Date: 05th September 2026

To,
Executive Listing/Listing Department
SME Platform of National Stock Exchange
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex, Bandra (East),
Mumbai – 400 051.

Company Code: AVATAR

Dear Sir/Madam,

Ref: **Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Sub: **Submission of 35th Annual Report for FY 2025-26.**

In accordance with Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the 35th Annual Report of the Company for the Financial Year 2025–26, which is being dispatched to the Members through electronic mode in compliance with the applicable statutory and regulatory requirements.

The 35th Annual General Meeting ("AGM") of the Company is scheduled to be held on Monday, 28th September, 2026 at 11:00 a.m. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), in accordance with the provisions of the Companies Act, 2013, read with the circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India from time to time.

The Annual Report for the Financial Year 2025-26, including the Notice convening the AGM, is also available on the website of the Company.

You are requested to take the above cited information on your records.

Thanking You.

For AVATAR Industries Limited
(Formerly known as ASL INDUSTRIES LIMITED)

RICHA PRAVIN RATHOD

Digitally signed by RICHA PRAVIN RATHOD
Date: 2026.08.24 19:32:30 +05'30'

Richa Rathod
Managing Director
DIN: 10822615

Encl: as above

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AVATAR

ELEVATING
AI Solution
WITH ADVANCED LEARNING

The Operating System for the AI Era

ANNUAL REPORT 2025-26

AVATAR INDUSTRIES LIMITED

CONTENTS
AT A GLANCE

This section provides an overview of the key segments covered in our Annual Report FY 2025-2026.

REPORTING OUR COMMITMENT

Our report reflects transparency, accountability, and our commitment to delivering long-term value to all stakeholders.

35+ Years of Excellence

Strong Governance Framework

Stakeholder Focused Approach

Transparent Financial Reporting

I. CORPORATE PROFILE

AVATAR INDUSTRIES LIMITED
(Formerly known as ASL INDUSTRIES LIMITED)
CIN: L62099MH1992PLC464238

BOARD OF DIRECTOS

Mr. Kiran Dilip Thakore
(DIN: 03140791)
Chairman and
Non-Executive Director

Mr. Richa Rathod
(DIN: 07620029)
Managing Director and
Chief Financial Officer

Mr. Yatesh Poojary
(DIN: 11225544)
Non-Executive
Independent Director

Mrs. Karina Jadhav
(DIN: 11541078)
Non-Executive
Independent Director

Mr. Dilip Kumar Goyal
(DIN: 00033590)
Non-Executive Director

COMPANY SECRETARY AND COMPLIANCE OFFICER
Ms. Mansi Vora

STATUTORY AUDITOR
M/s. Nagadheep Sathyanarayana and Co.
(FRN: 08003S)
Chartered Accountants

INTERNAL AUDITOR
M/s. KSGC & Associates
(FRN: 021829C)
Chartered Accountants

SECRETARIAL AUDITOR
M/s. Hemang Satra & Associates
(COP: 24235 PRC: 5684/2024)
Company Secretaries

REGISTER TRANSFER AGENT
M/s. KFIN Technologies Limited
Address: Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana, India - 500 032.
Email: einward.ris@kfintech.com

REGISTERED OFFICE
NESCO IT Park,
10th Floor Building 4,
Goregaon East, Mumbai,
Maharashtra, India, 400063

BANK
ICICI Bank Ltd.

II. Statutory Reports

NOTICE OF THIRTY-FIFTH ANNUAL GENERAL MEETING

NOTICE is hereby given that the **35th Annual General Meeting** (AGM) of the Members of AVATAR Industries Limited (formerly known as ASL Industries Limited) ("the Company") will be held on Monday**, 28th September, 2026** at 11:00 A.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OVAM") facility to transact the following businesses:

ORDINARY BUSNIESSES:

1. **ADOPTION OF AUDITED FINANCIAL STATEMENTS:**

To receive, consider and adopt the Audited Standalone Financial Statement (including the Consolidated Financial Statements) of the Company for the Financial Year ended on 31st March, 2026, together with the reports of the Board of Directors and Auditors thereon.

In this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT the Audited Standalone Financial Statement (including the Consolidated Financial Statements) of the Company for the financial year ended on 31st March, 2026 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted.**"**

2. **APPOINTMENT OF DIRECTOR IN PLACE OF KIRAN THAKORE (DIN: 03140791) WHO RETIRES BY ROTATION OFFERS HIMSELF FOR RE-APPOINTMENT:**

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

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, read with the rules made thereunder, as amended from time to time, the consent and approval of the members of the Company be and is hereby accorded for the reappointment of Mr. Kiran Thakore (DIN:03140791) who retires by rotation at this Annual General Meeting and, being eligible, has offered himself for re-appointment, as a Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT any of the Directors for the time being are hereby severally authorized to sign and execute all such documents as may be required for the purpose and file necessary e-form with the Registrar of Companies and to do all such acts, deeds and things as may considered expedient and necessary in this regard."

3. **APPOINTMENT OF THE STATUTORY AUDITOR:**

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

"**RESOLVED THAT** pursuant to the provisions of Section 139 and 142 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, M/s. Nagadheep Sathyanarayana and Co., Chartered Accountants, (Firm Registration No. 008003S / PRN: 018163), be and are hereby appointed as the Statutory Auditor of the Company, to hold the office for a period of 05 (Five) years, from the beginning of conclusion of this Annual General Meeting till the conclusion of Annual General Meeting to be held in the year 2031, at such remuneration plus applicable taxes, and out of pocket expenses, as may be determined and recommended by the Audit Committee in consultation with the Auditors and duly approved by the Board of Directors of the Company.

RESOLVED FURTHER THAT any of the Directors of the Company be and is hereby authorized to sign the requisite e-forms filed with the Registrar of Companies & do all such acts, deeds, matters and things which are necessary to give effect above said resolution.**"**

For and on behalf of Board of Directors
of AVATAR Industries Limited
(Formerly known as ASL Industries Limited)
Sd/-
Mansi Vora
Company Secretary

Date:02nd September 2026
Place: Mumbai

Registered office:
AVATAR Industries Limited
(Formerly known as ASL Industries Limited)
CIN: L62099MH1992PLC464238
NESCO IT Park, 10th Floor Building 4, Goregaon East, Mumbai, Maharashtra, India, 400063
Contact: 8097207334
Email: cs@aslindustries.in
Website: www.avatarindia.com

NOTES

1. The relevant details, pursuant to Regulation 36(3) of the SEBI Listing Regulations and SS - 2 on General Meetings issued by the ICSI, in respect of Directors seeking re-appointment at this AGM are also annexed forming part of the Notice as Annexure A.
2. Pursuant to the General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020, 10/2021 dated 23rd June, 2021, 20/2021 dated 8th December, 2021, 3/2022 dated 5th May, 2022, 11/2022 dated 28th December, 2022, 09/2023 dated 25th September, 2023 and 09/2024 dated 19th September, 2024 and the latest being 03/2025 dated 22nd September 2025, issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 read with other related SEBI circulars including Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7th October, 2023 issued by SEBI ("SEBI Circulars"), companies are allowed to hold AGM through VC, without the physical presence of Members at a common venue. Hence, in compliance with the Circulars, the AGM of the Company is being held through VC. Electronic copy of the Annual Report for the financial year 2025-26 is being sent to all the members whose e-mail addresses are registered with the Company/Depository Participant(s) for communication purposes. In case any member is desirous of obtaining hard copy of the Annual Report for the financial year 2025-26 and Notice of the 35th AGM of the Company, may send request to the Company's e-mail address at cs@aslindustries.in mentioning Folio No./DP ID and Client ID.
3. Pursuant to the provisions of the act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the company. Since this AGM is being held pursuant to the MCA circulars through VC / OAVM, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the proxy form and attendance slip are not annexed to this notice.
4. Institutional / Corporate Shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/ Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Company at cs@aslindustries.in with a copy marked to www.evoting.nsdl.com.
5. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with Excellent Wires and Packaging Limited at cs@aslindustries.in in case the shares are held by them in physical form.
6. 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.
7. The Company has fixed cutoff date i.e.; **Monday, 21st September, 2026**, for determining the eligibility for e-voting by electronic means at 35th AGM.
8. The remote e-voting period begins on **Friday, 25th September, 2026** at 9:00 A.M. and ends on **Sunday, 27th September, 2026** at 5:00 P.M.

9. Members seeking any information with regard to the financial statements or any other matter to be placed at the 35th AGM, are requested to write to the Company from their registered e-mail address, mentioning their name, DP ID and Client ID / Folio Number and mobile number, at the Company's e-mail address, cs@aslindustries.in on or before **Thursday, 24th September, 2026**, (5:00 p.m. IST).
10. 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. 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.
11. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate to ensure smooth conduct of the AGM.
12. In compliance with the aforesaid MCA Circulars and SEBI Circular dated 12th May, 2020, Notice of the AGM along with the Annual Report 2025-26 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report 2025-26 will also be available on the Company's website www www.avatarindia.com websites of the Stock Exchanges i.e. NSE Limited www.nseindia.com.
13. Members may access the electronic copy of Register of Directors & Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act and the Register of Contracts & Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, by sending an email to cs@aslindustries.in upto the date of this Meeting.
14. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act. Since the AGM will be held through VC / OAVM in accordance with the Circulars, the route map and attendance slip are not annexed to this Notice.
15. The Board of Directors has appointed **M/s. Hemang Satra & Associates, Company Secretaries (COP: 24235 and PRC: 5684/2024)** as the Scrutinizer to scrutinize the voting during the AGM and remote e-voting process in a fair and transparent manner.
16. Instructions for e-voting and joining the AGM are as follows:

PROCEDURE FOR REMOTE E-VOTING

1. The Ministry of Corporate Affairs ("MCA") has vide its General Circular Nos. 14/2020 dated 08th April 2020, 17/2020 dated 13th April 2020, 22/2020 dated 15th June 2020, 33/2020 dated 28th September 2020, 39/2020 dated 31st December 2020, 10/2021 dated 23rd June 2021, 20/2021 dated 08th December 2021, 3/2022 dated 05th May 2022, 11/2022 dated 28th December 2022, 9/2023 dated 25th September 2023 09/2024 dated 19th September 2024 and 03/2025 dated 22nd September 2025, (collectively called as "MCA Circulars") permitted the holding of the General Meetings through VC/OAVM, without the physical presence of the Members at a common venue. In compliance with the MCA Circulars, the AGM of the Company is being held through VC /OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.

2. In compliance with the provisions of the Companies Act, 2013 ("the Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the 35th AGM of the Company is being held through VC/OAVM on **Monday, 28th September, 2026 11.00 A.M**.

3. Pursuant to the Circular No. 14/2020 dated 8th April, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.

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

5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated 13th April, 2020, the Notice calling the AGM has been uploaded on the website of the Company www.avatarindia.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 and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

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

Remote e-voting period begins on	**Friday, 25th September, 2026 at 9:00 A.M**
Remote e-voting period ends on	**Sunday, 27th September, 2026 at 5:00 P.M.**
Record date (cut-off date)	**Monday, 21st September, 2026**

The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

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

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

Step 1: Access to NSDL e-Voting system

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

In terms of SEBI circular dated 9th December, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with

Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience.

	
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the 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 & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

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

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.

2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

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

5. Password details for shareholders other than Individual shareholders are given below:

   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

   c) How to retrieve your 'initial password'?

      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

      (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

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

   a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

   b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

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

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to info@csjmco.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Mr. Pritam Dutta, Assistant Manager at pritamd@nsdl.com / evoting@nsdl.com

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to (Company email id).

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to cs@aslindustries.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the

login method explained at **step 1 (A**) i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.

3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

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

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

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

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

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

4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

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

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

DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING
Regulation 36(3) of the SEBI (LODR) and Clause 1.2.5 of the SS-2

Particulars	Details
Name	Kiran Thakore
DIN	03140791
Date of Birth	04/05/1957
Age	69 Years
Nationality	Indian
Date of initial appointment on Board	27th August 2024
Date of change in Designation	NA
Qualification	Commerce Graduate
Experience & Expertise	Mr. Kiran Thakore possesses over two decades of extensive experience in business administration, logistics, human resources, and operations. He has also provided consultancy services to various businesses, offering strategic guidance and leveraging his expertise to support their growth and operational efficiency. With comprehensive experience across multiple functional areas, he brings a diverse skill set, strong managerial capabilities, and valuable business insights to the Company.
Terms & conditions of appointment	Not Applicable
Directorships in other Companies (excluding foreign companies)	1 (One) - Shreekrishna Biotech Limited
Membership/ Chairpersonship of Committees in other companies (excluding foreign companies)	None
Listed entities from which the Director has resigned in last 3 (three) years	None
No. of Board Meetings attended during FY 2025-26	10 (Ten)
Inter-se relationship with other Directors and Key Managerial Personnel of the Company	None
No. of shares held (as on the date of this Notice): Own For other persons on a beneficial basis	 NIL 6909090 (Registered Owner Skybridge Incap Advisory LLP)

Appointment Of the Statutory Auditor
Pursuant to Regulation 36(5) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Particulars	Details
Name of the Auditor	M/s. Nagadheep Sathyanarayana & Co.
Proposed audit fee payable to auditors	As mutually decided by the Board of Directors and proposed Auditor.
Terms of appointment	5 (Five) years commencing from conclusion of this AGM upto the conclusion of AGM to be held in year 2031
Material change in fee payable	None
Basis of recommendation and auditor Credentials	The Audit Committee, after evaluating the experience and professional track record of the firm has recommended the appointment of **M/s. Nagadheep Sathyanarayana & Co., Chartered Accountants**, as the Statutory Auditors of the Company.

BOARD'S REPORT

Dear Members,

Your directors are pleased to present the Thirty-Fifth Annual Report on the business and operations of **AVATAR Industries Limited** (Formerly known as ASL Industries Limited) (hereinafter referred to as the said "Company") together with the Audited Financial Statements for the year ended 31st March 2026.

1. **Financial Summary:**

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

(Amount Rs. in Lakhs)

Particulars	Standalone		Consolidated	
	2025-26	2024-25	2025-26	2024-25
Revenue from Operations	0.00	0.00	10287.38	0.00
Other Income	67.58	36.32	67.58	36.32
Total Revenue	**67.58**	**36.32**	**10354.97**	**36.32**
Total Expenses	13.73	26.90	10307.13	26.90
Profit Before Tax and Prior Period Charges	53.85	9.41	47.84	9.41
Prior Period Items	0.00	0.00	0.00	0.00
Tax Expenses:				
Current tax	14.50	0.85	14.50	0.85
Deferred tax	0.00	0.00	0.00	0.00
Prior Period Adjustment for Taxes	(3.98)	0.00	(3.98)	0.00
Profit After Tax	**43.33**	**8.56**	**37.32**	**8.56**

2. **Highlights of the Performance**:

During the financial year 2025-26, the Company recorded **Other Income of ₹67,58,436/-**, as against **₹36,31,502/-** in the previous year. The Company also reported a **Profit After Tax of ₹43,33,188.54/-**, compared to **₹8,56,153.90/-** in the previous financial year, reflecting a significant improvement in its overall financial performance.

3. **Consolidated Financials:**

As required under the SEBI Listing Regulations and in line with the Indian Accounting Standard (Ind-AS) 110, the Consolidated Financial Statements (CFS) of the Company and its subsidiaries form part of the Annual Report and are reflected in the CFS of the Company.

4. **Subsidiaries and Associates:**

As on 31st March 2026, the Company had two subsidiaries, namely **ASL E-Ventures Private Limited** and **ASL Infineon Private Limited**. Pursuant to the provisions of Section 129(3) of the Companies Act, 2013, a statement containing the salient features of the financial statements of the Company's subsidiaries in Form AOC-1 is annexed to the financial statements of the Company.

Subsequent to the closure of the financial year, the Company incorporated a wholly owned subsidiary, namely **AVATAR AI MindLab Private Limited**, on 28th July 2026.

During the financial year under review, the Company did not have any Associate Company or Joint Venture.

5. **Share Capital:**

As on 31st March, 2026, the Authorized Share Capital of the Company stood at INR 11,00,00,000/- (Indian Rupees Eleven Crore only) divided into 1,10,00,000 (One Crore Ten Lakhs) Equity Shares of Rs. 10/- each. The paid-up Equity Share Capital of your company stood at Rs.10,41,70,900/- (Indian Rupees Ten Crore Forty-One Lakhs Seventy Thousand Nine Hundred only) divided into 1,10,00,000 (One Crore Ten Lakhs) Equity Shares of Rs. 10/- each**.**

The Company has not issued any equity shares with differential rights as to dividend, voting or otherwise, during the year under review.

The Company has not issued any sweat equity shares to its directors or employees during the period under review.

6. **Change in the nature of the business of the company:**

During the year under review, the Company did not accept any deposits from the public within the ambit of Section 73 of the Act, and the Companies (Acceptance of Deposits) Rules, 2014 (including any statutory modification/s or re-enactment/s thereof) for the time being in force.

7. **Deposits:**

During the year under review, your Company neither accepted or renewed any fixed deposits nor received any deemed deposits falling within the ambit of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

8. **Dividend:**

In order to conserve resources for future expansions and for growth agenda of the company, the Directors have not recommended any dividend for the financial year ended 31st March 2026.

9. **Transfer to Reserve:**

The Directors have not transferred any amounts to Reserves for the financial year ended 31st March, 2026.

10. **Management Discussion and Analysis:**

The Management Discussion and Analysis as required in terms of the Listing Regulations is annexed to the report as “**Annexure II**” and is incorporated herein by reference and forms an integral part of this report.

11. **Change in Name of the Company**

During the year under review, the name of the Company was changed from **ASL Industries Limited** to **AVATAR Industries Limited**, with effect from 6th April 2026, pursuant to the approval of the requisite authorities. The change in name reflects the Company’s renewed identity and its vision for the future.

12. **Declaration by independent directors:**

The Company has received the necessary declaration from each Independent Director in accordance with Section 149(7) of the Act and Regulations 16(1)(b) and 25(8) of the SEBI Listing Regulations, that he/she meets the criteria of independence as laid out in Section 149(6) of the Act and Regulations 16(1)(b) of the SEBI Listing

Regulations. In the opinion of the Board, there has been no change in the circumstances which may affect their status as Independent Directors of the Company and the Board is satisfied of the integrity, expertise, and experience (including proficiency in terms of Section 150(1) of the Act and applicable rules thereunder) of all Independent Directors on the Board. Further, in terms of Section 150 read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended, Independent Directors of the Company have included their names in the data bank of Independent Directors maintained with the Indian Institute of Corporate Affairs.

13. Familiarization Program for Independent Directors:

In compliance with the requirement of Listing Regulations, the Company has put in place a Familiarization program for Independent Directors to familiarize them with the working of the company, their roles, rights and responsibilities vis-à-vis the Company, the industry in which the company operates, business model, etc., along with updating on various amendments in the Listing Regulations and the Companies Act, 2013. The detail of the aforementioned program as required under Regulation 46 of the Listing Regulation is available on the Company's website.

In the opinion of the Board, the Independent Directors of the Company possess the integrity, requisite experience and expertise, relevant for the industry in which the Company operates. Further, all the independent directors of the Company have successfully registered with the Independent Director's databank of the Indian Institute of Corporate Affairs.

14. Board Evaluation:

The Board of Directors has carried out an annual evaluation of its own performance, Board Committees and individual directors pursuant to the provisions of the Companies Act, 2013 and the Listing Regulations. The performance of Chairperson of the Board was reviewed by the Independent Directors taking into consideration the views of the executive directors. The parameters considered were leadership ability, adherence to corporate governance practices etc. The Board evaluated its performance after seeking inputs from all the Directors on the basis of such criteria such as Board composition and structure, effectiveness of board processes, information and functioning etc. The performance of the committees was evaluated by the Board after seeking inputs from the committee members on the basis of criteria such as the composition of committees, effectiveness of committee meetings etc. The above criteria are as provided by the Guidance note on Board evaluation issued by the Securities and Exchange Board of India.

15. Non-Applicability of Indian Accounting Standards:

As per the provisions of Rule 4(1) of the Companies (Indian Accounting Standards) Rules, 2015, Companies whose shares are listed on SME exchange as referred to in Chapter XB of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, are exempted from the compulsory requirements of adoption of IND-AS w.e.f. 1st April, 2017. As your Company is listed on NSE Emerge platform, it is covered under the exempted category and is not required to comply with IND-AS for preparation of Financial Statements.

16. Board of Directors and KMP:

During the year under review, the following served as Directors and Key Managerial Personnel of the Company:

Sl. No.	Name of the Director	DIN	Designation
1.	Kiran Thakore	03140791	Non-Executive Director & Chairman
3.	Yatish Poojary	11225544	Non-Executive Independent Director
4.	Karina Jadhav	11541078	Non-Executive Independent Director
5.	Richa Rathod	10822615	Managing Director and CFO
6.	Dilip Goyal	00033590	Non-Executive Director

The Board was duly constituted during the year in accordance with the provisions of the Companies Act, 2013. Further, the following changes took place in the composition of the Board during the period under.

Board of Directors

Sl. No.	Name of the Director	Appointment/ Change in designation/ Resignation	Designation	Date
1.	Mr. Yatish Poojary	Appointment	Additional Non-Executive Independent Director	14th August, 2025
2.	Mr. Yatish Poojary	Change in Designation	Non-Executive Independent Director	27th September, 2025
3.	Ms. Shiksha Sharma	Resignation	Non-Executive Non-Independent Director	1st August, 2025
4.	Ms. Anupriya Sharma	Resignation	Non-Executive Non-Independent Director	4th October, 2025
5.	Mrs. Manali Karangutkar	Appointment	Additional Non-Executive Director	10th November, 2025
6.	Mrs. Manali Karangutkar	Resignation	Additional Non-Executive Director	12th February, 2026
7.	Mrs. Karina Jadhav	Appointment	Additional Non-Executive Independent Director	12th February, 2026.

Key Managerial Personnel

Sl. No.	Name of the KMP	Appointment/ Resignation	Designation	Date
1.	Mr. Subhas Gurav	Resignation	Managing Director and Chief Financial Officer	10th November, 2025
2.	Ms. Ankita Bahety	Resignation	Company Secretary and Compliance Officer	2nd December, 2025
3.	Ms. Mansi Vora	Appointment	Company Secretary and Compliance Officer	3rd December, 2025
4.	Mrs. Richa Rathod	Appointment	Managing Director and Chief Financial Officer	23rd April, 2026

a) Meetings of the Board/ Committee:

The Board meet at regular intervals to discuss and take a view on the Company's policies and strategy apart from other board matters. The notice of Board Meeting is given well in advance to all the Directors.

During the financial year ended March 31, 2026, the board of directors met Ten (10) times and board meetings were held on the following dates:29th May 2025, 02nd August 2025, 14th August 2025, 26th August 2025, 02nd September 2025, 04th October 2025, 10th November 2025, 14th November 2025, 03rd December 2025, 12th February 2026 Details of attendance at these meetings by the directors of the Company is as under:

Sl. No.	Name of the Directors	Meetings during the financial Year 2025-26	
		Entitled to Attend	Attended
1	Mr. Kiran Dilip Thakore	10	10
2	Mr. Subhash Shankar Gurav	7	7
3	Ms. Anupriya Sharma	6	6
4	Ms. Shiksha Sharma	1	1
5	Mr. Yatish Poojary	7	7
6	Ms. Manali Karangutkar	3	3
7	Mr. Dilip Goyal	10	0

b) Audit Committee:

Composition of Audit Committee as on 31st March 2026 consists of 03 (Three) Members viz Mr. Yatish Poojary (Charman), Mr. Kiran Thakore and Mrs. Karina Jadhav (Member). The Committee formed as per the provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of the SEBI Listing Regulations.

During the Financial year ended March 31, 2026 Seven (7) Meetings of the Audit Committee were held. Details of composition, committee meetings and attendance of members are as follows:

Name of Committee Members	Category	Meeting Dates						
		29th May 2025	02nd August 2025	26th Aug. 2025	02nd Sept. 2025	10th Nov. 2025	14th Nov. 2025	12th Feb 2026
Mr. Yatish Poojary	Chairperson	N. A	N. A	√	√	√	√	√
Mr. Kiran Thakore	Member	√	√	√	√	√	√	√
Mrs. Karina Jadhav	Member	N. A	N. A	N. A	N. A	N. A	N. A	N. A
Ms. Anupriya Sharma	Chairperson	√	√	√	√	N. A	N. A	N. A
Ms. Shiksha Sharma	Member	√	N. A	N. A	N. A	N. A	N. A	N. A

The Board has accepted all recommendations of Audit Committee.

Notes:

- Ms. Anupriya Sharma resigned from the position of Chairman of the Audit committee, with effect from 04th October 2025.
- Ms. Shiksha Sharma resigned from the position of member of the Audit committee, with effect from 1st August 2025.
- Mr. Yatish Poojary was appointed as a Chairman of the Audit committee with effect from 10th November 2025
- Mrs. Karina Jadhav appointed as a member of the Audit committee with effect from 12th February 2026.

c) Nomination and Remuneration Committee:

Composition of Nomination and Remuneration Committee as on 31st March 2026 consists of 03 (Three) Members viz Mr. Yatish Poojary (Charman), Mr. Kiran Thakore and Mrs. Karina Jadhav (Member). The Committee formed as per the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of the SEBI Listing Regulations.

During the Financial year ended March 31, 2026 Seven (7) Meetings of the Audit Committee were held. The Company has constituted Nomination and Remuneration Committee and composition of the same is as under:

Name of Committee Members	Category	Meeting Dates						
		02nd Aug 2025	14th Aug 2025	02nd Sept 2025	04th Oct 2025	10th Nov 2025	03rd Dec 2025	12th Feb 2026
Mr. Kiran Thakore	Member	√	√	√	√	√	√	√
Mr. Yatish Poojary	Chairperson	N. A	N. A	√	√	√	√	√
Mrs. Karina Jadhav	Member	N. A	N. A	N. A	N. A	N. A	N. A	N. A
Ms. Anupriya Sharma	Chairperson	√	√	√	√	N. A	N. A	N. A

Notes:

- Ms. Anupriya Sharma resigned from the position of Chairman of the NRC committee, with effect from 04th October 2025.
- Mr. Yatish Poojary was appointed as a Chairman of the NRC committee with effect from 10th November 2025
- Mrs. Karina Jadhav appointed as a member of the Audit committee with effect from 12th February 2026.

d) Stakeholder Relationship Committee:

Composition of Stakeholder Relationship Committee as on 31st March 2026 consists of 03 (Three) Members viz Mr. Kiran Thakore (Charman), Mr. Yatish Poojary and Mrs. Karina Jadhav (Member). The Committee formed as per the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 of the SEBI Listing Regulations.

During the Financial year ended March 31, 2026 Four (4) Meetings of the Audit Committee were held. The Company has constituted Stakeholder Relationship Committee and composition of the same is as under:

Name of Committee Members	Category	Meeting Dates			
		29th May 2025	02nd September 2025	10th November 2025	14th November 2025
Mr. Kiran Thakore	Chairperson	√	√	√	√
Mr. Yatish Poojary	Member	N. A	√	√	√
Mrs. Karina Jadhav	Member	N. A	N. A	N. A	N. A
Ms. Anupriya Sharma	Chairperson	√	√	N. A	N. A

Notes:

- Ms. Anupriya Sharma resigned from the position of Chairman of the SRC committee, with effect from 04th October 2025.
- Mr. Kiran Thakore was appointed as a Chairman of the SRC committee with effect from 10th November 2025

- Mr. Yatish Poojary was appointed as a Member of the SRC committee with effect from 02nd September 2025
- Mrs. Karina Jadhav was appointed as a Member of the SRC committee with effect from 12th February 2026

17. Code for prohibition of insider trading:

Your Company has adopted the Internal Code of conduct for Regulating, monitoring and reporting of trades by Designated persons under the Securities Exchange Board of India (Prohibition of Insider Trading) Regulation, 2015 (“Code”) for prohibition of insider trading in the securities of the Company to curb the practice for dealing in the securities while having Unpublished Price Sensitive Information (“UPSI”) by the Insiders of the Company.

The Code, inter alia, prohibits dealing in securities by insiders while in possession of unpublished price sensitive information. The said Code has been amended, from time to time, to give effect to the various notifications/circulars of Securities and Exchange Board of India (“SEBI”) with respect to the SEBI (Prohibition of Insider Trading) Regulations, 2015. Your Company has also formulated and adopted the Policy and Procedures for inquiry in case of leak or suspected leak of Unpublished Price Sensitive Information [Under Regulation 9A (5) of Securities and Exchange Board of India (Prevention of Insider Trading) Regulations, 2015].

18. Loans & Guarantees:

During the year under review, the Company has complied with the provisions of Section 186 of the Companies Act, 2013, w.r.t any loan, guarantee, security or made any investment covered under the provisions, to any person or other body corporate.

19. Related Party Transactions:

Related party transactions, if any, that were entered into during the period ended 31st March, 2026, 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 Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large. Accordingly, disclosure under Form AOC 2 is not applicable to the Company.
None of the Directors has any pecuniary relationships or transactions vis-à-vis the Company. The details of the related party transactions as per Accounting Standard 8 are set out in Note No. 21 of the Financial Statement of the Company.

20. Internal Control Systems:

Adequate internal controls, systems, and checks are in place, commensurate with the nature of the Company’s business and size. The management exercises financial control on the operations through a well-defined budget monitoring process and other standard operating procedures.

The Internal Auditors monitor and evaluate the efficacy and adequacy of internal control in the Company, and compliance with operating systems, accounting procedures and policies at all locations of the Company. Based on the reports of Internal Auditors, the management undertakes appropriate corrective action in their respective areas.

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

a) Conservation of Energy:

Sr. No.	Particulars	Details
i.	The step taken or impacts on conversation of energy	NIL
ii.	The steps taken by the Company for utilizing alternative sources of energy	NIL
iii.	The capital investment on energy conservation equipment's	NIL

b) Technology Absorption, Adaptation and Innovation:
During the year Company has close the operations. So, no such operations require significant import of technology.

c) Foreign Exchange Earning and Outgo:
There were no Foreign Exchange Inflow and Foreign Exchange Outflow during the year under review.

22. Statutory Auditors' and Auditor's Report:

M/s. Nagadheep Sathyanarayana and Co., Chartered Accountants, (FRN: 008003S), were appointed as a Statutory Auditors of the Company with effect from 23rd April 2026 to fill the casual vacancy caused due to the resignation of M/s. C.P. Rawka & Co., Chartered Accountants (FRN: 000518C). The Independent Auditors' Report for Financial Year 2025-26 provided by M/s. Nagadheep Sathyanarayana and Co., Chartered Accountants, (FRN: 008003S), does not contain any qualification, reservation, or adverse remark. The Independent Auditors' Report is integrated in the Thirty-Fifth Annual Report.

On the recommendation of Audit Committee, the board proposed the appointment of M/s. Nagadheep Sathyanarayana and Co., Chartered Accountants, (FRN: 008003S), as the Statutory Auditors of the company for 05 (Five) consecutive financial years commencing from FY 2026-27 to FY 2030-31, subject to the approval of Shareholders in the ensuing Annual General Meeting. They have confirmed their eligibility under section 141 of the Companies Act, 2013 and the rules framed there under for appointment as Auditors of company.

23. Reporting of Frauds by Auditors:

During the year under review, the Auditors of the Company have not reported to the Audit Committee, 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.

24. Secretarial Audit:

Pursuant to provisions of Section 204 of the Companies Act, M/s. Hemang Satra & Associates, has been appointed as Secretarial Auditors of the Company for the FY 2025-26. The Secretarial Auditors' Report for fiscal 2026 does not contain any qualification, reservation, or adverse remark. The Secretarial Auditors' Report is enclosed as "**Annexure I**" to the Board's Report, which forms part of this Integrated Annual Report.

25. Internal Audit & Controls:

The Company has in place adequate internal financial controls with reference to the financial statement. During the year, such controls were tested and no reportable material weakness in the design or operation was noticed. The Audit Committee of the Board periodically reviews the internal control systems with the management and Statutory Auditors. Further, M/s. KSGC & Associates, Chartered Accountants (Firm Reg. No. 021829C) acting as an Internal Auditor of the Company for Financial Year 2025-26.

26. Annual Return:

Pursuant to Notification dated 28th August, 2020 issued by the Ministry of Corporate Affairs as published in the Gazette of India on 28th August, 2020, the details forming part of the extract of Annual Return in Form MGT-9 is not required to be annexed herewith to this report. However, the Annual Return will be made available at the website of the Company at www.avatarindia.com

27. Directors' Responsibility Statement:

Pursuant to the requirement under clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013 ("Act") with respect to the Directors' Responsibility Statement, the Board of Directors of the Company state that:

a. in the preparation of the annual accounts, for the financial year ended 31st March, 2025, the applicable accounting standards have been followed along with proper explanation relating to material departures.
b. the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period.
c. the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
d. the directors have prepared the annual accounts of the Company 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.

28. Statement containing the particulars of employees in accordance with Rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rule 2014 read with the Companies (Appointment and Remuneration of Managerial Personnel) Amendments Rules 2016:

Remuneration to Directors & KMP and the particulars of employees required to be furnished pursuant to Section 197(12) of the Act read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed herewith as "**Annexure III**" to this Report.

29. Corporate Social Responsibility (CSR):

The provisions of Section 135 of the Act regarding Corporate Social Responsibility are not applicable to the Company.

30. Cost audit / cost records:

As per the Cost Audit Orders and in terms of the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, Cost Audit is not applicable to our Company.

31. Vigil Mechanism:

In pursuant to the provisions of sections 177(9) & (10) of the Companies Act, 2013, a Vigil Mechanism for directors and employees to report genuine concerns has been established. The Vigil Mechanism Policy has been uploaded on the website of the Company at www.avatarindia.com. The employees of the Company are made aware of the said policy at the time of joining the Company.

32. Risk Management Policy:

The Company does not fall under the ambit of top 1000 listed entities, determined on the basis of market capitalization as at the end of the immediately preceding financial year. Hence, compliance under Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is not applicable. However, the Company has laid down the procedure to inform the Board about the risk assessment and minimization procedures. These procedures are reviewed by the Board annually to ensure that there is timely identification and assessment of risks, measures to mitigate them, and mechanisms for their proper and timely monitoring and reporting.

33. Listing with stock exchange:

The shares of the Company were listed on National Stock Exchange of India Limited on Small, Medium Enterprise (“SME”) on 19th April, 2017.

34. Secretarial Standards:

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

35. Prevention of Sexual Harassment:

The Company’s goal has always been to create an open and safe workplace for every employee to feel empowered, irrespective of gender, sexual preferences and other factors, and contribute to the best of their abilities. In line to make the workplace a safe environment, the Company has set up a policy on prevention of sexual harassment in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (“POSH Act”). Further, the Company has complied with the provisions under the POSH Act relating to the framing of an anti-sexual harassment policy and the constitution of an Internal Committee.

Sr. No.	Nature of Complaints	Received	Disposed-Off	Pending
1.	Sexual Harassment	-	-	-
2.	Workplace Discrimination	-	-	-
3.	Child Labour	-	-	-
4.	Forced Labour	-	-	-
5.	Wages and Salary	-	-	-
6.	Other HR Issues	-	-	-

36. Maternity Benefit Provided by the Company under Maternity Benefit Act 1961:

The provisions of the Maternity Benefit Act, 1961, are not applicable to the Company during the period under review.

37. Material changes and commitments affecting the financial position of the company:

During the year under review there were no material changes which would affect the financial position of the Company.

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

No amount of unclaimed dividend has been transferred to Investor Education and Protection Fund.

39. Disclosure with respect to demat suspense account/unclaimed suspense account:

Pursuant to Regulation 34(3) and Part F of Schedule V to the SEBI LODR, details of equity shares in the suspense account are as follows:

Particulars	**Details**	Particulars	**Details**
Aggregate number of shareholders whose shares are lying in demat suspense account at the beginning of the year.	NA	Outstanding shares in the suspense account lying at the beginning of the year	NA
Number of shareholders who approached listed entity for transfer of shares from suspense account during the year.	NA	Number of shareholders to whom shares were transferred from suspense account during the year.	NA
Aggregate number of shareholders whose share are lying in demat suspense account at the end of the year	NA	Outstanding shares in the suspense account lying at the end of the year.	NA

40. General Disclosures:

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

a. Issue of debentures/bonds/warrants/any other convertible securities.
b. Scheme of provision of money for the purchase of its own shares by employees or by trustees for the benefit of employees.
c. Instance of one-time settlement with any Bank or Financial Institution.
d. Application or proceedings under the Insolvency and Bankruptcy Code, 2016.
e. Significant and material orders passed by the Regulators / Courts / Tribunals which would impact the going concern status of the Company and its future operations

41. Appreciation and Acknowledgement

Your directors wish to place on record their appreciation and acknowledgement with gratitude for the support and co-operation extended by all the stakeholders of the Company including customers, vendors, bankers, Government authorities and look forward to their continued support. The Board of Directors places on record its appreciation for the committed service of all the employees of the Company.

For and on behalf of Board of Directors
of AVATAR Industries Limited
(Formerly known as ASL Industries Limited)

	Sd/-	**Sd/-**
	Kiran Thakore	**Richa Rathod**
Date: 02nd September_2026	**Chairman**	**Managing Director**
Place: Mumbai	**DIN: 03140791**	**DIN: 10822615**

FORM AOC-1

Pursuant to section 129(3) of the Companies Act, 2013

PART A: SUBSIDIARIES

Statement containing salient features of the financial statement of subsidiary companies

(Amt. in Rs.)

Sr. No.	Particulars	ASL Infineon Ventures Private Limited	ASL E-Ventures Private Limited
1.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	FY 2025-26	FY 2025-26
2.	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	N. A	N. A
3.	Date of acquiring subsidiary	18/02/2026	18/02/2026
4.	Share capital	25,00,000.00	10,00,000.00
5.	Other Equity	-	-
6.	Total assets	25,50,000.00	2451073.11
7.	Total Liabilities	50,000.00	20,52,000.00
8.	Investments	-	-
9.	Turnover	-	102,87,38,189.03
10.	Profit before taxation	-	600926.89
11.	Provision for taxation	-	-
12.	Profit after taxation	-	600926.89
13.	Total Comprehensive Income	-	-
14.	Proposed Preference Dividend	-	-
15.	% of shareholding	100%	100%

PART B: ASSOCIATES AND JOINT VENTURES

Statement containing salient features of the financial statement of Associate Companies and Joint Ventures – **Not Applicable**

Annexure I

Form MR-3

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026

[Pursuant to Section 204(1) of The Companies Act, 2013 & Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members
AVATAR Industries Limited
(Formerly known as ASL Industries Limited)
Nesco IT Park, 10th Floor Building 4,
Goregaon East 400063.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by AVATAR Industries Limited (Formerly known as ASL Industries Limited) (hereinafter called “the Company”). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of 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, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended 31st March, 2026 (“the financial year”) complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

I. The Companies Act, 2013 (the Act) and the rules made thereunder;
II. The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made thereunder;
III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
IV. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; (not applicable to the Company for the period under review)

V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’): -
   a. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
   b. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
   c. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
   d. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (not applicable to the Company for the period under review)

e. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (not applicable to the Company for the period under review)
f. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021.; (not applicable to the Company for the period under review)
g. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2025; (not applicable to the Company for the period under review)
h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; (not applicable to the Company for the period under review)
i. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (not applicable to the Company for the period under review) and
j. Securities and Exchange Board of India (Depositories and Participants) Regulations 2018;

I have also examined compliance with:

1. Applicable clauses of the Secretarial Standards issued by the Institute of Company Secretaries of India; and

2. The Listing Agreements entered into by the Company with Stock Exchange(s).

I have not examined compliance by the Company with respect to applicable financial laws, like direct and indirect tax laws, maintenance of financial records, etc., since the same have been subject to review by statutory (financial) auditors, tax auditors and other designated professionals.
I further report that the Board of Directors of the Company is duly constituted. Adequate notice is given to all Directors to schedule the Board Meetings. Agenda and detailed notes on agenda were sent at least seven days in advance and few Board Meetings were held on a shorter notice with the consent of all the Directors of the Company, 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 made at Board Meetings have unanimous consent of directors as recorded in the minutes of the meetings of the Board of Directors. There were no dissenting views by any member of the Board of Directors during the audit period.

I further report that having regard to the compliance system prevailing in the Company and as per explanations and management representations obtained and relied upon by me the Company has adequate systems and processes commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations, standards and guidelines.

I further report that during the period under audit, as per above referred laws, rules, regulations and standards, following are the events/actions:

1. The Company has submitted via email the Structured Digital Database (SDD) Compliance Certificate for the quarter ended 31st March, 2025 on 21st April, 2025. However, the Company has received a query from National Stock Exchange of India Limited (NSE) dated 18th June, 2025 that the submission of SDD Compliance Certificate by the Company was not in correct format as per the circular along with the Annexure issued by the Exchange dated October 18, 2024 viz. ‘Standard Operating Process under SEBI (PIT) Regulations, 2015. Pursuant to the same, the Company has submitted the revised SDD Compliance certificate on 25th June, 2025 with correct format and on the correct on the NSE portal.

2. The Company has received the certified true copy of the Order dated 28th November 2025 from the Regional Director, Kolkata, under Section 13(4) of the Companies Act, 2013, for shifting of the Registered Office of the Company from the "State of West Bengal" to the "State of Maharashtra". Further, A copy of the certificate of Registration of Regional Director Order for change of State dated 26th December, 2025, was issued by the Registrar of Companies, Mumbai.

3. The Board of the Directors of the Company approved the proposal for change of the Company's name from "ASL INDUSTRIES LIMITED" to "AVATAR INDUSTRIES LIMITED," w.e.f. 12th February, 2026 and the same was approved by the members of the Company through postal ballot on 20th March, 2026.

4. M/s. C.P. Rawka & Associates, Statutory Auditors of the Company, resigned from the office of the Statutory Auditors with effect from 18th February, 2026, due to their inability to renew their peer review certificate. Consequently, the Board of Directors appointed Nagadheep Sathyanarayana & Co., Chartered Accountants, to fill the casual vacancy arising from the resignation of M/s. C.P. Rawka & Associates. The said auditors issued their audit report for the financial year ended 31st March, 2026.

For Hemang Satra & Associates,
Company Secretaries
Sd/-
Hemang Satra
Proprietor
M. No.: A54476
C. P. No.: 24235

Place: Mumbai
Date: 1st September, 2026
UDIN: A054476H001324503
Peer Review No: 5684/2024
Firm Registration No. S2021MH792200

Annexure to Secretarial Auditors' Report

To,
The Members
AVATAR Industries Limited
(Formerly known as ASL Industries Limited)
Nesco IT Park, 10th Floor Building 4, Goregaon East 400063.

My Secretarial Audit Report for the Financial Year ended 31st March, 2026, of even date is to be read along with this letter.

Management's Responsibility

1. It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensurecompliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure the correct facts as are reflected in the Secretarial records. I believe that the practices and processes that I have followed provide a reasonable basis for my opinion.

Auditor's Responsibility

3. My responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to the secretarial compliances.
4. I believe that audit evidence and information obtained from the Company's management is adequate and appropriate for me to provide a basis for my opinion.
5. Wherever required, I have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.

Disclaimer

6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.
7. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
8. The compliance of provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. My examination was limited to the verification of procedures on test basis.

For Hemang Satra & Associates
Company Secretaries

Place: Mumbai
Date: 1st September, 2026
UDIN: A054476H001324503
Peer Review No.: 5684/2024
Firm Registration No. S2021MH792200

Sd/-
Hemang Satra
Proprietor
M.No.: A54476
C.P. No.: 24235

Annexure - II

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

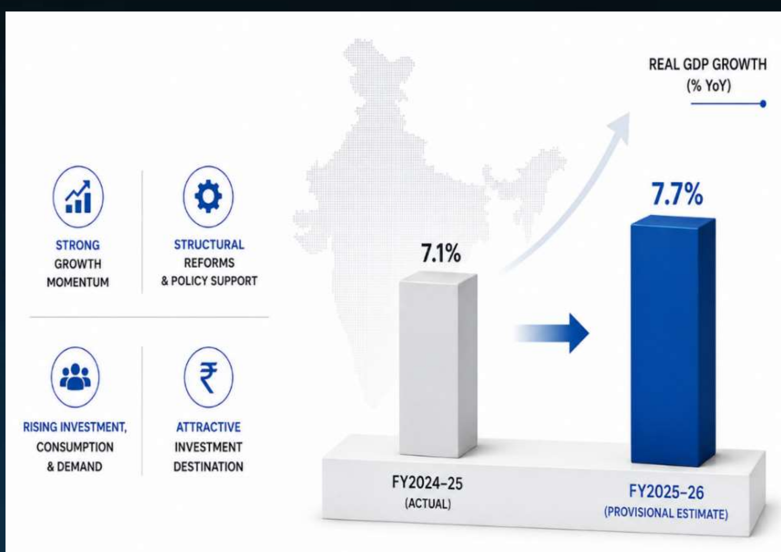
Global Economic Overview

The global economy remained resilient during FY2025–26 despite geopolitical tensions, evolving trade policies, commodity-price volatility and uneven monetary conditions. According to the IMF's April 2026 World Economic Outlook, global economic growth is projected at 3.1% in 2026 and 3.2% in 2027. The outlook remains subject to risks from geopolitical developments, trade fragmentation and renewed inflationary pressures.

At the same time, technology-led investment, particularly in artificial intelligence and digital infrastructure, continues to support global economic activity. Businesses are increasingly prioritising productivity, automation and digital transformation to improve efficiency and remain competitive amid an uncertain macroeconomic environment. The OECD has also identified technology-related investment as an important support to global growth.

For AVATAR Industries Limited, this environment presents both challenges and opportunities. While economic uncertainty may result in cautious enterprise spending, the increasing focus on AI adoption, automation, enterprise software and digital transformation provides a favourable structural backdrop for the Company's technology-focused strategy.

Indian Economic Overview



India continued to maintain a strong growth trajectory, supported by domestic consumption, investment activity and the expanding services sector. India's real GDP growth was 6.5% in FY2024–25, while the GDP growth as per the provisional estimates for the FY2025–26 is stood at 7.7%, reflecting the country's relatively strong domestic economic fundamentals.

A key structural feature of India's growth is the rapid expansion of its digital economy. Increasing adoption of digital platforms, cloud technologies, artificial intelligence and enterprise software is encouraging businesses to invest in technology to improve productivity and operational efficiency. India's large technology talent pool and growing presence of Global Capability Centres further strengthen its position in the global digital ecosystem.

These developments create a favourable domestic market for Avatar Industries and its transition towards artificial intelligence, enterprise software, digital transformation, managed technology services and technology talent solutions. The Company's strategic initiatives are therefore aligned with India's broader shift towards a technology-led and increasingly AI-enabled economy.

Global Technology & IT Industry Overview

Technology spending is entering a strong investment cycle, led increasingly by artificial intelligence, software, cloud computing and digital infrastructure. Global IT spending is projected to reach US$6.31 trillion in 2026, representing a 13.5% increase over 2025. The acceleration reflects rising investment in AI infrastructure and enterprise software.

The industry is also undergoing a structural shift in the way technology services are delivered. AI is moving from experimentation towards enterprise-scale deployment, while technology providers are increasingly adopting outcome-based models rather than relying solely on manpower-led delivery. This is accompanied by greater integration of software, infrastructure and services into technology solutions.

India remains an important part of this global technology ecosystem. With direct technology employment projected at approximately 6 million people. The sector is increasingly shifting from scale-led growth towards value creation, innovation and AI-enabled services.

The technology industry is therefore moving towards an AI-led operating model, with increasing emphasis on enterprise AI, automation, cloud, advanced analytics, cybersecurity and specialised technology talent. This transition is expected to reshape both technology spending and service-delivery models over the coming years.

(Sources: Gartner, *Worldwide IT Spending Forecast, April 2026*; NASSCOM, *Technology Sector in India: Strategic Review2026*.)

Indian AI & Digital Economy Opportunity

India's digital economy is becoming an increasingly important component of overall economic activity. According to the Ministry of Electronics and Information Technology's Annual Report 2025–26, the digital economy was valued at approximately ₹31.64 lakh crore (around US$402 billion) and is projected to grow at nearly twice the pace of overall GDP, reaching around 20% of national income by 2030.

Artificial intelligence is emerging as a key layer of this digital transformation. The IndiaAI Mission, approved by the Government in 2024, is building capabilities across AI compute, datasets, foundation models, future skills, startup financing and safe & trusted AI. The IndiaAI Compute initiative is also making GPU-based computing resources available to startups, MSMEs, researchers and industry, supporting wider access to AI infrastructure.

India's opportunity extends beyond AI infrastructure to the broader technology ecosystem. Global Capability Centres (GCCs) are increasingly undertaking higher-value activities in India, including AI/ML research, product development, engineering, cybersecurity and digital operations. At the same time, the country's Digital Public Infrastructure, including UPI, Aadhaar, Digi Locker and Account Aggregator, is providing a foundation for further digital innovation.

The combination of a rapidly expanding digital economy, increasing enterprise adoption of AI, government-led AI infrastructure and a large technology talent base is creating a broad opportunity across AI solutions, enterprise software, digital transformation, analytics, technology services and AI skilling.

***(Sources:** Ministry of Electronics and Information Technology,* Annual Report 2025–26*; Government of India,* IndiaAI Mission*.)*

Company Overview

AVATAR Industries Limited, formerly known as ASL Industries Limited, is a listed company that is undergoing a strategic transformation towards technology and artificial intelligence-led businesses. In April 2026, the Company announced its rebranding as AVATAR Industries Limited, reflecting its intention to develop capabilities across AI-powered software solutions, advanced analytics, digital infrastructure and AI-enabled services and consulting.

The Company's evolving business strategy is focused on building technology capabilities around enterprise applications, artificial intelligence, machine learning, digital transformation and related technology services. The Company is pursuing an asset-light and technology-led business model, with the objective of developing scalable capabilities across emerging technology segments.

During FY2025–26, the Company also recorded a significant increase in operating activity, with Revenue from Operations of ₹102.87 crore and Consolidated Total Income of ₹103.55 crore.

The Company's technology-focused transition has subsequently been strengthened through the incorporation of AVATAR AI MindLab Private Limited, a wholly owned subsidiary established in July 2026. The subsidiary is focused on enterprise AI adoption, industry skilling, managed services and Talent-as-a-Service. Overall, AVATAR Industries is positioning itself for participation in the expanding technology and AI ecosystem, with its strategy evolving towards a combination of AI solutions, enterprise technology, managed services and technology talent capabilities.

Financial Performance

FY2025-26 marked a significant improvement in the financial and operational performance of Avatar Industries Limited, supported by the commencement of substantial revenue generation and improved execution across its business activities. On a consolidated basis, Revenue from Operations stood at ₹10,287.38 lakhs in FY26. Consolidated Total Income increased significantly to ₹10,354.97 lakhs from ₹36.32 lakhs, representing a 28,414% year-on-year growth. The substantial increase reflects the scale-up of operations and stronger business traction during the year. Consolidated Net Profit also increased to ₹37.32 lakhs from ₹8.56 lakhs, registering a 336% year-on-year growth, supported by higher business volumes and improving operational execution.

The Company witnessed a particularly strong acceleration during Q4 FY26, with Consolidated Total Income reaching ₹10,321.18 lakhs, compared with ₹0.16 lakhs in Q4 FY25. Revenue from Operations during the quarter stood at ₹10,287.38 lakhs, while Consolidated Net Profit turned positive at ₹11.73 lakhs, compared with a net loss of ₹2.56 lakhs in the corresponding quarter of the previous year. On a sequential basis, Consolidated Total Income increased sharply from ₹33.79 lakhs in Q2 FY26 to ₹10,321.18 lakhs in Q4 FY26, highlighting the significant acceleration in business activity towards the close of the financial year.

On a standalone basis, the Company also delivered improved financial performance during FY26. Total Income increased by 86% to ₹67.58 lakhs, compared with ₹36.32 lakhs in FY25, while Net Profit increased by 406% to ₹43.33 lakhs from ₹8.56 lakhs. During Q4 FY26, standalone Total Income stood at ₹33.79 lakhs, while Net Profit reached ₹17.74 lakhs, compared with a net loss of ₹2.56 lakhs in Q4 FY25. Overall, FY26 represents an important growth phase for Avatar Industries Limited, characterized by a substantial expansion in consolidated operations, improved profitability and stronger business traction. Going forward, the Company remains focused on sustaining the momentum achieved during FY26, improving revenue consistency, strengthening execution capabilities and building a foundation for sustainable and profitable long-term growth.

Recent Developments

FY2025–26 marked a period of significant transition for the Company, with developments extending from its corporate structure and business strategy to its technology-focused repositioning. The Company also undertook several important initiatives after the close of the financial year that further shaped its current direction.

Strategic Repositioning

The Company initiated a significant strategic transition towards a technology-oriented and AI-led business model, with an emphasis on developing capabilities across AI-powered software solutions, artificial intelligence and advanced analytics, digital infrastructure, and AI-enabled services and consulting. The strategic direction reflects the Company's intent to participate in the growing adoption of AI and digital technologies across enterprises and industries.

The proposed model is focused on building scalable and technology-driven capabilities, enabling the Company to address evolving enterprise requirements in areas such as automation, data-driven decision-making, digital transformation and technology-enabled business processes. This repositioning represents a shift towards emerging technology opportunities and is intended to establish a broader platform for future business growth.

Incorporation of AVATAR AI MindLab

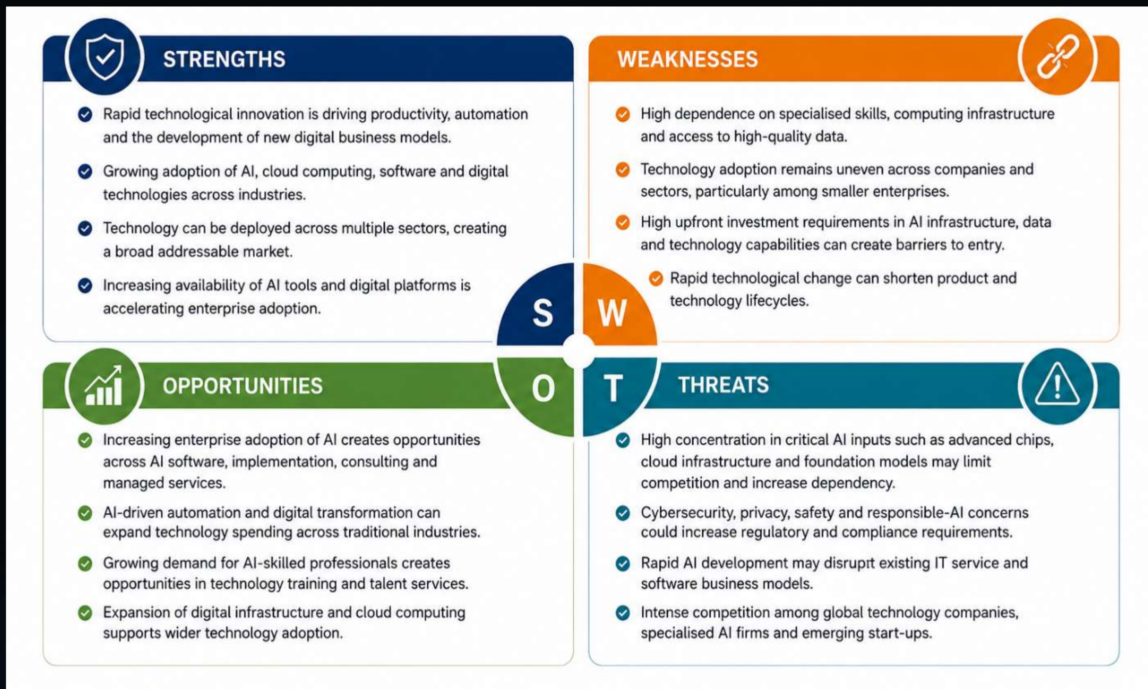
Following the close of FY2025–26, the Company further strengthened its technology strategy through the incorporation of AVATAR AI MindLab Private Limited as a wholly owned subsidiary. The subsidiary has been established as a full-stack AI enterprise, with its focus spanning Enterprise AI Adoption, Industry Skilling, Managed Services and Talent-as-a-Service (TaaS).

AVATAR AI MindLab is intended to address the growing requirement among enterprises to move from AI experimentation towards practical implementation. Its proposed business model combines AI implementation and adoption, workforce skilling, managed technology services and specialised talent solutions, allowing enterprises to access technology capabilities through multiple engagement models.

The establishment of the subsidiary represents an important step in building a dedicated platform for the Company's AI strategy. Over time, these capabilities could support the development of recurring service relationships, enterprise AI implementation opportunities and technology talent solutions, while providing a structured platform for expanding the Company's presence in the evolving AI ecosystem.

SWOT Analysis

The technology and artificial intelligence industry is undergoing rapid structural change, creating significant opportunities while also introducing new competitive, regulatory and technological challenges.



Risk & Risk Management

As the Company transitions towards technology, artificial intelligence, software and digital services, its risk profile is evolving alongside its business model. The Company recognises that effective risk management is important for protecting stakeholder interests, maintaining operational resilience and supporting sustainable growth.

Technology & Cybersecurity Risk: Increasing dependence on AI platforms, software, cloud infrastructure and digital systems exposes the business to cybersecurity threats, data breaches, system disruptions and technology failures. The Company needs to maintain appropriate information-security practices, access controls, data protection measures and technology monitoring mechanisms.

AI & Technology Obsolescence Risk: The technology and AI landscape is characterised by rapid innovation. New models, platforms and technologies can quickly change customer requirements and competitive dynamics. Continuous investment in technology capabilities, employee skills and industry knowledge is therefore important to maintain relevance.

Talent & Skill Availability Risk: The Company's technology-led strategy requires access to specialised professionals in AI, software development, analytics and related fields. Shortages of skilled talent or higher employee acquisition and retention costs could affect the pace of execution. The Company's focus on Industry Skilling and Talent-as-a-Service through AVATAR AI MindLab is also intended to address the broader requirement for job-ready technology talent.

Business Execution & Scaling Risk: The Company's transition into new technology businesses involves establishing customer relationships, developing delivery capabilities and converting new initiatives into recurring revenues. Delays in customer acquisition, project execution or scaling could affect revenue visibility and profitability, particularly while the new businesses are being established.

Competition Risk: The global technology and AI services market is highly competitive, with established IT companies, specialised AI firms and emerging technology businesses competing for customers and talent. Differentiation through specialised capabilities, service quality, execution and customer relationships will remain important.

Regulatory & Data Privacy Risk: AI adoption is accompanied by evolving requirements relating to data privacy, cybersecurity, intellectual property, responsible AI and technology governance. Changes in regulations across jurisdictions could increase compliance requirements and operating costs.

Risk Management Approach

The Company seeks to manage these risks through Board-level oversight, internal financial controls, periodic review of business and operational risks, and appropriate governance mechanisms. The audited consolidated financial statements also report that management is responsible for establishing and maintaining adequate internal financial controls over financial reporting.

The Company's governance framework includes an Audit Committee and Risk Management Committee, supporting oversight of key financial, operational and strategic risks. As the Company expands its AI and technology operations, risk management will increasingly focus on cybersecurity, data governance, technology resilience, talent management, regulatory compliance and disciplined execution, alongside conventional financial and operational controls. This approach is intended to enable the Company to pursue growth opportunities while maintaining appropriate safeguards for long-term stakeholder value.

Human Capital & Internal Controls

As the Company moves towards technology and AI-led businesses, human capital and robust internal controls remain important to its ability to execute its strategic plans. The Company's evolving business model requires access to skilled professionals across AI, software, analytics, digital services and technology management. Accordingly, emphasis on specialised talent, continuous learning and industry skilling will be important to support the Company's growth.

The Company is also strengthening its organisational and governance framework as it expands into new technology businesses. The appointment of Mrs. Richa Rathod as Managing Director in April 2026, subject to shareholder approval, further strengthens the Company's leadership framework. Her experience includes corporate finance, financial planning, regulatory compliance, financial reporting and internal controls.

The Company maintains internal financial controls designed to support the accuracy and reliability of financial reporting, safeguard assets and ensure compliance with applicable policies and regulations. These controls, together with appropriate governance and oversight mechanisms, are intended to support disciplined financial management and operational efficiency.

Going forward, the Company intends to further strengthen its technology capabilities, talent pool, internal processes and control environment in line with the scale and complexity of its evolving business operations.

Future Outlook

AVATAR Industries is entering the next phase of its growth with a greater focus on Artificial Intelligence, enterprise technology and digital services. The Company intends to build capabilities across AI-powered software, advanced analytics, digital infrastructure and AI-enabled consulting, with an emphasis on scalable and asset-light business models.

Going forward, the Company will focus on expanding its technology capabilities, developing enterprise relationships, improving revenue consistency and building recurring business opportunities. The strong scale-up achieved in FY2025–26 provides a foundation for the next phase, while the Company's ability to execute its technology strategy and convert emerging AI opportunities into sustainable and profitable revenues will remain critical.

Overall, AVATAR Industries aims to establish itself as a technology and AI-focused enterprise, leveraging the accelerating adoption of artificial intelligence, digital transformation and enterprise technology to create sustainable long-term value for stakeholders.

Annexure -III

REMUNERATION DETAILS PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5 OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014.

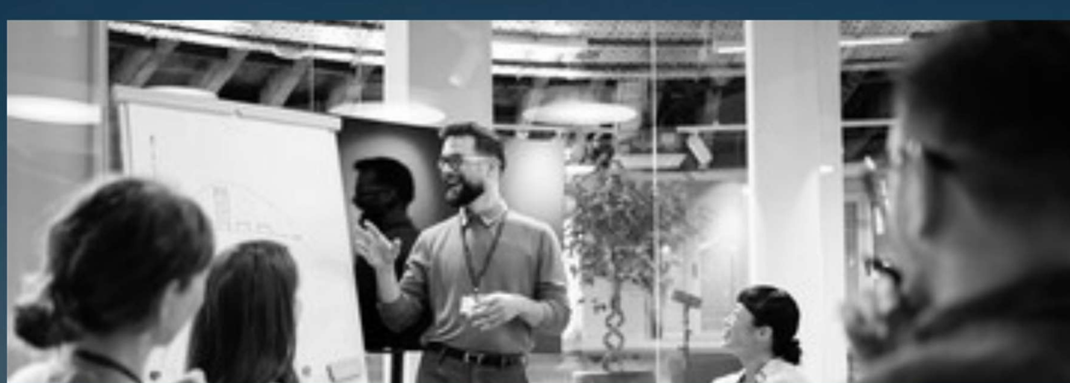
1. The ratio of the remuneration of each Director to the median remuneration of the employees of the Company and Percentage increase in remuneration of each Director, Chief Financial Officer, Company Secretary in the Financial Year 2025-26:

Name of the Director	Designation	Ratio to Median Remuneration of Employees	% increase decrease
Kiran Thakore	Chairman & Non-executive Director	NA	NA
Richa Rathod	Managing Director and Chief Financial Officer	NA	Nil
Dilip Goyal	Non-Executive Director	NA	NA
Yatish Poojary	Non-Executive Independent Director	NA	NA
Karina Jadhav	Non-Executive Independent Director	NA	NA
Mansi Vora	Company Secretary	1.89	NA

2. No. of Permanent Employees during the FY 2025-26: Four
3. Percentage increase in the median remuneration of employees in the Financial Year 2025-26 is -Nil.
4. The average increase in the salary of the employees other than the managerial personnel in FY 2025-26 is Nil and increase in the salary of managerial personnel is Nil (considered only those who have worked both full years in the company). The increment given to each individual employee is based on the employees' potential, experience as also their performance and contribution to the Company's progress over a period of time and also as per market trend.
5. It is hereby affirmed that the remuneration paid during the year is as per the Remuneration Policy of the Company.

For and on behalf of Board of Directors
of AVATAR Industries Limited
(Formerly known as ASL Industries Limited)

	Sd/-	**Sd/-**
	Kiran Thakore	**Richa Rathod**
Date: 02nd September 2026	**Chairman**	**Managing Director**
Place: Mumbai	**DIN: 03140791**	**DIN: 10822615**



III. STATUTORY DECLARATIONS AND CERTIFICATES

CERTIFICATE FROM CHIEF FINANCIAL OFFICER (CFO)

[Regulation 17(8) read with part B of schedule II of the SEBI (listing obligation and disclosure requirement) regulation, 2015]

To,
The Board of Director,
AVATAR Industries Limited,

In compliance with Regulation 17(8) read with Part B of Schedule II of the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015, I hereby certify that:

I have reviewed the Financial Statements and the Cash Flow Statement of the company AVATAR Industries Limited (Formerly known as ASL Industries Limited) for the Financial Year ended 31st March, 2026 and to the best of my knowledge and belief, I state that:

- These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
- These statements together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.

There are, to the best of my knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the Company's Code of Conduct.

I accept responsibility for establishing and maintaining internal controls for financial reporting. I have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which I am aware and steps taken or proposed to be taken for rectifying these deficiencies.

I have indicated to the Auditors and the Audit Committee:

- Significant changes, if any, in the internal control over financial reporting during the year;
- Significant changes, if any, in accounting policies made during the year and that the same have been disclosed in the notes to the financial statements; and
- Instances of significant fraud of which I have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For AVATAR Industries Limited
(Formerly known as ASL Industries Limited)
Sd/-
Richa Rathod
Chief Financial Officer
Place: Mumbai
Date: 02nd September 2026

IV. Financial Statements

(Standalone)

INDEPENDENT AUDITOR'S REPORT

To the Members of **AVATAR Industries Limited**
Report on Audit of Ind AS Standalone Financial Statements

Opinion

1. We have audited the Standalone financial statements of **AVATAR Industries Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2026, and the Statements of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") of the state of affairs of the Company as at March 31, 2026, and its profit and cash flows for the year ended on that date.

Basis for Opinion

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

Responsibility of the Management and those charged with governance for the Standalone Financial Statements

4. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies, making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Standalone Financial Statements

1. Our objectives are to obtain reasonable assurance about whether the Standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists.

2. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Standalone financial statements.

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

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

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

4. 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.

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act (the "Order"), and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the Annexure I a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. 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, on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

c. Since the company does not have any branch offices reporting under this clause is not applicable.

d. The Balance Sheet, the Statement of Profit and Loss including the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

e. In our opinion, the aforesaid Standalone Financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.

f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure-II" to this report.

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

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

i. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014(as amended), in our opinion and to the best of our information and according to the explanations given to us:
   i. The Company has disclosed the impact of pending litigations on its financial position in its Standalone Financial Statements.

ii. The Company did not have any long-term contract, including derivate contract for which there were any material foreseeable losses.
iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
iv. The Management has represented, that, to the best of their knowledge and belief, no funds (which are material either individually and in aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company, to or in any other person or entity, including foreign entity ("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 by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
v. The management has represented, that, to the best of their knowledge and belief, no funds (Which are material either individually or in aggregate) have been received by the Company, from any person or entity, 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 by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
vi. Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
vii. The dividend declared and paid during the year by the Company is in compliance with Section 123 of the Companies Act, 2013.
viii. Based on our examination, which included test checks, the Company has used accounting software 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 in the software. Further, during the course of audit, we have not come across any instance of the audit trail feature being tampered with.

For Nagadheep Sathyanarayana & Co.,
Chartered Accountants
Firm's Registration Number 008003S
Sd/-
CA. Geetha H. N.
Partner
Membership Number: 212121
Bengaluru
26th May ,2026
UDIN: 26212121UHNPXU1952

Annexure I to the Independent Auditors' Report

(Referred to in paragraph 1 under "Report on other legal and regulatory requirements" of our report of even date on the Standalone financial statements for the year ended on March 31, 2026 of

1. (a)(A) The Company has maintained up to date records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

   (B) The Company has not capitalized any intangible assets in the books and accordingly, the requirement to report on Clause 3(i)(a)(B) of the Order is not applicable to the Company.
   (b) Property Plant and Equipment have been physically verified in phased manner during the year by the Management and there is a regular program of physical verification of all the fixed assets at reasonable intervals.

   (c) Company does not have any immovable properties of freehold or leasehold land and building and hence reporting under Clause 3(i)(c) of the CARO 2020 is not applicable.

   (d) The Company has not revalued any of its Property, Plant and Equipment or intangible assets or both during the year, the requirement to report on Clause 3(i)(d) of the Order is not applicable to the Company.
   (e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

2. (a) The management has conducted physical verification of inventory at reasonable intervals during the year. In our opinion, the coverage and the procedure of such verification by the management is appropriate. Discrepancy of 10% or more were not noticed on such physical verification.

   (b) The Company has been sanctioned working capital limits in excess of in aggregate from banks during the year on the basis of security of current assets of the Company. And quarterly returns or statements filed by the company with the bank are in agreement with the books of account of the Company.

3. According to the information and explanations given to us, during the year the Company has not 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 covered in the register maintained under Section 189 of the Companies Act, 2013. The Company has made investments during the year, details of which are disclosed in the Standalone financial statements.

4. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of investments made during the year. The Company has not granted any loans or provided guarantees or securities covered under the said sections.

5. The Company has not accepted any deposits or amounts deemed to be deposits within the meaning of Sections 73 to 76 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014. Accordingly, reporting under clause 3(v) of the Companies (Auditor's Report) Order, 2020 is not applicable.

6. The maintenance of cost records has not been specified by the Central Government under section 148(1) of the Companies Act, 2013.

7. (a) According to the records of the Company, the Company is generally regular in depositing with the appropriate authorities undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax and other statutory dues applicable to it to the appropriate authorities.

8. 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).

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

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

(c) The term loans obtained by the Company during the year were applied for the purpose for which the loans were obtained.

(d) On an overall examination of the Standalone financial statements of the Company, funds raised on a short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

(e)On an overall examination of the Standalone financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.

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

10. (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
(b)In our opinion and according to the information and explanations given to us Company has not made any preferential allotment or private placement of shares or convertible debentures.

11. Based on audit procedures performed and as per the information and explanations given to us by the Management.

a) No fraud by the Company or no fraud on the Company has been noticed or reported during the year.
b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
c) As represented to us by the management, there are no whistle blower complaints received by the company during the year.

12. The Company is not a ‘Nidhi Company’, therefore, clause 3(xii) of the Companies (Auditor’s Report) Order, 2020 is not applicable to the Company.

13. Transactions with the related parties are in compliance with Sections 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the Standalone financial statements, as required by the applicable accounting standards.

(a) On our examination, the company have an internal audit system commensurate with the size and nature of its business and required to have an internal audit system as per provisions of section 138 of the Companies Act 2013.

14. According to the information and explanations given by the management and audit procedures performed by us, the Company has not entered into any non-cash transactions with directors or persons connected with him as referred to in Section 192 of Companies Act, 2013.

15.

(a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.

(b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

16. The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

17. There has been resignation of M/s. C.P. Rawka & Co., the statutory auditors of the Company dated 18th February 2026 during the year.

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

19. The provisions of Section 135 of the Companies Act, 2013 relating to Corporate Social Responsibility are not applicable to the Company. Accordingly, reporting under clause 3(xx)(a) and 3(xx)(b) of the Companies (Auditor's Report) Order, 2020 is not applicable.

For Nagadheep Sathyanarayana & Co.,
Chartered Accountants
Firm's Registration Number 008003S
Sd/-
CA Geetha H N
Partner
Membership Number: 212121
Bengaluru
26th May ,2026
UDIN: 26212121UHNPXU1952

ANNEXURE – II TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2(f) under "Report on other legal and regulatory requirements" of our report of even date on the Standalone financial statements for the year ended on March 31, 2026 of

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

We have audited the internal financial controls over financial reporting of Avatar Industries Limited ("the Company"), as of **March 31, 2026** in conjunction with our audit of the Standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls:

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

Auditors' Responsibility:

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls Over Financial Reporting:

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

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company.

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Standalone 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 Standalone financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting:

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

Opinion:

According to the information and representation given to us by the management and considering the size of the company and nature of business we did not come across any material weakness in internal financial controls over financial reporting and such internal financial controls over financial reporting were operating effectively as of March 31, 2026, 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 Nagadheep Sathyanarayana & Co.,
Chartered Accountants
Firm’s Registration Number 008003S
Sd/-
CA Geetha H N
Partner
Membership Number: 212121
Bengaluru
26th May 2026
UDIN: 26212121UHNPXU1952

AVATAR INDUSTRIES LIMITED

(Formerly Known as ASL Industries Limited)

Standalone Balance Sheet as at 31st March 2026

(All amounts in INR LAKH, unless otherwise stated)

Particulars	Note	As at 31 March 2026	As at 31 March 2025
ASSETS			
(1) Non-current assets			
(a) Property, plant and equipment	3	-	-
(b) Financial assets			
(i) Investments	4	35.00	-
(c) Deferred tax assets (net)	5	25.65	25.65
(d) Other non-current assets	6	-	-
Total non-current assets		**60.65**	**25.65**
(2) Current assets			
(a) Financial assets			
(i) Trade receivables	7	-	-
(ii) Cash and cash equivalents	8	34.32	0.63
(iii) Other current financial assets	9	3,467.58	3,483.99
(b) Other current assets	10	-	3.43
Total current assets		**3,501.89**	**3,488.05**
TOTAL ASSETS		**3,562.55**	**3,513.70**
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	11	1,041.71	1,041.71
(b) Other equity	12	2,505.65	2,462.32
Total equity		**3,547.36**	**3,504.03**
Liabilities			
(1) Non-current liabilities			
The Company has no non-current liabilities.			
(2) Current liabilities			
(a) Financial liabilities			
(i) Trade payables	13		
otal outstanding dues of micro enterprises and small enterprises		-	-
total outstanding dues of creditors other than micro enterprises and small ses		0.65	-
(b) Other current liabilities	14	0.04	0.90
(c) Provisions	15	-	-
(d) Short Term Provisions	16	14.50	8.78
Total current liabilities		**15.19**	**9.68**
TOTAL EQUITY AND LIABILITIES		**3,562.55**	**3,513.70**
Corporate information & significant accounting policies	1 & 2		

The notes referred to above form an integral part of financial statements as per our report of even date attached

For M/s. Nagadheep Sathyanarayana and Co.
Chartered Accountants
Firm registration no. 008003S
Sd/-
CA. Geetha H. N.
(Partner)/ Membership No.: 212121
Bengaluru
UDIN: 26212121UHNPXU1952
26th May,2026

for and on behalf of the Board of Directors of
AVATAR Industries Limited
(Formerly known as ASL Industries Limited)

Sd/-
Kiran Thakore
Chairman
DIN: 03140791

Sd/-
Richa Rathod
Managing Director
DIN: 10822615

Sd/-
Mansi Vora
Company Secretary
Mumbai

AVATAR INDUSTRIES LIMITED

(Formerly Known as ASL Industries Limited)

Standalone Statement of Profit and Loss for the year ended 31st March 2026

(All amounts in INR LAKH, unless otherwise stated)

Particulars	Note	Year ended 31 March 2026	Year ended 31 March 2025
I Revenue from operations	17	-	-
II Other income	18	67.58	36.32
III Total income (I + II)		**67.58**	**36.32**
IV Expenses			
Cost of materials consumed	19	-	-
Employee benefits expense	20	5.38	15.99
Finance costs	21	0.01	-
Depreciation and amortisation expense	3	-	-
Other expenses	22	8.35	10.91
Total expenses (IV)		**13.73**	**26.90**
V Profit before exceptional items and tax (III - IV)		**53.85**	**9.41**
VI Exceptional items		-	-
VII Profit before tax (V - VI)		**53.85**	**9.41**
VIII Tax expense	23		
Current tax		14.50	0.85
Deferred tax charge / (credit)		-	-
Tax relating to earlier years		(3.98)	-
Total tax expense		**10.52**	**0.85**
IX Profit for the year (VII - VIII)		**43.33**	**8.56**
X Other comprehensive income	24		
A Items that will not be reclassified to profit or loss			
(i) Remeasurement gains / (losses) on defined benefit plans		-	-
(ii) Equity instruments through other comprehensive income		-	-
(iii) Income tax relating to items that will not be reclassified		-	-
B Items that will be reclassified to profit or loss			
(i) Debt instruments through other comprehensive income		-	-
(ii) Income tax relating to items that will be reclassified		-	-
Other comprehensive income for the year, net of tax		**-**	**-**
XI Total comprehensive income for the year (IX + X)		**43.33**	**8.56**
XII Earnings per equity share (face value Rs.10 each)	25		
Basic (Rs.)		41.60	8.22
Diluted (Rs.)		41.60	8.22
The accompanying notes 1 to 26 form an integral part of these financial statements.			

For M/s. Nagadheep Sathyanarayana and Co.
Chartered Accountants
Firm registration no. 008003S
Sd/-
CA. Geetha H. N.
(Partner)/ Membership No.: 212121
Bengaluru
UDIN: 26212121UHNPXU1952
26th May,2026

for and on behalf of the Board of Directors of
AVATAR Industries Limited
(Formerly known as ASL Industries Limited)

Sd/-
Kiran Thakore
Chairman
DIN: 03140791

Sd/-
Richa Rathod
MD
DIN: 10822615

Sd/-
Mansi Vora
Company Secretary
Mumbai

AVATAR INDUSTRIES LIMITED
(Formerly Known as ASL Industries Limited)
Standalone statement of cash flows for the year ended 31st March 2026
(All amounts in INR LAKH, unless otherwise stated)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
A. Cash flows from operating activities		
Profit before tax	53.85	8.56
Adjustments for:		
Finance costs	0.01	-
Operating profit / (loss) before working capital changes	**53.86**	**8.56**
Movements in working capital:		
Increase / (decrease) in trade payables	0.65	-
Increase / (decrease) in other current liabilities	(0.86)	-
Increase/(Decrease) in Current Liabilities	-	(0.48)
Increase/(Decrease) in Short Term Provisions	5.72	-
Increase/ (Decrease) in other current asset	3.43	(3.43)
Increase/ (Decrease) in other current financial asset	16.42	-
(Increase)/ Decrease in Advance Tax & TDS	-	13.33
Increase/ (Decrease) in Short Term Loan and Advances	-	(13.98)
(Increase) / decrease in trade receivables	-	1.81
Cash generated from / (used in) operations	**79.22**	**5.81**
Income taxes paid, net of refunds	(10.52)	(7.45)
Net cash from / (used in) operating activities (A)	**68.70**	**(1.64)**
B. Cash flows from investing activities		
Purchase of investments in subsidiaries	(35.00)	-
(Purchase) / Sale of Investments	-	4.00
Proceeds from disposal of property, plant and equipment	-	1.76
Interest received	-	-
Net cash from / (used in) investing activities (B)	**(35.00)**	**5.76**
C. Cash flows from financing activities		
Finance costs paid	(0.01)	-
Net cash used in financing activities (C)	**(0.01)**	**-**
Net increase / (decrease) in cash and cash equivalents (A + B + C)	**33.69**	**4.11**
Cash and cash equivalents at the beginning of the year	0.63	(3.48)
Cash and cash equivalents at the end of the year	**34.32**	**0.63**
Check: agreement with cash and cash equivalents per the balance sheet	-	-
Components of cash and cash equivalents (refer Note 8)		
Balances with banks in current accounts	33.82	0.14
Cash on hand	0.50	0.50
Total	**34.32**	**0.63**

For M/s. Nagadheep Sathyanarayana and Co.
Chartered Accountants
Firm registration no. 008003S
Sd/-
CA. Geetha H. N.
(Partner)/ Membership No.: 212121
Bengaluru
UDIN: 26212121UHNPXU1952
26th May,2026

for and on behalf of the Board of Directors of
AVATAR Industries Limited
(Formerly known as ASL Industries Limited)

Sd/-
Kiran Thakore
Chairman
DIN: 03140791

Sd/-
Richa Rathod
MD
DIN: 10822615

Sd/-
Mansi Vora
Company Secretary
Mumbai

STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES AND BASIS OF PREPARATION OF STANDALONE FINANCIAL STATEMENTS AS AT 31ST MARCH 2026

1. CORPORATE INFORMATION

AVATAR Industries Limited (formerly known as ASL Industries Limited) ("the Company") is a Public Limited Company incorporated in India in the year 1992. The registered office of the Company is situated at NESCO IT Park, 10th Floor, Building 4, Goregaon East, Mumbai, Maharashtra, India – 400063.

The Company is primarily engaged in the business of software development, IT solutions, web applications, mobile applications, data centre infrastructure and related IT-enabled services. The Company also undertakes activities relating to software designing, development including development and provision of internet and web-based applications, software products, portals, platforms and other technology solutions.

The Company's equity shares are listed on a recognised stock exchange under the Small and Medium Enterprise ("SME") platform.

2. BASIS OF PREPARATION OF STANDALONE FINANCIAL STATEMENTS

These standalone financial statements have been prepared in accordance with the Indian Accounting Standards ("Ind AS") notified under Section 133 of the Companies Act, 2013 ("the Act"), read with the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time, and other relevant provisions of the Act.

The standalone financial statements have been prepared on the accrual basis and under the going concern assumption. The accounting policies have been consistently applied in the preparation of the standalone financial statements for all periods presented, except where a change in accounting policy is required by an applicable Ind AS or has been appropriately made in accordance with the requirements of the applicable standards.

The standalone financial statements have been prepared on the basis of relevant Ind AS, including the presentation and disclosure requirements prescribed under Schedule III to the Act, to the extent applicable to the Company.

The standalone financial statements were authorised for issue by the Board of Directors on the date specified in the financial statements.

Current and non-current classification

The Company presents assets and liabilities as current and non-current based on the criteria prescribed under Ind AS 1 and Schedule III to the Act.

An asset is classified as current when:

- it is expected to be realised in, or is intended for sale or consumption in, the normal operating cycle;
- it is held primarily for the purpose of trading;
- it is expected to be realised within twelve months after the reporting period; or
- it is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current when:

- it is expected to be settled in the normal operating cycle;
- it is held primarily for the purpose of trading;
- it is due to be settled within twelve months after the reporting period; or

- the Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

The normal operating cycle of the Company is considered to be twelve months unless a longer period is specifically identified based on the nature of the Company's business.

3. BASIS OF MEASUREMENT

The standalone financial statements have been prepared under the historical cost convention, except for certain financial assets and financial liabilities that are measured at fair value, and defined benefit obligations which are measured in accordance with the requirements of Ind AS 19.

The measurement basis used for each material class of assets and liabilities is disclosed in the respective accounting policies set out below.

4. USE OF ESTIMATES AND JUDGEMENTS

The preparation of standalone financial statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the reported amounts of assets, liabilities, income and expenses and the accompanying disclosures.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively in the period in which the estimates are revised and in any future periods affected.

The key areas involving significant estimates and judgements include:

- revenue recognition and determination of transaction price;
- useful lives and residual values of property, plant and equipment and intangible assets;
- impairment of non-financial assets and investments;
- expected credit losses on financial assets;
- recognition and measurement of deferred tax assets;
- measurement of employee benefit obligations;
- provisions and contingent liabilities;
- lease term and determination of whether an arrangement contains a lease; and
- fair value measurement of financial and other applicable assets and liabilities.

Actual results may differ from these estimates.

5. REVENUE RECOGNITION

Revenue is recognised in accordance with Ind AS 115 – Revenue from Contracts with Customers when control of the promised goods or services is transferred to the customer and in an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services.

The Company derives revenue primarily from software development and implementation services, software and technology solutions, web and mobile application development, maintenance and support services, data centre and related technology services, consultancy and professional services, and other IT-enabled services.

Revenue is recognised based on the nature of the performance obligation as follows:

- Software development and implementation services: Revenue is recognised over time where the customer simultaneously receives and consumes the benefits of the services or where the relevant criteria for recognition over time under Ind AS 115 are satisfied. Where the performance obligation is satisfied at a point in time, revenue is recognised when control of the related service or deliverable is transferred to the customer.

- Subscription and platform-based services: Revenue is recognised over the period during which the customer has access to and receives the related services.
- Maintenance and support services: Revenue is generally recognised over the period in which the services are provided.
- Consultancy and professional services: Revenue is recognised as the related services are rendered, based on the satisfaction of the applicable performance obligations.
- Other services: Revenue is recognised based on the satisfaction of the respective performance obligations under the customer contract.

Revenue is measured at the fair value of consideration received or receivable, net of taxes collected on behalf of the government, discounts, rebates and other amounts payable to customers, wherever applicable.

Where contracts contain variable consideration, such consideration is recognised only to the extent that it is highly probable that a significant reversal of cumulative revenue recognised will not occur when the uncertainty is subsequently resolved.

Contract assets, contract liabilities and trade receivables are recognised in accordance with the requirements of Ind AS 115.

6. PROPERTY, PLANT AND EQUIPMENT

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses, if any.

The cost comprises purchase price, directly attributable costs incurred in bringing the asset to its location and condition necessary for it to be capable of operating in the manner intended by management, and, where applicable, estimated costs of dismantling and removing the asset and restoring the site.

Subsequent expenditure is capitalised only when it is probable that future economic benefits associated with the expenditure will flow to the Company and the cost can be measured reliably. All other repairs and maintenance are recognised as expenses in the Statement of Profit and Loss as incurred.

Assets under construction are disclosed as capital work-in-progress until the assets are ready for their intended use.

7. DEPRECIATION

Depreciation on property, plant and equipment is provided on a straight-line basis over the useful lives of the assets as prescribed in Schedule II to the Companies Act, 2013, or over the estimated useful lives determined by management where appropriate.

Depreciation is charged from the date the asset is available for use.

The residual values, useful lives and method of depreciation are reviewed at each reporting date and changes, if any, are accounted for prospectively as changes in accounting estimates.

8. INTANGIBLE ASSETS

Intangible assets acquired separately are initially measured at cost. Subsequently, intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses, if any.

Intangible assets are amortised on a systematic basis over their estimated useful lives.

Expenditure on research activities is recognised as an expense as incurred. Development expenditure is capitalised only when the recognition criteria prescribed under Ind AS 38 are satisfied, including technical feasibility, intention and ability to complete and use or sell the asset, availability of adequate resources, probability of future economic benefits and reliable measurement of costs.

Expenditure incurred on maintenance, upgrades and routine development of existing software that does not meet the recognition criteria for capitalisation is charged to the Statement of Profit and Loss as incurred.

9. IMPAIRMENT OF NON-FINANCIAL ASSETS

At each reporting date, the Company reviews the carrying amounts of its non-financial assets to determine whether there is any indication of impairment.

If any indication of impairment exists, or when annual impairment testing is required, the recoverable amount of the asset or cash-generating unit is estimated.

An impairment loss is recognised when the carrying amount of an asset or cash-generating unit exceeds its recoverable amount. The recoverable amount is the higher of fair value less costs of disposal and value in use.

Impairment losses recognised in earlier periods are reviewed at each reporting date for possible reversal. A reversal is recognised to the extent that the recoverable amount has increased, subject to the limitations prescribed under Ind AS 36.

10. INVESTMENTS IN SUBSIDIARIES

Investments in subsidiaries, if any, are accounted for at cost in the standalone financial statements, in accordance with Ind AS 27, subject to impairment testing in accordance with applicable Ind AS.

Where there is an indication that an investment may be impaired, the carrying amount of the investment is compared with its recoverable amount and an impairment loss is recognised in the Statement of Profit and Loss where appropriate.

11. IMPAIRMENT OF INVESTMENTS IN SUBSIDIARIES

The Company reviews its investments in subsidiaries carried at cost at each reporting date or whenever there is an indication of impairment.

Where the recoverable amount of an investment is lower than its carrying amount, the difference is recognised as an impairment loss in the Statement of Profit and Loss.

12. FOREIGN CURRENCY TRANSACTIONS

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

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate prevailing at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in the Statement of Profit and Loss, except where otherwise required under applicable Ind AS.

Based on the Company's transactions during the year under review, there were no material foreign currency transactions requiring separate disclosure, except as disclosed in the relevant notes to the financial statements.

13. FINANCIAL ASSETS

Financial assets are recognised when the Company becomes a party to the contractual provisions of the instrument.

Financial assets are initially measured at fair value plus, in the case of financial assets not carried at fair value through profit or loss, transaction costs directly attributable to the acquisition of the financial asset.

Subsequent measurement depends on the classification of the financial asset under Ind AS 109, including:

- amortised cost;
- fair value through other comprehensive income; or
- fair value through profit or loss.

Trade receivables are initially recognised at transaction price where they do not contain a significant financing component.

14. FINANCIAL LIABILITIES

Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument.

Financial liabilities are initially measured at fair value, net of transaction costs directly attributable to the issue of the financial liability, except financial liabilities classified as fair value through profit or loss.

Subsequently, financial liabilities are generally measured at amortised cost using the effective interest method, except liabilities required to be measured at fair value through profit or loss.

15. DERECOGNITION OF FINANCIAL ASSETS AND LIABILITIES

A financial asset is derecognized when:

the contractual rights to receive cash flows from the asset expire; or

the Company transfers the rights to receive contractual cash flows and substantially all risks and rewards of ownership of the financial asset.

A financial liability is derecognised when the obligation specified in the contract is discharged, cancelled or expires.

Any difference between the carrying amount and consideration received or paid is recognised in the Statement of Profit and Loss.

16. IMPAIRMENT OF FINANCIAL ASSETS – EXPECTED CREDIT LOSS

The Company recognises loss allowances for expected credit losses on financial assets measured at amortised cost and other financial assets to which the impairment requirements of Ind AS 109 apply.

For trade receivables and contract assets, the Company applies the simplified approach and recognises lifetime expected credit losses.

Expected credit losses are estimated using historical credit loss experience, adjusted for current conditions and reasonable and supportable forward-looking information, wherever applicable.

The amount of impairment loss or reversal of impairment loss is recognised in the Statement of Profit and Loss.

17. OFFSETTING OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES

Financial assets and financial liabilities are offset and the net amount is presented in the Balance Sheet only when the Company has a legally enforceable right to offset the recognised amounts and intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

18. LEASES

At inception of a contract, the Company assesses whether the contract is, or contains, a lease in accordance with Ind AS 116.

For leases where the Company is a lessee, a right-of-use asset and corresponding lease liability are recognised at the commencement date, except for short-term leases and leases of low-value assets for which the applicable recognition exemptions are applied.

The lease liability is initially measured at the present value of lease payments not paid at the commencement date, discounted using the interest rate implicit in the lease, if readily determinable, or otherwise the Company's incremental borrowing rate.

The right-of-use asset is initially measured at cost and subsequently depreciated over the lease term or useful life, as applicable, and tested for impairment in accordance with Ind AS 36.

The lease term comprises the non-cancellable period of the lease together with extension or termination periods where the Company is reasonably certain to exercise the relevant option.

19. PROVISIONS AND CONTINGENT LIABILITIES

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.

Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the reporting date and are reviewed at each reporting date.

Contingent liabilities are not recognised in the financial statements but are disclosed in the notes where there is a possible obligation or a present obligation that does not meet the recognition criteria under Ind AS 37, unless the possibility of an outflow of resources embodying economic benefits is remote.

20. CONTINGENT ASSETS

Contingent assets are not recognised in the financial statements.

Where an inflow of economic benefits is probable, the related contingent asset is disclosed in the notes to the financial statements. Contingent assets are recognised only when the realization of income is virtually certain.

21. INVESTMENT PROPERTY

Investment property comprises property held to earn rental income, for capital appreciation, or both, rather than for use in the production or supply of goods or services, for administrative purposes or for sale in the ordinary course of business.

Investment property is initially measured at cost, including directly attributable transaction costs.

Subsequently, investment property is carried at cost less accumulated depreciation and accumulated impairment losses, if any.

Depreciation is provided on a straight-line basis over the useful life prescribed under Schedule II to the Companies Act, 2013.

An investment property is derecognized upon disposal or when it is permanently withdrawn from use and no future economic benefits are expected from its disposal. The resulting gain or loss is recognised in the Statement of Profit and Loss.

22. FAIR VALUE MEASUREMENT

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The fair value measurement assumes that the transaction takes place:

- in the principal market for the asset or liability; or
- in the absence of a principal market, in the most advantageous accessible market.

Fair value is determined using valuation techniques that maximise the use of relevant observable inputs and minimise the use of unobservable inputs.

23. CASH AND CASH EQUIVALENTS

Cash and cash equivalents comprise cash on hand, balances with banks and short-term highly liquid investments that are readily convertible into known amounts of cash and subject to an insignificant risk of changes in value.

Generally, investments with original maturities of three months or less from the date of acquisition are considered to be cash equivalents, subject to the requirements of Ind AS.

24. OTHER BANK BALANCES

Balances with banks other than cash and cash equivalents, including earmarked balances and deposits having original maturities exceeding three months, are classified separately as other bank balances, as applicable.

25. INTEREST AND DIVIDEND INCOME

Interest income is recognised using the effective interest method in accordance with Ind AS 109.

Dividend income is recognised when the Company's right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Company and the amount of dividend can be measured reliably.

26. DIVIDENDS

Dividends on equity shares are recognised as a liability when the distribution is authorised and is no longer at the discretion of the Company.

A corresponding amount is recognised directly in equity.

Interim dividends are recognised as a liability upon declaration by the Board of Directors.

27. DERIVATIVE FINANCIAL INSTRUMENTS AND HEDGE ACCOUNTING

Derivative financial instruments are recognised initially at fair value and subsequently remeasured at fair value at each reporting date.

The accounting for changes in fair value depends upon whether the derivative is designated as a hedging instrument and, if so, the nature of the hedge relationship.

The Company did not enter into any material derivative or hedging transactions during the year under review. Accordingly, hedge accounting provisions have not been applicable during the year, except as may be disclosed separately in the financial statements.

28. EMPLOYEE BENEFITS

Employee benefits are accounted for in accordance with Ind AS 19 – Employee Benefits. The standard requires recognition of a liability for benefits arising from employee service and recognition of the corresponding expense as the related service is rendered.

Short-term employee benefits

Short-term employee benefits are recognised as an expense as the related services are rendered. The liability for such benefits is measured at the undiscounted amount expected to be paid.

Defined contribution plans

Contributions to defined contribution plans, including provident fund and other applicable statutory schemes, are recognised as an expense when employees have rendered the related service.

Defined benefit plans

The Company's liability in respect of defined benefit obligations, such as gratuity, if applicable, is measured using the Projected Unit Credit Method and is recognised based on actuarial valuation carried out at the reporting date.

Remeasurements arising from defined benefit plans, including actuarial gains and losses, are recognised in Other Comprehensive Income in accordance with Ind AS 19.

29. SEGMENT REPORTING

The Company determines its operating segments based on the internal reporting provided to the Chief Operating Decision Maker ("CODM") for the purpose of making decisions about resource allocation and performance assessment.

Based on the nature of the Company's operations and the manner in which the business is managed and reviewed, the Company operates primarily in a single business segment relating to Information Technology and related IT-enabled services.

Accordingly, the Company's primary segment is considered to be a single reportable segment, subject to the disclosure requirements of Ind AS 108.

30. INCOME TAXES

Income tax expense comprises current tax and deferred tax.

Current tax

Current tax is measured at the amount expected to be paid to or recovered from the taxation authorities, based on taxable income for the year and applicable tax rates and tax laws.

Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which the deductible temporary differences and unused tax losses or credits can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available.

Deferred tax assets and liabilities are measured using the tax rates expected to apply when the asset is realised or the liability is settled, based on tax rates and tax laws enacted or substantively enacted at the reporting date.

31. EARNINGS PER SHARE

Basic earnings per share is calculated by dividing the profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the reporting period.

For the purpose of calculating diluted earnings per share, the profit attributable to equity shareholders and the weighted average number of equity shares outstanding are adjusted for the effects of all dilutive potential equity shares, where applicable.

Dilutive potential equity shares are deemed to have been converted at the beginning of the period unless issued at a later date.

32. BORROWING COSTS

Borrowing costs that are directly attributable to the acquisition or construction of a qualifying asset are capitalised as part of the cost of that asset.

Other borrowing costs are recognised as an expense in the Statement of Profit and Loss in the period in which they are incurred.

33. CASH FLOW STATEMENT

The Cash Flow Statement is prepared in accordance with the requirements of Ind AS 7 – Statement of Cash Flows.

Cash flows from operating activities are presented using the indirect method, whereby profit or loss is adjusted for the effects of non-cash transactions, items of income or expense associated with investing or financing cash flows, and changes in working capital.

34. EVENTS AFTER THE REPORTING PERIOD

Events occurring after the reporting period that provide additional evidence of conditions existing at the reporting date are recognised in the standalone financial statements.

Material non-adjusting events occurring after the reporting period are disclosed in the notes to the standalone financial statements, where applicable.

NOTES TO STANDALONE FINANCIAL STATEMENTS AS AT 31ST MARCH 2026

Note	Particulars	31 March 2026	31 March 2025
3	**Property, plant and equipment**		
	Gross carrying amount at the beginning of the year	-	0.07
	Additions during the year	-	-
	Disposals during the year	-	(0.07)
	Gross carrying amount at the end of the year	**-**	**-**
	Accumulated depreciation at the end of the year	-	-
	Net carrying amount	**-**	**-**
	Depreciation charge for the year	-	-

Note	Particulars	31 March 2026	31 March 2025
4	**Investments (non-current)**		
	Investments in equity instruments of subsidiaries, unquoted, at cost		
	ASL Infineon Ventures Private Limited - 250,000 equity shares fully paid up	25.00	-
	ASL Ventures Private Limited - 100,000 equity shares fully paid up	10.00	-
	Total	35.00	-
	Aggregate amount of unquoted investments	35.00	-
	Aggregate amount of impairment in the value of investments	-	-

Note	Particulars	31 March 2026	31 March 2025
5	**Deferred tax assets (net)**		
	Deferred tax assets	25.65	25.65
	Deferred tax liabilities	-	-
	Deferred tax assets (net)	**25.65**	**25.65**

Note	Particulars	31 March 2026	31 March 2025
6	**Other non-current assets**		
	Deferred tax assets	25.65	25.65
	Deferred tax liabilities	-	-
	Deferred tax assets (net)	**25.65**	**25.65**

Note	Particulars	31 March 2026	31 March 2025
7	**Trade receivables**		
	Trade receivables considered good - unsecured	-	-
	Less: allowance for expected credit losses	-	-
	Total	-	-

Note	Particulars	31 March 2026	31 March 2025
8	**Cash and cash equivalents**		
	Balances with banks in current accounts	33.82	0.14
	Cash on hand	0.50	0.50
	Total	**34.32**	**0.63**

Note	Particulars	31 March 2026	31 March 2025
9	**Unsecured, considered good**		
	Loans to bodies corporate	1,220.40	1,991.99
	Loans to other entities	2,226.18	1,492.00
	Advances to subsidiaries	21.00	-
	Less: allowance for expected credit losses	-	-
	Total	3,467.58	3,483.99

Note	Particulars	31 March 2026	31 March 2025
10	**Other current assets**		
	Advance tax and tax deducted at source	-	3.43
	Total	-	3.43

Note	Particulars	31 March 2026	31 March 2025
11	**Equity share capital**		
	Total	**1,041.71**	**1,041.71**

	Reconciliation of the number of shares outstanding	31 March 2026	31 March 2025
	Number of shares at the beginning of the year	104,17,090	104,17,090
	Shares issued during the year	-	-
	Number of shares at the end of the year	**104,17,090**	**104,17,090**
	Shareholders holding more than 5 per cent of the shares	**No. of shares**	**% holding**
	SKYBRIDGE INCAP ADVISORY LLP	69,09,090	66.32%
	Shareholding of promoters at the end of the year	**No. of shares**	**% holding**
	SKYBRIDGE INCAP ADVISORY LLP	69,09,090	66.32%
	Total	**69,09,090**	**66.32%**

Note	Particulars	31 March 2026	31 March 2025
12	**Other equity**		
	Securities premium	2,319.87	2,319.87
	General reserve	0.82	0.82
	Retained earnings	184.96	141.63
	Total	**2,505.65**	**2,462.32**

Note	Particulars	31 March 2026	31 March 2025
13	**Trade payables**		
	Total outstanding dues of micro enterprises and small enterprises	-	-
	Total outstanding dues of creditors other than micro enterprises and small enterprises	0.65	-
	Total	**0.65**	-

Note	Particulars	Less than 1 year	1-2 Year	2-3 Years	More than 3 Years	Total
	Trade payables ageing as at 31 March 2026					
	Dues to Micro Small and Medium Enterprises	0.00	0.00	0.00	0.00	0.00
	Others	0.65	0.00	0.00	0.00	0.65
	Total	**0.65**	**0.00**	**0.00**	**0.00**	**0.65**

	Trade payables ageing as at 31 March 2025					
	Dues to Micro Small and Medium Enterprises	0.00	0.00	0.00	0.00	0.00
	Others	0.00	0.00	0.00	0.00	0.00
	Total	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**

Note	Particulars	31 March 2026	31 March 2025
14	**Other current liabilities**		
	Liability for expenses	-	0.90
	Statutory dues including tax deducted and collected at source	0.04	-
	Total	**0.04**	**0.90**
Note	**Particulars**	**31 March 2026**	**31 March 2025**
15	**Provisions (current)**		
	Provision for employee benefits	-	-
	Total	-	-

Note	Particulars	31 March 2026	31 March 2025
16	**Current tax liabilities (net)**		
	Provision for taxation	14.50	8.78
	Less: advance tax and tax deducted at source	-	-
	Total	**14.50**	**8.78**

Note	Particulars	31 March 2026	31 March 2025
17	**Revenue from operations**		
	Sale of products	-	-
	Total	-	-

Note	Particulars	31 March 2026	31 March 2025
18	**Other income**		
	Interest income	67.58	36.11
	Interest on income tax refund	-	0.16
	Gain on disposal of property, plant and equipment	-	0.05
	Total	**67.58**	**36.32**

Note	Particulars	31 March 2026	31 March 2025
19	**Cost of materials consumed**		
	Cost of materials consumed	-	-
	Total	-	-

Note	Particulars	31 March 2026	31 March 2025
20	**Employee benefits expense**		
	Salaries, wages and bonus	5.38	5.99
	Remuneration to directors	-	10.00
	Contribution to provident and other funds	-	-
	Total	**5.38**	**15.99**

Note	Particulars	31 March 2026	31 March 2025
21	**Finance costs**		
	Interest expense on financial liabilities measured at amortised cost	0.01	-
	Total	**0.01**	-

Note	Particulars	31 March 2026	31 March 2025
22	**Other Expense**		
	Consultancy charges	2.06	4.33
	Miscellaneous expenses	2.59	0.64
	Listing fees	1.95	1.72
	Fees and subscription	1.15	2.41
	Professional fees	0.30	0.30
	Payment to auditors	0.30	0.30
	Rent	-	0.90
	Sales promotion	-	0.22
	Printing and stationery	-	0.06
	License fees	-	0.04
	Consultancy charges	2.06	4.33
	Total	8.35	10.91

Note	Particulars	31 March 2026	31 March 2025
23	**Income tax expense**		
	Current tax	14.50	0.85
	Deferred tax charge / (credit)	-	-
	Tax relating to earlier years	(3.98)	-
	Total tax expense recognised in the statement of profit and loss	**10.52**	**0.85**

Note	Particulars
24	**Other comprehensive income**
	There were no items of other comprehensive income in either year. Where the Company recognises remeasurement gains or losses on defined benefit plans, or elects to measure an equity investment at fair value through other comprehensive income, those items and the related income tax will be presented here.

Note	Particulars	31 March 2026	31 March 2025
25	**Earnings per equity share**		
	Profit for the year attributable to equity shareholders	43.33	8.56
	Weighted average number of equity shares outstanding	104,17,090	104,17,090
	Basic earnings per share (Rs.)	41.5969	8.2187
	Diluted earnings per share (Rs.)	41.5969	8.2187
	Face value per equity share (Rs.)	10.00	10.00
	Memorandum: earnings per share as reported in the existing financial statements (Rs.)	41.60	0.0001

Note	Particulars	31 March 2026	31 March 2025
26	**Financial instruments**		
	Financial assets measured at amortised cost		
	Loans	3,467.58	3,483.99
	Cash and cash equivalents	34.32	0.63

	Trade receivables	-	-
	Total financial assets	**3,501.89**	**3,484.62**
	Financial liabilities measured at amortised cost	**31 March 2026**	**31 March 2025**
	Trade payables	0.65	-
	Total financial liabilities	**0.65**	**-**

Note	Particulars		
27	**Related Party Transaction**		
(i)	Names of related parties and description of relationship:		
	a) Entity where exercise control		
	(1) ASL Infineon Ventures Private Limited		
	(2) ASL E-Ventures Private Limited		
	b) Key management personnel		
	Richa Rathod (Managing Director)		
	Mansi Vora (Company Secretary & Compliance Officer)		
Note	**Particulars**	**31 March 2026**	**31 March 2025**
(ii)	**Related party transactions:**		
	Director' Remuneration	-	-
(iii)	Amounts outstanding as at the balance sheet date:	-	-

AVATAR INDUSTRIES LIMITED
Standalone Statement of Changes in Equity

(All amounts in INR LAKH, unless otherwise stated)

A. Equity share capital

Particulars	No. of Shares	Amount
Balance as at 1 April 2024	104170900	1,041.71
Changes in equity share capital during FY 2024-25	-	-
Balance as at 31 March 2025	104170900	1,041.71
Changes in equity share capital during FY 2025-26	-	-
Balance as at 31 March 2026	104170900	1,041.71

B. Other equity

Particulars	Securities premium	General reserve	Retained earnings	Total
Balance as at 1 April 2024	2,319.87	0.82	140.52	2,461.21
Profit for the year	-	-	8.56	8.56
Other comprehensive income for the year, net of tax	-	-	-	-
Less: income tax relating to earlier years debited directly to retained earnings	-	-	(7.45)	(7.45)
Balance as at 31 March 2025	2,319.87	0.82	141.63	2,462.32
Balance as at 1 April 2025	2,319.87	0.82	141.63	2,462.32
Profit for the year	-	-	43.33	43.33
Other comprehensive income for the year, net of tax	-	-	-	-
Balance as at 31 March 2026	**2,319.87**	**0.82**	**184.96**	**2,505.65**
Balance as at 1 April 2025	2,319.87	0.82	141.63	2,462.32
Profit for the year	-	-	43.33	43.33
Other comprehensive income for the year, net of tax	-	-	-	-
Balance as at 31 March 2026	**2,319.87**	**0.82**	**184.96**	**2,505.65**

Analytical Ratio

Ratio	Numerator	Denominator	31 March 2026	31 March 2025	Variance
Current ratio	Current assets	Current liabilities	230.56 times	360.47 times	(36.0%)
Debt-equity ratio	Total borrowings	Total equity	-	-	-
Debt service coverage ratio	Profit before tax, finance costs and depreciation	Finance costs and principal repayments on borrowings	Not applicable	Not applicable	Not comparable
Return on equity	Profit for the year	Total equity	1.22%	0.24%	399.9%
Inventory turnover ratio	Cost of materials consumed	Closing inventory	Not applicable	Not applicable	Not comparable
Trade receivables turnover ratio	Revenue from operations	Trade receivables	Not applicable	Not applicable	Not comparable
Trade payables turnover ratio	Purchases of goods and services	Trade payables	-	Not applicable	Not comparable
Net capital turnover ratio	Revenue from operations	Working capital (current assets less current liabilities)	-	-	-
Net profit ratio	Profit for the year	Revenue from operations	Not applicable	Not applicable	Not comparable
Return on capital employed	Profit before tax plus finance costs	Capital employed (total equity plus total borrowings)	1.52%	0.27%	465.3%
Return on investment	Interest income on loans and advances	Loans and advances	1.95%	1.04%	88.1%

(Consolidated)

INDEPENDENT AUDITOR'S REPORT

To the Members of **Avatar Industries Limited**
Report on Audit of Ind AS Consolidated Financial Statements

Opinion

1. We have audited the accompanying Consolidated financial statements of Avatar Industries Limited.

2. ("the Company"), which comprises the Balance Sheet as at March 31, 2026, and the Statements of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

3. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India of the state of affairs of the Company as at March 31, 2026, and its profit and cash flows for the year ended on that date.

Basis for Opinion

4. We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group, its associates and jointly controlled entities 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 Consolidated financial statements under the provisions of the Companies Act, 2013 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.

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

5. The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and analysis, Board's Report including Annexures to the Board's Report, Business Responsibility report, Corporate Governance and Shareholder's Information (as applicable) but does not include the Consolidated Financial Statement and our auditors report thereon.

6. Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

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

Responsibility of the Management and those charged with governance for the Consolidated Financial Statements

8. The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Companies Act, 2013 (the Act) that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group including its associates and jointly controlled entities in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. The respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entities are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

9. In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entities are responsible for assessing the ability of the Group and of its associates and jointly controlled entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

10. The respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entities are responsible for overseeing the financial reporting process of the Group and of its associates and jointly controlled entities.

Auditor's Responsibilities for the Consolidated Financial Statements

11. Our objectives are to obtain reasonable assurance about whether the Consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists.

12. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Consolidated financial statements.

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

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

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associates and jointly controlled entities to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its associates and jointly controlled entities to cease to continue as a going concern.

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

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associates and jointly controlled entities to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the consolidated financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

14. We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

Report on Other Legal and Regulatory Requirements

16. 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 of the aforesaid consolidated financial statements.

b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

c. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

d. In our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.

e. On the basis of the written representations received from the directors of the Holding Company as on 31st March 2026 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies, incorporated in India, none of the directors of the Group companies, incorporated in India 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 internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate report in Annexure I.

g. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/"CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by us for the Company and its subsidiaries included in the consolidated financial statements of the Company, to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports.

h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014(as amended), in our opinion and to the best of our information and according to the explanations given to us:
   i. Consolidated financial statements disclose the impact of pending litigations as at 31 March 2026 on the financial position of the Group, its associates and jointly controlled entities. - Refer Note 28.1 to the consolidated financial statements
   ii. The Group, its associates and jointly controlled entities did not have any material foreseeable losses on long-term contracts including derivative contracts.
   iii. a) The management of the group 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 group to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"),with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other

persons or entities identified in any manner whatsoever by or on behalf of the group ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

b) The management of the group represented that, to the best of its knowledge and belief, no funds have been received by the group from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the group shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

c) Based on such audit procedures that were 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 (a) and (b) contain any material misstatement.

iv. The dividend declared or paid during the year by the holding company is in compliance with section 123 of the Companies Act, 2013.

v. Based on our examination which included test checks, performed by us, on the Company and its subsidiaries incorporated in India, have used accounting softwares for maintaining their respective 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 in the softwares. Further, during the course of audit, we have not come across any instance of the audit trail feature being tampered with.

Additionally, the audit trail has been preserved by the company and its subsidiaries as per the statutory requirements for record retention.

For Nagadheep Sathyanarayana & Co.,
Chartered Accountants
Firm's Registration Number 008003S
Sd/-
CA. Geetha H. N.
Partner
Membership Number: 212121
Bengaluru
26th May,2026
UDIN: 26212121FGEOWR3545

<u>Annexure I to the Independent Auditors' Report</u>
Referred to in paragraph 'Report on Other Legal and Regulatory Requirements' in our Auditor' Report of even date to the members of Avatar Industries Limited on the Consolidated Financial Statements for the year ended March 31, 2026.

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

1. In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2026, We have audited the internal financial controls over financial reporting of Avatar Industries Limited (hereinafter referred to as "the Holding Company") and its subsidiary companies, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

3. Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

9. According to the information and representation given to us by the management and considering the size of the company and nature of business we did not come across any material weakness in internal financial controls over financial reporting and such internal financial controls over financial reporting were operating effectively as of March 31, 2026, 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.

Other matters

10. Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting insofar as it relates to Seven subsidiary companies, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

For Nagadheep Sathyanarayana & Co.,
Chartered Accountants
Firm's Registration Number 008003S
Sd/-
CA Geetha H N
Partner
Membership Number: 212121
26th May 2026
UDIN: 26212121FGEOWR3545

AVATAR INDUTRIES LIMITED

(Formerly Known as ASL Industries Limited)

Consolidated Balance Sheet as at 31st March 2026

(All amounts in INR LAKH, unless otherwise stated)

Particulars	Note	As at 31 March 2026	As at 31 March 2025
ASSETS			
(1) Non-current assets			
(a) Property, plant and equipment	3	-	-
(b) Financial assets			
(i) Investments	4	-	-
(c) Deferred tax assets (net)	5	25.65	25.65
(d) Other non-current assets	6	-	-
Total non-current assets		**25.65**	**25.65**
(2) Current assets			
(a) Financial assets			
(i) Trade receivables	7	19.01	-
(ii) Cash and cash equivalents	8	65.32	0.63
(iii) Other current financial assets	9	3,446.58	3,483.99
(b) Other current assets	10	-	3.43
Total current assets		**3,530.91**	**3,488.05**
TOTAL ASSETS		**3,556.56**	**3,513.70**
EQUITY AND LIABILITIES			
Equity			
(a) Equity shares capital	11	1,041.71	1,041.71
(b) Other equity	12	2,499.64	2,462.32
Total equity		**3,541.35**	**3,504.03**
Liabilities			
(1) Non-current liabilities			
The Group has no non-current liabilities.			
(2) Current liabilities			
(a) Financial liabilities			
(i) Trade payables	13		
total outstanding dues of micro enterprises and small enterprises		-	-
total outstanding dues of creditors other than micro enterprises & small enterprises		0.67	-
(b) Other current liabilities	14	0.04	0.90
(c) Provisions	15	14.50	8.78
(d) Current tax liabilities (net)	16	-	-
Total current liabilities		**15.21**	**9.68**
TOTAL EQUITY AND LIABILITIES		**3,556.56**	**3,513.70**
Corporate information & significant accounting policies	1 & 2		

The notes referred to above form an integral part of financial statements as per our report of even date attached

For M/s. Nagadheep Sathyanarayana and Co.
Chartered Accountants
Firm registration no. 008003S
Sd/-
CA. Geetha H. N.
(Partner)/ Membership No.: 212121
Bengaluru
UDIN: 26212121FGEOWR3545
26th May,2026

for and on behalf of the Board of Directors of
AVATAR Industries Limited
(Formerly known as ASL Industries Limited)

Sd/-
Kiran Thakore
Chairman
DIN: 03140791

Sd/-
Richa Rathod
Managing Director
DIN: 10822615

Sd/-
Mansi Vora
Company Secretary
Mumbai

AVATAR INDUSTRIES LIMITED
(Formerly Known as ASL Industries Limited)
Consolidated Statement of Profit and Loss for the year ended 31st March 2026
(All amounts in INR LAKH, unless otherwise stated)

Particulars	Note	Year ended 31 March 2026	Year ended 31 March 2025
I Revenue from operations	17	10,287.38	-
II Other income	18	67.58	36.32
III Total income (I + II)		**10,354.97**	**36.32**
IV Expenses			
Cost of materials consumed	19	10,288.42	-
Employee benefits expense	20	5.38	15.99
Finance costs	21	0.01	-
Depreciation and amortisation expense	3	-	-
Other expenses	22	13.31	10.91
Total expenses (IV)		**10,307.13**	**26.90**
V Profit before exceptional items and tax (III - IV)		**47.84**	**9.41**
VI Exceptional items		-	-
VII Profit before tax (V - VI)		**47.84**	**9.41**
VIII Tax expense	23		
Current tax		14.50	0.85
Deferred tax charge / (credit)		-	-
Tax relating to earlier years		(3.98)	-
Total tax expense		**10.52**	**0.85**
IX Profit for the year (VII - VIII)		**37.32**	**8.56**
X Other comprehensive income			
A Items that will not be reclassified to profit or loss			
(i) Remeasurement gains / (losses) on defined benefit plans		-	-
(ii) Income tax relating to items that will not be reclassified		-	-
B Items that will be reclassified to profit or loss		-	-
Other comprehensive income for the year, net of tax		**-**	**-**
XI Total comprehensive income for the year (IX + X)		**37.32**	**8.56**
XII Earnings per equity share (face value Rs.10 each)	24		
Basic (Rs.)		0.36	0.08
Diluted (Rs.)		0.36	0.08
The accompanying notes 1 to 23 form an integral part of these financial statements.			

For M/s. Nagadheep Sathyanarayana and Co.
Chartered Accountants
Firm registration no. 008003S
Sd/-
CA. Geetha H. N.
(Partner)/ Membership No.: 212121
Bengaluru
UDIN: 26212121FGEOWR3545
26th May,2026

for and on behalf of the Board of Directors of
AVATAR Industries Limited
(Formerly known as ASL Industries Limited)

Sd/-
Kiran Thakore
Chairman
DIN: 03140791

Sd/-
Richa Rathod
Managing Director
DIN: 10822615

Sd/-
Mansi Vora
Company Secretary
Mumbai

AVATAR INDUSTRIES LIMITED
(Formerly Known as ASL Industries Limited)
Consolidated statement of cash flows for the year ended 31st March 2026
(All amounts in INR LAKH, unless otherwise stated)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
A. Cash flows from operating activities		
Profit before tax	0.00	8.56
Adjustments for:		
Gain on disposal of property, plant and equipment	-	-
Finance costs	0.01	-
Depreciation and amortisation expense	-	-
Operating profit / (loss) before working capital changes	**0.01**	**8.56**
Movements in working capital:		
Increase / (decrease) in trade payables	0.67	-
Increase / (decrease) in other current liabilities	(0.86)	(0.48)
Increase / (decrease) in provisions	5.72	-
(Increase) / decrease in trade receivables	(19.01)	1.81
Increase/(Decrease) in Short Term loans & Advances	-	(13.98)
(Increase) / decrease in Advance Tax and TDS		13.33
(Increase) / decrease in other current Financials assets	37.42	-
(Increase) / decrease in other current assets	3.43	(3.43)
Cash generated from / (used in) operations	**27.38**	**5.81**
Income taxes paid, net of refunds	-	(7.45)
Net cash from / (used in) operating activities (A)	**27.38**	**(1.64)**
B. Cash flows from investing activities		
Sale / (purchase) of investments	-	4.00
Proceeds from disposal of property, plant and equipment	-	1.76
Net cash from / (used in) investing activities (B)	**-**	**5.76**
C. Cash flows from financing activities		
Finance costs paid	(0.01)	-
Net cash used in financing activities (C)	**(0.01)**	-
Net increase / (decrease) in cash and cash equivalents (A + B + C)	**27.37**	**4.11**
Cash and cash equivalents at the beginning of the year	0.63	(3.48)
Cash and cash equivalents at the end of the year	**28.00**	**0.63**
Components of cash and cash equivalents (refer Note 8)		
Balances with banks in current accounts	64.82	0.14
Cash on hand	0.50	0.50
Total	**65.32**	**0.63**

For M/s. Nagadheep Sathyanarayana and Co.
Chartered Accountants
Firm registration no. 008003S
Sd/-
CA. Geetha H. N.
(Partner)/ Membership No.: 212121
Bengaluru
UDIN: 26212121FGEOWR3545
26th May,2026

for and on behalf of the Board of Directors of
AVATAR Industries Limited
(Formerly known as ASL Industries Limited)

Sd/-
Kiran Thakore
Chairman
DIN: 03140791

Sd/-
Richa Rathod
MD
DIN: 10822615

Sd/-
Mansi Vora
Company Secretary
Mumbai

STATEMENTS OF SIGNIFICANT ACCOUNTING POLICIES & BASIS OF PREPARATION OF CONSOLIDATED FINANCIALSTATEMENTS AS ON 31ST MARCH 2026

1. CORPORATE INFORMATION

AVATAR Industries Limited (formerly known as ASL Industries Limited) ("the Company") is a Public Limited Company incorporated in India in the year 1992. The registered office of the Company is situated at NESCO IT Park, 10th Floor, Building 4, Goregaon East, Mumbai, Maharashtra, India – 400063.

The Company is primarily engaged in the business of software development, IT solutions, web applications, mobile applications, data centre infrastructure and related IT-enabled services. The Company also undertakes activities relating to software designing, development including development and provision of internet and web-based applications, software products, portals, platforms and other technology solutions.

The Company's equity shares are listed on a recognised stock exchange under the Small and Medium Enterprise ("SME") platform.

The consolidated financial statements comprise financial statements of AVATAR Industries Limited and its subsidiaries as on 31st March 2026.

SIGNIFICANT ACCOUNTING POLICY INFORMATION AND CRITICAL ACCOUNTING ESTIMATES & ASSUMPTIONS:

2. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS:

These consolidated financial statements have been prepared in accordance with the Indian Accounting Standards ("Ind AS") notified under Section 133 of the Companies Act, 2013 ("the Act"), read with the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time, and other relevant provisions of the Act.

The consolidated financial statements have been prepared on the accrual basis and under the going concern assumption. The accounting policies have been consistently applied by the Group for all periods presented, except where a change in accounting policy is required by an applicable Ind AS or has been appropriately made in accordance with the requirements of the applicable standards.

The consolidated financial statements have been prepared in accordance with the presentation and disclosure requirements prescribed under Schedule III to the Act, to the extent applicable.

The consolidated financial statements were authorised for issue by the Board of Directors on the date specified in the financial statements.

3. BASIS OF CONSOLIDATION

The Consolidated Financial Statements comprise the financial statements of the Company and entities controlled by the Company.
Control exists when the Company:

- has power over the investee;
- has exposure, or rights, to variable returns from its involvement with the investee; and
- has the ability to use its power over the investee to affect its returns.

The financial statements of subsidiaries are consolidated from the date on which control is obtained by the Company and cease to be consolidated from the date on which control is lost.

The financial statements of the Company and its subsidiaries are combined on a line-by-line basis by adding together like items of assets, liabilities, equity, income, expenses and cash flows.

Intra-group balances, transactions, income, expenses and unrealised gains and losses arising from intra-group transactions are eliminated in full in preparing the Consolidated Financial Statements.
Unrealised losses are also eliminated unless the transaction provides evidence of impairment of the transferred asset.

The Consolidated Financial Statements are prepared using consistent accounting policies for like transactions and events in similar circumstances.

Where the reporting dates of the financial statements of a subsidiary differ from that of the Parent Company, appropriate adjustments are made for significant transactions and events occurring between those dates, in accordance with the applicable provisions of Ind AS 110.

4. NON-CONTROLLING INTERESTS

Non-controlling interests (“NCI”) represent the portion of equity in subsidiaries attributable to shareholders other than the Parent Company. NCI are presented separately from the equity attributable to owners of the Parent Company within equity in the Consolidated Balance Sheet.

NCI comprise the amount of those interests at the date of the original business combination and the NCI's share of changes in equity since the date of the combination. Profit or loss and each component of Other Comprehensive Income are attributed to the owners of the Parent Company and to the NCI, even if this results in a deficit balance for NCI, unless otherwise required by Ind AS. Changes in the Group's ownership interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions.

When the Group loses control over a subsidiary, the assets and liabilities of the subsidiary, including goodwill, and the carrying amount of NCI are derecognized. Any retained interest in the former subsidiary is recognised at its fair value at the date when control is lost and subsequently accounted for in accordance with the applicable Ind AS. The resulting gain or loss is recognised in the Statement of Profit and Loss.

5. BUSINESS COMBINATIONS

Business combinations are accounted for using the acquisition method when control is transferred to the Group. The consideration transferred in a business combination is measured at fair value, as are the identifiable assets acquired and liabilities assumed.

Acquisition-related costs, other than those associated with the issue of debt or equity securities, are recognised as expenses as incurred.

Any contingent consideration is recognised at fair value at the acquisition date and subsequently accounted for in accordance with the applicable requirements of Ind AS.
Goodwill arising on a business combination is measured as the excess of:

- the aggregate of the consideration transferred;
- the amount of any non-controlling interest in the acquired entity; and
- in a business combination achieved in stages, the fair value of any previously held equity interest in the acquired entity;

over the net identifiable assets acquired and liabilities assumed.

If the resulting amount is negative, after reassessment of the amounts, the gain is recognised immediately in the Statement of Profit and Loss.
Goodwill is not amortised but is tested for impairment annually and whenever there is an indication that it may be impaired, in accordance with Ind AS 36.

6. INVESTMENTS IN ASSOCIATES AND JOINT VENTURES

An associate is an entity over which the Group has significant influence but not control or joint control. Significant influence is presumed to exist when the Group holds, directly or indirectly, twenty per cent or more of the voting power of the investee, unless it can be clearly demonstrated otherwise.

A joint venture is an arrangement in which the Group has joint control and has rights to the net assets of the arrangement. Investments in associates and joint ventures are accounted for using the equity method in accordance with Ind AS 28.

Under the equity method, the investment is initially recognised at cost. The carrying amount is subsequently increased or decreased to recognise the Group's share of the post-acquisition profit or loss and Other Comprehensive Income of the investee.

The Group's share of profit or loss of associates and joint ventures is recognised in the Statement of Profit and Loss and its share of Other Comprehensive Income is recognised in Other Comprehensive Income.

Distributions received from an associate or joint venture reduce the carrying amount of the investment.
Goodwill relating to an associate or joint venture is included in the carrying amount of the investment and is not separately tested for impairment.

The carrying amount of investments in associates and joint ventures is tested for impairment in accordance with Ind AS 36 whenever there is objective evidence or an indication that the investment may be impaired.

Unrealised gains and losses arising from transactions between the Group and its associates or joint ventures are eliminated to the extent of the Group's interest in those entities, to the extent required under the applicable Ind AS.

7. CURRENT AND NON-CURRENT CLASSIFICATION

The Group presents assets and liabilities as current and non-current based on the criteria prescribed under Ind AS 1 and Schedule III to the Act.

An asset is classified as current when:

- it is expected to be realised in, or is intended for sale or consumption in, the normal operating cycle;
- it is held primarily for the purpose of trading;
- it is expected to be realised within twelve months after the reporting period; or
- it is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current when:

- it is expected to be settled in the normal operating cycle;
- it is held primarily for the purpose of trading;
- it is due to be settled within twelve months after the reporting period; or
- the Group does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

The normal operating cycle of the Group is considered to be twelve months unless a longer period is specifically identified based on the nature of the Group's business.

8. BASIS OF MEASUREMENT

The Consolidated Financial Statements have been prepared under the historical cost convention, except for certain financial assets and financial liabilities that are measured at fair value, defined benefit obligations which are measured in accordance with the requirements of Ind AS 19, and other items where fair value measurement is required under the applicable Ind AS.

The measurement basis used for each material class of assets and liabilities is disclosed in the respective accounting policies set out below.

9. USE OF ESTIMATES AND JUDGEMENTS

The preparation of Consolidated Financial Statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the reported amounts of assets, liabilities, income and expenses and the accompanying disclosures.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively in the period in which the estimates are revised and in any future periods affected.

The key areas involving significant estimates and judgements include:

- determination of control, significant influence and joint control;
- determination of the date of acquisition and fair value of consideration transferred;
- identification and measurement of identifiable assets and liabilities acquired in business combinations;
- measurement of goodwill and impairment;
- revenue recognition and determination of transaction price;
- useful lives and residual values of property, plant and equipment and intangible assets;
- impairment of non-financial assets and investments;
- expected credit losses on financial assets;
- recognition and measurement of deferred tax assets;
- measurement of employee benefit obligations;
- provisions and contingent liabilities;
- lease term and determination of whether an arrangement contains a lease; and
- fair value measurement of financial and other applicable assets and liabilities.

Actual results may differ from these estimates.

10. REVENUE RECOGNITION

Revenue is recognised in accordance with Ind AS 115 – Revenue from Contracts with Customers when control of the promised goods or services is transferred to the customer and in an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services.

The Group derives revenue primarily from software development and implementation services, software and technology solutions, web and mobile application development, maintenance and support services, data centre and related technology services, consultancy and professional services, and other IT-enabled services.

Revenue is recognised based on the nature of the performance obligation as follows:

- Software development and implementation services: Revenue is recognised over time where the customer simultaneously receives and consumes the benefits of the services or where the relevant criteria for recognition over time under Ind AS 115 are satisfied. Where the performance obligation is satisfied at a point in time, revenue is recognised when control of the related service or deliverable is transferred to the customer.
- Subscription and platform-based services: Revenue is recognised over the period during which the customer has access to and receives the related services.
- Maintenance and support services: Revenue is generally recognised over the period in which the services are provided.
- Consultancy and professional services: Revenue is recognised as the related services are rendered, based on the satisfaction of the applicable performance obligations.
- Other services: Revenue is recognised based on the satisfaction of the respective performance obligations under the customer contract.

Revenue is measured at the fair value of consideration received or receivable, net of taxes collected on behalf of the government, discounts, rebates and other amounts payable to customers, wherever applicable.

Where contracts contain variable consideration, such consideration is recognised only to the extent that it is highly probable that a significant reversal of cumulative revenue recognised will not occur when the uncertainty is subsequently resolved.

Contract assets, contract liabilities and trade receivables are recognised in accordance with the requirements of Ind AS 115.

11. PROPERTY, PLANT AND EQUIPMENT

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, directly attributable costs incurred in bringing the asset to its location and condition necessary for it to be capable of operating in the manner intended by management and, where applicable, estimated costs of dismantling and removing the asset and restoring the site.

Subsequent expenditure is capitalised only when it is probable that future economic benefits associated with the expenditure will flow to the Group and the cost can be measured reliably. All other repairs and maintenance are recognised as expenses in the Statement of Profit and Loss as incurred. Assets under construction are disclosed as capital work-in-progress until the assets are ready for their intended use.

12. DEPRECIATION

Depreciation on property, plant and equipment is provided on a straight-line basis over the useful lives of the assets as prescribed in Schedule II to the Companies Act, 2013, or over the estimated useful lives determined by management where appropriate. Depreciation is charged from the date the asset is available for use.

The residual values, useful lives and method of depreciation are reviewed at each reporting date and changes, if any, are accounted for prospectively as changes in accounting estimates.

13. INTANGIBLE ASSETS

Intangible assets acquired separately are initially measured at cost. Subsequently, intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses, if any.
Intangible assets are amortised on a systematic basis over their estimated useful lives.

Expenditure on research activities is recognised as an expense as incurred. Development expenditure is capitalised only when the recognition criteria prescribed under Ind AS 38 are satisfied, including technical feasibility, intention and ability to complete and use or sell the asset, availability of adequate resources, probability of future economic benefits and reliable measurement of costs.

Expenditure incurred on maintenance, upgrades and routine development of existing software that does not meet the recognition criteria for capitalisation is charged to the Statement of Profit and Loss as incurred.

14. IMPAIRMENT OF NON-FINANCIAL ASSETS

At each reporting date, the Group reviews the carrying amounts of its non-financial assets to determine whether there is any indication of impairment.

If any indication of impairment exists, or when annual impairment testing is required, the recoverable amount of the asset or cash-generating unit is estimated.

An impairment loss is recognised when the carrying amount of an asset or cash-generating unit exceeds its recoverable amount. The recoverable amount is the higher of fair value less costs of disposal and value in use.
Impairment losses recognised in earlier periods are reviewed at each reporting date for possible reversal. A reversal is recognised to the extent that the recoverable amount has increased, subject to the limitations prescribed under Ind AS 36.

Goodwill arising on consolidation is tested for impairment annually and whenever there is an indication of impairment.

15. GOODWILL ON CONSOLIDATION

Goodwill arising on consolidation represents the excess of the consideration transferred, together with the amount recognised for non-controlling interests and, in a business combination achieved in stages, the fair value of any previously held interest, over the Group's share of the net identifiable assets and liabilities of the acquired subsidiary recognised at the date of acquisition.
Goodwill is recognised as an asset and is not amortised.

Goodwill is allocated to cash-generating units or groups of cash-generating units that are expected to benefit from the synergies of the business combination and is tested for impairment in accordance with Ind AS 36.

Any impairment loss recognised in respect of goodwill is not reversed in subsequent periods.

16. FOREIGN CURRENCY TRANSACTIONS AND TRANSLATION OF FOREIGN OPERATIONS

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

Monetary assets and liabilities denominated in foreign currencies are translated into the respective functional currency at the exchange rate prevailing at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in the Statement of Profit and Loss, except where otherwise required under applicable Ind AS.

For the purpose of consolidation, the assets and liabilities of foreign operations whose functional currency differs from that of the Parent Company are translated into the presentation currency at the exchange rate prevailing at the reporting date. Income and expenses are translated at exchange rates prevailing at the dates of the transactions or at appropriate average rates where such rates approximate the actual exchange rates.

The resulting exchange differences are recognised in Other Comprehensive Income and accumulated in the foreign currency translation reserve, as applicable.

17. FINANCIAL ASSETS

Financial assets are recognised when the Group becomes a party to the contractual provisions of the instrument. Financial assets are initially measured at fair value plus, in the case of financial assets not carried at fair value through profit or loss, transaction costs directly attributable to the acquisition of the financial asset.

Subsequent measurement depends on the classification of the financial asset under Ind AS 109, including:

- amortised cost;
- fair value through Other Comprehensive Income; or
- fair value through Profit or Loss.

Trade receivables are initially recognised at transaction price where they do not contain a significant financing component.

18. FINANCIAL LIABILITIES

Financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instrument.

Financial liabilities are initially measured at fair value, net of transaction costs directly attributable to the issue of the financial liability, except financial liabilities classified as fair value through profit or loss.

Subsequently, financial liabilities are generally measured at amortised cost using the effective interest method, except liabilities required to be measured at fair value through profit or loss.

19. DERECOGNITION OF FINANCIAL ASSETS AND LIABILITIES

A financial asset is derecognised when:

- the contractual rights to receive cash flows from the asset expire; or
- the Group transfers the rights to receive contractual cash flows and substantially all risks and rewards of ownership of the financial asset.

A financial liability is derecognised when the obligation specified in the contract is discharged, cancelled or expires.

Any difference between the carrying amount and consideration received or paid is recognised in the Statement of Profit and Loss.

20. IMPAIRMENT OF FINANCIAL ASSETS – EXPECTED CREDIT LOSS

The Group recognises loss allowances for expected credit losses on financial assets measured at amortised cost and other financial assets to which the impairment requirements of Ind AS 109 apply.

For trade receivables and contract assets, the Group applies the simplified approach and recognises lifetime expected credit losses.

Expected credit losses are estimated using historical credit loss experience, adjusted for current conditions and reasonable and supportable forward-looking information, wherever applicable.

The amount of impairment loss or reversal of impairment loss is recognised in the Statement of Profit and Loss.

21. OFFSETTING OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES

Financial assets and financial liabilities are offset and the net amount is presented in the Balance Sheet only when the Group has a legally enforceable right to offset the recognised amounts and intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

22. LEASES

At inception of a contract, the Group assesses whether the contract is, or contains, a lease in accordance with Ind AS 116.

For leases where the Group is a lessee, a right-of-use asset and corresponding lease liability are recognised at the commencement date, except for short-term leases and leases of low-value assets for which the applicable recognition exemptions are applied.

The lease liability is initially measured at the present value of lease payments not paid at the commencement date, discounted using the interest rate implicit in the lease, if readily determinable, or otherwise the Group's incremental borrowing rate.

The right-of-use asset is initially measured at cost and subsequently depreciated over the lease term or useful life, as applicable, and tested for impairment in accordance with Ind AS 36.

The lease term comprises the non-cancellable period of the lease together with extension or termination periods where the Group is reasonably certain to exercise the relevant option.

23. PROVISIONS AND CONTINGENT LIABILITIES

Provisions are recognised when the Group 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.

Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the reporting date and are reviewed at each reporting date.

Contingent liabilities are not recognised in the Consolidated Financial Statements but are disclosed in the notes where there is a possible obligation or a present obligation that does not meet the recognition criteria under Ind AS 37, unless the possibility of an outflow of resources embodying economic benefits is remote.

24. CONTINGENT ASSETS

Contingent assets are not recognised in the Consolidated Financial Statements.

Where an inflow of economic benefits is probable, the related contingent asset is disclosed in the notes to the Consolidated Financial Statements.

Contingent assets are recognised only when the realisation of income is virtually certain.

25. INVESTMENT PROPERTY

Investment property comprises property held to earn rental income, for capital appreciation, or both, rather than for use in the production or supply of goods or services, for administrative purposes or for sale in the ordinary course of business.

Investment property is initially measured at cost, including directly attributable transaction costs.
Subsequently, investment property is carried at cost less accumulated depreciation and accumulated impairment losses, if any.

Depreciation is provided on a straight-line basis over the useful life prescribed under Schedule II to the Companies Act, 2013.

An investment property is derecognised upon disposal or when it is permanently withdrawn from use and no future economic benefits are expected from its disposal. The resulting gain or loss is recognised in the Statement of Profit and Loss.

26. FAIR VALUE MEASUREMENT

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The fair value measurement assumes that the transaction takes place:

- in the principal market for the asset or liability; or

- in the absence of a principal market, in the most advantageous accessible market.

Fair value is determined using valuation techniques that maximise the use of relevant observable inputs and minimise the use of unobservable inputs.

27. CASH AND CASH EQUIVALENTS

Cash and cash equivalents comprise cash on hand, balances with banks and short-term highly liquid investments that are readily convertible into known amounts of cash and subject to an insignificant risk of changes in value.

Generally, investments with original maturities of three months or less from the date of acquisition are considered to be cash equivalents, subject to the requirements of Ind AS.

28. OTHER BANK BALANCES

Balances with banks other than cash and cash equivalents, including earmarked balances and deposits having original maturities exceeding three months, are classified separately as other bank balances, as applicable.

29. INTEREST AND DIVIDEND INCOME

Interest income is recognised using the effective interest method in accordance with Ind AS 109.

Dividend income is recognised when the Group's right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Group and the amount of dividend can be measured reliably.

30. DIVIDENDS

Dividends on equity shares are recognised as a liability when the distribution is authorised and is no longer at the discretion of the Company.

A corresponding amount is recognised directly in equity.

Interim dividends are recognised as a liability upon declaration by the Board of Directors.

31. DERIVATIVE FINANCIAL INSTRUMENTS AND HEDGE ACCOUNTING

Derivative financial instruments are recognised initially at fair value and subsequently remeasured at fair value at each reporting date.

The accounting for changes in fair value depends upon whether the derivative is designated as a hedging instrument and, if so, the nature of the hedge relationship.

The Group did not enter into any material derivative or hedging transactions during the year under review.

Accordingly, hedge accounting provisions have not been applicable during the year, except as may be disclosed separately in the Consolidated Financial Statements.

32. EMPLOYEE BENEFITS

Employee benefits are accounted for in accordance with Ind AS 19 – Employee Benefits. The standard requires recognition of a liability for benefits arising from employee service and recognition of the corresponding expense as the related service is rendered.

Short-term employee benefits
Short-term employee benefits are recognised as an expense as the related services are rendered. The liability for such benefits is measured at the undiscounted amount expected to be paid.

Defined contribution plans
Contributions to defined contribution plans, including provident fund and other applicable statutory schemes, are recognised as an expense when employees have rendered the related service.

Defined benefit plans
The Group's liability in respect of defined benefit obligations, such as gratuity, if applicable, is measured using the Projected Unit Credit Method and is recognised based on actuarial valuation carried out at the reporting date.

Remeasurements arising from defined benefit plans, including actuarial gains and losses, are recognised in Other Comprehensive Income in accordance with Ind AS 19.

33. SEGMENT REPORTING

The Group determines its operating segments based on the internal reporting provided to the Chief Operating Decision Maker (“CODM”) for the purpose of making decisions about resource allocation and performance assessment.

Based on the nature of the Group's operations and the manner in which the business is managed and reviewed, the Group operates primarily in a single business segment relating to Information Technology and related IT-enabled services.

Accordingly, the Group's primary segment is considered to be a single reportable segment, subject to the disclosure requirements of Ind AS 108.

34. EARNINGS PER SHARE

Basic earnings per share is calculated by dividing the profit or loss attributable to equity shareholders of the Parent Company by the weighted average number of equity shares of the Parent Company outstanding during the reporting period.

For the purpose of calculating diluted earnings per share, the profit attributable to equity shareholders of the Parent Company and the weighted average number of equity shares outstanding are adjusted for the effects of all dilutive potential equity shares, where applicable.

Dilutive potential equity shares are deemed to have been converted at the beginning of the period unless issued at a later date.

35. BORROWING COSTS

Borrowing costs that are directly attributable to the acquisition or construction of a qualifying asset are capitalised as part of the cost of that asset.

Other borrowing costs are recognised as an expense in the Statement of Profit and Loss in the period in which they are incurred.

36. NEW AND AMENDED STANDARDS

The Group evaluates the applicability of new and amended Ind AS issued by the Ministry of Corporate Affairs from time to time. The Group adopts such standards and amendments when they become applicable and when required under the applicable provisions of the Act.

Where a new standard or amendment has been issued but is not yet effective, the Group assesses the potential impact of such standard or amendment on its Consolidated Financial Statements and makes appropriate disclosures, wherever applicable.

37. EVENTS AFTER THE REPORTING PERIOD

Events occurring after the reporting period that provide additional evidence of conditions existing at the reporting date are recognised in the Consolidated Financial Statements.

Material non-adjusting events occurring after the reporting period are disclosed in the notes to the Consolidated Financial Statements, where applicable.

NOTES TO CONSOLIDATED FINANCIALSTATEMENTS AS ON 31ST MARCH 2026

Note	Particulars	31 March 2026	31 March 2025
3	**Property, plant and equipment**		
	Gross carrying amount at the beginning of the year	-	0.07
	Additions during the year	-	-
	Disposals during the year	-	(0.07)
	Gross carrying amount at the end of the year	-	-
	Accumulated depreciation at the end of the year	-	-
	Net carrying amount	-	-
	Depreciation charge for the year	-	-

Note	Particulars	31 March 2026	31 March 2025
4	**Investments (non-current)**		
	Investments in equity instruments of subsidiaries, unquoted, at cost	-	-
	Total	-	-

Note	Particulars	31 March 2026	31 March 2025
5	**Deferred tax assets (net)**		
	Deferred tax assets	25.65	25.65
	Deferred tax liabilities	-	-
	Deferred tax assets (net)	**25.65**	**25.65**

Note	Particulars	31 March 2026	31 March 2025
6	**Other non-current assets**		
	Security deposits	-	-
	Total	-	-

Note	Particulars	31 March 2026	31 March 2025
7	**Trade receivables**		
	Secured, considered good	19.01	-
	Unsecured, considered good	-	-
	Doubtful	-	-
	Total	**19.01**	-

Particulars	Less than 6months	1-2 Year	2-3Years	More than 3 Years	Total
Trade Receivables ageing as at 31 March 2026					
Undisputed trade receivables–considered good	19.01	-	-	-	-
Total	**19.01**	-	-	-	-
Trade Receivables ageing as at 31 March 2025					
Undisputed trade receivables–considered goods	-	-	-	-	-
Total	-	-	-	-	-

Note	Particulars	31 March 2026	31 March 2025
8	**Cash and cash equivalents**		
	Balances with banks in current accounts - ICICI Bank	33.82	0.14
	Balances with banks in current accounts - HDFC Bank (subsidiary)	5.50	-
	Balances with banks in current accounts - HDFC Bank (subsidiary)	25.50	-
	Cash on hand	0.50	0.50
	Total	65.32	0.63

Note	Particulars	31 March 2026	31 March 2025
9	**Other current financial asset**		
	Trade Advances	3,446.58	3,483.99
	Total	**3,446.58**	**3,483.99**

Note	Particulars	31 March 2026	31 March 2025
10	**Other current asset**		
	Advance tax and tax deducted at source	-	3.43
	Total	**-**	**3.43**

Note	Particulars	31 March 2026	31 March 2025
11	**Equity share capital**		
	Authorised		
	11,000,000 equity shares of Rs.10 each	1,100.00	1,100.00
	Issued, subscribed and fully paid up		
	10,417,090 equity shares of Rs.10 each	1,041.71	1,041.71
	Total	1,041.71	1,041.71

Reconciliation of the number of shares outstanding	31 March 2026	31 March 2025
Number of shares at the beginning of the year	10,417,090	10,417,090
Shares issued during the year	0	0
Number of shares at the end of the year	10,417,090	10,417,090
Shareholders holding more than 5 per cent of the shares		
	No. of shares	% holding
SKYBRIDGE INCAP ADVISORY LLP	6,909,090	66.32%

Shareholding of promoters at the end of the year		
	No. of shares	% holding
SKYBRIDGE INCAP ADVISORY LLP	6,909,090	66.32%
Total	**6,909,090**	**66.32%**

Note	Particulars	31 March 2026	31 March 2025
12	**Other equity**		
	Securities premium	2,319.87	2,319.87
	General reserve	0.82	0.82
	Retained earnings	178.95	141.63
	Total	**2,499.64**	**2,462.32**

Note	Particulars	31 March 2026	31 March 2025
13	**Trade payables**		
	Total outstanding dues of micro enterprises and small enterprises	-	-
	Total outstanding dues of creditors other than micro enterprises and small enterprises	0.67	-
	Total	0.67	-

Particulars	Less than 6months	1-2 Year	2-3Years	More than 3 Years	Total
Trade Payable ageing as at 31 March 2026					
Undisputed trade payables–considered good	0.67	-	-	-	-
Total	**0.67**	**-**	**-**	**-**	**-**
Trade Payables ageing as at 31 March 2025					
Undisputed trade payables–considered goods	-	-	-	-	-
Total	-	-	-	-	-

Note	Particulars	31 March 2026	31 March 2025
14	**Other current liabilities**		
	Liability for expenses	-	0.90
	Statutory dues including tax deducted and collected at source	0.04	-
	Total	**0.04**	**0.90**

Note	Particulars	31 March 2026	31 March 2025
15	**Provisions (current)**		
	Provision for employee benefits	14.50	8.78
	Total	**14.50**	**8.78**

Note	Particulars	31 March 2026	31 March 2025
16	**Current tax liabilities (net)**		
	Provision for taxation	-	-
	Less: advance tax and tax deducted at source	-	-
	Total	-	-

Note	Particulars	31 March 2026	31 March 2025
17	**Revenue from operations**		
	Trading sales	10,287.38	-
	Total	10,287.38	-

Note	Particulars	31 March 2026	31 March 2025
18	**Other income**		
	Interest income on financial assets measured at amortised cost	67.58	36.11
	Interest on income tax refund	-	0.16
	Gain on disposal of property, plant and equipment	-	0.05
	Total	**67.58**	**36.32**

Note	Particulars	31 March 2026	31 March 2025
19	**Cost of materials consumed**		
	Opening stock	-	-
	Add: purchases made during the year	10,288.42	-
	Less: closing stock	-	-
	Total	**10,288.42**	-

Note	Particulars	31 March 2026	31 March 2025
20	**Employee benefits expense**		
	Salaries, wages and bonus	5.38	5.99
	Remuneration to directors	-	10.00
	Total	**5.38**	**15.99**

Note	Particulars	31 March 2026	31 March 2025
21	**Finance costs**		
	Interest expense on financial liabilities measured at amortised cost	0.01	-
	Total	**0.01**	-

Note	Particulars	31 March 2026	31 March 2025
22	**Other expenses**		
	Miscellaneous expenses	7.54	0.64
	Consultancy charges	2.06	4.33
	Listing fees	1.95	1.72
	Fees and subscription	1.15	2.41
	Professional fees	0.32	0.30
	Payment to auditors	0.30	0.30
	Rent	-	0.90
	Sales promotion	-	0.22
	Printing and stationery	-	0.06
	License fees	-	0.04
	Total	**13.31**	**10.91**

Note	Particulars	31 March 2026	31 March 2025
23	**Income tax expense**		
	Current tax	14.50	0.85
	Deferred tax charge / (credit)	-	-
	Tax relating to earlier years	(3.98)	-
	Total tax expense recognised in the statement of profit and loss	**10.52**	**0.85**

Note	Particulars
24	**Related Party Transaction**
(i)	Names of related parties and description of relationship:
	a) Entity where exercise control
	(1) ASL Infineon Ventures Private Limited
	(2) ASL E-Ventures Private Limited
	b) Key management personnel
	Richa Rathod (Managing Director)

	Mansi Vora (Company Secretary & Compliance Officer)		
Note	**Particulars**	**31 March 2026**	**31 March 2025**
(ii)	**Related party transactions:**		
	Director' Remuneration	-	-
(iii)	Amounts outstanding as at the balance sheet date:	-	-

AVATAR INDUSTRIES LIMITED
(Formerly Known as ASL Industries Limited)
Consolidated Statement of Changes in Equity

A. Equity share capital **(All amounts in INR LAKH, unless otherwise stated)**

Particulars	No. of Shares	Amount
Balance as at 1 April 2024	104170900	1,041.71
Changes in equity share capital during FY 2024-25	-	-
Balance as at 31 March 2025	104170900	1,041.71
Changes in equity share capital during FY 2025-26	-	-
Balance as at 31 March 2026	104170900	1,041.71

B. Other equity

Particulars	Securities premium	General reserve	Retained earnings	Total
Balance as at 1 April 2024	2,319.87	0.82	140.52	2,461.21
Profit for the year	-	-	8.56	8.56
Other comprehensive income for the year, net of tax	-	-	-	-
Less: income tax relating to earlier years debited directly to retained earnings	-	-	(7.45)	(7.45)
Balance as at 31 March 2025	**2,319.87**	**0.82**	**141.63**	**2,462.32**
Balance as at 1 April 2025	2,319.87	0.82	141.63	2,462.32
Profit for the year	-	-	37.32	37.32
Other comprehensive income for the year, net of tax	-	-	-	-
Balance as at 31 March 2026	**2,319.87**	**0.82**	**178.95**	**2,499.64**

Analytical ratios

Ratio	Numerator	Denominator	31 March 2026	31 March 2025	Variance
Current ratio	Current assets	Current liabilities	232.17 times	360.47 times	(35.6%)
Debt-equity ratio	Total borrowings	Total equity	-	-	-
Debt service coverage ratio	Profit before tax, finance costs and depreciation	Finance costs and principal repayments on borrowings	Not applicable	Not applicable	Not comparable
Return on equity	Profit for the year	Total equity	1.05%	0.24%	331.3%
Inventory turnover ratio	Cost of materials consumed	Closing inventory	Not applicable	Not applicable	Not comparable
Trade receivables turnover ratio	Revenue from operations	Trade receivables	541.14 times	Not applicable	Not comparable
Trade payables turnover ratio	Purchases of goods	Trade payables	15,304.23 times	Not applicable	Not comparable
Net capital turnover ratio	Revenue from operations	Working capital (current assets less current liabilities)	2.93 times	-	Not comparable
Net profit ratio	Profit for the year	Revenue from operations	0.36%	Not applicable	Not comparable
Return on capital employed	Profit before tax plus finance costs	Capital employed (total equity plus total borrowings)	1.35%	0.27%	403.1%
Return on investment	Interest income on loans and advances	Loans and advances	1.96%	1.04%	89.2%

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THANK YOU

FOR BEING PART OF OUR JOURNEY

Your trust, collaboration, and continued support we're building a stronger, smarter, and future-ready workforce.

Here's to more milestones ahead.

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NESCO IT Park 10th Floor Building
4, Goregaon East Mumbai 400063

+91 8097207334

cs@aslindustries.in

avatarindia.com