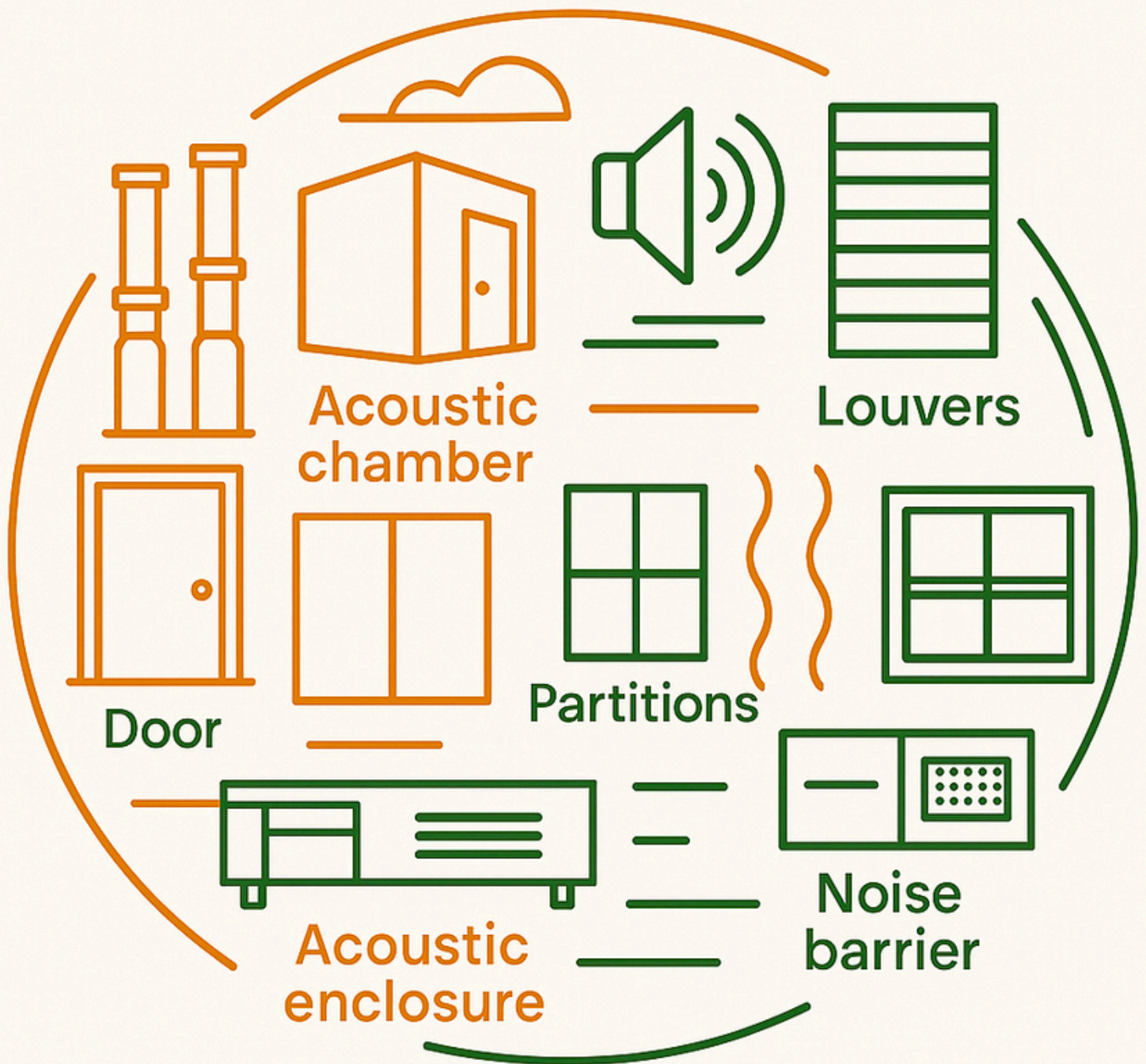




ENVIROTECH[®]
SYSTEMS LIMITED

Annual Report 2025-26





Complete Noise Control

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Managing Director's Message to Investors & Stakeholders



Mr. Manoj Kumar Gupta

Promoter & Managing Director

Dear Valued Investors,

I am pleased to share with you several transformative developments that underscore our commitment to growth, operational excellence, and sustainable innovation. These strategic initiatives reflect our unwavering dedication to creating long-term value for our stakeholders while strengthening our position as a leader in our industry.

Launch of Fire-Rated Door Product Line

We are excited to announce the successful setup of a new, state-of-the-art production line dedicated to fire-rated doors. This standard product, engineered to meet the highest safety and quality benchmarks, represents a significant milestone in our diversification strategy. Given the robust demand in the commercial sector, we anticipate this product line will become a key revenue driver, contributing meaningfully to our top-line growth in the coming quarters.

Digital Transformation through ERP and HRMS Integration

In our pursuit of operational efficiency, we have deployed advanced Enterprise Resource Planning (ERP) and Human Resource Management Systems (HRMS) across the organization. These integrated digital platforms are streamlining our internal processes, enhancing data-driven decision-making, and fostering a culture of transparency and collaboration. By automating routine tasks and optimizing resource allocation, we are building a leaner, more agile organization poised to respond swiftly to market dynamics.

Pioneering Sustainable Solutions – Solar Noise Barriers

As part of our commitment to sustainability and innovation, we have ventured into a new vertical focused on solar noise barriers. Though currently in its nascent stage, this initiative aligns with global trends toward green infrastructure and renewable energy integration. We are confident that with continued investment and strategic execution, this vertical will not only diversify our portfolio but also emerge as a significant contributor to our revenue streams in the near future, while reinforcing our environmental stewardship.

Progress on High-Value Projects

We have bid for several high-value, complex projects and are very optimistic of getting those orders. That would mark our entry into complex high-value orders. These initiatives, spanning diverse sectors, are a testament to our technical expertise and project management capabilities. We expect these projects to materialize into substantial revenue and profitability, further strengthening our balance sheet and market reputation.

As we embark on this exciting phase of growth, I extend my deepest gratitude for your continued trust and partnership. Your support empowers us to push boundaries, embrace innovation, and deliver sustainable value. Together, we are building a resilient and forward-looking enterprise that is well-equipped to navigate challenges and seize opportunities.

We look forward to sharing more milestones with you in the near future.

Best Regards,

Sd/-

Manoj Kumar Gupta

Managing Director

Envirotech Systems Limited

Chief Financial Officer's Message



Mr. Ashok Kumar Shekhawat
 Chief Financial Officer

Building a Strong Financial Foundation for Sustainable Growth

Dear Valued Investors,

I am pleased to provide you with an update on two critical pillars of our financial and operational strategy that are designed to support our expanding business horizons. As we embark on exciting new ventures, our focus remains firmly on building a resilient, efficient, and well-capitalized organization that can deliver sustainable value to all stakeholders.

Operational Streamlining for Enhanced Internal Efficiencies

We have undertaken a comprehensive review of our operational framework to identify opportunities for simplification, automation, and optimization. By re-engineering key processes, eliminating redundancies, and leveraging our recently deployed ERP and HRMS systems, we are driving greater agility and cost discipline across functions. These initiatives are already yielding measurable improvements in cycle times, resource utilization, and decision-making velocity. As we continue this journey, we expect sustained efficiency gains that will positively impact our bottom line and improve our overall return on capital employed.

Strengthened Working Capital Infrastructure to Fuel New Product Verticals

To support our ambitious growth plans, we have successfully secured enhanced working capital facilities from our banking partners. These newly arranged lines of credit are strategically aligned with our evolving product portfolio, including:

- Fire-Rated Doors – our newly launched, high-potential standard product line;
- Solar Noise Barriers – our emerging sustainable solutions vertical, which we are nurturing for future scalability.

The enhanced liquidity ensures that we have the financial flexibility to manage raw material procurement, production ramp-up, and timely execution of customer orders without any capital constraints. This proactive approach to working capital management not only mitigates operational risks but also positions us to seize market opportunities swiftly and competitively.

In essence, these twin initiatives – operational efficiency and financial readiness – form the bedrock of our growth strategy. They reflect our commitment to prudent financial stewardship while empowering the business to pursue value-accretive opportunities with confidence.

We remain deeply grateful for your continued trust and partnership. As we execute on our strategic roadmap, we look forward to keeping you informed of our progress and milestones.

“Thank you for your continued trust. We are committed to delivering excellence and maximizing stakeholder returns.”

Sincerely,

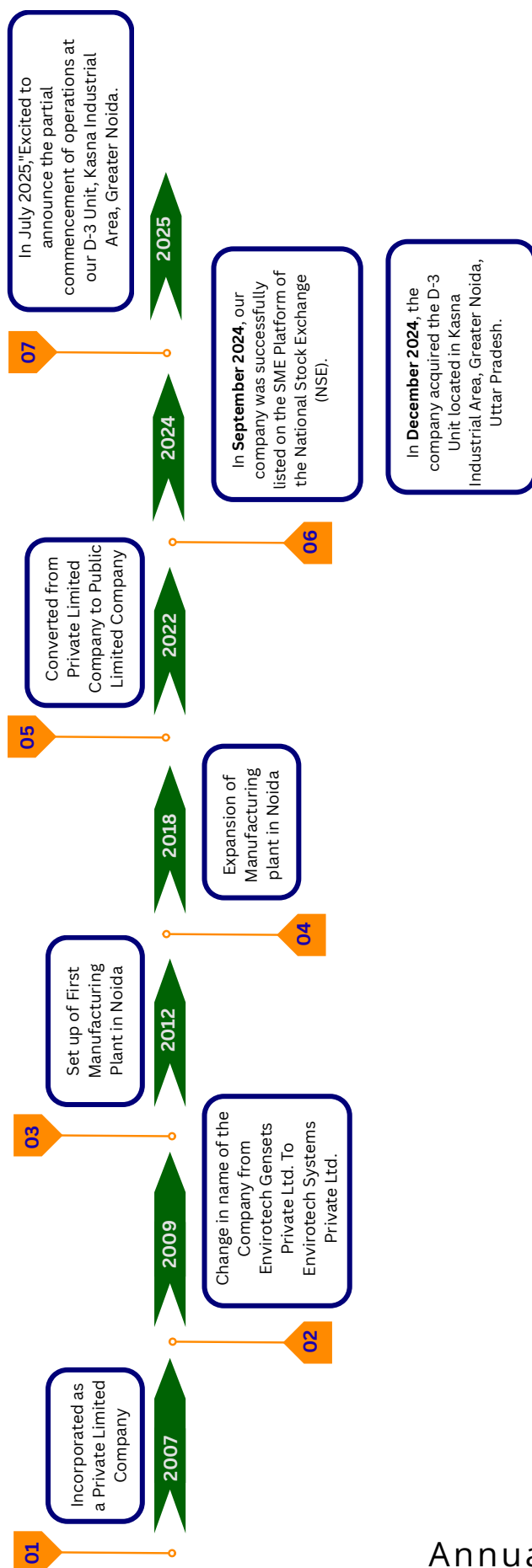
Sd/-

Ashok Kumar Shekhawat

Chief Financial Officer

Envirotech Systems Limited

Our Milestones



Company Overview

Envirotech Systems Limited is a leading acoustic products manufacturing organization specializing in noise measurement and control for industrial and commercial applications. Incorporated in 2007, we have expanded our capabilities to include innovative acoustical product design and manufacturing. With over 139 employees and a network of technical experts, we offer cost-effective solutions for various acoustical challenges in industrial, commercial, architectural, and environmental markets.



Vision

To be India's most trusted and innovative provider of noise-proof living and working solutions – empowering people to enjoy healthier, quieter, and more peaceful environments.

Mission

To lead India's fight against noise pollution by offering innovative, eco-conscious, and affordable soundproofing products that improve quality of life.

Core values



Integrity

At the heart of everything we do is Integrity. We believe in honesty, transparency, and doing what's right—always. It's the foundation of trust with our clients, partners, and team.



Innovation

We embrace Innovation to drive progress and deliver smarter solutions. By thinking creatively and staying ahead of trends, we bring fresh ideas that add value and inspire growth.



Customer-Centricity

Our customers are at the center of everything we do. We listen, understand their needs, and strive to exceed expectations with personalized, value-driven solutions.



Product Matrix

Industrial Segment

- | | |
|------------------------|---------------------------|
| • Anechoic Chambers | • Enclosures |
| • Acoustic Enclosures | • Noise Barriers |
| • Engine Test Cells | • Anechoic Chambers |
| • Online Test Chambers | • Online Test Cells |
| • Noise Barriers | • Engine Test Cells |
| • Wall Panels | • Acoustic Lining |
| • Ceiling Panels | • Fire Rated Letter Box |
| • Acoustic Seals | • Acoustic Louvers |
| • Acoustic Doors | • Sand Trap Louvers |
| • Fire Doors | • Fire Glass |
| • Acoustic Partitions | • Portable Noise Barriers |
| • Acoustic Underlay | • Acoustic Septum |
| • Acoustic Consultancy | |





Product Matrix

Commercial Segment

- Ceiling Panels
- Wall Panels
- Acoustic Doors
- Fire Doors
- Sliding Folding Partitions
- Verticle Fold Partitons
- Micro Perforated Panels
- Clouds And Baffles
- Pu Foam Panels
- Acoustical Consultancy
- Underdeck Insulation
- Sound Masking
- Office Acoustics
- Medical Field Acoustics
- Studio Acoustics
- Home theatre Acoustics
- Auditorium Acoustics
- Cinema Sound Proofing
- Nightclub Soundproofing
- Hospitality Acoustic Treatment
- Educational Soundproofing
- Stadium Acoustic Treatment
- Worship Center Soundproofing





Product Range of Enclosure

For the reduction of noise made by machines and mechanical units, as a leading supplier of industrial noise control we offer enclosures for all kind of noise sources:

- Machine Enclosure
- DG Set Enclosure
- Power Plant Enclosure
- Turbine Enclosure
- Blower Enclosure
- Compressor Enclosure
- Steam Turbines
- Pumps Enclosure
- Conveyor Enclosure
- Fin Press Machine
- Air Compressor
- Forging Machine
- CNC Machine
- Scarfing Machine
- Other Noise Generating
- Industrial Machines





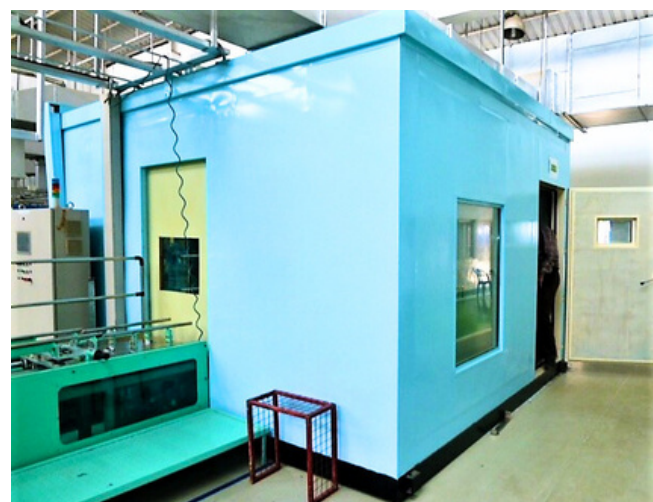
Noise Test Booth

The noise test booth is a quite room used for check the noise level. The main functionality of a noise control booth is to eliminate the shop floor noise. We offer online & offline noise testing booth to test each & every piece of product.

- NVH Test Chamber
- Audiometric Chammmber
- Semi Anechoic Chamber
- Metallic Anechoic Wedges
- Mini/portable Anechoic Chamber
- Engine Test Cell Acoustic Treatment
- Room Acoustic Treatment

Area of Application

- Automotive sector
- Air conditioner manufacturing units
- Refrigeration units
- Fan, motor & Compressors manufacturing units
- Speaker and sound purity testing etc.



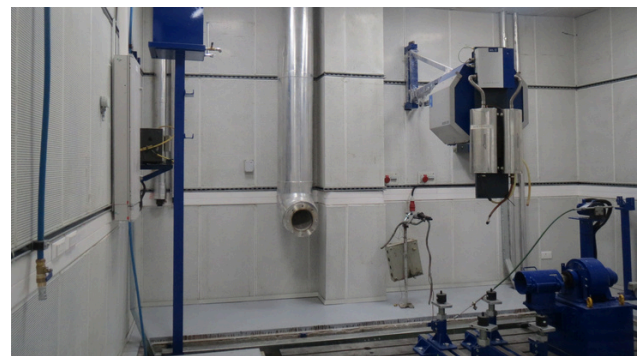


Engine Test Room Acoustic

To perform accurate and repeatable testing of the cell product, that manufacturers use Engine test provide for controlled acoustical environment product testing and development.

Generally Acoustic Treatment to engine test cell prevents the flow of excessive noise from engine test chamber to nearby areas in automobile industry.

For accurate designing of Engine Test Cell Acoustics module our Acousticians & engineers review the acoustic profile of engines.



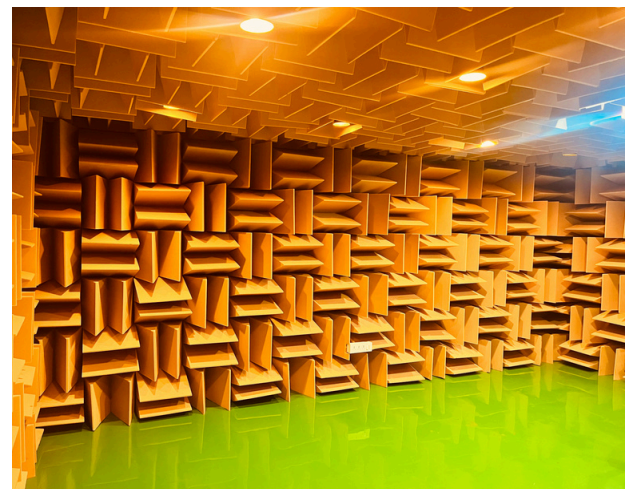


Anechoic Chamber

An anechoic chamber (an-echoic or non-echoing) is a room designed to stop reflections of sound waves. They are also insulated from exterior sources of noise.

Semi Anechoic Chamber

A room which create free field conditions but above a reflective plane. Above a certain frequency all sound waves that hit the walls or ceiling of the chamber will be absorbed. This type of chamber normally used in vehicle testing with a rolling round so that the vehicle may be driven.





Noise Barriers

We offer a full design, delivery and installation service, which can also include all necessary structural steelwork. Barriers can be erected by our own, trained personnel or installed by other contractors, end users etc.

Ares of Application

- Mechanical Plants
- Roads, Metro & Railways
- Airport Boundaries
- Construction
- Oil & Gas
- Refurbishments
- Maintenance Activities
- Outdoor & Indoor Events
- Other Areas like hospital, schools, airports, etc.



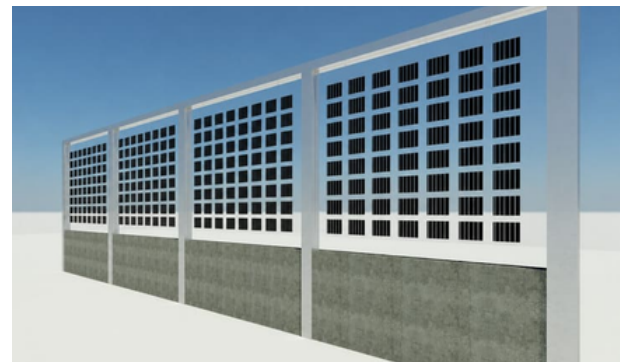


Solar Noise Barrier

Enviro Noise Barriers are physical obstructions with photovoltaic panels designed to produce renewable energy and to lower noise levels between noise sources and sensitive receptors, such as hospitals, schools and residential areas.

Ares of Application

Solar Noise Barriers can be installed along highways, expressways, railway tracks, metro lines, bridges, industrial premises, airports, and other high-noise corridors where both acoustic protection and renewable energy generation are required.





Acoustic Louvers

Acoustic Louver has a sound baffle designed to allow airflow through ventilation openings while reducing the radiation of noise. Typical application for our acoustic louvers used in conjunction with machine and enclosures, sound barrier walls and sound control rooms to allow silenced airflow.

- Chillers
- Motors
- Compressors
- Pumps
- Roof top plant rooms





Acoustic & Fire Doors

Envirotech **Acoustic Doors** are certified and tested in laboratories. They can produce acoustic doors according to customer specifications and operate throughout India.

We offer a range of Fire Retardant / Proof / Check Metal Doors Frames customized and accurate to customer specifications.

- Auditorium
- Cinema Hall
- Home Theater
- Banquet Hall
- Schools & Hospitals
- Offices Acoustic
- Test Room Acoustic
- Industrial & Commercial





Auditorium Acoustics

Envirotech Provide **Auditorium Acoustics**, Soundproofing in Auditorium and Auditorium Acoustical Treatment, **auditorium acoustics wall panels** for the auditorium, and acoustic ceiling tiles for making the auditorium free from unwanted reverberation. Our acoustic solutions will make your auditorium a perfect space to hold conferences, lectures, and other events. We can also install Auditorium Acoustic Panels or ceiling tiles to reduce the echo effect caused by sound waves bouncing off the walls.

Characteristics of a good Auditorium

- The initial sound should be of adequate intensity.
- The sound should be evenly distributed throughout the hall.
- The successive notes should be clear & distinct.
- Noise has to be taken care of.
- The size & the shape of the hall has also to be taken care of.





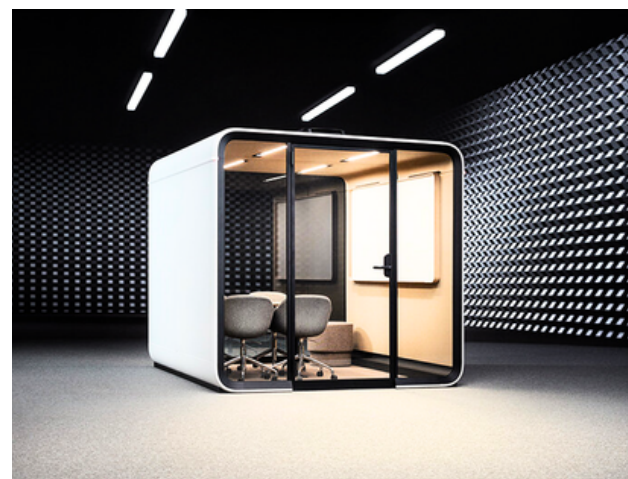
Office Work Pods

Envirotech Systems Limited provides high-quality acoustic solutions with ergonomic designs that ensure comfort, ventilation, and a stylish aesthetic. Our customizable pods are available in different sizes and finishes, built with eco-friendly materials for long-term use. Transform your workspace with Envirotech Systems Limited's Office Work Pods, Acoustic Phone Booths, and Meeting Pods.



Applications of Work Pods

- Corporate Offices
- Co-Working Spaces
- Home Offices
- Educational Institutions
- Healthcare Facilities
- Call Centers & Customer Support





uPVC Windows & Doors

uPVC Sliding Window range are designed to provide the maximum flexibility for fabricators and clients alike. Based on a range of sections, it offers full flexibility offering from single sliding to multiple sliding openers, clip on or integrated sections for fly screen and a range of section sizes covering small and large openings.



Applications:



Residential



Schools



Hospitals



Commercial Office





Aluminium Windows & Doors

In Aluminium Windows, the shutters move horizontally within the frame using roller bearings. This design ensures smooth operation and enhanced ventilation. For wider openings that require increased airflow, 3-track frames can also be incorporated.

Applications:



Residential



Schools



Hospitals



Commercial Office





Envirotech Certifications

Our ISO Certificates



ISO 9001:2015



ISO 14001:2015



ISO 45001:2018



Our Other Certificates



GRIHA COUNCIL



ZED GOLD



Times Business Awards

Mr. Manoj Kumar Gupta Honored with Times Business Award for Excellence in Eco-Friendly Innovation.

It is a matter of immense pride and honor for us that Mr. Manoj Kumar Gupta, Managing Director of Envirotech Systems Limited, and Mrs. Sindhu Gupta have been honored with the prestigious Times Business Award by The Times of India. This recognition has been awarded for their outstanding contribution to the development of eco-friendly products and promoting affordable innovation.

The grand award ceremony took place at the Sagun Banquet Hall of Hotel St. Regis in Mumbai, where numerous personalities from the film industry who have excelled in their respective fields were also felicitated. Mr. Gupta received this award for excellence from actress Shruti Haasan.

Mr. Manoj Kumar Gupta, who has been the Managing Director of Envirotech Systems Limited, has led the company to a leading position in the field of environmentally friendly products over the past 15 years through his experience and dedication.

श्री मनोज कुमार गुप्ता को
पर्यावरण अनुकूल
नवाचार में उत्कृष्टता के
लिए टाइम्स बिजनेस अव-
ार्ड से नवाजा गया





MoU Signing with IIT Delhi (FITT) for Sustainable Noise Barrier Development

New Delhi, India - 10-02-2025: Envirotech[®] Systems Ltd, a trusted name in noise control solutions, is proud to announce a Memorandum of Understanding (MoU) with the prestigious Indian Institute of Technology, Delhi (IIT-Delhi). This partnership aims to utilize the waste (agricultural, plastic, etc.) to revolutionize the acoustic solutions domain. This initiative not only aims to reduce environmental waste but also promotes sustainable manufacturing practices.

Speaking on the occasion, Mr. Manoj Gupta, Managing Director, said, “Our collaboration with IIT-Delhi marks a major milestone in our commitment to sustainability and innovation. Together, we aim to set a benchmark in the industry by producing acoustic solutions that are not only effective but also environment friendly”. Dr. Deepak Kumar, Professor & Head, Centre for Automotive Research and Tribology (CART), IIT-Delhi, shared their enthusiasm, stating, “At IIT-Delhi, we are always looking for ways to bridge the gap between research and real-world applications.”

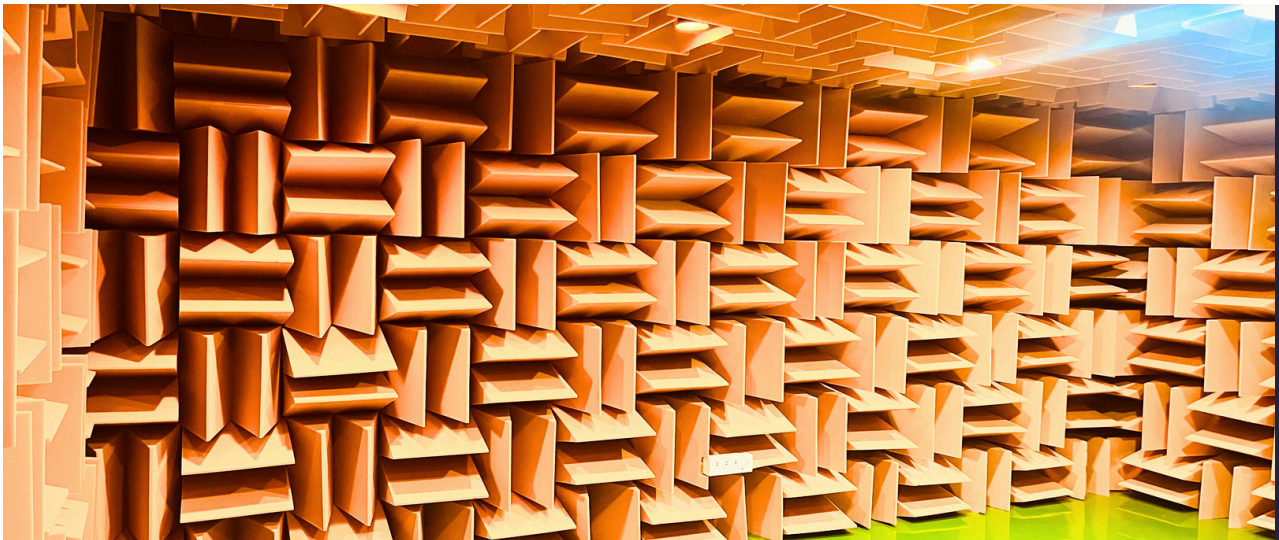
This partnership with Envirotech System Ltd aligns perfectly with our mission to promote sustainable technologies in Acoustic Industry. This valuable partnership has come together through the dedicated efforts of Dr. Nikhil Agarwal, Managing Director of the Foundation for Innovation & Technology Transfer (FITT). As an industry-academia interface, FITT’s support has played an important role in fostering this collaboration.





Marquee Clients





SOME OF OUR PRESTIGIOUS PROJECTS

Central Vista (New Parliament Building, Acoustic Wall Panels



L&T – Yashobhumi (Iicc) – Dwarka – Tele Skirt



Char Dham Yatra Rail Tunnel (Rvnl)– Srinagar (Uk) Echo Barrier



Mamba Cooleries – Zambia (South Africa) - Enclosures





Defence Projects



HAL- Koraput



HAL- Barrackpore



HAL- Bangalore



HAL- Bangalore



HAL- Koraput



ASL - DRDO



HVAC & Power Projects



Havells



NTPC



NTPC - Chennai



Hitachi



G.E



Dakin



Corporate Information:

Board of Director & Key Managerial Persons:		
S.No	Designation	Name
1.	Managing Director & Chairman of the Company	Mr. Manoj Kumar Gupta
2.	Whole-time Director	Mrs. Sindhu Gupta
3.	Non-Executive Director	Mr. Rakesh Gupta
4.	Independent Director	Mr. Rohit Kumar
5.	Independent Director	Mrs. Rekha
6.	Independent Director	Mrs. Kiran
7.	Chief Financial Officer (CFO)	Mr. Ashok Kumar Shekhawat
8.	Chief Executive Officer (CEO)	Mr. Vikas Khanna
9.	Company Secretary & Compliance Officer	Mr. Avinash Prabhat

Details of Auditors:		
S.No	Designation	Name
1.	Statutory Auditor	M/s. HCO & CO. Chartered Accountants Firm Registration No. 001087C Address: 5/32C, B.R. Complex, Patparganj Road, Mayur Vihar, Phase -1, Delhi 110091.
2.	Secretarial Auditor	M/s. Preksha Dawet & Associates A Peer Reviewed Company Secretary Proprietary Firm COP No 22088 Membership No: 55366 Address: 2731, Huda Colony Sector 46, Gurugram -122022.

Company	ENVIROTECH SYSTEMS LIMITED REGISTERED OFFICE: A-29,Block-A ,Shyam Vihar Phase-I, New Delhi, India, 110043 CORPORATE OFFICE: B1A 19 1st Floor, Sector 51, Gautam Buddha Nagar, Noida, Uttar Pradesh, India, 201301 Tel No.: +91-120-4337633, 4337439 Email: Sales@EnvirotechLtd.com Web: www.EnvirotechLtd.com
Registrar and Transfer Agent	BIGSHARE SERVICES PRIVATE LIMITED Office No S6-2, 6th floor Pinnacle Business Park, Next to Ahura Centre,Mahakali CavesRoad, Andheri (East)Mumbai- 400093, India. Tel No.: +91-22-6263 8200; Email: harshada@bigshareonline.com ; Web: www.bigshareonline.com
E-Voting Agency	CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED (CDSL) Wing, 34/35 Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013, India. Tel No.: +91- 22 62343333 Email: helpdesk.evoting@cdslindia.com Web: www.evoting.cdslindia.com
Scrutinizer	CS. Preksha Dawet, Proprietor of M/s. Preksha Dawet and Associates Practicing Company Secretaries, 40, New Lahore Colony, Shastri Nagar, New Delhi-110032 Email: pdwet@gmail.com ; Tel No.: 120-9654678146

NOTICE

Notice is hereby given that the 19th Annual General Meeting (“the AGM”) of the Members of Envirotech Systems Limited (“the company”) will be held on Monday, September 28th, 2026, at 01:00 P.M. (IST) through Video Conferencing (“VC”) / other Audio-Visual Means (“OAVM”) To Transact The Following Business:

ORDINARY BUSINESS:

ITEM NO. 1

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2026, including the Audited Balance Sheet as at March 31, 2026, the Statement of Profit and Loss for the year ended on that date, and the reports of the Directors and Auditors thereon and in this regard.

To consider and, if thought fit, to pass the following resolutions as Ordinary Resolutions:

“RESOLVED THAT the Audited Financial Statement of the Company for the financial year ended March 31, 2026, and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted.”

ITEM NO. 2

To appoint a director in place of Mr. Manoj Kumar Gupta (DIN: 01187138), who retires by rotation and is eligible to offer himself for re-appointment.

To consider and, if thought fit, to pass the following resolutions as Ordinary Resolutions:

“RESOLVED THAT pursuant to the provisions of Section 152 and all other applicable provisions of the Companies Act, 2013 and based on the recommendation of Nomination and Remuneration Committee, Mr. Manoj Kumar Gupta (DIN: 01187138), who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment, be and is hereby reappointed as a Director of the Company.”

ITEM NO. 3

Appointment of M/s. HCO & CO., Chartered Accountants, Firm registration No: (FRN.: 001087C) as the Statutory Auditors of the Company.

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

“RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules framed thereunder as amended from time to time (including any statutory modification(s) or re-enactment thereof for the time being in force) and based on the recommendation of Audit Committee and the Board of Directors, M/s. HCO & CO., Chartered Accountants, Firm registration No: (FRN.: 001087C) be and are hereby appointed as the Statutory Auditors of the Company, to hold office for a term of Five years from the conclusion of the 19th Annual General Meeting (AGM) until the conclusion of the 24th AGM to be held in FY 2031-32, on such remuneration as may be mutually agreed upon between the Board of Directors and the Statutory Auditor.

RESOLVED FURTHER THAT the Board or any duly constituted Committee of the Board, be and is hereby authorized to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution.”

SPECIAL BUSINESS:

ITEM NO. 4

Appointment of M/s. Preksha Dawet and Associates, A Peer Reviewed Company Secretary Proprietary Firm holding Certificate of Practice No 22088, Membership No: 55366 as the Secretarial Auditors of the Company.

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

“RESOLVED THAT pursuant to the provision of Section 204(1) of the Companies Act, 2013 read with the Rules framed thereunder as amended from time to time (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 24A(1A) of Securities And Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 and based on the recommendation of Audit Committee and the Board of Directors, consent of the Members of the Company be and is hereby accorded to appoint of M/s. Preksha Dawet and Associates, A Peer Reviewed Company Secretary Proprietary Firm holding Certificate of Practice No 22088, Membership No: 55366 as the Secretarial Auditors of the Company, to hold office for a term of Five years from the conclusion of the 19th Annual General Meeting (AGM) until the conclusion of the 24th AGM to be held in FY 2031-32, on such remuneration as may be mutually agreed upon between the Board of Directors and the Secretarial Auditors.

RESOLVED FURTHER THAT the Board or any duly constituted Committee of the Board, be and is hereby authorized to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution.”

ITEM NO.5

Appointment of Mr. Manoj Kumar Gupta (DIN: 01187138) as Managing Director of the Company:

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

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), and based on the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors, the appointment of Mr. Manoj Kumar Gupta (DIN: 01187138) as Managing Director of the Company, be and is hereby approved, for a period of five (5) years, effective from **05th September, 2026** until **04th September, 2031**, on such terms and conditions, including remuneration, as set out in the explanatory statement annexed to the Notice convening this meeting.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall include a duly constituted Committee thereof) be and is hereby authorized to vary, alter or modify the terms and conditions of the said appointment, including remuneration, in such manner as may be agreed between the Board and Mr. Manoj Kumar Gupta, subject to the provisions of the Companies Act, 2013, read with Schedule V, and such approvals as may be necessary.

RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company be and is hereby severally authorized to do all such acts, deeds, matters and things as may be necessary to give effect to this resolution.”

ITEM NO.6

Shifting Of Registered Office Of The Company From The National Capital Territory Of Delhi To State of Uttar Pradesh And Consequential Alteration Of The Memorandum Of Association:

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

“RESOLVED THAT pursuant to the provisions of Sections 12, 13 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), read with Rule 30 of the Companies (Incorporation) Rules, 2014, and subject to the approval of the Central Government acting through the Regional Director and such other approvals, permissions and sanctions as may be required, consent of the Members of the Company be and is hereby accorded for shifting of the Registered Office of the Company from the National Capital Territory of Delhi (A-29, Block-A, Shyam Vihar Phase-I, New Delhi, Delhi, 110043) to State of Uttar Pradesh(B1A 19 1st Floor, Sec 51, Noida, Gautam Buddha Nagar, Noida, Uttar Pradesh, 201307).

RESOLVED FURTHER THAT consequent upon the aforesaid shifting of the Registered Office, Clause II of the Memorandum of Association of the Company be and is hereby altered by substituting the existing Clause II with the following Clause II:

“II. The Registered Office of the Company will be situated in the Uttar Pradesh.”

RESOLVED FURTHER THAT the aforesaid alteration of Clause II of the Memorandum of Association shall be subject to and shall become effective upon receipt of the approval of the Central Government acting through the Regional Director and upon completion of all statutory formalities prescribed under the Act and the rules made thereunder.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to make an application to the Central Government/Regional Director in Form INC-23 for obtaining approval for the alteration of the Memorandum of Association and shifting of the Registered Office of the Company from the State of Haryana to the National Capital Territory of Delhi, and to submit such documents, declarations, affidavits, undertakings, confirmations and other papers as may be required.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to make such modifications, amendments, additions or alterations to the proposed alteration of Clause II of the Memorandum of Association as may be required or suggested by the Central Government/Regional Director, Registrar of Companies or any other statutory authority in connection with the proposed shifting of the Registered Office.

RESOLVED FURTHER THAT upon receipt of the approval of the Central Government/Regional Director and completion of all applicable statutory formalities, the Registered Office of the Company shall be shifted to such address in the National Capital Territory of Delhi as may be determined by the Board of Directors in accordance with the provisions of the Act.

RESOLVED FURTHER THAT any Director and/or Company Secretary of the Company be and is hereby severally authorised to file all necessary forms, applications, returns and documents with the Ministry of Corporate Affairs, Regional Director, Registrar of Companies and other authorities, and to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution.”

ITEM NO.7

Approval For Amendment, Modification And Clarification Of The Envirotech Systems Limited Employees Stock Option Plan 2025

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

RESOLVED THAT pursuant to the provisions of Section 62(1)(b) and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), read with Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014, and in accordance with the applicable provisions of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (“SEBI SBEB & SE Regulations”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and pursuant to the Special Resolution passed by the Members of the Company at the Extraordinary General Meeting held on 27th February, 2026 approving the ‘Envirotech Systems Limited Employees Stock Option Plan 2025’ (“Plan”), and subject to such approvals, permissions, sanctions and conditions as may be necessary, consent of the Members of the Company be and is hereby accorded to amend, modify, clarify and supplement certain provisions and disclosures of the Plan in order to align the same with the applicable statutory and regulatory requirements and the observations raised by the Stock Exchange.

RESOLVED FURTHER THAT the maximum number of Employee Stock Options that may be granted under the Plan shall be 9,39,500 (Nine Lakh Thirty-Nine Thousand Five Hundred) Options, each Option being convertible into one Equity Share of the Company of face value of ₹10/- (Rupees Ten only) each, subject to appropriate adjustments in accordance with the Plan and applicable laws in the event of any corporate action(s).

RESOLVED FURTHER THAT the aforesaid 9,39,500 Options shall constitute the maximum aggregate number of Equity Shares that may be issued by the Company pursuant to the exercise of Options granted under the Plan during the validity period of the Plan.

RESOLVED FURTHER THAT the maximum number of Options that may be granted to any one eligible employee under the Plan in any financial year shall be subject to the limit prescribed under the applicable provisions of the SEBI SBEB & SE Regulations and other applicable laws, and any grant equal to or exceeding the prescribed threshold shall be made only after obtaining the requisite prior approval of the Members by way of a separate Special Resolution, wherever applicable.

RESOLVED FURTHER THAT the Plan shall involve fresh issue of Equity Shares by the Company upon exercise of Options granted thereunder and shall not involve secondary acquisition of Equity Shares by any trust.

RESOLVED FURTHER THAT the Plan shall be administered directly by the Company through its Nomination and Remuneration Committee and shall not be administered through a trust.

RESOLVED FURTHER THAT it is hereby clarified that the Company does not have any Holding Company or Subsidiary Company as on the date of this resolution, and accordingly, no Options are presently proposed to be granted to employees of any Holding Company or Subsidiary Company. Any future proposal to extend the benefits of the Plan to employees of a Holding Company or Subsidiary Company, if applicable, shall be subject to obtaining such separate approval of the Members as may be required under the applicable provisions of the SEBI SBEB & SE Regulations and other applicable laws.

RESOLVED FURTHER THAT the Company shall account for the share-based employee benefits granted under the Plan in accordance with Indian Accounting Standard (Ind AS) 102 – Share-based Payment, as amended from time to time, and other applicable accounting standards, laws, regulations and accounting principles.

RESOLVED FURTHER THAT the Company shall recognise and disclose the accounting impact of the Options granted under the Plan in accordance with Ind AS 102 and other applicable requirements.

RESOLVED FURTHER THAT all other terms and conditions of the Plan as approved by the Members on 27th February, 2026 shall remain unchanged and continue to be in full force and effect except to the extent specifically modified, clarified or supplemented pursuant to this resolution.

RESOLVED FURTHER THAT the Board of Directors of the Company ("Board"), which expression shall include the Nomination and Remuneration Committee ("NRC") and any other Committee thereof duly authorised by the Board, be and is hereby authorised to administer and implement the Plan and to make such amendments, modifications, additions, alterations or clarifications to the Plan and ancillary documents as may be necessary to give effect to this resolution or as may be required by the Securities and Exchange Board of India, Stock Exchange(s), Registrar of Companies or any other statutory or regulatory authority.

RESOLVED FURTHER THAT any Director or the Company Secretary and Compliance Officer of the Company be and is hereby severally authorised to make all necessary filings, applications, intimations and submissions with the Stock Exchange(s), Securities and Exchange Board of India, Ministry of Corporate Affairs, Registrar of Companies and other regulatory or statutory authorities, including submission of the revised Plan and related documents to the Stock Exchange for its records and necessary action.

RESOLVED FURTHER THAT any Director or the Company Secretary and Compliance Officer of the Company be and is hereby severally authorised to do all such acts, deeds, matters and things and execute all such documents, writings and instruments as may be necessary, proper, desirable or expedient to give effect to this resolution."

For Envirotech Systems Limited

Sd/- CS Avinash Prabhat
Company Secretary & Compliance Officer
Membership No. A76831
Registered Office: A-29, Block-A,
Shyam Vihar Phase-I, New Delhi, Delhi, India,
110043.

Date: 05th September, 2026

Place: Delhi

NOTES:

1. The Explanatory Statement as required under Section 102 of the Companies Act, 2013, is annexed herewith and forms part of the Notice.
2. The Ministry of Corporate Affairs ('MCA'), General Circular No. 14/2020 dated 08th April, 2020, General Circular No. 17/2020 dated 13th April, 2020 issued by the Ministry of Corporate Affairs followed by General Circular No. 20/2020 dated 05th May, 2020, General Circular No. 02/2021 dated 13th January, 2021, General Circular No. 02/2022 dated 05th May, 2022, MCA General Circular No. 11/2022 dated 28th December, 2022, MCA General Circular No. 09/2023 dated 25th September, 2023 and General Circular No. 09/2024 dated September 19, 2024 and other circulars issued by Ministry of Corporate Affairs from time to time, as applicable, and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 issued by SEBI without the physical presence of the Members at a common venue, has allowed the Companies to conduct the AGM through Video Conferencing or Other Audio-Visual Means ('VC/OAVM'). In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") and MCA Circulars, the AGM of the Company is being held through VC/OAVM.
3. As per the Circulars mentioned above, the Members may also note that the Company would not be sending AGM notice by post to the members whose email address is not registered with the Company or depository participants/depository.
4. The Company is providing a facility to the members as on the cut-off date, being **Monday September 21, 2026** ("the cut-off date") to exercise their right to vote on the matters listed in the Notice by electronic voting systems (Remote e-voting). Additionally, the members can also exercise their right to vote by e-voting during the AGM. The process and manner of remote e-voting with necessary User ID and password is given below. Such remote e-voting facility is in addition to voting that will take place at the AGM being held through VC/OAVM. Any person who acquires shares of the company and becomes a member of the company after the dispatch of the Notice, and holding shares as on the Cut-Off Date, may obtain the User ID and Password by sending a request at helpdesk.evoting@cdslindia.com or cs@envirotechltd.com or contact at toll free no. 1800 21 09911 or or +91-120-4337633, 4337439. Voting by electronic mode is a convenient means of exercising voting rights and may help to increase the member's participation in the decision-making process.
5. The Members who have cast their vote prior to the meeting by remote e-voting may also attend the AGM but shall not be entitled to vote again. Once a vote is cast by a member, he / she shall not be allowed to alter it subsequently. In case a Member casts his / her vote, both by Remote e-Voting and e-voting at the AGM mode, then the voting done by Remote e-Voting shall prevail and the e-voting at the AGM shall be invalid.
6. Pursuant to the provisions of the Companies Act, 2013, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a Member of the Company. Since this AGM is being held through VC/OAVM, 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.
7. The members attending the meeting through VC/OAVM shall be counted for the purpose of reckoning the quorum of the meeting under Section 103 of the Companies Act, 2013.

8. The Company has appointed “M/s. Preksha Dawet and Associates, Practicing Company Secretaries, as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
9. Institutional / Corporate Members intending to participate in the AGM through their authorized representatives are required to access the link <https://www.evotingindia.com> and upload duly certified copy of their Board Resolution / Governing Body resolution / Authorisation letter, etc. and may send a copy to the Scrutinizer through email at pdawetassociates@gmail.com authorising their representatives to attend and vote through remote e-voting on their behalf at the said Meeting.
10. In case of joint holders, the Member whose name appears as the first holder in the order of names in the Register of Members of the Company will be entitled to vote.
11. All documents referred to in the Notice will be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM, i.e. **September 28, 2026**. Members seeking to inspect such documents can send an email to E-mail: cs@envirotechltd.com.
12. As the AGM will be held through VC, the Route Map is not annexed in this Notice.
13. 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 received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form.
14. Non-resident Indian members are requested to inform about the following immediately to the Company or its Registrar and Share Transfer Agent or the concerned Depository Participant(s), as the case may be:
 - (a) the change in the residential status on return to India for permanent settlement; and
 - (b) the particulars of the NRE account with a Bank in India, if not furnished earlier.
15. 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 CDSL in case the shares are held by them in physical form.
16. In terms of SEBI circular dated March 16, 2023 and related circulars, Members holding shares in physical form are requested to register / update their PAN, e-mail address, bank details, nomination and other KYC details in the form and manner provided in the said circular to avoid freezing of such folios by the RTA.
17. The Results declared along with Scrutinizer’s Report(s) will be available on the website of the Company at <https://www.envirotechltd.com> and on Service Provider’s website at <https://www.evotingindia.com> not later than 2 working days from the conclusion of the AGM and shall also be communicated to the Stock Exchanges i.e. the National Stock Exchange of India Limited.

CDSL e-Voting System – For e-voting and Joining Virtual meetings.

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM will thus be held through through video conferencing (VC) or other audiovisual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.envirotechltd.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. National Stock Exchange of India Limited at www.nseindia.com respectively. The AGM Notice is also disseminated on the website of CDSL (agency for providing
7. the Remote e-Voting facility and e-voting system during the AGM i.e. www.evotingindia.com.
8. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

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

(i) The voting period begins on Friday, September 25, 2026 at 9:00 A.M and ends on Sunday, September 27, 2026 at 5:00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Monday, September 21, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

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

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

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

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

Step 1:

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

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

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

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

NSDL Depository	
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

Step 2:

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

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

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

Click on “Shareholders” module.

Now enter your User ID

For CDSL: 16 digits beneficiary ID,

For NSDL: 8 Character DP ID followed by 8 Digits Client ID, Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

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

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

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

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

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

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

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

(ix) Click on the EVSN 241221002 - ENVIROTECH SYSTEMS LIMITED#FORMERLY ENVIROTECH SYSTEMS PRIVATE LIMITED to vote.

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

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

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

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

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

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

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

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

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@envirotechltd.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 5 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 5 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

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

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 0991.

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

The following Explanatory Statement sets out the relevant information as required by Section 102 and other applicable provisions, if any, of the Companies Act, 2013 read with rules framed thereunder as may be amended, modified, replaced, substituted, restated and/or re-issued from time to time.:

SPECIAL BUSINESS:

ITEM NO. 4: TO APPOINT M/S. PREKSHA DAWET AND ASSOCIATES AS THE SECRETARIAL AUDITORS OF THE COMPANY, A PEER-REVIEWED COMPANY SECRETARY PROPRIETARY FIRM HOLDING CERTIFICATE OF PRACTICE NO 22088, MEMBERSHIP NO: 55366 AS THE SECRETARIAL AUDITORS OF THE COMPANY.

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with the Rules made thereunder, every listed company is required to annex with its Board's Report a Secretarial Audit Report given by a Company Secretary in Practice.

Although Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") is presently not applicable to the Company, the Company has decided to voluntarily continue the practice of appointing a Secretarial Auditor for a term of five consecutive years to hold office from the conclusion of 19th Annual General Meeting (AGM) until the conclusion of the 24th AGM to be held in FY 2031-32 as part of its commitment to good corporate governance practices.

M/s. Preksha Dawet and Associates as the Secretarial Auditors of the Company, A Peer-Reviewed Company Secretary Proprietary Firm Holding Certificate of Practice No 22088, Membership No: 55366, are presently the Secretarial Auditors of the Company.

Based on the recommendation of the Audit Committee, the Board of Directors of the Company has approved the appointment of M/s. Preksha Dawet and Associates as the Secretarial Auditors of the Company for a term of five consecutive years commencing from the conclusion of the 19th Annual General Meeting (AGM) until the conclusion of the 24th AGM to be held in FY 2031-32.

M/s. Preksha Dawet and Associates have given their consent to act as Secretarial Auditors of the Company and have confirmed that their appointment, if made, will be within the limits prescribed under applicable provisions. They have further confirmed that they are not disqualified to be appointed as Secretarial Auditors and that they comply with the independence requirements under the Auditing Standards issued by the Institute of Company Secretaries of India and other relevant rules and regulations.

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

ITEM NO: 5 Appointment of Mr. Manoj Kumar Gupta (DIN: 01187138) as Managing Director of the Company:

The Members are informed that Mr. Manoj Kumar Gupta (DIN: 01187138) is presently associated with the Company in the capacity of Managing Director and has been actively involved in the management and affairs of the Company.

Considering his experience, knowledge, leadership capabilities and contribution to the growth and development of the Company, the Nomination and Remuneration Committee (“NRC”), at its meeting held on September 05, 2026, recommended the appointment of Mr. Manoj Kumar Gupta as Managing Director of the Company for a period of five (5) years commencing from 05th September, 2026 and ending on 04th September, 2031, on the terms and conditions including remuneration as set out below.

Based on the recommendation of the NRC, the Board of Directors of the Company at its meeting held on 05th September, 2026 approved the appointment of Mr. Manoj Kumar Gupta as Managing Director of the Company for a period of five years, subject to the approval of the Members of the Company and such other approvals as may be required under the applicable provisions of law.

Accordingly, the approval of the Members is being sought pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 (“Act”) and the rules made thereunder.

Remuneration: The proposed remuneration of the Managing Director shall be ₹48,00,000/- (Rupees Forty Eight Lakhs only) per annum, inclusive of salary, allowances, perquisites and other benefits as per the policy of the Company. The remuneration is in line with the provisions of Sections 196, 197, 198 and Schedule V of the Companies Act, 2013 and rules made thereunder.

Mr. Manoj Kumar Gupta will also be entitled to yearly increment up to 10% p. a. of Total Remuneration as may be decided by the Board. Mr. Manoj Kumar Gupta is not debarred from appointment pursuant to any order of SEBI or any other competent authority.

Necessary disclosure as required under Part II of Schedule V in connection with the payment of remuneration to Mr. Manoj Kumar Gupta along with information as required under Secretarial Standards -2 and SEBI (LODR) Regulations 2015 and Secretarial Standards 2 forms part of this notice. The above details shall also be treated as necessary memorandum under Section 190 of the Companies Act, 2013. (Annexure-A)

The Company has received from Mr. Manoj Kumar Gupta the requisite consent and declarations in accordance with the applicable provisions of the Companies Act, 2013.

The terms and conditions of appointment and remuneration of Mr. Manoj Kumar Gupta are available for inspection by the Members at the Registered Office of the Company during business hours on all working days up to the date of the Annual General Meeting and shall also be available for inspection electronically during the AGM in accordance with applicable provisions.

The Board considers that the appointment of Mr. Manoj Kumar Gupta as Managing Director is in the best interests of the Company and recommends the Ordinary Resolution set out at Item No. 5 of the Notice for approval of the Members.

Except Mr. Manoj Kumar Gupta (DIN: 01187138), being the appointee, none of the Directors or Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice, except Mrs. Sindhu Gupta, wife of Mr. Manoj Kumar Gupta, who holds 37, 83,000 (Thirty Seven Lakh Eighty Three Thousand only) Equity Shares in the Company.

Mr. Manoj Kumar Gupta is also interested in the resolution by virtue of his proposed appointment as Managing Director of the Company and the remuneration payable to him pursuant thereto. Mrs. Sindhu Gupta, being his wife and a shareholder of the Company, is a relative of Mr. Manoj Kumar Gupta within the meaning of Section 2(77) of the Companies Act, 2013 and is accordingly deemed to be concerned or interested in the resolution.

Save as stated above, none of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the resolution.

ITEM NO. 6: Shifting of Registered Office of the Company from the National Capital Territory of Delhi to the State of Uttar Pradesh and consequential alteration of the Memorandum of Association

The Registered Office of the Company is presently situated at:

A-29, Block-A, Shyam Vihar Phase-I, New Delhi, Delhi – 110043.

The Board of Directors of the Company, at its meeting held on September 05, 2026, has considered and approved the proposal for shifting of the Registered Office of the Company from the National Capital Territory of Delhi to the State of Uttar Pradesh, subject to the approval of the Members and the approval of the Central Government acting through the Regional Director, as may be applicable.

The proposed new Registered Office of the Company shall be situated at:

B1A 19, 1st Floor, Sector 51, Noida, Gautam Buddha Nagar, Noida, Uttar Pradesh – 201307.

The proposed shifting is intended to facilitate the Company's administrative and operational requirements and to provide a more suitable location for carrying on and managing the affairs of the Company. Since the proposed shifting of the Registered Office is from one State to another, alteration of the situation clause of the Memorandum of Association is required and the same is subject to the approval of the Members by way of a Special Resolution and the approval of the Central Government acting through the Regional Director in accordance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

Accordingly, it is proposed to alter Clause II of the Memorandum of Association so that it reads as follows:

“II. The Registered Office of the Company will be situated in the State of Uttar Pradesh.”

The shifting of the Registered Office shall become effective upon receipt of the requisite approval from the competent authority and completion of all applicable statutory formalities.

The Company confirms that the proposed shifting of the Registered Office will not adversely affect the interests of the Members, employees, creditors or other stakeholders of the Company.

The proposed alteration of the Memorandum of Association and other related documents shall be available for inspection by the Members at the Registered Office of the Company during business hours on all working days up to the date of the Annual General Meeting and shall also be made available electronically during the AGM in accordance with applicable provisions.

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

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

ITEM NO. 7: Approval for Amendment, Modification and Clarification of the Envirotech Systems Limited Employees Stock Option Plan 2025

The Board of Directors (“Board”) of the Company, at its meeting held on 31st January, 2026, approved the introduction of the “Envirotech Systems Limited Employees Stock Option Plan 2025” (“Plan”) for the benefit of the present and future eligible employees of the Company, subject to the approval of the Members of the Company by way of a Special Resolution.

The Plan was subsequently approved by the Members of the Company by way of a Special Resolution at the Extraordinary General Meeting held on 27th February, 2026.

The Plan was formulated with the objective of attracting, retaining, motivating and rewarding employees and aligning the interests of eligible employees with the long-term interests and growth of the Company. The Board had nominated the Nomination and Remuneration Committee (“NRC”) for the administration and superintendence of the Plan in accordance with the provisions of the Companies Act, 2013, the rules made thereunder and the applicable provisions of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (“SEBI SBEB & SE Regulations”).

Subsequent to the approval of the Plan, the Company has reviewed certain provisions, disclosures and operational aspects of the Plan with a view to provide greater clarity, remove ambiguities, ensure consistency amongst the provisions of the Plan and align the same with the applicable statutory and regulatory requirements and the observations/comments received from the Stock Exchange.

Accordingly, the Board, at its meeting held on 05th September, 2026, has approved, subject to the approval of the Members, certain amendments, modifications, clarifications and supplements to the Plan.

The proposed amendments are intended to provide greater clarity regarding the operation and administration of the Plan and to ensure compliance with the applicable provisions of the Companies Act, 2013, the rules made thereunder, the SEBI SBEB & SE Regulations, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws.

The proposed amendments are not intended to be prejudicial to the interests of the employees or Option holders under the Plan.

In accordance with the applicable provisions of the SEBI SBEB & SE Regulations relating to variation of the terms of an employee stock option scheme, the details of the proposed amendments/variations, rationale therefor and the beneficiaries to whom such amendments/variations relate are set out below.

Sr. No.	Particulars	Proposed Amendment / Clarification	Rationale
1.	Maximum number of Employee Stock Options	The maximum aggregate number of Employee Stock Options that may be granted under the Plan shall be 9,39,500 (Nine Lakh Thirty-Nine Thousand Five Hundred) Options, each Option being convertible into one Equity Share of the Company having a face value of ₹10/- each, subject to appropriate adjustments in accordance with the Plan and applicable laws in the event of any corporate action.	To expressly specify the maximum number of Options that may be granted under the Plan and provide clarity regarding the maximum pool available under the Plan.
2.	Maximum number of Equity Shares	The aforesaid 9,39,500 Options shall constitute the maximum aggregate number of Equity Shares that may be issued by the Company pursuant to exercise of Options granted under the Plan during the validity period of the Plan.	To provide clarity regarding the maximum number of Equity Shares that may be issued pursuant to exercise of Options.
3.	Limit on grant to individual employee	The maximum number of Options that may be granted to any one eligible employee in any financial year shall be subject to the limits prescribed under the applicable provisions of the SEBI SBEB & SE Regulations and other applicable laws. Any grant requiring separate approval of the Members under applicable law shall be made only after obtaining such approval.	To expressly align the Plan with the statutory requirements applicable to grants to identified employees.
4.	Mode of implementation	It is clarified that the Plan shall involve fresh issue of Equity Shares by the Company upon exercise of Options granted under the Plan and shall not involve secondary acquisition of Equity Shares by any trust.	To clearly specify the source of Equity Shares and the mode of implementation of the Plan.
5.	Administration of the Plan	It is clarified that the Plan shall be administered directly by the Company through its Nomination and Remuneration Committee and shall not be administered through any trust.	To clarify the actual mechanism for administration and implementation of the Plan.

6.	Employees of Holding/Subsidiary Companies	It is clarified that the Company does not have any Holding Company or Subsidiary Company as on the date of the proposed resolution. Accordingly, no Options are presently proposed to be granted to employees of any Holding Company or Subsidiary Company. Any future proposal to extend the benefits of the Plan to employees of a Holding Company or Subsidiary Company shall be subject to applicable law and such prior approval of the Members as may be required.	To provide clarity regarding the present applicability of the Plan to employees of group entities.
7.	Accounting treatment	The Company shall account for the share-based employee benefits granted under the Plan in accordance with Ind AS 102 – Share-based Payment, as amended from time to time, and other applicable accounting standards and requirements.	To expressly align the Plan with the applicable accounting framework.
8.	Accounting impact and disclosure	The Company shall recognise and disclose the accounting impact of the Options granted under the Plan in accordance with Ind AS 102 and other applicable statutory, regulatory and accounting requirements.	To provide clarity regarding recognition and disclosure of share-based payment expenses.
9.	Continuation of existing terms	Except to the extent specifically amended, modified, clarified or supplemented pursuant to the proposed resolution, all other terms and conditions of the Plan as approved by the Members on 27th February, 2026 shall remain unchanged and continue to be in full force and effect.	To ensure that only the provisions specifically proposed to be amended are affected and all other provisions continue unchanged.

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

None of the Directors or Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their respective shareholding and/or participation in the Plan, if any.

For & On Behalf of The Board Of Directors

For, Envirotech Systems Limited

Sd/-

CS Avinash Prabhat

Company Secretary & Compliance Officer

Membership No. A76831

Registered Office: A-29, Block-A,

Shyam Vihar Phase-I, New Delhi, Delhi, India, 110043

Annexure A to the Notice dated Saturday, 05th September, 2026

DETAILS OF DIRECTOR SEEKING RE-APPOINTMENT AT THE 19TH ANNUAL GENERAL MEETING TO BE HELD ON MONDAY, 28TH SEPTEMBER, 2026 (PURSUANT TO REGULATION 36(3) OF THE LISTING REGULATIONS AND SECRETARIAL STANDARD-2 ON GENERAL MEETINGS)

Name	Manoj Kumar Gupta
Date of Birth	21/06/1973
DIN	01187138
Age	53 Years
Relationship with Directors and Key Managerial Personnel	He is Spouse of Mrs. Sindhu Gupta and categorized in promoter group.
Qualifications	Graduate
Date of proposed Appointment on the Current Designation	05 th September, 2026
Remuneration last drawn as Director (including sitting fees)	N.A.
Experience (Skills & Capabilities)	Experience: 20 Years Qualifications: He holds a Bachelor of Science (B.Sc.) degree from Chhatrapati Shahu Ji Maharaj University, Kanpur, obtained in 1993.
Date of first appointment on the Board	Originally, He was appointed as First Director upon incorporation of the Company i.e. February 09, 2007.
Shareholding in the Company as on March 31, 2026	91,53,650 Equity Shares
Number of Meetings of the Board attended during the year	12
List of Other Companies in which Directorship held	NIL
Membership/Chairmanship of Committees in other Indian listed companies as on March 31, 2026	NIL
Listed companies from which the Director has resigned in the past three years	NIL

DIRECTORS' REPORT

To
The Members,
Envirotech Systems Limited

Your directors are pleased to present the Eighteenth 19th Annual Report on the business and operations of the Company together with the Audited Financial Statements for the Financial Year ended 31st March 2026.

1. FINANCIAL RESULTS

The financial results of your Company for the Financial Year ended 31st March 2026 are summarized below:

(Amount Rs. in Lakhs)

Particulars	Standalone	
	2025-26	2024-25
Revenue from Operations	5758.76	4761.17
Other Income	81.70	465.66
Total Income	5840.46	5226.83
Total expenses	4141.51	3386.92
Profit / (Loss) before Exceptional and Extraordinary items and Tax	1698.95	1839.91
Provision for Tax		
(1) Current Tax	412.48	431.17
(2) Deferred tax (income)/expenses	75.91	2.96
(3) Taxes of Earlier Years	-	-
Profit after Tax (PAT)	1210.56	1405.78

2. STATE OF COMPANY'S AFFAIRS

Standalone Basis: During the Financial Year under review, the Company generated revenue from operations of Rs.5758.76 lakhs, compared to Rs. 4761.17 lakhs in the previous Financial Year, with an increase of 20.95 %. The profit before tax for FY 2025-26 was 1698.95 lakhs, compared to Rs.1839.91 lakhs in the previous Financial Year, marking a decrease of 140.96 lakhs, from Rs. 1839.91 lakhs in the previous year. The profit after tax stood at Rs. 1210.56 lakhs, from Rs. 1405.78 lakhs in the previous Financial Year.

3. BUSINESS OVERVIEW

Envirotech Systems Limited (ESL) is a leading manufacturer and solution provider in the field of acoustic products, noise measurement and noise control systems, catering to a wide range of industrial, commercial, architectural and environmental applications. Incorporated in 2007, the Company has continuously expanded its capabilities in acoustical product design, engineering and manufacturing, with a strong focus on innovation, customization and cost-effective solutions.

With a team of over 159 employees, supported by experienced technical professionals and domain experts, ESL provides comprehensive solutions for complex acoustic and noise-control requirements. Our capabilities encompass research, engineering, product development, cost-benefit analysis, design and manufacturing, enabling us to deliver efficient and application-specific noise abatement solutions.

Manufacturing Facilities & Infrastructure

Our state-of-the-art manufacturing facilities are equipped to undertake complex fabrication and manufacturing requirements involving carbon steel, stainless steel and alloy steel, along with specialized acoustic materials such as rock wool and other sound-absorbing and sound-dampening materials.

Our manufacturing infrastructure includes dedicated facilities for:

- Fabrication and welding of large structures and equipment;
- Painting and surface treatment;
- Acoustic enclosure and noise-control product manufacturing;
- Processing and integration of sound-absorbing and sound-insulating materials;
- Customized fabrication based on specific customer requirements; and
- Quality inspection and testing supported by technically qualified personnel, including professionals proficient in various levels of Non-Destructive Testing (NDT).

Our skilled workforce, experienced engineering team and qualified welders enable us to maintain consistent manufacturing standards and meet demanding project schedules.

Acoustic & Noise Control Solutions

ESL specializes in the design, engineering and manufacture of customized acoustic products and noise-control systems. Our products are developed and fabricated according to the specific technical, operational and environmental requirements of each customer. Our solutions are designed to address diverse noise-control challenges across industries. Our customer-centric approach enables us to develop bespoke acoustic solutions that provide optimal performance, reliability and cost efficiency. This commitment to customized engineering and quality has helped us establish long-standing relationships with customers across various industries.

Fire Door Systems

In addition to our acoustic product portfolio, Envirotech Systems Limited has expanded its product and manufacturing capabilities into Fire Door Systems, catering to the growing requirements of industrial, commercial and infrastructure projects. Our fire door systems are designed and manufactured to provide fire resistance, safety and protection, while meeting project-specific technical and performance requirements. The Company focuses on customized manufacturing and engineering solutions for applications where fire safety and protection are critical, including industrial facilities, commercial buildings, infrastructure projects and other specialized installations.

This diversification further strengthens ESL's manufacturing capabilities and enables the Company to offer a broader range of engineered safety and protection solutions to its customers.

Technology, Innovation & R&D

Innovation remains a key pillar of our growth strategy. Our well-established Research & Development (R&D) function utilizes computer-aided design and engineering tools, supported by experienced technical personnel, to continuously improve product performance, manufacturing efficiency and cost-effectiveness. We are also proud to announce our strategic partnership with CKM, Taiwan, for the development of advanced acoustic insulation and sound-absorption products using Ultra-Micro-Perforated Aluminium technology. This advanced technology offers excellent sound-absorbing properties and has the potential to enable the development of high-performance, lightweight and innovative acoustic solutions for a wide range of industrial and commercial applications. The partnership represents an important step in strengthening our technological capabilities and expanding our portfolio of next-generation acoustic products. Pan-India Presence & International Markets.

4. DIVIDEND

For the year under review, your director does not recommend any dividend on the equity shares of the Company to conserve the funds for the company's future expansion.

5. Transfer to Reserves

For the year under review, your director does not recommend any dividend on the equity shares of the Company to conserve the funds for the company's future expansion

6. CHANGE IN THE NATURE OF BUSINESS

During the Financial Year under review, there was no change in the nature of business of the Company.

7. CAPITAL STRUCTURE

There was no change in the authorised share capital of the Company during the Financial Year. The Authorised Capital of the Company as on 31st March 2026 was Rs. 20,00,00,000/- divided into 2,00,00,000/- Equity Shares of Rs. 10/- each. The Issued, Subscribed and Paid-up Share Capital at the end of the current Financial Year stood at Rs. 18,79,00,000 comprising 1,87,90,000 Equity Shares of Rs. 10/- Each, compared to Rs.13,39,00,000/- comprising 1,33,90,000 equity shares of Rs. 10/- Each in the previous Financial Year. During the year, the Company has issued further shares via Allotment of Securities Under Initial Public Offer. The Company has only one class of equity shares with face value of Rs. 10/- each. All the equity shares issued rank pari passu with the existing equity shares of the Company.

8. LISTING OF EQUITY SHARES

The equity shares of the Company were listed on the National Stock Exchange of India Limited ("NSE") on 24th September 2024. The annual listing fees for the Financial Year 2025-26 have been duly paid to the NSE, and there are no outstanding listing fees payable to the Stock Exchange for the said financial year.

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

In accordance with the applicable provisions of Companies Act, 2013 (hereinafter referred to as "the Act") read with Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016 (hereinafter referred to as the "IEPF Rules"), all unclaimed dividends are required to be transferred by the Company to the IEPF, after completion of seven (7) years.

Further, according to IEPF Rules, the shares on which the dividend has not been claimed by the shareholders for seven (7) consecutive years or more shall be transferred to the demat account of the IEPF Authority. Your Company did not have any funds lying unpaid or unclaimed for a period of seven years. Therefore, there were no funds which were required to be transferred to Investor Education and Protection Fund (IEPF).

10. DEPOSIT FROM PUBLIC

During the FY 2025-26, your Company has not accepted any deposits from the public falling under Section 73 and 76 of the Act read with the Companies (Acceptance of Deposits) Rules, 2014, and as such no amount of principal or interest was outstanding as on the date of the Balance Sheet.

During the year under review, the Company has accepted unsecured loans from Directors, which have been duly disclosed in the Audit Report and are in compliance with the applicable provisions of the Companies Act, 2013 and relevant rules made thereunder.

11. PARTICULARS OF LOANS, GUARANTEE OR INVESTMENTS

The particulars of loans, guarantees or investments by your Company under Section 186 of the Companies Act, 2013 are stated in Notes to Accounts of the financial statements, forming part of the Annual Report.

12. SUBSIDIARY / ASSOCIATE / JOINT VENTURE COMPANIES

Your company does not have any subsidiary company, associate company or joint venture company. During the year, no company became or ceased to be subsidiary, joint venture or associates of your company.

13. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There have been no material changes or commitments affecting the financial position of the Company that have occurred between the end of the Financial Year to which the financial statements relate and the date of this Report.

14. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS AND TRIBUNALS

The Company has been complied with all regulatory requirements of central government and state government and there were no significant and material orders passed by the Regulators or Courts or Tribunals during the year impacting the going concern status and the Company's operations in future.

15. INTERNAL CONTROL AND THEIR ADEQUACY

The Company has been complied with all regulatory requirements of central government and state government and there were no significant and material orders passed by the Regulators or Courts or Tribunals during the year impacting the going concern status and the Company's operations in future.

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

Information in accordance with the provisions of Section 134(3) (m) of the Companies Act, 2013, read with Rule 8 of the Companies (Accounts) Rules, 2014, regarding Conservation of energy, research and development, technology absorption, foreign exchange earnings and outgo, are enclosed as Annexure - I to the Board's report.

17. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

The changes in the composition of the Board of Directors and Key Managerial Personnel of the Company that occurred during the previous financial year and were duly reported in the Annual Report for the said year are not repeated herein. Further, the appointment of Mr. Kiran (DIN: 11245681) as an Additional Director and Ms. Rekha (DIN: 11245533) as an Additional Director in the capacity of Independent and Non-Executive Director with effect from August 21, 2025, was regularized and approved by the members at the Annual General Meeting of the Company held on September 29, 2025.

The details relating to the sad demise of Mr. Gaurav Bajpai (DIN: 02291802), Independent Director of the Company, on June 21, 2025, and the resignation of Mr. Sachin Kumar (DIN: 09233592) from the position of Independent and Non-Executive Director with effect from August 21, 2025, were duly reported in the Annual Report for the previous financial year and are therefore not reproduced herein.

The following changes took place during the Financial Year 2025-26:

a) Ms. Pallvi Sharma, Company Secretary and Compliance Officer of the Company, resigned from the said position with effect from February 09, 2026.

b) Mr. Avinash Prabhat was appointed as the Company Secretary and Compliance Officer of the Company with effect from February 20, 2026.

Further, pursuant to the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Manoj Kumar Gupta (DIN: 01187138), Director of the Company, retires by rotation at the ensuing Annual General Meeting and, being eligible, offers himself for re-appointment. The resolution seeking approval of the members for his re-appointment forms part of the Notice convening the ensuing Annual General Meeting.

Sr.No	DIN/PAN	Name	Designation	Date of Appointment	Date of Cessation
1.	01187138	Manoj Kumar Gupta	Managing Director	09/02/2007	-
2.	01190580	Sindhu Gupta	Director	09/02/2007	-
3.	01145603	Rakesh Gupta	Director	18/12/2023	-
4.	10515418	Rohit Kumar	Independent Director	23/03/2024	-
5.	11245681	Kiran	Independent Director	21/08/2025	-
6.	11245533	Rekha	Independent Director	21/08/2025	-
7.	NA	Vikas Khanna	CEO	12/01/2024	-
8.	NA	Ashok Kumar Shekhawat	CFO	12/01/2024	-
9.	NA	Avinash Prabhat	Company Secretary & Compliance Officer	20/02/2026	-
10.	NA	Pallvi Sharma	Company Secretary & Compliance Officer	12/01/2024	09/02/2026

18. DECLARATION BY INDEPENDENT DIRECTORS

All the Independent Directors of the Company have furnished the requisite declarations under Section 149(7) of the Companies Act, 2013, confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Act, read with the rules made thereunder, and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations").

The Independent Directors have further confirmed their compliance with the Code of Conduct applicable to the Board of Directors and Senior Management of the Company. All the Directors have also confirmed that they are not debarred or disqualified from being appointed or continuing to act as Directors by virtue of any order issued by SEBI or any other statutory or regulatory authority.

Further, the Company has received the requisite declarations from all the Independent Directors confirming that their names are duly included in the Independent Directors' Databank, as required under the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

The Company has also formulated a Familiarization Programme for Independent Directors with the objective of familiarizing them with the Company, its business and operations, the nature of the industry in which it operates, their roles and responsibilities, and other relevant aspects necessary for the effective discharge of their duties as Independent Directors.

The details of the Familiarization Programme for Independent Directors are available on the Company's website at <https://envirotechltd.com/wp-content/uploads/2026/03/familiarization-program-for-independent-directors.pdf>

19. BOARD MEETINGS AND PARTICIPATION OF DIRECTORS

The Board meets at regular intervals to discuss and decide on Company / Business policy and strategy. The gap between any two consecutive meetings was within the limit prescribed under the Companies Act, 2013 and SEBI (LODR) Regulations. The necessary quorum was present during all the meetings.

During the financial year 2025-26 the board of directors held a total of 12 (Twelve) meetings. All the Six Board meetings were held physically at the Corporate Office of the Company. The respective dates of the Board Meetings and Number of Directors who attended the meeting during the mentioned Period are as follows:

Name of the Directors	Designation	Number of Board	
		Meetings during the year 2025-26	
		Held & Eligible to Attend	Attended
Manoj Kumar Gupta	Managing Director	12	12
Sindhu Gupta	Whole Time Director	12	12
Rakesh Gupta	Executive Director	12	12
Gaurav Bajpai	Independent Director	04	0
Rohit Kumar	Independent Director	12	12
Sachin Kumar	Independent Director	04	04
Kiran	Independent Director	7	7
Rekha	Independent Director	7	7

20. COMMITTEES OF THE BOARD CONSTITUTION OF AUDIT COMMITTEE

The Company has constituted Audit Committee vide Board Resolution dated August, 21, 2025 in compliance with Section 177 of the Companies Act, 2013 read with rule 6 of the Companies (Meeting of Board and its power) Rules, 2014 and Regulation 18 of SEBI Listing Regulations.

As on 31st March, 2026 the Company's Audit Committee comprised of:

Name of the Director	Status in the Committee	Nature of Directorship
Mr. Rohit Kumar (DIN: 10515418)	Chairperson	Non-Executive Independent Director
Mrs. Rekha (DIN: 11245533)	Member	Non-Executive Independent Director
Mrs. Kiran (DIN: 11245681)	Member	Non-Executive Independent Director

The Company Secretary & Compliance Officer of the Company will act as the Secretary of the Committee. During the financial year 2025-26 5 (Five) Audit Committee Meeting was held. The details of the Audit Committee meetings attended by its members during FY 2025-26 are given below:

Name of the Directors	Designation	Number of Board	
		Meetings during the year 2025-26	
		Held & Eligible to Attend	Attended
Mr. Rohit Kumar(DIN:10515418)	Chairperson	5	5
Mrs. Rekha (DIN: 11245533)	Member	4	4
Mrs. Kiran (DIN: 11245681)	Member	4	4

21. NOMINATION & REMUNERATION COMMITTEE CONSTITUTION OF NOMINATION & REMUNERATION COMMITTEE

The Company has formed Nomination and Remuneration Committee vide Board Resolution dated 21st August, 2025 as per applicable provisions of the Schedule V and other applicable provisions of the Companies Act, 2013 read with Rule 6 of the Companies (Meeting of Board and its power) Rules, 2014 and Regulation 19 of SEBI Listing Regulations.

As on 31st March, 2026 the Company's Nomination and Remuneration Committee comprised of:

Name of the Director	Status in the Committee	Nature of Directorship
Mrs. Rekha (DIN: 11245533)	Chairperson	Non-Executive Independent Director
Mrs. Kiran (DIN: 11245681)	Member	Non-Executive Independent Director
Mr. Rohit Kumar (DIN:10515418)	Member	Non-Executive Independent Director

The Company Secretary & Compliance Officer of the Company will act as the Secretary of the Committee.

During the financial year 2025-26 5 (Five) Nomination and Remuneration Committee Meeting was held. The details of the Nomination & Remuneration Committee attended by its members during FY 2025-26 are given below:

Name of the Directors	Designation	Number of Board	
		Meetings during the year 2025-26	
		Held & Eligible to Attend	Attended
Mrs. Rekha (DIN: 11245533)	Chairperson	4	4
Mrs. Kiran (DIN: 11245681)	Member	4	4
Mr. Rohit Kumar (DIN:10515418)	Member	5	5

22. STAKEHOLDERS RELATIONSHIP COMMITTEE CONSTITUTION OF STAKEHOLDERS RELATIONSHIP COMMITTEE

The Company has formed Stakeholders Relationship Committee vide Board Resolution dated 21st August, 2025 as per the applicable provisions of Section 178(5) of the Companies Act, 2013 read with Rule 6 of the Companies (Meeting of Board and its power) Rules, 2014 and Regulation 20 of SEBI Listing Regulations.

As on 31st March, 2026 the Company's Stakeholders Relationship Committee comprised of:

Name of the Director	Status in the Committee	Nature of Directorship
Mrs. Kiran (DIN: 11245681)	Chairperson	Non-Executive Independent Director
Mrs. Rekha (DIN: 11245533)	Member	Non-Executive Independent Director
Mr. Rohit Kumar (DIN:10515418)	Member	Non-Executive Independent Director

The Company Secretary & Compliance Officer of the Company will act as the Secretary of the Committee.

During the financial year 2025-26 3 (Three) Stakeholders Relationship Committee Meeting was held.

Name of the Directors	Designation	Number of Board	
		Meetings during the year 2025-26	
		Held & Eligible to Attend	Attended
Mrs. Kiran (DIN: 11245681)	Chairperson	3	3
Mrs. Rekha (DIN: 11245533)	Member	3	3
Mr. Rohit Kumar (DIN:10515418)	Member	3	3

23. GENERAL MEETINGS

During the Year Under review 18th Annual General Meeting was held on 29th September, 2025 and Extraordinary General Meeting were held on 27th February 2026.

24. CORPORATE GOVERNANCE

Your company provides utmost importance at best Governance Practices and are designated to act in the best interest of its stakeholders. Better governance practice enables the company to introduce more effective internal controls suitable to the changing nature of business operations, improve performance and also provide an opportunity to increase stakeholders' understanding of the key activities and policies of the organization

In line with Regulation 15(2) of the Listing Regulations, the provisions of Corporate Governance shall not apply in respect of the following class of the Companies.\

- Listed entity having paid up equity share capital not exceeding Rs. 10 Crore and Net worth not exceeding Rs. 25 Crore, as on the last day of the previous financial year;
- Listed entity which has listed its specified securities on the SME Exchange.

Since, our Company falls in the ambit of aforesaid exemption (b); hence compliance with the provisions of Corporate Governance shall not apply to the Company and it does not form the part of the Annual Report for the financial year 2025-26.

25. INDUSTRIAL RELATIONS

The Company has adequate skilled & trained workforce for its various areas of operations and the skills up gradation of which is being done on a continuous basis for improving the plant operations and quality process. The Company has taken sufficient measures to maintain Industrial Health and Safety at its workplace for employees as laid in the Uttar Pradesh Factories Rules, 1950. The Company is also complying and maintaining all applicable Industrial and Labour laws/ rules.

26. ANNUAL EVALUATION OF BOARD PERFORMANCE AND PERFORMANCE OF ITS COMMITTEES AND OF INDIVIDUAL DIRECTORS

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Stakeholders Relationship, Nomination & Remuneration Committees from time to time.

27. POLICY RELATING TO DIRECTORS' APPOINTMENT AND REMUNERATION

The Company has formulated and adopted a Policy on the Appointment and Remuneration of Directors and other matters as referred to under Section 178(3) of the Companies Act, 2013, read with the applicable provisions of the Companies (Meetings of Board and its Powers) Rules, 2014.

The said Policy, as approved and adopted by the Board of Directors, sets out the principles and criteria governing the appointment and remuneration of Directors, Key Managerial Personnel and other matters as prescribed under the applicable provisions of the Act.

The Nomination and Remuneration Policy of the Company is available on the Company's website at - <https://envirotechltd.com/wp-content/uploads/2026/03/nomination-and-remuneration-policy.pdf>

28. DIRECTORS RESPONSIBILITY STATEMENT

To the best of the knowledge and belief of the Directors of the Company and according to the information and explanations obtained by them, your Directors make the following statement in terms of Section 134(3) (c) and 134(5) of the Companies Act, 2013.

(a) In the preparation of the annual accounts for the year ended 31st March, 2026, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures from the same.

(b) The Directors have selected such accounting policies, applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company 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 the 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 Directors have prepared the annual accounts on a going concern basis.

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

29. RELATED PARTY TRANSACTIONS

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the company with related parties which may have potential conflict with the interest of the company at large. However, as part of good corporate governance, Prior omnibus approval of the Board as well as Audit Committee is obtained on annual basis for the transactions which are of a foreseen and repetitive nature. Your Directors draw your attention to notes to the financial statements for detailed related party transactions entered during the year. Since all the related party transactions were entered by the Company in ordinary course of business and were on an arm's length basis, Form AOC- 2 is attached as Annexure V applicable to the Company.

30. STATUTORY AUDITOR

M/s. HCO & CO., Chartered Accountants, Firm registration No: (FRN.: 001087C), have been acting as the Statutory Auditors of the Company since 14th October 2024 and were last appointed at the 18th Annual General Meeting held on 29th September, 2025, to hold office until the conclusion of the 19th Annual General Meeting to be held in the year 2026.

Accordingly, the Board of Directors, based on the recommendation of the Audit Committee, proposes to appoint M/s. HCO & CO., Chartered Accountants, Firm registration No: (FRN.: 001087C), as the Statutory Auditors of the Company, to hold office for a term of five consecutive years from the conclusion of the 19th Annual General Meeting held in FY 2026-27 until the conclusion of the 24th AGM to be held in FY 2031-32, subject to approval of members at the upcoming AGM, at such remuneration as may be mutually agreed upon between the Board of Directors and the Statutory Auditors from time to time.

31. INTERNAL AUDITOR

Your Directors are pleased to inform you that, pursuant to the provisions of Section 138 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 13 of the Companies (Accounts) Rules, 2014, as amended from time to time, Mr. Arun Kumar, were appointed as the Internal Auditors of the Company for the Financial Year 2025-26.

32. SECRETARIAL AUDITORS

M/s. Preksha Dawet and Associates, a Peer Reviewed Company Secretary Proprietary Firm, holding Certificate of Practice No. 22088 and Membership No. 55366, was appointed as the Secretarial Auditor of the Company for the Financial Year 2025-26.

Pursuant to the provisions of Section 204 of the Companies Act, 2013 ("the Act"), read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the Board of Directors, based on the recommendation of the Audit Committee, has approved the appointment of M/s. Preksha Dawet and Associates, a Peer Reviewed Company Secretary Proprietary Firm, holding Certificate of Practice No. 22088 and Membership No. 55366, as the Secretarial Auditors of the Company for a period of five consecutive financial years, commencing from April 1, 2026 to March 31, 2031, subject to the approval of the members of the Company at the ensuing Annual General Meeting.

The Secretarial Audit Report for the Financial Year 2025-26 contains certain qualifications, observations and adverse remarks. The observations made by the Secretarial Auditor, along with the management's explanation and corrective actions, wherever applicable, are provided below:

Observations as below:

1. During the financial year, certain e-forms were filed with the Registrar of Companies with additional fees.
2. During the year under review, the Company appointed the Statutory Auditor and Secretarial Auditor for a period of one year.
3. The Company maintained the Structured Digital Database (SDD) during the financial year 2025-26, however certain entries were recorded with delay.
4. During the period under review, certain instances of delayed filing with the Stock Exchanges were observed, as detailed below:

A. The intimation regarding the Investor Meet was submitted to the Stock Exchange after the prescribed timeline.

B. The certificate under Regulation 74(5) of the SEBI (Depositories and Participants) Regulations, 2018 for the quarter ended 31st March 2025 was filed with the Stock Exchange after the prescribed timeline.

C. The SDD Compliance Certificate for the financial year ended 31st March 2025 was filed with the Stock Exchange after the prescribed timeline.

Non-submission of XBRL filings with Stock Exchanges

D. XBRL Filings relating to Appointment of Auditors: The requisite XBRL filings in respect of the appointment of the Statutory Auditor and Secretarial Auditor of the Company were not submitted to the Stock Exchange

Management's Reply / Explanation

The Company has taken note of the observations made by the Secretarial Auditor and is taking appropriate steps to strengthen its compliance framework and ensure adherence to the applicable statutory and regulatory requirements.

Further, during the year under review, the Secretarial Auditors have not reported any instance of fraud pursuant to Section 143(12) of the Act. Accordingly, there is no disclosure required under Section 134(3)(ca) of the Act in this regard.

The secretarial Report has been annexed as '**Annexure III**' to the Directors' Report.

33. ANNUAL RETURN

Pursuant to the requirements of Section 134(3)(a) read with Section 92(3) of the Companies Act, 2013 (“the Act”), the Company maintains a website at <https://www.envirotechltd.com/investors>.

The Annual Return of the Company in Form MGT-7 for the Financial Year ended March 31, 2026, as required under Section 92 of the Act, will be filed with the Registrar of Companies within the prescribed time after the ensuing Annual General Meeting. The Annual Return, once filed, will also be made available on the Company’s website in accordance with the applicable provisions of the Act.

34. BUSINESS RISK MANAGEMENT

The Risk Management process that is followed to identify, assess and prioritize risks that need to be minimized, monitored and mitigated is quite elaborate. These measures help in reducing and controlling the impact of adverse events and maximize the realization of opportunities.

35. PARTICULARS OF EMPLOYEES

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, is provided in a separate “Annexure II” forming part of this report. In terms of Section 136 of the Act, the said annexure is open for inspection at the Corporate Office of your Company. Any member interested in obtaining a copy of the same may write to the Company Secretary.

36. CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company meet the criteria of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 so there is requirement to constitution of Corporate Social Responsibility Committee.

37. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE CONSTITUTION OF CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Company has formed Corporate Social Responsibility Committee vide Board Resolution dated 20th March, 2026 as per the applicable provisions of as per Section 135(1) of Companies Act, 2013 are required to constitute a CSR Committee to undertake and monitor CSR activities.

As on 31st March, 2025 the Company’s Corporate Social Responsibility Committee comprised of:

Name of the Director	Status in the Committee	
Mr. Rohit Kumar	Chairperson	Non-Executive Independent Director
Mr. Manoj Kumar Gupta	Member	Managing Director
Mrs. Sindhu Gupta	Member	Executive Director

The Company Secretary & Compliance Officer of the Company will act as the Secretary of the Committee.

During the financial year 2025-26 1 (One) Corporate Social Responsibility Committee was held.

Name of the Directors	Designation	Number of Board	
		Meetings during the year 2025-26	
		Held & Eligible to Attend	Attended
Mr. Rohit Kumar	Chairperson	1	1
Mr. Manoj Kumar Gupta	Member	1	1
Mrs. Sindhu Gupta	Member	1	1

During the year, the Board of Directors approved a contribution of Rs. 25, 49,500/- (Rupees Twenty Five Lakh Forty Nine Thousand Five Hundred only) by way of donation to M/s. Dakshiva Welfare Foundation (Registration No. CSR00026307), having its registered office at A-38, Radhika Laxmi Narayan Puri, Suraj Pole Gate, Jaipur, Rajasthan-302003 . The said entity is a registered charitable organization, working independently and having experience in implementing similar activities. The contribution has been made in compliance with the provisions of the Companies Act, 2013.

38. COST AUDIT REPORT & COST RECORDS

Maintenance of cost records and the requirement of cost Audit as prescribed under the provisions of Section 148(1) of the Companies Act, 2013 are not applicable to the business activities carried out by the Company.

39. REPORTING OF FRAUDS BY AUDITORS

During the year under review, the statutory auditor has not reported to the board, under Section 143 (12) of the Companies Act, 2013, any instances of fraud committed against the Company by its officers or employees, the details of which would need to be mentioned in the Board's report.

40. VIGIL MECHANISM/WHISTLE BLOWER POLICY

The Company has established a Vigil Mechanism for the Directors and Employees of the Company by adopting the Whistle Blower Policy to report about the genuine concerns, unethical behavior, fraud, or violation of Company's Code of Conduct. The Company has in place a confidential reporting mechanism for any whistleblower to report a matter.

41. CODE OF CONDUCT

The Board of Directors has a Code of Conduct which is applicable to the Members of the Board and all employees in the course of day-to-day business operations of the company. The Code has been posted on the Company's website at <https://www.envirotechltd.com/investors> . The Code lays down the standard procedure of business conduct which is expected to be followed by the Directors and the designated employees in their business and in particular on matters relating to integrity in the workplace, in business practices, and in dealing with stakeholders.

The Code gives guidance through examples on the expected behavior from an employee in a given situation and the reporting structure. All the Board Members and the Senior Management Personnel have confirmed compliance with the Code. All Management Staff were given appropriate training in this regard.

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

The Company follows a zero-tolerance approach towards sexual harassment at the workplace and has formulated and adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harassment at Workplace in accordance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("POSH Act") and the rules made thereunder.

In compliance with the applicable provisions of the POSH Act, the Company has constituted an Internal Committee ("IC") at its workplaces and offices, as applicable, to address and redress complaints relating to sexual harassment at the workplace. The Company is committed to providing a safe, respectful and inclusive working environment and to ensuring that all complaints received are dealt with in accordance with the procedure prescribed under the POSH Act.

During FY 2025-26, the Company has Not received any complaints on sexual harassment.

Particulars	Status
(a) Number of complaints of sexual harassment received in the year	Nil
(b) Number of complaints disposed of during the year.	Nil
(c) Number of cases pending for more than ninety days.	Nil

The policy of the Company on Prevention of Sexual Harassment, as adopted by the Board, may be accessed on your Company's website at the link <https://envirotechltd.com/wp-content/uploads/2026/03/pod558-1.pdf>.

43. DISCLOSURE UNDER THE MATERNITY BENEFIT ACT 1961:

Pursuant to the provisions of Rule 8(5)(xiii) of the Companies (Accounts) Rules, 2014, the Board of Directors hereby states that the Company has duly complied with all applicable provisions of the Maternity Benefit Act, 1961, including but not limited to grant of maternity leave, nursing breaks, protection from dismissal during maternity leave, and provision of creche facilities wherever applicable. The Company remains committed to providing a safe, supportive, and inclusive work environment for all women employees.

44. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS AND TRIBUNALS

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

45. STATUS OF CASES FILED UNDER INSOLVENCY AND BANKRUPTCY CODE, 2016

The company has not made any application during the financial year 2024-25.

46. COMPLIANCES OF APPLICABLE SECRETARIAL STANDARDS

The Board of Directors affirms that the company has complied with the applicable Secretarial Standards issued by the Institute of Companies Secretaries of India SS-1 and SS-2 respectively relating to Meetings of the Board, its Committees and the General Meetings.

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

Not Applicable

47. SHAREHOLDERS' DISPUTE RESOLUTION MECHANISM

SEBI vide circular 31 July, 2023 and subsequent circular dated 20 December, 2023, read with Master Circular dated August 11, 2023, has specified that a shareholder shall first take up his/her/their grievance with the listed entity/RTA by lodging a complaint directly with the concerned listed entity/RTA and if the grievance is not redressed satisfactorily, the shareholder may, in accordance with the SCORES guidelines, escalate the same through the SCORES Portal in accordance with the process laid out therein. Only after exhausting all available options for resolution of the grievance, if the shareholder is not satisfied with the outcome, he/she/ they can initiate dispute resolution through the Online Dispute Resolution ("ODR") Portal. Shareholders are requested to take note of the same.

48. MANAGEMENT DISCUSSION & ANALYSIS

Management's Discussion and Analysis Report for the year under review is presented in a separate section forming part of the Annual Report and is annexed herewith as "Annexure V" to the Board's report.

49. PREVENTION OF INSIDER TRADING

The Company has adopted a comprehensive Code of Conduct for Prevention of Insider Trading in accordance with the applicable provisions of the SEBI (Prohibition of Insider Trading) Regulations, 2015, with the objective of preventing insider trading and regulating trading in the securities of the Company by its Directors, Designated Persons and other persons covered under the Code.

The Code requires pre-clearance of trades, wherever applicable, and prohibits Directors, Designated Persons and other designated employees from trading in the securities of the Company while in possession of Unpublished Price Sensitive Information ("UPSI") relating to the Company and during the period when the Trading Window is closed, except as permitted under the applicable regulatory framework.

The Board of Directors is responsible for overseeing the implementation and monitoring compliance with the Code, while the Compliance Officer is responsible for administering the Code and ensuring adherence to the applicable requirements. During the Financial Year 2025-26, the Directors and Designated Persons of the Company have complied with the provisions of the Code and the applicable requirements relating to prevention of insider trading. The Code of Conduct for Prevention of Insider Trading is available on the Company's website at <https://envirotechltd.com/wp-content/uploads/2026/03/policy-for-insider-trading.pdf>.

50. ACKNOWLEDGEMENT AND APPRECIATION

The Directors take this opportunity to express their deep sense of gratitude to the Banks, Central and State Governments and their Departments and the Local Authorities for their continued guidance and support. Your Directors would also like to record its appreciation for the support and cooperation your Company has been receiving from its suppliers, dealers, business partners and others associated with the Company. Your Directors place on record their sincere appreciation to the employees at all levels for their hard work, dedication and commitment. And to you, our shareholders, we are deeply grateful for the confidence and faith that you have always reposed in us.

By order of the Board of Directors.
For ENVIROTECH SYSTEMS LIMITED

SD/-
(MANOJ KUMAR GUPTA)
(MANAGING DIRECTOR)
(DIN- 01187138)

SD/-
(SINDHU GUPTA)
(DIRECTOR)
(DIN-01190580)

Place: DELHI

Date: 05th September, 2026

Annexure - I

Conservation of energy, technology absorption and foreign exchange earnings and outgo

*[Pursuant to clause (m) of sub-section (3) of Section 134 of the Companies Act, 2013,
read with Rule 8 of the Companies (Accounts) Rule, 2014]*

Sr. No	Particulars	Comments	
(A) Conservation of energy			
(i)	The steps taken or impact on conservation of energy.	Energy conservation is very important for the company and therefore, energy conservation measures are undertaken wherever practicable in its offices and attached facilities. The Company is making every effort to ensure the optimal use of energy, avoid waste and conserve energy by using energy efficient equipment's with latest technologies. Impact on conservation of energy was that the electricity load expenses reduced.	
(ii)	The steps taken by the Company for utilizing alternate sources of energy.	NIL	
(iii)	The capital investment on energy conservation equipments.	NIL	
(B) Technology absorption			
(i)	The efforts made towards technology Absorption.	The Company continuous to use the latest technologies for improving the productivity and quality of its services and products.	
(ii)	The benefits derived like product improvement, cost reduction, product development or import substitution	Nil	
(iii)	In case of imported technology (imported during the last three years reckoned from the beginning of the financial year:	Nil	
	(a) the details of technology imported	N.A.	
	(b) the year of import	N.A.	
	(c) whether the technology been fully Absorbed	N.A.	
	(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	N.A.	
(iv)	The expenditure incurred on Research and Development.	Nil	
(C)	Foreign exchange earnings and Outgo (In Lakhs)	Inflow	Out Flow
	The efforts made the Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows towards technology absorption	6,08,690.00	1,23,26,363.00

Annexure – II

Particulars Pursuant to Section 197(12) Of The Companies Act, 2013 Read With Rule 5 Of The Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014:

I. The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year and the percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year

Sr.No.	Name of Director/KMP and Designation	Remuneration of Director/ KMP for F.Y. 2025-26 (in Rs. lakhs)	% increase in Remuneration in the F.Y. 2024-25	Ratio of Remuneration of Each Director/to Median remuneration Of employees
1.	Manoj Kumar Gupta Managing Director	30.00	Nil	8.80:1
2.	Sindhu Gupta Executive Director	24.00	Nil	7.04:1
3.	Rakesh Gupta Non-Executive Director	Nil	Nil	N.A.
4.	Vikas Khanna Chief Executive Officer	13.20	Nil	3.87:1
5.	Ashok Kumar Shekhawat Chief Financial Officer	15.60	2.40	4.58:1
6.	Pallvi Sharma Company Secretary & Compliance Officers	4.50	Nil	1.32:1
7.	Gaurav Bajpai Independent Director	Nil	Nil	N.A.
8.	Rohit Kumar Independent Director	Nil	Nil	N.A.
9.	Sachin Kumar Independent Director	Nil	Nil	N.A.

II. The percentage increase in the median remuneration of employees in the financial year:

Particular	2024-25 (Rs in lakhs)	2023-24 (Rs in lakhs)	Increase (%)
The median remuneration of all employee per annum	3.41	2.96	15.26%

III. Number of permanent employees on the role of the Company as on 31st March, 2025: 139 Nos.

IV. Average percentage increase made in the salaries of employees other than the managerial personnel in comparison of the last financial year is 24.43%. There is an average increase of 0.48% in the remuneration of Key Managerial personnel in comparison to the last financial year.

V. The remuneration of KMP is as per the recommendations of the Nomination & Remuneration Committee.

VI. The ratio of the remuneration of the highest paid Director to that of the employees who are not Directors but receive remuneration in excess of the highest paid director during the year: There are no employees of the Company who receive remuneration in excess of the highest paid Director of the Company.

VII. It is hereby affirmed that the remuneration paid during the year is as per the Remuneration Policy of the Company.

Annexure – III

Form No MR-3

Secretarial Audit Report

(For the Financial Year ended on 31.03.2026)

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

To,
The Members,
ENVIROTECH SYSTEMS LIMITED
A-29, Block-A, Shyam Vihar Phase-I,
New Delhi, Delhi, India, 110043

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by ENVIROTECH SYSTEMS LIMITED (CIN: L31101DL2007PLC159075) (hereinafter called “the Company”) for the financial year 01st April 2025 to 31st March 2026 (audit period). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the company’s books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives, during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

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

1. The Companies Act, 2013 (the Act) and the rules made thereunder;
2. The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made thereunder;
3. The Depositories Act, 1996 and the Regulations and Bye-law framed thereunder; - To the extent applicable;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; - To the extent applicable;
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India, 1992 (“SEBI Act”):
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011:- To the extent applicable;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amendments from time to time;
 - d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021:- Not Applicable to the Company during the Audit period;

f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;- To the extent applicable;;

g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021- Not Applicable to the Company during the Audit period;

h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018-Not Applicable to the Company during the Audit period;

i) Securities and Exchange Board of India (Depository and Participants) Regulations, 2018 - To the extent applicable.

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

(i) Secretarial Standards with respect to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India.

(ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

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

Observations as below:

1. During the financial year, certain e-forms were filed with the Registrar of Companies with additional fees.
2. During the year under review, the Company appointed the Statutory Auditor and Secretarial Auditor for a period of one year.
3. The Company maintained the Structured Digital Database (SDD) during the financial year 2025-26, however certain entries were recorded with delay.
4. During the period under review, certain instances of delayed filing with the Stock Exchanges were observed, as detailed below:

A. The intimation regarding the Investor Meet was submitted to the Stock Exchange after the prescribed timeline.

B. The certificate under Regulation 74(5) of the SEBI (Depositories and Participants) Regulations, 2018 for the quarter ended 31st March 2025 was filed with the Stock Exchange after the prescribed timeline.

C. The SDD Compliance Certificate for the financial year ended 31st March 2025 was filed with the Stock Exchange after the prescribed timeline.

Non-submission of XBRL filings with Stock Exchanges

D. XBRL Filings relating to Appointment of Auditors: The requisite XBRL filings in respect of the appointment of the Statutory Auditor and Secretarial Auditor of the Company were not submitted to the Stock Exchange.

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. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board/Committee Meetings. Agenda's were sent in advance except in case where meetings were convened at shorter notice 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.

All decisions at Board and Committee Meetings were carried out through requisite majority as recorded in the minutes of the Meetings of the Board of Directors or Committee of the Board.

We further report that based on the information provided and the representation made by the Company and also on the review of the compliance Certificates, in our opinion, there are adequate systems and processes in the company, commensurate with the size and operations of the company, to monitor and ensure compliance with labour laws and other applicable laws, rules, regulations and guidelines, etc.

We further report that during the audit period, the Company has not entered into/carried out any specific events/actions which may have a major bearing on the Company's affairs except the approval of the Employee Stock Option Plan 2025 by the members by way of Special Resolution on 27 February 2026.

This report is to be read with our letter of even date which is annexed as "ANNEXURE A" and forms an integral part of this report.

For Preksha Dawet And Associates**Preksha Dawet****Company Secretary in Practice****Membership No.: A55366****CP No.: 22088****ICSI Unique Code: S2019DE695500****Peer Review: 5487/2024****UDIN: A055366H001371395****Date: 05th September, 2026****Place: Gurugram**

“ANNEXURE A”

To,
The Members,
ENVIROTECH SYSTEMS LIMITED
A-29, Block-A, Shyam Vihar Phase-I,
New Delhi, Delhi, India, 110043

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

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

For Preksha Dawet And Associates

Preksha Dawet
Company Secretary in Practice
Membership No.: A55366
CP No.: 22088
ICSI Unique Code: S2019DE695500
Peer Review: 5487/2024
UDIN: A055366H001371395
Date: 05th September, 2026
Place: Gurugram

Management Discussion and Analysis Report**1. INDUSTRY STRUCTURE AND DEVELOPMENT**

Envirotech Systems Limited is a leading acoustic products manufacturing organization specializing in noise measurement and control for industrial and commercial applications. Incorporated in 2007, we have expanded our capabilities to include innovative acoustical product design and manufacturing. With over 98 employees and a network of technical experts, we offer cost-effective solutions for various acoustical challenges in industrial, commercial, architectural, and environmental markets.

Our comprehensive services encompass research, cost-benefit analysis, and engineering solutions to provide you with the most efficient noise abatement solutions.

Manufacturing Facility & Infrastructure

- We have state-of-the-art manufacturing facilities capable of working with carbon steel, stainless steel, and alloy steel, using materials like rock wool, multiple sound dampening & absorbing materials.
- Our facilities include welding, painting, and fabrication areas for large structures and equipment.
- Our skilled workforce and qualified welders ensure sustained production.
- We have technical personnel proficient in various NDT levels.

Envirotech Systems Limited offers its services across India, catering to a diverse range of industrial and commercial clients. While we also export some products, the revenue generated from these exports is not a significant portion of our overall revenue.

Envirotech Systems Limited specializes in manufacturing products tailored to meet customer demands, offering customized solutions for various noise control requirements. Our products are designed and fabricated according to the specific needs of our clients, ensuring optimal performance and efficiency. While we provide our services PAN India, our focus remains on delivering bespoke solutions that align with individual customer requirements. This customer-centric approach has enabled us to establish long-term relationships with our clients, who trust us to deliver high-quality, customized products that meet their unique needs.

We are committed to excellence and customer satisfaction through the use of the latest technology and continuous quality improvement. With a track record of over various successful projects in industries such as Oil & Gas, Manufacturing, Power Generation, Cement & Steel, Automobile, and Construction, ESL continues to expand both domestically and internationally.

To drive innovation and cost-effectiveness, our well-established R&D department employs computer-aided tools and efficient personnel. Our research activities focus on market research, continual product development, and improved product and production technologies.

2. BUSINESS OPERATIONS

With almost 2 decades of experience to back us we have come a long way since our inception in 2007. Founded with a dream to provide sound control products, Envirotech Systems has progressed much subsequently. Over time we have scaled up our manufacturing unit to include many new products and new solutions for sound attenuation. We have increased our product range to cater to new areas that need noise reduction solutions. We have ramped up our technical expertise and the size of our team to be able to handle a greater number of projects for more clients.

• RESEARCH AND DEVELOPMENT

Our core belief at Envirotech Systems Limited has been to deliver the best product to the client. In order to do this, we ensure that we continue to improve on our products with the passage of time and incorporate new technologies and methods of working. We do our best to keep ahead of the technology and continue to lead the market.

Latest technology: Staying up to date with the latest break throughs and new inventions around the world is a part of what our research and development team does. We want to provide our clients with the latest technology products.

Innovative concepts: Our inventive team of R&D engineers take challenges seriously and work on them to come up with an innovative solution. At Envirotech Systems we feel compelled to find a way around every problem. This has led to some great inventions by our team.

Improving existing products: Integrate new concepts into our existing products to better their performance is something we constantly strive for.

Variations of products: There are times when certain products need a few adjustments to suit different situations. Instead of altering the same product to suit the situation we have created multiple products that are readily available for each different situation. We are constantly looking for ways to improve up on our line of products to gives our clients the advantage of a better option. Our research and development team also work at finding new ways to devise cost effective acoustic products and solutions.

• MANUFACTURING FACILITY

We have a state-of-the-art manufacturing facility. We employ the latest techniques and all our equipment is hi-tech. Our factory work space area covers over 1,21,520 sq. ft. and comprises of a range of equipment for different purposes. Our factory sustains itself on the motivation of our workforce that work in a dedicated manner providing noise control measures to clients. Amongst our infrastructure we have the facility to manufacture different variations of steel. Steel is one of the core components we use for our noise reduction products. The different types of steel we make are stainless steel, carbon steel and alloy steel. This is done with the aid of a number of insulation materials such as rock wool, wool and others. We have a large section of our work space dedicated for welding and painting, including galvanizing. This area is also used for fabrication of large structures like acoustic containers and various acoustic panels. Our welders are adept at putting together a combination of different material to achieve the perfect sound reduction level. We have a full manufacturing setup and a huge list of machinery in our factory. Our manufacturing unit also comprises of a sound measuring and testing facility. Our products are tested at each stage of manufacture and also upon completion. This is to ensure that we supply our clients with the high-performance acoustic products.

3. SUMMARY OF KEY FINANCIAL INDICATORS (₹ LAKHS)

Particulars	FY 2025-26	FY 2024-25	Variance (%)
Revenue from Operations	5,758.76	4,761.17	20.95
Other Income	81.70	465.66	(82.57)
Total Income	5,840.46	5,226.83	11.74
Total Expenses	4,141.51	3,386.92	22.27
Profit/(Loss) Before Tax	1,698.95	1,839.91	(07.66)
Profit/(Loss) After Tax	1210.56	1,405.78	(13.89)
EPS (₹)	6.44	7.48	(13.90)

The Company recorded a Total Income of ₹5,840.46 lakhs for the financial year 2025-26, as compared to ₹5,226.83 lakhs in the previous financial year, representing an increase of approximately 11.74%. The increase in total income was primarily attributable to the growth in revenue from operations. Revenue from operations increased to ₹5,758.76 lakhs during FY 2025-26 from ₹4,761.17 lakhs in FY 2024-25, representing a growth of approximately 20.95%.

Other income, however, decreased to ₹81.70 lakhs from ₹465.66 lakhs in the previous financial year.

Financial Position & Liquidity

- Net Worth: Stood at ₹7600.95 lakhs as of 31st March 2026.
- Current Ratio: The Current Ratio stood at 1.99 as compared to 2.34 in the previous financial year, reflecting changes in the composition of current assets and current liabilities during the year.
- Debt-Equity Ratio: The Debt-Equity Ratio stood at 0.18 as compared to 0.13 in the previous financial year. The increase was primarily attributable to an increase in borrowings during the year in comparison to the growth in shareholders' equity.

The Company continues to uphold its reputation for ethical and transparent practices, thereby maintaining its status as a trusted service provider in this sector.

**Capital Work-in-Progress Ageing:
As at 31st March, 2026**

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in Progress	11,973.18	-	-	-	11,973.18
Projects Temporarily Suspended	-	-	-	-	-
Total	11,973.18	-	-	-	11,973.18

**Intangible Assets under Development Ageing:
As at 31st March, 2026**

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	1,986.91	-	-	-	1,986.91
Projects Temporarily Suspended	-	-	-	-	-
Total	1,986.91	-	-	-	1,986.91

5. Key Financial Ratios

Ratio	Numerator	Denominator	Current Period	Previous Period	% Variance	Reason for Variance (if more than 25%)
Current Ratio	Current Assets	Current liabilities	1.99	2.34	-15.09%	-
Debt-Equity Ratio	Total Debt	Shareholder's Equity	0.18	0.13	43.65%	There has been Fresh Equity fund raising through IPO resulting in sharp decrease in ratio.
Debt Service Coverage Ratio	Earnings available for debt service	Debt Service	13.77	1.54	792.01%	There has been substantial reduction due to full repayment of long term debt out of IPO proceeds.
Return on Equity Ratio	Net profit after taxes-Preference dividend(if any)	Average Shareholder's Equity	15.93%	22.00%	-27.60%	There has been Fresh Equity fund raising through IPO resulting in sharp decrease in ratio.
Inventory turnover ratio	Revenue from operations	Average Inventory	8.65	26.14	-66.91%	The company has orders in hand & anticipates growth in sales due to operationalisation of its new factory, hence there is increase in average inventory, resulting in sharp decrease in ratio.

Trade Receivables turnover ratio	Revenue from operations	Average Accounts Receivable	1.94	3.46	-43.75%	The company has undertaken various orders with higher credit period, hence there is increase in average trade receivables, resulting in decrease in ratio.
Trade payables turnover ratio	Purchases	Average Trade Payables	11.70	7.41	58.00%	The company has bought materials in cash to take advantage of the cash discounts, hence there is increase in average trade payables, resulting in decrease in ratio.
Net Capital Turnover Ratio	Revenue from operations	Average working capital (i.e. Total current assets less Total current liabilities)	0.82%	1.14%	-28.07%	There has been increase in Inventory & Trade Receivables as mentioned above, hence there is increase in average trade payables, resulting in decrease in ratio.
Net Profit Ratio	Profit for the year	Revenue from operations	21.02%	29.53%	-28.80%	
Return on Capital Employed	Earnings before Interest and Taxes	Capital Employed	23.68%	30.80%	-23.12%	There has been Fresh Equity fund raising through IPO resulting in sharp decrease in ratio.

Detailed working of ratios is as per the financial statements and applicable regulatory requirements.

6. OPPORTUNITIES AND THREATS

Opportunities:

- Expansion of the office network in India from IPO proceeds.
- New service models and digital transformation (software projects under development).
- Ability to leverage brand post-listing and enhance market presence.

Threats:

Adverse changes in global immigration regimes and policies.

Heightened regulatory scrutiny and compliance requirements for listed entities.

Exposure to macroeconomic volatility, foreign exchange movements, and geopolitical risks.

7. AREA OF ACTIVITIES

The Company is operating under a single segment:

Activities:

Envirotech Systems Limited is one of the most renowned companies for its acoustic solutions. We lead the market with our large range of products and solutions that can cater to almost every acoustic need. Our capability to provide noise control solutions is spread over a number of domains.

Activities have contributed positively to the revenue streams during the period under review.

8. FUTURE OUTLOOK

- The Company plans to deploy unutilized IPO funds judiciously to achieve objected expansion, software capabilities, and working capital optimization.
- Management initiatives focus on improving operational efficiencies, cost controls, leveraging digital infrastructure, and adapting to sector trends.
- The Board, based on comprehensive going concern assessments, remains committed to restoring profitability and shareholder value in subsequent periods, contingent on improvements in market conditions.

9. RISKS AND CONCERNS

The principal risks facing the Company are inherent to the nature of its business, including but not limited to:

- Unanticipated modifications in immigration rules and policy frameworks by the host countries.
- Any resurgence of global health crises or unforeseen emergencies.
- Dependency on third-party associates and vendors for certain ancillary services.

The Company has instituted an adequate risk management policy to monitor and mitigate identified risks on a continuous basis.

10. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has in place adequate internal financial controls commensurate with its size and scale of operations. These controls ensure that all assets are safeguarded and transactions are authorized, recorded, and reported correctly. The internal control systems are reviewed at regular intervals by the Internal Auditor and the Audit Committee to ensure operating effectiveness.

11. HUMAN RESOURCES AND INDUSTRIAL RELATIONS

The Company considers its human resources as a valuable asset and remains focused on training, upskilling, and retaining a competent workforce. The relations between the management and employees continued to be cordial and harmonious during the year under review.

12. CAUTIONARY STATEMENT

Statements in this report describing the Company's objectives, projections, estimates, expectations, or predictions may constitute "forward-looking statements" within the meaning of applicable laws and regulations. Actual results may differ materially from those expressed or implied due to economic, regulatory, market risks and future events beyond the Company's control.

The above Management Discussion and Analysis should be read in conjunction with the Company's audited financial statements for the year ended 31st March, 2026 and notes thereon, and is prepared in compliance with applicable regulatory requirements, including Listing Regulations.

Annexure - VI

Non-Applicability Of Regulation 27(2) Of Sebi (LODR) Regulations, 2015 Regarding Corporate Governance

This is to certify that in order to comply with Regulation 27(2) SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 read with Regulation 15 of Chapter IV SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, As “ENVIROTECH SYSTEMS LIMITED”, which has listed its securities on the SME Exchange. Therefore it is not required to submit the Corporate Governance Report for the Year ended on March 31st, 2026.

**By Order of the Board of Directors :
FOR ENVIROTECH SYSTEMS LIMITED**

SD/-

**MANOJ KUMAR GUPTA
Managing Director & Chairman
(DIN: 01187138)**

**Registered Office : A-29, Block-A,
Shyam Vihar Phase-I, New Delhi, Delhi,
India, 110043.**

Annexure - V

Form No. AOC-2

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

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

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

There were no contracts or arrangements or transactions entered in to during the year ended 31st March, 2026, which were not arm's length basis

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

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

a) List of Related Parties and Relationships

A. Key Management Personnel

	Mr. Manoj Kumar Gupta	Managing Director
	Mrs. Sindhu Gupta	Director
	Mr. Rakesh Gupta	Non- Executive Director
	Mr. Ashok Kumar Shekhawat	Chief Financial Officer
	Mr. Vikas Khanna	Chief Executive Officer
	Mr. Avinash Prabhat	Company Secretary & Compliance Officer

Annexure - V

b) Related Party Transactions

Sr. No.	Nature of Transactions	Figures As At 31st March 2026	Figures As At 31st March 2025
1.	MANAGERIAL REMUNERATION		
	Mr. Manoj Kumar Gupta	48,00,000	30,00,000
	Mrs. Sindhu Gupta	36,00,000	24,00,000
	Mr. Yash Gupta	-	-
	Mr. Ashok Kumar Shekhawat	15,60,000	15,60,000
	Mr. Vikas Khanna	15,60,000	13,20,000
	Mrs. Pallvi Sharma	4,00,000	4,50,000
	Mr. Avinash Prabhat	80,000	-
2.	LOAN TAKEN		
	Mr. Manoj Kumar Gupta	1,09,97,000	2,65,73,500
	Mrs. Sindhu Gupta	38,22,500	91,40,426
	Mr. Rakesh Gupta	-	11,00,000
3.	LOAN REPAID		
	Sh. Manoj Kumar Gupta	1,09,97,000	2,67,31,680
	Smt. Sindhu Gupta	38,22,500	94,77,000
	Mr. Rakesh Gupta	-	56,00,000

*Ms. Pallavi Sharma has resigned on 09.02.2026, Mr Avinash Prabhat have appointed as Company Secretary & Compliance Officer on 20.02.2026.

By Order of the Board of Directors :
FOR ENVIROTECH SYSTEMS LIMITED

SD/-

MANOJ KUMAR GUPTA
Managing Director & Chairman
(DIN: 01187138)

Registered Office : A-29, Block-A,
Shyam Vihar Phase-I, New Delhi, Delhi,
India, 110043.

Place: Delhi, India

Date: 05 September, 2026

By Order of the Board of Directors :
FOR ENVIROTECH SYSTEMS LIMITED

SD/-

(SINDHU GUPTA)
(DIRECTOR)
(DIN-01190580)

To the Members of Envirotech Systems Limited
Report on the Audit of the Financial Statements**Opinion**

We have audited the accompanying Financial Statements of Envirotech Systems Limited (“the Company”), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss of Cash Flow Statement for the year then ended, and Notes to the Financial Statements, including a summary of significant accounting policies and Other Explanatory Notes for the year ended on that date (hereinafter referred to as “Financial Statements”).

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act 2013 (“the Act”) in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its profit and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined that there are no key audit matters to communicate in our report.

Information other than the Financial Statements and Auditors' Report thereon

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

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

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available, and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Financial statements that give a true and fair view of the state of affairs (financial position), Profit or Loss (financial performance), and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the 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 Financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' 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 Standard on Auditing (SAs) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial statements.

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

- Identify and assess the risks of material misstatement of the Financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system with reference to financial statements 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 auditors' report to the related disclosures in the Financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern; and.
- Evaluate the overall presentation, structure and content of the Financial statements, including the disclosures, and whether the Financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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

Report on Other Legal and Regulatory Requirements

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

ii. Further to our comments in the annexure referred to in the paragraph above, as required by Section 143(3) of the Act, we report that:

- a)** We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the 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;
- c)** The Balance Sheet, the Statement of Profit and Loss and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account;

d) In our opinion, the aforesaid Financial statements comply with the Accounting Standards specified 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 is disqualified as on 31st March, 2026 from being appointed as a director in terms of Section 164 (2) of the Act.;

f) With respect to the adequacy of the internal financial controls with reference to 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 control; and

g) With respect to the matter to be included in the Auditor’s Report under section 197(16), In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of section 197 of the Act.

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

i. The Company does not have any pending litigations which would impact its financial position.;

ii. The Company did not have any material foreseeable losses against long-term contracts including derivative contracts and thereby requirement for making provision in this respect is not applicable to the Company;

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

iv. a. The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever (“Ultimate Beneficiaries”) by or on behalf of the Company or
- provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

b. The management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall:

- directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever (“Ultimate Beneficiaries”) by or on behalf of the Funding Party or
- provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries; and

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

v. The dividend declared or paid during the year by the Company is in compliance with Section 123 of the Act.

vi. Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account for the financial year ended 31 March 2026 which has a feature of recording audit trail (edit log) facility and the same has 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. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For HCO & CO.

Chartered Accountants

Firm Registration No.: 001087C

(Neeraj Bansal)

Partner

Membership No.: 400248

UDIN: 26400248RLJРАН7754

Place: DELHI

Date: 29-05-2026

ANNEXURE “A” TO THE INDEPENDENT AUDITORS’ REPORT

(Referred to in paragraph (i) under ‘Report on Other Legal and Regulatory Requirements’ of our report of even date)

(i)

(a)(A) The Company has maintained proper records showing full particulars, including quantitative details and situations of Property, Plant and Equipment.

(B) The Company has maintained proper records showing full particulars of Intangible assets under development.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Property, Plant and Equipment have been physically verified by the management at reasonable intervals and no material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of all the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the company.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, plant and equipment or Intangible assets under development or both during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

(ii)

(a) As explained to us & on the basis of the records examined by us, in our opinion, physical verification of inventory has been conducted at reasonable intervals by the management. In our opinion, the coverage and procedure of such verification by the management is appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were 10% or more in the aggregate for each class of inventory.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks on the basis of security of current assets.

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the company, the company has not made investments in, nor provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, provisions of clause 3(iii)(a), 3(iii)(b), 3(iii)(c), 3(iii)(d), 3(iii)(e) and 3(iii)(f) of the Order are not applicable to the Company.

(iv) In our opinion, and according to the information and explanations given to us, the Company has no loan, investment, guarantees and security covered under Section 185 and 186 of the Companies Act 2013. Accordingly, the provision of clause 3(iv) of the order is not applicable.

(v) According to the information and explanations given to us, the company has not accepted deposits or amounts which are deemed to be deposits during the year. Accordingly, the provisions of clause 3(v) of the Order are not applicable to the Company.

(vi) As per information & explanation given by the management, maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act.

(vii) (a) According to the information and explanations given to us, during the year, the Company has generally been regular in depositing with appropriate authorities undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees' State Insurance, Income Tax, Custom Duty, and other material statutory dues as applicable to it. According to the information and explanation given to us there were no outstanding statutory dues as on 31st of March 2026 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the company, there is no statutory dues referred to in sub-clause (a) that have not been deposited on account of any dispute.

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

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

(a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a willful defaulter by any bank or financial institution or other lender.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, term loans were applied for the purpose for which the loans were obtained.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, funds raised on short term basis have, prima facie, not been used during the year for long-term purposes by the Company.

(d) The Company does not hold any investment in any subsidiary, associate or joint venture during the year ended 31 March 2026. Accordingly, clause 3(ix)(e) & 3(ix)(f) are not applicable.

(x) (a) Based on our audit procedures and according to the information given by the management, the company has raised money by way of initial public offer during the year and the same is applied for the purposes for which those are raised.

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

(xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the company or any fraud on the company has been noticed or reported during the course of audit.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Companies Act, 2013 has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) According to the information and explanations given to us, no complaints have been received by the company during the year.

(xii) The Company is not a Nidhi Company. Hence, reporting under clauses 3(xii) (a), (b) and (c) of the Order is not applicable to the Company.

(xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Section 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the Financial Statements as required by the applicable accounting standards.

(xiv) (a) Based on information and explanations provided to us and our audit procedures, the company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued till date for the period under audit.

(xv) According to the information and explanations given to us and as represented to us by the management and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, clauses 3(xv) of the Order is not applicable.

(xvi) According to the information and explanations given to us and based on our examination of the records of the Company:

(a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

(b) The company has not conducted any Non- Banking Financial or Housing Finance activities during the year.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.

(d) The Group does not have any CIC.

Accordingly, clauses 3(xvi) (a), (b), (c) and (d) of the Order are not applicable.

(xvii) Based on our examination, the company has not incurred cash losses in the financial year and in the immediately preceding financial year.

(xviii) There has been resignation of the statutory auditors during the year as they were ineligible to proceed on account of not being a peer reviewed firm and we have taken into consideration the issues, objections or concerns raised by the outgoing auditors.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the 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 that the 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) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Companies Act, 2013 pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For HCO & CO.
Chartered Accountants
Firm Registration No.: 001087C

(Neeraj Bansal)
Partner
Membership No.: 400248
UDIN:26400248RLJРАН7754
Place: Delhi
Date:29-05-2026

ANNEXURE “B” TO THE INDEPENDENT AUDITORS’ REPORT

(Referred to in paragraph (ii)(f) under ‘Report on Other Legal and Regulatory Requirements’ of our report of even date)

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

We have audited the internal financial controls with reference to financial statements of SBL Infratech Limited (“the Company”) as at March 31, 2026 in conjunction with our audit of the Financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting 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 Act.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, 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 control with reference to 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 financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to 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 auditors’ judgement, including the assessment of the risks of material misstatement of the Financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls with reference to financial statements

A Company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control with reference to 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 authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the Financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

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

Opinion

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

For HCO & CO.

Chartered Accountants

Firm Registration No.: 001087C

(Neeraj Bansal)

Partner

Membership No.: 400248

UDIN:26400248RLJРАН7754

Place: DELHI

Date: 29/05/2026

M/s ENVIROTECH SYSTEMS LIMITED

CIN: L31101DL2007PLC159075
Balance Sheet as at 31st March 2026

Sr.no.	Particulars	Notes	Figures as at 31st March 2026	Figures as at 31st March 2025
I	EQUITY & LIABILITIES			
	1) Shareholders' Fund			
	(a) Share Capital	2	1,87,900.00	1,87,900.00
	(b) Reserves and Surplus	3	5,72,195.27	4,51,139.49
	(c) Money received against Share Warrants		-	-
	(2) Share Application Money pending Allotment			
	(3) Non-Current Liabilities			
	(a) Long-Term Borrowings	4	1,357.99	-
	(b) Deferred Tax Liabilities (Net)		8,691.84	1,100.87
	(c) Other Long Term Liabilities		-	-
	(d) Long Term Provisions	5	5,474.52	-
	(4) Current Liabilities			
	(a) Short-Term Borrowings	6	1,37,997.66	81,557.92
	(b) Trade Payables			
	(A) Total outstanding dues of Micro Enterprises and Small Enterprises; and	7	7.46	2,585.84
	(B) Total outstanding dues of Creditors other than Micro Enterprises and Small Enterprises	8	32,418.20	13,195.48
	(c) Other Current Liabilities	9	34,515.56	28,834.79
	(d) Short-Term Provisions	10	41,865.81	43,117.00
	TOTAL (A)		10,22,424.32	8,09,431.39

II	ASSETS			
	(1) Non-Current Assets			
	(a) Property, Plant & Equipments and Intangible Assets	11		
	(i) Property, Plant and Equipments		4,39,155.29	90,061.70
	(ii) Intangible Assets			
	(iii) Capital Work-in-Progress		11,973.18	2,93,684.75
	(iv) Intangible Assets under Development		1,986.91	902.98
	(b) Non-Current Investments		-	-
	(c) Deferred Tax Assets (Net)		-	-
	(d) Long Term Loans and Advances	12	59,028.00	-
	(e) Other Non-Current Assets	13	20,106.84	28,832.20
	(2) Current assets			
	(a) Current Investments			
	(b) Inventories	14	96,746.46	36,414.45
	(c) Trade Receivables	15	3,17,064.70	2,75,348.54
	(d) Cash and Cash Equivalents	16	846.97	550.74
	(e) Short-Term Loans and Advances	17	5,882.00	3,010.44
	(f) Other Current Assets	18	69,633.98	80,625.60
	TOTAL (B)		10,22,424.32	8,09,431.39

Significant Accounting Policies

Note No. 1 to 18 and 28 annexed hereto form integral part of the Balance Sheet.

As per our report of even date

For HCO & CO.

Chartered Accountants

FRN 001087C

Sd/-

Neeraj Bansal

(Partner)

(M. No. 400248)

UDIN: 26400248RLJRRAN7754

Date: 29.05.2026

Place: Delhi (IN)

For and on behalf of Board of Directors

Sd/-

Manoj Kumar Gupta

(Managing Director)

(DIN-01187138)

Sd/-

Ashok Kumar Shekhawat

(Chief Financial Official)

Sd/-

Sindhu Gupta

(Director)

(DIN-01190580)

Sd/-

Avinash Prabhat

(C S & Compliance Officer)

M. No. A76831

M/s ENVIROTECH SYSTEMS LIMITED
CIN: L31101DL2007PLC159075
Statement of Profit & Loss for the year ended 31st March 2026

Sr.no.	Particulars	Notes	For the year ended 31st March 2026	For the year ended 31st March 2025
I	Revenue from Operations	19	5,75,875.50	4,76,116.74
II	Other Income	20	5,939.19	45,994.42
III	Total Income		5,81,814.69	5,22,111.16
IV.	Expenses:			
	Cost of Materials Consumed	21	2,62,108.07	2,14,098.02
	Purchase of Stock-in-Trade		-	-
	Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	22	(40,361.19)	(4,523.48)
	Employee Benefit Expense	23	86,794.35	57,776.60
	Finance Costs	24	13,741.35	13,155.05
	Depreciation and Amortization Expense	25	12,691.72	2,151.15
	Other Expenses	26	76,945.34	55,463.15
	Total Expenses		4,11,919.63	3,38,120.49
V.	Profit before Exceptional and Extraordinary Items and Tax (III-IV)		1,69,895.07	1,83,990.68
VI.	Exceptional Items		-	-
VII.	Profit before Extraordinary Items and Tax (V-VI)		1,69,895.07	1,83,990.68
VII.	Extraordinary Items		-	-
IX.	Profit before Tax (VII-VIII)		1,69,895.07	1,83,990.68
X.	Tax Expense:			
	(1) Current Tax		41,248.31	43,117.00
	(2) Deferred Tax		7,590.97	296.02
XI.	Profit/(Loss) for the year (IX-X)		1,21,055.79	1,40,577.66
XII.	Earnings per Equity Share:	27		
	(1) Basic		6.44	7.48
	(2) Diluted		6.44	7.48

Significant Accounting Policies

Note No. 1 and 19 to 28 annexed hereto from an integral part of the Statement of Profit & Loss.

As per our report of even date

For HCO & CO.

Chartered Accountants

FRN 001087C

Sd/-

Neeraj Bansal

(Partner)

(M. No. 400248)

UDIN: 26400248RLJRRAN7754

Date: 29.05.2026

Place: Delhi (IN)

For and on behalf of Board of Directors

Sd/-

Manoj Kumar Gupta

(Managing Director)

(DIN-01187138)

Sd/-

Ashok Kumar Shekhawat

(Chief Financial Official)

Sd/-

Sindhu Gupta

(Director)

(DIN-01190580)

Sd/-

Avinash Prabhat

(C S & Compliance Officer)

M. No. A76831

CIN: L31101DL2007PLC159075

Cash Flow Statements for the year ended 31st March 2026

(Amount in '000)

Particulars		For the year ended 31st March 2026	For the year ended 31st March 2025
Cash Flows from Operating Activities:			
Net Profit Before Tax (PBT)		1,69,895.06	1,83,990.68
Adjustments for Non Cash Expenses:			
Depreciation and Amortization		12,691.72	2,151.15
Working Capital Changes:			
(Increase) / Decrease in Trade and Other Receivables		(41,716.16)	(93,099.56)
(Increase) / Decrease in Other Current Assets		(7,297.65)	(30,442.56)
Increase / (Decrease) in Other Current Liabilities		5,680.78	(1,588.21)
Increase / (Decrease) in Trade Payables		16,644.60	(12,480.67)
Increase / (Decrease) in Provisions		6,092.02	-
(Increase) / Decrease in Inventory		(63,948.79)	(15,760.45)
(Increase) / Decrease in Non Current Assets		1,595.90	(25,018.44)
(Increase) / Decrease in Loans & Advances		(61,899.55)	62,206.56
Activities considered under Other Heads			
Interest Income		(2,122.84)	(2,219.50)
Income Tax Paid		(30,575.12)	(42,820.98)
Net Profit from Sale of Immovable Property		-	(38,758.08)
Loss on sale of Vehicle		-	208.85
Net Cash from Operating Activities	(a)	5,039.98	(13,631.22)
Cash Flows from Investing Activities			
Expenditure on Property, Plant and Equipment and Intangible Assets		(77,540.89)	(2,85,890.55)
Other Income		2,122.84	2,219.50
Net Proceeds form Sale of Immovable Property		-	38,758.08
Loss on sale of Vehicle		-	(208.86)

Cash flows from Financing Activities	(b)	(75,418.06)	(2,45,121.83)
Proceeds from Long-Term Borrowings		1,357.99	(65,713.00)
Proceeds from Short-Term Borrowings		56,439.73	57,507.92
Equity Share Issued		-	54,000.00
Securities Premium Reserve		-	2,48,400.00
Cash From Financing Activities	(c)	57,797.72	2,94,194.92
Net increase in Cash and Cash Equivalents	a+b+c	(12,580.36)	35,441.88
Cash and Cash Equivalents at beginning of period		37,656.54	2,214.85
Cash and Cash Equivalents at end of year		25,076.18	37,656.73
Cash In Hand		728.77	550.74
Cash at Bank		118.00	-
Fixed Deposits		24,229.41	37,105.80
Cash and Cash Equivalents at end of period		25,076.18	37,656.54

Note-The above Cash Flow Statement is prepared in accordance with the “Indirect Method” prescribed in AS 3 - Cash Flow Statements.

As per our report of even date

For HCO & CO.

Chartered Accountants

FRN 001087C

Sd/-

Neeraj Bansal

(Partner)

(M. No. 400248)

UDIN: 26400248RLJRRAN7754

Date: 29.05.2026

Place: Delhi (IN)

For and on behalf of Board of Directors

Sd/-

Manoj Kumar Gupta

(Managing Director)

(DIN-01187138)

Sd/-

Sindhu Gupta

(Director)

(DIN-01190580)

Sd/-

Ashok Kumar Shekhawat

(Chief Financial Official)

M. No. A76831

Sd/-

Avinash Prabhat

(C S & Compliance Officer)

M. No. A76831

NOTES TO ACCOUNTS AND SIGNIFICANT ACCOUNTING POLICIES

NOTE-1

SIGNIFICANT ACCOUNTING POLICIES

1.0 Corporate Information

Envirotech Systems Limited is a leading acoustic engineering organization specializing in noise measurement and control for industrial and commercial applications. The company is listed on National Stock exchange and has Registered office at A-29, Block A, Shyam Vihar, Phase-1, New Delhi- 110043. Incorporated in 2007,

we have expanded our capabilities to include innovative acoustical product design and manufacturing. With over 140 employees and a network of technical experts, we offer cost-effective solutions for various acoustical challenges in industrial, commercial, architectural, and environmental markets.

Our comprehensive services encompass research, cost-benefit analysis, and engineering solutions to provide you with the most efficient noise abatement solutions.

1.1 Basis of Preparation

These financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on the accrual basis. GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 ('Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI).

The accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

1.2 Presentation and Disclosure of Financial Statements

The Company has also reclassified/regrouped the previous year figures in accordance with the requirements applicable in the Current Year. These financial statements are presented in Indian Rupees (₹), which is the functional currency of the Company.

All amounts have been rounded off to the nearest Thousands as required under Schedule III to the Companies Act, 2013, unless otherwise stated.

1.3 Use of estimates

The preparation of Financial Statements requires the Management to make estimates and assumptions considered in the reported amounts of Assets and Liabilities (including Contingent Liabilities) as of the date of the Financial Statements and the reported Income and Expenses during the reporting period. Management believes that the estimates used in preparation of the Financial Statements are prudent and reasonable. Future results could differ from these estimates.

1.4 Current and Non-current Classification

The Company presents assets and liabilities in the Balance Sheet based on current and non-current classification in accordance with Schedule III to the Companies Act, 2013.

1.5 Property, Plant and Equipment (PPE):

Property, Plant and Equipment are stated at cost of acquisition/construction, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, borrowing costs if capitalisation criteria are met, and directly attributable costs of bringing the asset to its working condition for the intended use. Subsequent expenditure related to PPE is capitalised only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

Depreciation:

Depreciation on PPE is provided on the Straight Line Method (SLM) based on the useful lives prescribed under Schedule II of the Companies Act, 2013. The residual values, useful lives and method of depreciation are reviewed at each reporting date and adjusted prospectively, if required.

Capital Work-in-Progress (CWIP):

Expenditure incurred on assets which are not yet ready for their intended use at the Balance Sheet date is shown under Capital Work-in-Progress. Such costs are accumulated until the asset is ready for commercial use and are transferred to the appropriate category of PPE on completion.

Intangible Assets under Development:

Expenditure incurred on development of intangible assets not yet ready for their intended use is shown under Intangible Assets under Development. Such expenditure is accumulated until the development is complete and the asset is available for use, whereupon it is capitalised as an Intangible Asset in accordance with AS-26.

Intangible Assets:

Intangible assets are recognised when it is probable that the future economic benefits attributable to the assets will flow to the Company and the cost of the assets can be measured reliably. Intangible assets are stated at cost of acquisition/implementation less accumulated amortisation and impairment losses, if any. Amortisation is provided over the estimated useful life of the asset on a systematic basis consistent with the pattern of economic benefits expected to be derived from the asset."

1.6 Revenue Recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

Sale of Goods: Revenue is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer, usually on delivery, and no significant uncertainty exists regarding the amount of consideration and its ultimate collection.

Interest Income: Recognised on a time-proportion basis, taking into account the amount outstanding and the applicable interest rate.

Other Income: Recognised on accrual basis, except where ultimate collection is uncertain.

1.7 INVENTORIES

Inventories are valued at the lower of cost and net realisable value. Cost is determined as follows:

Raw Materials, Stores & Spares: At cost, using Weighted Average method.

Work-in-Progress: At cost of materials, labour and a proportion of manufacturing overheads.

Finished Goods: At cost of materials, labour, related production overheads and excise duty, or net realisable value, whichever is lower.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and costs necessary to make the sale.

1.8 Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are capitalised as part of the cost of such assets. All other borrowing costs are recognised as an expense in the period in which they are incurred.

1.9 Employee Benefits

Short-term Employee Benefits: All employee benefits falling due wholly within twelve months of rendering the service are recognised in the period in which the employee renders the related service.

Post-employment Benefits: Defined Contribution Plans: Contributions to provident fund and other defined contribution schemes are recognised as an expense when employees have rendered service entitling them to the contribution.

Defined Benefit Plans: The Company's liability towards gratuity is charged off in the books as and when the same are paid by the company.

Other Long-term Employee Benefits: Liabilities such as earned leave encashment are charged off in the books as and when the same are paid by the company.

1.10 Income Taxes:

Tax expense for the year comprises current tax and deferred tax.

Current Tax: Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the provisions of the Income-tax Act, 1961, and is based on the taxable profit for the year. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the reporting date.

Deferred Tax: Deferred tax is recognised on timing differences between the accounting income and taxable income for the year, using the tax rates and laws that have been enacted or substantively enacted as at the reporting date. Deferred tax liabilities are generally recognised for all taxable timing differences. Deferred tax assets are recognised to the extent that there is reasonable certainty that sufficient future taxable income will be available to realise such assets. In the case of unabsorbed depreciation and carried forward tax losses, deferred tax assets are recognised only if there is virtual certainty, supported by convincing evidence, of realisation of such assets.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient taxable income will be available to allow all or part of the deferred tax asset to be realised.

Deferred tax assets and deferred tax liabilities are offset if there is a legally enforceable right to set off current tax assets against current tax liabilities, and the deferred tax assets and liabilities relate to income taxes levied by the same tax authority. The tax expense (current and deferred) is recognised in the Statement of Profit and Loss."

1.11 Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects the risks specific to the liability.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company, or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation or the amount cannot be reliably estimated.

Contingent assets are not recognised in the financial statements. However, they are disclosed when the inflow of economic benefits is probable.

1.12 Cash and Cash Equivalents

Cash and cash equivalents comprise cash on hand, balances with banks, and short-term fixed deposits with original maturities of three months or less, which are subject to insignificant risk of changes in value and readily convertible into known amounts of cash.

1.13 Earnings per Share

Basic Earnings per Share is computed by dividing the net profit or loss attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

Diluted Earnings per Share is computed by adjusting the net profit or loss attributable to equity shareholders and the weighted average number of shares outstanding, for the effects of all dilutive potential equity shares.

The weighted average number of shares is computed based on the number of equity shares outstanding at the beginning of the year, adjusted by shares issued/bought back during the year multiplied by a time-weighting factor (number of days outstanding during the year as a proportion of total number of days in the year).

1.14 Extraordinary and Exceptional Items

Income or expenses that arise from events or transactions that are clearly distinct from the ordinary activities of the Company and are not expected to recur frequently or regularly are classified as Extraordinary Items and are disclosed separately in the Statement of Profit and Loss.

Income or expenses arising from ordinary activities of the Company which are of such size, nature or incidence that their disclosure is relevant to explain the performance of the Company for the period are disclosed as Exceptional Items in the Statement of Profit and Loss.

On certain occasions, the size, type or incidence of an item of Income or Expense, pertaining to the Ordinary activities of the Company, is such that its' disclosure improves an understanding of the performance of the Company. Such Income or Expense is classified as an exceptional Item and accordingly disclosed in the notes forming part of Financial Statements.

1.15 Foreign Currency Transactions

Transactions in foreign currencies are recorded at the exchange rates prevailing on the date of the transaction.

Monetary Items: Foreign currency monetary assets and liabilities outstanding at the Balance Sheet date are translated at the exchange rate prevailing on that date. The resultant exchange differences are recognised in the Statement of Profit and Loss.

Non-monetary Items: Non-monetary items carried at historical cost are reported using the exchange rate at the date of the transaction; non-monetary items carried at fair value are reported using the exchange rate at the date when the fair value was determined.

1.16 Cash Flow Statement

The cash flows from operating, investing and financing activities of the Company are segregated based on the available information. Cash flows from operating activities are reported using the indirect method, whereby profit / (loss) before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments.

1.17 Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM). The Managing Director ('MD') of the company has been identified as the CODM as defined by Ind-AS 108 Operating Segments, who assesses the financial performance and position of the Company and makes strategic decisions. According to CODM the company operates in to multiple segment. The Company operates mainly in the business segment of manufacturing of Acoustic Enclosures, Acoustic Wooden Portion and Acoustic Chambers. Further, all activities are carried out within India. As such, there are no separate reportable segments as per the provisions of Accounting Standard (AS) 17 on 'Segment Reporting'.

1.18 Events after the Reporting Period

Adjusting events occurring after the reporting period are reflected in the financial statements. Material non-adjusting events are disclosed separately.

1.19 Disclosure pursuant to Accounting Standard (AS) 15 Revised "Employees Benefits"

i) Defined Contribution Plans

"The Company makes contributions towards Provident Fund and Employee State Insurance Corporation (ESIC) which are defined contribution plans.

The Company has no further obligation beyond its monthly contributions, which are charged to the Statement of Profit and Loss.

Employer's Contribution to Provident Fund: ₹ 2733.74 ('000) (Previous Year: ₹ 1719.82 ('000))

Employer's Contribution to ESIC: ₹ 298.27 ('000) (Previous Year: ₹ 242.38 ('000))"

ii) Defined Contribution Plans (Gratuity)

The Company's liability towards gratuity provision has been certified by a Certified Gratuity Valuer for the Financial Year 2025-26. The gratuity provision amounts to ₹ 6,090.02 ('000) for the current & Non Current Liability.

iii) Other Long-Term Employee Benefits

Liabilities towards earned leave encashment are charged to the books as and when the same are paid by the Company. The amount charged during the current year is Nil as against ₹ 53.32 ('000) in the previous year.

iv) Short-Term Employee Benefits

Short-term employee benefits such as salaries, wages, bonus, ex-gratia, performance incentives, and staff welfare are recognized as an expense in the Statement of Profit and Loss in the period in which the employee renders the related service.

1.20. Segment Reporting: Accounting Standard-17

The Company operates mainly in the business segment of manufacturing of Acoustic Enclosures, Acoustic Wooden Partion and Acoustic Chambers. Further, all activities are carried out within India. As such, there are no separate reportable segments as per the provisions of Accounting Standard (AS) 17 on 'Segment Reporting'.

1.21. The Company has used accounting software's for maintaining its books of account for the financial year ended March 31, 2026 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded.

1.22. Useful life of Assets for calculating depreciation is as follows:

	Useful life in yrs
Building	30
Plant & Equipment	15
Furnitute & Fixtures	10
Office & Equipment	5
Computers & Printers	3
Motor Vehicles	8

1.23. Related Party Disclosures: Accounting Standard-18

a) List of Related Parties and Relationships

A. Key Management Personnel	
1. Sh. Manoj Kumar Gupta	Managing Director
2. Smt. Sindhu Gupta	Director
3. Mr. Rakesh Gupta	Non- Executive Director
4. Mr. Ashok Kumar Shekhawat	Chief Financial Officer
5. Mr. Vikas Khanna	Chief Executive Officer
6. Mr. Avinash Prabhat	Company Secretary & Compliance Officer

Related Party Transactions
(Amount in '000)

S. NO.	Nature of Transactions	Figures as at 31st March 2026	Figures as at 31st March 2025
1.	Managerial Remuneration		
	Sh. Manoj Kumar Gupta	4,800.00	3,000.00
	Smt. Sindhu Gupta	3,600.00	2,400.00
	Mr. Yash Gupta	-	-
	Mr. Ashok Kumar Shekhawat	1,560.00	1,560.00
	Mr. Vikas Khanna	1,560.00	1,320.00
	Smt. Pallvi Sharma *	400.00	450.00
	Mr. Avinash Prabhat **	80.00	-
2.	Loan Taken		
	Sh. Manoj Kumar Gupta	10,997.00	26,573.50
	Smt. Sindhu Gupta	3,822.50	9,140.43
	Sh. Rakesh Gupta	-	1,100.00
3.	Loan Repaid		
	Sh. Manoj Kumar Gupta	10,997.00	26,731.68
	Smt. Sindhu Gupta	3,822.50	9,477.00
	Sh. Rakesh Gupta	-	5,600.00

*Ms. Pallavi Sharma has resigned on 09.02.2026.

** Mr Avinash Prabhat have appointed as CS & Compliance Officer on 10.02.2026.

1.24. Corporate Social Responsibility (CSR)

a. CSR amount required to be spent as per Section 135 of the Companies Act, 2013 read with Schedule VII thereof by the Company during the year is ₹ 2549.50 Lakh (Previous Year ₹ 1375.00 Lakh).

b. Expenditure incurred related to Corporate Social Responsibility is ₹ 2549.50 Lakh (Previous Year ₹ 1375.00 Lakh), towards Promoting awareness programmes and initiatives focused on educating people in rural areas.

1.25 Contingent Liabilities and Commitments

a. There are no claims against the Company which are not acknowledged as debts.

1.26. Public Issue for the 54,00,000 Equity shares was made @ 56/- Per Share in which include Rs 46/- as premium by the Company during the Financial Year 2024-25

1.27. Provision for Income Tax has been made in accordance with provisions of Income Tax Act, 1961.

1.28. Disclosure of Analytical Ratios

Ratio	Numerator	Denominator	Current Period	Previous Period	% Variance	Reason for Variance (if more than 25%)
Current Ratio	Current Assets	Current liabilities	1.99	2.34	-15.08%	Trade payables have increased resulting in relatively higher current liabilities and thus reducing Current ratio
Debt-Equity Ratio	Total Debt	Shareholder's Equity	0.18	0.13	43.65%	Debt Equity ratio increased slightly due to Company availing more debt
Debt Service Coverage Ratio	Earnings available for debt service	Debt Service	13.77	1.54	792.01%	Earnings have substantially increased while debt has increased only slightly
Return on Equity Ratio	Net profit after taxes	Average Shareholder's Equity	15.93%	22.00%	-27.60%	Return on Equity reduced due to relatively large equity base after IPO
Inventory turnover ratio	Revenue from operations	Average Inventory	8.65	26.14	-66.91%	Company's inventory has increased substantially to secure raw materials for seamless execution of orders
Trade Receivables turnover ratio	Revenue from operations	Average Accounts Receivable	1.94	3.46	-43.75%	Average Trade receivables has reduced
Trade payables turnover ratio	Purchases	Average Trade Payables	11.70	7.41	58.00%	Company's trade payables has relatively reduced.
Net Capital Turnover Ratio	Revenue from operations	Average Shareholders' Equity	0.82	1.14	-28.07%	The base Average shareholders equity increased because of fresh capital through IPO
Net Profit Ratio	Profit for the year	Revenue from operations	21.02%	29.53%	-28.80%	Net Profit margins have reduced due to increase in raw material costs
Return on Capital Employed	Earnings before Interest and Taxes	Capital Employed	23.68%	30.80%	-23.12%	There has been Fresh Equity fund raising through IPO resulting in sharp decrease in ratio.

1.29. Foreign exchange earnings & outgo	For the year ended 31st March 2026	For the year ended 31st March 2025
a. Value of imports calculated on C.I.F basis i.e., for Raw materials	12,326.36	32,006.37
b. Expenditure in foreign currency	-	306.42
c. Earnings in foreign exchange i.e., Export of goods calculated on F.O.B. basis	1,327.32	8,387.08
d. Value of imported raw materials, spare parts and components consumed	12,326.36	32,006.37
% of total consumption	4.70%	14.95%
Value of indigenous raw materials, spare parts and components similarly consumed	2,49,781.70	1,82,091.65
% of total consumption	95.30%	85.05%
Total consumption	2,62,108.07	2,14,098.02

1.30. Previous year figures has been regrouped/reclassified wherever necessary.

As per our report of even date
For HCO & CO.
Chartered Accountants
FRN 001087C

Sd/-
Neeraj Bansal
(Partner)
(M. No. 400248)
UDIN: 26400248RLJРАН7754
Date: 29.05.2026
Place: Delhi (IN)

For and on behalf of Board of Directors

Sd/-
Manoj Kumar Gupta
(Managing Director)
(DIN-01187138)

Sd/-
Ashok Kumar
Shekhawat
(Chief Financial
Official)

Sd/-
Manoj Kumar Gupta
(Managing Director)
(DIN-01187138)

Sd/-
Avinash Prabhat
(CS & Compliance
Officer)
M. No. A76831

NOTE-2 SHARE CAPITAL
i) Share Capital Authorised, Issued and Subscribed
(Amount in '000)

PARTICULARS	Figures as at 31st March 2026	Figures as at 31st March 2025
AUTHORISED SHARE CAPITAL		
2,00,00,000 Equity Shares of Rs. 10/- each.	2,00,000.00	2,00,000.00
ISSUED, PAID-UP & SUBSCRIBED SHARE CAPITAL 1,87,90,000 (Previous year 1,33,90,000) Equity Shares of Rs. 10/- each	1,87,900.00	1,87,900.00
Total Issued, Subscribed and Paid Up Capital	1,87,900.00	1,87,900.00

ii) Terms / Rights attached to Equity Capital

The Company has only one class of Equity Shares having par value of Rs. 10.00 per Share. Members of the Company holding Equity Shares therein have a right to vote, on every Resolution placed before the Company and right to receive the dividend. The voting rights on a poll is in proportion to the share of the paid up Equity Capital of the Company held by the Shareholders.

iii) Reconciliation of the Equity Shares outstanding at the beginning and at the end of the year (Amount in '000)

PARTICULARS	Figures as at 31st March 2026		Figures as at 31st March 2025	
	No. of Shares	Total Face Value	No. of Shares	Total Face Value
Shares Outstanding at the beginning of the year	1,87,90,000	1,87,900.00	1,33,90,000	1,33,900.00
Shares Issued during the year				
-Bonus Shares	-	-	-	-
-Private Placement	-	-	-	-
-IPO Proceeds (NSE SME IPO)	-	-	54,00,000	54,00,000
Shares Outstanding at the end of the year	1,87,90,000	1,87,900.00	1,87,90,000	1,87,900.00

iv) The details of shareholders holding more than 5% shares in the Company

NAME OF SHARE HOLDERS	Figures as at 31st March 2026			Figures as at 31st March 2025		
	No. of Shares	% of Holding	Total Face Value	No. of Shares	% of Holding	Total Face Value
Mr. Manoj Kumar Gupta	91,53,650	48.72%	91,536.50	91,47,650	48.68%	91,476.50
Mrs. Sindhu Gupta	37,83,000	20.13%	37,830.00	37,70,000	20.06%	37,700.00

iv) The Company has issued the following bonus shares during the last five financial years immediately preceding the reporting date:

Year of Issue	Ratio of Bonus Issue	No. of Equity Shares	Source of Bonus Issue
2023-24	25:1 (Twenty five for every one share held)	1,25,00,000	Free Reserves

Apart from the above, no bonus shares were issued in any other year during the preceding five years.

v) Details of promoters shareholdings

S.No	Promoter Name	Shares held at end of the year		Shares held at beginning of the year		% change during the year
		No. of Equity shares	% of total shares	No. of Equity shares	% of total shares	
1.	Sh. Manoj Kumar Gupta	91,53,650	48.72%	91,47,650	48.68%	0.0%
2.	Smt. Sindhu Gupta	37,83,000	20.13%	37,70,000	20.06%	0.0%

Note: During FY 2024-25, the Company issued 54,00,000 equity shares through an NSE SME IPO, increasing the total paid-up equity share capital from 1,33,90,000 shares to 1,87,90,000 shares., During the Financial year, the promoters have purchase the shares 19000 from the open market, hence, the % change (on number of shares) = 0.10%.

(Amount in '000)

NOTE-3	RESERVES & SURPLUS		
S. NO.	PARTICULARS	Figures as at 31st March 2026	Figures as at 31st March 2025
A.	Security Premium		
	Opening Balance	11,700.00	11,700.00
	(+) Current Year Transfer	2,48,400.00	2,48,400.00
	(-) Written Back in Current Year	-	-
	Closing Balance	2,60,100.00	2,60,100.00
B.	Surplus		
	Opening Balance	1,91,039.49	50,461.83
	(+) Net Profit/(Net Loss) For the current year	1,21,055.79	1,40,577.66
	(+) Transfer from Reserves	-	-
	(-) Interim Dividends	-	-
	(-) Issue Bonus Shares	-	-
	Closing Balance	3,12,095.27	1,91,039.49
		5,72,195.27	4,51,139.49

NOTE-4
LONG TERM BORROWINGS

(Amount in '000)

S. NO.	PARTICULARS	Figures as at 31st March 2026	Figures as at 31st March 2025
	Secured Loan :		
	Term Loans from bank		
	HDFC -Vehicle Loan	1,357.99	-
	Unsecured Loan :		
	Loans and advances from related parties	-	-
		1,357.99	-

NOTE-5
LONG TERM PROVISIONS

(Amount in '000)

S. NO.	PARTICULARS	Figures as at 31st March 2026	Figures as at 31st March 2025
A.	Long Term Provision :		
	Provision for Gratuity	5,474.5	-
		5,474.52	-

NOTE-6
SHORT TERM BORROWINGS

(Amount in '000)

S. NO.	PARTICULARS	Figures as at 31st March 2026	Figures as at 31st March 2025
A.	Secured Loan :		
	Loans repayable on demand from banks		
	HDFC -Vehicle Loan	636.54	-
	Yes Bank Ltd OD A/c ****0821	18,185.76	18,589.04
	HDFC Bank Limited CC A/c ***967	1,19,175.36	62,968.88
		1,37,997.66	81,557.92

NOTE-7
TRADE PAYABLES (DUES TO MICRO ENTERPRISES AND SMALL ENTERPRISES)

(Amount in '000)

S. NO.	PARTICULARS	Outstanding Period from the due date of payment					Figures as at 31st March 2026
		Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
1.	Dues for MSME	7.46	-	-	-	-	7.46
2.	Disputed Dues-MSME	-	-	-	-	-	-
		7.46	-	-	-	-	7.46

S. NO.	PARTICULARS	Outstanding Period from the due date of payment					Figures as at 31st March 2025
		Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
1.	Dues for MSME	1,221.64	1,364.20	-	-	-	2,585.84
2.	Disputed Dues-MSME	-	-	-	-	-	-
		1,221.64	1,364.20	-	-	-	2,585.84

The disclosure pursuant to the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED Act) for dues to micro enterprises and small enterprises as at March 31, 2026 and 2025 is as under:

S. NO.	PARTICULARS	Figures as at 31st March 2026	Figures as at 31st March 2025
1.	Dues remaining unpaid to any supplier -Principal -Interest on the above	7.46	1,364.20
2.	Amount of interest paid in terms of section 16 of the MSMED Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
3.	Amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006	-	-
4.	Amount of interest accrued and remaining unpaid	-	-
5.	Amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23 of MSMED Act, 2006	-	-

Note- The dues remaining unpaid to the creditors are either on account of non-adherence to specific regulation by the creditors or disagreement regarding quantity/quality of goods/services.

NOTE-8
TRADE PAYABLES (DUES TO OTHERS)
(Amount in '000)

S. NO.	PARTICULARS	Outstanding Period from the due date of payment					Figures as at 31st March 2026
		Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
1.	Dues for MSME	-	32,418.20	-	-	-	32,418.20
2.	Disputed Dues-MSME	-	-	-	-	-	-
		-	32,418.20	-	-	-	32,418.20

S. NO.	PARTICULARS	Outstanding Period from the due date of payment					Figures as at 31st March 2026
		Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
1.	Dues for MSME	-	2,285.39	-	910.09	-	3,195.48
2.	Disputed Dues-MSME	-	-	-	-	-	-
		-	12,285.39	-	910.09	-	3,195.48

NOTE-9
OTHER CURRENT LIABILITIES
(Amount in '000)

S. NO.	PARTICULARS	Figures as at 31st March 2026	Figures as at 31st March 2025
1.	Advances from Customers	5,754.24	6,760.92
2.	Expenses Payable	4,996.74	4,387.96
3.	Directors Remuneration Payable	-	365.00
4.	Audit Fee Payable	120.60	120.60
5.	EPF Payable	1,333.76	318.08
6.	ESIC Payable	31.51	31.82
7.	TDS Payable	931.04	324.48
8.	GST Payable	19,510.11	14,802.53
9.	Security Deposit Payable	1,000.00	1,000.00
10.	Bonus Payable	761.25	621.21
11.	Credit Card Payable	76.31	102.19
		34,515.56	28,834.79

NOTE-10
SHORT TERM PROVISIONS
(Amount in '000)

S. NO.	PARTICULARS	Figures as at 31st March 2026	Figures as at 31st March 2025
1.	Provision for Income Tax Expenses	41,248.31	43,117.00
2.	Provision for Gratuity	617.50	-
		41,865.81	43,117.00

NOTE-11: PROPERTY, PLANT AND EQUIPMENT AND INTANGIBLE ASSETS

(Amount Rs.in '000)

Assets	Gross Block			Accumulated Depreciation/ Amortisation				Net Block	
	Balance as at 1st April 2025	Additions during the year	Deletion during the year	Balance as at 31st March 2026	Balance as at 1st April 2025	Provided during the year	Deletion / adjustment during the year	Balance as at 31st March 2026	Balance as at 31st March 2025
A. Tangible assets									
Own Assets									
Building 345,346 & 347 Unit	48,660.28	-	-	48,660.28	22,614.75	851.97	-	25,193.56	26,045.53
Building D-3 Unit (RCC)	-	68,022.32	-	68,022.32	-	1,493.07	-	66,529.24	-
Building D-3 Unit (TIN Sheeds)	-	86,681.99	-	86,681.99	-	5,330.43	-	81,351.57	-
Plant & Machinery	6,880.59	18,096.41	-	24,977.00	6,168.35	613.87	-	18,194.79	712.24
Plant & Machinery-D 3	-	57,239.76	-	57,239.76	-	1,908.93	-	55,330.84	-
Furniture	547.86	520.25	-	1,068.11	151.47	84.38	-	832.26	396.39
Furniture-D3	-	24,422.90	-	24,422.90	-	767.09	-	23,655.82	-
Office Equipment	434.67	1,241.85	-	1,676.52	31.11	172.44	-	1,472.97	403.56
Computer	2,343.15	532.35	-	2,875.50	1,509.66	362.88	-	1,002.97	833.50
Vehicle	6,142.39	3,221.82	-	9,364.21	1,171.13	1,106.67	-	7,086.41	4,971.26
Land	56,699.23	-	-	56,699.23	-	-	-	56,699.23	56,699.23
Land-D3	-	1,01,805.66	-	1,01,805.66	-	-	-	1,01,805.66	-
Total (A)	1,21,708.16	3,61,785.31	-	4,83,493.47	31,646.46	12,691.72	-	4,39,155.29	90,061.70
B. Capital work in progress									
Factory	1,50,133.26	40,792.59	1,90,925.86	(0.00)	-	-	-	-	1,50,133.26
Plant & Machinery	53,544.48	35,544.76	77,116.07	11,973.17	-	-	-	11,973.18	53,544.48
Land	90,007.00	11,798.66	1,01,805.66	-	-	-	-	-	90,007.00
Total (B)	2,93,684.74	88,136.01	3,69,847.59	11,973.17	-	-	-	11,973.18	2,93,684.74
C. Intangible assets under Development									
SAP Software	902.98	1,083.93	-	1,986.91	-	-	-	1,986.91	-
Total (C)	902.98	1,083.93	-	1,986.91	-	-	-	1,986.91	902.98
Current Year Total (A + B + C)	4,16,295.88	4,51,005.25	3,69,847.59	4,97,453.54	31,646.46	12,691.72	-	4,53,115.38	3,84,649.42
Previous Year Total	4,14,583.98	1,711.90	-	4,16,295.88	29,555.99	2,090.47	-	3,84,649.42	3,84,649.42

Capital Work-in-Progress Ageing:

(Amount Rs.in '000)

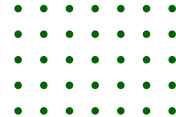
As at 31st March, 2026

	Less than 1 year					Total
Projects in Progress	11,973.18	-			-	11,973.18
Projects Temporarily Suspended	-	-			-	-
Total	11,973.18	-			-	11,973.18

Intangible Assets under Development Ageing:

As at 31st March, 2026

	Amount in Intangible Assets under Development for a period of					Total
	Less than 1 year					
Projects in Progress	1,986.91	-			-	1,986.91
Projects Temporarily Suspended	-	-			-	-
Total	1,986.91	-			-	1,986.91



NOTE-12
Long Term Loans and Advances
(Amount in '000)

S. NO.	PARTICULARS	Figures as at 31st March 2026	Figures as at 31st March 2025
1.	Advance Against Properties	58,378.00	-
2.	Advance to Employees	650.00	-
		59,028.00	-

NOTE-13
OTHER NON CURRENT ASSETS
(Amount in '000)

S. NO.	PARTICULARS	Figures as at 31st March 2026	Figures as at 31st March 2025
1.	Security - Deposit -Indraprasth Gas Ltd	887.94	640.96
2.	Security - Electricity Board (NPCL)	351.21	103.70
3.	Security - Deposit - CDSL & NSDL	20.00	20.00
4.	Security - Receivable -Tenders & Other	-	875.08
5.	Security - Airtel (Factory D-3)	120.45	-
6.	Security - Rail Transport Corporation of India	33.00	-
7.	Security - Cosco Shipping Lines (India) Pvt Ltd	20.00	-
8.	Security - Container Corporation Ltd	5.00	-
9.	Unamortised IPO expenses	17,469.25	27,192.45
10.	Prepaid - Qanter Software Purchase	1,200.00	-
		20,106.84	28,832.20

NOTE-14
INVENTORIES
(Amount in '000)

S. NO.	PARTICULARS	Figures as at 31st March 2026	Figures as at 31st March 2025
1.	Raw Material	36,801.82	16,831.00
2.	Work in Progress	33,536.55	10,191.95
3.	Finished Goods	26,408.09	9,391.50
		96,746.46	36,414.45

NOTE-15
TRADE RECEIVABLES (UNSECURED)

(Amount in '000)

S. NO.	P A R T I C U L A R S	Outstanding for following periods from due date of payment					Figures as at 31st March 2026
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
1.	Undisputed - Considered Good	1,97,784.46	54,405.59	3,018.75	15,596.53	1,663.57	,12,468.91
2.	Undisputed - Considered Doubtful	-	-	-	3,516.12	1,079.66	4,595.78
3.	Disputed- Considered Good	-	-	-	-	-	-
4.	Disputed- Considered Doubtful	-	-	-	-	-	-
		1,97,784.46	54,405.59	43,018.75	19,112.65	2,743.24	3,17,064.70

S. NO.	P A R T I C U L A R S	Outstanding for following periods from due date of payment					Figures as at 31st March 2026
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
1.	Undisputed - Considered Good	1,90,313.62	17,504.06	4,891.92	10,364.06	-	2,73,073.66
2.	Undisputed - Considered Doubtful	-	-	-	689.19	1,585.69	2,274.88
3.	Disputed- Considered Good	-	-	-	-	-	-
4.	Disputed- Considered Doubtful	-	-	-	-	-	-
		1,90,313.62	17,504.06	54,891.92	11,053.25	1,585.69	2,75,348.54

NOTE-16
CASH & CASH EQUIVALENTS

(Amount in '000)

S. NO.	P A R T I C U L A R S	Figures as at 31st March 2026	Figures as at 31st March 2025
1.	Cash on Hand	728.77	550.74
2.	Balances with banks: -In current accounts		
	a) Yes Bank **0587	0.81	-
	c) Yes Bank***1047	117.40	-
		846.97	550.74

NOTE-17
SHORT TERM LOANS & ADVANCES

(Amount in '000)

S. NO.	PARTICULARS	Figures as at 31st March 2026	Figures as at 31st March 2025
1.	Unsecured (considered good)		
	Advance to Staff	5,882.00	3,010.44
		5,882.00	3,010.44

NOTE-18
OTHER CURRENT ASSETS

(Amount in '000)

S. NO.	PARTICULARS	Figures as at 31st March 2026	Figures as at 31st March 2025
1.	Advance Tax	20,000.00	33,200.00
2.	TDS Receivable	3,622.04	2,976.13
3.	TCS Receivable	45.90	33.69
4.	Duty Drawback	-	157.64
5.	GST Input Credit	-	-
6.	Unamortised IPO expenses	6,262.45	-
7.	Prepaid - Qanter Software Purchase	400.00	-
8.	Prepaid - Insurane Expenses	33.25	-
9.	Advance against -R&D Expenses (IIT -Delhi)	2,100.00	2,100.00
10.	Advabce against - Fire Door Licene Aproval	1,156.00	-
11.	Other Bank Balances:		
	With HDFC Bank	3,343.22	5,328.88
	With Yes Bank	20,885.99	31,776.92
12.	Margin Money / EMD's	35.50	190.42
13.	Advance to Suppliers	11,749.62	4,861.92
		69,633.98	80,625.60

NOTE-19
REVENUE FROM OPERATIONS
(Amount in '000)

S. NO.	PARTICULARS	Figures as at 31st March 2026	Figures as at 31st March 2025
1.	Sales of products	53,170.18	4,67,749.15
2.	Other operating revenues- Installation Charges	22,705.33	8,367.59
		5,75,875.50	4,76,116.74

NOTE-20
OTHER INCOME
(Amount in '000)

S. NO.	PARTICULARS	Figures as at 31st March 2026	Figures as at 31st March 2025
1.	Building Hire Charges	1,980.00	5,140.00
2.	Accrued Interest on FDR	2,122.84	2,219.50
3.	Dutydraw Back Exports	427.62	-
4.	Exchange Difference	1,327.32	(123.16)
5.	Profit on sale of Immovable Property	-	38,758.08
6.	Mise. Receipts	81.41	-
		5,939.19	45,994.42

NOTE-21
COST OF MATERIAL CONSUMED
(Amount in '000)

S. NO.	PARTICULARS	Figures as at 31st March 2026	Figures as at 31st March 2025
1.	Raw Material		
	Opening Stock	16,831.00	5,594.25
	Add: Purchases	2,82,078.88	2,25,334.77
	Less: Closing Stock	36,801.82	16,831.00
		2,62,108.07	2,14,098.02

NOTE-22
CHANGES IN INVENTORIES
(Amount in '000)

S. NO.	PARTICULARS	Figures as at 31st March 2026	Figures as at 31st March 2025
1.	Opening Stock		
	Work in Progress	10,191.95	5,592.97
	Finished Goods	9,391.50	9,467.00
2.	Less: Closing Stock		
	Work in Progress	33,536.55	10,191.95
	Finished Goods	26,408.09	9,391.50
		(40,361.19)	(4,523.48)

NOTE-23
EMPLOYEES BENEFIT EXPENSES
(Amount in '000)

S. NO.	PARTICULARS	Figures as at 31st March 2026	Figures as at 31st March 2025
1.	Director Remuneration	8,400.00	5,400.00
2.	Salary & Wages	64,294.36	47,681.08
3.	Bonus & Ex-Gratia Employee's Benefits	777.55	649.03
4.	Employer's contribution to ESIC	298.27	242.38
5.	Employer's contribution to EPF	2,733.74	1,719.82
6.	Employee Gratuity Expenses	-	350.31
7.	Leave encashment Expenses	-	53.32
8.	Worker Compensation Insurance Premium	169.00	54.16
9.	Staff Welfare	2,180.24	530.50
10.	Worker Welfare	1,849.17	1,096.01
11.	Provision for Gratuity Expenses	6,092.02	-
		86,794.35	57,776.60

NOTE-24
FINANCE COST
(Amount in '000)

S. NO.	PARTICULARS	Figures as at 31st March 2026	Figures as at 31st March 2025
1.	Bank Charges & Documentation Charges	1,120.43	1,751.22
2.	Credit Card -Service Charges	67.02	66.86
3.	Interest on CC/OD Limit	10,875.55	6,642.66
4.	Interest on S/Loans	161.55	4,694.32
5.	Penal Charges	1,516.80	-
		13,741.35	13,155.05

NOTE-25
DEPRECIATION AND AMORTISATION EXPENSES
(Amount in '000)

S. NO.	PARTICULARS	Figures as at 31st March 2026	Figures as at 31st March 2025
1.	Depreciation	12,691.72	2,151.15
		12,691.72	2,151.15

NOTE-26
OTHER EXPENSES
(Amount in '000)

S. NO.	PARTICULARS	Figures as at 31st March 2026	Figures as at 31st March 2025
1.	Auditors' Remuneration	184.00	160.00
2.	Advertisement Expenses	221.38	198.27
3.	Business Promotion Expenses	1,282.30	995.05
4.	Cartage Expenses	9,053.39	6,619.87
5.	Clearing, Loading, Unloading & Forwarding charges	2,067.04	1,080.18
6.	Commission Paid on Sales	574.48	128.90
7.	Communication Expenses	235.54	188.21
8.	Courier & Cargo Charges	4,541.97	3,759.17
9.	CSR Activity Expenses	2,549.50	1,375.00
10.	Donation Expenses	151.00	11.00
11.	Electricity Expenses	2,368.66	1,199.56
12.	GST Paid on RCM	-	510.43
13.	GST Penalty	249.99	-
14.	Insurance Expenses	59.19	200.06
15.	Interest on Income Tax	1,821.89	685.57
16.	Interest on TDS & GST	36.20	22.29
17.	W/o Expenses,	4,340.17	3,460.75
18.	Job Work	1,173.15	436.97
19.	Legal Charges	-	140.00
20.	Loss on Assets written off	-	65.30
21.	Loss on sale of Vehicle	-	205.86
22.	Miscellaneous Expenses	190.57	18.40
23.	Office & Factory Expenses	1,097.95	879.92
24.	Packing Expenses	1,199.05	1,002.59
25.	Pooja & Festival Expenses	309.40	283.01

26.	Post Listing Expenses	1,003.59	343.50
27.	Power & Fuel, Diesel & Generator Charges	3,815.71	1,388.32
28.	Printing & Stationery	203.83	210.28
29.	Professional & Consultancy Charge	4,559.69	5,317.99
30.	Rebate & Discounts	34.77	1,585.05
31.	Lease / Rent Expenses	2,010.21	777.87
32.	Repair & Maintenance Expenses	700.89	1,066.55
33.	ROC Filing Fee	32.01	35.70
34.	Service & Installation charges	12,178.56	7,847.51
35.	Site Expenses	8,058.14	6,586.22
36.	Stores & Consumables	341.15	401.23
37.	Tendering Fees Expenses	333.72	510.37
38.	Testing & Laboratory Charges	197.10	147.50
39.	Travelling & Conveyance Expenses	6,352.12	4,037.95
40.	Vehicle Runing & Maintainance	879.83	615.68
41.	Web Site Developing & Subscription Renewal Charges	1,437.85	965.09
42.	Software & Licence Renual Expenses	203.74	-
43.	Contract Expenses	890.00	-
44.	Recruitment Expenses	5.62	-
		76,945.34	55,463.15

NOTE-27 EARNINGS PER SHARE (Amount in '000)

S. NO.	PARTICULARS	Figures as at 31st March 2026	Figures as at 31st March 2025
1.	Face Value per Equity Share (₹)	10.00	10.00
	Basic and Diluted Earnings per Share (₹)	6.44	7.48
	Profit/(Loss) for the year used as numerator for calculating EPS (₹ in 000')	1,21,055.79	1,40,577.66
	Weighted Average number of Equity Shares used as denominator for calculating EPS	1,87,90,000	1,87,90,000



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