3.66%	6.77%	-46%	On account of increase in operating costs
Net Profit Ratio	1.79%	4.43%	-60%	On account of decrease in net profit
Return on Equity	8.15%	26.35%	-69%	On account of decrease in net profit
Return on Capital Employed	10.76%	28.16%	-62%	On account of decrease in operating profit
Return on Investment	9.22%	5%	85%	On account of increase in investment income
Return on Networth	7.73%	23.45%	-67%	On account of decrease in net profit

Risks and Concerns

Dependence on Third-Party Partners

The Company's operations rely extensively on third-party partners across the value chain ranging from sourcing raw materials and components to outsourcing manufacturing to supplier facilities, and managing logistics and warehousing for supply chain services.

Mitigation: Significant resources are dedicated to supplier development, capability enhancement, and ongoing support. Strong, long-standing relationships with trusted partners in India are central to sustaining operational efficiency, maintaining inventory control, and ensuring reliable service delivery.

Competitive Industry Landscape

The Company operates in an intensely competitive environment, facing both domestic and international manufacturers and traders.

Mitigation: BMSCL has established a unique competitive edge by offering an unparalleled breadth of services in global manufacturing and supply chain management. This differentiated service portfolio, combined with exceptional execution, has created a robust competitive moat often converting competitors into clients.

Customer and Geographic Concentration

A substantial portion of the Company's revenue is currently derived from a single customer, presenting concentration risk.

Mitigation: The Company is actively expanding its customer base across multiple geographies, while building a globally recognizable brand to diversify revenue streams and reduce dependency on any single client.

Absence of Long-Term Customer Contracts

The Company does not have binding long-term contracts with its customers, relying instead on strong relationships and consistent service quality.

Mitigation: Continuous efforts are made to deepen customer relationships through exceptional service, reliability, and value creation laying the foundation for long-term, recurring engagements.

Currency and Raw Material Price Volatility

Fluctuations in currency exchange rates and raw material prices can impact margins and pricing stability.

Mitigation: Agreements with customers include provisions to adjust pricing for any change exceeding ±3% in raw material costs or currency rates, with adjustments implemented at quarter-end to safeguard profitability.

Geopolitical Risk

Geopolitical tensions, trade policy changes, supply chain disruptions, and fluctuations in global commodity and freight costs could impact demand, sourcing, project execution, and profitability.

Mitigation: The Company closely monitors geopolitical developments and evolving trade policies in its key export markets. It maintains strong customer relationships, focuses on operational efficiency and cost competitiveness, and continuously evaluates opportunities to strengthen supply chain resilience and diversify its market presence over the long term.

Opportunity

Electric Vehicles (EVs)

The accelerating global adoption of electric vehicles presents a significant growth avenue for the Company's automotive components business. With established expertise, strong supply chain capabilities, and a proven track record in precision manufacturing, the Company is well-positioned to capture the rising demand for EV-related components in international markets.

Renewable Energy

The rapid shift toward renewable energy particularly in sectors such as wind, solar, and energy storage offers considerable potential for the Company's engineering and supply chain services. Leveraging its manufacturing network, technical expertise, and global reach, the Company aims to play a key role in supporting OEMs and Tier 1 suppliers driving the clean energy transition.

Threat

Regulatory Changes

The Company operates in a sector that is subject to extensive government regulations. While all required licenses and approvals are currently in place, any changes in regulatory frameworks or their interpretation can occur with minimal notice. Such changes may necessitate operational adjustments, lead to increased compliance costs, or, in adverse cases, result in penalties. This uncertainty poses a potential risk to uninterrupted operations and could impact business performance.

Strategy Going Forward

Increase our geographical reach by exploring other international markets

In line with our commitment to continuous expansion, we aim to bolster our global presence by strategically venturing into untapped international markets. By exploring new geographical frontiers, we envision a future of increased market penetration, diversified revenue streams, and amplified brand recognition on a global scale.

Expand our supplier base

we are committed to expanding our supplier base, fostering strategic partnerships, and diversifying our sourcing channels. By broadening our network of trusted suppliers, we aim to enhance our competitive advantage, drive operational efficiencies, build resilience and solidify our position as an industry leader, ultimately delivering greater value to our stakeholders.

Focus on establishing our presence in the domestic market

we are dedicating our resources and efforts towards solidifying our position in the domestic market, leveraging our strengths to forge strategic partnerships increased customer engagement, and ultimately, heightened market share. With a strong focus on local expansion, we are poised to capitalize on emerging opportunities and cement our status as a market leader and drive long-term profitability.

Continue to improve operating efficiencies through technology enhancements and supplier development

We aim to continue to further strengthen our operational and fiscal controls by enhancing suppliers' technology capabilities to develop customized systems and processes to ensure effective and efficient control over processes and products quality. By leveraging innovative solutions and nurturing strategic alliances, we aim to enhance productivity, streamline processes, and drive greater value for our stakeholders in the years ahead.

Internal Control and Risk Management

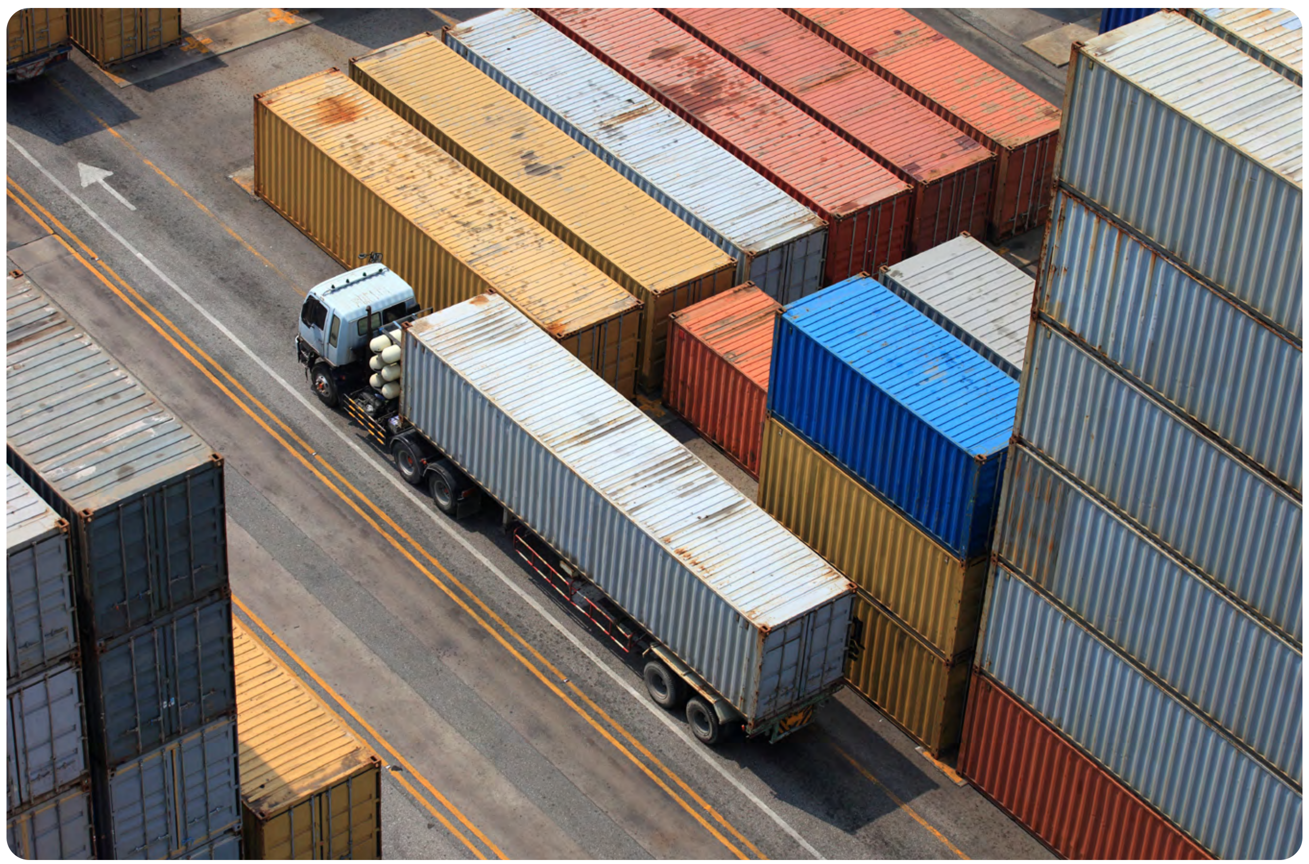
Your Company operates its business in an environment with some inherent risks. This requires identifying, monitoring, and mitigating risks predominantly in the areas of business, operations, finance, and compliance. The Company addresses such risks through a system-based approach to risk management. This involves the mitigation of risks on a continuous basis. The Internal Control Systems of the Company appropriately correspond with the nature of its business and the size and complexity of its operations. These risks are regularly tested and certified by Statutory and Internal Auditors. The Audit Committee reviews the adequacy and effectiveness of the internal control process and systems. It also monitors the implementation of audit recommendations, with the perspective of strengthening the Company's risk management systems. A management team additionally conducts reviews at regular intervals. It assesses the internal control environment, checks the adequacy concerning the business and makes relevant recommendations.

Material developments in Human Resources / Industrial Relations

At Bombay Metrics, we regard human capital as a core component of our operations. The Company employed 35+ permanent employees as of March 31, 2026. The company has held many training programmes throughout the year to nurture and strengthen its people's talents.

Cautionary Statement

Statements made in this Management Discussion and Analysis Report may contain certain forward-looking statements based on various assumptions about the Company's present and future business strategies and the environment in which it operates. Actual results may differ substantially or materially from those expressed or implied due to risk and uncertainties. These risks and uncertainties include the effect of economic and political conditions in India and abroad, volatility in interest rates and in the securities market, new regulations and Government policies that may impact the Company's businesses as well as the ability to implement its strategies. The information contained herein is as of the date referenced and the Company does not undertake any obligation to update these statements. The Company has obtained all market data and other information from sources believed to be reliable or its internal estimates, although its accuracy or completeness cannot be guaranteed.



DIRECTORS' REPORT

To,
The Members,

Your Board of Directors ("Board") is pleased to present the 11th Annual Report of M/s. Bombay Metrics Supply Chain Limited ("the Company" or "Bombay Metrics") along with the Audited financial statements for the financial year ended 31st March, 2026.

1. Financial Highlights:

The Financial performance of your Company for the financial year ended March 31, 2026 is summarized below:

₹ in lakh

Particulars	Standalone		Consolidated	
	year ended 31.03.2026	year ended 31.03.2025	year ended 31.03.2026	year ended 31.03.2025
Revenue From Operations	9,123.77	9,972.72	9,263.19	10,147.48
Other Income	109.29	125.17	109.23	124.99
Total Income	9,233.06	10,097.89	9,372.42	10,272.46
Total Expenses	9,016.90	9,507.96	9,146.08	9,664.83
Profit /(Loss) Before Tax and Exceptional Items	216.17	589.92	226.35	607.63
Exceptional Item	-	-	-	-
Profit/(Loss) Before Tax	216.17	589.92	226.35	607.63
Less: Provision For Tax				
- Current Tax	62	168	62	168
- Deferred Tax Liabilities/(Assets)	(1.21)	(8.90)	(1.61)	(8.90)
- Short provision tax	0.59	(1.47)	0.59	(1.47)
Net Profit/(Loss) After Tax	154.79	432.30	165.36	450.01
Earning Per Shares (Amount in ₹)				
Basic	1.26	3.51	1.34	3.66
Diluted	1.23	3.51	1.32	3.66
Basic Restated	-	-		-

2. Revenue from Operations:

Revenue - Consolidated

Your Company's revenue from operations on consolidated basis stood at ₹ 9,263.19 (₹ In lakh) in the financial year 2025-26 from ₹ 10,147.48 (₹ In lakh) in the financial year 2024-25, registering a decline of 8.71% compared to the previous financial year.

Revenue - Standalone

Your Company's revenue from operations on standalone basis stood at ₹ 9,123.77 (₹ In lakh) in the financial year 2025-26 from ₹ 9,972.72 (₹ In lakh) in the financial year 2024-25, registering a decline of 8.51% compared to the previous financial year.

Profits - Consolidated

The Net Profit after tax during the F.Y. 2025-26 was ₹ 165.36 (₹ In lakh) as compared to ₹ 450.01 (₹ In lakh) during F.Y. 2024-25, a decrease of 63.25%.

Profits - Standalone

The Net Profit after tax during the F.Y. 2025-26 was ₹ 154.79 (₹ In lakh) as compared to ₹ 432.30 (₹ In lakh) during F.Y. 2024-25, a decrease of 64.19%.

Your directors are hopeful and committed to improving the profitability of the Company in the coming year. The Directors are mainly aiming to achieve this by the provision of quality services, wide spreading its services, the addition of new services into its portfolio, and capitalizing on the opportunities provided by the industry and the market.

3. Changes in Directors and Key Managerial Personnel:

Ms. Ankita Ramesh Solanki has resigned from the position of Chief Financial Officer of the Company effective from closing of business hours on June 14, 2025.

Mr. Hrishikesh Patwa was appointed as the Chief Financial Officer of the Company with effect from November 14, 2025.

During the year under review, Mr. Nipul Hirji Keniya (DIN: 03087659) was re-appointed as the Managing Director of the Company at the Annual General Meeting held on September 25, 2025, for a tenure of five (5) consecutive years, effective from May 24, 2026, to May 23, 2031.

Based on the recommendation of Nomination and Remuneration Committee, the Board at its meeting held on March 11, 2026, has recommended the following for approval of the members at the 11th Annual General Meeting of the Company:

- Re-Appointment of Mr. Hiten Sanmukhlal Shah (DIN: 02185059) as an Independent Director for a Second Term of 5 (Five) Consecutive Years with effect from 24th May, 2026 on such terms and conditions mentioned in the notice of the AGM accompanying this report. His existing tenure as the Independent Director of the Company as per earlier approval of the members, expired on 23rd May, 2026.
- Re-Appointment of Mr. Prateek Jaju (DIN: 10163582) as an Independent Director for a Second Term of 5 (Five) Consecutive Years with effect from 22nd May, 2026 on such terms and conditions mentioned in the notice of the AGM accompanying this report. His existing tenure as the Independent Director of the Company as per earlier approval of the members, expired on 21st May, 2026.
- Re-Appointment of Mr. Bhavin Gopal Gandhi (DIN: 06489462) as an Independent Director for a Second Term of 5 (Five) Consecutive Years with effect from 24th May, 2026 on such terms and conditions mentioned in the notice of the AGM accompanying this report. His existing tenure as the Independent Director of the Company as per earlier approval of the members, expired on 23rd May, 2026.
- Re-Appointment of Mr. Vivek Shreevallabh Vyas (DIN: 09157577) as an Independent Director for a Second Term of 5 (Five) Consecutive Years with effect from 24th May, 2026 on such terms and conditions mentioned in the notice of the AGM accompanying this report. His existing tenure as the Independent Director of the Company as per earlier approval of the members, expired on 23rd May, 2026.

4. Retirement by rotation

Section 152 of the Act provides that unless the Articles of Association provide for retirement of all directors at every AGM, not less than two-third of the total number of directors of a public company (excluding the Independent Directors) shall be persons whose period of office is liable to determination by retirement of directors by rotation, of which one-third are liable to retire by rotation. Accordingly, Mr. Sahil Hiten Shah (DIN: 09640907) and Mr. Nipul Hirji Keniya (DIN: 03087659) are retiring by rotation at the ensuing Annual General Meeting and being eligible, have offered themselves for re-appointment.

5. Significant Events during the financial year:

- **Allotment of 4,68,000 (Four lakh Sixty Eight Thousand) Warrants Convertible into Equity Shares of the Company on Preferential basis to Promoter/Promoter Group:**

During the year under review, the Company has allotted on preferential basis, 4,68,000 warrants, each convertible into, one equity share of face value of ₹ 10/- each ("Warrants") at an issue price including the warrant subscription price at the rate of ₹ 11.8125/- per warrant ("Warrant Subscription Price") and the warrant exercise price at the rate of ₹ 35.4375/- per warrant ("Warrant Exercise Price") of ₹ 47.25/- (Rupees Forty-seven and Twenty-five Paisa Only) ("Warrant Exercise Price") aggregating to ₹ 2,21,13,000/- (Rupees Two Crore Twenty One lakh Thirteen Thousand Only) to promoter and Promoter Group.

6. Employees Stock Option Plan:

The Members of the Company approved Bombay Metrics Supply Chain Limited Employees Stock Option Scheme 2025 ("ESOP Scheme 2025") and related matters on September 25, 2025 at the 10th Annual General Meeting of the Company. Your Company has received the In-principle approval from National Stock Exchange of India Limited (NSE)

During the reporting period, the Nomination and Remuneration Committee of the Company in its meeting held on November 14, 2025 approved the first grant of 5,25,170 (Five lakh Twenty-Five Thousand One Hundred and Seventy) stock options in aggregate having face value ₹ 10 each to the eligible employees under ESOP Scheme 2025. The said options are yet to be vested and exercised as on the date of this report. In view of this, there has been no change in the share capital of the Company during the financial year under the review.

The disclosure pertaining to the details of Bombay Metrics Supply Chain Limited Employees Stock Option Scheme 2025 ("ESOP Scheme 2025") are provided in **"Annexure E"** and forms part of this Annual Report. The said disclosure is displayed on the website of the Company under the tab 'Details of Employees Stock Option' at https://bombaymetrics.com/investor-corner/

The Company has received a certificate from Mr. Shiv Hari Jalan, Proprietor of Shiv Hari Jalan & Co., Practicing Company Secretaries that ESOP Scheme 2025 has been implemented in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (as amended) ["SEBI SBEB Regulations"] and the resolutions passed by the Members in the General meeting. The certificate will be placed at the ensuing AGM for inspection by the Members of the Company.

7. Material changes between the period from the end of financial year to the date of the report of the Board:

There are no material changes between the periods from the end of the financial year to the date of the report of the Board.

8. Policy on Criteria for Appointment / Removal of Directors and Senior Management Personnel and Remuneration of Directors, Key Managerial Personnel and Employees:

As per the Nomination & Remuneration Policy of the Company ("Policy"), the Nomination and Remuneration Committee inter alia recommends the appointment of Directors, Key Managerial Personnel (KMP) and Senior Management Personnel. The Policy lays down the criteria for such appointments and the framework in relation to remuneration of Directors including Managerial Personnel, KMPs and employees of the Company. The Nomination & Remuneration Committee oversees the matter of remuneration to the Executive Directors, KMPs and Senior Management Personnel and recommends to the Board, revision, if any, in the remuneration of the said Directors / Personnel subject to limits as may be approved by the Members.

The Nomination and Remuneration Policy may be accessed on the website of the Company at www.bombaymetrics.com.

The Board affirms that the remuneration paid to the Directors is as per the terms laid out in the Nomination and Remuneration Policy of the Company.

9. Change in the nature of business:

There was no change in the nature of business of your Company during the year under review affecting the financial position of the Company.

10. Dividend:

Your directors are pleased to recommend final dividend of ₹ 0.10/- (Rupee Ten Paise Only) per Equity Share having face value of ₹ 10/- each for the financial year 2025-26.

The dividend, if declared at the AGM, would be paid/ dispatched within thirty days from the date of declaration of dividend to those Members/ Beneficial holders as on record date fixed for the said purpose.

Pursuant to Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), top one thousand listed entities based on market capitalization shall formulate a dividend distribution policy. The Company is outside the purview of top one thousand listed entities. In view of this formulation of a dividend distribution policy is not applicable to the Company.

11. Share Capital:

Authorised Share Capital:

As at March 31, 2026, the Authorized Share Capital of the Company is ₹ 25,00,00,000 divided into 2,50,00,000 Equity shares of ₹ 10 each.

Issued, subscribed and Paid Up Share Capital:

The Issued, subscribed and paid-up Equity Share Capital as on March 31, 2026 is ₹

12,31,39,200 divided into 1,23,13,920 Equity shares of ₹ 10 each.

12. Transfer to reserves:

During the year under review the Board of Directors of your Company has decided not to transfer any amount to General reserves and the closing balance of profit and loss account of the Company as at 31st March, 2026, after all appropriation and adjustments, was ₹ 804.12/- (₹ In lakh).

13. Transfer of Unclaimed Dividend to Investor Education and Protection Fund:

Pursuant to the provisions of Sections 124, 125 and other applicable provisions, if any, of the Act, read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, (hereinafter referred to as 'IEPF Rules'), the amount of dividend remaining unpaid/unclaimed for a period of seven years from the date of transfer to the unpaid dividend account, is required to be transferred to the Investor Education and Protection Fund ('the IEPF'). The IEPF Rules mandate Companies to transfer shares of Members whose dividends remain unpaid / unclaimed for a continuous period of seven years to the demat account of IEPF Authority.

The Company has uploaded the details of unpaid and unclaimed amounts lying with the Company on the Company's website i.e. www.bombaymetrics.com.

14. Corporate Governance:

Pursuant to Regulation 15(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the compliance with the Corporate Governance provisions shall not apply to the following classes of listed entities:

a) Listed entities having paid-up equity share capital not exceeding ₹ 10 crore and net worth not exceeding ₹ 25 crore, as on the last day of the previous financial year;

b) Listed entities which have listed their specified securities on the SME Exchange.

Since our Company has listed its specified securities on the SME Exchange, it falls within the scope of the exemption provided under clause (b) above. Accordingly, the provisions relating to Corporate Governance are not applicable to the Company, and therefore, the Corporate Governance Report does not form part of the Annual Report for the financial year 2025–2026.

15. Non-Applicability of the Indian Accounting Standards:

As per the provisions of Rule 4(1) of the Companies (Indian Accounting Standards) Rules, 2015, notified vide Notification No. G.S.R. 111(E) dated February 16, 2015, companies whose shares are listed on the SME exchange, as referred to in Chapter XB of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009, are exempted from the mandatory adoption of Ind AS.

Since your Company is listed on the SME Platform of NSE Limited, it falls under the exempted category and is not required to comply with Ind AS for the preparation of its financial statements.

16. Public Deposits:

The Company has not accepted or renewed any amount falling within the purview of provisions of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposit) Rules, 2014 during the year under review. Hence, the requirement for furnishing of details of deposits which are not in compliance with the Chapter V of the Act is not applicable.

17. Directors and Key Managerial Personnel:

The Board received a declaration from all the directors under Section 164 and other applicable provisions, if any, of the Companies Act, 2013 that none of the directors of the Company is disqualified under the provisions of the Companies Act, 2013 ("Act") or under the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015.

The Board of Directors of the Company, at present, comprises of 8 Directors, who have wide and varied experience in different disciplines of corporate functioning. The present composition of the Board consists of one Managing Director, Three Non-Executive Director and Four Independent Non-Executive Directors.

The details are as below:-

Name	DIN	Designation
Nipul Hirji Keniya	03087659	Managing Director
Hiten Talakchand Shah	03126641	Non – Executive Director
Heena Hiten Shah	07226268	Non – Executive Director
Sahil Hiten Shah	09640907	Non – Executive Director and Chairman
Hiten Sanmukhlal Shah	02185059	Independent Director
Bhavin Gopal Gandhi	06489462	Independent Director
Vivek Shreevallabh Vyas	09157577	Independent Director
Prateek Rajendra Jaju	10163582	Independent Director

The NRC identifies and ascertains the integrity, professional qualification, areas of expertise and experience of the person, who is proposed to be appointed as a director and appropriate recommendation is made to the Board with respect to his / her appointment to maintain balance, ensure effective functioning of the Board and ensure orderly succession planning. The Board is of the opinion that the Independent Directors of the Company possess requisite qualifications, experience, expertise and hold highest standards of integrity.

During the year, the non-executive directors of the Company had no pecuniary relationship or transactions with the Company, other than sitting fees, and reimbursement of expenses incurred by them for the purpose of attending meetings of the Company.

18. Directors' Responsibility Statement:

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

a) In the preparation of the Annual Accounts for the year ended 31st March, 2026, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

b) Such accounting policies as mentioned in the Notes to the Financial Statements have been selected and applied consistently and 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 as at 31st March, 2026 and of the profit of the Company for the year ended on that date;

c) The Directors have taken proper and sufficient care for maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) The annual accounts for the year ended 31st March, 2026 have been prepared on a going concern basis;

e) Directors has laid down internal financial controls to be followed by the Company and such Internal Financial Controls are adequate and operating effectively;

f) Proper systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

19. Auditors:

i) **Statutory Auditors:**

M/s. Rajendra & Co., Chartered Accountants, (Firm Registration Number: 108355W), were re-appointed as statutory auditors for a period of (5) five consecutive years at the 06th Annual General Meeting ("AGM") of the Company held on 12th July, 2021 to hold office from the conclusion of the said Meeting till the conclusion of the 11th AGM to be held in the year 2026.

Your Board recommends the appointment of M/s. D K P & Associates, Chartered Accountants, (Firm Registration No. 126305W), as Statutory Auditors of the Company for a period of 5 years from the conclusion of this AGM till the conclusion of the 16th AGM to be held in the year 2031, in place of retiring auditors viz. M/s. Rajendra & Co., Chartered Accountants, on such remuneration as shall be fixed by the Board of Directors of the Company. The Company has received letter from the M/s. D K P & Associates, Chartered Accountants, to the effect that their appointment, if made, would be within the prescribed limit under Section 141 (3) (g) of the Companies Act, 2013 and that they are not disqualified from the appointment.

Auditors' Report:

The Auditor's Report to the Members on the financial statements of the Company for the year ended March 31, 2026 forms a part of the Annual Report and the Auditor's Report does not contain any qualification, reservation or adverse remark.

ii) **Secretarial Auditor:**

As per Section 204 of the Companies Act, 2013, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, as amended, the Company has appointed M/s. Shiv Hari Jalan & Co, Practicing Company Secretaries, Mumbai, to conduct the Secretarial Audit of your Company for the financial year 2025-26.

Secretarial Audit Report:

As required by Section 204 of the Act, 2013, the Secretarial Audit Report for the year 2025-26 is given by Mr. Shiv Hari Jalan, Proprietor of M/s. Shiv Hari Jalan & Co, practicing Company Secretary for auditing the Secretarial and related records is attached herewith as **"Annexure A"** to the Board's Report.

The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

iii) **Cost Auditor:**

Appointment of cost auditors is not applicable to company.

20. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

M/s. Baker Tilly ASA India LLP, Chartered Accountants, Mumbai is appointed as the Internal Auditors of the company for the Financial Year 2025-26.

Based on the report of Internal Audit function, corrective action is undertaken in the respective areas and thereby strengthen the controls. Significant audit observations and corrective actions thereon are presented to the Audit Committee of the Board.

During the year under review, no material or serious observation has been received from the Internal Auditors of the Company for inefficiency or inadequacy of such controls.

21. Declaration by an Independent Director(s):

The declarations required under Section 149(7) of the Companies Act, 2013 from the Independent Directors of the Company confirming that they meet the criteria of independence under Section 149(6) of the Companies Act, 2013, have been duly received by the Company along with a declaration of compliance of sub-rule (1) and sub-rule (2) of Rule 6 of Companies (Appointment of Directors) Rules 2014. The independent directors have also complied with the Code for Independent Directors prescribed in Schedule IV to the Act and Code of Conduct for Directors and senior management personnel. In the opinion of the Board, there has been no change in the circumstances which may affect their status as Independent Directors of the Company.

The Independent Directors of your Company have registered on the Independent Director's Databank pursuant to the provisions of Section 149 of the Companies Act, 2013 and the applicable rules thereunder. The Independent Directors as on March 31, 2026, have informed the Company that they have either claimed exemption or passed the online proficiency test prescribed under the Act.

22. SEBI Complaints Redress System (SCORES):

The investor complaints are processed in a centralized web based complaints redress system. The salient features of this system are centralized database of all complaints, online upload of Action Taken Reports (ATRs) by the concerned companies and online viewing by investors of actions taken on the complaint and its current status. Your Company has been registered on SCORES and makes every effort to resolve all investor complaints received through SCORES or otherwise within the statutory time limit from the receipt of the complaint. The Company has not received any complaint on the SCORES during financial year 2025-26.

23. Details of the Complaint Received/Solved/Pending during the year:

Sr. No.	Nature of Complaint	Complaints Received	Complaints solved	Complaints pending
1.	Non-receipt of shares certificate after transfer etc.	Nil	Nil	Nil
2.	Non-receipt of dividend warrants	Nil	Nil	Nil
3.	Query regarding demat credit	Nil	Nil	Nil
4.	Others	Nil	Nil	Nil
	Total	**Nil**	**Nil**	**Nil**

24. Evaluation of Board, Its Committee, and Individual Directors:

The Board of Directors has carried out an annual evaluation of its own performance, board committees, and individual directors pursuant to the provision of the Act and SEBI Listing Regulations.

The Performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of criteria such as the board composition and structure, effectiveness of board processes, information and functioning etc.

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

The above criteria are broadly based on the Guideline Note on Board Evaluation issued by the Securities and Exchange Board of India on 5th January, 2017.

In a separate meeting of independent directors, the performance of non- independent directors, the Board as a whole, and the chairman of the company were evaluated, taking into account the views of executive directors and non- executive directors.

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

The Performance evaluation criteria for independent directors are determined by the Nomination and Remuneration Committee. An indicative list of factors on which evaluation was carried out include participation and contribution by a director, commitment, effective development of knowledge and expertise, integrity and maintenance of confidentiality and independence of behavior and judgment.

25. Board & Committee Meetings:

The Board meets at regular intervals to discuss and decide on Company's business policy and strategy apart from other Board business. The notice of Board Meeting is given well in advance to all the Directors. The Agenda of the Board/ Committee meetings is circulated to all the Directors as per the Provisions of Companies Act, 2013 and rules made thereunder. The Agenda for the Board and Committee meetings includes detailed notes on the items to be discussed at the meeting to enable the Directors to take an informed decision.

a) **Board Meeting and Attendance:**

During the financial year 2025-26, Four (4) Board Meetings were held on May 23, 2025, August 29, 2025, November 14, 2025 and March 11, 2026 and the gap between two Board Meetings did not exceeds limit as required under the Companies Act, 2013 & Circulars made thereunder.

Details of attendance at the Board Meeting of each Director are as follows:

Name	Category	No of Meeting entitled to attend	No. of Board Meetings attended during the year 2025-26	Whether attended last AGM held on September 25, 2025
Mr. Nipul Hirji Keniya	Promoter and Managing Director	4	4	Yes
Mr. Hiten Talakchand Shah	Promoter and Non-Executive Director	4	3	Yes
Mrs. Heena Hiten Shah	Promoter and Non-Executive Director	4	4	Yes
Mr. Sahil Hiten Shah	Promoter and Non-Executive Director	4	3	Yes
Mr. Hiten Sanmukhlal Shah	Non - Executive Independent Director	4	3	Yes
Mr. Vivek Shreevallabh Vyas	Non - Executive Independent Director	4	4	Yes
Mr. Bhavin Gopal Gandhi	Non - Executive Independent Director	4	4	Yes
Mr. Prateek Jaju	Non - Executive Independent Director	4	3	Yes

b) **Audit Committee Meeting and Attendance:**

During the Financial Year 2025-26, total Four (4) Audit Committee Meetings were held on May 23, 2025, August 29, 2025, November 14, 2025 and March 11, 2026.

The Board has well-qualified Audit Committee with majority of Independent Directors including Chairman. They possess sound knowledge on Accounts, Audit, Finance, Taxation, Internal Controls etc.

The composition of the Audit Committee as on March 31, 2026 along with the details of the meetings held and attended during the aforesaid period, is detailed below:

Name of the Member	Designation	No of Meeting entitled to attend	No of Meeting attended
Mr. Prateek Jaju	Chairman	4	3
Mr. Hiten Sanmukhlal Shah	Member	4	4
Mr. Vivek Shreevallabh Vyas	Member	4	4
Mr. Nipul Hirji Keniya	Member	4	4

The Company Secretary of the Company acts as Secretary of the Committee.

During the year, there are no instances where the Board had not accepted the recommendations of the Audit Committee.

c) **Nomination & Remuneration Committee Meeting and Attendance:**

During the Financial Year 2025-26, Three (3) Nomination & Remuneration Committee Meeting was held on August 29, 2025, November 14, 2025 and March 11, 2026.

The Company has duly constituted Nomination & Remuneration Committee to align with the requirements prescribed under the provisions of the Companies Act, 2013.

The composition of the Nomination & Remuneration Committee as on March 31, 2026 along with the details of the meetings held and attended during the aforesaid period, is detailed below:

Name of the Member	Designation	No of Meeting entitled to attend	No of Meeting attended
Mr. Hiten Sanmukhlal Shah	Chairman	3	2
Mr. Vivek Shreevallabh Vyas	Member	3	3
Mr. Bhavin Gopal Gandhi	Member	3	3

The Company Secretary of the Company act as Secretary of the Committee.

The Board has framed a policy for selection and appointment of Directors, Senior Management and their Remuneration. The policy provides for determining qualifications, positive attributes, and independence of a director.

d) **Stakeholders Relationship Committee:**

During the Financial Year 2025-26, One (1) Stakeholders Relationship Committee Meeting was held on March 11, 2026.

The Company has duly constituted Stakeholders Relationship Committee to align with the requirements prescribed under the provisions of the Companies Act, 2013.

The composition of the Stakeholders Relationship Committee as on March 31, 2026 along with the details of the meetings held and attended during the aforesaid period, is detailed below:

Name of the Member	Designation	No of Meeting entitled to attend	No of Meeting attended
Mr. Vivek Shreevallabh Vyas	Chairman	1	1
Mr. Hiten Sanmukhlal Shah	Member	1	1
Mr. Bhavin Gopal Gandhi	Member	1	1

The Company Secretary of the Company act as Secretary of the Committee.

e) **Independent Directors' Meeting:**

The Independent Directors met during the financial year without the attendance of Non- Independent Directors and members of the Management. The Independent Directors reviewed the performance of non-independent directors and the Board as a whole; the performance of the Chairperson of the Company, taking into account the views of Executive Directors and Non-Executive Directors and assessed the quality, quantity, and timeliness of the flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform the duties.

During the Financial Year 2025-26, One (1) Independent Directors Committee Meeting was held on March 11, 2026.

The attendance at the Meeting is as under:

Name of the Member	No of Meeting entitled to attend	No of Meeting attended
Mr. Vivek Shreevallabh Vyas	1	1
Mr. Hiten Sanmukhlal Shah	1	1
Mr. Bhavin Gopal Gandhi	1	1
Mr. Prateek Jaju	1	0

26. Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo:

The information on Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo, as stipulated under Section 134(3)(m) of the Companies Act, 2013, read with Rule 8 of The Companies (Accounts) Rules, 2014, is as below:

₹ in lakh

Particulars	FY 2025-26	FY 2024-25
Conservation of Energy, Technology Absorption	Nil	Nil
Foreign Exchange Earnings	₹ 7,138.11	₹ 9,333.88
Foreign Exchange Expenditure	₹ 0.41	₹ 4.71

27. Related Party Transactions:

All contracts / arrangements / transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis. These transactions with related parties during the financial year 2025-26 were material within the meaning and scope of Section 188 of Companies Act, 2013. Materiality w.r.t Transactions with Related Parties: The Transactions with Related Parties, if any are identified as material based on policy of materiality defined by Board of Directors. Any transaction which is likely to exceed/ exceeds 10% of previous year's Turnover of the Company during the current financial year is considered as Material by the Board of Directors. Thus, the information pursuant to Section 134(3)(h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 in Form AOC-2 is attached herewith as **"Annexure B"** to the Board's Report.

28. Vigil Mechanism:

Your Company had adopted Whistle Blower Policy / Vigil Mechanism Policy pursuant to the provisions of Section 177(9) of the Companies Act, 2013 and the Companies (Meetings of Board and its Powers) Rules, 2014.

The Company has also provided adequate safeguards against victimization of Employees and Directors who express their concerns. The Company has also provided direct access to the Chairman of the Audit Committee on reporting issues concerning the interests of Company's employees and the Company. The Vigil Mechanism Policy is available on Company's website at https://bombaymetrics.com/policies/.

29. Corporate Social Responsibility:

The Annual Report on Corporate Social Responsibility ("CSR") activities/project is provided in **"Annexure F"** and the report along with all the details thereto, forms an integral part of this report.

The CSR Policy of the Company intends to focus on certain projects which include initiatives in the field of education, skill development, health care, sanitation, safe drinking water, environment sustainability, women empowerment and rural development which will inter alia enable creation of a sustainable livelihood in the society and better human capital. The CSR Policy covers the potential CSR activities in line with the provision of Section 135 of the Companies Act, 2013 (as amended) and Schedule VII thereto.

The Corporate Social Responsibility Policy may be accessed on the Company's website at https://bombaymetrics.com/policies/.

30. Significant and material orders:

During the year under review, there were no significant and material orders passed by the regulators or courts or Tribunals impacting the going concern status and its future operations.

31. Risk Management:

The Company has laid down the procedures to inform to the Board about the risk assessment and minimization procedures and the Board has formulated Risk management policy to ensure that the Board, its Audit Committee and its Executive Management should collectively identify the risks impacting the Company's business and document their process of risk identification, risk minimization, risk optimization as a part of a Risk Management Policy/ strategy.

The common risks inter alia are: Regulations, Credit Risk, Foreign Exchange and Interest Risk, Competition, Business Risk, Technology Obsolescence, Investments, Retention of Talent and Expansion of Facilities etc. Business risk, inter-alia, further includes financial risk, political risk, legal risk, etc. The Board reviews the risk trend, exposure and potential impact analysis and prepares risk mitigation plans, if necessary. Details of the Risk management Policy have been uploaded on the website of the Company.

32. Particulars of Loans given, Investment made, Guarantees given and Security Provided:

The details of Loans and Investments under Section 186 of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014 (as amended), for the F.Y. 2025-26 are given in the financial statements. Your Company has not provided any guarantee or security under Section 186 of the Act during the year under review.

33. Disclosure under the Sexual Harassment of Woman at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

The Company has in place a policy for prevention of Sexual Harassment at the Workplace in line with the requirements of Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013.

In terms of section 22 of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, the Company hereby discloses the following details for the financial year 2025–26:

Sr. No.	Particulars	Number
1	Number of Complaints filed during the financial year	Nil
2	Number of Complaints disposed of during the financial year	Nil
3	Number of Complaints pending for more than ninety days	Nil

34. Report on the compliance of provisions relating to Maternity Benefit Act, 1961:

During the year under review, the Company remains fully compliant with the provisions of the Maternity Benefit Act, 1961 and is committed to ensuring adherence to all applicable labour laws and regulations.

35. Business Responsibility and Sustainability Report:

Pursuant to Regulation 34 of the SEBI Listing Regulations, top one thousand listed entities based on market capitalization shall provide Business Responsibility and Sustainability Report. The Company is outside the purview of top one thousand listed entities. In view of this Business Responsibility and Sustainability Report is not applicable.

36. Code of Conduct for Prohibition of Insider Trading:

Your Company has in place a Code of Conduct for Prohibition of Insider, which lays down the process for trading in securities of the Company by the Designated Persons and to regulate, monitor and report trading by the employees of the Company either on his/her own behalf or on behalf of any other person, on the basis of Unpublished Price Sensitive Information. The aforementioned amended Code, as amended, is available on the website of the Company.

37. Annual Return:

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, the Annual Return of the Company as on March 31, 2026 is available on the website of the Company at www.bombaymetrics.com.

38. Listing with Stock Exchanges:

The Company confirms that it has paid the Annual Listing Fees for the year 2026-27 to NSE Ltd where the Company's Shares are listed.

39. Compliance of Applicable Secretarial Standards:

The Company has ensured compliance with the mandated Secretarial Standard I & II issued by the Institute of Company Secretaries of India with respect to board meetings and general meetings respectively and approved by the Central Government under section 118(10) of the Companies Act, 2013.

40. Management discussion and Analysis:

In terms of Regulation 34 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 read with Schedule V of SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015, Management Disclosure and Analysis Report is attached.

41. Familiarization Programs of Independent Directors:

Your Company has established well defined familiarization and induction program. Further, at the time of the appointment of an Independent Director, the Company issues a Letter of appointment outlining his / her role, function, duties and responsibilities.

42. Disclosure as required under clause 5A to Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

The Company or the shareholders, promoters, promoter group entities, related parties, directors, key managerial personnel, employees of the listed entity or of its holding, subsidiary or associate company has not entered into agreements among themselves or with a third party, or solely or jointly, which, either directly or indirectly or potentially or whose purpose and effect is to, impact the management or control of the Company or impose any restriction or create any liability upon the Company.

43. Consolidated Financial Statements:

In accordance with the provisions of the Companies Act, 2013 (hereinafter referred to as 'the Act'), Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'Listing Regulations') and applicable Accounting Standards, the Audited Consolidated Financial Statements of the Company for the financial year 2025-26, together with the Auditor's Report, form part of this Annual Report. A statement containing the salient features of the Company's subsidiaries, associate and joint venture Company in the prescribed Form AOC- 1 is attached as an **"Annexure C"**.

During the financial year following Companies became / ceased to be Company's Subsidiaries, Joint Ventures or Associate Companies:

Sr. No.	Companies which have become subsidiaries, Joint Ventures or Associate Companies during the financial year 2025-26:
-	-

44. General Disclosures:

Your directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

1. The Company has not issued any shares with differential rights and hence no information as per provisions of Section 43(a)(ii) of the Act read with Rule 4(4) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.
2. The Company has not issued any sweat equity shares during the year under review and hence no information as per provisions of Section 54(1)(d) of the Act read with Rule 8(13) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.
3. During the year under review, there were no instances of non-exercising of voting rights in respect of shares purchased directly by employees under a scheme pursuant to Section 67(3) of the Act read with Rule 16(4) of Companies (Share Capital and Debentures) Rules, 2014 is furnished.
4. No orders have been passed by any Regulator or Court or Tribunal which can have an impact on the going concern status and the Company's operations in future.
5. No Significant orders have been passed by the Regulators, Courts, Tribunals impacting going concern status and status of company's operations in future.
6. During the year under review there are no shares in the demat suspense account or unclaimed suspense account of the Company.
7. There are no details to be disclosed under Section 134(3)(ca) of the Companies Act, 2013 as there has been no such fraud reported by the Auditors under Section 143(12) of the Companies Act, 2013.
8. During the year under review, there were no instance of one-time settlement with banks or financial institutions and hence the differences in valuation as enumerated under Rule 8(5)(xii) of Companies (Accounts) Rules, 2014, as amended, do not arise.
9. During the Financial year no application has been made and no proceeding is pending under the Insolvency and Bankruptcy Code, 2016.

45. Disclosure under Section 197(12) of the Companies Act, 2013

The Company has not employed any individual whose remuneration falls within the purview of the limits prescribed under the provisions of Section 197 of the Companies Act,

2013, read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

The information required under Section 197 of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are in **"Annexure D"**.

46. Details of utilization of funds raised through preferential allotment as specified under Regulation 32 (7A) Listing Regulations:

During the Financial Year 2025–26, the Company allotted 4,68,000 warrants, each convertible into one equity share of the Company having a face value of ₹ 10/- each ("Warrants"), at an issue price of ₹ 47.25/- (Rupees Forty-seven and Twenty-five Paisa Only) per warrant, comprising a warrant subscription price of ₹ 11.8125/- per warrant and a warrant exercise price of ₹ 35.4375/- per warrant, aggregating to ₹ 2,21,13,000/- (Rupees Two Crore Twenty-one Lakhs Thirteen Thousand Only), to the Promoter and Promoter Group on a preferential basis on October 16, 2025.

Pursuant to the provisions of Regulation 32(7A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has utilized the funds raised through the preferential allotment for the objects stated in the notice seeking the approval of the members, namely:

- To meet the Company's working capital needs and general corporate purposes.

The statement of fund utilization pursuant to Regulation 32 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of the aforesaid preferential allotment, has also been filed with the Stock Exchange.

47. Cautionary Statement:

Statement in the Annual Report, particularly those which relate to Management Discussion and Analysis, describing the Company's objectives, projections, estimates and expectations, may constitute "forward looking statements" within the meaning of applicable laws and regulations. Although the expectations are based on reasonable assumptions, the actual results might differ.

48. Acknowledgments:

The Board of Directors wishes to express its gratitude and record its sincere appreciation of the dedicated efforts by all the employees of the Company towards the Company. Directors take this opportunity to express their gratitude for the valuable assistance and cooperation extended by Banks, Vendors, Customers, Advisors and other business partners. Directors are thankful to the esteemed stakeholders for their support and confidence reposed in the Company.

For Bombay Metrics Supply Chain Limited

Nipul Hirji Keniya
Managing Director
DIN: 03087659

Place: Mumbai
Date:04.08.2026

Sahil Hiten Shah
Chairperson and Director
DIN: 09640907

Place: USA
Date:04.08.2026

ANNEXURE A

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026
[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members of
Bombay Metrics Supply Chain Limited
201/Quantum Towers,
Ram Baug Lane, Near Chincholi Petrol Pump,
S.V.Road, Malad (West), Mumbai – 400 064.

I, Shiv Hari Jalan, Proprietor of Shiv Hari Jalan & Co., Company Secretary in practice have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Bombay Metrics Supply Chain Limited (hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing my opinion thereon.

Based on my verification of 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, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31.03.2026 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

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

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

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

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

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

a) **Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;**

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

c) (c) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

d) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

e) (e) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (Not applicable to the company during the review period)

g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 and Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2025; (Not applicable to the company during the period under review)

h) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; (Not applicable to the company during the review period)

i) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not applicable to the company during the review period)

j) The Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018;

vi) Other laws applicable specifically to the Company namely:

(a) Income Tax Act, 1961;

(b) Central Goods and Services Tax Act, 2017;

(c) Indian Contract Act, 1872;

(d) Information Technology Act, 2000;

I have also examined compliance with the applicable clauses of the Secretarial Standards issued by The Institute of Company Secretaries of India.

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

I further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. During the period under review there has been no changes in the composition of the Board of Directors.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance in accordance with the provisions of Companies Act, 2013 and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

As per the minutes, the decisions at the Board Meetings were taken unanimously.

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

I further report that during the audit period the company had following specific actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

The Company allotted 4,68,000 (Four lakh Sixty-Eight Thousand) warrants, each convertible into one equity share of the Company ("Convertible Warrants") having a face value of ₹ 10/- (Rupees Ten Only) each, on a preferential allotment basis to the promoter and promoter group at a price of ₹ 11.8125/- (Rupees Eleven and Eight One Two Five Paise Only) per Convertible Warrant on October 16, 2025, pursuant to the resolution passed by the Board of Directors on August 29, 2025, and the Special Resolution passed by the shareholders at the Annual General Meeting held on September 25, 2025.

Place: Mumbai
Date: 04.08.2026
UDIN: F005703H001013402

For Shiv Hari Jalan & Co.
Company Secretaries
FRN: S2016MH382700

Shiv Hari Jalan
Proprietor
FCS No: 5703
C.P.NO: 4226
PR No. 1576/2021

This report is to be read with my letter of even date which is annexed as Annexure 'A' and forms an integral part of this report.

'Annexure A'

To,
The Members of
Bombay Metrics Supply Chain Limited
201/Quantum Towers,
Ram Baug Lane, Near Chincholi Petrol Pump,
S.V.Road, Malad (West), Mumbai – 400 064.

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.
2. I have followed the audit practices and process 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 process and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the company.
4. Where ever required, I have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of provision of Corporate and other applicable laws, rules, regulations, standard is the responsibility of management. My examination was limited to the verification of procedure on test basis.
6. The secretarial Audit report is neither an assurance as to the future viability of Company nor of the efficacy of effectiveness with which the management has conducted the affairs of the company.

Place: Mumbai
Date: 04.08.2026
UDIN: F005703H001013402

For Shiv Hari Jalan & Co.
Company Secretaries
FRN: S2016MH382700

(Shiv Hari Jalan)
Proprietor
FCS No: 5703
C.P.NO: 4226
PR No. 1576/2021

ANNEXURE B

Form 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)

Sr. No.	Particulars	Details
1.	Details of Contracts or arrangements or transactions not at arm's length basis	NIL
2.	Details of material contracts or arrangements or transactions at arm's length basis	As follows

Name(s) of the related party and nature of relationship	Nature of contracts/ arrangement/ transactions	Duration of the contracts / arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any:	Date(s) of approval by the Board, if any:	Amount paid as advances, if any:
Marketing and Engineering Solutions (MES), Inc.	Sale of Goods R&D Charges Received Sale of services	FY 2025-2026 & FY 2026-27	Note -1	04th March, 2025	NIL

Note 1: The Transactions were carried on at Arm's Length basis in the Ordinary course of Business. Materiality w.r.t Transactions with Related Parties: The Transactions with Related Parties, if any are identified as material based on policy of materiality defined by Board of Directors. Any transaction which is likely to exceed/ exceeds 10% of previous year Turnover of the Company during the financial year is considered as Material by the Board of Directors.

For Bombay Metrics Supply Chain Limited

Nipul Hirji Keniya
Managing Director
DIN: 03087659

Date: 04.08.2026
Place: Mumbai

Sahil Hiten Shah
Chairperson and Director
DIN: 09640907

Date: 04.08.2026
Place: USA

ANNEXURE C

Form AOC – 1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2O14)

Statement containing salient features of the financial statement of subsidiaries or associate companies or Joint ventures

PART A: Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in ₹)

Sr. No.	Particulars	Amount in VND	Amount in ₹
a.	Name of the subsidiary	Metrics Vietnam Company Limited	
b.	The date since when subsidiary was acquired	26-04-2023	
c.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period.	01-01-2025 to 31-12-2025	
d.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	0.0034197	
e.	Share capital	1,157,000,000	39,56,592.90
f.	Reserves and surplus	(193,676,163)	-6,62,314.37
g.	Total assets	1,093,418,236	37,39,162.34
h.	Total Liabilities	130,094,399	4,44,883.81
i.	Investments	-	-
j.	Turnover	4,110,574,074	1,40,56,930.16
h.	Profit before taxation	343,763,760	11,75,568.93
k.	Provision for taxation	-	-
l.	Profit after taxation	343,763,760	11,75,568.93
m.	Proposed Dividend	-	-
n.	Extent of shareholding (in percentage)	100	100

Sr. No.	Particulars	Amount in ₹
a.	Name of the subsidiary	Bombay Metrics Metals Private Limited
b.	The date since when subsidiary was acquired	12-02-2025
c.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period.	01-04-2025 to 31-03-2026
d.	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries.	N.A
e.	Share capital	1,00,000
f.	Reserves and surplus	(1,48,950)
g.	Total assets	4,82,553
h.	Total Liabilities	5,31,503
i.	Investments	-

Sr. No.	Particulars	Amount in ₹
j.	Turnover	0
h.	Profit before taxation	(1,88,558)
k.	Provision for taxation	(39,608)
l.	Profit after taxation	(1,48,950)
m.	Proposed Dividend	-
n.	Extent of shareholding (in percentage)	80%

Notes: The following information shall be furnished at the end of the statement:

1. Names of subsidiaries which are yet to commence operations. Bombay Metrics Metals Private Limited
2. Names of subsidiaries which have been liquidated or sold during the year. NIL

PART B: Associates

(Information in respect of each Associates to be presented with amounts in ₹)

Sr. No.	Particulars	Details
a.	Name of the Associates	
1	Latest audited Balance Sheet Date	
2	Date on which the Associate was associated or acquired	
3	Shares of Associate held by the company on the year end	
a	No.	
b	Amount of Investment in Associates	
c	Extent of Holding (in percentage)	N.A.
4	Description of how there is significant influence	
5	Reason why the associate is not consolidated.	
6	Net worth attributable to shareholding as per latest audited Balance Sheet	
7	Profit or Loss for the year	
i.	Considered in Consolidation	
ii.	Not Considered in Consolidation	

1. Names of associates or joint ventures which are yet to commence operations. NA
2. Names of associates or joint ventures which have been liquidated or sold. NA

Note: This Form is to be certified in the same manner in which the Balance Sheet is to be certified.

For Bombay Metrics Supply Chain Limited

Nipul Hirji Keniya
Managing Director
DIN: 03087659

Date:04.08.2026
Place: Mumbai

Sahil Hiten Shah
Chairperson and Director
DIN: 09640907

Date:04.08.2026
Place: USA

ANNEXURE D

PARTICULARS OF EMPLOYEES

1. The information required under Section 197 of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below:

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

Non-executive directors	Ratio to Median Remuneration
Not Applicable as company has not paid remuneration to any non-executive director except seating fees	

Sr. No	Name	Designation	Remuneration in paid for FY 2025-26 (In ₹)	Remuneration paid for FY 2024-25 (In ₹)	% increase -in remuneration in the FY 2025-26	Ratio/ times per median of employee remuneration
1.	Mr. Nipul Keniya	Executive-Managing Director	48,21,528	43,20,000	11.61%	8.85
2.	Mr. Hrishikesh Patwa	Chief Financial Officer	9,99,852	9,99,852	0%	1.84
3.	Mr. Parsvo Gada	Company Secretary& Compliance Officer	3,07,992	3,07,992	0%	0.57
4.	Mr. Thangaraj Nanjukutty	Senior Managerial person	54,99,840	44,04,156	24.87%	10.10
5.	Ms. Shraddha Pravin Rathod	Operation Head	8,24,844	7,50,012	9.97%	1.51
6.	Mr. Prasanth Kesavan	Senior Managerial person	27,49,848	24,99,996	9.99%	5.05

Median remuneration of employees in FY 2025-26 (per annum)	Median remuneration of employees in FY 2024-25 (per annum)	Percentage increase/(decrease)
₹ 5,44,692.00	₹ 5,70,000.00	(4.44)

b) The percentage increase in remuneration of each director, chief executive officer, chief financial officer, company secretary in the financial year:

Average percentile increase in salaries of employees other than managerial personnel in FY 2025-26	Percentile increase in managerial personnel remuneration in FY 2025-26	Justification
7.93%	9.41%	The average increase in remuneration of managerial personnel was higher than that of other employees during FY 2025-26 primarily on account of individual performance, enhanced roles and responsibilities, leadership contribution towards the Company's operational and financial performance, and alignment with prevailing industry compensation benchmarks. The remuneration revisions for all employees were carried out in accordance with the Company's Remuneration Policy, taking into consideration individual performance, experience, market competitiveness and the overall financial performance of the Company.

c) **the percentage increase in the median remuneration of employees in the financial year:** (4.44%)

d) **The number of permanent employees on the rolls of Company: Thirty Seven (37) as on 31.03.2026**

e) **Justification of increase in managerial remuneration with that of increase in remuneration of other employees:** The increase in salaries of managerial personnel remuneration is commensurate with their individual performance attributable to the growth of the Company.

f) **Affirmation that the remuneration is as per the remuneration policy of the Company:**

We, Nipul Hirji Keniya, Managing Director of the Company and Sahil Hiten Shah, Chairperson and Director of the Company, hereby affirm that all the employees including key managerial personal are paid remuneration as per the remuneration policy formulated by the company and approved by the Board.

2. **The statement containing particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:** Not Applicable

For Bombay Metrics Supply Chain Limited

Nipul Hirji Keniya
Managing Director
DIN: 03087659

Date:04.08.2026
Place: Mumbai

Sahil Hiten Shah
Director
DIN: 09640907

Date:04.08.2026
Place: USA

ANNEXURE E

Details of Bombay Metrics Supply Chain Limited Employees Stock Option Scheme 2025 ("ESOP Scheme 2025")

DISCLOSURES IN COMPLIANCE WITH REGULATION 14 OF SECURITIES AND EXCHANGE BOARD OF INDIA (SHARE BASED EMPLOYEE BENEFITS AND SWEAT EQUITY) REGULATIONS, 2021 ["SEBI SBEB REGULATIONS"] READ WITH PART F OF SCHEDULE - I OF SEBI SBEB REGULATIONS AND RULE 12(9) OF THE COMPANIES (SHARE CAPITAL AND DEBENTURES) RULES, 2014 (AS AMENDED) ["DISCLOSURES"]

The Members, at the Annual General Meeting of the Company held on September 25, 2025, passed a Special Resolution approving Bombay Metrics Supply Chain Limited Employees Stock Option Scheme 2025 ("ESOP Scheme 2025") and Grant of stock options to the employees of the Company under Bombay Metrics Supply Chain Limited Employees Stock Option Scheme 2025 ("ESOP Scheme 2025")

The detailed note on the disclosure in terms of the accounting standards and the 'Guidance note on accounting for employee share-based payments' is under Note No. 30 to the Standalone financial statements for the year ended March 31, 2026 and forms an integral part of this Annual Report.

Diluted Earnings per share pursuant to issue of shares on exercise of options calculated in accordance with Accounting Standard (AS) 20 - Details of same are provided under **Note No. 41** to the aforesaid Standalone financial statements and forms an integral part of this Annual Report.

Bombay Metrics Supply Chain Limited Employees Stock Option Scheme 2025

1. Brief Description:

Sr. No.	Particulars	Details
1.	Date of Shareholders' approval	Approval of the Scheme by the Members at 10th Annual General Meeting held on September 25, 2025
2	Total number of options approved under ESOS	10,00,000 Options (Maximum number of Options, in aggregate, that can be Granted shall not exceed 10,00,000 Options, in aggregate)
3	Vesting requirements	The Options shall not vest for a period of one year after grant. After the expiry of one year, the vesting of Options shall take place over a term of four years, as follows: **Time Period** — **% of Options to be vested** At the end of 1st year from the grant date — 25% of the Options Granted At the end of 2nd year from the grant date — 25% of the Options Granted At the end of 3rd year from the grant date — 25% of the Options Granted At the end of 4th year from the grant date — 25% of the Options Granted
4	Exercise price or pricing formula	The Exercise Price including method for arriving at it, shall be determined by the Committee, from time to time at the time of Grant, provided that the said Exercise Price shall not be higher than the prevailing Market Price of the Shares discounted by minimum 50% (ceiling); as may be determined by the Committee based on the criteria as specified in the Scheme, subject to the provisions of the Applicable Law including SEBI SBEB Regulations; and that the Exercise Price per Option shall not be less than the then prevailing face value of the Equity Shares of the Company.
5	Maximum term of options granted	Exercise window within which vested options can be exercised shall be opened as per timeline as may be decided and intimated by the Committee from time to time. Failure to comply within this time period, shall result in lapsing of Vested Options in the hands of Grantee and shall be added back to the pool and be available for fresh grants. The amount paid by the Employee, if any, for the Exercise of Options may be refunded, if the Options are not Exercised by the Employee within the Exercise Period.
6	Source of shares (primary, secondary or combination)	Primary
7	Variation in terms of options	The Company shall not vary the terms of the Scheme, in any manner, which may be detrimental to the interests of the Eligible Employees.

2. Method used to account for ESOS: Fair Value as at the grant date (Black-Scholes-Option Valuation Model)

3. Where the Company opts for expensing of the options using the intrinsic value of the options, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value of the options shall be disclosed. The impact of this difference on profits and on EPS of the company shall also be disclosed: Not Applicable

4. Option movement during the year (For each ESOS):

Number of options outstanding at the beginning of the period	NA
Number of options granted during the year	5,25,170
Number of options forfeited / lapsed during the year	*1,69,770
Number of options vested during the year	NA
Number of options exercised during the year	NA
Number of shares arising as a result of exercise of options	NA
Money realized by exercise of options (INR), if scheme is implemented directly by the company	NA
Loan repaid by the Trust during the year from exercise price received	NA
Number of options outstanding at the end of the year	3,55,400
Number of options exercisable at the end of the year	NA

*Lapsed due to surrender of options by concerned grantee.

Note: During the financial year 2025-26, the Nomination & Remuneration Committee of the Company in its meeting held on November 14, 2025 (Grant Date), approved the first grant of 5,25,170 stock Options in aggregate having face value of ₹ 10/- each to the eligible employees under the ESOP Scheme 2025. The said Options are yet to be vested and exercised as on the date of this report.

5. Weighted-average exercise prices and weighted-average fair values of options :

a) as it is less than market price of the stock

(in ₹)

Date of Vesting	November 13, 2026	November 13, 2027	November 13, 2028	November 13, 2029
Weighted-average exercise prices*	15	15	15	15
Weighted-average fair value of options	33.71	33.71	33.71	33.71

* Weighted-average exercise prices are calculated based on the total exercise amount on fully exercising the vested options divided by the total number of options being vested and exercised.

b) as it is equals or exceeds the market price of the stock

(in ₹)

Date of Vesting	November 13, 2026	November 13, 2027	November 13, 2028	November 13, 2029
Weighted-average exercise prices*	NA			
Weighted-average fair value of options	NA			

6. Employee wise details (name of employee, designation, number of options granted during the year, exercise price) of options granted to:

a) **Senior Managerial Personnel;**

During the year under review, below are the details of stock option granted to the Senior Managerial Personnel(s) of your Company.

Sr. No.	Name of the Employee	Designation	Number of Options	Exercise Price
1.	Thangaraj Nanjukutty	V.P. - Sourcing and Engineering	1,10,000	Exercise Price of ₹ 15 per option
2	Prasanth Kesavan	Supply Chain Head	73,330	
3	Shraddha Pravin Rathod	Operation Head	22,000	

b) any other employee who receives a grant in any one year of option amounting to 5% or more of option granted during that year: NIL

c) identified employees who were granted option, during any one year, equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of the company at the time of grant: NIL

7. A description of the method and significant assumptions used during the year to estimate the fair value of options including the following information:

Sr. No.	Particulars	Details			
1	The weighted-average values of share price:				
	Date of Vesting	**November 13, 2026**	**November 13, 2027**	**November 13, 2028**	**November 13, 2029**
	exercise price:	15	15	15	15
	expected volatility:	48.84%	48.78%	48.72%	48.63%
	expected option life:	3 Years	3.50 Years	4 Years	4.50 Years
	expected dividends :	2.00%	2.00%	2.00%	2.00%
	the risk-free interest rate:	6.17%	6.17%	6.17%	6.17%
	any other inputs to the model				
2	The method used and the assumptions made to incorporate the effects of expected early exercise	Black-Scholes-Option Valuation Model			
3	How expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility	• Fair value calculated by using Black-Scholes option pricing model. • **Share price:** The closing price on NSE as on the date of grant has been considered for fair valuation of the options granted. • **Exercise Price:** Exercise Price is the price as determined by the Nomination and Remuneration Committee, as defined under the ESOP Scheme 2025. • **Expected Volatility:** Volatility of the Company's stock price based on the NSE price data from November 14, 2025, up to the date of grant. • **Expected Option Life:** The expected life of the options i.e. the average of the period up to the vesting date and the exercise period corresponding to each vesting. • **Expected dividends:** Expected dividend yield has been calculated as an average of dividend yields for the four financial years preceding the date of the grant. • **Risk free interest rate:** Zero coupon Government Bond rate representing the risk free interest rate.			
4	Whether and how any other features of the option grant were incorporated into the measurement of fair value, such as a market condition.				

ANNEXURE F

ANNUAL REPORT ON
CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

1. Brief outline on CSR policy of the Company:

The Company has framed the Corporate Social Responsibility (CSR) Policy in terms of the provisions of Section 135(1) of The Companies Act, 2013.

The Company has identified 3 thrust areas viz. Education and Livelihood, Health and Environment for undertaking CSR Projects/programs/activities in India.

2. The Composition of the CSR Committee is as under:

Pursuant to insertion of Section 135(9) of Companies Act, 2013 with effect from 22.01.2021, where the amount to be spent by a company under section 135(5) does not exceed fifty lakh rupees, the requirement under section 135(1) for constitution of the Corporate Social Responsibility Committee shall not be applicable and the functions of such Committee provided under Section 135 shall be discharged by the Board of Directors of the company.

In view of the above provision, the functions of CSR Committee are being discharged by the Board of Directors of the Company.

3. Provide the web-link(s) where ~~Composition of CSR committee~~, CSR Policy and CSR projects approved by the Board are disclosed on the website of the company: https://bombaymetrics.com/policies/

4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable: Not Applicable

5. (a) Average net profit of the company as per section 135(5): ₹ **477.72 (in lakh)**
   (b) Two percent of average net profit of the company as per sub-section (5) of Section 135 : ₹ **9.55 (in lakh)**
   (c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: **Nil**
   (d) Amount required to be set off for the financial year, if any: **Nil**
   (e) Total CSR obligation for the financial year {(b)+(c)-(d)}: ₹ **9.55 (in lakh)**

6.

(a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project):

Details of CSR amount spent against ongoing projects for the financial year: NA

Sr. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/ No)	Location of the project		Project duration	Amount spent for the project (₹ in lakh)	Amount spent in the current financial Year (₹ in lakh)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (₹ in lakh)	Mode of Implementation - Direct (Yes/ No)	Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration number
1							NA					

Details of CSR amount spent against other than ongoing projects for the financial year:

Sr No.	Name of the Project	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/ No)	Location of the project		Amount spent for the project (₹ in Lakhs)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District			Name	CSR Registration number
1	Education	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects.	No	Gujarat	Kutch	5.31	No	Metrics Foundation	CSR00093073
2	Environment	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	No	Gujarat	Kutch	0.66	No	Metrics Foundation	CSR00093073
3	Medical Relief	Promoting health care including preventive health care	No	Gujarat	Kutch	2.63	No	Metrics Foundation	CSR00093073
	Animal Welfare	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	No	Gujarat	Kutch	1.03	No	Metrics Foundation	CSR00093073
					Total	**9.63**			

(b) Amount Spent in Administrative Overheads: **Nil**
(c) Amount spent on Impact Assessment, if applicable: **Nil**
(d) Total amount spent for the Financial Year [(a)+(b)+(c)]: ₹ **9.63 lakh**
(e) CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial Year	Amount Unspent (₹ In lakh)				
	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.
9.63	NA		NA		

(f) Excess amount for set off, if any:

Sr. No.	Particulars	Amount (₹ in lakh)
(i)	Two percent of average net profit of the company as per section 135(5)	9.55
(ii)	Total amount spent for the Financial Year	9.63
(iii)	Excess amount spent for the financial year [(ii)-(i)]	0.08
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	0.08

7.

(a) Details of Unspent CSR amount for the preceding three financial years: NA

Sl. No	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6) (₹ in lakh)	Amount spent in the reporting Financial Year (₹ in lakh)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial Years. (₹ in lakh)	Deficiency, if any
				Name of the Fund	Amount (₹ in lakh)	Date of transfer		
NA								

8. **Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year:** Not Applicable

○ 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]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner		
(1)	(2)	(3)	(4)	(5)	(6)		
					CSR Registration Number, if applicable	Name	Registered address

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

By order of the Board of Directors,
For Bombay Metrics Supply Chain Limited

Nipul Hirji Keniya
Managing Director
DIN: 03087659

Place: Mumbai
Date:04.08.2026

Sahil Hiten Shah
Chairperson and Director
DIN: 09640907

Place: USA
Date:04.08.2026

Independent Auditors' Report

To,
The Members of Bombay Metrics Supply Chain Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying Standalone Financial Statements of **BOMBAY METRICS SUPPLY CHAIN LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2026, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under section 133 of the Act read with the Companies (Accounting Standards) Rules, 2006, as amended, ("Accounting Standards") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2026, its profit and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matter

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the Standalone Financial Statements for the financial year ended 31st March, 2026. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide separate opinion on these matters. We have determined that there is no key audit matter to be communicated in our report.

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

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's Report, but does not include the consolidated financial statements, Standalone financial statements and our auditor's report thereon.

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

In connection with our audit of the Standalone Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Standalone Financial Statements or our knowledge obtained during the course our audit or otherwise appears to be materially misstated. We have been informed that other information will be adopted by the Board of Directors at a later date and we will report, if other information so adopted is materially inconsistent with the Standalone Financial Statements.

Responsibilities of Management for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India including Accounting Standards specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 Standalone Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

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

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

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

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

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of sub-section (11) of Section 143 of the Act, we give in the "Annexure A", a statement on the matters specified in the paragraphs 3 and 4 of the Order.
2. As required by Section 197(16) of the Act, we report that the Company has paid remuneration to its directors during the year in accordance with the provisions of the limits laid down under Section 197 read with Schedule V of the Act.

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

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

   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matters stated in the paragraph 3(h)(vi) below on reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014.

   c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account.

   d) In our opinion, the aforesaid Standalone Financial Statements comply with the Accounting Standards prescribed under Section 133 of the Act.

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

   f) The modifications relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 3(b) above on reporting under Section 143(3)(b) of the Act and paragraph 3(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

   g) With respect to the adequacy of the internal financial controls with reference to Standalone Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Standalone Financial Statements.

   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 Standalone Financial Statements disclose the impact of pending litigations on its Financial Position of the Company – refer note no 35.

   ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

   iii) There are no amounts which are required to be transferred to the Investor Education and Protection Fund by the Company.

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

   (b) The Management has represented to us that, to the best of its knowledge and belief, as disclosed in the notes to the accounts, no funds (which are material either individually or in the aggregate) have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

   (c) Based on the audit procedures that has been considered reasonable and appropriate in the circumstances, nothing has come to our notice that cause us to believe that the representation given by the Management under paragraph (3) (h) (iv) (a) and (b) above contain any material misstatement.

v) As stated in Note no. 40 of Standalone Financial Statements-

a) **In respect of the dividend declared during the year and paid by the Company, the provisions of Section 123 of the Act were complied with.**

b) The Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The amount of dividend proposed is in accordance with section 123 of the Act, as applicable.

vi) As stated in note 39 to the standalone financial statements and based on our examination which included test checks, except for instance mentioned below, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

The audit trail feature was not enabled at the database layer for accounting software to log direct transactional changes, used for maintenance of all accounting records by the Company. However, Audit trail (edit log) is enabled at the application level. Further, the audit trail has been preserved by the Company as per the statutory requirements for the record retention.

For Rajendra & Co.
Chartered Accountants
Firm Registration Number 108355W

Akshay Shah
Partner
Membership No: 103316
UDIN: 26103316RKYYXF8157
Mumbai
Date: 15th May, 2026

'ANNEXURE A'

TO THE INDEPENDENT AUDITORS' REPORT ON THE STANDALONE FINANCIAL STATEMENTS OF BOMBAY METRICS SUPPLY CHAIN LIMITED

(Referred to in paragraph 1, under 'Report on Other Legal and Regulatory Requirements' section of our Report of even date)

In terms of the information and explanations sought by us and given by the Company, 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 state that

i) a In respect of its Property, Plant and Equipment:

- The Company has maintained proper records showing full particulars including quantitative details and situation of Property, Plant and Equipment.
- The Company has maintained proper records showing full particulars of intangible assets.

b. All the Property, Plant and Equipment (including Capital Work-in-progress) has been physically verified by the management in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such physical verification. Property, Plant and Equipment which are lying with third parties at the year-end, written confirmations have been obtained.

c.In our opinion and according to information and explanation given to us and on the basis of the examination and records of the Company the title deeds of all the immovable properties reported in the Standalone financial statements are held in the name of the Company.

d.The Company has not revalued any of its Property, Plant and Equipment and Intangible Assets during the year.

e.There are no proceedings that have been initiated or are pending against the Company as at 31st March, 2026 for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder and hence, reporting under clause 3(i)(e) of the Order is not applicable.

ii) a. The inventories are generally held with third parties and are physically verified during the year by the Management at reasonable intervals. In our opinion and based on information and explanation given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. For inventories, which are held with third parties at the year-end, written confirmations have been obtained. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories when compared with the books of account.

b. During the year, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. As per the terms of the agreement, the Company is not required to file any returns or statements and hence no reporting is required under the said clause.

iii) a) The Company has granted loans during the year details of which are given below:

(₹ in lakh)

Particulars	Loans
Aggregate amount provided during the year - Subsidiary	5.00
Balance outstanding as at Balance Sheet date - Subsidiary	5.00

The Company has not provided advances in the nature of loans or security to any other entity during the year.

b) The investments made and the terms and conditions of the grant of the above mentioned loans are, in our opinion, not prejudicial to the Company's interest.

c) d) and e)

The unsecured loans granted to a subsidiary company and interest thereon are repayable on demand and schedule of repayment of principal and payment of interest in respect of such loans has not been stipulated and hence, we are unable to comment whether the repayments or receipts are regular, report on amounts overdue for more than ninety days, if any and whether any loan which has fallen due during the year has been renewed or extended or fresh loans granted to settle the over dues as required under clause (iii) (c) (d) and (e) of Paragraph 3 of the Order

f) The Company has granted loans without specifying any terms or period of repayment to subsidiary being related party as defined in clause (76) of section 2 of the Companies Act, 2013 aggregating to Rs 5.00 lakh which represents 100% of such loans granted by Company

iv) According to the information and explanations given to us, in respect of loans granted, investments made the Company has complied with the provisions of section 185 and 186 of the Act as applicable.

v) According to the information and explanations given to us, the Company has not accepted any deposits within the meaning of provisions of sections 73 to 76 or any other

'ANNEXURE A'

TO THE INDEPENDENT AUDITORS' REPORT ON THE STANDALONE FINANCIAL STATEMENTS OF BOMBAY METRICS SUPPLY CHAIN LIMITED

relevant provisions of the Act and the rules framed there under. Hence, reporting under clause 3(v) of the Order is not applicable.

vi) According to the information and explanations given to us, the Central Government has not prescribed maintenance of cost records pursuant to the Companies (Cost Records and Audit) Rules, 2014 prescribed by the Central Government under Section 148 (1) (d) of the Act. Hence, reporting under clause 3(vi) of the Order is not applicable to the Company.

vii) In respect of Statutory dues:

a) **According to the records of the Company, undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Goods and Service Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues have been generally regularly deposited with appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues, were outstanding as at 31st March, 2026 for a period of more than six months from the date they became payable.**

a) **There are no statutory dues referred in sub-clause (a) above which have not been deposited with appropriate authorities on account of disputes as on March 31, 2026 except ₹ 0.20 lakh related Income tax demand for Assessment year 2019-20 against which Company has filed rectification request with Income Tax Department.**

viii) There were no transactions, not recorded in books of account, that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.

ix) a. In our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

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

c. The Company has not obtained any term loans during the year and hence reporting under clause 3 (ix) (c) of the Order is not applicable to the Company.

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

e. On overall examination of the Standalone Financial Statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiary and hence, reporting under clause 3(ix)(e) of the Order is not applicable.

f. The Company has not raised loans during the year on the pledge of securities held in its subsidiary and hence, reporting under clause 3(ix)(f) of the Order is not applicable.

x) a. The Company has not raised money by way of initial public offer during the year under review and hence, reporting under clause 3(x)(a) of the Order is not applicable.

b. According to the information and explanations provided to us and on an overall examination of the balance sheet, in connection with preferential allotment of equity share warrants during the year the Company has complied with Section 42 and Section 62, as applicable and have utilized funds raised for the purpose for which they were raised.

xi) a. In our opinion, based on the audit procedures performed for the purpose of reporting the true and fair view of the Standalone Financial Statements and as per information and explanations given to us, no fraud by the Company or no material fraud on the Company has been noticed or reported during the year.

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

c. As represented to us by the Management, there were no whistle blower complaints received by the Company during the year.

xii) In our opinion, Company is not a Nidhi Company and hence, reporting under clause 3 (xii) of the Order is not applicable.

xiii) According to information and explanations provided by the management, transactions with related parties are in compliance with section 177 and 188 of the Act, where applicable and the details have been disclosed in the Standalone Financial Statements, as required by the applicable accounting standards.

xiv) a. According to the information and explanation provided

'ANNEXURE A'

TO THE INDEPENDENT AUDITORS' REPORT ON THE STANDALONE FINANCIAL STATEMENTS OF BOMBAY METRICS SUPPLY CHAIN LIMITED

by the management, the Company has an internal audit system commensurate with the size and nature of its business.

b. We have considered the internal audit report of the Company issued till date, for the period under audit.

xv) In our opinion and according to the information and explanations given to us, during the year, the Company has not entered into any non-cash transaction with the directors or persons connected with him and covered under section 192 of the Act and hence, reporting under clause 3(xv) of the Order is not applicable.

xvi) a. In our opinion and according to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and hence, reporting under clause 3 (xvi)(a) of the Order is not applicable.

b. In our opinion, to the best of our knowledge and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities during the year under review and hence, reporting under clause 3(xvi)(b) of the Order is not applicable.

c. In our opinion, to the best of our knowledge and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by Reserve Bank of India and hence, reporting under clause 3(xvi) (c) of the Order are not applicable.

d. The Group does not have any CIC as part of the group and hence, reporting under clause 3(xvi)(d) of the Order is not applicable.

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

xviii) There has been no resignation of the statutory auditors of the Company during the year and hence, reporting under clause 3(xviii) of the Order is not applicable.

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

xx) The Company has fully spent the required amount towards Corporate Social Responsibility (CSR) and there are no unspent CSR amounts for the year requiring a transfer to a fund specified in Schedule VII of the Act or special account in compliance with the provision of sub-section (6) of Section 135 of the Act. Accordingly, reporting under clause 3(xx)(a) and (b) of the Order is not applicable for the year.

xxi) According to the Companies (Auditor's Report) Order, 2020, reporting under clause 3(xxi) is not applicable to the Standalone Financial Statements of the Company. Accordingly, no comments have been included under this clause.

For Rajendra & Co.
Chartered Accountants
Firm Registration Number 108355W

Akshay Shah
Partner
Membership No: 103316
UDIN: 26103316RKYYXF8157
Mumbai
Date: 15th May, 2026

(Referred to in paragraph 3 (g) under `Report on Other Legal and Regulatory Requirements` of our report of even date)

Report on the Internal Financial Controls with reference

'ANNEXURE B'

TO THE INDEPENDENT AUDITORS' REPORT ON THE STANDALONE FINANCIAL STATEMENTS OF BOMBAY METRICS SUPPLY CHAIN LIMITED

to Standalone Financial Statements under clause (i) of sub-section 3 of Section 143 of the Companies Act,2013 ("the Act").

We have audited the internal financial controls with reference to Standalone Financial Statements of **BOMBAY METRICS SUPPLY CHAIN LIMITED** ("the Company") as of 31st March, 2026 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to Standalone Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to Standalone Financial Statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to Standalone Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Standalone Financial Statements included obtaining an understanding of internal financial controls with reference to Standalone Financial Statements, 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 Standalone Financial Statements.

Meaning of Internal Financial Controls with reference to Standalone Financial Statements

A Company's internal financial control with reference to Standalone Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control with reference to Standalone Financial Statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and payments of the Company are being made only in accordance with authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitation of Internal Financial Controls with reference to Standalone Financial Statements

Because of the inherent limitations of internal financial controls with reference to Standalone Financial Statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to Standalone Financial Statements to future periods are subject to the risk that the internal financial control with reference to Standalone 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 system with reference to Standalone Financial Statements and such internal financial controls with reference to Standalone Financial Statements were operating effectively as at 31st March, 2026, based on the criteria for internal control with reference to Standalone Financial Statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Rajendra & Co.
Chartered Accountants
Firm Registration Number 108355W

Akshay Shah
Partner
Membership No: 103316
UDIN: 26103316RKYYXF8157
Mumbai
Date: 15th May, 2026

Standalone Balance Sheet

as at 31st March 2026

(₹ in lakh)

Sr. No.	Particulars	Note No.	As at 31st March 2026		As at 31st March 2025	
A	**EQUITY AND LIABILITIES**					
1	**Shareholders Funds**					
(a)	Share Capital	1	1,231.39		1,231.39	
(b)	Reserves & Surplus	2	827.69		673.96	
(c)	Money received against share warrants	1	55.28	2,114.36	-	1,905.35
2	**Non-Current Liabilities**					
(a)	Long-Term Borrowings	3		9.97		22.23
(b)	Long Term Provisions	4		22.26		21.88
3	**Current Liabilities**					
(a)	Short-Term Borrowings	5	1,093.06		1,124.73	
(b)	Trade Payables	6				
	Due to Micro and Small Enterprises		550.78		282.76	
	Due to other than Micro and Small Enterprises		1,231.62		1,906.98	
(c)	Other Current Liabilities	7	49.29		60.50	
(d)	Short-Term Provisions	8	23.40	2,948.15	100.35	3,475.31
	Total			5,094.75		**5,424.76**
B	**ASSETS**					
1	**Non-Current Assets**					
(a)	Property, Plant and Equipment and Intangible Assets	9				
(i)	Property, Plant and Equipment		659.68		656.31	
(ii)	Intangible Assets		66.39		55.57	
(iii)	Capital Work-in-Progress		371.15		143.46	
(iv)	Intangible assets under development		-	1,097.22	3.20	858.55
(b)	Non Current Investments	10		46.18		46.18
(c)	Deferred Tax Assets (Net)	11		14.95		13.74
(d)	Long-Term Loans and Advances	12		175.16		235.21
(e)	Other non-current assets	13		14.09		129.09
2	**Current Assets**					
(a)	Inventories	14	276.57		63.28	
(b)	Trade Receivables	15	2,481.85		3,196.71	
(c)	Cash and Cash Equivalents	16	20.49		16.85	
(d)	Bank Balances other than Cash and Cash Equivalents	16a	125.80		1.39	
(e)	Short-Term Loans and Advances	17	819.06		835.54	
(f)	Other current Assets	18	23.38	3,747.15	28.22	4,141.99
	Total			**5,094.75**		**5,424.76**
	The accompanying Significant Accounting Policies and notes forming part of the standalone Financial Statements	1 to 44				

As per our report of even date attached

Akshay Shah
Partner
Membership No. 103316

Place: Mumbai
Dated: 15th May 2026

For and on behalf of the Board of Directors

Sahil Hiten Shah
Chairperson and Director
DIN: 09640907

Nipul H. Keniya
Managing Director
(DIN-03087659)

Parsvo Gada
Company Secretary

Hrishikesh Patwa
Chief Financial Officer

Place: Mumbai
Dated: 15th May 2026

Standalone Statement of Profit and Loss

for the year ended 31st March 2026

(₹ in lakh)

Sr. No.	Particulars	Note No.	For the year ended 31st March 2026	For the year ended 31st March 2025
1	**INCOME**			
	Revenue from Operations	19	9,123.77	9,972.72
	Other Income	20	109.29	125.17
	Total Income		9,233.07	**10,097.89**
2	**EXPENSES**			
	Purchases of Stock-in-trade	21	7,542.71	7,433.54
	Changes in inventories of stock-in-trade	22	(213.28)	12.70
	Employee Benefits Expense	23	405.40	349.15
	Depreciation and amortisation expense	24	115.76	128.86
	Finance Costs	25	114.49	116.50
	Other Expenses	26	1,051.81	1,467.21
	Total		9,016.90	**9,507.96**
3	**Profit/(Loss) before Tax (1-2)**		216.17	**589.92**
4	**Tax Expense:**			
	Current tax		62.00	168.00
	Deferred tax	11	(1.21)	(8.90)
	Short / (Excess) Provision for tax		0.59	(1.47)
	Total Tax Expense		61.38	157.63
5	**Profit/(Loss) after tax for the year (3-4)**		154.79	**432.30**
6	**Earnings per share (Face value of ₹ 10)**	29		
	Basic (in ₹)		1.26	3.51
	Diluted (in ₹)		1.23	3.51
	The accompanying Significant Accounting Policies and notes forming part of the standalone Financial Statements	1 to 44		

As per our report of even date attached

Akshay Shah
Partner
Membership No. 103316

Place: Mumbai
Dated: 15th May 2026

For and on behalf of the Board of Directors

Nipul H. Keniya
Managing Director
(DIN-03087659)

Heena H. Shah
Non-Executive Director
(DIN-07226268)
Place: USA / Dated:

Parsvo Gada
Company Secretary

Hrishikesh Patwa
Chief Financial Officer

Place: Mumbai
Dated: 15th May 2026

Standalone Cash Flow Statement

for the year ended 31st March 2026

(₹ in lakh)

Sr. No.	Particulars	For the year ended 31st March 2026"	For the year ended 31st March 2025"
(A)	**CASH FLOW FROM OPERATING ACTIVITIES**		
	Net Profit / (Loss) Before Tax as per Statement of Profit and Loss	**216.17**	**589.92**
	Adjusted for:		
	Depreciation and Amortisation Expense	115.76	128.86
	Export incentives receivable written off	-	94.16
	ESOP Compensation Expenses	23.57	
	Provision for Retirement Benefits (net of payment)	0.24	12.71
	Unrealised foreign exchange loss/(gain)	(70.97)	20.10
	Sundry balances written back (net)	-	(7.28)
	Interest expense on borrowings	112.71	79.18
	Interest Income	(11.28)	(3.49)
	Operating profit before working capital changes	**386.21**	**914.16**
	Adjustments for changes in Working Capital		
	(Increase) / Decrease in Trade and other receivables	785.83	(772.32)
	(Increase) / Decrease in Inventories	(213.28)	12.70
	Increase / (Decrease) Trade payables & others liabilities	(418.58)	(395.84)
	(Increase) / Decrease in Long Term Loans & Other Assets	82.46	(255.83)
	Cash Generated from Operations	**622.63**	**(497.13)**
	Taxes paid (net)	(141.59)	(145.12)
	Net Cash flow from / (used in) Operating Activities (refer note 3)	**481.04**	**(642.25)**
(B)	**CASH FLOW FROM INVESTING ACTIVITIES**		
	Interest Income	7.97	0.18
	Outflow on Investment in subsidiary	-	(0.80)
	Loan given to Subsidiary Company	(5.00)	
	Acquisition of Property Plant and Equipment (including CWIP)	(354.44)	(124.87)
	Net Cash flow from / (used in) Investing Activities	**(351.47)**	**(125.49)**
(C)	**CASH FLOW FROM FINANCING ACTIVITIES**		
	Cash inflow / (outflow) in movement in Bank OD (Net)	(32.77)	1,028.35
	Cash flow from availing new vehicle loans	-	33.37
	Repayment of Vehicle Loan	(11.14)	(14.29)
	Repayment of Long Term Borrowings	-	(216.38)
	Finance cost paid	(112.71)	(79.18)
	Dividend Paid	(24.59)	(27.70)
	Proceeds from preferential issue of Share Warrants	55.28	
	Net Cash Flow from / (used in) Financing Activities	**(125.94)**	**724.18**

Standalone Cash Flow Statement

for the year ended 31st March 2026

Sr. No.	Particulars	For the year ended 31st March 2026"	For the year ended 31st March 2025"
	Net Increase / (Decrease) in Cash and Cash Equivalents (A + B + C)	**3.64**	**(43.56)**
	Cash and cash equivalents opening balance	16.85	60.41
	Cash and cash equivalents closing balance	20.49	16.85
	Net Increase / (Decrease) in Cash and Cash Equivalents	**3.64**	**(43.56)**

Notes:

(1) Cash and Cash Equivalents include the followings amounts		
	31-03-2026	31-03-2025
Cash on Hand	6.71	7.61
Cheque on Hand	-	1.50
Balance with Banks		
- In Current Accounts	13.78	7.74
- In fixed Deposit	-	-
Other Bank Balances		
TOTAL	**20.49**	**16.85**

(2) The above Cash Flow Statement has been prepared under the Indirect Method as set out in Accounting Standard 3 on Cash Flow Statement.

(3) Includes outflow towards CSR expenses ₹ 9.64 lakh (PY it is NIL)

As per our report of even date attached

Akshay Shah
Partner
Membership No. 103316

For and on behalf of the Board of Directors

Nipul H. Keniya
Managing Director
(DIN-03087659)

Heena H. Shah
Non-Executive Director
(DIN-07226268)
Place: USA / Dated:

Parsvo Gada
Company Secretary

Hrishikesh Patwa
Chief Financial Officer

Place: Mumbai
Dated: 15th May 2026

Place: Mumbai
Dated: 15th May 2026

SAP

for the year ended 31st March 2026

1. CORPORATE INFORMATION

Bombay Metrics Supply Chain Limited (The Company) is incorporated on 28th March 2015 and Company's equity share are listed on SME EMERGE platform of National Stock Exchange (NSE) with effect from 12th October 2021. It is primarily engaged in the business of trading of engineering tools, components and its supply chain management services and also trading in metals. The Registered Office of the Company is located at 201/ Quantum Tower, Ram Baug Lane, Near Chincholi Petrol Pump , S.V. Road, Malad West, Mumbai - 400064, India.

2. Significant Accounting Policies

A. Basis of preparation of financial accounts

The Company has prepared the financial statements to comply in all material respects with the accounting standards specified as per section 133 of the Companies Act, 2013, read with rule 7 of the Companies (Accounts) Rules, 2014, and other accounting principles generally accepted in India. The financial statements have been prepared under the historical cost convention and on accrual basis. The accounting policies have been consistently applied by the Company. The financial statements are presented in Indian rupees rounded off to the nearest lakh.

B. Revenue Recognition

i) Revenue is recognized on accrual basis when it can be reliably measured and it is reasonable to expect ultimate collection.

ii) Sales is recognized on transfer of risks and rewards of ownership in the goods to customers and is net of Goods and service tax.

iii) Incomes from services rendered are accounted based on agreements / arrangements with the parties.

iv) Export Incentives are recognized when the right to receive is established.

v) Interest income is recognised on time proportionate basis

C. Property, Plant and Equipment and Depreciation

i) "Property, Plant and Equipment are stated at Cost of acquisition including any directly attributable expenditure on making the asset ready for its intended use, other incidental expenses attributable to acquisition of qualifying Property, Plant and Equipment up to the date the asset is ready for its intended use,net of recoverable taxes and accumulated depreciation and impairment loss , if any.

Depreciation on Property, Plant and Equipment is provided on Written Down Method on the basis of useful life of assets as prescribed in Schedule II to the Companies Act, 2013 after considering estimated scrap value.

Depreciation on ""Plant and Machinery - tools"" is charged on the basis of number of components produced to total estimated components to be produced."

ii) Intangible Assets are amortized based on Straight Line Method over a period of 5/10 years.

iii) Depreciation / amortization is provided on a pro-rata basis from the date the assets are put to use during the financial year. In respect of assets sold or disposed off during the year, depreiciation / amortization is provided upto the date of sale or disposal of the assets.

D. Foreign Currency Transactions

i) Transactions denominated in foreign currency are recorded at the exchange rates prescribed by Customs department prevailing on the date of the transaction.

ii) Monetary items denominated in foreign Currencies remaining outstanding at the year end are translated at the year end exchange rate.

iii) Any income or expense on account of exchange difference either on settlement or on translation is recognised in the Statement of Profit & Loss Account.

E. Inventories

Inventories are valued at cost or net realisable value whichever is lower. Cost of inventories comprises cost of purchase and includes expenses incurred for bringing the inventories to their present location and condition.

Inventories include Rodtep licenses which are valued at actual license price.

F. Taxation

i) Current tax is provided after taking into account various relief admissible under Income Tax Act, 1961.

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

SAP

for the year ended 31st March 2026

G. Employee Benefits

i) Short term employee benefits are recognized as expenses at the undiscounted amount in the Statement Profit and Loss of the year in which the related services are rendered.

ii) Long term benefits are recognized as an expense in the Statement Profit and Loss of the year when related services are rendered ,based on actuarial valuation at the discounted present value of the amount payable.

H. Share- Based Payments

Employees of the Company also receive remuneration in the form of share based payments in consideration of the services rendered.

The Company follows the Fair Value Method of accounting for employee stock options as prescribed by the ICAI Guidance Note on Accounting for Employee Share-based Payments. The fair value determined at the grant date of the share based payment is expensed over the vesting period, based on the Company estimate of equity instruments that will eventually vest, with a corresponding increase in equity.

I. Segment Reporting

Business Segment is identified based on nature of products and services offered by the Company and risk and rewards associated with it. Geographical segment is identified on the basis of customer & Assets locations.

J. Earnings per Share and Diluted Earnings per Share

Basic earnings/ (loss) per share are calculated by dividing the net profit/ (loss) for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings/ (loss) per share, the net profit/(loss) for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares except where the results will be anti-dilutive. The dilutive potential equity shares are deemed converted as of the beginning of the period, unless they have been issued at a later date.

K. Share Warrants

Money received against the issue of share warrants is initially recorded as a separate component of equity under Shareholders' Funds. The warrants are exercisable into equity shares at the predetermined price within the specified period. Upon exercise of the warrants, the proceeds are credited to Share Capital and Securities Premium Reserve. Warrants that lapse without being exercised are transferred to Capital Reserve in accordance with the Companies Act, 2013.

L. Provisions, Contingent Liabilities and Contingent Assets

"

A provision is recognized if, as a result of a past event, the Company has a present legal obligation that is reasonably estimable, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by the best estimate of the outflow of economic benefits required to settle the obligation at the reporting date. Where no reliable estimate can be made, a disclosure is made as contingent liability. A disclosure for a contingent liability is also made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made."

M. Impairment of Assets

The Company assesses at each reporting date as to whether there is any indication that an asset (tangible and intangible) may be impaired. An asset is treated as impaired, when the carrying cost of the asset exceeds its recoverable amount. Recoverable amount is higher of an asset's or cash generating unit's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life.

An impairment loss if any, is charged to Profit and Loss Account in the year in which an asset is identified as impaired. The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

N. Borrowing Costs

Borrowing costs that are attributable to the acquisition and construction of qualifying assets are capitalized as part of such assets. A qualifying assets is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to Statement of Profit & Loss.

SAP

for the year ended 31st March 2026

O. Cash and Cash Equivalent

Cash and cash equivalents comprises cash and cheques in hand, bank balances, demand deposits with bank where original maturity is three months or less.

P. Investments

Long term investments are stated at cost. Provision for diminution in the value of long term investments is made only if such a decline is other than temporary.

Q. Leases

Operating Lease

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

The Company as Lessee

i) Operating lease – Rentals payable under operating leases are charged to the statement of profit and loss on a straight-line basis over the term of the relevant lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased assets are consumed or where increase in lease rental is account of inflation factor, in which case the rentals are charged to statement of profit and loss as and when incurred. Contingent rentals arising under operating leases are recognised as an expense in the period in which they are incurred. In the event that lease incentives are received to enter into operating leases, such incentives are recognised as a liability. The aggregate benefit of incentives is recognised as a reduction of rental expense on a straight-line basis, except where another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

ii) Finance lease – Finance leases are capitalised at the commencement of lease, at the lower of fair value of the asset or the present value of the minimum lease payments. The corresponding liability to the lessor is included in the balance sheet as a finance lease obligation. Lease payments are apportioned between finance charges and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised in the statement of profit and loss over the period of the lease.

The Company as lessor

i) Operating lease – Rental income from operating leases is recognised in the statement of profit and loss on a straight-line basis over the term of the relevant lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased asset is diminished. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying value of the leased asset and recognised on a straight-line basis over the lease term.

ii) Finance lease –When assets are leased out under a finance lease, the present value of minimum lease payments is recognised as a receivable. The difference between the gross receivable and the present value of receivable is recognised as unearned finance income. Lease income is recognised over the term of the lease using the net investment method before tax, which reflects a constant periodic rate of return.

Notes Forming Part of The Financial Statements

as at 31st March 2026

NOTE 1: SHARE CAPITAL

(₹ in lakh)

Particulars	As at 31st March 2026	As at 31st March 2025
Authorized		
2,50,00,000 Equity shares of ₹10 each at par	2,500.00	2,500.00
	2,500.00	2,500.00
Issued, Subscribed and Fully Paid Up		
1,23,13,920 (P.Y. 1,23,13,920) Equity shares of ₹10 each fully paid up	1,231.39	1,231.39
Total	**1,231.39**	**1,231.39**

Note1.1: Reconciliation of No. of shares Outstanding at the beginning & at the end of the reporting period

Particulars	As at 31st March 2026	As at 31st March 2025
Opening No. of Shares	1,23,13,920	61,56,960
Issued During the year: Bonus Issue (Refer note 1.3)	-	61,56,960
Closing no. of Shares	**1,23,13,920**	**1,23,13,920**

Note 1.2: The details of shareholders holding more than 5% shares

Sr No	Name of the shareholders	31st March 2026		31st March 2025		% change during the year
		No. of shares held	% held as at	No. of shares held	% held as at	
1	Hiten T. Shah	30,40,000	24.69	30,40,000	24.69	0%
2	Heena H. Shah	24,32,000	19.75	24,32,000	19.75	0%
3	Nipul H. Keniya	31,58,400	25.65	31,55,200	25.62	0.10%
	Total	**86,30,400**	**70.09**	**86,27,200**	**70.06**	**0.10%**

Reason for % change

Mr.Nipul H. Keniya has acquired 3200 shares from open market during the year.

Terms/Rights to Equity Shares

The Company has one class of Equity Shares having par value of ₹ 10 per share. The Company declares and pay dividend in Indian Rupees. Each shareholder is entitled to one vote per share. In the event of liquidation of the company, the holders of the 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 number of equity shares held by the shareholders.

Note 1.3 Details of shares issued without consideration / bonus / bought back in last 5 years

a) 61,56,960 bonus shares were issued during the financial year 2024-2025b)

b) 46,17,720 bonus shares were issued during the financial year 2022-2023c)

c) 10,64,250 bonus shares were issued during the financial year 2020-2021

Notes Forming Part of The Financial Statements

as at 31st March 2026

Note 1.4: The details of Promoter group holding

Sr No	Promoter Name	As at 31st March 2026		As at 31st March 2025		% change during the year
		Number of Shares	% of total shares	Number of Shares	% of total shares	
1	Nipul H. Keniya	31,58,400	25.65	31,55,200	25.62	0.10%
2	Hiten T. Shah	30,40,000	24.69	30,40,000	24.69	-
3	Heena H. Shah	24,32,000	19.75	24,32,000	19.75	-
4	Sahil H. Shah	5,600	0.05	800	0.01	600%
	Total Promoters shares outstanding	**86,36,000**	**70.13**	**86,28,000**	**70.07**	**0.09%**
	Total shares outstanding	**1,23,13,920**		**1,23,13,920**		

Sr No	Promoter Name	As at 31st March 2025		As at 31st March 2024		% change during the year
		Number of Shares	% of total shares	Number of Shares	% of total shares	
1	Nipul H. Keniya	31,55,200	25.62	15,76,000	25.60	0.10%
2	Hiten T. Shah	30,40,000	24.69	15,20,000	24.69	-
3	Heena H. Shah	24,32,000	19.75	12,16,000	19.75	-
4	Sahil H. Shah	800	0.01	-	-	
	Total Promoters shares outstanding	**86,28,000**	**70.07**	**43,12,000**	**70.03**	**0.05%**
	Total shares outstanding	**1,23,13,920**		**61,56,960**		

Reason for % change

Mr.Nipul H. Keniya has acquired 3200 shares from open market during the year.

Mr.Sahil H. Shah has acquired 4800 shares from open market during the year.

Money Received Against Share Warrants (Refer Note 32 and 33)

NOTE 2: RESERVES & SURPLUS

(₹ in lakh)

Particulars	As at 31st March 2026	As at 31st March 2025
a) Retained Earnings		
Surplus		
As per Last Balance Sheet date	673.96	885.06
Add: Profit/(Loss) for the year	154.79	432.30
Less: Final dividend for FY 23-24 @ ₹0.45 per share	-	(27.71)

Notes Forming Part of The Financial Statements

as at 31st March 2026

Particulars	As at 31st March 2026	As at 31st March 2025
Less: Final dividend for FY 24-25 @ ₹ 0.20 per share	(24.63)	-
Less: Utilised for Issue of Bonus Shares (refer note 1.3)	-	(615.70)
Closing Balance (a)	**804.12**	**673.96**
b) ESOP Reserve		
As per Last Balance Sheet date	-	-
Add: created during the year (Refer note 30)	23.57	-
Less: transferred to Retained Earning	-	-
Closing Balance (b)	**23.57**	**-**
Grand Total (a) + (b)	**827.69**	**673.96**

NOTE 3: LONG-TERM BORROWINGS

Particulars	As at 31st March 2026	As at 31st March 2025
Secured		
Deferred Payment Liability - from Bank (Refer Note 3.1)	22.23	33.37
Less: Current maturities (Refer Note 5)	(12.25)	(11.14)
Total	**9.97**	**22.23**

Note 3.1:

- Secured against hypothecation of specific vehicle.
- Repayable in 36 EMIs of ₹1,15,403/- (including interest component) starting from 20/01/2025 and ending on 20/12/2027
- Rate of interest is 9.56%"

NOTE 4: LONG TERM PROVISION

Particulars	As at 31st March 2026	As at 31st March 2025
Provision for employee benefits - Gratuity (Refer Note 23.1)	22.26	21.88
Total	**22.26**	**21.88**

NOTE 5: SHORT TERM BORROWINGS

Particulars	As at 31st March 2026	As at 31st March 2025
Bank Overdraft (Refer Note 5.1)	1,080.81	1,113.59
Current Maturities of Deferred Payment Liability	12.25	11.14
Total	**1,093.06**	**1,124.73**

Note 5.1

Secured against office premises.

Current applicable Rate of interest is 9.25%

Notes Forming Part of The Financial Statements

as at 31st March 2026

NOTE 6: TRADE PAYABLES

Particulars	As at 31st March 2026	As at 31st March 2025
a) Outstanding towards micro and small enterprise*		
- for goods	496.49	281.46
- for expenses	**54.29**	1.30
subtotal (a)	**550.78**	282.76
b) Others		
- for goods	**1,104.23**	1,656.23
- for expenses	**127.39**	250.75
subtotal (b)	**1,231.62**	1,906.98
c) Disputed MSME	**-**	-
d) Disputed others	**-**	-
Total	**1,782.40**	**2,189.73**

*Refer Note 34

NOTE 6.1: AGEING OF TRADE PAYABLE

Particulars	As at 31st March 2026	As at 31st March 2025
MSME		
Not Due	550.78	282.76
Less than 1 Year	-	-
1-2 years		
2-3 years		
More than 3 Years		
Sub-total	**550.78**	**282.76**
Others than MSME		
Not Due	310.03	1,110.71
Less than 1 Year	920.31	794.59
1-2 years	-	1.67
2-3 years	1.29	-
More than 3 Years	-	-
Sub-total	**1,231.62**	**1,906.98**
TOTAL	**1,782.40**	**2,189.73**

Notes Forming Part of The Financial Statements

as at 31st March 2026

NOTE 7: OTHER CURRENT LIABILITIES

Particulars	As at 31st March 2026	As at 31st March 2025
Unpaid Dividend	**0.14**	0.10
Advance received from customers	**-**	18.99
Other Payables*	**49.15**	41.41
Total	**49.29**	**60.50**
*include mainly towards statutory liabilities, staff salary and expenses payable		

NOTE 8: SHORT-TERM PROVISION

Particulars	As at 31st March 2026	As at 31st March 2025
Provision for employee benefits - Gratuity (Refer Note 23.1)	**3.94**	4.08
Income Tax provision - current year (net of taxes paid)	**19.46**	96.27
Total	**23.40**	**100.35**

Notes Forming Part of The Financial Statements

as at 31st March 2026

Note 9 : Property, Plant and Equipment and Intangible Assets

(₹ in lakh)

Particulars	Gross Block				Depreciation				Net block	
	As at 01-04-2025	Additions	Deduction	As at 31-03-2026	Upto 01-04-2025	For the year	Deduction	Upto 31-03-2026	As on 31-03-2026	As on 31-03-2025
Tangible										
Office Premises	512.12	-	-	512.12	91.34	31.14	-	122.48	389.64	420.77
Building Improvements	5.00	-	-	5.00	-	0.37	-	0.37	4.63	5.00
Computers	53.70	2.18	-	55.88	47.14	5.76	-	52.90	2.98	6.56
Office Equipments	23.86	0.46	-	24.32	19.35	2.78	-	22.12	2.20	4.51
Server	4.96	-	-	4.96	4.77	0.09	-	4.86	0.09	0.19
Furniture	33.89	0.78	-	34.66	14.62	7.32	-	21.95	12.72	19.26
Vehicle (Refer Note 9.3)	81.57	-	-	81.57	37.35	23.07	-	60.42	21.15	44.22
Plant & Machinery	0.47	-	-	0.47	0.13	0.09	-	0.22	0.25	0.34
Plant and Machinery - Tools	211.28	100.75	-	312.03	55.82	30.19	-	86.01	226.01	155.45
Sub-Total	926.84	104.17	-	1,031.00	270.53	100.80	-	371.33	659.68	656.31
Intangible Assets										
Softwares	67.49	25.58	-	93.07	12.27	14.85	-	27.13	65.94	55.22
Trademark	0.40	0.20	-	0.60	0.04	0.11		0.14	0.45	0.36
Sub-Total	67.89	25.78	-	93.67	12.31	14.96	-	27.27	66.39	55.57
Capital Work-in-Progress	143.46	328.44	100.75	371.15	-	-	-	-	371.15	143.46
Intangible assets under development	3.20	10.46	13.66	-	-	-	-	-	-	3.20
Total	1,141.39	468.85	114.41	1,495.83	282.84	115.76	-	398.60	1,097.22	858.55
Previous year	1,016.52	345.29	216.58	1,141.39	153.98	128.86	-	282.84	858.55	

Notes Forming Part of The Financial Statements

as at 31st March 2026

Note 9.1 : Company holds 20 shares of ₹ 50 each in Quantum Tower CHS Limited in respect of ownership of Office which is included in cost of Office premises

Note 9.2: Refer note number 3.1 for security given

Note 9.3: Includes vehicle of ₹ 0.92 lakh whose registration documents is in the name of director

Capital Work-in-progress Ageing Schedule for the year ended 31.03.26

(₹ in lakh)

Capital Work-in-progress	Amount in Capital Work-in-progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	237.54	-	119.14	14.47	371.15
Projects temporarily suspended	-	-	-	-	-

Capital Work-in-progress Ageing Schedule for the year ended 31.03.25

(₹ in lakh)

Capital Work-in-progress	Amount in Capital Work-in-progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	-	128.99	14.47	-	143.46
Projects temporarily suspended	-	-	-	-	-

Intangible assets under development Ageing Schedule for year ending 31.03.26

(₹ in lakh)

Intangible assets under development	Amount in intangible assets under development for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-

Notes Forming Part of The Financial Statements

as at 31st March 2026

Intangible assets under development Ageing Schedule for year ending 31.03.25

(₹ in lakh)

Intangible assets under development	Amount in intangible assets under development for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	-	1.90	1.30	-	3.20
Projects temporarily suspended	-	-	-	-	-

NOTE 10: NON CURRENT INVESTMENT

Non-Trade Investments (At Cost)

Particulars	As at 31st March 2026	As at 31st March 2025
In Subsidiary Company Unquoted,fully paid up		
100% equity shares of Metrics Vietnam Company Limited	45.38	45.38
8,000 (P.Y. 8,000) equity shares of Bombay Metrics Metals Private Limited	0.80	0.80
	46.18	46.18
Aggregate value of Unquoted securities	**46.18**	**46.18**

NOTE 11: DEFERRED TAX ASSETS (Net)

Particulars	As at 31st March 2026	As at 31st March 2025
Deferred Tax Assets (Refer Note 27)	**14.95**	13.74
	14.95	**13.74**

NOTE 12: LONG-TERM LOANS AND ADVANCES

Particulars	As at 31st March 2026	As at 31st March 2025
Capital Advances	170.16	235.21
Loan given to Subsidiary (Refer note 12.1)	5.00	-
Total	175.16	235.21

NOTE 13: OTHER NON-CURRENT ASSETS

Particulars	As at 31st March 2026	As at 31st March 2025
Deposits	**14.09**	14.09
Fixed Deposit with Bank*	**-**	115.00
Total	**14.09**	**129.09**

Notes Forming Part of The Financial Statements

as at 31st March 2026

NOTE 14: INVENTORIES

Particulars	As at 31st March 2026	As at 31st March 2025
(As certified by management)		
Stock-in-trade	**263.31**	52.76
Others	**13.26**	10.52
Total	**276.57**	**63.28**

NOTE 15: TRADE RECEIVABLES

Particulars	As at 31st March 2026	As at 31st March 2025
(Unsecured, Considered Good)		
a) Undisputed trade receivable consider good	**2,481.85**	3,196.71
b) Undisputed trade receivable - considered doubtful	**-**	-
c) Disputed trade receivable consider good	**-**	-
d) Disputed trade receivable - considered doubtful	**-**	-
Total	**2,481.85**	**3,196.71**

(Refer Note 33 for receivable from related party)

NOTE 15.1: AGEING OF TRADE RECEIVABLES

Particulars	As at 31st March 2026	As at 31st March 2025
Unbilled dues	**17.13**	15.34
Not Due	**951.99**	1,981.01
Less than 6 Months	**1,345.81**	1,159.57
6 Months - 1 year	**166.93**	23.82
1-2 years	**-**	16.98
2-3 years	**-**	-
More than 3 Years	**-**	-
Total	**2,481.85**	**3,196.71**

NOTE 16: CASH AND CASH EQUIVALENTS

Particulars	As at 31st March 2026	As at 31st March 2025
Cash on Hand	**6.71**	7.61
Cheque on Hand	**-**	1.50
Balance with Banks		
-In Current Accounts	**13.78**	7.74
-In Fixed Deposit	**-**	-
Total	**20.49**	**16.85**

Notes Forming Part of The Financial Statements

as at 31st March 2026

NOTE 16a: OTHER BALANCES WITH BANK

Particulars	As at 31st March 2026	As at 31st March 2025
Balance with Bank - Dividend Account	0.15	0.13
Fixed Deposit with Bank*	125.00	-
Prepaid Bank Card		
Forex card	0.30	0.66
Happay card	0.34	0.60
Total	**125.80**	**1.39**

*Fixed deposit is pledge against Bank OD

NOTE 17: SHORT TERM LOANS AND ADVANCES

Particulars	As at 31st March 2026	As at 31st March 2025
(Unsecured, Considered Good)		
Advance given to vendors	-	1.59
Staff loans	11.60	8.19
GST Refund Receivable	445.09	582.94
Advance recoverable in cash or kind*	328.34	221.39
Prepaid Expenses	34.03	21.44
Total	**819.06**	**835.54**

*Includes mainly Balances with Statutory Authority

NOTE 18: OTHER CURRENT ASSETS

Particulars	As at 31st March 2026	As at 31st March 2025
Accrued Interest	6.68	3.38
Export incentive receivable	14.51	24.84
Income tax refund receivable	2.20	-
Total	**23.38**	**28.22**

NOTE 18.1:

During the year export incentive receivable of ₹ NIL (P.Y. 94.16 lakh) is written off as no longer receivable.

NOTE 19: REVENUE FROM OPERATIONS

Particulars	As at 31st March 2026	As at 31st March 2025
Sale of Products	8,256.32	7,883.59
Sale of services	754.07	1,511.77
Sub Total	9,010.39	9,395.36

Notes Forming Part of The Financial Statements

as at 31st March 2026

Particulars	As at 31st March 2026	As at 31st March 2025
Other Operating revenue		
R&D Charges	20.04	461.05
Export Incentives	93.35	116.30
Sub Total	113.39	577.35
Total	**9,123.77**	**9,972.72**

Note 19.1: For details of sale of products and services refer Note 42 on Segment reporting

Note 20: OTHER INCOME

Particulars	As at 31st March 2026	As at 31st March 2025
Interest on Fixed Deposit	11.06	3.49
Interest from customers on delayed payment	-	15.41
Foreign Exchange gain (net)	95.06	88.62
Sundry Balance Written Back (net)	-	7.28
Miscellaneous Income	2.95	10.37
Interest on Loan given	0.21	-
Total	**109.29**	**125.17**

NOTE 21: PURCHASE OF STOCK IN TRADE

Particulars	As at 31st March 2026	As at 31st March 2025
Purchase of traded goods	7,542.71	7,433.54
Total	**7,542.71**	**7,433.54**

NOTE 22: CHANGES IN INVENTORIES OF STOCK IN TRADE

Particulars	As at 31st March 2026	As at 31st March 2025
Opening stock	63.28	75.98
Closing stock	276.57	63.28
Net (increase) / decrease	**(213.28)**	**12.70**

NOTE 23: EMPLOYEE BENEFITS EXPENSE

Particulars	As at 31st March 2026	As at 31st March 2025
Salaries and wages *	365.68	335.06
ESOP Compensation Expenses (Refer note 30)	23.57	-
Contributions to provident and other funds	8.73	7.95
Staff welfare expenses	7.42	6.14
Total	**405.40**	**349.15**

* Includes Director's Remuneration refer Note 33

Notes Forming Part of The Financial Statements

as at 31st March 2026

Note 23.1 EMPLOYEE BENEFITS -GRATUITY

As required under the Accounting Standard AS – 15 "Employee Benefits" issued by the Institute of Chartered Accountants of India, the disclosure as defined in the Accounting Standard are given below :

Contribution to defined contribution plan, recognised as expenses for the year is as under ;

Employers contribution to Provident Fund ₹ 8.24 lakh (Previous Year ₹ 7.35 lakh)

Defined Benefit Plan -Gratuity

Particulars	As at 31st March 2026	As at 31st March 2025
Assumptions:		
Discount Rate	7.12%	6.53%
Rate of increase in compensation	10.00%	10.00%
1. Table Showing changes in present value of obligation		
Present value of Obligation at the beginning of the year	62.11	50.15
Interest Cost	3.92	3.40
Current Service Cost	11.74	10.48
Past service Cost (Vested benefits)	-	-
Benefits Paid	(6.97)	(3.35)
Benefits Paid by the Company	(0.10)	
Actuarial (gain) / Loss on obligation	(8.31)	1.44
Present value of obligation at the end of the year	**62.41**	**62.11**
2. Changes in fair value of plan assets		
Fair Value of Plan Assets at beginning of period	36.16	36.91
Contributions	4.58	-
Benefits Paid	(6.97)	(3.35)
Actuarial Gain/(Loss) on plan assets	2.43	2.60
Fair Value of Plan Assets at end of period	36.21	36.16
3. Actuarial Gain/Loss recognized		
Actuarial Gain / (Loss) on obligation	8.31	(1.44)
Actuarial Gain / (Loss) for the year - Plan assets	2.43	2.60
Total gain / (Loss) for the year	10.74	1.17
Actuarial Gain / (Loss) recognised in the year	**10.74**	**1.17**
4. The amounts to be recognized in the balance sheet		
Present value of obligation at the end of the year	62.41	62.11
Fair value of the plan assets at the end of Year	36.21	36.16
Funded Status	(26.20)	(25.95)
Net Assets / (Liability) recognised in Balance Sheet	**(26.20)**	**(25.95)**
5. Expenses Recognised in statement of Profit and Loss		

Notes Forming Part of The Financial Statements

as at 31st March 2026

Particulars	As at 31st March 2026	As at 31st March 2025
Current Service Cost	11.74	10.48
Interest Cost	3.92	3.40
Past service Cost (Vested benefits)	-	-
Net actuarial (gain) / Loss recognised for the year	(10.74)	(1.17)
Expenses recognised in Statement of Profit & Loss	**4.92**	**12.71**

NOTE 24: DEPRECIATION AND AMORTISATION EXPENSE

Particulars	As at 31st March 2026	As at 31st March 2025
Depreciation on Property,Plant and Equipment	100.80	122.68
Amortisation on Intangible Assets	14.96	6.19
(Refer note 9)		-
Total	**115.76**	**128.86**

NOTE 25: FINANCE COSTS

Particulars	As at 31st March 2026	As at 31st March 2025
Interest Expenses		
Interest on deferred payment liability	2.67	1.62
Interest on Bank overdraft	104.91	72.62
Interest on Property Loan	-	4.94
Interest on TDS & Other Taxes	0.39	5.44
Interest on Bills discount on M1 exchange	5.13	-
Sub-total	113.11	84.62
Other borrowing costs		
Bank Processing Fees	1.38	25.96
Prepayment charges on loan	-	5.92
	1.38	31.88
Total	114.49	116.50

NOTE 26: OTHER EXPENSES

Particulars	As at 31st March 2026	As at 31st March 2025
a) Operating expenses		
Tooling Related Expenses	0.01	1.70
Container Charges	507.13	896.13
Professional and Consultancy Fees	25.25	9.90
b) Administrative Expenses		

Notes Forming Part of The Financial Statements

as at 31st March 2026

Particulars	As at 31st March 2026	As at 31st March 2025
Payments to Auditor (Refer note 26.1)	**11.45**	8.94
Bank Charges	**11.06**	9.44
Electricity expenses	**3.27**	3.50
Insurance Charges	**21.71**	10.16
Miscellaneous Expenses	**34.54**	35.86
Professional Fees	**155.25**	88.55
Printing and stationery expenses	**1.58**	0.93
Directors Sitting Fees	**2.30**	2.15
Telephone Expenses	**1.82**	2.32
Travelling Expenses	**50.26**	48.55
Repairs & Maintenance expenses	**6.07**	8.98
Office Rent	**21.98**	20.96
GST Expenses	**-**	13.17
Donations	**1.00**	9.72
Export incentives receivable written off	**-**	94.16
CSR Expenses (Refer note 31)	**9.64**	-
c) Selling Expenditure		
Clearing, Forwarding & Shipping Charges	**142.34**	165.83
Business promotion Expenses	**34.42**	25.72
Warehouse Rent	**10.74**	10.56
Total	**1,051.81**	**1,467.21**

Note 26.1: PAYMENTS TO AUDITOR

Particulars	As at 31st March 2026	As at 31st March 2025
(Excluding Indirect Taxes)		
Audit Fees	**7.35**	6.55
Transfer Pricing Audit	**0.45**	0.45
Tax Audit	**0.85**	0.80
Company Law Matter	**-**	-
Others including taxation matters	**2.80**	1.14
Total	**11.45**	**8.94**

Notes Forming Part of The Financial Statements

as at 31st March 2026

Note 27: DEFERRED TAX ASSETS / (LIABILITIES)

Particulars	As at 31st March 2026	As at 31st March 2025
on account of Property, Plant and Equipment	**6.99**	6.61
on account of disallowances under Income Tax Act, 1961	**7.96**	7.13
	14.95	13.74

NOTE 28: EXCHANGE FLUCTUATIONS

Particulars	As at 31st March 2026	As at 31st March 2025
Exchange fluctuations income / (expenses) recognised in the Profit & Loss A/c.	**95.06**	88.62

NOTE 29: EARNINGS PER SHARE

Particulars	As at 31st March 2026	As at 31st March 2025
Net profit/ (loss) after tax as per Profit and Loss Statement attributable to equity shareholders	**154.79**	432.30
Weighted average number of Equity shares	**1,23,13,920**	1,23,13,920
Diluted number of Equity shares	**1,25,48,679**	1,23,13,920
Basic Earnings per Share	**1.26**	3.51
Diluted Earnings per Share	**1.23**	3.51

Note 29.1: Dilution in EPS for the period is on account of ESOP as effect of share warrant is Anti-Dilutive

NOTE 30: EMPLOYEE STOCK OPTION PLANS

The Company has established an Employee Stock Option Scheme 2025 ("ESOP 2025" or "the Scheme") pursuant to the approval of the shareholders on 25th September 2025 and in compliance with the applicable provisions of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and the guidance note issued by the Institute of Chartered Accountants of India for eligible employees.

Grant date : 14/11/2025

Vesting period : 5 years

Exercise period : 1 year from the Grant date in tranches

Exercise price : ₹ 15 per option

Particulars	As at 31st March 2026	As at 31st March 2025
Number of options reserved under the scheme	**10,00,000**	-
Each option gives the holder right to exercise one equity share of the Company having FV Rs 10 each		
Number of options granted during the year	**5,25,170**	-
Number of employees surrendered the options during the year before exercising	**(1,69,770)**	-

Notes Forming Part of The Financial Statements

as at 31st March 2026

Particulars	As at 31st March 2026	As at 31st March 2025
Options outstanding as at end of the year	3,55,400	-
Following is the vesting period of ESOP granted during the year		
Vesting Period	**Options to be exercised**	**Fair value of each option**
12 months from date of grant i.e. 13/11/2026	88,850	33.62
24 months from date of grant i.e. 13/11/2027	88,850	33.69
36 months from date of grant i.e. 13/11/2028	88,850	33.74
48 months from date of grant i.e. 13/11/2029	88,850	33.78
	3,55,400	

The following table summarises the movement in stock options granted during the year:

Particulars	As at 31st March 2026	As at 31st March 2025
Outstanding at the beginning of the year	-	-
Granted during the year (no. of options)	3,55,400	-
Forfeited / cancelled during the year	-	-
Exercised during the year	-	-
Lapsed during the year	-	-
Outstanding at the end of the year	**3,55,400**	**-**
Compensation expenses for the period in lakh	**23.57**	

The Company has used Black Scholes option pricing model. The following tables list the inputs used for the model by the valuer

Particulars	As at 31st March 2026	As at 31st March 2025
Dividend yield (%)	2.00%	
Expected volatility (%)	48.84%	
Risk-free interest rate (%)	6.17%	-
Expected life of share options (years)	3 years	
Weighted average fair value per share on grant date (in ₹)	33.62	

The expected life of the share options is based on current expectations and is not necessarily indicative of exercise patterns that may occur. The expected volatility reflects the assumption that the historical volatility over a period similar to the life of the options is indicative of future trends, which may not necessarily be the actual outcome. The historical volatility is based on price volatility of listed companies in same or similar industry. During the year 169,766 (year ended 31st March, 2025;) stock options has been surrendered by the employees .The Company has recognized ₹ 23.57 lakh, (31st March, 2025 – NIL) as employee benefit expense in relation to all the active options outstanding as at 31st March,2026.

Notes Forming Part of The Financial Statements

as at 31st March 2026

NOTE 31: CORPORATE SOCIAL RESPONSIBILITIES

(₹ in lakh)

Particulars	As at 31st March 2026	As at 31st March 2025
Section 135 of Companies Act, 2013 read with Schedule VII	9.55	-
Amount of CSR spent during the year	9.64	-
Excess spent of previous year	-	-
Excess spent at end of the year	(0.08)	-

Particulars of nature of CSR activities	As at 31st March 2026	As at 31st March 2025
Amount spent during the year :		
Health (Medical Relief)	2.63	-
Education	5.32	-
Environmental Protection	0.66	-
Others	1.03	-
Total	9.64	-

Also refer note 33 for CSR made through to Related party Metrics Foundation

NOTE 32: WARRANTS

During the year, the Company has allotted 4,68,000 warrants on preferential basis to promoters on the following terms and conditions:

1. Each warrant would have a exercise price of ₹ 47.25/-
2. Each warrant would be converted into one equity share of ₹ 10/- each at a premium of ₹ 37.25/- per share.
3. Warrant subscription amount of 25% of the exercise price i.e. ₹ 11.81 per warrant.
4. The warrant holders can exercise their option for conversion into equity shares after the expiry of twelve months post the issue of warrants but before the expiry of eighteen months at which time they will have to pay the balance amount of ₹ 35.44 per warrant.

Money Received Against Share Warrants

Balance and Movement during the Year:

(₹ in lakh)

Particulars	As at 31st March 2026	As at 31st March 2025
Opening Balance as at 1st April 2025	-	-
Add: Money received during the year	55.28	-
Less: Amount converted into Equity Shares during the year	-	-
Closing Balance as at 31st March 2026	**55.28**	**-**

Terms and Conditions of Warrants Issued:

Terms and Conditions of Warrants Issued:

Number of warrants issued: 4,68,000

Notes Forming Part of The Financial Statements

as at 31st March 2026

Exercise price per share: ₹ 47.25
Expiry period: 18 months from the date of allotment of share warrants
Conversion ratio: Each warrant is convertible into one equity share of ₹ 10
Voting rights: None until conversion
Dividend: Not payable before conversion
Nature of instrument: Equity-linked, giving promoters option to subscribe to shares

Details of Promoters paid money against share warrants **(Refer No 33)**

Name of Promoters	As at 31st March 2026	As at 31st March 2025"
Sahil H. Shah	24.57	-
Hiten T. Shah	12.29	-
Heena H. Shah	6.14	-
Ishan H. Shah	6.14	-
Nipul H. Keniya	6.14	-
Total	55.28	-

NOTE 33: RELATED PARTY TRANSACTION (As certified by management)
As per Accounting Standard 18, the disclosures of transactions with the related parties are as under:

A. Subsidiary Company

1. Metrics Vietnam Company Limited- Effective from 26th April 2023 (% of holding - 100%)
2. Bombay Metrics Metals Private Limited- Effective from 12th February 2025 (% of holding - 80%)

B. Key Managerial Personnel:

1. Mr. Nipul H. Keniya	Managing Director
2. Mr. Sahil H.Shah	Chairman and Director
3. Mr. Hiten T. Shah	Director
4. Ms. Heena H. Shah	Director
5. Mr. Hiten S. Shah	Independent Director
6. Mr. Vivek S. Vyas	Independent Director
7. Mr. Bhavin G. Gandhi	Independent Director
8. Mr. Prateek Jaju	Independent Director
9. Ms. Shruti C. Chavan	Company Secretary (Resigned on 31st May 2024)
10. Ms. Karishma H. Waghela	Company Secretary (effective from 17th Aug 2024 till 2nd Jan 2025)
11. Mr. Parsvo Gada	Company Secretary (effective from 6th March 2025)
12. Ms. Ankita R. Solanki	Chief Financial Officer (Resigned on 14th June 2025)
13. Mr. Hrishikesh Patwa	Chief Financial Officer (effective from 14th November 2025)

Notes Forming Part of The Financial Statements

as at 31st March 2026

C. Companies/Entities with whom there are transaction wherein Key Managerial Personnel have significant influence:

1. Marketing and Engineering Solutions (MES),Inc.
2. MESH Works
3. MESH Info India Private Limited
4. Metrics Foundation (Formerly known as Metrics Charitable Trust)
5. Metrics Hongkong Pvt Limited
6. Metrics Works Effingham LLC
7. Marketing and Engineering Solutions (MES), Inc. OHIO

The following transactions were carried out with the related parties in the ordinary course of business (except reimbursement of actual expenses)

Particulars	Nature of Transaction	2025-26	2024-25
Bombay Metrics Metals Private Limited	Investment in Equity shares	-	0.80
	Loan Given	5.00	-
	Interest on Loan	0.21	-
Mr. Nipul H. Keniya	Directors Remuneration*	45.03	42.73
	Dividend	6.32	6.39
Mr. Hiten T. Shah	Director Sitting Fees	-	-
	Dividend	6.08	5.42
Ms. Heena H. Shah	Director Sitting Fees	-	-
	Dividend	4.86	4.33
Mr. Sahil H. Shah	Dividend **	0.00	-
Mr. Prateek Jaju	Director Sitting Fees	0.38	0.55
Mr. Hiten S. Shah	Director Sitting Fees	0.63	0.70
Mr. Vivek S. Vyas	Director Sitting Fees	0.75	0.43
Mr. Bhavin G. Gandhi	Director Sitting Fees	0.55	0.48
Ms. Shruti C. Chavan	Remuneration	-	1.52
Ms. Karishma H. Waghela	Remuneration	-	1.04
Mr. Parsvo Gada	Remuneration	3.07	0.19
Ms. Ankita R. Solanki	Remuneration	2.37	6.54
Mr. Hrishikesh Patwa	Remuneration	3.75	-
Marketing and Engineering Solutions (MES),Inc.	Sale Of Goods	6,315.83	7,361.06
	Income from R&D Charges	141.40	461.05
	Sale of services	586.06	1,511.77
MESH Info India Private Limited	Sale of services	-	-
	Reimbursement of Travelling Expenses	-	0.70
Metrics Foundation	CSR activities	9.64	-

Notes Forming Part of The Financial Statements

as at 31st March 2026

Particulars	Nature of Transaction	2025-26	2024-25
Money received against share warrant	Sahil H. Shah	24.57	-
	Hiten T. Shah	12.29	-
	Heena H. Shah	6.14	-
	Ishan H. Shah	6.14	-
	Nipul H. Keniya	6.14	-
Marketing and Engineering Solutions (MES), Inc. OHIO	Import Purchase	0.56	-
Metrics Hongkong Private Limited	Import Purchase (Samples)	2.79	-

Balance outstanding at the end of the year		As at 31st March 2026	As at 31st March 2025
Mr. Nipul H. Keniya	Directors Remuneration payable	0.89	2.43
	Directors Reimbursement receivable	-	-
Marketing and Engineering Solutions (MES),Inc.	Trade Receivable	1,721.68	2,934.86
Metrics Works Effingham LLC	Trade Payable	1.29	1.17
Metrics Hongkong Private Limited	Trade Payable	2.86	0.55
Bombay Metrics Metals Private Limited	Loan Given	5.00	
	Interest on Loan Receivable	0.19	
MESH Info India Private Limited	Trade Receivable	-	0.70
Marketing and Engineering Solutions OHIO	Trade Payable	0.61	-

*Director Remuneration figure is including perquisites and excluding gratuity provision as separate figure employee wise are not available in actuarial valuation report.

** Figure less than ₹ 1000

NOTE 34:

a) EARNING IN FOREIGN CURRENCY

Particulars	2025-26	2024-25
In respect of rendering Services	610.48	1,511.77
In respect of Sales (FOB value)	6,348.67	7,361.06
In respect of R&D charges	178.97	461.05
	7,138.11	9,333.88

Notes Forming Part of The Financial Statements

as at 31st March 2026

b) EXPENDITURE IN FOREIGN CURRENCY

Particulars	2025-26	2024-25
In respect of Shipping charges	-	-
In respect of Travelling Expenses	0.41	4.71
	0.41	4.71

c) FOREIGN CURRENCY EXPOSURES AND DERIVATIVE INSTRUMENTS

Particulars	2025-26	2024-25
(i) Trade Receivables in Foreign Currency - ₹ In lakh*	1,704.55	2,919.53
Less: Nominal amount of Forward Exchange contracts entered into by the Company and outstanding as on 31st March for hedging foreign currency exposure	-	-
(ii) Trade payable in Foreign currency - ₹ In lakh	4.77	1.72
Unhedged foreign currency exposure		
Total unhedged (₹ in lakh)	1,699.78	2,917.81

*The above trade receivable figure is excluding unbilled revenue of ₹ 17.13 lakh (previous year ₹ 15.34 lakh)

d) Value of Imports on CIF basis

Particulars	2025-26	2024-25
Stock in trade - Metals	162.30	127.06
Stock in trade - Components	3.62	-

Note 35: CONTINGENT LIABILITY AND CAPITAL COMMITMENTS

COMMITMENT

Particulars	2025-26	2024-25
Estimated amount of Contracts remaining to be executed on capital account and not provided for (Net of Advances)	170.16	15.00

CONTINGENT LIABILITY

Particulars	2025-26	2024-25
Disputed Tax Liabilities not provided for		
(i) Income Tax demand for AY 2019-20	0.20	0.20

Notes Forming Part of The Financial Statements

as at 31st March 2026

Note 36: OTHER STATUTORY INFORMATION

i) There are no transaction during the year or balance outstanding on account of any transaction as on reporting date with companies struck off under section 248 of the Companies Act, 2013.

ii) The Company does not have any Capital-work-in progress or intangible assets under development, whose completion is overdue or has exceeded its cost to its original plan. (Refer note 9)

iii) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entitles (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall

a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf the company (Ultimate Beneficiaries) or

b) Provide any guarantee, security or the like to or on behalf of the Ultimate beneficiaries.

iv) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company will:-

a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf the Funding Party (Ultimate Beneficiaries) or

b) Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries"

v) The Company has not entered into 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.

vi) The Company has not traded or invested in Crypto Currency or Virtual Currency during the financial year.

vii) The Company is not declared as wilful defaulter by any bank or financial institution or other lenders.

viii)The Company have subsidiary companies and accordingly, have complied with the number of layers prescribed under clause (87) of section 2 of the Companies Act,2013.

ix) Title deed of all immovable property are held in the name of the company.

x) The company has not revalued any of its Property, Plant and Equipments.

xi) No loans or Advances in nature of loan are granted to promoters, KMP, Director or related party.

xii) The Company does not have any Benami Property , where any proceedings has been initiated or pending against the company for holding any Benami Property.

xiii) Company does have borrowings from Banks or Financials Institution on the basis of security of current assets.

xiv) The Company does not have charges or satisfaction which is yet to be registered with Registrar of Companies

xv) There are no Scheme of Arrangement approved by the Competent Authority in terms of Sections 230 to 237 of the Companies Act, 2013 during the year.

xvi) Analytical Ratios

Notes Forming Part of The Financial Statements

as at 31st March 2026

(₹ in lakh)

Analytical Ratio	Particulars (Numerator / Denominator)	2025-26	2024-25	2025-26	2024-25	Variance	Refer Notes
CURRENT RATIO	Current asset	3,747.15	4,141.99	1.27	1.19	6.64%	6.64%
	Current liablity	2,948.15	3,475.31				
DEBT EQUITY RATIO	Total debt (Long term borrowings+Short term borrowings)	1,103.04	1,146.95	0.52	0.60	-13.34%	
	Shareholders equity	2,114.36	1,905.35				
DEBT SERVICE COVERAGE RATIO	Earnings after tax available for debt services	378.39	739.92	3.19	2.39	33.46%	Refer note (i)
	Debt services	118.73	309.84				
RETURN ON EQUITY	Net profit	154.79	432.30	8%	25%	-69.66%	Refer note (ii)
	Average Shareholders equity	2,009.86	1,703.05				
INVENTORY TURNOVER RATIO	Sales	8,276.36	8,344.64	48.71	119.84	-59.36%	Refer note (iii)
	Average inventory	169.92	69.63				
TRADE RECEIVABLES TURNOVER RATIO	Net credit sales (including service income)	9,030.42	9,856.41	3.18	3.57	-10.86%	
	Average accounts receivables	2,839.28	2,762.42				
TRADE PAYABLES TURNOVER RATIO	Net credit purchases	7,542.71	7,433.54	3.80	3.09	22.82%	
	Average trade payables	1,986.07	2,403.99				
WORKING CAPITAL TURNOVER RATIO	Net sales (including service income)	9,030.42	9,856.41	12.32	14.47	-14.86%	
	Average working capital	732.84	681.04				
NET PROFIT RATIO	Net profit after tax	154.79	432.30	1.70%	4.33%	-60.86%	Refer note (ii)
	Total revenue from operation	9,123.77	9,972.72				
RETURN ON CAPITAL EMPLOYED	Earnings before interest & taxes	323.76	669.10	10%	27%	-62.42%	Refer note (ii)
	Average Capital employed	3,134.85	2,434.48				
RETURN ON INVESTMENT	Income generated from investments	11.06	3.49	9.22%	4.97%	85.34%	Refer note (iv)
	Simple average Investments	120.00	70.21				

Notes:

i) On account of reduction in long term debt

ii) On account of decrease in net profit for the year

iii) On account of increase in inventory at the close of the year

iv) On account higher FD through out the period of the year

NOTE 37: DUES TO MICRO AND SMALL ENTERPRISES

To comply with the requirement of The Micro, Small and Medium Enterprises Development Act, 2006, the Company requested its suppliers to confirm it whether they are covered as Micro, Small or Medium enterprise as is defined in the said Act. Based on the communication received from such suppliers confirming their coverage as such enterprise, the company has recognized them for the necessary disclosure as provided under the Act, from the date of receipt of such confirmations and are disclosed in note below. The Company does not have any overdue trade payable considering the terms of contracts with the parties and hence Company has not paid or provided Interest on delayed payment to the parties covered under Micro and Small Enterprises.

Notes Forming Part of The Financial Statements

as at 31st March 2026

Particulars	As at 31-03-2026"	As at 31-03-2025"
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
- Principal amount outstanding (whether due or not) to micro and small enterprises	550.78	282.76
- Interest due thereon	-	-
The amount of interest paid by the Company in terms of section 16 of the MSMED Act, 2006.	-	-
The amount of payment made to the supplier beyond the appointed day during the year	-	-
Amount of interest due and payable on delayed payments	-	-
Amount of interest accrued and remaining unpaid as at year end	-	-

Note 38:

In the opinion of the Board, all the Current Assets and Loans and Advances are approximately of the value stated if they are realised in the ordinary course of business and the adequate provisions are made for all known liabilities including depreciation.

Note 39: LEASES

The company has taken premises on operating lease. The company has entered into formal agreement for payment of rent for premises occupied by it.

Future Minimum Lease Payments

Following are the total of future minimum lease payments under non-cancellable operating leases for each of the following periods:

Period	As at 31st March 2026	As at 31st March 2025
Not later than one year	32.51	32.82
Later than one year and not later than five year	33.41	42.93
Later than five year	-	-
Total	65.92	**75.75**

Lease Expenses recognized in the Profit & Loss Statement:
Lease payments recognized in the Statement of Profit and Loss for the year ₹ 32.72 lakh (Previous Year: ₹ 31.52 lakh)

Contingent rents recognized as an expense (if any): Nil

Note 40:

The Board of Directors of the Company has recommended a final dividend @ 1% i.e. Rs 0.10/- per Equity share of Rs 10/- each , subject to the approval by the Shareholder of the Company in ensuing Annual General meeting.

Note 41:

The financials statements are approved by the Board at its meeting held on May 15, 2026

Notes Forming Part of The Financial Statements

as at 31st March 2026

Note 42: SEGMENT REPORTING

Company has identified 2 primary separate reportable business segment as per AS 17 "Segment Reporting" ie. Engineering tools including its related services and trading of Metals.

The accounting policies adopted for segment reporting are in line with the accounting policy of the Company with following additional policies for segment reporting.

a) Revenue and Expenses have been identified to a segment on the basis of relationship to operating activities of the segment. Revenue and Expenses which relate to enterprise as a whole and are not allocable to a segment on reasonable basis have been disclosed as "Unallocable".

b) Segment Assets and Segment Liabilities represent Assets and Liabilities in respective segments. Investments, tax related assets and other assets and liabilities that cannot be allocated to a segment on reasonable basis have been disclosed as "Unallocable".

Particulars	As at 31st March 2026	As at 31st March 2025
PRIMARY SEGMENT (Business Segment)		
REVENUE		
Engineering tools and related services	6,548.37	8,338.11
Trading of Metals (Aluminium / Copper)	1,886.92	534.63
Others	688.49	1,099.97
Inter Segment Revenue	-	-
Total	9,123.77	**9,972.72**
EXPENSES		
Engineering tools and related services	5,514.50	6,965.67
Trading of Metals (Aluminium / Copper)	1,831.18	519.06
Others	507.13	854.22
Inter Segment Expenses	-	-
Total	7,852.82	**8,338.95**
RESULT		
Engineering tools and related services	1,033.86	1,372.44
Trading of Metals (Aluminium / Copper)	55.74	15.57
Others	181.36	245.75
	1,270.96	1,633.76
Add: Unallocable Income - other income	109.29	125.17
Less : Unallocable Expenses	1,049.59	1,052.51
Less : Finance Cost	114.49	116.50
Profit Before Tax	216.17	**589.92**
Less: Tax expenses	61.38	157.63
Profit After Tax	154.79	**432.29**
OTHER INFORMATION		
SEGMENT ASSETS		
Engineering tools and related services	2,736.19	3,536.32
Trading of Metals (Aluminium / Copper)	775.44	272.12
Others	13.26	-
Unallocable Corporate assets	1,569.86	1,616.32
Total Assets	5,094.75	**5,424.76**

Notes Forming Part of The Financial Statements

as at 31st March 2026

Particulars	As at 31st March 2026	As at 31st March 2025
SEGMENT LIABILITIES		
Engineering tools and related services	1,547.20	1,826.26
Trading of Metals (Aluminium / Copper)	53.53	111.74
Unallocable Corporate liabilities	1,379.66	1,581.41
Total liabilities	2,980.39	**3,519.41**
SECONDARY SEGMENT (Geogaphical segment)		
REVENUE		
Within India	1,886.92	534.63
Outside India	7,236.86	9,438.08
	9,123.77	**9,972.71**
ASSET		
Within India	3,366.52	2,489.90
Outside India	1,728.23	2,934.86
	5,094.75	**5,424.76**

Note 43 Audit Trail (Edit Log):

The Company uses the accounting software SAP for maintaining books of account. Audit trail is enabled at an application level for all the tables and fields for maintenance of books of account and relevant transactions. However, it has has not been enabled with the feature of audit trail log at the database layer to log direct transactional changes, due to present design of SAP. Further, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

Note 44:

Previous period figures have been regrouped / re-arranged wherever necessary.

As per our report of even date attached

Akshay Shah
Partner
Membership No. 103316

Place: Mumbai
Dated: 15th May 2026

For and on behalf of the Board of Directors

Nipul H. Keniya
Managing Director
(DIN-03087659)

Heena H. Shah
Non-Executive Director
(DIN-07226268)
Place: USA / Dated:

Parsvo Gada
Company Secretary

Hrishikesh Patwa
Chief Financial Officer

Place: Mumbai
Dated: 15th May 2026

Independent Auditors' Report

To,
The Members of Bombay Metrics Supply Chain Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying Consolidated Financial Statements of **BOMBAY METRICS SUPPLY CHAIN LIMITED** ("the Holding Company") and its subsidiaries (the Company and its subsidiaries together referred to as the "Group'), which comprise the Consolidated Balance Sheet as at 31st March , 2026 , the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under section 133 of the Act read with the Companies (Accounting Standards) Rules,2006, as amended, ("Accounting Standards") and other accounting principles generally accepted in India, of the Consolidated state of affairs of the Group as at 31st March , 2026 , its Consolidated profit and its Consolidated cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matter

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the Consolidated Financial Statements for the financial year ended 31st March, 2026. These matters were addressed in the context of our audit of the Consolidated Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined that there is no key audit matter to be communicated in our report.

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

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

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

In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the other information, compare with the financial statements of the subsidiaries audited by the other auditors, to the extent it relates to these entities and, in doing so, place reliance on the work of the other auditors and consider whether the other information is materially inconsistent with the Consolidated Financial Statements or our knowledge obtained during the course our audit or otherwise appears to be materially misstated. Other information so far as it relates to the subsidiaries is traced from their financial statement audited by other auditors. We have been informed that other information will be adopted by the Board of Directors at a later date and we will report, if other information so adopted is materially inconsistent with the Consolidated Financial Statements.

Responsibilities of Management for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Consolidated Financial Statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the group in accordance with the accounting principles generally accepted in India including Accounting Standards specified under Section 133 of the Act. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the

Independent Auditors' Report

Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated Financial Statements by the Directors of the Holding Company, as aforesaid.

In preparing the Consolidated Financial Statements, the respective board of Directors of the entities included in the Group are responsible for assessing the ability of the respective entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Director either intends to liquidate their respective entities or to cease operations, or has no realistic alternative but to do so.

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

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

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

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

- Identify and assess the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the Holding company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entity or business activities within the Group of which we are independent auditors and whose financial information we have audited, to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the Consolidated Financial Statements of which we are the independent auditors. For the other entity included in the Consolidated Financial Statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Independent Auditors' Report

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

We communicate with those charged with governance of the Holding Company and such other entity included in the Consolidated Financial Statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal financial controls that we identify during our audit.

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

Other Matters

The accompanying Statement includes the audited financial statements and other financial information in respect of:

a) One subsidiary, whose financial statements reflect total assets of ₹ 37.33 lakh as at December 31, 2025, total revenues of ₹ 139.57 lakh, net profit after tax of ₹ 11.66 lakh and net cash outflow of ₹ 5.37 lakh for the year ended December 31,2025 as considered in the Statement which have been audited by their independent auditors.

b) The independent auditors report on the financial statements of the entity referred above have been furnished to us by the Management of Holding Company and our opinion on the Consolidated Financial Statements, in so far as it relates to the amounts and disclosures included in respect of the wholly owned subsidiary, is based solely on the reports of the other auditor and the procedures performed by us as stated in paragraph above. Our opinion is not modified in respect of above matters.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit and on the consideration of the reports of other auditors on the separate financials of subsidiary referred to in the Others Matters section above, we report, to the extent applicable that:

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Financial Statements.

b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books and the reports of the other auditors except for the matters stated in the paragraph 1(h)(vi) below on reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014.

c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the Consolidated Financial Statements.

d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Accounting Standards prescribed under Section 133 of the Act.

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

f) The modifications relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 1(b) above on reporting under Section 143(3)(b) of the Act and paragraph 1(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

g) With respect to the adequacy of the internal financial controls with reference to Consolidated Financial Statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" which is based on the auditors' reports of the Holding Company. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls with reference to Consolidated Financial Statements of the Company.

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 and based

Independent Auditors' Report

on consideration of the report of the other auditors on separate financial statements:

i) The Consolidated Financial Statements disclose the impact of pending litigations on its Consolidated Financial Position of the Group – Refer Note 31 to the Consolidated Financial Statements.

ii) The group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii) There are no amounts which are required to be transferred to the Investor Education and Protection Fund by the Company.

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

(b) The Management of the Holding Company has represented to us that, to the best of its knowledge and belief, as disclosed in the notes to the accounts, no funds (which are material either individually or in the aggregate) have been received by the Holding Company or by its subsidiary company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding company or subsidiary Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified ("Ultimate Beneficiaries") in any manner whatsoever by or on behalf of the Funding Party or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the audit procedures that has been considered reasonable and appropriate in the circumstances, performed by us including for subsidiary which are company incorporated in India whose financial statements have been audited under the relevant Act, nothing has come to our notice that cause us to believe that the representation given by the Management under paragraph (1) (h) (iv) (a) and (b) above contain any material misstatement.

v) In respect of the dividend declared during the year and paid by the Holding Company, the provisions of Section 123 of the Act were complied with.

vi) The Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The amount of dividend proposed is in accordance with section 123 of the Act, as applicable.

vii) Based on our examination which included test checks, except for instance mentioned below for the Holding Company and for the subsidiary company incorporated in India has used an accounting software/s for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

The audit trail feature was not enabled at the database layer for accounting software to log direct transactional changes, used for maintenance of all accounting records by the Holding Company. However, Audit trail (edit log) is enabled at the application level. Further, the audit trail has been preserved by the Holding Company and subsidiary company incorporated in India as per the statutory requirements for record retention.

2. As required by Section 197(16) of the Act, we report that the Holding Company has paid remuneration to its directors during the year in accordance with the provisions of the limits laid down under Section 197 read with Schedule V of the Act.

3. With respect to the matters specified in paragraphs 3(xxi) of the Companies (Auditor's Report) Order, 2020 (the "Order"/ "CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, we report that Company has one subsidiary

Independent Auditors' Report

Company, which is incorporated outside India where reporting under CARO is not applicable and for the other subsidiary we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

For Rajendra & Co.
Chartered Accountants
Firm Registration Number 108355W

Akshay Shah
Partner
Membership No: 103316
UDIN: 26103316WBWAQU8612
Mumbai
Date: 15th May, 2026

ANNEXURE “A” TO THE INDEPENDENT AUDITORS`S REPORT

ON THE CONSOLIDATED FINANCIAL STATEMENTS OF BOMBAY METRICS SUPPLY CHAIN LIMITED

(Referred to in paragraph 1 (g) under `Report on Other Legal and Regulatory Requirements` of our report of even date)

Opinion

We have audited the internal financial controls with reference to consolidated financial statements of **BOMBAY METRICS SUPPLY CHAIN LIMITED** (“the Holding Company”) as of 31st March, 2026 in conjunction with our audit of the Consolidated Financial Statements of the Group for the year ended on that date.

In our opinion, the Holding Company and subsidiary Company incorporated in India has, in all material respects, adequate internal financial controls with reference to Consolidated Financial Statements and such internal financial controls were operating effectively as at 31st March, 2026, based on the internal financial controls with reference to Consolidated 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 issued by the Institute of Chartered Accountants of India (the “Guidance Note”).

Management’s Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

Our responsibility is to express an opinion on the Group’s internal financial controls with reference to Consolidated Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls with reference to consolidated financial statements, 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 Consolidated Financial Statements, whether due to fraud or error.

We believe that the audit evidence obtained by us and the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Group, internal financial controls system over financial reporting.

Meaning of Internal Financial Controls with reference to consolidated financial statements

A Company’s internal financial control with reference to consolidated 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 control with reference to Consolidated financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company’s assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to Consolidated Financial Statements

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

Other Matters

i) Our aforesaid reports under section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to consolidated financial statements relates only to Holding Company and Subsidiary Company incorporated in India as one of its subsidiary Company is incorporated outside India.

For Rajendra & Co.
Chartered Accountants
Firm Registration Number 108355W

Akshay Shah
Partner
Membership No: 103316
UDIN: 26103316WBWAQU8612
Mumbai
Date: 15th May, 2026

ANNEXURE "B" TO THE INDEPENDENT AUDITORS`S REPORT

ON THE CONSOLIDATED FINANCIAL STATEMENTS OF BOMBAY METRICS SUPPLY CHAIN LIMITED

(Referred to in paragraph 3 under `Report on Other Legal and Regulatory Requirements` of our report of even date)

With respect to the matters specified in clause (xxi) of paragraph 3 and paragraph 4 of the Companies (Auditor's Report) Order, 2020 ("CARO") issued by the Central Government in terms of Section 143(11) of the Act, according to the information and explanations given to us, and based on the CARO reports issued by us for the Holding Company and the subsidiary company incorporated in India included in the Consolidated Financial Statements, we report there are no qualifications or adverse remarks in the CARO reports of the entities included in the Consolidated Financial Statements.

For Rajendra & Co.
Chartered Accountants
Firm Registration Number 108355W

Akshay Shah
Partner
Membership No: 103316
UDIN: 26103316WBWAQU8612
Mumbai
Date: 15th May, 2026

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Consolidated Balance Sheet

as at 31st March 2026

(₹ in lakh)

Sr No	Particulars	Note No.	As at 31st March 2026	As at 31st March 2025
A	**EQUITY AND LIABILITIES**			
1	**Shareholders' Funds**			
(a)	Share Capital	1	1,231.39	1,231.39
(b)	Reserves and Surplus	2	852.04	687.54
(c)	Money received against share warrants	1	55.28	
(d)	Minority Interest	2a	-	0.12
			2,138.72	1,919.05
2	**Non-Current Liabilities**			
(a)	Long-Term Borrowings	3	9.97	22.23
(b)	Long Term Provisions	4	22.26	21.88
			32.23	44.10
3	**Current Liabilities**			
(a)	Short-Term Borrowings	5	1,093.06	1,124.73
(b)	Trade Payables	6		
	-Due to Micro and Small Enterprises		550.88	282.76
	-Due to other than Micro and Small Enterprises		1,233.02	1,908.35
(c)	Other Current Liabilities	7	52.36	65.30
(d)	Short-Term Provisions	8	23.40	100.35
			2,952.72	3,481.47
	Total		**5,123.67**	**5,444.63**
B	**ASSETS**			
1	**Non-Current Assets**			
(a)	Property, Plant and Equipment and Intangible Assets	9		
(i)	Property, Plant and Equipment		662.50	659.91
(ii)	Intangible Assets		66.39	55.57
(iii)	Capital Work-in-Progress		371.15	143.46
(iv)	Intangible assets under development		-	3.20
			1,100.05	862.15
(b)	Goodwill on Consolidation		38.13	38.13
(c)	Deferred Tax Assets (Net)	10	15.34	13.74
(d)	Long-Term Loans and Advances	11	170.16	235.21
(e)	Other non-current assets	12	14.09	129.09
			1,337.78	1,278.32
2	**Current Assets**			
(a)	Inventories	13	276.57	63.28
(b)	Trade Receivables	14	2,497.92	3,196.71
(c)	Cash and Cash Equivalents	15	41.44	39.56
(d)	Bank Balances other Cash and Cash Equivalents	15a	125.80	1.39
(e)	Short-Term Loans and Advances	16	820.59	837.15
(f)	Other current assets	17	23.58	28.22
			3,785.90	4,166.30
	Total		**5,123.67**	**5,444.63**
	The accompanying Significant Accounting Policies and notes forming part of the consolidated Financial Statements	1 to 43		

As per our report of even date attached

For Rajendra & Co.
Chartered Accountants
Firm Registration No. 108355W

Akshay Shah
Partner
Membership No. 103316

Place: Mumbai
Dated: 15th May 2026

For and on behalf of the Board of Directors

Nipul H. Keniya
Managing Director
(DIN-03087659)

Heena H. Shah
Non-Executive Director
(DIN-07226268)
Place: USA / Dated:

Parsvo Gada
Company Secretary

Hrishikesh Patwa
Chief Financial Officer

Place: Mumbai
Dated: 15th May 2026

Consolidated Statement of Profit and Loss

for the year ended 31st March 2026

(₹ in lakh, except per share data)

Sr No	Particulars	Note No.	For the year ended 31st March 2026	For the year ended 31st March 2025
1	**INCOME**			
	Revenue from Operations	18	9,263.19	10,147.48
	Other Income	19	109.23	124.99
	Total Income		**9,372.42**	**10,272.46**
2	**EXPENSES**			
	Purchases of stock-in- trade	20	7,542.71	7,433.54
	Changes in inventories of stock-in-trade	21	(213.28)	12.70
	Employee benefits expense	22	497.67	455.51
	Depreciation and amortisation expense	23	116.54	129.11
	Finance Costs	24	114.49	116.50
	Other expenses	25	1,087.95	1,517.46
	Total expenses		**9,146.08**	**9,664.83**
3	**Profit before tax (1-2)**		**226.35**	**607.63**
4	**Tax expense**			
	Current tax		62.00	168.00
	Deferred tax		(1.61)	(8.90)
	Short / (Excess) Provision for tax		0.59	(1.47)
	Total Tax Expense		60.98	157.63
5	**Profit / (loss) for the period (3-4)**		**165.36**	**450.01**
6	**Profit for the year attributable to:**			
	(i) Owners of the Company		165.58	450.09
	(ii) Minority interest		(0.22)	(0.08)
	Total		**165.36**	**450.01**
7	**Earnings per share (Face value of ₹ 10)**			
	Basic (in ₹)	28	1.34	3.66
	Diluted (in ₹)		1.32	3.66
	The accompanying Significant Accounting Policies and notes forming part of the consolidated Financial Statements	1 to 43		

As per our report of even date attached

For Rajendra & Co.
Chartered Accountants
Firm Registration No. 108355W

Akshay Shah
Partner
Membership No. 103316

Place: Mumbai
Dated: 15th May 2026

For and on behalf of the Board of Directors

Nipul H. Keniya
Managing Director
(DIN-03087659)

Heena H. Shah
Non-Executive Director
(DIN-07226268)
Place: USA / Dated:

Parsvo Gada
Company Secretary

Hrishikesh Patwa
Chief Financial Officer

Place: Mumbai
Dated: 15th May 2026

Consolidated Cash Flow Statement

for the year ended 31st March 2026

(₹ in lakh)

Sr. No.	Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
A	CASH FLOW FROM OPERATING ACTIVITIES		
	Net Profit / (Loss) Before Tax as per Statement of Profit and Loss	226.35	607.63
	Adjusted for:		
	Depreciation and Amortisation Expense	116.54	129.11
	Export incentives receivable written off	-	94.16
	ESOP Compensation Expenses	23.57	
	Provision for Retirement Benefits (net of payment)	0.24	12.71
	Unrealised foreign exchange loss/(gain)	(70.76)	19.48
	Interest paid on borrowings	112.71	79.18
	Sundry balances written back (net)	-	(7.28)
	Interest Income	(11.06)	(3.49)
	Operating Profit before Working Capital Changes	**397.59**	**931.49**
	Adjustments for changes in Working Capital		
	(Increase) / Decrease in Trade and other receivables	769.54	(771.76)
	(Increase) / Decrease in Inventories	(213.28)	12.70
	Increase / (Decrease) Trade payables & others liabilities	(420.17)	(390.72)
	(Increase) / Decrease in Long Term Loans & Other Assets	82.35	(255.83)
	Cash Generated from Operations	**616.02**	**(474.12)**
	Taxes Paid (net)	(141.59)	(145.12)
	Net Cash flow from / (used in) Operating Activities (refer note 3)	**474.43**	**(619.24)**
B	**CASH FLOW FROM INVESTING ACTIVITIES**		
	Interest Income	7.76	0.18
	Loan given to Subsidiary	-	
	Investment in Fixed Deposit		
	Acquisition of Property Plant and Equipment	(354.44)	(128.47)
	Net Cash flow from / (used in) Investing Activities	**(346.68)**	**(128.29)**
C	**CASH FLOW FROM FINANCING ACTIVITIES**		
	Proceeds/(Repayment) of Long Term Borrowings	-	(216.38)
	Repayment of vehicle loan	(11.14)	(14.29)
	Cash flow from availing new vehicle loans	-	33.37
	Cash inflow from Availing Bank OD (net)	(32.77)	1,028.35
	Finance cost paid	(112.71)	(79.18)
	Dividend Paid	(24.59)	(27.70)

Consolidated Statement of Profit and Loss

for the year ended 31st March 2026

	Contribution from Minority interest		0.02
	Proceeds from preferential issue (Share Warrants)	55.28	-
	Net Cash Flow from / (used in) Financing Activities	**(125.94)**	**724.20**
	Net Increase / (Decrease) in Cash and Cash Equivalents (A + B + C)	1.81	(23.32)
	Opening Balance of Cash and Cash Equivalents	**39.56**	**62.97**
	Add: Cash and cash equivalent on consolidation		-
	Add: Exchange difference on translation of foreign currency cash and cash equivalents	0.03	(0.10)
	Closing Balance of Cash and Cash Equivalents	**41.44**	**39.56**
	Net Increase / (Decrease) in Cash and Cash Equivalents	**1.86**	**(23.32)**
Notes			
(1)	**Cash and Cash Equivalents include the followings amounts**		
	Cash on Hand	6.71	7.61
	Cheque on Hand	-	1.50
	Balance with Banks		
	- In Current Accounts	34.74	30.45
	- In fixed Deposit	-	-
	Other Bank Balances		
		41.44	**39.56**

(2) The above Cash Flow Statement has been prepared under the Indirect Method as set out in Accounting Standard 3 on Cash Flow Statement.

(3) Includes outflow towards CSR expenses ₹ 9.64 lakh (PY it is NIL)

As per our report of even date attached

For and on behalf of the Board of Directors

For Rajendra & Co.
Chartered Accountants
Firm Registration No. 108355W

Akshay Shah
Partner
Membership No. 103316

Place: Mumbai
Dated: 15th May 2026

Nipul H. Keniya
Managing Director
(DIN-03087659)

Heena H. Shah
Non-Executive Director
(DIN-07226268)
Place: USA / Dated:

Parsvo Gada
Company Secretary

Hrishikesh Patwa
Chief Financial Officer

Place: Mumbai
Dated: 15th May 2026

SAP

Significant Accounting Policies on Consolidated Financial Statements

A. Basis of preparation of financial accounts:

The Company has prepared the financial statements to comply in all material respects with the accounting standards specified as per section 133 of the Companies Act, 2013, read with rule 7 of the Companies (Accounts) Rules, 2014, and other accounting principles generally accepted in India. The financial statements have been prepared under the historical cost convention and on accrual basis. The accounting policies have been consistently applied by the Company. The financial statements are presented in Indian rupees rounded off to the nearest lakh.

B. Principles of Consolidation

The consolidated financial statements relate to BOMBAY METRICS SUPPLY CHAIN LIMITED ('the Company') and its subsidiary companies. The consolidated financial statements have been prepared on the following basis:

a) The financial statements of the Company and its subsidiary companies are combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances and intragroup transactions in accordance with Accounting Standard (AS) 21 - "Consolidated Financial Statements"

b) In case of foreign subsidiary entity, revenue items are consolidated at the average rate prevailing during the year. All monetary assets and liabilities are converted at rates prevailing at the end of the year. Any exchange difference arising on consolidation is recognised in the Exchange Fluctuation Reserve.

c) The difference between the cost of investment in the subsidiary, over the net assets at the time of acquisition of shares in the subsidiaries is recognised in the financial statements as Goodwill or Capital Reserve, as the case may be.

d) Minority Interest's share of net profit of consolidated subsidiaries for the year, if any is identified and adjusted against the income of the group in order to arrive at the net income attributable to shareholders of the Company.

e) Minority Interest's share of net assets of consolidated subsidiary, if any is identified and presented in the consolidated balance sheet separate from liabilities and the equity of the Company's shareholders.

As far as possible, the consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented in the same manner as the Company's separate financial statements.

Other significant accounting policies

These are set out under "Significant Accounting Policies" as given in the Company's separate financial statements.

Notes forming part of the Consolidated Financial Statements

as at 31st March 2026

NOTE 1: SHARE CAPITAL

(₹ in lakh)

Particulars	As at 31st March 2026	As at 31st March 2025
Authorized		
2,50,00,000 Equity shares of ₹10 each at par	2,500.00	2,500.00
	2,500.00	2,500.00
Issued, Subscribed and Fully Paid Up		
1,23,13,920 (P.Y. 1,23,13,920) Equity shares of ₹10 each fully paid up	1,231.39	1,231.39
TOTAL	1,231.39	**1,231.39**

Note1.1: Reconciliation of No. of shares Outstanding at the beginning & at the end of the reporting period

(₹ in lakh)

Particulars	As at 31st March 2026	As at 31st March 2025
Opening No. of Shares	1,23,13,920	61,56,960
Issued During the year: Bonus Issue (Refer note 1.3)	-	61,56,960
Closing no. of Shares	1,23,13,920	1,23,13,920

Note 1.2: The details of shareholders holding more than 5% shares

(₹ in lakh)

Sr No	Name of the shareholders	31st March 2026		31st March 2025		%change during the year
		No. of shares held	% held as at	No. of shares held	% held as at	
1	Hiten T. Shah	30,40,000	24.69	30,40,000	24.69	-
2	Heena H. Shah	24,32,000	19.75	24,32,000	19.75	-
3	Nipul H. Keniya	31,58,400	25.65	31,55,200	25.62	0.10%
	Total	86,30,400	70.09	**86,27,200**	**70.06**	**0.10%**

Reason for % change

Mr.Nipul H. Keniya has acquired 3200 shares from open market during the year.

Terms/Rights to Equity Shares

The Company has one class of Equity Shares having par value of ₹ 10 per share. The Company declares and pay dividend in Indian Rupees. Each shareholder is entitled to one vote per share. In the event of liquidation of the company, the holders of the 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 number of equity shares held by the shareholders.

Note 1.3 During the F.Y. 2024-25 Company has alloted 61,56,960 fully paid up equity shares of Rs 10 each as bonus shares in the ratio of 1:1 on 07th October 2024 by capitalising reserves based on sWhareholders approval in the Annual General Meeting held on 20th September, 2024.

Note 1.4 Details of shares issued without consideration / bonus / bought back in last 5 years

a) 61,56,960 bonus shares were issued during the financial year 2024-2025

b) 46,17,720 bonus shares were issued during the financial year 2022-2023

c) 10,64,250 bonus shares were issued during the financial year 2020-2021

Note 1.5: The details of Promoter group holding

(₹ in lakh)

Sr No	Promoter Name	As at 31st March 2026		As at 31st March 2025		% change during the year
		Number of Shares	% of total shares	Number of Shares	% of total shares	
1	Nipul H. Keniya	31,58,400	25.65	31,55,200	25.62	0.10%
2	Hiten T. Shah	30,40,000	24.69	30,40,000	24.69	-
3	Heena H. Shah	24,32,000	19.75	24,32,000	19.75	-
4	Sahil H. Shah	5,600	0.05	800	0.01	6.00
	Total Promoters shares outstanding	86,36,000	70.13	86,28,000	70.07	0.09%
	Total shares outstanding	1,23,13,920		1,23,13,920		

Sr No	Promoter Name	As at 31st March 2025		As at 31st March 2024		%change during the year
		Number of Shares	% of total shares	Number of Shares	% of total shares	
1	Nipul H. Keniya	31,55,200	25.62	15,76,000	25.60	0.10%
2	Hiten T. Shah	30,40,000	24.69	15,20,000	24.69	-
3	Heena H. Shah	24,32,000	19.75	12,16,000	19.75	-
4	Sahil H. Shah	800	0.01	-	-	
	Total Promoters shares outstanding	**86,28,000**	**70.07**	**43,12,000**	**70.03**	**0.05%**
	Total shares outstanding	**1,23,13,920**		**61,56,960**		

Reason for % change

Mr.Nipul H. Keniya has acquired 3200 shares from open market during the year.

Mr.Sahil H. Shah has acquired 4800 shares from open market during the year.

Money Received Against Share Warrants (Refer Note 31 and 32)

NOTE 2: RESERVES & SURPLUS

(₹ in lakh)

Particulars	As at 31st March 2026	As at 31st March 2025
a) Retained Earnings		
Surplus		
As per Last Balance Sheet date	687.53	847.71
Add: Profit/(Loss) for the year	165.58	483.22
Less: Final dividend for FY 24-25 @ ₹0.20 per share	(24.63)	-
Less: Final dividend for FY 23-24 @ ₹0.45 per share	-	(27.71)
Less: Utilised for Issue of Bonus Shares (Refer Note 1.3)	-	(615.70)
Less: Share of loss in minority interest borne by the Company	(0.10)	
Closing Balance (a)	**828.39**	**687.53**
b) Foreign Currency Translation reserve		
Balance as at the beginning of the year	0.01	0.01
Add: Effect of transalation during the period	0.08	0.00
Closing Balance (b)	**0.09**	**0.01**
c) ESOP reserve		
As per Last Balance Sheet date	-	-
Add: created during the year (Refer note 29)	23.57	-
Less: transferred to Retained Earning	-	-
Closing Balance (c)	**23.57**	**-**
Total Reserves and Surplus (a + b + c)	**852.04**	**687.54**

NOTE 2A:

Movement in Minority Interest

Particulars	As at 31st March 2026	As at 31st March 2025
Opening balance	0.12	-
Add: Initial recognition	-	0.20
Add / Less : Profit / (Loss) for the year	(0.22)	(0.08)
Sub-total	(0.10)	0.12
Loss to be borne by the Company	0.10	-
Total	**-**	**0.12**

NOTE 3: LONG-TERM BORROWINGS

(₹ in lakh)

Particulars	As at 31st March 2026	As at 31st March 2025
Deferred Payment Liability - from Bank (Refer Note 3.1)	22.23	33.37
Less: Current maturities (Refer Note 5)	(12.25)	(11.14)
Total	**9.97**	**22.23**

Note 3.1:

- Secured against hypothecation of specific vehicle.
- Repayable in 36 EMIs of ₹1,15,403/- (including interest component) starting from 20/01/2025 and ending on 20/12/2027
- Rate of interest is 9.56%

NOTE 4: LONG TERM PROVISION

(₹ in lakh)

Particulars	As at 31st March 2026	As at 31st March 2025
Provision for employee benefits -Gratuity (Refer Note 22.1)	22.26	21.88
Total	**22.26**	**21.88**

NOTE 5: SHORT TERM BORROWINGS

(₹ in lakh)

Particulars	As at 31st March 2026	As at 31st March 2025
Bank Overdraft (Refer Note 5.1)	1,080.81	1,113.59
Current Maturities of Deferred Payment Liability	12.25	11.14
Total	**1,093.06**	**1,124.73**

Note 5.1

Secured against office premises.

Current applicable Rate of interest is 9.25%

NOTE 6: TRADE PAYABLES

(₹ in lakh)

Particulars	As at 31st March 2026	As at 31st March 2025
a) Outstanding towards micro and small enterprise*		
- for goods	496.49	281.46
- for expenses	54.39	1.31
subtotal (a)	550.88	282.77
b) Others		
- for goods	1,104.23	1,656.23
- for expenses	128.79	252.11
subtotal (b)	1,233.02	1,908.35
c) Disputed MSME	-	-
d) Disputed others	-	-
Total	**1,783.90**	**2,191.11**

*Refer Note 36

NOTE 6.1: AGEING OF TRADE PAYABLE

MSME

(₹ in lakh)

Particulars	As at 31st March 2026	As at 31st March 2025
Not Due	550.88	282.76
Less than 1 Year	-	-
1-2 years	-	-
2-3 years	-	-
More than 3 Years	-	-
Sub-total	**550.88**	**282.76**
Others than MSME		
Not Due	310.03	1,110.72
Less than 1 Year	921.70	795.96
1-2 years	-	1.67
2-3 years	1.29	-
More than 3 Years	-	-
Sub-total	**1,233.02**	**1,908.36**
TOTAL	**1,783.90**	**2,191.11**

NOTE 7: OTHER CURRENT LIABILITIES

(₹ in lakh)

Particulars	As at 31st March 2026	As at 31st March 2025
Unpaid Dividend	0.14	0.10
Advance received from customers	-	18.99
Interest on Loan	-	-
TDS payable	0.02	-
Other Payables*	52.21	46.21
Total	**52.36**	**65.30**

*include mainly towards statutory liabilities, staff salary and expenses payable

NOTE 8: SHORT-TERM PROVISION

(₹ in lakh)

Particulars	As at 31st March 2026	As at 31st March 2025
Provision for employee benefits -Gratuity (Refer Note 22.1)	3.94	4.08
Income Tax provision - current year (net of taxes paid)	19.46	96.27
Total	**23.40**	**100.35**

Note 9 : Property, Plant and Equipment and Intangible Assets

Particulars	Gross Block				Depreciation				Net Block	
	As at 01-04-2025	Additions	Deduction	As at 31-03-2026	Upto 01-04-2025	For the year	Deduction	Upto 31-03-2026	As on 31-03-2026	As on 31-03-2025
Office Premises	512.12	-	-	512.12	91.34	31.14	-	122.48	389.64	420.77
Building Improvements	5.00	-	-	5.00	-	0.37	-	0.37	4.63	5.00
Computers	57.54	2.18	-	59.72	47.38	6.53	-	53.92	5.81	10.16
Office Equipments	23.86	0.46	-	24.32	19.35	2.78	-	22.12	2.20	4.51
Server	4.96	-	-	4.96	4.77	0.09	-	4.86	0.09	0.19
Furniture & Fixtures	33.89	0.78	-	34.66	14.62	7.32	-	21.95	12.72	19.26
Vehicle (Refer Note 9.3)	81.57	-	-	81.57	37.35	23.07	-	60.42	21.15	44.22
Plant & Machinery	0.47	-	-	0.47	0.13	0.09	-	0.22	0.25	0.34
Tools	211.28	100.75	-	312.03	55.82	30.19	-	86.01	226.01	155.45
Sub-Total	930.68	104.17	-	1,034.84	270.77	101.58	-	372.35	662.50	659.91
Intangible Assets										
Software	67.49	25.58	-	93.07	12.27	14.85	-	27.13	65.94	55.22
Trademark	0.40	0.20	-	0.60	0.04	0.11		0.14	0.45	0.36
Sub-Total	67.89	25.78	-	93.67	12.31	14.96	-	27.27	66.39	55.57
Capital Work-in-Progress	143.46	328.44	100.75	371.15	-	-	-	-	371.15	143.46
Intangible assets under development	3.20	10.46	13.66	-	-	-	-	-	-	3.20
Total	1,145.23	468.85	114.41	1,499.67	283.08	116.54	-	399.62	1,100.05	862.15
Previous year	1,016.52	345.29	216.58	1,145.23	153.98	129.10	-	283.08	862.15	

Note 9.1: Company holds 20 shares of ₹ 50 each in Quantum Tower CHS Limited in respect of ownership of Office which is included in cost of Office premises

Note 9.2: Refer Note 3.1 for security given

Note 9.3: Includes vehicle of ₹ 0.92 lakh whose registration documents is in the name of director

Capital Work-in-progress Ageing Schedule for the year ended 31.03.26

(₹ in lakh)

Capital Work-in-progress	Amount in Capital Work-in-progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	237.54	-	119.14	14.47	371.15
Projects temporarily suspended	-	-	-	-	-

Capital Work-in-progress Ageing Schedule for the year ended 31.03.25

(₹ in lakh)

Capital Work-in-progress	Amount in Capital Work-in-progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress		128.99	14.47	-	143.46
Projects temporarily suspended	-	-	-	-	-

Intangible assets under development Ageing Schedule for year ending 31.03.26

(₹ in lakh)

Intangible assets under development	Amount in intangible assets under development for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-

Intangible assets under development Ageing Schedule for year ending 31.03.25

(₹ in lakh)

Intangible assets under development	Amount in intangible assets under development for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	-	1.90	1.30	-	3.20
Projects temporarily suspended	-	-	-	-	-

NOTE 10: DEFERRED TAX ASSETS (Net)

(₹ in lakh)

Particulars	As at 31st March 2026	As at 31st March 2025
Deferred Tax Assets (Refer Note 26)	15.34	13.74
Total	15.34	**13.74**

NOTE 11: LONG-TERM LOANS AND ADVANCES

(₹ in lakh)

Particulars	As at 31st March 2026	As at 31st March 2025
Capital Advances	170.16	235.21
Loan given to Subsidiary	-	-
Total	170.16	**235.21**

NOTE 12: OTHER NON-CURRENT ASSETS

(₹ in lakh)

Particulars	As at 31st March 2026	As at 31st March 2025
Deposits	14.09	14.09
Fixed Deposit with Bank*	-	115.00
Total	14.09	**129.09**

*Fixed deposit is pledge against Bank OD

NOTE 13: INVENTORIES

(₹ in lakh)

Particulars	As at 31st March 2026	As at 31st March 2025
(As certified by management)		
Stock-in-trade	263.31	52.76
Others	13.26	10.52
Total	276.57	**63.28**

NOTE 14: TRADE RECEIVABLES

(₹ in lakh)

Particulars	As at 31st March 2026	As at 31st March 2025
(Unsecured, Considered Good)		
a) Undisputed trade receivable consider good	2,497.92	3,196.71
b) Undisputed trade receivable - considered doubtful	-	-
c) Disputed trade receivable consider good	-	-
d) Disputed trade receivable - considered doubtful	-	-
Total	2,497.92	**3,196.71**

(Refer Note 32 for receivable from related party)

NOTE 14.1: AGEING OF TRADE RECEIVABLES

(₹ in lakh)

Particulars	As at 31st March 2026	As at 31st March 2025
Unbilled dues	17.13	15.34
Not Due	951.99	1,981.01
Less than 6 Months	1,345.81	1,159.57
6 Months - 1 year	183.00	23.82
1-2 years	-	16.98
2-3 years	-	-
More than 3 Years	-	-
Total	2,497.92	**3,196.71**

NOTE 15: CASH AND CASH EQUIVALENTS

(₹ in lakh)

Particulars	As at 31st March 2026	As at 31st March 2025
Cash on Hand	6.71	7.61
Cheque on Hand	-	1.50
Balance with Banks		
-In Current Accounts	34.74	30.45
-In Fixed Deposit*	-	-
* Remaining maturity of less than 6 months	-	
Total	**41.44**	**39.56**

NOTE 15a: OTHER BALANCES WITH BANK

(₹ in lakh)

Particulars	As at 31st March 2026	As at 31st March 2025
Balance with Bank - Dividend Account	0.15	0.13
Fixed Deposit with Bank*	125.00	-
Prepaid Bank Card		
Forex card	0.30	0.66
Happay card	0.34	0.60
Total	**125.80**	**1.39**

NOTE 16: SHORT TERM LOANS AND ADVANCES

(₹ in lakh)

Particulars	As at 31st March 2026	As at 31st March 2025
(Unsecured, Considered Good)		
Advance given to vendors	1.50	3.06
Staff loans	11.60	8.19
GST Refund Receivable	445.09	582.94
Advance recoverable in cash or kind*	328.37	221.52
Prepaid Expenses	34.03	21.44
Total	820.59	**837.15**

*Includes mainly Balances with Statutory Authority

NOTE 17: OTHER CURRENT ASSETS

(₹ in lakh)

Particulars	As at 31st March 2026	As at 31st March 2025
Accrued Interest	6.68	3.38
Export incentive receivable	14.51	24.84
Income tax refund receivable	2.20	-
GST Input credit	0.19	
Others	-	-
Total	23.58	**28.22**

*Fixed deposit is pledge against Bank OD

NOTE 17.1:

During the year export incentive receivable of ₹ NIL (P.Y. 94.16 lakh) is written off as no longer receivable.

NOTE 18: REVENUE FROM OPERATIONS

(₹ in lakh)

Particulars	As at 31st March 2026	As at 31st March 2025
Sale of Products	8,256.32	7,883.59
Sale of services	893.49	1,686.53
Sub Total	**9,149.81**	**9,570.12**
Other Operating revenue		
R&D Charges	20.04	461.05
Export Incentives	93.35	116.30
Sub Total	**113.39**	**577.35**
Total	**9,263.19**	**10,147.48**

Note 18.1: For details of sale of products and services refer note no 40 on Segment reporting

Note 19: OTHER INCOME

(₹ in lakh)

Particulars	As at 31st March 2026	As at 31st March 2025
Interest on Fixed Deposit	11.06	3.49
Interest from customers on delayed payment	-	15.41
Foreign Exchange gain (net)	95.22	88.43
Sundry Balance Written Back (net)	-	7.28
Miscellaneous Income	2.95	10.37
Total	109.23	**124.99**

NOTE 20: PURCHASE OF STOCK IN TRADE

(₹ in lakh)

Particulars	As at 31st March 2026	As at 31st March 2025
Purchase of traded goods	7,542.71	7,433.54
Total	7,542.71	**7,433.54**

NOTE 21: CHANGES IN INVENTORIES OF STOCK IN TRADE

(₹ in lakh)

Particulars	As at 31st March 2026	As at 31st March 2025
Opening stock	63.28	75.98
Closing stock	276.57	63.28
Net (increase) / decrease	**(213.28)**	**12.70**

NOTE 22: EMPLOYEE BENEFITS EXPENSE

(₹ in lakh)

Particulars	As at 31st March 2026	As at 31st March 2025
Salaries and wages *	457.95	441.42
ESOP Compensation Expenses (Refer note 29)	23.57	-
Contributions to provident and other funds	8.73	7.95
Staff welfare expenses	7.42	6.14
Total	**497.67**	**455.51**

* Includes Director's Remuneration refer Note 32

Note 22.1 EMPLOYEE BENEFITS -GRATUITY

As required under the Accounting Standard AS – 15 "Employee Benefits" issued by the Institute of Chartered Accountants of India, the disclosure as defined in the Accounting Standard are given below :

Contribution to defined contribution plan, recognised as expenses for the year is as under ;

Employers contribution to Provident Fund ₹ 8.24 lakh (Previous Year ₹ 7.35 lakh)

Defined Benefit Plan -Gratuity

(₹ in lakh)

Particulars	As at 31st March 2026	As at 31st March 2025
Assumptions:		
Discount Rate	7.12%	6.53%
Rate of increase in compensation	10.00%	10.00%
1. Table Showing changes in present value of obligation		
Present value of Obligation at the beginning of the year	62.11	50.15
Interest Cost	3.92	3.40
Current Service Cost	11.74	10.48
Past service Cost (Vested benefits)	-	0.00
Benefits Paid	(6.97)	(3.35)
Benefits Paid by the Company	(0.10)	
Actuarial (gain) / Loss on obligation	(8.31)	1.44
Present value of obligation at the end of the year	**62.41**	**62.11**
2. Changes in fair value of plan assets		
Fair Value of Plan Assets at beginning of period	36.16	36.91
Contributions	4.58	0.00
Benefits Paid	(6.97)	(3.35)
Actuarial Gain/(Loss) on plan assets	2.43	2.60
Fair Value of Plan Assets at end of period	36.21	36.16

Particulars	As at 31st March 2026	As at 31st March 2025
3. Actuarial Gain/Loss recognized		
Actuarial Gain / (Loss) on obligation	8.31	(1.44)
Actuarial Gain / (Loss) for the year - Plan assets	2.43	2.60
Total gain / (Loss) for the year	10.74	1.17
Actuarial Gain / (Loss) recognised in the year	**10.74**	**1.17**
4. The amounts to be recognized in the balance sheet		
Present value of obligation at the end of the year	62.41	62.11
Fair value of the plan assets at the end of Year	36.21	36.16
Funded Status	(26.20)	(25.95)
Net Assets / (Liability) recognised in Balance Sheet	**(26.20)**	**(25.95)**
5. Expenses Recognised in statement of Profit and Loss		
Current Service Cost	11.74	10.48
Interest Cost	3.92	3.40
Past service Cost (Vested benefits)	-	-
Net actuarial (gain) / Loss recognised for the year	(10.74)	-1.17
Expenses recognised in Statement of Profit & Loss	**4.92**	**12.71**

NOTE 23: DEPRECIATION AND AMORTISATION EXPENSE

(₹ in lakh)

Particulars	As at 31st March 2026	As at 31st March 2025
Depreciation on Property,Plant and Equipment	101.58	122.92
Amortisation on Intangible Assets	14.96	6.19
(Refer note 9)		
Total	**116.54**	**129.11**

NOTE 24: FINANCE COSTS

Interest Expenses (₹ in lakh)

Particulars	As at 31st March 2026	As at 31st March 2025
Interest on deferred payment liability	2.67	1.62
Interest on Bank overdraft	104.91	72.62
Interest on Property Loan	-	4.94
Interest on TDS & Other Taxes	0.39	5.44
Interest on Bills discount on M1 exchange	5.13	-
Interest on Loan from Holding Company	-	-
Sub-total	113.11	84.62

Particulars	As at 31st March 2026	As at 31st March 2025
Other borrowing costs		
Bank Processing Fees	1.38	25.96
Prepayment charges on loan	-	5.92
Sub-total	1.38	31.88
Total	**114.49**	**116.50**

NOTE 25: OTHER EXPENSES

(₹ in lakh)

Particulars	As at 31st March 2026	As at 31st March 2025
a) Operating expenses		
Tooling Related Expenses	0.01	1.70
Container Charges	507.13	896.13
Professional Fees - Direct	25.25	9.90
b) Administrative Expenses		
Payments to Auditor (Refer Note 25.1)	12.98	10.32
Bank Charges	11.40	9.81
Electricity expenses	3.34	3.50
Insurance Charges	32.17	21.43
Miscellaneous Expenses	35.71	39.75
Professional Fees	162.37	95.60
Printing and stationery expenses	1.58	0.93
Directors Sitting Fees	2.30	2.15
Telephone Expenses	1.82	2.32
Travelling Expenses	64.69	74.07
Repairs & Maintenance expenses	6.07	8.98
Office Rent	22.57	21.72
GST Expenses	-	13.17
Donations	1.00	9.72
CSR Expenses (Refer Note 30)	9.64	-
Export incentives receivable written off	-	94.16
ROC Expenses	0.41	-
c) Selling Expenditure		
Clearing, Forwarding & Shipping Charges	142.34	165.83
Business promotion Expenses	34.42	25.72
Warehouse Rent	10.74	10.56
Total	1,087.95	**1,517.46**

Note 25.1: PAYMENTS TO AUDITOR

(Excluding Indirect Taxes) (₹ in lakh)

Particulars	As at 31st March 2026	As at 31st March 2025
Audit Fees	7.35	6.55
Transfer Pricing	0.45	0.45
Tax Audit	0.85	0.80
Company Law Matter	-	-
Others	2.80	1.14
Total	11.45	**8.94**

Note 26: DEFERRED TAX ASSETS / (LIABILITIES)

(₹ in lakh)

Particulars	As at 31st March 2026	As at 31st March 2025
on account of Property, Plant and Equipment	6.99	6.61
on account of disallowances under Income Tax Act, 1961	7.96	7.13
Total	14.95	**13.74**

NOTE 27: EXCHANGE FLUCTUATIONS

Particulars	As at 31st March 2026	As at 31st March 2025
Exchange fluctuations income / (expenses) recognised in the Profit & Loss A/c.	95.22	88.43

NOTE 28: EARNINGS PER SHARE

Particulars	As at 31st March 2026	As at 31st March 2025
Net profit/ (loss) after tax as per Profit and Loss Statement attributable to equity shareholders	165.36	450.01
Weighted average number of Equity shares	1,23,13,920	1,23,13,920
Diluted number of Equity shares	1,25,48,679	1,23,13,920
Basic Earnings per Share	1.34	3.66
Diluted Earnings per Share	1.32	3.66

Note 28.1: Dilution in EPS for the period is on account of ESOP as effect of share warrant is Anti-Dilutive

NOTE 29: EMPLOYEE STOCK OPTION PLANS

The Company has established an Employee Stock Option Scheme 2025 ("ESOP 2025" or "the Scheme") pursuant to the approval of the shareholders on 25th September 2025 and in compliance with the applicable provisions of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and the guidance note issued by the Institute of Chartered Accountants of India for eligible employees.

Grant date : 14/11/2025
Vesting period : 5 years
Exercise period : 1 year from the Grant date in tranche
Exercise price : ₹ 15 per option

Particulars	As at 31st March 2026	As at 31st March 2025
Number of options reserved under the scheme	10,00,000	-
Each option gives the holder right to exercise one equity share of the Company having FV Rs 10 each		
Number of options granted during the year	5,25,170	-
Number of employees surrendered the options during the year before exercising	(1,69,770)	-
Options outstanding as at end of the year	3,55,400	**-**
Following is the vesting period of ESOP granted during the year		
Vesting Period	**Options to be exercised**	**Fair value of each option**
12 months from date of grant i.e. 13/11/2026	88,850	33.62
24 months from date of grant i.e. 13/11/2027	88,850	33.69
36 months from date of grant i.e. 13/11/2028	88,850	33.74
48 months from date of grant i.e. 13/11/2029	88,850	33.78
The following table summarises the movement in stock options granted during the year:		
Particulars	**As at 31st March 2026**	**As at 31st March 2025**
Outstanding at the beginning of the year	-	-
Granted during the year (no. of options)	3,55,400	-
Forfeited / cancelled during the year	-	-
Exercised during the year	-	-
Expired during the year	-	-
Lapsed during the year	-	-
Outstanding at the end of the year	**3,55,400**	**-**
Compensation expenses for the period ₹ in lakh	**23.57**	

The Company has used Black Scholes option pricing model. The following tables list the inputs used for the model

Particulars	As at 31st March 2026	As at 31st March 2025
Dividend yield (%)	2.00%	-
Expected volatility (%)	48.84%	-
Risk-free interest rate (%)	6.17%	-
Expected life of share options (years)	3 years	-
Weighted average fair value per share on grant date (in ₹)	33.62	-

The expected life of the share options is based on current expectations and is not necessarily indicative of exercise patterns that may occur. The expected volatility reflects the assumption that the historical volatility over a period similar to the life of the options is indicative of future trends, which may not necessarily be the actual outcome. The historical volatility is based on price volatility of listed companies in same or similar industry. During the year 169,766 (year ended 31st March, 2025;) stock options has been surrendered by the employees .The Company has recognized ₹ 23.57 lakh, (31st March, 2025 – NIL) as employee benefit expense in relation to all the active options outstanding as at 31st March,2026.

NOTE 30: CORPORATE SOCIAL RESPONSIBILITIES

(₹ in lakh)

Particulars	As at 31st March 2026	As at 31st March 2025
Amount of CSR required to be spent as per Section 135 of Companies Act, 2013 read with Schedule VII	9.55	-
Amount of CSR spent during the year	9.64	-
Excess spent of previous year	-	-
Excess spent at end of the year	(0.08)	-

Particulars of nature of CSR activities	As at 31st March 2026	As at 31st March 2025
Amount spent during the year :		
Health (Medical Relief)	2.63	-
Education	5.32	-
Environmental Protection	0.66	-
Others	1.03	-
Total	**9.64**	**-**

Also refer note 32 for CSR made through to Related party Metrics Foundation

NOTE 31: WARRANTS

During the year, the Company has allotted 4,68,000 warrants on preferential basis to promoters on the following terms and conditions:

1. Each warrant would have a exercise price of ₹ 47.25/-
2. Each warrant would be converted into one equity share of ₹ 10/- each at a premium of ₹ 37.25/- per share.
3. Warrant subscription amount of 25% of the exercise price aggregating to 1,17,000 i.e. ₹ 11.81 per warrant will be paid up front.
4. The warrant holders can exercise their option for conversion into equity shares after the expiry of twelve months post the issue of warrants but before the expiry of eighteen months at which time they will have to pay the balance amount of ₹ 35.44 per warrant.

Money Received Against Share Warrants

Balance and Movement during the Year:

(₹ in lakh)

Particulars	As at 31st March 2026	As at 31st March 2025
Opening Balance as at 1st April 2025	-	-
Add: Money received during the year	55.28	-
Less: Amount converted into Equity Shares during the year	-	-
Closing Balance as at 31st March 2026	55.28	**-**

Terms and Conditions of Warrants Issued:

Number of warrants issued: 4,68,000
Exercise price per share: ₹ 47.25
Expiry period: 18 months from the date of allotment of share warrants
Conversion ratio: Each warrant is convertible into one equity share of ₹ 10
Voting rights: None until conversion
Dividend: Not payable before conversion
Nature of instrument: Equity-linked, giving promoters option to subscribe to shares

Details of Promoters paid money against share warrants **(Refer No 32)**

Name of Promoters	As at 31st March 2026	As at 31st March 2025
Sahil H. Shah	24.57	-
Hiten T. Shah	12.29	-
Heena H. Shah	6.14	-
Ishan H. Shah	6.14	-
Nipul H. Keniya	6.14	-
Total	55.28	**-**

NOTE 32: RELATED PARTY TRANSACTION (As certified by management)

As per Accounting Standard 18, the disclosures of transactions with the related parties are as under:

A. Key Managerial Personnel:	
1. Mr. Nipul H. Keniya	Managing Director
2. Mr. Sahil H.Shah	Chairman and Director
3. Mr. Hiten T. Shah	Director
4. Ms. Heena H. Shah	Director
5. Mr. Hiten S. Shah	Independent Director
6. Mr. Vivek S. Vyas	Independent Director
7. Mr. Bhavin G. Gandhi	Independent Director
8. Mr. Prateek Jaju	Independent Director
9. Ms. Shruti C. Chavan	Company Secretary (Resigned on 31st May 2024)
10. Ms. Karishma H. Waghela	Company Secretary (effective from 17th Aug 2024 till 2nd Jan 2025)
11. Mr. Parsvo Gada	Company Secretary (effective from 6th March 2025)
12. Ms. Ankita R. Solanki	Chief Financial Officer (Resigned on 14th June 2025)
13. Mr. Hrishikesh Patwa	Chief Financial Officer (effective from 14th November 2025)
B. Companies/Entities wherein Key Managerial Personnel have significant influence:	
1. Wonderkids Industries Private Limited	
2. I Metrics Info LLP.	
3. Marketing and Engineering Solutions (MES),Inc.	
4. MESH Works	
5. MESH Info India Private Limited	
6. Metrics Foundation (Formerly known as Metrics Charitable Trust)	
7. Metrics Hongkong Pvt Limited	
8. Metrics Works Effingham LLC	
9. Marketing and Engineering Solutions (MES), Inc. OHIO	

The following transactions were carried out with the related parties in the ordinary course of business (except reimbursement of actual expenses)

(₹ in lakh)

Particulars	Nature of Transaction	2025-26	2024-25
Mr. Nipul H. Keniya	Directors Remuneration*	45.03	42.73
	Dividend	5.69	6.39
Mr. Hiten T. Shah	Director Sitting Fees	-	-
	Dividend	4.82	5.42
Ms. Heena H. Shah	Director Sitting Fees	-	-
	Dividend	3.85	4.33
Mr. Sahil H. Shah	Dividend **	0.00	-
Mr. Prateek Jaju	Director Sitting Fees	0.38	0.55
Mr. Hiten S. Shah	Director Sitting Fees	0.63	0.70
Mr. Vivek S. Vyas	Director Sitting Fees	0.75	0.43
Mr. Bhavin G. Gandhi	Director Sitting Fees	0.55	0.48
Ms. Shruti C. Chavan	Remuneration	-	1.52
Ms. Karishma H. Waghela	Remuneration	-	1.04
Mr. Parsvo Gada	Remuneration	3.07	0.19
Ms. Ankita R. Solanki	Remuneration	2.37	6.54
Mr. Hrishikesh Patwa	Remuneration	3.75	-
Marketing and Engineering Solutions (MES),Inc.	Sale Of Goods	6,315.83	7,361.06
	Income from R&D Charges	141.40	461.05
	Sale of services	586.06	1,686.53
MESH Info India Private Limited	Sale of services	-	-
	Reimbursement of Travelling Expenses	-	0.70
Metrics Foundation (Formerly known as Metrics Charitable Trust)	CSR activities	9.64	-

Particulars	Nature of Transaction	2025-26	2024-25
Money received against share warrant	Sahil H. Shah	24.57	-
	Hiten T. Shah	12.29	-
	Heena H. Shah	6.14	-
	Ishan H. Shah	6.14	-
	Nipul H. Keniya	6.14	-
Marketing and Engineering Solutions (MES), Inc. OHIO	Import Purchase	0.56	-
	Sale of services	139.42	-
	(by subsidiary)		
Metrics Hongkong Private Limited	Import Purchase (Samples)	2.79	-

Balance outstanding at the end of the year		As at 31/03/2026	As at 31/03/2025
Mr. Nipul H. Keniya	Directors Remuneration payable	0.89	2.43
	Directors Reimbursement receivable	-	-
Marketing and Engineering Solutions (MES),Inc.	Trade Receivable	1,721.68	2,934.86
Metrics Works Effingham LLC	Trade Payable	1.29	1.17
Metrics Hongkong Private Limited	Trade Payable	2.86	0.55
MESH Info India Private Limited	Trade Receivable	-	0.70
Marketing and Engineering Solutions OHIO	Trade Receivable	16.07	-
	(in Subsidiary)		
	Trade Payable	0.61	-

*Director Remuneration figure is including perquisites and excluding gratuity provision as separate figure employee wise are not available in actuarial valuation report.

** Figure less than ₹ 1000

NOTE 33:

(₹ in lakh)

	2025-26	2024-25
a) EARNING IN FOREIGN CURRENCY		
In respect of rendering Services	893.49	1,511.77
In respect of Sales (FOB value)	6,290.59	7,361.06
In respect of R&D charges	20.04	461.05
	7,204.11	9,333.88
b) EXPENDITURE IN FOREIGN CURRENCY		
In respect of Travelling Expenses	0.41	4.71
	0.41	4.71
c) FOREIGN CURRENCY EXPOSURES AND DERIVATIVE INSTRUMENTS		
Trade Receivables in Foreign Currency - USD		
Conversion Rate		
(i)Trade Receivables in Foreign Currency - ₹ In lakh*	1,704.55	2,919.53
Less: Nominal amount of Forward Exchange contracts entered into by the Company and outstanding as on 31st March for hedging foreign currency exposure		-
(ii) Trade payable in Foreign currency - ₹ In lakh	4.77	1.72
Unhedged foreign currency exposure		
Total unhedged (₹ in lakh)	1,699.78	2,917.81
*The above trade receivable figure is excluding unbilled revenue of ₹ 17.13 lakh (previous year ₹ 15.34 lakh)		
d) Value of Imports on CIF basis		
Stock in trade - Metals	162.30	127.06
Stock in trade - Components	3.62	-

Note 34: CONTINGENT LIABILITY AND CAPITAL COMMITMENTS

(₹ in lakh)

COMMITMENT	2025-26	2024-25
Estimated amount of Contracts remaining to be executed on capital account and not provided for (Net of Advances)	170.16	15.00
CONTINGENT LIABILITY		
Disputed Tax Liabilities not provided for		
(i) Income Tax demand for AY 2019-20	0.20	0.20

Note 35: OTHER STATUTORY INFORMATION

(i)There are no transaction during the year or balance outstanding on account of any transaction as on reporting date with companies struck off under section 248 of the Companies Act, 2013.

(ii)The group does not have any Capital-work-in progress or intangible assets under development, whose completion is overdue or has exceeded its cost to its original plan. (Refer note 9)

(iii)The group has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entitles (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall

(a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf the company (Ultimate Beneficiaries) or

(b) Provide any guarantee, security or the like to or on behalf of the Ultimate beneficiaries.

(iv)The group has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company will:-

(a)Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf the Funding Party (Ultimate Beneficiaries) or

(b)Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries "

(v)The group has not entered into 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.

(vi)The group has not traded or invested in Crypto Currency or Virtual Currency during the financial year.

(vii)The group is not declared as wilful defaulter by any bank or financial institution or other lenders.

(viii) Title deed of all immovable property are held in the name of the Company.

(ix) The group has not revalued any of its Property, Plant and Equipment.

(x) No loans or Advances in nature of loan are granted to promoters, KMP, Director or related party.

(xi)The group does not have any Benami Property , where any proceedings has been initiated or pending against the company for holding any Benami Property

(xii)Company does have borrowings from Banks or Financials Institution on the basis of security of current assets.

(xiii)The group does not have charges or satisfaction which is yet to be registered with Registrar of Companies.

(xiv)There are no Scheme of Arrangement approved by the Competent Authority in terms of Sections 230 to 237 of the Companies Act, 2013 during the year.

NOTE 36: DUES TO MICRO AND SMALL ENTERPRISES

To comply with the requirement of The Micro, Small and Medium Enterprises Development Act, 2006, the group requested its suppliers to confirm it whether they are covered as Micro, Small or Medium enterprise as is defined in the said Act. Based on the communication received from such suppliers confirming their coverage as such enterprise, the company has recognized them for the necessary disclosure as provided under the Act, from the date of receipt of such confirmations and are disclosed in note below. The group does not have any overdue trade payable considering the terms of contracts with the parties and hence group has not paid or provided Interest on delayed payment to the parties covered under Micro and Small Enterprises.

(₹ in lakh)

Particulars	As at 31-03-2026	As at 31-03-2025
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
- Principal amount outstanding (whether due or not) to micro and small enterprises	550.78	282.76
- Interest due thereon		
The amount of interest paid by the Company in terms of section 16 of the MSMED Act, 2006.		
The amount of payment made to the supplier beyond the appointed day during the year		
Amount of interest due and payable on delayed payments		
Amount of interest accrued and remaining unpaid as at year end		

Note 37:

In the opinion of the Board, all the Current Assets and Loans and Advances are approximately of the value stated if they are realised in the ordinary course of business and the adequate provisions are made for all known liabilities including depreciation.

Note 38: LEASES

The company has taken premises on operating lease. The company has entered into formal agreement for payment of rent the premises occupied by it. Following are the total of future minimum lease payments under non cancellable operating leases for each of the following periods:

Future Minimum Lease Payments

Following are the total of future minimum lease payments under non-cancellable operating leases for each of the following periods:

(₹ in lakh)

Period	As at 31st March 2026	As at 31st March 2025
Not later than one year	32.51	32.82
Later than one year and not later than five year	33.41	42.93
Later than five year	-	-
Total	**65.92**	**75.75**

Lease Expenses recognized in the Profit & Loss Statement:

Lease payments recognized in the Statement of Profit and Loss for the year ₹ 32.72 lakh (Previous Year: ₹ **31.52 lakh)**

Contingent rents recognized as an expense (if any): **Nil**

Note 39:

The Board of Directors of the Company has recommended a final dividend @ 1% i.e. ₹ 0.10/- per Equity share of ₹ 10/- each, subject to the approval by the Shareholder of the Company in ensuing Annual General meeting.

Note 40: SEGMENT REPORTING

Company has identified 2 primary separate reportable business segment as per AS 17 "Segment Reporting" ie. Engineering tools including its related services and trading of Metals.

The accounting policies adopted for segment reporting are in line with the accounting policy of the Group with following additional policies for segment reporting.

a) Revenue and Expenses have been identified to a segment on the basis of relationship to operating activities of the segment. Revenue and Expenses which relate to enterprise as a whole and are not allocable to a segment on reasonable basis have been disclosed as "Unallocable".

b) Segment Assets and Segment Liabilities represent Assets and Liabilities in respective segments. Investments, tax related assets and other assets and liabilities that cannot be allocated to a segment on reasonable basis have been disclosed as "Unallocable".

(₹ in lakh)

Particulars	As at 31st March 2026	As at 31st March 2025
PRIMARY SEGMENT (Business Segment)		
REVENUE		
Engineering tools and related services	6,548.37	8,338.11
Trading of Metals (Aluminium / Copper)	1,886.92	534.63
Others	827.91	1,274.73
Inter Segment Revenue	-	-
Total	**9,263.19**	**10,147.48**
EXPENSES		
Engineering tools and related services	5,526.10	6,965.67
Trading of Metals (Aluminium / Copper)	1,831.18	519.05
Others	587.80	924.65
Inter Segment Expenses	-	-
Total	**7,945.08**	**8,409.37**
RESULT		
Engineering tools and related services	1,022.27	1,372.44
Trading of Metals (Aluminium / Copper)	55.74	15.58
Others	240.11	350.09
	1,318.11	**1,738.10**
Add: Unallocable Income -other income	109.23	124.99
Less: Unallocable expenses	1,086.51	1,138.95
Less: Finance Cost	114.49	116.50
Profit Before Tax	**226.35**	**607.63**
Less: Tax expenses	60.98	157.63
Profit After Tax	**165.36**	**450.01**
OTHER INFORMATION		
SEGMENT ASSETS		
Engineering tools and related services	2,736.19	3,536.32
Trading of Metals (Aluminium / Copper)	775.44	272.12
Others	29.33	-
Unallocable Corporate assets	1,582.71	1,636.19
Total Assets	**5,123.67**	**5,444.63**
SEGMENT LIABILITIES		
Engineering tools and related services	1,547.20	2,114.40

Particulars	As at 31st March 2026	As at 31st March 2025
Trading of Metals (Aluminium / Copper)	53.53	76.70
Unallocable Corporate liabilites	1,384.23	1,334.47
Total liabilites	**2,984.96**	**3,525.57**
SECONDARY SEGMENT (Geogaphical segment)		
REVENUE		
Within India	1,886.92	534.63
Outside India	7,376.28	9,612.84
	9,263.19	**10,147.48**
ASSET		
Within India	3,358.11	2,509.77
Outside India	1,765.56	2,934.86
	5,123.67	**5,444.63**

Note 41: PARTICULARS OF CONSOLIDATION

i) Entity considered for Consolidation

Name of the Entity	% of Ownership	Nature of Interest	Principal Activities
Metrics Vietnam Company Limited (Year Ending 31/12/2024)	100.00	Wholly Owned Subsidiary	Consulting Services
Bombay Metrics Metals Private Limited (Year ending 31/03/2025)	80.00	Subsidiary	Metals

Statement of Net Assets and Profit/Loss considered in Consolidated Financial Statements

(₹ in lakh)

Name of the Entity	As % of Consolidated Net Assets		Net Assets	
	As at 31stMarch 2026	As at 31st March2025	As at 31st March 2026	As at 31st March 2025
Parent				
Bombay Metrics Supply Chain Limited	98.49%		2,106.32	1,898.72
Subsidiary				
Metrics Vietnam Company Limited	1.54%		32.89	19.62
Bombay Metrics Metals Private Limited	(0.00)		(0.49)	0.60
Minority Interest	-		-	0.12
Total	**100%**		**2,138.72**	**1,919.05**

Parent	As % of Consolidated Profit and Loss		Share In Profit and Loss	
	As at 31st March 2026	As at 31st March2025	As at 31st March 2026	As at 31st March 2025
Bombay Metrics Supply Chain Limited	93.48%		154.58	432.25
Subsidiary				
Metrics Vietnam Company Limited	7.05%		11.66	18.08
Bombay Metrics Metals Private Limited	(0.01)		(0.87)	(0.32)
Minority Interest	(0.00)		(0.22)	(0.08)
Total	**100%**	**100%**	**165.36**	**450.01**

Note 42 Audit Trail (Edit Log):

The Holding Company uses the accounting software SAP for maintaining books of account. Audit trail is enabled at an application level for all the tables and fields for maintenance of books of accounts and relevant transactions. However, it has has not been enabled with the feature of audit trail log at the database layer to log direct transactional changes, due to present design of ERP. Further, the audit trail has been preserved by the Company as per the statutory requirements for record retention. The said requirement is not applicable to the Wholly owned subsidiary which is incorporated outside India.

Note 43:

Previous period figures have been regrouped / re-arranged wherever necessary.

As per our report of even date attached

For Rajendra & Co.
Chartered Accountants
Firm Registration No. 108355W

Akshay Shah
Partner
Membership No. 103316

Place: Mumbai
Dated: 15th May 2026

For and on behalf of the Board of Directors

Nipul H. Keniya
Managing Director
(DIN-03087659)

Heena H. Shah
Non-Executive Director
(DIN-07226268)
Place: USA / Dated:

Parsvo Gada
Company Secretary

Hrishikesh Patwa
Chief Financial Officer

Place: Mumbai
Dated: 15th May 2026

NOTICE

Notice is hereby given that the **11th Annual General Meeting (AGM)** of the members of the Company **Bombay Metrics Supply Chain Limited** is scheduled to be held on Friday, 25th September 2026, **at** 09.30 a.m. IST through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), to transact the following business

Ordinary Business:

1. **To consider and adopt:**

a) The Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2026, along with the reports of the Board of Directors' and Auditors' thereon and

b) The Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2026 along with the report of Auditors' thereon.

2. To consider and declare the final dividend on Equity Shares @1% i.e. Re.0.10/- per Equity Shares of face value of ₹10/- each, for the financial year ended 31st March, 2026.

3. To consider the appointment Mr. Sahil Hiten Shah (DIN: 09640907), Director of the Company, who retires by rotation and being eligible offers himself for re-appointment.

4. To consider the appointment of Mr. Nipul Hirji Keniya (DIN: 03087659), Managing Director of the Company, who retires by rotation and being eligible offers himself for re-appointment.

5. **To consider the appointment of M/s. D K P & Associates, Chartered Accountants as Statutory Auditors of the Company**

To consider and if thought fit, to pass, the following resolutions as **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactments thereof for the time being in force) and based on the recommendations of the Audit Committee and the Board of Directors of the Company, approval of the members be and is hereby accorded for the appointment of M/s. D K P & Associates, Chartered Accountants (Firm Registration No. 126305W), as the Statutory Auditors of the Company, in place of M/s. Rajendra & Co., Chartered Accountants (Firm Registration No. 108355W), whose term expires at the conclusion of this 11th Annual General Meeting, for a period of five consecutive years from the conclusion of this 11th Annual General Meeting until the conclusion of the 16th Annual General Meeting to be held in the year 2031 at such remuneration plus applicable taxes and actual out of pocket expenses, if any, in connection with the Statutory Audit/Limited Review of the financial results and other certifications/scope of services, as may be mutually agreed and the Board of Directors of the Company may decide in this behalf.

RESOLVED FURTHER THAT any Director of the Company be and is hereby authorised to digitally sign and file the e-form ADT-1 under the Companies Act, 2013 with the Registrar of Companies, Mumbai and do all such acts, deeds, things, writings as may be required to give effect to the above resolution."

Special Business:

6. **To consider the revision in the Managerial Remuneration of Mr. Nipul Hirji Keniya (DIN: 03087659), Managing Director of the Company**

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (hereinafter referred to as "the said Act" including any statutory modification(s) or re-enactment(s) thereof for the time being in force), pursuant to provisions of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, to the extent applicable, the consent of the members of the Company be and is hereby accorded for revision in the managerial remuneration payable to Mr. Nipul Hirji Keniya (DIN: 03087659) Managing Director of the Company with effect from 1st October, 2026 for the remaining period of his term of appointment, upon following terms and conditions:

A. Basic Salary:

Mr. Nipul Hirji Keniya will be paid the salary of ₹ 60,00,000/- (Rupees Sixty Lacs Only) per annum or as may be decided by the Board from time to time. The Board or NRC authorised to increase the salary upto 20% p.a. from the financial 2027-28.

B. Bonus and Incentives:

In addition to the salary, the Managing Director shall be entitled to receive bonus and incentives, subject to a maximum of ₹ 2,50,000/-.

C. Perquisites:

In addition to the salary, the Managing Director will be allowed perquisites as specified in Category a, b and other terms.

Category - a:

i) Housing: Furnished/ Unfurnished residential accommodation or house rent allowance up to 10% of the salary in lieu thereof.

ii) The expenditure incurred by the Company for gas, electricity, water and furnishing shall be valued as per the Income Tax Rules 1962. This shall, however be subject to a ceiling of ten percent of the basic salary of the Executive Director.

iii) Medical Reimbursement: The Expenditure incurred for self and family, as decided by the Board from time to time.

iv) Leave Travel Concession: For self and family, once in a year in accordance with the Rules of the Company.

v) Club Fees: Fees of clubs, subject to maximum of two Clubs. This will not include life membership fees.

vi) Personal Medical/ Accident Insurance: Personal Medical / Accident Insurance of an amount, the annual premium of which shall be paid as per the Rules of the Company.

Category - b:

The Managing Director shall also be eligible to the following perquisites which shall not be included in the computation of the ceiling on remuneration as per provisions of the Companies Act, 2013:

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 months' salary for each completed year of service and

iii) Encashment of Leave at the end of the tenure.

Other Terms:

i) The Managing Director is entitled to reimbursement of all actual expenses as per the Rules of the Company including on entertainment and travelling incurred in the course of the Company's business.

ii) The Managing Director is entitled to avail of fully paid leave as per the Rules of the Company as applicable to the senior executives.

iii) The Managing Director, subject to the applicable provisions of the Companies Act, 2013, is also eligible for housing loan as applicable in accordance with the Rules of the Company.

iv) The Managing Director is not entitled to payment of any sitting fees for attaining the meetings of the Board or of a Committee thereof.

v) The appointment shall be terminated by the Company by giving him three months' notice or on payment of three months' basic salary in lieu thereof and by him by giving three months' notice.

RESOLVED FURTHER THAT in the event of absence of profits and/or inadequacy of profits or otherwise, notwithstanding that such remuneration may exceed the limits specified under Section 197 read with Schedule V of the Act.

RESOLVED FURTHER THAT notwithstanding anything hereinabove stated, where in any financial year during the pendency of the term of Mr. Nipul Hirji Keniya as an Managing Director, the Company incurs loss or its profit is inadequate, the Company shall pay to Mr. Nipul Hirji Keniya minimum remuneration by way of salary, allowances and perquisites within the limit specified in Part II of Schedule V of the said Act.

RESOLVED FURTHER THAT Board of Directors of the Company, be and are hereby severally authorized to make necessary entries in the Register of Members, to sign and submit all the necessary documents and papers, to execute and enter all the necessary agreements and arrangements, to take all the necessary steps and actions, for and on behalf of the Company, in the matter of revision of remuneration of Managing Director of the Company and giving of effect to above resolution."

7. Re-appointment of Mr. Hiten Sanmukhlal Shah (DIN: 02185059) as an Independent Director for a second term of 5 (Five) Consecutive Years

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, if applicable, the explanatory statement annexed to the Notice convening the 11th Annual General Meeting of the Company, and pursuant to the recommendations of the Nomination and Remuneration Committee and the Board of Directors, the approval of the Members of the Company be and is hereby accorded for the re-appointment of Mr. Hiten Sanmukhlal Shah (DIN: 02185059), who has completed his first term as an Independent Director and who is eligible for re-appointment, as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five (5) consecutive years commencing from May 24, 2026 and ending on May 23, 2031.

RESOLVED FURTHER THAT pursuant to the provisions of Section 149, 197, and other applicable provisions of the Act and the Rules made thereunder, Mr. Hiten Sanmukhlal Shah shall be entitled to receive sitting fees and commission, as approved by the Board of Directors, from time to time.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

8. Re-appointment of Mr. Prateek Jaju (DIN: 10163582) as an Independent Director for a second term of 5 (Five) Consecutive Years

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the explanatory statement annexed to the Notice convening the 11th Annual General Meeting of the Company, and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors, the approval of the Members of the Company be and is hereby accorded for the re-appointment of Mr. Prateek Jaju (DIN: 10163582), who has completed his first term as an Independent Director and is eligible for re-appointment, as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 5 (Five) consecutive years commencing from May 22, 2026 and ending on May 21, 2031.

RESOLVED FURTHER THAT pursuant to the provisions of Section 149, 197, and other applicable provisions of the Act and the Rules made thereunder, Mr. Prateek Jaju shall be entitled to receive sitting fees and commission, as approved by the Board of Directors, from time to time.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

9. Re-appointment of Mr. Bhavin Gopal Gandhi (DIN: 06489462) as an Independent Director for a second term of 5 (Five) Consecutive Years

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the explanatory statement annexed to the Notice convening the 11th Annual General Meeting of the Company, and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors, the approval of the Members of the Company be and is hereby accorded for the re-appointment of Mr. Bhavin Gopal Gandhi (DIN: 06489462), who has completed his first term as an Independent Director and is eligible for re-appointment, as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 5 (Five) consecutive years commencing from May 24, 2026 and ending on May 23, 2031.

RESOLVED FURTHER THAT pursuant to the provisions of Section 149, 197, and other applicable provisions of the Act and the Rules made thereunder, Mr. Bhavin Gopal Gandhi shall be entitled to receive sitting fees and commission, as approved by the Board of Directors, from time to time.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

10. Re-appointment of Mr. Vivek Shreevallabh Vyas (DIN: 09157577) as an Independent Director for a second term of 5 (Five) Consecutive Years

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the explanatory statement annexed to the Notice convening the 11th Annual General Meeting of the Company, and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors, the approval of the Members of the Company be and is hereby accorded for the re-appointment of Mr. Vivek Shreevallabh Vyas (DIN: 09157577), who has completed his first term as an Independent Director and is eligible for re-appointment, as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 5 (Five) consecutive years commencing from May 24, 2026 and ending on May 23, 2031.

RESOLVED FURTHER THAT pursuant to the provisions of Section 149, 197, and other applicable provisions of the Act and the Rules made thereunder, Mr. Vivek Shreevallabh Vyas shall be entitled to receive sitting fees and commission, as approved by the Board of Directors, from time to time.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

11.To approve the Material Related Party Transactions:

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

"RESOLVED THAT pursuant to Section 188 and other applicable provisions of the Companies Act, 2013 read with the Companies (Meeting of Board and its Power) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and Regulation 23 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any amendment(s), modification(s) or re-enactment(s) thereof), consent of the members of the Company be and is hereby accorded for the transactions hitherto entered or to be entered into by the Company in the ordinary course of business and at arm's length price with the following related parties up to the maximum amount as mentioned herein below for the financial year 2027-28 on such terms and condition as may be mutually agreed between the company and the related party:

Name of Related Party	Nature of Transaction - Amount in ₹			
	Nature of Interested Party	Nature of Relationship	Particulars of Contract/ Arrangement	Maximum amount of transaction per financial year
Marketing and Engineering Solutions (MES), Inc.	Mr. Hiten Talakchand Shah	Common Director	Sale of Goods	₹ 125 Crore p.a.
			Purchase of Goods	₹ 25 Crore p.a.
			R&D Charges Income	₹ 25 Crore p.a.
			Sale of services	₹ 25 Crore p.a.

RESOLVED FURTHER THAT the Board of Directors of the Company (which term shall be deemed to include any Committee of the Board of Directors which may have been constituted or hereinafter constituted to exercise the powers conferred on the Board by this resolution) be and are hereby severally authorised to do all acts, deeds, matters and things as may be considered necessary, proper, and desirable to give effect to above resolution."

12.To approve the Material Related Party Transactions of Subsidiaries of the Company:

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

"RESOLVED THAT pursuant to Section 188 and other applicable provisions of the Companies Act, 2013 read with the Companies (Meeting of Board and its Power) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and Regulation 23 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any amendment(s), modification(s) or re-enactment(s) thereof), consent of the members of the Company be and is hereby accorded

to the Subsidiaries of the Company, to enter into and/or continue the related party transaction(s) / Contract(s) / arrangement(s) / agreement(s) between the subsidiaries and the related parties in the ordinary course of business and at arm's length price with the following related parties up to the maximum amount as mentioned herein below for the financial year 2027-28 on such terms and condition as may be mutually agreed between the company and the related party:

Sr. No.	Name of Subsidiary Company	Name of the Related Party	Name of Interested Party	Nature of Relationship between Company ("BMSCL") and Related Party	Particulars of Contract/ Arrangement	Amount
1.	Metrics Vietnam Company Limited	Marketing and Engineering Solutions (MES), Inc.	Mr. Hiten Talakchand Shah	Common Director	Sale of Goods, Purchase of Goods, R&D Charges Income and Sale of services	₹ 50 Crore p.a.
2.	Bombay Metrics Metals Private Limited	Marketing and Engineering Solutions (MES), Inc.	Mr. Hiten Talakchand Shah	Common Director	Sale of Goods, Purchase of Goods, R&D Charges Income and Sale of services	₹ 25 Crore p.a.

RESOLVED FURTHER THAT the Board of Directors of the Company (which term shall be deemed to include any Committee of the Board of Directors which may have been constituted or hereinafter constituted to exercise the powers conferred on the Board by this resolution) be and are hereby severally authorised to do all acts, deeds, matters and things as may be considered necessary, proper, and desirable to give effect to above resolution."

By Order of the Board of Directors of

Bombay Metrics Supply Chain Limited

Sd /-

Parsvo Gada
Company Secretary

Date: 04.08.2026
Place: Mumbai

Registered Office: 201/Quantum Towers,
Ram Baug Lane, Near Chincholi Petrol Pump,
S.V.Road, Malad (West), Mumbai-400064
CIN: L74999MH2015PLC263148
Email: nkeniya@bombaymetrics.com
Website: www.bombaymetrics.com

Notes:

1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024 read with General Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs (MCA) and in compliance with the applicable provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015, as amended ("Listing Regulations"), the 11th Annual General Meeting of the Company (AGM) is being held through VC/OAVM Facility, which does not require physical presence of members at the venue. The proceedings of the 11th AGM shall be deemed to be made at the Registered Office of the Company situated at 201/Quantum Towers, Ram Baug Lane, Near Chincholi Petrol Pump, S. V. Road, Malad (West), Mumbai-400064, Maharashtra, India.
2. 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.
3. 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.
4. 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) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM . For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.
5. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at https://bombaymetrics.com/. The Notice can also be accessed from the websites of the Stock Exchanges i.e. Stock Exchange of India Limited at www.nseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
6. The relevant details, pursuant to 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking appointment / re-appointment at this AGM is annexed. Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 ('the Act'), relating to the Special Business to be transacted at this Annual General Meeting ('AGM') is also annexed.
7. 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.
8. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/ Authorization shall be sent to the Scrutinizer by email through its registered email address to shivharijalancs@gmail.com with a copy marked to nkeniya@bombaymetrics.com.
9. The dividend on equity shares, as recommended by the Board of Directors, if approved at the AGM will be paid on or before the close of business hours of 24th October, 2026 i.e. within 30 days of declaration of dividend.
10. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents, M/s. Bigshare Services Private Limited ("Bigshare") for assistance in this regard.
11. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with Bigshare in case the shares are held by them in physical form.
12. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to Bigshare in case the shares are held by them in physical form.
13. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested to submit the said details to their DP in case the shares are held by them in electronic form and to Link Intime in case the shares are held in physical form.
14. Members are requested to note the following:

    Members holding shares in physical form are requested to intimate any change in their address, name, bank details, ECS mandates, nominations, Power of Attorney, etc. to the Company's Registrar and Transfer Agent, Bigshare Services Private Limited, Office no S6-2, 6th Floor, Pinnacle Business Park, Mahakali Caves Road, Next to Ahura Centre, Andheri East, Mumbai-400093 ("RTA" / "R&T Agent"). Kindly quote the ledger folio number in all your correspondence. For updation of the bank account details / mandate, kindly send the scan copy of a signed request letter mentioning therein the name, folio number, bank account details, self-attested copy of PAN card / Form ISR-1 and Form ISR-2 (as applicable, refer note no. 8 above) and a cancelled cheque leaf with pre-printed name of the Member (first shareholder) of the Company, to the Registrar and Transfer Agent.

    SEBI vide its Master Circular No. SEBI/HO/ MIRSD/POD-1/P/CIR/2023/70 dated May 17, 2023 ("SEBI Circular") and the FAQs released by the SEBI has provided common and simplified norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC and Nomination details. Further, as per the said SEBI Circular, the Shareholders holding shares in physical form and who have not updated their KYC details (viz., PAN; Choice of Nomination; Contact Details; Mobile Number; Bank Account Details and signature) against their folio on or after April 01, 2024 with Bigshare Services Private Limited, Registrar and Transfer Agent of the Company ("RTA"), their dividend shall be withheld by the Company and the same shall be immediately released electronically, upon updation of KYC.

    Members holding shares in dematerialized form are requested to intimate any change in their address, name, bank details, ECS mandates, nominations, Power of Attorney, etc. to their respective Depository Participants (DPs) only. Kindly quote client ID and DP ID numbers in all your correspondence.
15. 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 at the AGM.
16. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
17. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before 23rd September, 2026 through email on cs@bombaymetrics.com. The same will be replied by the Company suitably.
18. Disclosure with respect to Demat suspense account / unclaimed suspense account

    Information pursuant to Regulation 34 (3) read with Clause F of Schedule V of LODR. As on date of this report, there are no shares in the demat suspense account or unclaimed suspense account of the Company.
19. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
20. Pursuant to Section 108 of the Companies Act, 2013, read with the relevant Rules of the Act, the Company is pleased to provide the facility to Members to exercise their right to vote by electronic means. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Friday, September 18, 2026, are entitled to

vote on the Resolutions set forth in this Notice. Members who have acquired shares after the dispatch of the Annual Report may approach the Company for issuance of the User ID and Password for exercising their right to vote by electronic means.

21. The Company has appointed Mr. Shivhari Jalan, Proprietor of M/s. Shiv Hari Jalan & Co., Practicing Company Secretaries, to act as the Scrutinizer, for conducting the scrutiny of the votes cast. The Members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given hereinafter.

22. The facility for voting through electronic voting system be made available at the AGM and the members attending the AGM through VC/OAVM, who have not already cast their vote by remote e-voting, may exercise their right to vote at the AGM through E-Voting. The Company has entered into an arrangement with NSDL for facilitating remote e-voting for AGM.

23. SEBI circular no. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023 (updated vide master circular SEBI/HO/OIAE/OIAE_IAD-3/P/ CIR/2023/195 as on December 20, 2023), inter alia states that to resolve a grievance, the Member shall first take up the grievance with the listed entity. If the grievance is not resolved satisfactorily, the Member can escalate it through the SCORES Portal following the specified guidelines. If the Member is not satisfied with the outcome, the Member can initiate the dispute resolution through the Online Dispute Resolution ("ODR") Portal (https://smartodr.in/login). Members may peruse the said master circular for details.

24. The Chairman shall at the end of discussion on the resolutions on which voting is to be held, allow voting for all those members who are present at the AGM through VC/OAVM but have not cast their votes through the remote e-voting and otherwise not barred from doing so, shall be eligible to vote through e-voting system provided during the AGM.

25. The Scrutinizer shall, within the timelines prescribed under the applicable law, after the conclusion of the e-voting period and conclusion of AGM, unblock the votes in the presence of at least two witnesses (not in the employment of the Company) and the consolidated Scrutinizer's Report of the votes cast in the favor or against, if any, shall be submitted to the Chairman of the AGM or any authorized Director of the Company. Within two working days from the conclusion of the AGM, the voting results shall be intimated by the Company to NSDL and the National Stock Exchange of India Limited where the Company's securities are listed, and shall be displayed along with the Scrutinizer's report on the Company's website www.bombaymetrics.com and NSDL's website https://www.evoting.nsdl.com/. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of 11th AGM i.e. September 25, 2026.

26. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details such as bank account number, name of the bank and branch details, MICR Code and IFSC Code, mandates, nomination, power of attorney, change of address, change of name, e-mail address, contact numbers, etc to their depository participant ("DP"). Members holding shares in physical form are requested to intimate such changes to Company's RTA, i.e. Bigshare Services Private Limited along with relevant evidences or supporting.

27. Members who have not registered their E-mail address so far are requested to register their email for receiving all communication including Annual Report, Notices and Circulars etc. from the company electronically. Members can do this by updating their email addresses with their depository participants.

Registration of email ID and Bank Account details:

(a) In case the shareholder's email ID is already registered with the Company/its Registrar & Share Transfer Agent "RTA"/ Depositories, log in details for e-voting are being sent on the registered email address.

(b) In case the shareholder has not registered his/her/their email address with the Company/its RTA/Depositories and or not updated the Bank Account mandate for receipt of dividend, the following instructions to be followed:

(i) Kindly log in to the website of our RTA, Bigshare Services Private Limited, www.bigshareonline.com under For Investors > Email Registration – fill in the details and upload the required documents and submit. OR

(ii) In the case of Shares held in Demat mode:

The shareholder may please contact the Depository Participant ("DP") and register the email address and bank account details in the demat account as per the process followed and advised by the DP.

28. Pursuant to the provisions of the Income Tax Act, 2025 (as amended from time to time) the Company would be under an obligation to deduct tax at source ("TDS") in accordance with the provisions of the IT Act, from the

final Dividend, if approved by the Members at the AGM. In this regard, the Members may refer the Note on TDS on Dividend distribution, appended to this Notice convening 11th AGM of the Company ("AGM Notice").

29. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time.

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

The remote e-voting period begins on Tuesday, September 22, 2026 at 09:00 A.M. and ends on Thursday, September 24, 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. September 18, 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 September 18, 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. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
	2. 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.
	3. 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

Type of shareholders	Login Method
	4. 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.
	5. Shareholders/Members can also download NSDL Mobile App **"NSDL Speede"** facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play 3.
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 my easi username & password. 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.

Type of shareholders	Login Method
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

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

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

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

   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************

Login type	Helpdesk details
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

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

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

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

General Guidelines for shareholders

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

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/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 EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/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 EGM/AGM shall be the same person mentioned for Remote e-voting.

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

1. Member will be provided with a facility to attend the EGM/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@bombaymetrics.com. The same will be replied by the company suitably.
6. Members who would like to express their views/ask questions during the AGM may register themselves as a speaker by sending their request from their respective registered email id(s) in advance atleast 48 hours before the commencement time of 10th AGM, mentioning their name, demat account number/folio number, email id, mobile number at cs@bombaymetrics.com. Members who do not wish to speak during the AGM but would like to seek further information or clarification on the Annual financial statements or operations of the Company, may send their queries from their registered email id(s) in advance atleast 48 hours prior to the AGM date, mentioning their name, demat account, number/folio number, email id, mobile number at cs@bombaymetrics.com, so that the queries can be suitably replied by the Company.

By Order of the Board of Directors of

Bombay Metrics Supply Chain Limited

Sd /-

Parsvo Gada
Company Secretary

Date: 04.08.2026
Place: Mumbai

Registered Office: 201/Quantum Towers,
Ram Baug Lane, Near Chincholi Petrol Pump,
S.V.Road, Malad (West), Mumbai-400064
CIN: L74999MH2015PLC263148
Email: nkeniya@bombaymetrics.com
Website: www.bombaymetrics.com

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

INFORMATION PERTAINING TO THE ORDINARY BUSINESS ITEM REGARDING THE APPOINTMENT OF THE STATUTORY AUDITORS:

Item No. : 5

The Members of the Company at the 06th Annual General Meeting ("AGM") held on July 12, 2021 approved the re-appointment of M/s. Rajendra & Co., Chartered Accountants (Firm Registration No. 120459W) as the Statutory Auditors of the Company for a period of five (5) consecutive years, commencing from the conclusion of the said AGM until the conclusion of the 11th AGM of the Company, pursuant to the provisions of Section 139 of the Companies Act, 2013 ("the Act") read with the Companies (Audit and Auditors) Rules, 2014, as amended. Accordingly, the existing term of M/s. Rajendra & Co. shall conclude upon the conclusion of this 11th AGM.

The remuneration paid to M/s. Rajendra & Co. for the statutory audit and limited review of the financial statements for the financial year 2025-26, as approved by the Board of Directors, was ₹7,35,000 (Rupees Seven lakh Thirty-Five Thousand only), plus applicable taxes and reimbursement of actual out-of-pocket expenses.

Based on the recommendation of the Audit Committee, the Board of Directors of the Company ("Board"), at its meeting held on August 4, 2026, approved and recommended, subject to the approval of the Members, the appointment of M/s. D K P & Associates, Chartered Accountants (Firm Registration No. 126305W), as the Statutory Auditors of the Company in place of M/s. Rajendra & Co., whose present term expires at the conclusion of this 11th AGM.

It is proposed to appoint M/s. D K P & Associates as the Statutory Auditors of the Company for a period of five (5) consecutive years, commencing from the conclusion of this 11th AGM until the conclusion of the 16th AGM of the Company, at an annual remuneration not exceeding ₹12 Lakhs (Rupees Twelve Lakhs Only), plus applicable taxes and reimbursement of actual out-of-pocket expenses, for the statutory audit and limited review of the financial statements for the financial year 2026-27, as applicable. Fees for any other certification or professional services that may be required by the Company from time to time shall be as may be mutually agreed between the Company and the Statutory Auditors and approved by the Board and/or the Audit Committee, wherever applicable.

As proposed in Resolution No. 5 of the Notice, the remuneration payable to the Statutory Auditors for the remaining tenure shall be determined by the Board, based on the recommendation of the Audit Committee.

While recommending the appointment of M/s. D K P & Associates, the Audit Committee and the Board considered various factors, including the firm's experience in statutory audits, industry expertise, technical competence, professional standing, quality of audit processes, and experience in serving listed companies, and were of the opinion that the firm is well qualified and suitably equipped to undertake the statutory audit of the Company.

M/s. D K P & Associates is a firm of Chartered Accountants headquartered in Mumbai and has experience in providing audit and assurance services to BSE-listed companies and clients across diverse industries, including texturizing and twisting, rubber reclaim, exports, and gems and jewellery. The firm also provides services in the areas of assurance, taxation, consulting, amalgamation and restructuring, valuation under the Income-tax Act, and FEMA.

M/s. D K P & Associates has furnished its written consent to act as the Statutory Auditors of the Company and has confirmed that its appointment, if made, shall be in accordance with the provisions of Sections 139 and 141 of the Companies Act, 2013, and the applicable Rules made thereunder. The firm has further confirmed that it satisfies the criteria relating to independence and eligibility as prescribed under the Act.

The Board recommends the Ordinary Resolution set out at Item No. 5 of the Notice for approval by the Members.

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

THE FOLLOWING STATEMENT SETS OUT ALL MATERIAL FACTS RELATING TO THE SPECIAL BUSINESS MENTIONED IN THE NOTICE:

Item No. : 6

As members of the Company must be aware that Mr. Nipul Keniya being a founder member of the Company, has been instrumental in the running of the Business of the Company and can truly be considered as one of the pillars of this round growth of the Company.

Hence to appropriately recognize all the efforts of Mr. Nipul Keniya has put into bring in the business of the Company to these levels, the management of the Company firmly believes that his role as Managing Director will prudently help the Company in these changing times. Hence it is proposed by Board of Directors to appropriately remunerate Managing Director.

The Nomination Remuneration Committee of the Company at its meeting held on August 04, 2026 and the Board of Directors of the Company at its meeting held on August 04, 2026 has, subject to approval of Members, increased the remuneration of the Managing Director w.e.f. 01.10.2026, on the following terms and conditions:

A. Basic Salary:

Mr. Nipul Hirji Keniya will be paid the salary of ₹ 60,00,000/- (Rupees Sixty Lacs Only) per annum or as may be decided by the Board from time to time. The Board or NRC authorised to increase the salary upto 20% p.a. from the financial 2027-28.

B. Bonus and Incentives: In addition to the salary, the Managing Director shall be entitled to receive bonus and incentives, subject to a maximum of ₹ 2,50,000/-

C. Perquisites:

In addition to the salary, the Managing Director will be allowed perquisites as specified in Category a, b and other terms.

Category - a:

i. Housing: Furnished/ Unfurnished residential accommodation or house rent allowance up to 10% of the salary in lieu thereof.

ii. The expenditure incurred by the Company for gas, electricity, water and furnishing shall be valued as per the Income Tax Rules 1962. This shall, however be subject to a ceiling of ten percent of the basic salary of the Executive Director.

iii. Medical Reimbursement: The Expenditure incurred for self and family, as decided by the Board from time to time.

iv. Leave Travel Concession: For self and family, once in a year in accordance with the Rules of the Company.

v. Club Fees: Fees of clubs, subject to maximum of two Clubs. This will not include life membership fees.

vi. Personal Medical/ Accident Insurance: Personal Medical / Accident Insurance of an amount, the annual premium of which shall be paid as per the Rules of the Company.

Category - b:

The Managing Director shall also be eligible to the following perquisites which shall not be included in the computation of the ceiling on remuneration as per provisions of the Companies Act, 2013:

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 months' salary for each completed year of service and

iii. Encashment of Leave at the end of the tenure.

Other Terms:

i. The Managing Director is entitled to reimbursement of all actual expenses as per the Rules of the Company including on entertainment and travelling incurred in the course of the Company's business.

ii. The Managing Director is entitled to avail of fully paid leave as per the Rules of the Company as applicable to the senior executives.

iii. The Managing Director, subject to the applicable provisions of the Companies Act, 2013, is also eligible for housing loan as applicable in accordance with the Rules of the Company.

iv. The Managing Director is not entitled to payment of any sitting fees for attaining the meetings of the Board or of a committee thereof.

v. The appointment shall be terminated by the Company by giving him three months' notice or on payment of three months' basic salary in lieu thereof and by him by giving three months' notice.

None of the directors or key managerial personnel or relatives thereof, except Mr. Nipul Keniya, Mr. Hiten Shah, Mrs. Heena Shah, Mr. Sahil Shah and their relatives, are in any way concerned or interested, financially or otherwise, in passing the above resolutions.

The above statement is to considered and construed as disclosures as per the provisions of section 102 of the Companies Act, 2013.

The Disclosures as contemplated in Section II of Part II of Schedule V of the Companies Act, 2013 are as follows:

I. General Information:

Sr. No.	Particulars	Disclosures
1	Nature of Industry	The Company is in to business of Supply Chain Management
2	Date or expected date of commencement of The Company has already commencement its commercial production	The Company has already commencement its commercial production and carrying on its business
3	Date or expected date of commencement of The Company has already commencement its	Not Applicable
4	Financial Performance based on given indicators	The Company has performed satisfactorily in terms of financial performance based on given indicators.
5	Foreign investment or collaborations, if any,	

FDI:

Sr. No.	Category of Shareholder	Number of Shares	% of Shares
1	Foreign Promoters	54,77,600	44.48
2	NRI	1,64,000	1.33

ODI:

The Company has made an Overseas Direct investment of ₹ 45.38 lakh in wholly owned subsidiary in Vietnam.

II. Information about appointee:

1	Background details	Mr. Nipul Hirji Keniya has been on the Board of the Company since 2015. He has played a vital role in the growth of the Company.
2	Past Remuneration	₹ 48,21,528/- per annum
3	Recognition or awards	He has been awarded as a mark of esteem, Doctor of Business Administration (Honoris Causa) by the National American University in 2021. He has also been awarded in India 500 CEO awards 2021.
4	Job profile and his suitability	Mr. Nipul Hirji Keniya has been the Director since March 28, 2015 and has been contributing in his role towards achievement of the common objectives of the organization.
5	Remuneration proposed	As mentioned above

6	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	The remuneration proposed in commensurate with the nature of duties and responsibilities performed by the Directors vis a vis financial performance of the Company. The Remuneration proposed is comparable and slightly below the par with the standard remuneration paid by other industry players.
7	Pecuniary relationship directly or indirectly with the Company or relationship with managerial personnel, if any	There is no pecuniary relationship directly or indirectly with the Company. Relationship with Managerial personnel as follows: 1. Mr. Hiten Talakchand Shah – Brother-in-law 2. Mrs. Heena Hiten Shah – Sister 3. Mr. Sahil Hiten Shah - nephew

III. Other Information:

1	Reason for loss or inadequate profits	Not Applicable as the profit of the company is adequate.
2	Steps taken or proposed to be taken for improvement	
3	Expected increase in productivity and profits in measurable terms	

The Board recommends passing of the resolution set out at Item No. 6 for the approval of the members of the Company by way of a Special Resolution.

Item No. 7:

Mr. Hiten Sanmukhlal Shah (DIN 02185059) was appointed as Independent Director on the Board of the Company pursuant to the provisions of Section 149 of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014. He holds office as Independent Directors of the Company up to May 23, 2026 ("first term" in line with the explanation to Sections 149(10) and 149(11) of the Act).

Further, the Secretarial Standards-2 on General Meetings also prescribes that in case of re-appointment of Independent Director, a performance evaluation report or a summary thereof shall be included in the Explanatory Statement.

Pursuant to the provisions of the Board Evaluation Policy, a structured performance evaluation exercise was carried out for the Independent Directors including Mr. Hiten Sanmukhlal Shah. The said evaluation was based on various parameters such as participation and contribution at the Board and Committee meetings, understanding of the governance, regulatory, financial, fiduciary and ethical requirements of the Board and Committees, standards of ethics and integrity, ability to exercise objective independent judgment in the best interests of the Company and its stakeholders. Post evaluation of performance of Mr. Hiten Sanmukhlal Shah by every other Director, numeric value ("score") assigned to each objective answer on the scale of 1 to 5, for all the statements in the respective questionnaire were summed and averaged respectively, wherein scale/average of '1' indicates 'Critical'; '2' – 'Weak'; '3' – 'Fair'; '4' – 'Satisfactory' and '5' – 'Strong'. The said average score of Mr. Hiten Sanmukhlal Shah for all the parameters was remarkable '5'. The Board appreciated his valuable contribution to the Company during his first term as an Independent Director of the Company.

The Nomination and Remuneration Committee of the Board of Directors, on the basis of the report of performance evaluation of Independent Directors, has recommended the re-appointment of Mr. Hiten Sanmukhlal Shah as Independent Director for a second term of 5 (five) consecutive years on the Board of the Company subject to approval of shareholders by passing Special Resolution at the ensuing AGM.

The Board, based on the performance evaluation of Independent Directors and as per the recommendation of the Nomination and Remuneration Committee, proposed to re-appoint Mr. Hiten Sanmukhlal Shah as Independent Directors of the Company, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years from May 24, 2026 to May 23, 2031 on the Board of the Company.

Section 149 of the Act and provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") inter alia prescribe that an independent director of a company shall meet the criteria of independence as provided in Section 149(6) of the Act.

The Company has received declarations from Mr. Hiten Sanmukhlal Shah that he meets with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under the Listing Regulations.

Section 149(10) of the Act provides that an independent director shall hold office for a term of up to five consecutive years on the Board and shall be eligible for re-appointment on passing a special resolution by the company and disclosure of such appointment in its Board's report. Section 149 (11) provides that an independent director may hold office for up to two consecutive terms.

The Company has received all statutory disclosures / declarations from Mr. Hiten Sanmukhlal Shah, including:

(i) Intimation in Form DIR-8 in terms of the Appointment Rules to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act, and

(ii) A declaration to the effect that she meets the criteria of independence as provided in sub-section (6) of Section 149 of the Act and under the Listing Regulations,

The Company has received notices in writing from member under Section 160 of the Act proposing re-appointment of Mr. Hiten Sanmukhlal Shah as an Independent Director of the Company.

Copy of draft letter for appointment of Independent Director setting out terms and conditions would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours (11:00 am to 5:00 pm) on all working days except Saturday, up to and including the date of the Annual General Meeting of the Company.

Details of Director whose re-appointment as Independent Director is proposed at Item No. 7 is provided in the "Annexure" to the Notice pursuant to the provisions of (i) the Listing Regulations and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

Mr. Hiten Sanmukhlal Shah is interested in the resolutions set out respectively at Item No. 7 of the Notice with regard to his re-appointment.

The relatives of Mr. Hiten Sanmukhlal Shah may be deemed to be interested in the respective resolutions to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in these resolutions.

The Board commends the Special Resolution set out at Item No. 7 of the Notice for approval by the members.

Item No. 8:

Mr. Prateek Jaju (DIN 10163582) was appointed as Independent Director on the Board of the Company pursuant to the provisions of Section 149 of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014. He holds office as Independent Directors of the Company up to May 21, 2026 ("first term" in line with the explanation to Sections 149(10) and 149(11) of the Act).

Further, the Secretarial Standards-2 on General Meetings also prescribes that in case of re-appointment of Independent Director, a performance evaluation report or a summary thereof shall be included in the Explanatory Statement.

Pursuant to the provisions of the Board Evaluation Policy, a structured performance evaluation exercise was carried out for the Independent Directors including Mr. Prateek Jaju. The said evaluation was based on various parameters such as participation and contribution at the Board and Committee meetings, understanding of the governance, regulatory, financial, fiduciary and ethical requirements of the Board and Committees, standards of ethics and integrity, ability to exercise objective independent judgment in the best interests of the Company and its stakeholders. Post evaluation of performance of Mr. Prateek Jaju by every other Director, numeric value ("score") assigned to each objective answer on the scale of 1 to 5, for all the statements in the respective questionnaire were summed and averaged respectively, wherein scale/average of '1' indicates 'Critical'; '2' – 'Weak'; '3' – 'Fair'; '4' – 'Satisfactory' and '5' – 'Strong'. The said average score of Mr. Prateek Jaju for all the parameters was remarkable '4' and above. The Board appreciated his valuable contribution to the Company during his first term as an Independent Director of the Company.

The Nomination and Remuneration Committee of the Board of Directors, on the basis of the report of performance evaluation of Independent Directors, has recommended the re-appointment of Mr. Prateek Jaju as Independent Director for a second term of 5 (five) consecutive years on the Board of the Company subject to approval of shareholders by passing Special Resolution at the ensuing AGM.

The Board, based on the performance evaluation of Independent Directors and as per the recommendation of the Nomination and Remuneration Committee, proposed to re-appoint Mr. Prateek Jaju as Independent Directors of the Company, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years from May 22, 2026 to May 21, 2031 on the Board of the Company.

Section 149 of the Act and provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") inter alia prescribe that an independent director of a company shall meet the criteria of independence as provided in Section 149(6) of the Act.

The Company has received declarations from Mr. Prateek Jaju that he meets with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under the Listing Regulations.

Section 149(10) of the Act provides that an independent director shall hold office for a term of up to five consecutive years on the Board and shall be eligible for re-appointment on passing a special resolution by the company and disclosure of such appointment in its Board's report. Section 149 (11) provides that an independent director may hold office for up to two consecutive terms.

The Company has received all statutory disclosures / declarations from Mr. Prateek Jaju, including:

(i) Intimation in Form DIR-8 in terms of the Appointment Rules to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act, and

(ii) A declaration to the effect that she meets the criteria of independence as provided in sub-section (6) of Section 149 of the Act and under the Listing Regulations,

The Company has received notices in writing from member under Section 160 of the Act proposing re-appointment of Mr. Prateek Jaju as an Independent Director of the Company.

Copy of draft letter for appointment of Independent Director setting out terms and conditions would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours (11:00 am to 5:00 pm) on all working days except Saturday, up to and including the date of the Annual General Meeting of the Company.

Details of Director whose re-appointment as Independent Director is proposed at Item No. 7 is provided in the "Annexure" to the Notice pursuant to the provisions of (i) the Listing Regulations and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

Mr. Prateek Jaju is interested in the resolutions set out respectively at Item No. 8 of the Notice with regard to his re-appointment.

The relatives of Mr. Prateek Jaju may be deemed to be interested in the respective resolutions to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in these resolutions.

The Board commends the Special Resolution set out at Item No. 8 of the Notice for approval by the members.

Item No. 9:

Mr. Bhavin Gopal Gandhi (DIN 06489462) was appointed as Independent Director on the Board of the Company pursuant to the provisions of Section 149 of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014. He holds office as Independent Directors of the Company up to May 23, 2026 ("first term" in line with the explanation to Sections 149(10) and 149(11) of the Act).

Further, the Secretarial Standards-2 on General Meetings also prescribes that in case of re-appointment of Independent Director, a performance evaluation report or a summary thereof shall be included in the Explanatory Statement.

Pursuant to the provisions of the Board Evaluation Policy, a structured performance evaluation exercise was carried out for the Independent Directors including Mr. Bhavin Gopal Gandhi. The said evaluation was based on various parameters such as participation and contribution at the Board and Committee meetings, understanding of the governance, regulatory, financial, fiduciary and ethical requirements of the Board and Committees, standards of ethics and integrity, ability to exercise objective independent judgment in the best interests of the Company and its stakeholders. Post evaluation of performance of Mr. Bhavin Gopal Gandhi by every other Director, numeric value ("score") assigned to each objective answer on the scale of 1 to 5, for all the statements in the respective questionnaire were summed and averaged respectively, wherein scale/average of '1' indicates 'Critical'; '2' – 'Weak'; '3' – 'Fair'; '4' – 'Satisfactory' and '5' – 'Strong'. The said average score of Mr. Bhavin Gopal Gandhi for all the parameters was remarkable '4' and above. The Board appreciated his valuable contribution to the Company during his first term as an Independent Director of the Company.

The Nomination and Remuneration Committee of the Board of Directors, on the basis of the report of performance evaluation of Independent Directors, has recommended the re-appointment of Mr. Bhavin Gopal Gandhi as Independent Director for a second term of 5 (five) consecutive years on the Board of the Company subject to approval of shareholders by passing Special Resolution at the ensuing AGM.

The Board, based on the performance evaluation of Independent Directors and as per the recommendation of the Nomination and Remuneration Committee, proposed to re-appoint Mr. Bhavin Gopal Gandhi as Independent Directors of the Company, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years from May 24, 2026 to May 23, 2031 on the Board of the Company.

Section 149 of the Act and provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") inter alia prescribe that an independent director of a company shall meet the criteria of independence as provided in Section 149(6) of the Act.

The Company has received declarations from Mr. Bhavin Gopal Gandhi that he meets with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under the Listing Regulations.

Section 149(10) of the Act provides that an independent director shall hold office for a term of up to five consecutive years on the Board and shall be eligible for re-appointment on passing a special resolution by the company and disclosure of such appointment in its Board's report. Section 149 (11) provides that an independent director may hold office for up to two consecutive terms.

The Company has received all statutory disclosures / declarations from Mr. Bhavin Gopal Gandhi, including:

(i) Intimation in Form DIR-8 in terms of the Appointment Rules to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act, and

(ii) A declaration to the effect that she meets the criteria of independence as provided in sub-section (6) of Section 149 of the Act and under the Listing Regulations,

The Company has received notices in writing from member under Section 160 of the Act proposing re-appointment of Mr. Bhavin Gopal Gandhi as an Independent Director of the Company.

Copy of draft letter for appointment of Independent Director setting out terms and conditions would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours (11:00 am to 5:00 pm) on all working days except Saturday, up to and including the date of the Annual General Meeting of the Company.

Details of Director whose re-appointment as Independent Director is proposed at Item No. 7 is provided in the "Annexure" to the Notice pursuant to the provisions of (i) the Listing Regulations and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

Mr. Bhavin Gopal Gandhi is interested in the resolutions set out respectively at Item No. 9 of the Notice with regard to his re-appointment.

The relatives of Mr. Bhavin Gopal Gandhi may be deemed to be interested in the respective resolutions to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in these resolutions.

The Board commends the Special Resolution set out at Item No. 9 of the Notice for approval by the members.

Item No. 10:

Mr. Vivek Shreevallabh Vyas (DIN 09157577) was appointed as Independent Director on the Board of the Company pursuant to the provisions of Section 149 of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014. He holds office as Independent Directors of the Company up to May 23, 2026 ("first term" in line with the explanation to Sections 149(10) and 149(11) of the Act).

Further, the Secretarial Standards-2 on General Meetings also prescribes that in case of re-appointment of Independent Director, a performance evaluation report or a summary thereof shall be included in the Explanatory Statement.

Pursuant to the provisions of the Board Evaluation Policy, a structured performance evaluation exercise was carried out for the Independent Directors including Mr. Vivek Shreevallabh Vyas. The said evaluation was based on various parameters such as participation and contribution at the Board and Committee meetings, understanding of the governance, regulatory, financial, fiduciary and ethical requirements of the Board and Committees, standards of ethics and integrity, ability to exercise objective independent judgment in the best interests of the Company and its stakeholders. Post evaluation of performance of Mr. Vivek Shreevallabh Vyas by every other Director, numeric value ("score") assigned to each objective answer on the scale of 1 to 5, for all the statements in the respective questionnaire were summed and averaged respectively, wherein scale/average of '1' indicates 'Critical'; '2' – 'Weak'; '3' – 'Fair'; '4' – 'Satisfactory' and '5' – 'Strong'. The said average score of Mr. Vivek Shreevallabh Vyas for all the parameters was remarkable '4' and above. The Board appreciated his valuable contribution to the Company during his first term as an Independent Director of the Company.

The Nomination and Remuneration Committee of the Board of Directors, on the basis of the report of performance evaluation of Independent Directors, has recommended the re-appointment of Mr. Vivek Shreevallabh Vyas as Independent Director for a second term of 5 (five) consecutive years on the Board of the Company subject to approval of shareholders by passing Special Resolution at the ensuing AGM.

The Board, based on the performance evaluation of Independent Directors and as per the recommendation of the Nomination and Remuneration Committee, proposed to re-appoint Mr. Vivek Shreevallabh Vyas s Independent Directors of the Company, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years from May 24, 2026 to May 23, 2031 on the Board of the Company.

Section 149 of the Act and provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") inter alia prescribe that an independent director of a company shall meet the criteria of independence as provided in Section 149(6) of the Act.

The Company has received declarations from Mr. Vivek Shreevallabh Vyas that he meets with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under the Listing Regulations.

Section 149(10) of the Act provides that an independent director shall hold office for a term of up to five consecutive years on the Board and shall be eligible for re-appointment on passing a special resolution by the company and disclosure of such appointment in its Board's report. Section 149 (11) provides that an independent director may hold office for up to two consecutive terms.

The Company has received all statutory disclosures / declarations from Mr. Vivek Shreevallabh Vyas, including:

(i) Intimation in Form DIR-8 in terms of the Appointment Rules to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act, and

(ii) A declaration to the effect that she meets the criteria of independence as provided in sub-section (6) of Section 149 of the Act and under the Listing Regulations,

The Company has received notices in writing from member under Section 160 of the Act proposing re-appointment of Mr. Vivek Shreevallabh Vyas as an Independent Director of the Company.

Copy of draft letter for appointment of Independent Director setting out terms and conditions would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours (11:00 am to 5:00 pm) on all working days except Saturday, up to and including the date of the Annual General Meeting of the Company.

Details of Director whose re-appointment as Independent Director is proposed at Item No. 7 is provided in the "Annexure" to the Notice pursuant to the provisions of (i) the Listing Regulations and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

Mr. Vivek Shreevallabh Vyas is interested in the resolutions set out respectively at Item No. 10 of the Notice with regard to his re-appointment.

The relatives of Mr. Vivek Shreevallabh Vyas may be deemed to be interested in the respective resolutions to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in these resolutions.

The Board commends the Special Resolution set out at Item No. 10 of the Notice for approval by the members.

Item No. 11:

The members are informed that the Company has entered into related party transactions that are routine and repetitive in nature. These transactions are in ordinary course of business and are at arm's length price.

Pursuant to the provisions of Section 188 of the Companies Act, 2013, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactments thereof for the time being in force) ("Act"), approval of the Members of the Company is required for the Related Party Transactions on account of the sales, purchase or supply of any goods or materials

amounting to 10% or more of the turnover of the Company, only if the transaction is either not in ordinary course or not at an arm's length basis.

The Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 applicable to the Company w.e.f. 01.04.2025 pursuant Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment), Regulations, 2025.

Pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 (as amended) ("SEBI Listing Regulations"), approval of the Members of the Company is required in case of material Related Party transactions. As per the SEBI Listing Regulations, a transaction with a Related Party shall be considered material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds ₹ 50 crore or 10% of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, whichever is lower. The proposed transaction limit of the Company with following related parties shall exceed the limits prescribed hereinabove for the material Related Party Transactions. The proposed transaction of the Company with following related party to be in the ordinary course of business of the Company and should be on an arms' length basis. Hence, inter alia, in view of the above and as it's a material Related Party transaction under the SEBI Listing Regulations, approval of the Members of the Company for the proposed transactions, with following related parties is being obtained.

Name of Related Party	Nature of Transaction - Amount in ₹			
	Nature of Interested Party	Nature of Relationship	Particulars of Contract/ Arrangement	Maximum amount of transaction per financial year
Marketing and Engineering Solutions (MES), Inc.	Mr. Hiten Talakchand Shah	Common Director	Sale of Goods	₹ 125 Crore p.a.
			Purchase of Goods	₹ 25 Crore p.a.
			R&D Charges Income	₹ 25 Crore p.a.
			Sale of services	₹ 25 Crore p.a.

Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions as per Industry Standards:

Sr. No.	Particulars of Information	Information provided by the management
	Part A : Minimum Information of the proposed RPT	
	A(1) Basic details of the Related Party	
1	Name of the related party	Marketing and Engineering Solutions (MES), Inc.
2	Country of incorporation of the related party	USA
3	Nature of business of the related party	Global sourcing and supply chain management, Engineering solutions, Manufacturing and logistics services, Sales and marketing solutions

A(2) - Relationship and ownership of the related party

Sr. No.	Particulars of Information	Information provided by the management
1	Relationship between the listed entity/ subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Mr. Hiten Talakchand Shah is a Common Director of the Company.
2	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	Not Applicable
3	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable
4	Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary)	Not Applicable as Marketing and Engineering Solutions (MES), Inc. does not hold any shares in the Company directly or indirectly

A(3) - Details of previous transactions with the related party

Sr. No.	Particulars of Information	Information provided by the management		
1	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	**Sr. No.**	**Nature of Transaction**	**FY 24-25 (₹ In lakh)**
		1.	Sale of goods	7,361.06
		2.	Income from R&D Charges	461.05
		3.	Sale of Services	1,511.77
2	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	**Sr. No.**	**Nature of Transaction**	**FY 25-26 (₹ In lakh)**
		1	Sale of goods	6,348.57
		2	Income from R&D Charges	20.04
		3	Sale of Services	754.07

3	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	NIL

A(4) - Amount of the proposed transaction(s)

Sr. No.	Particulars of Information	Information provided by the management		
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	**Sr. No.**	**Nature of Transaction**	**Amount of Proposed transaction (₹ In lakh)**
		1	Sale of goods	₹ 12500 lakh p.a.
		2	Purchase of goods	₹ 2500 lakh p.a.
		3	R&D Charges Income	₹ 2500 lakh p.a.
		4	Sale of services	₹ 2500 lakh p.a.
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes as the amount of the proposed transaction exceeds 10% of the Annual Consolidated turnover of Bombay Metrics Supply Chain Limited for the FY 2026.		
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	**Sr. No**	**Nature of Transaction**	**Value of proposed RPT as a % of Company's annual consolidated turnover of FY 2026 (₹ In lakh)**
		1	Sale of goods	137.00%
		2	Purchase of goods	27.41%
		3	R&D Charges Income	27.41%
		4	Sale of services	27.41%
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	Not Applicable		
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available	The estimated transaction value at point no. 03 above for the F.Y. 2027-28 represent 1.5% to 2% of Annual standalone turnover of Marketing and Engineering Solutions (MES), Inc. for the year ended 31.12.2025.		

<table>
<tr><th colspan="5">A(5) - Basic details of the proposed transactions</th></tr>
<tr><th>Sr. No.</th><th>Particulars of Information</th><th colspan="3">Information provided by the management</th></tr>
<tr><td rowspan="5">1</td><td rowspan="5">Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/ services, giving loan, borrowing etc.)</td><th>Sr. No.</th><th>Nature of Transaction</th><th>Amount of Proposed transaction (₹ In lakh)</th></tr>
<tr><td>1</td><td>Sale of goods</td><td>₹ 12,500 lakh p.a.</td></tr>
<tr><td>2</td><td>Purchase of goods</td><td>₹ 2,500 lakh p.a.</td></tr>
<tr><td>3</td><td>R&D Charges Income</td><td>₹ 2,500 lakh p.a.</td></tr>
<tr><td>4</td><td>Sale of services</td><td>₹ 2,500 lakh p.a.</td></tr>
<tr><td>2</td><td>Tenure of the proposed transaction (tenure in number of years or months to be specified)</td><td colspan="3">For the F.Y. 2027-28</td></tr>
<tr><td>3</td><td>Whether omnibus approval is being sought?</td><td colspan="3">Yes</td></tr>
<tr><td rowspan="5">4</td><td rowspan="5">Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year wise</td><th>Sr. No.</th><th>Nature of Transaction</th><th>Amount of Proposed transaction (₹ In lakh)</th></tr>
<tr><td>1</td><td>Sale of goods</td><td>₹ 12,500 lakh p.a.</td></tr>
<tr><td>2</td><td>Purchase of goods</td><td>₹ 2,500 lakh p.a.</td></tr>
<tr><td>3</td><td>R&D Charges Income</td><td>₹ 2,500 lakh p.a.</td></tr>
<tr><td>4</td><td>Sale of services</td><td>₹ 2,500 lakh p.a.</td></tr>
<tr><td>5</td><td>Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity</td><td colspan="3">The Transactions with Marketing and Engineering Solutions (MES), Inc. are of repetitive nature and in the ordinary course of business. The Transactions with Marketing and Engineering Solutions (MES), Inc. are based on various considerations including synergy in operations, overall business interest of the Company.</td></tr>
<tr><td>6</td><td>Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.</td><td colspan="3">Mr. Hiten Talakchand Shah is a Common Director of the Company.</td></tr>
<tr><td>a</td><td>Name of the director / KMP</td><td colspan="3">Mr. Hiten Talakchand Shah</td></tr>
<tr><td>b</td><td>Shareholding of the director / KMP, whether direct or indirect, in the related party</td><td colspan="3">NIL</td></tr>
<tr><td>7</td><td>A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee</td><td colspan="3">Not Applicable</td></tr>
<tr><td>8</td><td>Other information relevant for decision making</td><td colspan="3">Not Applicable</td></tr>
</table>

B(1) - Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances

Sr. No.	Particulars of Information	Information provided by the management
1	**Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services**	Not Applicable
2	**Basis of determination of price.**	Not Applicable
3	**In case of Trade advance (of up to 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following:**	
a	Amount of Trade Advance	
b	Tenure	Not Applicable
c	Whether same is self-liquidating?	

As per the applicable provisions of the Act and SEBI Listing Regulations, no Related Parties shall vote to approve such resolution pertaining to the material related party transactions, whether the entity is a related party to the said transaction or not.

Further, the Audit Committee of the Board has received the Certificate provided by Chief Financial Officer and Whole-time Director confirming that the terms of the proposed Related Party transactions are in the interest of the Company.

As per the applicable provisions of the SEBI Listing Regulations, no related party shall vote to approve such resolution pertaining to the material related party transaction, whether the entity is a related party to the said transaction or not.

The Board of Directors of the Company ("Board"), based on the recommendations of the Audit Committee, approved the said Related Party transaction with above mentioned related party, subject to the approval of the Members of the Company. The Board recommends the resolution set out at Item No. 11 to be passed as an Ordinary Resolution.

Except Mr. Nipul Keniya, Mr. Hiten Shah, Mrs. Heena Shah, Mr. Sahil Shah and their relatives, None of the other directors or key managerial personnel or relatives thereof, are in any way concerned or interested, financially or otherwise, in passing the above resolutions.

Item No. 12:

Pursuant to the provisions of Section 188 of the Companies Act, 2013, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactments thereof for the time being in force) ("Act"), approval of the Members of the Company is required for the Related Party Transactions on account of the sales, purchase or supply of any goods or materials amounting to 10% or more of the turnover of the Company, only if the transaction is either not in ordinary course or not at an arm's length basis.

The Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 applicable to the Company w.e.f. 01.04.2025 pursuant Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment), Regulations, 2025.

Pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 (as amended) ("SEBI Listing Regulations"), approval of the Members of the Company is required in case of material Related Party transactions. As per the SEBI Listing Regulations, a transaction with a Related Party shall be considered material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds ₹ 50 crore or 10% of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, whichever is lower. The proposed transaction limit of the Subsidiary Companies of the Bombay Metrics Supply Chain Limited ("BMSCL") with following related parties shall exceed the limits prescribed hereinabove for the material Related Party Transactions. The proposed transactions of the Subsidiary Companies with following related parties to be in the ordinary course of business of the Company and should be on an arms' length basis. Hence, inter alia, in view of the above and as it's a material Related Party transaction under the SEBI Listing Regulations, approval of the Members of the Company for the proposed transactions, with following related parties is being obtained.

Sr. No.	Name of Subsidiary Company	Name of the Related Party	Name of Interested Party	Nature of Relationship between Company ("BMSCL") and Related Party	Particulars of Contract/ Arrangement	Amount
1	Metrics Vietnam Company Limited	Marketing and Engineering Solutions (MES), Inc.	Mr. Hiten Talakchand Shah	Common Director	Purchase of Goods, R&D Charges Income and Sale of services	₹ 50 Crore p.a.
2	Bombay Metrics Metals Private Limited	Marketing and Engineering Solutions (MES), Inc.	Mr. Hiten Talakchand Shah	Common Director	Sale of Goods, Purchase of Goods, R&D Charges Income and Sale of services	₹ 25 Crore p.a.

Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions as per Industry Standards:

Part A : Minimum Information of the proposed RPT

Sr. No.	Particulars of Information	Information provided by the management
	A(1) Basic details of the Related Party	
1	Name of the related party	Metrics Vietnam Company Limited and Marketing and Engineering Solutions (MES), Inc.
2	Country of incorporation of the related party	Vietnam and USA
3	Nature of business of the related party	Global sourcing and supply chain management, Engineering solutions, Manufacturing and logistics services, Sales and marketing solutions

A(2) - Relationship and ownership of the related party

Sr. No.	Particulars of Information	Information provided by the management
1	Relationship between the listed entity/ subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Mr. Hiten Talakchand Shah is a Common Director of the Company.
2	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	Metrics Vietnam Company Limited is the Wholly Owned Subsidiary of the Company.
3	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable
4	Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary)	Not Applicable as Metrics Vietnam Company Limited and Marketing and Engineering Solutions (MES), Inc. does not hold any shares in the Company directly or indirectly

A(3) - Details of previous transactions with the related party

Sr. No.	Particulars of Information	Information provided by the management		
1	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	**Sr. No.**	**Nature of Transaction**	**FY 24-25 (₹ In lakh)**
		1	Sale of goods	7,361.06
		2	Income from R&D Charges	461.05
		3	Sale of Services	1,511.77
		Above are the Consolidated Financials figure		
2	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	**Sr. No.**	**Nature of Transaction**	**FY 25-26 (₹ In lakh)**
		1	Sale of goods	6,348.57
		2	Income from R&D Charges	20.04
		3	Sale of Services	754.07
		Above are the Consolidated Financials figure		
3	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	NIL		

A(4) - Amount of the proposed transaction(s)

Sr. No.	Particulars of Information	Information provided by the management		
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	**Sr. No**	**Nature of Transaction**	**Amount of Proposed transaction (₹ In lakh)**
		1	Sale of goods	₹ 1000 lakh p.a.
		2	Purchase of goods	₹ 1000 lakh p.a.
		3	R&D Charges Income	₹ 1000 lakh p.a.
		4	Sale of services	₹ 2000 lakh p.a.

2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes as the amount of the proposed transaction exceeds 10% of the Annual Consolidated turnover of Bombay Metrics Supply Chain Limited for the FY 2026.
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	**Sr. No. / Nature of Transaction / Value of proposed RPT as a % of Company's annual consolidated turnover of FY 2026 (₹ In lakh)** 1 Sale of goods 10.96% 2 Purchase of goods 10.96% 3 R&D Charges Income 10.96% 4 Sale of services 21.92%
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	The Value of proposed transactions as a percentage of subsidiary's annual Standalone turnover for the immediate preceding financial year is 3556.96%.
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available	The estimated transaction value at point no. 03 above for the F.Y. 2027-28 represent 1.5% to 2% of Annual standalone turnover of Marketing and Engineering Solutions (MES), Inc. for the year ended 31.12.2025.

A(5) - Basic details of the proposed transactions

Sr. No.	Particulars of Information	Information provided by the management
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/ services, giving loan, borrowing etc.)	**Sr. No. / Nature of Transaction / Amount of Proposed transaction (₹ In lakh)** 1 Sale of goods ₹ 1000 lakh p.a. 2 Purchase of goods ₹ 1000 lakh p.a. 3 R&D Charges Income ₹ 1000 lakh p.a. 4 Sale of services ₹ 2000 lakh p.a.
2	Tenure of the proposed transaction (tenure in number of years or months to be specified)	For the F.Y. 2027-28
3	Whether omnibus approval is being sought?	Yes

4	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year wise	**Sr. No. / Nature of Transaction / Amount of Proposed transaction (₹ In lakh)** 1 Sale of goods ₹ 1000 lakh p.a. 2 Purchase of goods ₹ 1000 lakh p.a. 3 R&D Charges Income ₹ 1000 lakh p.a. 4 Sale of services ₹ 2000 lakh p.a.
5	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The Transactions with Marketing and Engineering Solutions (MES), Inc. are of repetitive nature and in the ordinary course of business. The Transactions with Marketing and Engineering Solutions (MES), Inc. are based on various considerations including synergy in operations, overall business interest of the Company.
6	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	Mr. Hiten Talakchand Shah is a Common Director of the Company.
a	Name of the director / KMP	Mr. Hiten Talakchand Shah
b	Shareholding of the director / KMP, whether direct or indirect, in the related party	NIL
7	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee	Not Applicable
8	Other information relevant for decision making	Not Applicable

B(1) - Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances

Sr. No.	Particulars of Information	Information provided by the management
1	**Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services**	Not Applicable
2	**Basis of determination of price.**	Not Applicable
3	**In case of Trade advance (of up to 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following:**	
a	Amount of Trade Advance	
b	Tenure	Not Applicable
c	Whether same is self-liquidating?	

Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions as per Industry Standards:

Part A : Minimum Information of the proposed RPT

Sr. No.	Particulars of Information	Information provided by the management
	A(1) Basic details of the Related Party	
1	Name of the related party	Bombay Metrics Metals Private Limited and Marketing and Engineering Solutions (MES), Inc.
2	Country of incorporation of the related party	India and USA
3	Nature of business of the related party	Global sourcing and supply chain management, Engineering solutions, Manufacturing and logistics services, Sales and marketing solutions

A(2) - Relationship and ownership of the related party

Sr. No.	Particulars of Information	Information provided by the management
1	Relationship between the listed entity/ subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Mr. Hiten Talakchand Shah is a Common Director of the Company.
2	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	Bombay Metrics Metals Private Limited is the Subsidiary of the Company. Metrics Vietnam Company Limited and Marketing and Engineering Solutions (MES), Inc. does not hold directly or indirectly, any shareholding in each other or in the Company.
3	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable
4	Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary)	Not Applicable as Bombay Metrics Metals Private Limited and Marketing and Engineering Solutions (MES), Inc. does not hold any shares in the Company directly or indirectly

A(3) - Details of previous transactions with the related party

Sr. No.	Particulars of Information	Information provided by the management
1	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	see table below

Sr. No.	Nature of Transaction	FY 24-25 (₹ In lakh)
1	Sale of goods	7,361.06
2	Income from R&D Charges	461.05
3	Sale of Services	1,511.77
	Above are the Consolidated Financials figure	

Sr. No.	Particulars of Information	Information provided by the management
2	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	see table below

Sr. No.	Nature of Transaction	FY 25-26 (₹ In lakh)
1	Sale of goods	6,348.57
2	Income from R&D Charges	20.04
3	Sale of Services	754.07
	Above are the Consolidated Financials figure	

Sr. No.	Particulars of Information	Information provided by the management
3	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	NIL

A(4) - Amount of the proposed transaction(s)

Sr. No.	Particulars of Information	Information provided by the management
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	see table below

Sr. No.	Nature of Transaction	Amount of Proposed transaction (₹ In lakh)
1	Sale of goods	₹ 600 lakh p.a.
2	Purchase of goods	₹ 600 lakh p.a.
3	R&D Charges Income	₹ 600 lakh p.a.
4	Sale of services	₹ 700 lakh p.a.

Sr. No.	Particulars of Information	Information provided by the management
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes as the amount of the proposed transaction exceeds 10% of the Annual Consolidated turnover of Bombay Metrics Supply Chain Limited for the FY 2026.
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	see table below

Sr. No.	Nature of Transaction	Value of proposed RPT as a % of Company's annual consolidated turnover of FY 2026 (₹ In lakh)
1	Sale of goods	65.76%
2	Purchase of goods	65.76%
3	R&D Charges Income	65.76%
4	Sale of services	76.72%

Sr. No.	Particulars of Information	Information provided by the management
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	Not Applicable as the subsidiary's annual Standalone turnover for the immediate preceding financial year is Nil.

5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available	The estimated transaction value at point no. 03 above for the F.Y. 2027-28 represent 0.0% of Annual standalone turnover of Marketing and Engineering Solutions (MES), Inc. for the year ended 31.12.2025.

A(5) - Basic details of the proposed transactions

<table>
<tr><th>Sr. No.</th><th>Particulars of Information</th><th>Information provided by the management</th></tr>
<tr><td>1</td><td>Specific type of the proposed transaction (e.g. sale of goods/ services, purchase of goods/ services, giving loan, borrowing etc.)</td><td><table>
<tr><th>Sr. No.</th><th>Nature of Transaction</th><th>Amount of Proposed transaction (₹ In lakh)</th></tr>
<tr><td>1</td><td>Sale of goods</td><td>₹ 600 lakh p.a.</td></tr>
<tr><td>2</td><td>Purchase of goods</td><td>₹ 600 lakh p.a.</td></tr>
<tr><td>3</td><td>R&D Charges Income</td><td>₹ 600 lakh p.a.</td></tr>
<tr><td>4</td><td>Sale of services</td><td>₹ 700 lakh p.a.</td></tr>
</table></td></tr>
<tr><td></td><td>Tenure of the proposed transaction (tenure in number of years or months to be specified)</td><td>For the F.Y. 2027-28</td></tr>
<tr><td></td><td>Whether omnibus approval is being sought?</td><td>Yes</td></tr>
<tr><td></td><td>Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year wise</td><td><table>
<tr><th>Sr. No.</th><th>Nature of Transaction</th><th>Amount of Proposed transaction (₹ In lakh)</th></tr>
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<tr><td></td><td>R&D Charges Income</td><td>₹ 600 lakh p.a.</td></tr>
<tr><td></td><td>Sale of services</td><td>₹ 700 lakh p.a.</td></tr>
</table></td></tr>
<tr><td>5</td><td>Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity</td><td>The Transactions with Marketing and Engineering Solutions (MES), Inc. are of repetitive nature and in the ordinary course of business. The Transactions with Marketing and Engineering Solutions (MES), Inc. are based on various considerations including synergy in operations, overall business interest of the Company.</td></tr>
<tr><td>6</td><td>Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.</td><td>Mr. Hiten Talakchand Shah is a Common Director of the Company.</td></tr>
<tr><td>a</td><td>Name of the director / KMP</td><td>Mr. Hiten Talakchand Shah</td></tr>
<tr><td>b</td><td>Shareholding of the director / KMP, whether direct or indirect, in the related party</td><td>NIL</td></tr>
</table>

A(5) - Basic details of the proposed transactions

Sr. No.	Particulars of Information	Information provided by the management
7	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee	Not Applicable
8	Other information relevant for decision making	Not Applicable

B(1) - Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances

Sr. No.	Particulars of Information	Information provided by the management
1	**Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services**	Not Applicable
2	**Basis of determination of price.**	Not Applicable
3	**In case of Trade advance (of up to 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following:**	
a	Amount of Trade Advance	Not Applicable
b	Tenure	
c	Whether same is self-liquidating?	

As per the applicable provisions of the SEBI Listing Regulations, no related party shall vote to approve such resolution pertaining to the material related party transaction, whether the entity is a related party to the said transaction or not.

The Board of Directors of the Company ("Board"), based on the recommendations of the Audit Committee, approved the said Related Party transaction with above mentioned related parties, subject to the approval of the Members of the Company. The Board recommends the resolution set out at Item No. 12 to be passed as an Ordinary Resolution.

Except Mr. Nipul Keniya, Mr. Hiten Shah, Mrs. Heena Shah, Mr. Sahil Shah and their relatives, None of the other directors or key managerial personnel or relatives thereof, are in any way concerned or interested, financially or otherwise, in passing the above resolutions.

By Order of the Board of Directors of

Bombay Metrics Supply Chain Limited

Sd /-

Parsvo Gada
Company Secretary

Date: 04.08.2026
Place: Mumbai

Registered Office: 201/Quantum Towers,
Ram Baug Lane, Near Chincholi Petrol Pump,
S.V.Road, Malad (West), Mumbai-400064
CIN: L74999MH2015PLC263148
Email: nkeniya@bombaymetrics.com
Website: www.bombaymetrics.com

Details of the Director seeking appointment/ re appointment pursuant to Regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – 2:

Sr. No.	Particulars	Details of Directors	Details of Directors
1.	Name of Director	Sahil Hiten Shah	Nipul Hirji Keniya
2.	Nature of Appointment/ Re Appointment	Retiring by Rotation – Eligible for Re Appointment	Retiring by Rotation – Eligible for Re Appointment
3.	DIN	09640907	03087659
4.	Date of Birth	June 05, 1996	May 07, 1974
5.	Age	30 Years	52 Years
6.	Qualification	Double majored in Industrial Engineering Technology and Statistics	H.S.C.
7.	Experience – Including expertise in specific functional area/ brief resume	He did tech consulting for IBM for 3 years working on emerging technologies like block chain, AI, MI, etc. in 2021 and he is been associated with MESH since 2001	He had over 32 years of experience working in the field of Supply Chain Management, Sale Management and product management
8.	Nature of his expertise in specific functional area	Emerging technologies like block chain, AI, MI, etc.	Product Management, Supply Chain Management, Sale Management, Budgeting and Cost Analysis, Enterprise Resource Planning
9.	Skills and Capabilities required for the role and the manner in which person meets such requirements	Supply Chain Management	Supply Chain Management
10.	Terms and conditions as to re appointment	Eligible for re-appointment	Eligible for re-appointment
11.	Remuneration – Last Drawn	NA	₹ 48,21,528 per annum
12.	Remuneration – proposed to be paid	NA	₹ 60,00,000 per annum
13.	Date of First Appointment on the Board	22nd May, 2023	28th March, 2015
14.	Shareholding in the Company	5600 Equity Shares	3158400 Equity Shares
15.	Relationship with other Directors/ Managers/ KMPs of the Company	Mrs. Heena Hiten Shah is a Mother and Mr. Hiten Talakchand Shah is Father of Mr. Sahil Hiten Shah	Mrs. Heena Hiten Shah is a sister and Mr. Hiten Talakchand Shah is brother-in-law of Mr. Nipul Hirji Keniya
16.	Number of meetings of the Board attended during 2025-26	3/4	4/4
17.	Directorship in other Listed Company	Nil	Nil
18.	Chairman/Member of Committees in listed Companies including Bombay Metrics Supply Chain Limited	Nil	Bombay Metrics Supply Chain Limited: Member: Audit Committee Chairman: Nil
19.	Names of Listed Companies from which the person has resigned	Nil	Nil

Sr. No.	Particulars	Details of Directors	Details of Directors
1.	Name of Director	Hiten Sanmukhlal Shah	Prateek Jaju
2.	Terms and Conditions of Appointment/ Re Appointment	Refer to the explanatory statement pertaining to item no. 7	Refer to the explanatory statement pertaining to item no. 8
3.	DIN	02185059	10163582
4.	Date of Birth	March 23, 1964	April 15, 1995
5.	Age	62 Years	31 Years
6.	Qualification	Chartered Accountant	Chartered Accountant
7.	Experience – Including expertise in specific functional area/ brief resume	He has 38 years of experience in audit and finance. A commerce graduate from the University of Mumbai, he holds a Certificate in Forensic Audit and Fraud Detection from ICAI and is currently a partner at VNSS & Company, Chartered Accountants.	Experience of 13 Plus years in Accountancy, Finance, Direct and Indirect Taxation and Corporate accounts.
8.	Nature of his expertise in specific functional area	Over 38 years of experience in audit and finance and he holds a Certificate in Forensic Audit and Fraud Detection from ICAI.	Over 13 Plus years in Accountancy, Finance, Direct and Indirect Taxation and Corporate accounts.
9.	Remuneration – Last Drawn	NA	NA
10.	Remuneration – proposed to be paid	NA	NA
11.	Date of First Appointment on the Board	24th May, 2021	22nd May, 2023
12.	Shareholding in the Company	NIL	NIL
13.	Relationship with other Directors/ Managers/ KMPs of the Company	NIL	NIL
14.	Number of meetings of the Board attended during 2025-26	3/4	3/4
15.	Directorship in other Listed Company	Comfort Intech Limited	Nil

Sr. No.	Particulars	Details of Directors	Details of Directors
16.	Chairman/Member of Committees in listed Companies including Bombay Metrics Supply Chain Limited	1. **Comfort Intech Limited:** **Chairperson:** Audit Committee & Nomination and Remuneration Committee **Member**: Stakeholders Relationship Committee 2. **Bombay Metrics Supply Chain Limited:** **Chairperson:** Nomination and Remuneration Committee **Member:** Audit Committee & Stakeholders Relationship Committee	**Bombay Metrics Supply Chain Limited:** **Chairman:** Audit Committee **Member**: Nil
17	Names of Listed Companies from which the person has resigned in the past three years	Nil	Nil
18	In case of Independent Director, the skills and capabilities required for the role and the manner in which the proposed person meet such requirements.	Refer to the explanatory statement pertaining to item no. 7	Refer to the explanatory statement pertaining to item no. 8

Sr. No.	Particulars	Details of Directors	Details of Directors
1.	Name of Director	Bhavin Gopal Gandhi	Vivek Shreevallabh Vyas
2.	Terms and Conditions of Appointment/ Re Appointment	Refer to the explanatory statement pertaining to item no. 9	Refer to the explanatory statement pertaining to item no. 10
3.	DIN	06489462	09157577
4.	Date of Birth	November 19, 1982	October 15, 1970
5.	Age	43 Years	55 Years
6.	Qualification	Degree in Electronics & Telecom Engineering	Postgraduate diploma in Foreign Exchange Risk Management

Sr. No.	Particulars	Details of Directors	Details of Directors
7.	Experience – Including expertise in specific functional area/ brief resume	He holds degree in Electronics & Telecom Engineering from the University of Mumbai and bring over 22 years of experience in capital markets, treasury and software consulting	He holds a Commerce degree and a postgraduate diploma in Foreign Exchange Risk Management. With over 35 years of experience in financial markets and he provides independent oversight and financial expertise to the Board
8.	Nature of his expertise in specific functional area	Over 22 years of experience in capital markets, treasury and software consulting	Over 35 years of experience in financial markets and he provides independent oversight and financial expertise to the Board.
10.	Remuneration – Last Drawn	NA	NA
11.	Remuneration – proposed to be paid	NA	NA
12.	Date of First Appointment on the Board	24th May, 2021	24th May, 2021
13.	Shareholding in the Company	NIL	6080 Equity Shares
14.	Relationship with other Directors/ Managers/ KMPs of the Company	NIL	NIL
15.	Number of meetings of the Board attended during 2025-26	4/4	4/4
16.	Directorship in other Listed Company	Nil	Nil
17.	Chairman/Member of Committees in listed Companies including Bombay Metrics Supply Chain Limited	**Bombay Metrics Supply Chain Limited:** Chairman: Nil Member: Nomination and Remuneration Committee and Stakeholders Relationship Committee	**Bombay Metrics Supply Chain Limited:** Chairman: Nil Member: Nomination and Remuneration Committee and Stakeholders Relationship Committee
18	Names of Listed Companies from which the person has resigned in the past three years	Nil	Nil
19.	In case of Independent Director, the skills and capabilities required for the role and the manner in which the proposed person meet such requirements.	Refer to the explanatory statement pertaining to item no. 9	Refer to the explanatory statement pertaining to item no. 10

Note for the Members of Bombay Metrics Supply Chain Limited ("Company") on Tax Deduction at Source on Dividend:

In accordance with the provisions of the Income-tax Act, 2025 as amended from time to time ("Act"), the final Dividend, if approved by the Members at the upcoming AGM is taxable in the hands of the Shareholders at the applicable rates.

1. To enable the Company to determine the appropriate TDS rate as may be applicable, Members are requested to submit the following document(s) and details, as applicable, by email to the Company at nkeniya@bombaymetrics.com on or before Tuesday, 15th September, 2026.

a) In case of Resident Individual Members: TDS on Dividend under the provisions of Section 393 (1), (2) and (4) of the IT Act (or as may be amended / notified by the Government of India, from time to time):

- TDS at 10% on the Dividend amount, for Members having valid PAN registered in their respective folio/demat account.
- TDS at 20% - where Member(s) do not have PAN/Invalid PAN/have not provided or registered their PAN details in their respective folio/demat account / not linked their Aadhaar to the PAN.
- No tax is required to be deducted on the Dividend amount payable to a resident individual Member(s) if the total Dividend to be received by such Member(s) during tax year 2026-27 does not exceed 10,000; or in cases where Member(s) provides Form 121 (for individuals, with no tax liability on total income and income not exceeding maximum amount which is not chargeable to tax) / (for individual above the age of 60 years with no tax liability on total income) subject to the fulfilment of the conditions as may be specified in the IT Act, from time to time. The Member(s) may also submit any other document(s) as prescribed under the IT Act to claim a lower or NIL tax. Valid PAN is mandatory for Members providing Form 121 or any other document(s) as mentioned herein. Kindly take note that all the fields are mandatorily required to be duly filled in the aforementioned form 121, and the Company reserves the right to reject the Form that does not comply with applicable requirements.

b) In case of Resident Non-Individual Members:

- Insurance Companies: For Public and other Insurance companies, a declaration that it has full beneficial interest with respect to the shares owned by it, along with self-attested copy of PAN;
- Mutual Funds: Self-declaration that it is registered with Securities and Exchange Board of India ('SEBI') and is notified under Section 11 of Schedule VII of the Act along with self-attested copy of PAN card and certificate of registration with SEBI;
- Alternative Investment Fund ("AIF"): AIF established/incorporated in India - Self declaration that its income is exempt under Section 393 (1) of the IT Act and they are governed by SEBI regulations as Category I or Category II AIF along with self-attested copy of the PAN card and SEBI registration certificate;
- Other Non-Individual Members: Documentary evidence along with an attested copy of the PAN who are exempted from deduction of tax under Section 393 of the IT Act and categories who are covered under Section 196 of the IT Act.

c) In case where the Members provide certificate under Section 395 of the IT Act for lower / NIL withholding of taxes, rate specified in the said certificate shall be considered based on submission of self-attested copy of the same.

d) In case of Non-Resident Member(s): Taxes are required to be withheld pursuant to the provisions of Section 393(2) and other applicable provisions of the IT Act, as per the rates applicable, from time to time. The withholding tax rate on the amount of Dividend payable shall be 20% plus applicable surcharge and cess, or as may be notified by the Government of India, from time to time. As per the IT Act, non-resident Members have the option to be governed by the provisions of the Double Tax Avoidance Agreement ("DTAA") between India and the country of tax residence of the said Member(s). The non-resident Member(s) shall provide the following document(s) to avail the available benefits under the provisions of DTAA:

i) Copy of the PAN card allotted by the authorities in India (duly certified by the Member) or details prescribed under Rule 217(2) of the Income Tax Rules.

ii) Copy of current year valid Tax Residency Certificate (TRC) obtained from the revenue authorities of the country of tax residence (duly certified by the Member)

iii) Electronically generated Form 41 from Income Tax portal

iv) Self-declaration by the Member(s) for having no permanent establishment in India in accordance with the applicable tax treaty

v) Self-declaration of beneficial ownership by the Member(s)

vi) Any other document(s) as may be prescribed under the provisions of the IT Act and/or required by the Company thereto, for lower withholding of taxes if applicable (duly certified by the Member)

vii) If the Member is a tax resident of Singapore, in addition to the aforementioned (if applicable), kindly provide the letter from the relevant authority or any other documentary proof that Article 24 –Limitation of relief under India-Singapore Double Taxation Avoidance Agreement (DTAA) does not apply.

In case of Foreign Institutional Investors / Foreign Portfolio Investors: Tax will be deducted under the provisions of Section 393(2) of the IT Act at the rate of 20% plus applicable surcharge and cess or the rate provided in DTAA whichever is more beneficial, subject to the submission of above documents.

2. The cases where the dividend income is assessable to tax in the hands of a person other than the registered Member(s) as on the Record Date, the registered Member is required to furnish a declaration containing the name, address, PAN of the person to whom TDS credit is to be given and reasons for giving credit to such person.

3. The relevant forms and declarations as mentioned above can be downloaded from the website of the Company, under the tab **"Investor Corner"** at https://bombaymetrics.com/investor-corner/. You are requested to provide all the requisite documents and details to nkeniya@bombaymetrics.com on or before Tuesday, 15th September, 2026 to enable the Company to determine the TDS/withholding tax rate on the dividend amount. No communication on the tax rate, tax deduction / determination shall be entertained by the Company after Tuesday, 15th September, 2026.

4. Application of TDS rate is subject to necessary due diligence including verification by the Company of the details of the Member(s) available as per the Register of Members on the Record Date mentioned in the AGM Notice, documents / other information available in the records of the Company / its Registrar to an Issue & Share Transfer Agent (RTA) and other reliable source(s). The Company may deduct TDS on Dividend (if approved at the AGM) at the maximum applicable rate, in case of any incomplete, conflicting or ambiguous information and/or the valid proper documents and/or information not provided by the Member(s).

5. In the event of any income tax demand(s) including any interest / penalty thereto etc. arising due to any misrepresentation, inaccuracy and/or omission of document(s) and/or information provided and/or to be provided by the Member(s), such Member(s) shall indemnify the Company and provide the Company with all the relevant information, documents and cooperation in any such proceedings.

6. In case TDS is deducted at a higher rate, an option would be available with the Member(s), as may be eligible subject to the applicable provisions, to file the return of income and claim an appropriate refund. No claim shall lie against the Company for such taxes deducted. Shareholders will be able to see the credit of TDS in Form 26AS, wherever PAN is available, which can be downloaded from their e-filing account at https://eportal.incometax.gov.in/iec/foservices (or any other website as may be notified by the Authority).

7. The Resident Non-Individual Members i.e. Insurance companies, Mutual Funds and Alternative Investment Fund (AIF) established in India and Non-Resident Non Individual Members i.e., Foreign Institutional Investors and Foreign Portfolio Investors may alternatively submit the relevant forms / declarations / documents through their respective custodian who is registered on NSDL platform, on or before the aforesaid timelines.

8. Apart from the above, since the TDS / Withholding rates are different for resident and non-resident shareholders, you are requested to update your Residential Status with your Registrar to an Issue and Share Transfer Agent / Depository Participant, which will be considered for determining tax rates as per the provisions for Income Tax Act 2025 (as amended from time to time).

Disclaimer:

The Notes on TDS as mentioned herein, set out the summary of applicable material provisions in India pertaining to TDS on the dividend payment by the company, and is subject to amendment(s), if any, from time to time and does not purport to be a complete and/or detailed analysis or listing of all potential tax consequences and/or applicability. The Members should consult their own tax advisor, as may be required, for the tax provisions applicability to them.

Note

Bombay Metrics Supply Chain Limited
201/Quantum Towers, Ram Baug lane,
Near Chincholi Petrol Pump, S.V.Road,
Malad (West), Mumbai - 400 064
nkeniya@bombaymetrics.com
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