SGL RESOURCES LIMITED
Formerly Known as Scanpoint Geomatics Limited.

08th September, 2026

To,
The Corporate Relationship Department
BSE Limited
P.J. Tower,
Dalal Street, Fort,
Mumbai – 400 001
Scrip Code: 522101

Sub: Notice of Thirty-Eighth (34th) Annual General Meeting and Annual Report for the Financial Year 2025-26 – Regulation 30 and Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Dear Sir/Madam,

We wish to inform you that the Thirty-Fourth (34th) Annual General Meeting ("AGM") of the Members of the Company is scheduled to be held on **Wednesday, 30th September, 2026 at 3:00 P.M.** (IST) through Video Conferencing/Other Audio-Visual Means ("VC/OAVM").

Pursuant to Regulation 34(1) and Regulation 30 of the Listing Regulations, we are enclosing herewith a copy of the Annual Report of the Company along with the Notice of the 34th AGM for the Financial Year 2025-26, which is being sent through electronic mode to the Members whose e-mail addresses are registered with the Company/Registrar and Share Transfer Agent ("RTA")/Depository Participants ("DPs").

Further, in accordance with Regulation 36(1)(b) of the Listing Regulations, the Company is also sending a letter to the Members whose e-mail addresses are not registered with the Company/RTA/DPs, providing the web-link from where the Annual Report can be accessed on the Company's website.

In terms of Regulation 46 of the Listing Regulations, the Annual Report for the Financial Year 2025-26, along with the Notice and other related documents, has been uploaded on the website of the Company and can be accessed and downloaded from the web-link given below: https://www.sgligis.com/wp-content/uploads/Annual%20Report%202025-26.pdf

The Notice and the Annual Report can also be accessed from the website of the National Securities Depository Limited ("NSDL") at www.evoting.nsdl.com.

The same is submitted for your kind information and record.

Yours faithfully

Thanking You,
For, SGL RESOURCES LIMITED
Kantilal Vrajlal Ladani
Digitally signed by Kantilal Vrajlal Ladani
Date: 2026.09.08 17:38:35 +05'30'
Kantilal Ladani
Whole Time Director and CFO
(DIN: 00016171)

Encl.: As Above

CIN:L22219GJ1992PLC017073 | **Registered and Corporate Office** :- 506, Fifth Floor, Venus Atlantis, Near Shell Petrol Pump, Prahalad Nagar Road, Ahmedabad, Gujarat, India, 380015 | [P]:- +91 9879933230 [E]hello@sgligis.com **www.sgligis.com**

SGL | SGL RESOURCES LIMITED

Formerly known as Scanpoint Geomatics Limited

ANNUAL REPORT

2025-26

PEOPLE
TECHNOLOGY
PLACES
A SUSTAINABLE
TOMORROW

Corporate Information

Board of Directors

Mr. Kantilal Ladani
Whole Time Director & Chief Financial Officer

Mr. Sachin Kumar
Non-executive Director

Mr. Suhit Bakshi
Non-executive Director

Mrs. Himali Maheshbhai Thakkar
Independent Director
(Appointed w.e.f. 27.07.2026)

Ms. Sona Bachani
Independent Director
(Resigned w.e.f. 27.07.2026)

Mr. Murli Chandak
Independent Director
(Resigned w.e.f. 26.08.2026)

Mr. Mohan Chandiramani
Independent Director
(Resigned w.e.f. 26.08.2026)

Mr. Dinesh Shah
Independent Director
(Ceased w.e.f. 30.09.2025)

Company Secretary

Ms. Rekha Jhanwar
Company Secretary & Compliance Officer
(Appointed w.e.f. 25.06.2026)

Ms. Foram Bhuva
Company Secretary & Compliance Officer
(Resigned w.e.f. 24.06.2026)

Statutory Auditor

Ram Chandak & Associates
Chartered Accountants
Office No. 406, Ajanta Shopping Centre,
Ring Road, Surat – 395002, Gujarat.
FRN: 151611W

Secretarial Auditor

Harish P. Jain & Associates
Practising Company Secretaries
302, Narayan Krupa Square,
Behind Old Natraj Cinema,
Ashram Road, Ahmedabad – 380009, Gujarat.

Internal Auditor

Mr. Dhaval Rajpal

Bankers

Axis Bank Limited
ICICI Bank Limited

Registrar & Share Transfer Agent

MUFG Intime India Private Limited
C-101, Embassy 247,
L.B.S. Marg, Vikhroli (West),
Mumbai – 400083, Maharashtra.

Investor Relation Office – Ahmedabad:

5th Floor, 506 to 508, Amarnath Business Centre – 1
(ABC-1), Near St. Xavier's College Corner,
Off C. G. Road, Ahmedabad – 380006, Gujarat.
Tel.: 079-2646 5179 / 86 / 87
Email: ahmedabad@in.mpms.mufg.com
Website: https://in.mpms.mufg.com

Registered & Corporate Office

506, Fifth Floor, Venus Atlantis,
Near Shell Petrol Pump,
Prahlad Nagar Road,
Ahmedabad, Gujarat, India – 380015.

Tel.: 079 4939 1735

Committees of the Board

Audit Committee

1. Mr. Murli Chandak – Chairperson
2. Mr. Mohan Chandiramani – Member
3. Mr. Sachin Kumar – Member

Nomination & Remuneration Committee

1. Mr. Mohan Chandiramani – Chairperson
2. Ms. Sona Bachani – Member
3. Mr. Suhit Bakshi – Member

Stakeholders' Relationship Committee

1. Ms. Sona Bachani – Chairperson
2. Mr. Murli Chandak – Member
3. Mr. Kantilal Ladani – Member

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NOTICE

NOTICE is hereby given that the 34th Annual General Meeting ("**AGM**") of members of SGL Resources Limited ("**the Company**") will be held on **Wednesday, 30th September, 2026** at 03:00 p.m. (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) to transact the following businesses:

ORDINARY BUSINESS:

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

2. **To appoint a director in place of Mr. Suhit Bakshi (DIN: 06395813), who retires by rotation and being eligible, offers himself for re-appointment.**

SPECIAL BUSINESS:

3. **To approve the appointment of Mrs. Himali Maheshbhai Thakkar (DIN: 10752931) as an Independent Director of the Company.**

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

   "RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and 161 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), the Companies (Appointment and Qualification of Directors) Rules, 2014, and Regulation 16(1)(b), 25 and all other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, and in accordance with the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Mrs. Himali Maheshbhai Thakkar (DIN: 10752931), who was appointed as an Additional Director in the capacity of a Non-Executive Independent Director with effect from July 27, 2026, and who has submitted the requisite declarations and confirmations affirming that she satisfies the criteria of independence prescribed under the Act and the Listing Regulations, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a first term of five (5) consecutive years commencing from July 27, 2026 and ending on July 26, 2031 (both days inclusive).

   RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as the "Board" which expression shall also include any Committee duly constituted by the Board) be and is hereby authorised to perform all such acts, deeds, matters or things and take all such steps as may be necessary, proper or expedient to give effect to the aforesaid resolution**."**

4. **Approval for Enhancement of Borrowing Limits of the Company under section 180(1)(c) of the Companies Act, 2013.**

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

   "RESOLVED THAT in supersession of the resolution passed by the shareholders of the Company and pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, read with the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and in accordance with the Memorandum and Articles of Association of the Company, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall include any Committee thereof authorised by the Board to exercise the powers conferred by this resolution) to borrow, from time to time, such sums of money, whether in Indian Rupees or in foreign currency, from any one or more Banks, Financial Institutions, Foreign Lenders, Bodies Corporate, Authorities, or any other persons/entities, and on such terms and conditions as the Board may deem fit, notwithstanding that the monies to be borrowed together with the monies already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital, free reserves and securities premium of the Company, provided that the total outstanding borrowings shall not at any time exceed a sum of Rs. 300 Crores (Rupees Three Hundred Crores only).

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

5. **Approval for Enhancement of limit of creation of charge on the Assets of the Company on borrowing under Section 180(1)(a) of the Companies Act, 2013.**

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

"RESOLVED THAT in supersession of the resolution passed by the shareholders of the Company and pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 and relevant rules made thereto including any statutory modifications or reenactments thereof and in accordance with the Memorandum and Articles of Association of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the Board which term shall include any Committee thereof for the time being exercising the powers conferred on the Board by this Resolution) to pledge, mortgage, hypothecate, create floating charge, transfer, sell, lease or dispose-off all or any movable or immovable, tangible or intangible properties of the Company, both present and future, and/or the whole or part of the undertaking of the Company to or in favour of banks, financial institutions, investors and any other lenders in the best interest of the Company to secure the amount borrowed by the Company or any third party from time to time, for the purpose of due payment of the principal amount and/or together with interest, charges, costs, expenses and all other monies payable by the Company or any third party in respect of such borrowings, provided that the aggregate indebtedness secured by the assets/ properties / undertakings of the Company shall not at any time exceed the aggregate limit of Rs. 300 Crores (Rupees Three Hundred Crores only) together with interest, additional interest, compound interest in case of default, accumulated interest, liquidated damages, commitment charges, premium on prepayment, remuneration of the Agents/ Trustees all other costs, charges and expenses and all other moneys payable by the Company in terms of the Loan Agreements/Heads of Agreements or any other Documents entered into/to be entered into between the Company and the Lenders/Agents/ in respect of the said loans/ borrowings and containing such specific terms & conditions and covenants in respect of enforcement of security as may be stipulated in that behalf and agreed to between the Board and the Lenders/Agents.

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

6. **Approval For Enhancement of Limits for Making Investments, Giving Loans, Guarantees Or Providing Securities Under Section 186 of the Companies Act, 2013.**

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

"RESOLVED THAT pursuant to the provisions of Section 186 and all other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable rules made thereunder (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force), the applicable provisions of the Articles of Association of the Company and subject to such other approvals, consents, permissions and sanctions as may be required, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall include any Committee thereof authorised by the Board to exercise the powers conferred by this Resolution), to:

a) grant loans to any person or other body corporate;

b) give any guarantee or provide security in connection with any loan availed by any person or other body corporate; and/or

c) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, from time to time, in one or more tranches, notwithstanding that the aggregate outstanding amount of such loans, guarantees, securities and investments, together with those already made or proposed to be made by the Company, may exceed the limits prescribed under Section 186 of the Act, provided that the aggregate outstanding amount of all such loans, guarantees, securities and investments shall not, at any time, exceed Rs. 300 Crores (Rupees Three Hundred Crores only).

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to determine the terms and conditions of such loans, guarantees, securities and investments, including the timing, amount, recipient, tenure, purpose and other related matters, and to execute all such agreements, deeds, writings, documents and instruments and to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to delegate all or any of the powers conferred upon it by this Resolution to any Committee of the Board, Director(s), Key Managerial Personnel or officer(s) of the Company, as may be deemed appropriate, and to do all such acts, deeds, matters and things as may be necessary, expedient or incidental for giving effect to this Resolution."

7. **Approval for Revision in Remuneration of Mr. Kantilal Vrajlal Ladani, Whole-Time Director and Chief Financial Officer of the Company.**

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

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), and the Rules made thereunder, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, Regulation 17(6)(e) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), and subject to such approvals, consents and permissions as may be required, and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, consent of the Members of the Company be and is hereby accorded for revision in the remuneration payable to Mr. Kantilal Vrajlal Ladani (DIN: 00016171), Whole-Time Director and Chief Financial Officer of the Company, from ₹60,000 (Rupees Sixty Thousand only) per month to ₹1,20,000 (Rupees One Lakh Twenty Thousand only) per month, with effect from April 1, 2026.

RESOLVED FURTHER THAT the aforesaid revised remuneration shall be within the overall limits prescribed under Sections 197 and 198 of the Act read with Schedule V thereto and the applicable provisions of the Listing Regulations.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year during the tenure of Mr. Kantilal Vrajlal Ladani, the aforesaid remuneration shall be payable as minimum remuneration, subject to the applicable provisions and limits prescribed under Schedule V to the Act and such other approvals as may be required under applicable law.

RESOLVED FURTHER THAT except for the aforesaid revision in remuneration, all other terms and conditions of his appointment as Whole-Time Director and Chief Financial Officer of the Company shall remain unchanged.

RESOLVED FURTHER THAT the Board of Directors of the Company and/or the Company Secretary be and are hereby authorised to take all such steps and actions and to execute all such documents, deeds and writings as may be necessary or desirable for giving effect to this Resolution."

8. **Approval of Material Related Party Transaction for Availing Loan from Beta Resources Private Limited.**

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

"**RESOLVED THAT** pursuant to the provisions of Regulation 23(4) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with the Rules made thereunder, and the Company's Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, and pursuant to the recommendation of the Audit Committee and approval of the Board of Directors of the Company, consent of the Members of the Company be and is hereby accorded to the Company for availing and/or continuing to avail loan(s) from Beta Resources Private Limited, a Related Party of the Company, for an aggregate amount not exceeding ₹7.00 crore (Rupees Seven Crore only), on such terms and conditions as may be mutually agreed between the Company and Beta Resources Private Limited from time to time, the material terms and other particulars of the aforesaid transaction being set out in the Explanatory Statement annexed to the Notice convening this Meeting, and subject to applicable laws and regulations.

RESOLVED FURTHER THAT the aforesaid approval shall be valid for a period of five (5) years commencing from April 1, 2026 and ending on March 31, 2031, unless terminated earlier upon occurrence of any material modification to the aforesaid related party transaction requiring fresh approval of the Members in accordance with the applicable provisions of the Listing Regulations and the Company's Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions, whichever is earlier.

RESOLVED FURTHER THAT the Audit Committee and the Board of Directors of the Company be and are hereby authorised to review, approve and monitor the aforesaid transaction(s) and the terms and conditions thereof from time to time, within the overall limit of ₹7.00 crore, in accordance with the applicable provisions of the Act, the Listing Regulations and the Company's Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions.

RESOLVED FURTHER THAT the Board of Directors of the Company and/or the Company Secretary be and are hereby authorised to take all such steps and actions and to execute all such documents, deeds and writings as may be necessary or desirable for giving effect to this Resolution."

By Order of the Board of Directors
For, SGL Resources Limited

Sd/-

Kantilal Ladani Whole-time Director & CFO
(DIN: 00016171)

Date: September 07, 2026
Place: Ahmedabad

Notes:

1) The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 (“the Act”) relating to the special business to be transacted at the Annual General Meeting (“AGM”/ “Meeting”) is annexed hereto. Further relevant details pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this AGM is also annexed.

2) The Ministry of Corporate Affairs (MCA), vide its General Circular No. 20/2020 dated 5th May, 2020 read with the subsequent circulars issued from time to time, the latest one being General Circular No. 03/2025 dated 22nd September, 2025 (MCA Circulars), and the Securities and Exchange Board of India (“SEBI”) and other applicable circulars issued in this regard (hereinafter collectively referred to as “SEBI Circulars”), have permitted convening of Annual General Meeting (“AGM”) through Video Conferencing (“VC”) or any Other Audio Visual Means (“OAVM”) without the physical presence of the Members at a common venue. In compliance with the said Circulars, EGM/AGM shall be conducted through VC / OAVM. The registered office of the Company situated at 506, Fifth Floor, Venus Atlantis, Near Shell Petrol Pump, Prahalad Nagar Road, Ahmedabad, Gujarat, India, 380015, Gujarat, India shall be deemed to be the venue for the AGM. Since the AGM will be held through VC, the Route Map is not annexed in this Notice.

3) National Securities Depository Limited (“NSDL”) shall be providing facility for e-voting and attending the AGM through video conferencing. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC.

4) The Notice of AGM is being sent only in electronic mode to those members whose, e-mail addresses are registered with the Company/RTA or the Depository Participant(s) as on September 4, 2026. A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the AGM and shareholders as on Cut-off date i.e. shall be entitled to exercise his/her vote electronically i.e. remote e-voting or e-voting system on the date of the AGM.

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 the Company’s RTA in case the shares are held by them in physical form.

   Since the AGM is held without the physical presence of the members, the facility to appoint proxy to attend and attendance slip are not annexed to this notice. Pursuant to the Circular No. 14/2020 dated April 08, 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. The said Resolution/Authorization shall be sent to cs@sgligis.com with a copy marked to evoting@nsdl.co.in.

6) The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

7) 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.

8) Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars last dated September 22, 2025 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 venue voting on the date of the AGM will be provided by NSDL.

The Notice calling the AGM has been uploaded on the website of the Company at www.sgligis.com. The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

9) In case of joint holder attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

10) SEBI has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their depository participant(s).

11) As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No.SH-13. Members are requested to submit these details to their DP in case the shares are held by them in electronic form, and to the Company's RTA, in case the shares are held in physical form.

12) Mr. Harish Jain proprietor of M/s. Harish P. Jain & Associates., Practicing Company Secretary, Ahmedabad (Membership No. 4203, and COP No:- 4100) has been appointed as the Scrutinizer to scrutinize the E-voting process in a fair and transparent manner.

13) The Scrutinizer shall, immediately after the conclusion of the e-voting at the AGM, first count the votes cast through e-voting during the meeting and thereafter unblock the votes cast through remote e-voting before the AGM in presence of at least two witnesses who are not in the employment of the Company, and make a consolidated Scrutiniser's Report of the total votes cast in favour or against, if any, and submit the same to the Chairperson or a person authorised by him in writing who shall countersign the same.

The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. September 23, 2026, may cast their vote electronically. Members seeking or requiring any clarification or information in respect of any matter to be placed at the AGM may send their requests to the Company by September 23, 2026 on cs@sgligis.com.

14) The Equity Shares of the Company are compulsorily required to be held under DEMAT mode for Trading on the Stock Exchanges, where such Equity Shares are listed. These can be held in electronic form with any Depository Participant (DP) with whom the Members have their Depository Account. All the Members, holding Equity Shares of the Company in the physical form, are advised to get the same dematerialized. The Members may contact the Registrar and Share Transfer Agent of the Company at their address mentioned above in case of any query /difficulty in the matter or at the Registered Office of the Company.

SEBI vide its Circular no. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated 25th January, 2022 has mandated the listed Companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a prescribed and signed form as made available on the Company's website at https://www.sgligis.com/investors/#governance and on the website of the Company's Registrar and Transfer Agents. It may be noted that any service request can be processed only after the folio is KYC Compliant. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company's Registrar and Share Transfer Agent for assistance in this regard.

GENERAL INSTRUCTIONS

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

The remote e-voting period begins on Saturday, September 27, 2026 at 09:00 A.M. and ends on Tuesday, September 29 2026 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e., Wednesday September 23, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Wednesday, September 23 , 2026.

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

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

Step 1: Access to NSDL e-Voting system

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	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. 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. 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 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. 1. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play

Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www. cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 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. 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

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 cs.harishjain@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

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.

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 Sachin Kareliya at evoting@nsdl.com

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

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

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@sgligis.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.

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.

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

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

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

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

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

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

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

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL

e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

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

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

   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@sgligis.com .The same will be replied by the company suitably.

   Registration of Speaker will be required to be intimated in advance before 23rd September, 2026 via email sent to cs@sgligis.com.

By Order of the Board of Directors
For, SGL Resources Limited

Sd/-

Kantilal Ladani Whole-time Director & CFO
(DIN: 00016171)

Date: September 07, 2026
Place: Ahmedabad

EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013 read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014

Item No: 3: To approve the appointment of Mrs. Himali Maheshbhai Thakkar (DIN: 10752931) as an Independent Director of the Company:

Based on the recommendation of the Nomination and Remuneration Committee ("NRC"), the Board of Directors of the Company, at its meeting held on July 27, 2026, appointed Mrs. Himali Maheshbhai Thakkar (DIN: 10752931) as an Additional Director in the category of Non-Executive Independent Director of the Company with effect from July 27, 2026, subject to the approval of the Members.

Pursuant to the applicable provisions of the Companies Act, 2013 ("Act"), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and the Articles of Association of the Company, the appointment of Mrs. Himali Maheshbhai Thakkar as an Independent Director is being placed before the Members for their approval by way of a Special Resolution. Upon approval of the Members, she shall hold office as an Independent Director for an initial term of five (5) consecutive years commencing from July 27, 2026 up to July 26, 2031 (both days inclusive), and shall not be liable to retire by rotation.

The Company has received the requisite consent and declarations from Mrs. Himali Maheshbhai Thakkar, including confirmation that she meets the criteria of independence prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations. She has also confirmed that she is eligible for appointment as a Director under Section 164 of the Act and that she is not restrained, debarred or disqualified from acting as a Director pursuant to any order of the Securities and Exchange Board of India or any other statutory authority.

Further, in compliance with Regulation 25(8) of the Listing Regulations, Mrs. Himali Maheshbhai Thakkar has confirmed that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties as an Independent Director with objective and independent judgment. She has also confirmed her compliance with the applicable provisions of Schedule IV to the Act.

The NRC and the Board have considered the qualifications, experience, skills and expertise of Mrs. Himali Maheshbhai Thakkar and are of the view that her association with the Company would be beneficial to the Board and the Company. The Board is satisfied that she possesses the requisite knowledge, skills, experience and integrity appropriate for the position of an Independent Director and that her appointment would contribute to the effective functioning and deliberations of the Board.

In the opinion of the Board, Mrs. Himali Maheshbhai Thakkar fulfils the conditions specified under the Act and the Listing Regulations for appointment as an Independent Director and is independent of the management of the Company. The Board is also of the opinion that she is a person of integrity and that her appointment is in the best interests of the Company.

The Company has received a declaration from Mrs. Himali Maheshbhai Thakkar confirming that she satisfies the criteria of independence prescribed under the applicable provisions of the Act and the Listing Regulations. The Company has also received her consent to act as an Independent Director and the requisite declarations and confirmations in connection with her proposed appointment.

The terms and conditions of appointment of Mrs. Himali Maheshbhai Thakkar as an Independent Director are set out in the letter of appointment issued by the Company. The said letter of appointment is available for inspection by the Members at the Registered Office of the Company during business hours on all working days, except Saturdays, Sundays and Public Holidays, up to the date of the Annual General Meeting. The same shall also be made available for electronic inspection to any Member upon a written request sent to the Company at cs@sgligis.com.

Additional information relating to Mrs. Himali Maheshbhai Thakkar, as required under Regulation 36(3) of the Listing Regulations and the applicable Secretarial Standards, is provided in Annexure-I to this Notice.

Except Mrs. Himali Maheshbhai Thakkar, none of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends the Special Resolution set out at Item No. 3 of the accompanying Notice for approval of the Members.

Item No. 4: To Consider and Approve the Increase in the Borrowing Limit under section 180(1)(C) of the Companies Act, 2013

Pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013 ("Act") read with the Companies (Meetings of Board and its Powers) Rules, 2014, as amended from time to time, the Board of Directors of the Company is authorised to borrow money, where the money to be borrowed, together with the money already borrowed by the Company, exceeds the aggregate of its paid-up share capital, free reserves and securities premium, other than temporary loans obtained from the Company's bankers in the ordinary course of business, subject to the approval of the Members of the Company by way of a Special Resolution.

Considering the future growth plans of the Company, the increasing scale of its operations and its anticipated working capital and other business requirements, the Board of Directors, at its meeting held on September 07, 2026, considered it appropriate to enhance the borrowing powers of the Company.

Accordingly, the Board has approved the proposal to seek approval of the Members pursuant to Section 180(1)(c) of the Act for enhancing the borrowing limit of the Company, so that the aggregate amount of borrowings of the Company, together with the monies already borrowed, may exceed the aggregate of its paid-up share capital, free reserves and securities premium, up to an overall limit of ₹300 Crores (Rupees Three Hundred Crores).

The enhanced borrowing limit is proposed to provide the Company with adequate financial flexibility to meet its working capital requirements, fund its business operations and support its future growth and expansion plans. The borrowings availed pursuant to the proposed authorisation shall be utilised solely for the legitimate business purposes of the Company and shall not be used for the benefit of any related party of the Company.

The proposed resolution, upon approval by the Members, shall supersede any earlier resolution, if any, passed by the Members in this regard, to the extent of the limits specified herein.

The Board considers the proposed enhancement of the borrowing limit to be in the best interests of the Company and its Members and accordingly recommends the Special Resolution set out at Item No. 4 of the accompanying Notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the Special Resolution set out at Item No. 4 of the accompanying Notice, except to the extent of their respective directorships and shareholding, if any, in the Company.

Item No. 5: To Consider and Approve the Increase in the Limit For Creation of Charge on the Assets of the Company Under Section 180(1)(a) of the Companies Act, 2013

Pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013 ("Act") read with the Companies (Meetings of Board and its Powers) Rules, 2014, as amended from time to time, the Board of Directors of a company is required to obtain the consent of the Members by way of a Special Resolution for selling, leasing or otherwise disposing of the whole or substantially the whole of the undertaking of the Company or, where the Company owns more than one undertaking, of the whole or substantially the whole of any of such undertakings.

In order to secure the borrowings and other financial assistance availed or proposed to be availed by the Company from banks, financial institutions, investors, lenders and other financing institutions, the Company may be required, from time to time, to create security by way of mortgage, charge, hypothecation, pledge or otherwise, over its movable and/or immovable properties and assets, both present and future.

The terms and conditions of such financing arrangements may, in certain circumstances, provide the lenders with rights and remedies in the event of default, including enforcement of the security and, where applicable, taking over the management or control of the whole or substantially the whole of the undertaking(s) of the Company. Accordingly, in order to provide the Board with the necessary authority and flexibility to create such security in connection with the borrowings of the Company, it is proposed to obtain the approval of the Members under Section 180(1)(a) of the Act.

Considering the increasing scale of operations of the Company, its future expansion plans and anticipated funding requirements, it is proposed to enhance the limit for creation of charge, mortgage, hypothecation or other encumbrance on the assets of the Company, both present and future, up to an aggregate amount of ₹300 Crores (Rupees Three Hundred Crores), in respect of the borrowings and financial assistance of the Company.

The proposed limit shall be in addition to and read with the borrowing powers proposed to be approved by the Members under Section 180(1)(c) of the Act, as set out in Item No. 4 of the accompanying Notice. The proposed resolution is also intended to supersede the earlier resolution, if any, passed by the Members in this regard, to the extent of the limit specified herein.

The proposed resolution, if approved, will enable the Board of Directors to create charge, mortgage, hypothecation, pledge or other encumbrances over the movable and/or immovable properties and assets of the Company, both present and future, in favour of banks, financial institutions, investors, lenders and other financing institutions, for securing the borrowings and other financial assistance availed or proposed to be availed by the Company, on such terms and conditions as may be considered appropriate by the Board from time to time.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the Special Resolution set out at Item No. 5 of the accompanying Notice, except to the extent of their respective directorships and shareholding, if any, in the Company.

Accordingly, the Board recommends the Special Resolution set out at Item No. 5 of the accompanying Notice for approval of the Members.

Item No. 6: Approval for Enhancement of Limits for Making Investments, Giving Loans, Guarantees or Providing Securities under Section 186 of the Companies Act, 2013

Pursuant to the provisions of Section 186 of the Companies Act, 2013 ("Act") read with the Companies (Meetings of Board and its Powers) Rules, 2014, as amended from time to time, the Company is required to obtain the approval of the Members by way of a Special Resolution where the aggregate amount of loans, guarantees, securities and investments proposed to be made by the Company, together with the loans, guarantees, securities and investments already made, exceeds the limits prescribed under Section 186 of the Act.

The Company, in the ordinary course of its business and in order to meet its strategic, operational and financial requirements, may be required to provide financial assistance by way of loans, guarantees or securities and/or make investments in securities of other body corporates from time to time. Considering the future business requirements, growth plans and the financial requirements of the Company and its subsidiaries/other entities, the existing limits available under Section 186 of the Act may not be adequate.

Accordingly, the Board of Directors, at its meeting held on September 07, 2026, considered and approved the proposal to seek the approval of the Members for enhancing the limits under Section 186 of the Act, so as to enable the Company to make investments, grant loans, give guarantees and/or provide securities in connection with loans availed by any person or body corporate, from time to time, up to an aggregate outstanding amount of ₹300 Crores (Rupees Three Hundred Crores), notwithstanding that such amount may exceed the limits prescribed under Section 186 of the Act.

The proposed enhanced limit will provide the Company with the necessary financial flexibility to support its business operations, strategic initiatives, investments and funding requirements, including those of its subsidiaries and other entities, as may be considered appropriate by the Board from time to time. The loans, guarantees, securities and investments shall be made in accordance with the applicable provisions of the Act, the Rules made thereunder and other applicable laws, and on such terms and conditions as may be considered appropriate by the Board.

The Board of Directors shall determine, from time to time, the terms and conditions of such loans, guarantees, securities and investments, including the amount, tenure, purpose, recipient and other related matters, subject to the applicable provisions of law.

The Members' approval is therefore sought by way of a Special Resolution to authorise the Board of Directors to make investments, grant loans, give guarantees and/or provide securities, notwithstanding that the aggregate amount of such loans, guarantees, securities and investments, together with those already made or proposed to be made, may exceed the limits prescribed under Section 186 of the Act, subject to an overall aggregate outstanding limit of ₹300 Crores (Rupees Three Hundred Crores).

The proposed resolution, upon approval by the Members, shall supersede any earlier resolution, if any, passed by the Members in this regard, to the extent of the limits specified herein.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the Special Resolution set out at Item No. 6 of the accompanying Notice, except to the extent of their respective directorships and shareholding, if any, in the Company.

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

Item No. 7: Revision in Remuneration of Mr. Kantilal Vrajlal Ladani, Whole-Time Director and Chief Financial Officer of the Company

The Board of Directors, at its meeting held on March 03, 2026, based on the recommendation of the

Nomination and Remuneration Committee ("NRC"), considered and approved the proposal for revision in the remuneration payable to Mr. Kantilal Vrajlal Ladani, Whole-Time Director and Chief Financial Officer of the Company, from ₹60,000 (Rupees Sixty Thousand only) per month to ₹1,20,000 (Rupees One Lakh Twenty Thousand only) per month, with effect from April 1, 2026, subject to the approval of the Members and such other approvals as may be required under applicable laws.

Mr. Kantilal Vrajlal Ladani is responsible for overseeing the financial functions of the Company and, in his capacity as Whole-Time Director, is also involved in the overall management and operations of the Company. Considering the nature and extent of his responsibilities, contribution to the affairs of the Company, the increased scale of operations and the responsibilities entrusted to him, the NRC and the Board considered it appropriate to revise his remuneration.

The proposed revision in remuneration is in accordance with Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions of the Act, the Rules made thereunder and Regulation 17(6)(e) and other applicable provisions of the Listing Regulations.

The revised remuneration of ₹1,20,000 per month shall be payable with effect from April 1, 2026, and shall be within the overall limits prescribed under the Act read with Schedule V thereto and the applicable provisions of the Listing Regulations.

In the event of absence or inadequacy of profits in any financial year during the tenure of Mr. Kantilal Vrajlal Ladani, the aforesaid remuneration shall be payable as minimum remuneration, subject to the applicable provisions and limits prescribed under Schedule V to the Act and such other approvals as may be required under applicable law.

Except for the aforesaid revision in remuneration, all other terms and conditions of his appointment as Whole-Time Director and Chief Financial Officer of the Company shall remain unchanged.

The proposed revision in remuneration is considered appropriate and commensurate with the duties, responsibilities and contribution of Mr. Kantilal Vrajlal Ladani and is in the interest of the Company.

Except Mr. Kantilal Vrajlal Ladani, none of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the Ordinary Resolution set out at Item No. 7 of the accompanying Notice.

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

Item No. 8: Approval of Material Related Party Transaction For Availing Loan From Beta Resources Private Limited

The provisions of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") govern the Related Party Transactions ("RPTs") undertaken by the Company and, inter alia, require all Related Party Transactions to be approved by the Audit Committee and provide that all Material Related Party Transactions and subsequent material modifications thereto shall require prior approval of the Members of the Company.

The Company proposes to avail and/or continue to avail loan(s) from Beta Resources Private Limited ("Beta Resources"), a Related Party of the Company, for an aggregate amount not exceeding ₹7.00 crore (Rupees Seven Crore only), on such terms and conditions as may be mutually agreed between the Company and Beta Resources from time to time, subject to applicable laws and regulatory requirements.

Beta Resources Private Limited is a Related Party of the Company by virtue of the relationship arising from the common directorship of Mr. Kantilal Vrajlal Ladani. Mr. Kantilal Vrajlal Ladani, Whole-Time Director and Chief Financial Officer of the Company, is also a Director of Beta Resources Private Limited. Accordingly, the proposed borrowing from Beta Resources constitutes a Related Party Transaction requiring consideration and approval in accordance with the applicable provisions of the Listing Regulations and the Company's Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions.

The proposed transaction is in the nature of a borrowing by the Company from Beta Resources. Accordingly, the Company shall be the recipient / borrower of the funds and Beta Resources shall be the lender / provider of the funds. The proposed transaction does not involve the Company granting any loan, advance, investment or financial assistance to Beta Resources.

The Company proposes to avail and/or continue to avail loan(s) from Beta Resources up to an aggregate amount of ₹7.00 crore. The proposed limit is intended to provide the Company with adequate financial flexibility to meet its working capital requirements, repayment of existing financial obligations and other legitimate corporate purposes arising in the ordinary course of its business.

The proposed transaction, individually and/or together with previous transactions with the Related Party during the relevant financial year, exceeds the applicable materiality threshold prescribed under Regulation 23 of the Listing Regulations. Accordingly, the transaction constitutes a Material Related Party Transaction and requires prior approval of the Members of the Company by way of an Ordinary Resolution.

The proposed approval is intended to provide the Company with sufficient flexibility to avail the borrowing as and when required during the approved tenure, without requiring the Company to seek separate approval for each drawdown or continuation of the borrowing, subject always to the overall approved limit, applicable law and the terms approved by the Members.

The proposed arrangement shall be valid for a period of five (5) years commencing from April 1, 2026 and ending on March 31, 2031, unless terminated earlier upon occurrence of any material modification to the proposed Related Party Transaction requiring fresh approval of the Members in accordance with the applicable provisions of the Listing Regulations and the Company's Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions, whichever is earlier.

The proposed five-year approval is sought in respect of the identified Related Party and the specified borrowing arrangement and is intended to provide continuity and certainty in the Company's funding arrangements. The Company shall, at all times, remain within the overall monetary limit approved by the Members and shall comply with all applicable requirements relating to material modifications, disclosure, review and approval of Related Party Transactions.

The Company had obtained approval of the Members for similar transactions with Beta Resources in the previous financial year. The present proposal is intended to provide continuity in the Company's existing funding arrangement and adequate headroom for its anticipated financial requirements during the proposed tenure. The proposed approval does not constitute an automatic commitment to avail the entire approved amount and the actual utilisation shall depend upon the Company's funding requirements from time to time.

The proposed borrowing will enable the Company to access funds as and when required for its legitimate business requirements and is expected to support the Company's liquidity and working capital management. The availability of such funding flexibility is particularly relevant for ensuring timely discharge of financial obligations and meeting the Company's operational requirements without disruption.

The Audit Committee has reviewed the proposed transaction, including the nature of the relationship, proposed value, tenure, purpose and other relevant terms and conditions, and has recommended the same to the Board of Directors for approval.

The Board of Directors, based on the recommendation of the Audit Committee, has approved the proposed transaction and is of the view that the proposed borrowing is in the interest of the Company and its stakeholders. The Board has accordingly approved the proposal for placing the same before the Members for their consideration and approval.

The proposed transaction shall be undertaken on such terms and conditions as may be mutually agreed between the Company and Beta Resources from time to time, within the overall limit approved by the Members and subject to applicable laws, the Listing Regulations, the Company's Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions and such other internal policies and controls as may be applicable.

The Company shall ensure that the transaction remains subject to appropriate governance oversight. The Audit Committee shall review and monitor the transaction in accordance with the applicable provisions of the Listing Regulations and the Company's Related Party Transaction Policy. The transaction shall also remain within the overall amount approved by the Members and any subsequent material modification requiring Members' approval shall be placed before the Members for fresh approval, wherever required under applicable law.

INFORMATION REQUIRED UNDER THE INDUSTRY STANDARDS ON MINIMUM INFORMATION TO BE PROVIDED TO THE AUDIT COMMITTEE AND SHAREHOLDERS FOR APPROVAL OF RELATED PARTY TRANSACTIONS

SEBI, vide its Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025, prescribed revised Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" ("RPT Industry Standards"). The RPT Industry Standards prescribe minimum information to be placed before the Audit Committee and, where applicable, before the Members for consideration and approval of Related Party Transactions.

Since the proposed transaction relates to **borrowing by the Company from a Related Party** and constitutes a Material Related Party Transaction, the disclosures under **Part A, Part B(5) and Part C(4)** of the RPT Industry Standards are applicable.

The requisite information is set out below:

PART A – MINIMUM INFORMATION OF THE PROPOSED RELATED PARTY TRANSACTION

A(1) – Basic Details of the Related Party

Sr. No.	Particulars	Details
1.	Name of the Related Party	Beta Resources Private Limited
2.	Country of incorporation	India
3.	Nature of business of the Related Party	Trading of Coal

A(2) – Relationship and Ownership of the Related Party

Sr. No.	Particulars of the information	Details
1.	Relationship between the listed entity/ subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Beta Resources Private Limited ("Beta Resources") is a Related Party of the Company by virtue of the common directorship of Mr. Kantilal Vrajlal Ladani, Whole-Time Director and Chief Financial Officer of the Company, who is also a Director of Beta Resources Private Limited. The concern is financial in nature, as the proposed transaction involves availing/continuing to avail loan(s) by the Company from Beta Resources Private Limited. Mr. Kantilal Vrajlal Ladani is accordingly interested in the transaction.
	(i) Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	The Company does not hold, directly or indirectly, any equity shareholding or other ownership interest in Beta Resources
	(ii) Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	The Company does not hold, directly or indirectly, any equity shareholding or other ownership interest in Beta Resources
	(iii) Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Beta Resources is a body corporate having share capital. Accordingly, disclosure relating to capital contribution is not applicable.
	Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered	

A(3) – Details of Previous Transactions with the Related Party

<table>
<tr><th>Sr. No.</th><th>Particulars</th><th>Details</th></tr>
<tr><td>1.</td><td>Total amount of all the transactions under-taken by the listed entity with the related party during each of the last financial years.</td><td><u>Transactions with Beta Resources Private Limited</u>
(₹ In Crores)<table><tr><th>Sr. No</th><th>Nature of transactions</th><th>FY 25-26</th></tr><tr><td>1.</td><td>Loan Availed</td><td>5.00</td></tr></table></td></tr>
<tr><td>2.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td><u>Transactions with Beta Resources Private Limited</u>
(₹ In Crores)<table><tr><th>Sr. No</th><th>Nature of transactions</th><th>Upto June, 2026</th></tr><tr><td>1.</td><td>Loan Repaid</td><td>0.15</td></tr><tr><td>2.</td><td>Interest paid</td><td>0.03</td></tr></table></td></tr>
<tr><td>3.</td><td>Whether prior approval of Audit Committee has been taken for the above mentioned transactions</td><td>NA. However, the Company has obtained the approval of Audit Committee for the Loan transaction entered with Beta Resources during FY 2025-26</td></tr>
<tr><td>3.</td><td>Any default by the Related Party in respect of any obligation undertaken by it under any transaction or arrangement entered into with the Company or its subsidiary during the previous financial year</td><td>NA</td></tr>
</table>

A(4) – Amount of the Proposed Transaction

Sr. No.	Particulars	Details
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders	Up to ₹7.00 crore
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	Approximately 20.08%
3.	Whether the proposed transaction, together with previous transactions during the financial year, constitutes a Material Related Party Transaction	Yes
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	NA
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	Based on the latest available audited standalone turnover of Beta Resources of Rs. 13,927.36 Lakhs for FY 2024-25, the proposed aggregate transaction value of Rs. 500 Lakhs represents approximately 3.59% of such turnover.

Sr. No.	Particulars	Details
6.	Financial performance of the related party for the immediately preceding financial year: **Particulars** | **FY 2024-25 (INR in Lakhs)** Turnover | 13,927.36 Profit After Tax | (182.13) Net worth | (114.09) Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.	Based on the latest available audited standalone turnover of Beta Resources of Rs. 13,927.36 Lakhs for FY 2024-25, the proposed aggregate transaction value of Rs. 500 Lakhs represents approximately 3.59% of such turnover.

A(5) – Basic Details of the Proposed Transaction

Sr. No.	Particulars	Details
1.	Specific type of proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Availing of loan from Beta Resources Private Limited
2.	Details of each type of the proposed transaction.	Continuing to avail loan(s) from Beta Resources for an aggregate amount not exceeding ₹7.00 crore
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified).	The proposed transaction shall remain co-terminus with the tenure of the underlying loan(s), being for a period of five (5) years commencing from April 1, 2026 and ending on March 31, 2031, subject to applicable laws and regulations and earlier termination upon occurrence of any material modification requiring fresh approval of the Members, wherever applicable.
4.	Whether the transaction is being proposed on an omnibus basis	No. The approval is sought for the identified Related Party and specified borrowing arrangement.
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	The proposed transaction shall be co-terminus with the tenure of the underlying loan(s), and the actual amount of borrowing during each financial year shall depend upon the Company's funding requirements and the actual utilisation of the approved borrowing limit. Accordingly, a financial year-wise break-up of the proposed transaction is presently not ascertainable. The aggregate value of the proposed transaction shall, however, not exceed ₹7.00 crore at any point of time during the proposed tenure.
6.	Purpose of the transaction	To meet working capital requirements, repayment of existing financial obligations and other legitimate corporate purposes of the Company
7.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity.	The proposed borrowing will provide the Company with financial flexibility and access to funds for meeting its operational, working capital and other legitimate corporate requirements.

8.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. Explanation: Indirect interest shall mean interest held through any person over which an individual has control.	Mr. Kantilal Vrajlal Ladani, Whole-Time Director & Chief Financial Officer of the Company, who is also a Director of Beta Resources Private Limited, the Related Party from whom the Company proposes to avail/continue to avail loan(s). Accordingly, Mr. Kantilal Vrajlal Ladani is concerned/ interested in the proposed transaction.
	a. Name of the Director/KMP	Mr. Kantilal Vrajlal Ladani, Whole-Time Director & Chief Financial Officer
	b. Shareholding of such Director / KMP in the Related Party, whether direct or indirect	Mr. Kantilal Vrajlal Ladani holds 50% of the equity share capital of Beta Resources Private Limited, directly.
10.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not applicable, being an arrangement for availing of Borrowing and not involving valuation of any asset.
11.	Other information relevant for decision making.	The transaction has been reviewed and recommended by the Audit Committee and approved by the Board of Directors, subject to approval of the Members.

PART B – INFORMATION RELATING TO THE SPECIFIC TYPE OF RELATED PARTY TRANSACTION

B(5) – Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary

Sr. No.	Particulars	Details
1.	Material covenants of the proposed transaction	The proposed borrowing shall be governed by the applicable terms and conditions of the loan arrangement. The principal covenants include: (i) utilisation of the loan only for working capital requirements, repayment of existing financial indebtedness/obligations and/or general corporate purposes; (ii) maintenance of complete and accurate books and records relating to receipt and utilisation of the loan proceeds; (iii) restriction on creation of lien, charge, pledge, mortgage or encumbrance over assets purchased or created from the loan proceeds without the lender's prior written consent; (iv) prompt intimation to the lender of specified material events, including insolvency proceedings, material adverse change in financial condition, material regulatory action and changes in control, management or ownership; (v) cross-default provisions; (vi) compliance with applicable laws; and (vii) restrictions relating to additional financial indebtedness, subject to the agreed terms.
2.	Interest rate (in terms of numerical value or base rate and applicable spread)	0% per annum. The loan is expressly stipulated to be interest-free. No simple, compound or penal interest is payable on the outstanding principal during the tenure, except default interest in the event of an Event of Default as provided under the loan terms.
3.	Cost of borrowing, including all costs associated with the borrowing	The borrowing is interest-free and no processing fee or other charges are ordinarily payable in connection with the grant of the loan. However, reasonable costs, charges and expenses, including legal fees, incurred by the lender in connection with negotiation, preparation, execution, amendment, extension, preservation or enforcement of the arrangement are to be borne by the Borrower, as applicable.
4.	Maturity / due date	The loan is repayable on demand. Upon receipt of a written demand from Beta Resources, the Company is required to repay the demanded amount within 30 calendar days from the date of such demand.

5.	Repayment schedule and terms	The loan is repayable on demand, with repayment to be made within 30 calendar days of written demand. The Company may also voluntarily prepay the loan, in whole or in part, without any prepayment penalty, subject to three business days' prior written notice. The agreement also permits, with the lender's prior written consent, adjustment of the outstanding loan against subscription money payable by the lender for equity shares of the Company, subject to applicable law and regulatory approvals.
6.	Whether the borrowing is secured or unsecured	Unsecured
7.	If secured, nature of security and security coverage ratio	Not Applicable, as the proposed loan is unsecured.
8.	Purpose for which the funds will be utilised by the Company	The funds shall be utilised exclusively for: (a) meeting the Company's working capital requirements in the ordinary course of business; (b) repayment of existing financial indebtedness or obligations of the Company; and/or (c) general corporate purposes.

PART C – ADDITIONAL INFORMATION FOR MATERIAL RELATED PARTY TRANSACTIONS

C(4) –Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary

Sr. No.	Particulars	Details
1.	Debt-to-Equity Ratio	0.44x before the proposed transaction and 0.47x after the proposed transaction*
2.	Debt Service Coverage Ratio	0.13x before the proposed transaction and 0.13x after the proposed transaction*

* The post-transaction ratios are to be computed assuming the entire proposed borrowing limit of ₹7.00 crore is availed, with no corresponding change in shareholders' equity or other indebtedness.

RATIONALE AND JUSTIFICATION FOR THE TRANSACTION

The proposed borrowing is intended to provide the Company with an additional source of funds and financial flexibility for meeting its working capital requirements, repayment of existing financial obligations and other legitimate corporate purposes. The proposed arrangement will enable the Company to maintain adequate liquidity and financial flexibility for its ongoing business requirements. The transaction is accordingly considered to be in the interest of the Company.

The Audit Committee, while considering the proposed transaction, has taken into consideration, inter alia, the nature and value of the transaction, tenure, purpose, commercial rationale, terms of borrowing and the interests of the Company and its stakeholders. The Board of Directors, based on the recommendation of the Audit Committee, has approved the proposed transaction and recommends the same for approval of the Members.

Mr. Kantilal Vrajlal Ladani, Whole-Time Director and Chief Financial Officer of the Company, is concerned or interested in the proposed transaction, as he is also a Director of Beta Resources Private Limited and holds 50% of its equity share capital.

Except Mr. Kantilal Vrajlal Ladani, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

In accordance with Regulation 23(4) of the Listing Regulations, no Related Party shall vote to approve the proposed resolution, whether or not the Related Party is a party to the particular transaction.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 8 of the accompanying Notice for approval of the Members.

By Order of the Board of Directors
For, SGL Resources Limited

Sd/-

Kantilal Ladani Whole-time Director & CFO
(DIN: 00016171)

Date: September 07, 2026
Place: Ahmedabad

ANNEXURE I

Details of the Directors seeking appointment/ re-appointment at the 34th Annual General Meeting of the company as per Regulation 36(3) SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015

Details of Mr. Kantilal V. Ladani, Whole-Time Director and Chief Financial Officer

Particulars	Details
Name	Mr. Kantilal V. Ladani
DIN	00016171
Date of Birth/Age	18/07/1967 / 59 years
Nationality	Indian
Qualification	Post Graduate
Expertise in specific functional areas	Management
Terms and conditions of appointment / re-appointment	Mr. Kantilal V. Ladani is appointed as Whole-Time Director and Chief Financial Officer of the Company and is liable to retire by rotation. Except for the proposed revision in remuneration, all other terms and conditions of his appointment shall remain unchanged.
Remuneration last drawn	₹7.20 Lakhs per annum
Proposed remuneration	₹1,20,000 per month, i.e. ₹14.40 Lakhs per annum, with effect from April 1, 2026, subject to the approval of the Members and applicable provisions of the Companies Act, 2013, read with Schedule V thereto and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
Date of first appointment on the Board	October 19, 2022
Shareholding in the Company	Mr. Kantilal V. Ladani does not hold any equity shares in the Company, either directly or on behalf of any other person on a beneficial basis.
Relationship with other Directors, Manager and Key Managerial Personnel of the Company	There is no material inter-se relationship between Mr. Kantilal V. Ladani and the other Directors, Manager and Key Managerial Personnel of the Company.
Number of Board Meetings attended during the financial year 2025-26	Mr. Kantilal V. Ladani attended all 10 Board Meetings held during the financial year 2025-26.
Other Directorship	1. Imperial Farmers Producer Company Limited 2. Beta Resources Private Limited 3. Jyacad Solutions Private Limited 4. Savaj Farmers Producer Company Limited 5. Khedutputra Farmers Producer Company Limited
Membership / Chairmanship of Committees of other Boards	Nil
Entities from which he has resigned as Director in the past three years	1. Scan Press Private Limited
Number of shares held in the Company	Nil

Details of Mr. Suhit Bakshi, Director retiring by rotation

Particulars	Details
Name of Director	Mr. Suhit Bakshi
DIN	06395813
Date of Birth/Age	06/10/1984/ 42 years
Nationality	Indian
Qualification	Post Graduate
Expertise in specific functional areas	Management
Brief Resume / Experience	Mr. Suhit Bakshi is a Post Graduate and has experience in the field of management.
Terms and conditions of appointment / re-appointment	Mr. Suhit Bakshi is a Non-Executive, Non-Independent Director of the Company and is liable to retire by rotation. He is eligible for re-appointment.
Remuneration last drawn	Nil
Remuneration proposed to be paid	As may be determined by the Board of Directors in accordance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
Date of first appointment on the Board	04/09/2025
Shareholding in the Company	Mr. Suhit Bakshi does not hold, by himself or for any other person on a beneficial basis, any shares in the Company.
Relationship with other Directors, Manager and Key Managerial Personnel	There is no material inter-se relationship between Mr. Suhit Bakshi and any other Director, Manager or Key Managerial Personnel of the Company.
Number of Board Meetings attended during the financial year	6 out of 6
Other Directorships	1
Chairmanship of Committees of other Boards	Nil
Membership of Committees of other Boards	Nil
Listed entities from which he has resigned during the past three years	Nil
Directorship in listed and other entities	Nil
Membership / Chairmanship of Committees of the Board of the Company	Nil
Whether debarred or disqualified from being appointed or continuing as a Director	To the best of the knowledge and information of the Company, Mr. Suhit Bakshi is not debarred or disqualified from being appointed or continuing as a Director of the Company by SEBI, the Ministry of Corporate Affairs or any such statutory authority.
Skills and capabilities required for the role and the manner in which the proposed Director meets such requirements	Mr. Suhit Bakshi possesses experience in management and the requisite knowledge and skills relevant to the Company's business and affairs, enabling him to effectively contribute to the deliberations of the Board.

Details of Mrs. Himali Maheshbhai Thakkar, proposed to be appointed as an Independent Director

Particulars	Details
Name of Director	Mrs. Himali Maheshbhai Thakkar
DIN	10752931
Date of Birth / Age	13/10/1990 / 35 years
Nationality	Indian
Qualification	Company Secretary and Law Graduate
Brief Resume / Experience	Mrs. Himali Maheshbhai Thakkar is a Member of the Institute of Company Secretaries of India and a Law Graduate, with over 7 years of experience in Company Law and Securities Laws. She has served as Company Secretary & Compliance Officer across various organisations and has experience in listed company compliances, corporate governance, SEBI (LODR) Regulations, Secretarial Standards, Board and Committee management, statutory filings and liaison with regulatory authorities. She is currently associated with Rachana Infrastructure Limited as Company Secretary & Compliance Officer.
Expertise in specific functional areas	Company Law, Securities Laws, SEBI (LODR) Regulations, Corporate Governance, Secretarial Compliance, Board and Committee Management and Regulatory Compliance.
Terms and conditions of appointment / re-appointment	Appointed as an Additional Director designated as Non-Executive Independent Director for an initial term of 5 (five) consecutive years, commencing from 27 July 2026 up to 26 July 2031, subject to approval of the Members at the ensuing AGM. She shall not be liable to retire by rotation.
Remuneration proposed to be paid	She shall be entitled to receive sitting fees for attending meetings of the Board and Committees thereof and such other remuneration as may be permissible under the Companies Act, 2013 and SEBI LODR Regulations and as approved by the Board/ Members, as applicable.
Remuneration last drawn	Not applicable – proposed appointment as Independent Director.
Date of first appointment on the Board	27 July 2026
Shareholding in the Company	Nil
Relationship with other Directors, Manager and Key Managerial Personnel	Mrs. Himali Maheshbhai Thakkar is not related to any Director of the Company.
Number of Board Meetings attended during the financial year	Not applicable for FY 2025-26, as she was appointed on 27 July 2026.
Directorship in listed and other companies	1. Rajgor Castor Limited – Independent Director, 2. Avtar Steel Limited – Independent Director 3. Rajgor Proteins Limited – Independent Director and 4. Audroc Limited – Independent Director
Chairmanship/Membership of Committees of other Boards	1. Nomination and Remuneration Committee and Stakeholders Relationship Committee – Member and Chairperson in Audit Committee in Rajgor Proteins Limited 2. Member in Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee in Avdroc Limited 3. Member Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee in Rajgor Castor Limited 4. Chairperson in Audit Committee, Member in Nomination and Remuneration Committee in Avtar Steel Limited

Entities from which she has resigned during the past three years	1. Sunrise Middle East Turn Tech Limited
Skills and capabilities required for the role	The role requires expertise in corporate law, securities laws, SEBI regulations, corporate governance and listed-company compliance. Mrs. Himali Maheshbhai Thakkar possesses relevant professional qualifications and experience in these areas and is accordingly considered suitable to contribute effectively to the deliberations of the Board.
Whether debarred or disqualified from being appointed as Director	The Company has confirmed that Mrs. Himali Maheshbhai Thakkar is not debarred from holding the office of Director by virtue of any order passed by SEBI or any other such authority. The Company has also confirmed that she meets the independence criteria prescribed under the Companies Act, 2013 and SEBI Listing Regulations.
Declaration of Independence	The Company has received the requisite declaration from Mrs. Himali Maheshbhai Thakkar confirming that she meets the criteria of independence prescribed under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of SEBI LODR Regulations and that she is not aware of any circumstance or situation which exists or may reasonably be anticipated to impair or impact her ability to discharge her duties with an objective independent judgment.
Justification for appointment	Based on the recommendation of the Nomination and Remuneration Committee, the Board is of the opinion that Mrs. Himali Maheshbhai Thakkar possesses the requisite qualifications, knowledge, skills and experience and fulfils the conditions prescribed under the Companies Act, 2013 and SEBI LODR Regulations for appointment as an Independent Director. Her experience in Company Law, Securities Laws, SEBI regulations and corporate governance will enable her to provide valuable and independent guidance to the Board.

DIRECTORS' REPORT

To
The Members,
SGL Resources Limited

Your Directors' are pleased to present the 34th Annual Report on the business and operations together with the Audited Financial Statements for the year ended on March 31, 2026.

Financial Results

The Company's financial performance for the Year ended on March 31, 2026 is summarized below:

(₹ In Lakhs Except EPS)

Sr. No.	Particulars	Standalone		Consolidated	
		FY 2025-26	FY 2024-25	FY 2025-26	FY 2024-25
1.	**Total Revenue**	4,903.66	5,023.93	4,903.65	5,034.09
2.	**Profit before Finance Cost, Depreciation & Amortisation Expense and Tax Expense (Operating Profit)**	827.83	1,135.69	839.32	1,140.63
3.	**Finance costs**	5.61	122.74	17.41	122.82
4.	**Depreciation and Amortisation**	811.38	867.72	811.38	867.72
5.	**Profit before Taxation (PBT)**	10.84	145.23	10.53	150.09
6.	**Tax expense**				
	Current Tax	85.04	53.89	85.04	53.89
	Deferred Tax	(86.56)	(53.07)	(86.56)	(53.07)
	Tax adjustment of Previous Year	1.23	4.02	1.35	4.02
7.	***Net Profit***	11.14	140.40	10.70	145.25
8.	***Total Comprehensive Income (after tax)***	14.77	137.89	14.33	142.74
9.	***EPS***	0	0.08	0	0.08

State of Company Affairs

During the financial year ended March 31, 2026, the Company continued its operations in its existing business segment. The financial performance of the Company on a standalone and consolidated basis, as compared with the previous financial year, is set out below.

Standalone Performance

On a standalone basis, the Company recorded Total Income of ₹4,903.66 Lakhs during the financial year 2025-26 as against ₹5,023.93 Lakhs in the previous financial year, representing a decrease of approximately 2.39%. The Company recorded a Net Profit of ₹11.14 Lakhs during the year under review as against ₹140.40 Lakhs in the previous year. Total Comprehensive Income stood at ₹14.77 Lakhs as against ₹137.89 Lakhs in the previous year.

Consolidated Performance

On a consolidated basis, the Company recorded Total Income of ₹4,903.65 Lakhs during the financial year 2025-26 as against ₹5,034.09 Lakhs in the previous financial year, representing a decrease of approximately 2.59%. The consolidated Net Profit for the year under review stood at ₹10.70 Lakhs as against ₹145.25 Lakhs in the previous year, while Total Comprehensive Income stood at ₹14.33 Lakhs as against ₹142.74 Lakhs in the previous year.

The financial statements of the Company are prepared in compliance with the applicable provisions of the Companies Act, 2013 ("Act"), including the applicable Indian Accounting Standards (Ind AS). The Annual Report for the financial year 2025-26 also includes the Consolidated Financial Statements of the Company and its subsidiary for the financial year ended March 31, 2026.

Dividend

In the interest of prudence and to conserve resources, strengthen the Company's financial position, and meet its long-term funding needs, the Directors do not recommend any dividend for the financial year under review.

Nature of Business

During the year under review, the Company continued its business in the field of Geospatial and Information Technology solutions. The Company is engaged in the design and development of Indigenous Geospatial software, namely IGIS (Integrated GIS and Image Processing Software), in joint development partnership with SAC-ISRO. The Company has developed various verticalised products and solutions based on IGIS for sectors including urban development, land records management, agriculture, defence, forestry, law enforcement and utilities, catering to specific business requirements through integrated GIS and remote sensing technology.

With a view to broadening its business scope and facilitating future diversification, the Board, at its meeting held on November 14, 2025, approved and recommended to the Members the alteration of the Objects Clause of the Memorandum of Association ("MOA") and adoption of a new MOA and Articles of Association ("AOA") in conformity with the Companies Act, 2013. The revised Objects Clause encompasses activities relating to Information Technology, Geomatics, GIS, data and analytics, artificial intelligence, automation, digital media and marketing, cloud solutions, business solutions, payment systems and other allied technology-enabled services. The requisite Special Resolutions were approved by the Members through Postal Ballot, with voting concluding on December 21, 2025, providing the Company with greater flexibility to pursue opportunities in emerging and allied business areas.

Transfer to General Reserve:

The Board of Directors of your company has decided not to transfer any amount to General Reserve for the year under review.

Investor Education and Protection Fund

During the financial year under review, no amount was required to be transferred by the Company to the Investor Education and Protection Fund pursuant to the applicable provisions of the Act. Further, there were no shares required to be transferred to the Investor Education and Protection Fund during the financial year under review.

Share Capital

During the year under review, the Company has not altered/ modified its authorised share capital and has not issued any shares. The Company has not issued any sweat equity shares to its directors or employees.

Authorised Share Capital

As on March 31, 2026, the Authorised Share Capital of the Company stood at ₹125,00,00,000/- (Rupees One Hundred Twenty-Five Crore Only), comprising 62,50,00,000 (Sixty-Two Crore Fifty Lakh) Equity Shares of ₹2/- each.

Issued, Subscribed and Paid-Up Share Capital

As on March 31, 2026, the Issued, Subscribed and Paid-up Share Capital of the Company stood at ₹50,09,59,600/- (Rupees Fifty Crore Nine Lakh Fifty-Nine Thousand Six Hundred Only), comprising 25,04,79,800 (Twenty-Five Crore Four Lakh Seventy-Nine Thousand Eight Hundred) Equity Shares of ₹2/- each, fully paid-up.

There was no change in the Issued, Subscribed and Paid-up Share Capital of the Company during the financial year under review.

During the year under review, the Company has not issued shares with differential voting rights. As on March 31, 2026, none of the Directors of the Company holds instruments convertible into equity shares of the Company.

Extra-Ordinary General Meeting and Postal Ballot

The details pertaining to the Extra-Ordinary General Meeting and Postal Ballot conducted by the Company during the financial year under review are provided in the Corporate Governance Report, forming part of this Annual Report.

Material Changes and Commitments Affecting Financial Position between end of the Financial Year and Date of Report

There were no material changes or commitments affecting the financial position of the Company which occurred between the end of the financial year of the Company and the date of this Directors' Report.

Board of Directors and Key Managerial Personnel

The Board of Directors of the Company comprises an appropriate mix of Executive, Non-Executive and Independent Directors, in accordance with the applicable provisions of the Act and the SEBI Listing Regulations.

During the financial year under review, the following changes took place in the composition of the Board of Directors and Key Managerial Personnel of the Company:

Appointment and Regularisation of Directors

- **Ms. Sona Bachani (DIN: 10119435)** was appointed as an Additional Director in the category of Non-Executive Independent Director with effect from June 18, 2025. She was subsequently appointed as a Non-Executive Independent Director for a consecutive term of **five years**, with effect from July 18, 2025, upon approval of the Members at the Extra-Ordinary General Meeting held on July 18, 2025.

- **Mr. Sachin Kumar (DIN: 10890148)** was appointed as an Additional Director in the category of Non-Executive Non-Independent Director with effect from June 25, 2025. His appointment as Non-Executive Non-Independent Director, **liable to retire by rotation**, was approved by the Members at the Extra-Ordinary General Meeting held on July 18, 2025.
- **Mr. Murli Chandak (DIN: 10248881)** was appointed as an Additional Director in the category of Non-Executive Independent Director with effect from June 25, 2025. He was subsequently appointed as a Non-Executive Independent Director for a consecutive term of **five years**, with effect from July 18, 2025, upon approval of the Members at the Extra-Ordinary General Meeting held on July 18, 2025.
- **Mr. Mohan Lakhanlal Chandiramani (DIN: 01462553)** was appointed as an Additional Director in the category of Non-Executive Independent Director with effect from June 25, 2025. He was subsequently appointed as a Non-Executive Independent Director for a consecutive term of **five years**, with effect from July 18, 2025, upon approval of the Members at the Extra-Ordinary General Meeting held on July 18, 2025.
- **Mr. Suhit Bakshi (DIN: 06395813)** was appointed as an Additional Director in the category of Non-Executive Non-Independent Director with effect from September 4, 2025. His appointment as Non-Executive Non-Independent Director was approved by the Members at the **33rd Annual General Meeting held on September 30, 2025**. He is liable to retire by rotation in accordance with the provisions of the Act and the Articles of Association of the Company.

Cessation of Directors

During the financial year under review, the following Directors ceased to hold office:

- **Mr. Bony Kiritkumar Patel (DIN: 10644253)** was appointed as an Additional Director in the category of Non-Executive Non-Independent Director with effect from June 18, 2025, subject to approval of the Members. As the requisite approval was not obtained, he ceased to be a Director with effect from July 18, 2025.
- **Mr. Ritesh Shivkumar Mishra (DIN: 10674791)** was appointed as an Additional Director in the category of Non-Executive Independent Director with effect from June 18, 2025. He subsequently resigned from the Board with effect from June 24, 2025, due to his pre-occupation and other personal commitments.
- **Ms. Niyati Vora (DIN: 10997730)** was appointed as an Additional Director in the category of Non-Executive Independent Director with effect from June 18, 2025. She subsequently resigned from the Board with effect from June 24, 2025, due to her pre-occupation and other personal commitments.
- **Mr. Dinesh Jamnadas Shah (DIN: 02377709)** completed his tenure as an Independent Director and ceased to be a Director of the Company with effect from September 30, 2025.
- **Mr. Rajeshbhai Amrutbhai Katkoria (DIN: 00548324)**, Non-Executive Non-Independent Director, who was appointed as an Additional Director with effect from February 14, 2025, ceased to hold office with effect from May 24, 2025, upon non-approval of his appointment by the Members through Postal Ballot.
- **Mrs. Naynaben Jayeshbhai Vanparia (DIN: 07760252),** Non-Executive Non-Independent Director, who was appointed as an Additional Director with effect from March 26, 2025, ceased to hold office with effect from May 24, 2025, upon non-approval of her appointment by the Members through Postal Ballot.
- **Mr. Keval Rajeshbhai Parikh (DIN: 10757737**), Non-Executive Independent Director, who was appointed as an Additional Director with effect from March 26, 2025, ceased to hold office with effect from May 24, 2025, upon non-approval of his appointment by the Members through Postal Ballot.
- **Mrs. Pooja Smit Shah (DIN: 07441428),** Non-Executive Independent Director, who was appointed as an Additional Director with effect from March 26, 2025, ceased to hold office with effect from May 24, 2025, upon non-approval of her appointment by the Members through Postal Ballot.

Change in Designation

Mr. Kantilal Vrajlal Ladani (DIN: 00016171) was designated as Whole-Time Director and Chief Financial Officer ("CFO") of the Company with effect from June 25, 2025.

Key Managerial Personnel

Ms. Krishna Manthan Bhavsar, Company Secretary and Compliance Officer and Key Managerial Personnel of the Company, tendered her resignation from the said position with effect from January 7, 2025, after working hours, due to personal reasons. The Company accepted her resignation and confirmed that there were no other material reasons for her resignation.

Subsequently, Ms. Foram Sagar Bhuva was appointed as the Company Secretary and Compliance Officer and designated as a Key Managerial Personnel of the Company with effect from May 1, 2025. She is a qualified Company Secretary with five years of post-qualification experience and experience with listed and private companies.

Accordingly, as at March 31, 2026, the Key Managerial Personnel of the Company comprised:

1. Mr. Kantilal Vrajlal Ladani – Whole-Time Director and Chief Financial Officer; and
2. Ms. Foram Sagar Bhuva – Company Secretary and Compliance Officer.

Retirement by Rotation

Pursuant to Section 152(6) of the Act, read with the applicable provisions of the Articles of Association of the Company, Mr. Suhit Bakshi (DIN: 06395813) is liable to retire by rotation at the ensuing Annual General Meeting and, being eligible, has offered himself for re-appointment. The Board of Directors recommends his re-appointment. The brief profile and other requisite particulars of Mr. Suhit Bakshi are provided in Annexure I to this Report.

Changes in Directors and Key Managerial Personnel after the end of the Financial Year

Subsequent to the close of the financial year ended March 31, 2026, the following changes took place in the composition of the Board of Directors and Key Managerial Personnel of the Company:

- **Ms. Foram Sagar Bhuva** tendered her resignation from the position of Company Secretary and Compliance Officer of the Company vide her letter dated June 24, 2026, with effect from the close of business hours on June 24, 2026, due to personal reasons. The Board took note of and accepted her resignation. In accordance with the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Ms. Bhuva confirmed that there was no other material reason for her resignation other than the reason stated in her resignation letter.
- **Mrs. Rekha Vishal Jhanwar** was appointed as the Company Secretary and Compliance Officer and Key Managerial Personnel of the Company with effect from June 25, 2026, pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors.
- **Ms. Sona Bachani (DIN: 10119435)** tendered her resignation from the position of Non-Executive Independent Director with effect from the close of business hours on July 27, 2026, due to her pre-occupation with other commitments. In accordance with the applicable provisions of the Listing Regulations, she confirmed that there was no other material reason for her resignation other than the reasons stated in her resignation letter
- **Mrs. Himali Maheshbhai Thakkar (DIN: 10752931)** was appointed as an Additional Director designated as Non-Executive Independent Director with effect from July 27, 2026, for an initial term of five consecutive years from July 27, 2026 to July 26, 2031, subject to approval of the Members at the ensuing Annual General Meeting. The Board, based on the requisite declarations and confirmations, has confirmed that she fulfils the applicable criteria of independence prescribed under the Act and the Listing Regulations. She is not related to any Director of the Company and is not debarred from holding the office of Director by virtue of any order passed by SEBI or any other regulatory authority.
- **Mr. Mohan Lakhanlal Chandiramani (DIN: 01462553)**, Non-Executive Independent Director of the Company, tendered his resignation from the office of Independent Director with effect from August 26, 2026, due to his inability to attend the scheduled meetings of the Board and consequently his inability to effectively discharge his duties and responsibilities as an Independent Director. In accordance with the applicable provisions of the Listing Regulations, he confirmed that there was no other material reason for his resignation other than the reasons stated in his resignation letter.
- **Mr. Murli Chandak (DIN: 10248881)**, Non-Executive Independent Director of the Company, tendered his resignation from the office of Independent Director with effect from August 26, 2026, due to his inability to attend the scheduled meetings of the Board and consequently his inability to effectively discharge his duties and responsibilities as an Independent Director. In accordance with the applicable provisions of the Listing Regulations, he confirmed that there was no other material reason for his resignation other than the reasons stated in his resignation letter.

The Board placed on record its appreciation for the valuable contribution and guidance provided by the outgoing Directors and Key Managerial Personnel during their respective association with the Company.

SUBSIDIARY, ASSOCIATE AND JOINT VENTURE COMPANIES

As at March 31, 2026, the Company has one subsidiary company and does not have any associate company or joint venture.

Pursuant to Section 134 of the Act read with Rule 8(1) of the Companies (Accounts) Rules, 2014, the Board's Report is required to report on the highlights of performance of the subsidiary and its contribution to the overall performance of the Company during the year under review. Accordingly, the relevant details of the subsidiary, including its performance and financial position, are provided in Form AOC-1, which forms part of the Annual Report and is annexed to this Report as **Annexure II.**

The Company has prepared Consolidated Financial Statements in accordance with the applicable provisions of the Act and the applicable Indian Accounting Standards. The Consolidated Financial Statements include the financial results of the subsidiary company.

The separate audited financial statements of the subsidiary company are available for inspection by the Members at the Registered Office of the Company in accordance with Section 136 of the Act and shall be made available to any Member upon request, subject to the applicable provisions of the Act. The same are also available on the website of the Company at www.sgligis.com.

During the year under review, no company became or ceased to be a subsidiary, associate or joint venture of the Company.

Criteria for determining Qualifications, Positive Attributes, Independence and other Matters concerning a Director

The Company's Board is constituted in accordance with the applicable provisions of the Act and the Listing Regulations. The Board comprises Executive, Non-Executive and Independent Directors having varied qualifications, experience and professional expertise relevant to the Company's business and operations.

The Nomination and Remuneration Committee ("NRC") has established the framework for assessing the suitability of persons proposed to be appointed as Directors, as well as for evaluating their performance. The framework considers the individual's qualifications, professional experience, knowledge, integrity, independence of judgement, leadership capabilities and ability to contribute effectively to the deliberations of the Board and its Committees.

The composition of the Board also reflects an appropriate balance of skills, experience, knowledge and diversity required for effective governance and oversight. The collective competencies available with the Board include business and strategic management, finance and accounting, information technology, geospatial and GIS solutions, technology and digital transformation, corporate governance, legal and regulatory matters, risk management and industry knowledge.

The Board periodically reviews its composition and the competencies required to support the Company's business objectives and long-term strategy.

Policy on Director's Appointment and Remuneration.

The Company has adopted a policy on Directors' appointment and remuneration, including the criteria for determining the qualifications, positive attributes and independence of Directors, as well as the remuneration of Key Managerial Personnel and other employees.

The policy provides the framework for identifying and recommending suitable candidates for appointment to the Board and its Committees, determining the terms of appointment and remuneration of Directors, Key Managerial Personnel and other employees, and evaluating the performance of the Board, its Committees and individual Directors.

The policy is administered by the Nomination and Remuneration Committee and is reviewed periodically to ensure alignment with the applicable provisions of the Act, the SEBI Listing Regulations and the Company's business requirements.

The Policy on Directors' appointment and remuneration is available on the Company's website at https://www.sgligis.com/investors/#leadership

Details of Independent Director(s) and their Declaration

As at March 31, 2026, the following Directors were serving as Non-Executive Independent Directors of the Company:

Sr. No.	Name of Director	DIN
1	Ms. Sona Bachani	10119435
2	Mr. Murli Chandak	10248881
3	Mr. Mohan Lakhanlal Chandiramani	01462553

The Company has received the necessary declarations and confirmations from all the Independent Directors pursuant to Section 149(7) of the Act and Regulation 25(8) of the Listing Regulations, confirming that they meet the criteria of independence prescribed under Section 149(6) of the Act, the Rules made thereunder and the Listing Regulations.

The Board, after taking into consideration the declarations and confirmations received from the Independent Directors and based on its assessment, is of the opinion that the Independent Directors fulfil the conditions specified under the Act and the Listing Regulations and are independent of the management of the Company.

The Independent Directors have also confirmed that they have complied with the applicable requirements relating to registration with the Independent Directors' Databank and the proficiency requirements, wherever applicable.

Independent Directors' Meeting

During the financial year under review, the Independent Directors of the Company met separately, without the presence of Non-Independent Directors and members of the management, in accordance with the applicable provisions of the Act and the Listing Regulations.

The Independent Directors, inter alia, reviewed the performance of the Non-Independent Directors and the Board as a whole, assessed the performance of the Chairperson of the Company and evaluated the quality, quantity and timeliness of the flow of information between the management and the Board.

Familiarization Programme for Independent Directors

The Company provides appropriate briefings and orientation to its Independent Directors to familiarise them with the Company's business model, operations, financial performance, strategic priorities, regulatory environment, risk management framework and governance practices.

The Independent Directors are also provided opportunities to interact with the senior management and functional heads of the Company to enhance their understanding of the business and enable them to discharge their responsibilities effectively. Details of the familiarisation programmes are available on the Company's website https://www.sgligis.com/investors/#leadership

Board Meetings and Governance Oversight

During the financial year under review, 12 (Twelve) meetings of the Board of Directors were held. The meetings were conducted in accordance with the applicable provisions of the Act, the Listing Regulations and Secretarial Standard-1 on Meetings of the Board of Directors issued by the Institute of Company Secretaries of India.

The requisite quorum was present at all the meetings. The dates of the meetings and the attendance of the Directors are disclosed separately in the Corporate Governance Report forming part of this Annual Report.

The Board regularly reviewed the reports and recommendations of its Committees and considered all matters requiring its attention in accordance with the applicable statutory and regulatory requirements.

Committees of Board

The Board of Directors has constituted various Committees to assist the Board in discharging its responsibilities effectively and to ensure appropriate oversight of the Company's affairs. The Committees function within their respective terms of reference and in accordance with the applicable provisions of the Act, the Listing Regulations and other applicable regulatory requirements.

During the financial year under review, the following Committees were constituted by the Board:

- Audit Committee;
- Nomination and Remuneration Committee; and
- Stakeholders' Relationship Committee.

The composition, terms of reference, powers and responsibilities of these Committees are reviewed periodically by the Board and are aligned with the applicable statutory and regulatory requirements.

- **Audit Committee**

  The Audit Committee has been constituted in accordance with Section 177 of the Act and Regulation 18 of the Listing Regulations. The Committee assists the Board in, inter alia, overseeing the financial reporting process, reviewing the financial statements and related disclosures, monitoring the adequacy and effectiveness of internal financial controls and risk management systems, and overseeing the internal and statutory audit functions.

  During the financial year under review, the Board considered and accepted all the recommendations made by the Audit Committee.

  The composition of the Audit Committee, its terms of reference, number and dates of meetings held and attendance of its members are provided separately in the Corporate Governance Report, forming part of this Annual Report.

- **Nomination And Remuneration Committee**

  The Nomination and Remuneration Committee has been constituted in accordance with Section 178 of the Act and Regulation 19 of the Listing Regulations. The Committee is responsible, inter alia, for formulating and recommending criteria for determining qualifications, positive attributes and independence of Directors, recommending appointments to the Board and Senior

Management, overseeing the performance evaluation framework and recommending remuneration in accordance with the applicable statutory and regulatory requirements.

During the financial year under review, the Board considered and accepted all the recommendations made by the Nomination and Remuneration Committee.

The composition of the Committee, its terms of reference, number and dates of meetings held and attendance of its members are provided separately in the Corporate Governance Report, forming part of this Annual Report.

- **Stakeholders' Relationship Committee**

The Stakeholders' Relationship Committee has been constituted in accordance with Section 178(5) of the Act and Regulation 20 of the Listing Regulations. The Committee, inter alia, considers and resolves the grievances and concerns of security holders, including those relating to transfer/transmission of securities, non-receipt of dividends, annual reports and other investor-related matters, and oversees measures for effective engagement with the Company's security holders.

The Company endeavours to ensure timely resolution of investor grievances and effective communication with its Members and other security holders.

The composition of the Committee, its terms of reference, number and dates of meetings held and attendance of its members are provided separately in the Corporate Governance Report, forming part of this Annual Report.

During the year under review, all recommendations made by the Audit Committee and the Nomination and Remuneration Committee were accepted by the Board. There were no instances during the year where the Board did not accept any recommendation of the Committees that was mandatorily required to be reported under the applicable provisions of the Act and the Listing Regulations.

Directors' Responsibility Statement:

Pursuant to the requirements of Section 134(3)(c) of the Act, the Directors, to the best of their knowledge and belief, state that:

a. in the preparation of the annual financial statements for the year ended March 31, 2026, the applicable Indian accounting standards have been followed along with proper explanation relating to material departures;

b. such accounting policies as mentioned in the notes to the Financial Statements have been selected and applied consistently and judgments and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2026 and of the profit of the Company for the year ended on that date;

c. proper and sufficient care has been taken for the 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 fraud and other irregularities;

d. the annual financial statements have been prepared on a going concern basis;

e. proper internal financial controls are in place and that the financial controls are adequate and are operating effectively

f. proper system was devised to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively during the financial year under review.

Evaluation of Board Performance

Pursuant to the applicable provisions of the Act and Regulation 17(10) of the Listing Regulations, the annual performance evaluation of the Board, its Committees and individual Directors was carried out during the financial year under review.

The manner in which the performance evaluation was conducted, the criteria used for such evaluation and the outcome thereof are set out in the Corporate Governance Report forming part of this Annual Report.

Auditors

➢ Statutory Auditors

M/s. Ram Chandak & Associates, Chartered Accountants (Firm Registration No. 151611W), were appointed as the Statutory Auditors of the Company for a term of five consecutive years commencing from the conclusion of the 33rd Annual General Meeting held on September 30, 2025, and shall hold office until the conclusion of the 38th Annual General Meeting of the Company.

The Statutory Auditors have issued their Report on the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2026. The Auditors' Report does not contain any qualification, reservation, adverse remark or disclaimer and, accordingly, does not call for any further explanation or comments from the Board.

The Statutory Auditors have expressed an unmodified opinion on the Audited Standalone and Consolidated Financial Statements for the financial year ended March 31, 2026.

- **Details in respect of frauds reported by auditors under sub-section (12) of Section 143 other than those which are reported to the central government: -**

  Pursuant to Section 143(12) of the Act, there were no instances of fraud reported by the Statutory Auditors to the Audit Committee or the Board during the financial year under review, other than those which are required to be reported to the Central Government.

- **Secretarial Auditor**

  Pursuant to Section 204 of the Act read with the applicable rules made thereunder, M/s. Harish P. Jain & Associates, Practising Company Secretaries, Ahmedabad, were appointed as the Secretarial Auditors of the Company for a term of five consecutive financial years commencing from the financial year 2025-26 and continuing up to the financial year 2029-30.

  The Secretarial Audit Report for the financial year ended March 31, 2026, in Form MR-3, forms part of this Annual Report and is annexed as Annexure III to this Report.

  The Secretarial Audit Report does not contain any qualification, reservation, adverse remark or disclaimer requiring any explanation or comment from the Board.

- **Explanation of Observations of the Secretarial Auditor**

  The observations made by the Secretarial Auditor in the Secretarial Audit Report for the financial year ended March 31, 2026, primarily relate to certain procedural delays in statutory filings, for which penalties were levied by the regulatory authorities. The management has taken note of the observations and has strengthened its internal compliance monitoring and review mechanisms to ensure timely compliance with applicable statutory and regulatory requirements.

  The delays were procedural in nature and did not have any impact on the financial position, financial performance, operations or cash flows of the Company. The Company has also taken appropriate corrective measures to avoid recurrence of such instances and remains committed to maintaining timely and effective compliance with all applicable laws and regulations.

- **Cost Auditor**

  The provisions relating to maintenance of cost records and cost audit under Section 148 of the Act read with the applicable rules made thereunder are not applicable to the Company for the financial year 2025-26. Accordingly, the appointment of a Cost Auditor was not required for the financial year under review.

- **Internal Auditor**

  The Company has an internal audit function commensurate with the size and nature of its business and operations. The internal audit function assists the Company in evaluating and strengthening its internal financial controls, risk management processes and operational controls.

  The internal audit reports and significant observations arising therefrom are placed before the Audit Committee for review and consideration, and appropriate corrective measures are taken wherever considered necessary.

  Based on the recommendation of the Audit Committee, the Board appointed Mr. Dhaval Rajpal as the Internal Auditor of the Company for the financial year 2025-26. The internal audit reports and significant observations arising therefrom were placed before the Audit Committee for its review and consideration, and appropriate corrective measures were taken wherever considered necessary.

Compliance with Secretarial Standards

The Company has complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India and approved by the Central Government, pursuant to Section 118(10) of the Act, during the financial year under review.

Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo

The particulars relating to conservation of energy, technology absorption and foreign exchange earnings and outgo, as required under Section 134(3)(m) of the Act read with Rule 8(3) of the Companies (Accounts) Rules, 2014, are set out in **Annexure IV** to this Report and form an integral part of this Report.

Management Discussion and Analysis

The Management Discussion and Analysis Report, as required under the applicable provisions of the Listing Regulations, forms part of this Annual Report and provides an overview of the industry outlook, operational performance, business environment, opportunities, risks and other relevant developments concerning the Company.

Corporate Governance Report

The Company is committed to maintaining high standards of corporate governance and conducting its affairs with transparency, accountability, integrity and fairness.

The Corporate Governance Report, as required under the applicable provisions of the SEBI Listing Regulations, forms an integral part of this Annual Report. The Report, inter alia, provides details relating to the composition and functioning of the Board and its Committees, Board and Committee meetings, attendance, governance practices and other disclosures prescribed under the applicable regulatory framework.

The Company has also obtained the requisite certificate from the Practising Company Secretary confirming compliance with the applicable requirements relating to corporate governance, which forms part of the Corporate Governance Report.

Loans, Guarantees or Investments under Section 186 of the Companies Act, 2013

The particulars of loans, guarantees and investments covered under the provisions of Section 186 of the Act, as applicable, are disclosed in the Notes to the Financial Statements forming part of this Annual Report.

Contracts and Arrangements with Related Parties

During the financial year under review, the Company entered into transactions with related parties in the ordinary course of business and on an arm's length basis, wherever applicable.

All Related Party Transactions ("RPTs") were undertaken in compliance with the applicable provisions of the Act and the Listing Regulations. The Audit Committee reviewed and approved the RPTs in accordance with the applicable regulatory framework and the Company's Policy on Related Party Transactions. Where applicable, omnibus approvals were obtained from the Audit Committee in accordance with Regulation 23 of the Listing Regulations.

During the financial year under review, there were no material Related Party Transactions requiring approval of the Members under the applicable provisions of the Act and the Listing Regulations. Accordingly, no disclosure in this regard is required to be made under the applicable provisions relating to material RPTs.

The particulars of contracts or arrangements with related parties referred to in Section 188(1) of the Act, in the prescribed Form AOC-2, are annexed to this Report as **Annexure V** and form part of this Report.

The disclosures relating to Related Party Transactions, as required under the applicable Indian Accounting Standards, are provided in the Notes to the Financial Statements forming part of this Annual Report.

The Company has in place a Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions, which is reviewed and updated in accordance with the applicable regulatory requirements. The Policy is available on the Company's website at www.sgligis.com/investors/#governance.

Annual Return

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, the Annual Return of the Company as at March 31, 2026, in the prescribed form, is available on the Company's website at www.sgligis.com/investors/#governance.

Particulars of Employees and Related Disclosures

The disclosures relating to remuneration and other particulars of Directors and employees, as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are set out in **Annexure VI** to this Report and form part of this Report.

Internal Financial Controls

The Company has adequate internal financial controls with reference to the Financial Statements, commensurate with the size, scale and complexity of its operations. Such controls are designed to provide reasonable assurance regarding the reliability of financial reporting, safeguarding of assets, prevention and detection of frauds and errors, accuracy and completeness of accounting records and timely preparation of reliable financial information.

The internal financial controls are reviewed periodically and are supplemented by internal audit processes covering operational, financial and compliance areas. During the financial year under review, no material weakness in the design or operating effectiveness of the internal financial controls with reference to the Financial Statements was identified.

The Board is of the opinion that the Company's internal financial controls with reference to the Financial Statements were adequate and operating effectively during the financial year under review.

Risk Management

The Company has implemented a risk management framework for identification, assessment, monitoring and mitigation of risks associated with its business and operations. The framework enables the Company to identify key risks, assess their potential impact and likelihood, establish appropriate mitigation measures and monitor the effectiveness of such measures on an ongoing basis.

The Board, through the appropriate Committees and management processes, periodically reviews the Company's risk profile and the adequacy of the risk mitigation measures. The Company continues to monitor emerging risks and business opportunities and takes appropriate measures to minimise their potential impact.

Based on the assessment undertaken during the year under review, the Board is not aware of any risk which, in its opinion, may threaten the existence of the Company. The Company remains focused on strengthening its risk management processes in line with the evolving business and regulatory environment.

Whistle Blower Policy

Pursuant to Section 177(9) and Section 177(10) of the Act and Regulation 22 of the Listing Regulations, the Company has established a Vigil Mechanism through its Whistle Blower Policy to provide a framework for Directors and employees to report concerns relating to unethical behaviour, actual or suspected fraud, violation of the Company's Code of Conduct, policies or applicable laws and regulations.

The mechanism provides for appropriate safeguards against victimisation of persons who use the mechanism and provides for direct access to the Chairperson of the Audit Committee in appropriate or exceptional cases.

The Whistle Blower Policy is available on the Company's website at on https://www.sgligis.com/investors/#governance

Significant and Material Orders by the Regulators or Courts or Tribunals which impact the going concern status and the Company’s Future Operations.

During the financial year under review, no significant and material orders were passed by any regulator, court or tribunal which could impact the going concern status of the Company or its future operations.

Public Deposits

During the financial year under review, the Company has not accepted any deposits within the meaning of Section 73 of the Act read with the Companies (Acceptance of Deposits) Rules, 2014.

Accordingly, the provisions relating to acceptance of deposits from members or the public were not applicable to the Company during the year under review.

Corporate Social Responsibility

The provisions relating to Corporate Social Responsibility under Section 135 of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 were not applicable to the Company during the financial year under review. Accordingly, the Company was not required to constitute a CSR Committee or formulate and implement a CSR Policy during the year under review.

Application or Proceeding pending under the Insolvency and Bankruptcy Code, 2016

During the financial year under review, no application was made and no proceeding was pending against the Company under the Insolvency and Bankruptcy Code, 2016, which would materially affect the financial position of the Company.

One-Time Settlement with Banks or Financial Institutions

During the financial year under review, there was no one-time settlement entered into by the Company with any bank or financial institution. Accordingly, the disclosure relating to the difference between the amount of valuation done at the time of one-time settlement and the valuation while availing loans from banks or financial institutions is not applicable to the Company.

Disclosure as Per Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company is committed to providing a safe, inclusive and respectful workplace and has a zero-tolerance approach towards sexual harassment. The Company has adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harassment at Workplace in accordance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made thereunder.

The Company has constituted an Internal Committee in accordance with the applicable provisions of the said Act to inquire into and redress complaints relating to sexual harassment at the workplace.

The Company has complied with the applicable requirements relating to prevention, prohibition and redressal of sexual harassment at the workplace during the financial year under review.

The prescribed disclosure relating to complaints of sexual harassment during the financial year is as follows:

Particulars	Number
Number of complaints of sexual harassment received during the year	Nil
Number of complaints disposed of during the year	Nil
Number of complaints pending as at March 31, 2026	Nil
Number of complaints pending for more than ninety days	Nil

The Policy is available on the website of the Company on https://www.sgligis.com/investors/#governance. No complaint has been received on sexual harassment during the financial year 2025-2026.

Maternity Benefit

The Company has complied with the applicable provisions of the Maternity Benefit Act, 1961 and the rules made thereunder during the financial year under review. The Company has extended the prescribed maternity benefits and related entitlements to eligible women employees in accordance with the applicable statutory requirements.

Industrial Relations

The Company maintained cordial and constructive relations with its employees throughout the financial year under review. The Board places on record its appreciation for the commitment, contribution and support extended by the employees across all levels towards the Company's operations and objectives.

Acknowledgement

The Board of Directors places on record its sincere appreciation for the continued support, cooperation and confidence extended to the Company by its shareholders, customers, business partners, suppliers, bankers, government authorities, regulatory bodies and other stakeholders.

The Board also expresses its appreciation for the valuable contribution, dedication and commitment of the employees at all levels, whose continued support has contributed to the Company's operations and progress during the financial year under review.

The Directors look forward to the continued support and cooperation of all stakeholders in the Company's endeavour to pursue sustainable growth and long-term value creation.

By Order of the Board of Directors
For, SGL Resources Limited

SD/-
Kantilal Ladani
Chairman & Whole-time Director & CFO
(DIN: 00016171)

Date: September 7, 2026
Place: Ahmedabad

ANNEXURE – II

FORM NO. AOC-1

Statement containing salient features of the financial statement of Subsidiary
[Pursuant to first proviso to sub-section (3) of Section 129 read with Rule 5 of the Companies (Accounts) Rules, 2014]

PART “A”: SUBSIDIARIES

(**Rs. In Lakhs**)

Sr. No.	Particulars	Jyacad Solutions Private Limited
1.	Name of the Subsidiary	Jyacad Solutions Private Limited
2.	Date since when subsidiary was acquired	24-July-2017
3.	Reporting period for the subsidiary, if different from the holding company’s reporting period	FY 2025-26
4.	Reporting Currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	INR
5.	Share Capital	1.00
6.	Reserves & Surplus	(1.34)
7.	Total Assets	0.16
8.	Total Liabilities	0.49
9.	Investments	NIL
10.	Turnover	NIL
11.	Profit Before Taxation	(0.32)
12.	Provision for Taxation	NIL
13.	Profit After Taxation	(0.44)
14.	Proposed Dividend	NIL
15.	Percentage of Shareholding	99.90%

Notes:

1. The subsidiary has not been liquidated or ceased to be a subsidiary during the year.
2. Details of subsidiaries which are yet to commence operations, if any, are disclosed separately as required under the applicable provisions.

PART “B”: ASSOCIATES AND JOINT VENTURES

The Company does not have any Associate Company or Joint Venture as at March 31, 2026. Accordingly, the particulars required under Part “B” of Form AOC-1 are not applicable.

By Order of the Board of Directors
For, SGL Resources Limited

Kantilal Ladani
Chairman & Whole-time Director & CFO
(DIN: 00016171)

Date: September 7, 2026
Place: Ahmedabad

ANNEXURE – III

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026

[Pursuant To Section 204(1) Of The Companies Act, 2013 And Rule No.9 Of The Companies (Appointment And Remuneration Personnel) Rules, 2014]

To,

THE MEMBERS,
SGL RESOURCES LIMITED
(CIN: L22219GJ1992PLC017073)
Registered Address: 506, Fifth Floor, Venus Atlantis,
Near Prahalad Nagar Road, Anand Nagar,
Ahmedabad, Gujarat, India, 380015.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **SGL RESOURCES LIMITED(Earlier known as Scanpoint Geomatic Limited)** (CIN: L22219GJ1992PLC017073) (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

Due to the inherent limitations of an audit including internal, financial and operating controls, there is an unavoidable risk that some misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with the Secretarial Auditing Standards as prescribed by Institute of Company Secretaries of India (ICSI).

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

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2026 (hereinafter referred as "period under review") 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 to the extent of Regulation 76 of Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

(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**);

(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 (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

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

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (**Not Applicable**);

(d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (**Not Applicable**);

(e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (**Not Applicable**);

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client to the extent of securities issued;

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 (**Not Applicable during the year**);

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (**Not Applicable during the year**);

And Based On The Above Examination, We, Harish P Jain & Associates, Hereby Report That, During The ReviewPeriod:

(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specifiedbelow:

Sr. No.	Compliance Requirement (Regulations/ Circulars/ Guidelines Including Specific Clause)	Regulation/ Circular No.	Deviations	Action Taken By	Type Of Action	DetailsOf Violation	Fine Amount	Observations /Remarks Of The Practicing Company Secretary (PCS)	Management Response	Remarks
1.	Regulation 24A	Regulation 24A	Delay in filing the Annual Secretarial Compliance Report	BSE	Fine	Delay in filing the Annual Secretarial Compliance Report	4720/-	Not filed with the prescribed time line on or before 30th May, 2025.	Unavoidable Circumstances	NA
2.	Regulation 33	Regulation 33	Delay in filing of Audited Quarterly and Annual financial Results for the Quarter and Year ending 31st March, 2025	BSE	Fine	Delay in filing of Audited Quarterly and Annual financial Results for the Quarter and Year ending 31st March, 2025	253700/-	Not filed within the prescribed time line of on or before 30th May, 2026	Unavoidable Circumstances	
3.	Regulation 33	Regulation 33	Delay in filing of Un-Audited Quarterly and Yearly financial Results for the Quarter and Year ending 31st March, 2025	BSE	Fine	Delay in filing of Audited Quarterly and Yearly financial Results for the Quarter and Year ending 31st March, 2025	306800/-	Not filed within the prescribed time line of on or before 30th May, 2025	Unavoidable Circumstances	NA

4.	Regulation 33	Regulation 33	Delay in filing of Un-Audited Quarterly Financial Results for the Quarter ending 30th June, 2025	BSE	Fine	Delay in filing of Un-Audited Quarterly Financial Results for the Quarter ending 30th June, 2025	47200/-	Not filed within the prescribed time line of on or before 14th August, 2025	Unavoidable Circumstances	NA
5.	Regulation 33	Regulation 33	Delay in filing of Un-Audited Quarterly Financial Results for the Quarter ending 30th June, 2025	BSE	Fine	Delay in filing of Un-Audited Quarterly Financial Results for the Quarter ending 30th June, 2025	171100/-	Not filed within the prescribed time line of on or before 14th August, 2025	Unavoidable Circumstances	NA
6.	Regulation 33	Regulation 33	Delay in filing of Un-Audited Quarterly Financial Results for the Quarter ending 31stDecember, 2025	BSE	Fine	Delay in filing of Un-Audited Quarterly Financial Results for the Quarter ending 31stDecember, 2025	88500/-	Not filed within the prescribed time line of on or before 14th February, 2026	Unavoidable Circumstances	NA
7.	Regulation 29(2)	Regulation 29(2)	Delay in intimation of Board Meeting to take on record quarterly result.	BSE	Fine	Delay in intimation of board meeting to take on record quarterly result.	11800/-	Not intimated within the prescribed time line.	Unavoidable Circumstances	NA

(vi) The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

We have also examined compliance with the applicable clauses/Regulations of the following, to the extent applicable:

(i) Secretarial Standards issued by The Institute of Company Secretaries of India and notified by Ministry of Corporate Affairs.

(ii) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

We further report that:

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

Adequate notice is given to all directors to schedule the Board & Committee Meetings, agenda and detailed notes on agenda were sent in advance and in case of shorter notice, compliance as required under the Act has been made by 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 at Board Meetings and Committee Meetings held during the period under review were carried out with requisite majority or unanimously, as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

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

We further report that during the audit period, no specific events took place having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

FOR HARISH P. JAIN & ASSOCIATES
PRACTICING COMPANY SECRETARIES

HARISH JAIN
MEMBERSHIP NO. 4203
CP NO. 4100
UDIN: F004203H00139572
PEER REVIEW NO.: 1549/2021

SEPTEMBER 07, 2026
AHMEDABAD

ANNEXURE-A TO THE SECRETARIAL AUDIT REPORT

To,

THE MEMBERS,
SGL RESOURCES LIMITED
(CIN: L22219GJ1992PLC017073)
Registered Address: 506, Fifth Floor, Venus Atlantis,
Near Prahalad Nagar Road, Anand Nagar,
Ahmedabad, Gujarat, India, 380015.

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

FOR HARISH P. JAIN & ASSOCIATES
PRACTICING COMPANY SECRETARIES

HARISH JAIN
MEMBERSHIP NO. 4203
CP NO. 4100
UDIN: F004203H00139572
PEER REVIEW NO.: 1549/2021

SEPTEMBER 07, 2026
AHMEDABAD

ANNEXURE – IV

Information as per Section 134(3)(m) of the Companies Act, 2013 and forming part of the Directors Report for the year ended March 31, 2026

A) Conservation of energy:

Energy conservation is an ongoing process within the Organisation. Being a software Company energy use is limited in running computer, air conditioning etc. Active measures are being adopted by upgrading the present system by replacing it with energy efficient system. Your company also facilitates WFH (Work from Home) in some of the cases based on merit which effectively contributes to reduced carbon footprint by reduction in energy consumption and commute requirement.

B) Technology absorption, Adoption and Innovation:

Efforts made towards technology absorption and the benefit derived like product improvement, cost reduction, product development or import substitution.

Your company has invested in state-of-the-art tools to manage end to end product development cycle and enhanced security of developed assets.

As your Company has not entered into the technical collaboration with any entity, there are no particulars relating to technology absorption.

With respect to the technology innovation the Company has developed the IGIS-CAD Software for providing the services to various professional i.e. architect, interior designer, civil, mechanical and electrical engineers etc.

C) Foreign exchange earnings and Outgo:

(Figures in Lacs)

Particulars	2025-26	2024-25
Foreign Exchange earnings	40.35 AED and 31.65 USD	40.35 AED and 35.75 USD
Foreign Exchange outgo	0.39 USD	0.39 USD

D) Research and Development (R&D):

Your company being in software product development, research and development is an ongoing and core activity. A sustained effort is put in to engage with the intellectual capital available with product development partner ISRO for exchange of technology know how and trends to enhance the product. Apart from this your company continues to carry our research and development in the field of Geo-spatial as well as in IT as a part of routine product development journey, however there was no specific expenditure incurred on it.

For and on behalf of the Board of Directors

Sd/-

Mr. Kantilal Ladani
Whole-Time Director & CFO
DIN: 00016171

Date: September 07, 2026
Place: Ahmedabad

ANNEXURE – V

FORM AOC-2

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

Disclosure of particulars of contracts / arrangements entered into by the Company with related parties referred to in sub-section (1) of Section 188 of the Act including certain arm's length transactions under third proviso thereto:

1. **Details of contracts or arrangements or transactions not at arm's length basis:**

   During the financial year under review, all contracts, arrangements and transactions entered into by the Company with related parties were reviewed by the Audit Committee and the Board of Directors in accordance with the applicable provisions of the Act and the Listing Regulations. There were no contracts, arrangements or transactions with related parties which were not entered into on an arm's length basis.

2. **Details of material contracts or arrangement or transactions at arm's length basis:**

   During the financial year under review, there were no material contracts, arrangements or transactions entered into with related parties at arm's length basis which are required to be disclosed under Section 188(1) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014.

   Accordingly, there are no particulars to be reported under this section.

Name of Related Party / Nature of Contracts	Nature of Relationship	Salient Terms	Amount (₹ in Lakhs)
Nil	Nil	Nil	Nil

For and on behalf of the Board of Directors

Sd/-

Mr. Kantilal Ladani
Whole-Time Director & CFO
DIN: 00016171

Date: September 07, 2026
Place: Ahmedabad

ANNEXURE – VI

Details under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

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

Name of the Director / KMP	Designation	Remuneration for FY 2025-26 (₹ in Lakhs)	Remuneration for FY 2024-25 (₹ in Lakhs)	% Increase / (Decrease) in Remuneration	Ratio to Median Remuneration
Mr. Kantilal Vrajlal Ladani	Whole-time Director & CFO	**7.85**	7.20	**9.03%**	**1.24 : 1**
Ms. Foram Sagar Bhuva	Company Secretary & Compliance Officer	**4.95**	-	**NA**	**0.78 : 1**

Notes:

- Non-Executive Independent Directors are paid sitting fees for attending meetings of the Board and Committees, as applicable, and accordingly their remuneration is not comparable with the remuneration of executive personnel.

ii. **The median remuneration of employees during the financial year under review was Rs. 6.33 lacs**

iii. **The percentage increase in the median remuneration of employees in the financial year 2025-26;**

The median remuneration of employee in the financial year 2025-26 was ₹ 6.33 Lacs (₹ 7.30 Lakhs in financial year 2024-25). There was decrease of 13.29 % in median remuneration of employee.

iv. **There were 68 numbers of employees on the rolls of company as on March 31, 2026.**

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

The average percentile increase made in the salaries of employees other than managerial personnel during the financial year was ----, as compared with the increase in managerial remuneration of 9.03%.

vi. **Affirmation regarding remuneration policy**

The remuneration paid to the Directors and Key Managerial Personnel is in accordance with the Nomination and Remuneration Policy of the Company.

By Order of the Board of Directors
For, SGL Resources Limited

Kantilal Ladani
Chairman & Whole-time Director & CFO
(DIN: 00016171)

Date: September 7, 2026
Place: Ahmedabad

MANAGEMENT DISCUSSION AND ANALYSIS

The Management Discussion and Analysis ("MDA") forms part of the Annual Report of SGL Resources Limited ("the Company") for the financial year ended March 31, 2026. It should be read in conjunction with the Audited Financial Statements, the Directors' Report and other disclosures forming part of this Annual Report.

The discussion below covers the Company's business, operating environment, financial and operational performance, opportunities, risks, outlook, internal controls and other material developments relevant to the financial year under review. The statements relating to future developments, expectations and outlook are based on the information and assumptions available to the Company as on the date of this Report and are subject to risks and uncertainties. Actual results may differ materially from those expressed or implied.

Industry Overview

The Company operates in the geospatial technology and software solutions industry, with its principal capabilities centred around Geographic Information System ("GIS"), image processing, geospatial data and application-oriented solutions.

Geospatial technology has evolved significantly beyond conventional mapping and surveying and has become an important enabler of digital infrastructure, planning, monitoring, asset management, analytics and decision-making. Increasing adoption of GIS, satellite imagery, remote sensing, digital mapping, location intelligence and spatial analytics is creating applications across urban development, land management, agriculture, infrastructure, utilities, defence, forestry, law enforcement, natural-resource management and other sectors.

The increasing convergence of geospatial technologies with artificial intelligence, cloud computing, automation, remote sensing, drones and advanced analytics is further expanding the potential applications of the sector. This is creating opportunities for technology companies capable of combining geospatial capabilities with sector-specific applications and practical business solutions.

At the same time, the industry remains technology-intensive and competitive. Rapid technological developments, evolving customer requirements, pricing pressures and the need for continuous enhancement of technical capabilities require companies operating in this sector to remain responsive and commercially focused.

Indian Industry

India is witnessing increasing adoption of geospatial technologies as part of its broader digital transformation, infrastructure development and governance initiatives. The National Geospatial Policy, 2022 provides a framework aimed at strengthening the Indian geospatial ecosystem, promoting wider access and use of geospatial data and encouraging innovation and private-sector participation. The Policy recognises geospatial technology and data as important enablers across areas including agriculture, infrastructure, urban and rural development, land administration, water, disaster management and other economic activities.

The Government's continued focus on geospatial infrastructure is expected to support the development of the sector. The National Geospatial Mission announced in the Union Budget 2025-26 envisages development of foundational geospatial infrastructure and data, with applications including modernisation of land records, urban planning and infrastructure projects.

The Indian geospatial ecosystem therefore presents opportunities for indigenous technology companies with domain expertise and application-oriented solutions. Greater availability of geospatial data, increasing digitisation of public services, infrastructure development and adoption of location-based decision-making are expected to support long-term demand for geospatial solutions.

The sector nevertheless remains competitive and rapidly evolving. Successful participation requires continuous technology enhancement, understanding of sector-specific requirements, effective project execution and the ability to convert technological capabilities into commercially sustainable solutions.

Global Geospatial Industry and Outlook

Globally, geospatial technology is increasingly becoming an integral component of digital transformation across governments and enterprises. The convergence of location intelligence with artificial intelligence, cloud platforms, satellite-based earth observation, remote sensing, digital twins, automation and advanced analytics is broadening the application of geospatial technologies beyond traditional mapping.

Demand for geospatial solutions is being supported by applications in infrastructure planning, smart and connected cities, logistics, agriculture, utilities, environmental monitoring, natural-resource management, defence, public safety and disaster management. Increasing reliance on data-driven decision-making is also creating opportunities for location intelligence and geospatial analytics.

The global environment presents opportunities for Indian technology companies possessing specialised capabilities and cost-effective, application-oriented solutions. However, participation in international markets also requires compliance with customer-specific technical standards, data-security requirements, regulatory frameworks and competitive commercial expectations.

The Company will evaluate opportunities arising from the global geospatial ecosystem in a measured manner, while continuing to strengthen its existing capabilities and focusing on opportunities that are commercially viable and aligned with its areas of expertise.

Company Overview

SGL Resources Limited is engaged in the development and deployment of indigenous geospatial software and solutions. The Company's principal technology platform is IGiS (Integrated GIS and Image Processing Software), developed through its joint development partnership with the Space Applications Centre, Indian Space Research Organisation ("SAC-ISRO").

The Company's technology capabilities support the development of application-oriented solutions for areas including urban development, land records, agriculture, defence, forestry, law enforcement, utilities and other geospatial applications.

The Company continues to focus on leveraging its technology base and domain expertise and on identifying opportunities where its geospatial capabilities can provide sustainable business value.

During FY 2025-26, the Company also broadened the objects of its Memorandum of Association to provide greater flexibility to pursue opportunities in areas including IT, Geomatics, GIS, data and analytics, artificial intelligence, automation, digital solutions, cloud-based services and other allied technology-enabled activities. The expanded objects are intended to facilitate potential future diversification and do not represent commencement of all such activities.

Business Performance

The Company continued to focus on its core geospatial technology and software solutions business during the financial year ended March 31, 2026.

The financial performance of the Company for the year under review, as compared with the previous financial year, is summarised below:

(Rupees in lakh)

Particulars	Standalone FY 2025-26	Standalone FY 2024-25	Consolidated FY 2025-26	Consolidated FY 2024-25
Revenue from Operations	3,486.87	4,871.29	–	–
Other Income	1,416.79	152.64	–	–
Total Income	4,903.66	5,023.93	4,903.65	5,034.09
Profit Before Tax	10.84	145.23	–	–
Profit After Tax	11.14	140.40	10.70	145.25
Total Comprehensive Income	14.77	137.89	14.33	142.74

The Company recorded total income of ₹4,903.66 lakh during FY 2025-26 as against ₹5,023.93 lakh in the previous year on a standalone basis. Profit after tax stood at ₹11.14 lakh as compared with ₹140.40 lakh in the previous year, while total comprehensive income stood at ₹14.77 lakh as against ₹137.89 lakh in the previous year.

On a consolidated basis, the Group recorded total income of ₹4,903.65 lakh during FY 2025-26 as against ₹5,034.09 lakh in the previous year. Consolidated profit after tax stood at ₹10.70 lakh as compared with ₹145.25 lakh in the previous year, while consolidated total comprehensive income stood at ₹14.33 lakh as against ₹142.74 lakh in the previous year.

Revenue from operations declined by approximately 28.42% during the year. However, the decline in total income was comparatively moderate, primarily supported by higher other income during the year.

Operating profit stood at ₹827.83 lakh as against ₹1,135.69 lakh in the previous year. Finance costs reduced significantly from ₹122.74 lakh to ₹5.61 lakh during the year.

The Company remains focused on improving the contribution from its core operating activities, strengthening execution and customer relationships, improving operational efficiency and building a more sustainable operating revenue base.

Segment-Wise / Product-Wise Performance

The Company operates predominantly in the geospatial technology and software solutions business and accordingly has one reportable business segment. The Company's principal offerings are based on its IGiS platform and related geospatial applications. The Company continues to evaluate opportunities for wider deployment of its technology across sectors where GIS, image processing, geospatial information and location-based intelligence can provide meaningful value.

The Company's business remains primarily technology and solution driven, and its performance is dependent on successful execution of projects, customer requirements, commercialisation of solutions and the ability to maintain technological relevance.

Key Financial Ratios

The key financial ratios of the Company for FY 2025-26, compared with FY 2024-25, are set out below. The variance has been computed based on the underlying ratio values.

(Ratios except percentages)

Particulars	FY 2025-26	FY 2024-25	Variance (%)	Reason for Variance
Current Ratio	1.42	2.67	(46.93%)	The decrease was primarily due to a relatively higher increase in current liabilities compared with current assets during the year.
Debt-Equity Ratio	0.44	0.09	408.35%	The increase was primarily due to an increase in total debt during the year, while shareholders' equity remained broadly stable.
Debt Service Coverage Ratio	0.13	4.72	(97.34%)	The significant decrease primarily reflects lower earnings available for servicing debt during the year.
Return on Equity Ratio	0.06%	1.04%	(94.19%)	The decrease was primarily due to the significant reduction in profit after tax during the year.
Trade Receivables Turnover Ratio	0.99	1.27	(22.26%)	The decrease primarily reflects lower revenue from operations in relation to the average trade receivables during the year.
Trade Payables Turnover Ratio	2.99	2.18	37.32%	The increase primarily reflects changes in the Company's operating expenses/purchases and average trade payables during the year.
Net Capital Turnover Ratio	0.72	0.77	(6.13%)	The movement primarily reflects changes in revenue from operations and the Company's working capital position.
Net Profit Ratio	0.32%	2.88%	(88.91%)	The decrease was primarily due to the significant reduction in profit after tax during the year.
Return on Capital Employed	0.06%	1.34%	(95.36%)	ROCE declined primarily due to the significant reduction in EBIT from `267.97 lakh to `16.45 lakh, while capital employed increased from `20,072.62 lakh to `26,560.42 lakh, resulting in substantially lower returns generated on the capital employed.
Return on Investment	6.98%	4.75%	47.09%	The increase reflects higher income generated from invested funds during the year in relation to the average investment base.

Opportunities

The increasing adoption of digital technologies across government and enterprise functions presents a growing opportunity for geospatial technology providers. The use of GIS, digital mapping, satellite imagery, location intelligence and geospatial analytics is expanding across areas such as urban planning, land and asset management, infrastructure, utilities, agriculture, defence and public-sector applications.

The Company believes that its indigenous technology platform, domain knowledge and application-oriented capabilities provide a foundation to participate in the evolving geospatial ecosystem. Increasing focus on digital transformation, data-driven decision-making, integrated infrastructure planning and location-based services may create further opportunities for specialised geospatial solutions.

The Company also has the flexibility to evaluate opportunities in allied technology areas pursuant to the expanded objects of its Memorandum of Association. Such opportunities will be considered selectively, taking into account their commercial viability, resource requirements, strategic fit, execution capability and potential to create sustainable value.

Threats and Challenges

The geospatial technology industry is characterised by rapid technological change and evolving customer requirements. The Company operates in a competitive environment where domestic and international technology providers may offer competing GIS, mapping, analytics, location intelligence and related solutions.

The Company's performance may also be affected by project execution requirements, pricing pressures, technology changes, availability and retention of specialised manpower, customer requirements, the pace of commercial adoption and changes in regulatory or policy conditions.

The Company also operates in an environment where certain projects may have extended execution cycles and where delays in customer decisions, project implementation or receivables can affect operating performance and working capital. The Company continues to monitor these factors and take appropriate measures to manage their potential impact.

Outlook

The Company's immediate focus remains on strengthening its core operating performance and improving the quality and sustainability of its operating revenues. The management intends to leverage the Company's existing geospatial capabilities, IGiS technology platform and domain expertise to pursue suitable opportunities across relevant application areas. The Company will also evaluate opportunities arising from the expanded objects of its Memorandum of Association in a measured and commercially prudent manner.

The Company believes that the increasing adoption of geospatial technologies in India, supported by digitalisation, infrastructure development and the evolving policy environment, provides a favourable long-term opportunity. The management will remain focused on converting such opportunities into sustainable business while maintaining appropriate commercial and financial discipline.

Risk Management

The Company's operations are exposed to various business, operational, financial, technological and market-related risks. These include competition, technological changes, project execution risks, customer requirements, availability of skilled manpower, working capital requirements, financial risks and changes in the regulatory environment.

The Company has processes for identification and monitoring of significant risks. The management periodically reviews the risks associated with its business and operations and takes appropriate mitigation measures based on their nature and materiality. The Company seeks to balance business opportunities with appropriate risk assessment and prudent management of its financial and operational resources.

Internal Control Systems and Their Adequacy

The Company has an adequate internal control framework commensurate with the size and nature of its operations. The controls are designed to safeguard assets, ensure accuracy and reliability of financial reporting, prevent and detect frauds and errors, promote operational efficiency and ensure compliance with applicable laws and internal policies.

The Company has an internal audit mechanism for reviewing the adequacy and effectiveness of its internal controls. Significant observations are reviewed by the management and, wherever necessary, corrective actions are undertaken.

The Audit Committee periodically reviews the internal audit reports, significant observations and the effectiveness of the internal control framework.

The Company has also established adequate internal financial controls over financial reporting to provide reasonable assurance regarding the reliability of financial reporting and preparation of financial statements. Based on the assessment undertaken during the year, the management is of the view that the Company's internal controls, including internal financial controls over financial reporting, were adequate and operating effectively as at March 31, 2026.

Human Resources and Industrial Relations

The Company recognises that skilled and committed human resources are important to the development, implementation and continued improvement of its geospatial solutions. The Company seeks to maintain an appropriate workforce aligned with its business requirements and to retain the technical and managerial capabilities necessary for its operations. The Company also seeks to foster a professional, collaborative and performance-oriented working environment. The industrial relations remained cordial during the year under review. The number of persons employed by the Company as at March 31, 2026 is disclosed in the relevant section of the Annual Report, wherever applicable.

Technology and Research & Development

Technology remains central to the Company's business. The Company continues to leverage its IGiS platform and associated geospatial capabilities for developing application-oriented solutions.

The Company's technology framework combines GIS and image-processing capabilities and is intended to support diverse geospatial applications. The Company remains focused on keeping pace with developments in the geospatial sector and evaluating opportunities to enhance the applicability and commercial utilisation of its existing technology capabilities.

The Company also continues to evaluate the integration of emerging technologies with its existing geospatial capabilities where such integration can improve functionality, efficiency or customer value.

Internal and External Business Environment

The Company's performance is influenced by both internal operating factors and external developments in the geospatial technology ecosystem.

Internally, performance depends on effective project execution, customer engagement, technology capabilities, availability of skilled personnel, commercialisation of solutions and efficient utilisation of resources.

Externally, demand is influenced by government and enterprise digitisation, infrastructure development, adoption of GIS and location intelligence, technological developments, competitive intensity, regulatory developments and the broader economic environment.

Management continues to monitor these factors while determining the Company's business and operating priorities.

Cautionary Statement

Statements in this Management Discussion and Analysis describing the Company's objectives, expectations, estimates, projections or predictions may constitute "forward-looking statements" within the meaning of applicable securities laws and regulations.

Actual results could differ materially from those expressed or implied due to various factors, including changes in economic conditions, market demand, competition, technology, regulatory environment, customer requirements, project execution, availability of skilled manpower, financial conditions and other risks and uncertainties beyond the control of the Company.

The Company undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of future events or otherwise.

By Order of the Board of Directors
For, SGL Resources Limited

SD/-
Kantilal Ladani
Chairman & Whole-time Director & CFO
(DIN: 00016171)

Date: September 7, 2026
Place: Ahmedabad

CORPORATE GOVERNANCE REPORT

(Pursuant to applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE

At SGL, Corporate Governance is not a mere compliance checklist; it is an expression of our culture, values, and commitment to intellectual honesty and trusteeship. Your Company belongs to a legacy where visionary founders laid a strong foundation for ethical conduct, transparency, and accountability—principles that continue to guide the Board and Management in steering SGL's growth.

SGL's governance philosophy is anchored in:

- protecting and facilitating shareholders' rights;
- providing adequate, accurate, and timely information to all stakeholders;
- ensuring equitable treatment of shareholders; and
- offering meaningful opportunities for shareholders to participate effectively in general meetings.

The Company views Corporate Governance in its widest sense—as a framework built on integrity, transparency, accountability, and compliance with laws, which together form the pillars of responsible leadership at both the Board and Management levels. In line with best practices followed by leading Indian listed entities, SGL regards governance as an ongoing endeavour to deliver superior outcomes, translate opportunities into sustainable value, and align the Company's interests with those of its shareholders and other key stakeholders.

This philosophy, together with SGL's emphasis on robust internal controls, ethical business practices, and sustainable development, has enabled the Company to earn and retain the trust and goodwill of investors, customers, business partners, employees, and the communities in which it operates. The Company ensures timely disclosure of all material matters, including its financial situation, performance, ownership structure, and governance practices, in a fair and transparent manner.

By continuously adopting and enhancing best-in-class governance practices, SGL seeks to strengthen its long-term economic resilience and deliver sustainable returns to its stakeholders, including society at large.

1. BOARD OF DIRECTORS

Composition and Category of Board of Directors as on March 31, 2026

The Board of Directors of SGL Resources Limited comprises a balanced mix of Executive and Non-Executive Directors, with the composition being aligned with the applicable requirements of Regulation 17 of the Listing Regulations and the Companies Act, 2013 ("Act").

As on March 31, 2026, the Board comprised six (6) Directors, consisting of one (1) Executive Director and five (5) Non-Executive Directors, including three (3) Independent Directors. The Company did not have any Nominee Director on the Board as at March 31, 2026.

The tenure of the Independent Directors is in accordance with the provisions of the Act and the Listing Regulations. The Independent Directors have furnished the requisite declarations confirming that they meet the criteria of independence prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations.

The Directors of the Company have also complied with the prescribed limits on the number of directorships and independent directorships in listed entities in accordance with Regulation 17A of the Listing Regulations.

Brief Profile of Directors

The Board of Directors provides strategic direction, oversight and guidance to the Management and plays a key role in promoting responsible growth, effective governance and long-term value creation for all stakeholders. The Board comprises individuals with diverse professional experience and expertise relevant to the Company's business, operations and strategic priorities.

In accordance with the applicable requirements of the Listing Regulations, the Board has identified the following core skills, expertise and competencies considered essential for the effective functioning of the Company, having regard to its business and the sectors in which it operates:

a) **Industry Knowledge and Sector Expertise**

Understanding of the geospatial, GIS, software and technology sectors, including industry trends, regulatory developments, business opportunities, competitive landscape and key risks and challenges.

b) **Financial Management and Commercial Acumen**

Knowledge and experience in accounting, finance, financial reporting, capital management, taxation, economic matters, business strategy and commercial decision-making.

c) **Corporate Governance, Risk and Compliance**

Experience in corporate governance, regulatory compliance, risk management, ethical business practices, stakeholder engagement and maintaining high standards of accountability and transparency.

d) **Strategic Leadership and Business Development**

Ability to formulate and evaluate long-term business strategies, assess growth opportunities, guide management teams and make informed decisions in a dynamic and evolving business environment.

e) **Technology, Digital and Innovation**

Knowledge and experience in technology, software development, digital transformation, GIS and geospatial technologies, data-driven solutions, technological innovation and emerging technology trends.

f) **Leadership and Management**

Leadership capabilities and experience in organisational management, talent development, operational oversight and building effective and high-performing teams.

I. **Skills/expertise/competencies identified by the Board of Directors**

Name of Director	Industry Knowledge & Sector Expertise	Financial Management & Commercial Acumen	Corporate Governance, Risk & Compliance	Strategic Leadership & Business Development	Technology, Digital & Innovation	Leadership & Management
Mr. Kantilal Vrajlal Ladani	√	√	√	√	√	√
Mr. Sachin Kumar	√	√	√	√	√	√
Mr. Murli Chandak	√	√	√	√	—	√
Mr. Mohan Lakhanlal Chandiramani	√	√	√	√	—	√
Ms. Sona Bachani	√	√	√	√	√	√
Mr. Suhit Bakshi	√	√	√	√	—	√

2. Details of Listed Entity where the person is Director and Category of Directorship as on March 31, 2026.

Name of Director	Name of Listed Entity	Category of Directorship
Ms. Sona Sunderlal Bachani	Eforu Entertainment Limited	Independent Director
	Aritas Vinyl Limited	Independent Director
	Koura Fine Diamond Jewelry Limited	Independent Director

3. Names and categories of Directors, number of Board Meetings held and attended by Directors, number of Directorship held in other public companies, attendance of last annual general meeting and number of shares held as on March 31, 2026 are given below:

Name of Director	Category	No. of Board Meetings entitled to attend	No. of Board Meetings attended during the year	Attended last AGM	No. of Directorships in other Indian Public Limited Companies	Committee Positions in Public Companies		No. of Shares held as on March 31, 2026
						Chairmanship	Membership	
Mr. Kantilal Vrajlal Ladani	Whole-time Director & Chief Financial Officer	12	12	Yes	Nil	0	0	Nil
Mr. Dinesh Jamnadas Shah	Non-Executive – Independent Director	7	7	NA	Nil	0	0	Ni;
Ms. Sona Sunderlal Bachani	Non-Executive – Independent Director	9	7	Yes	4	2	1	Nil

Name of Director	Category	No. of Board Meetings entitled to attend	No. of Board Meetings attended during the year	Attended last AGM	No. of Directorships in other Indian Public Limited Companies	Committee Positions in Public Companies		No. of Shares held as on March 31, 2026
						Chairmanship	Membership	
Mr. Sachin Kumar	Non-Executive – Non-Independent Director	7	6	No	Nil	0	0	Nil
Mr. Murli Chandak	Non-Executive – Independent Director	7	7	No	Nil	0	0	Nil
Mr. Mohan Lakhanlal Chandiramani	Non-Executive – Independent Director	7	6	No	Nil	0	0	Nil
Mr. Suhit Bakshi	Non-Executive – Non-Independent Director	7	6	Yes	Nil	0	0	Nil

Notes on Board Attendance, Changes in Directorship and Other Directorships

The above attendance has been prepared based on the Board Meeting Attendance Register for FY 2025-26. The number of meetings entitled to be attended by each Director has been determined with reference to the date of appointment or cessation of office and the Director's status on the Board during the relevant period. Accordingly, Directors appointed or who ceased to hold office during the year have been considered only for the meetings for which they were entitled to attend.

During FY 2025-26, the following Directors ceased to hold office:

- Mr. Rajeshbhai Amrutbhai Katkoria (DIN: 00548324), Mrs. Naynaben Jayeshbhai Vanparia (DIN: 07760252), Mr. Keval Rajeshbhai Parikh (DIN: 10757737) and Mrs. Pooja Smit Shah (DIN: 07441428) ceased to hold office with effect from May 24, 2025, following non-approval of their respective appointments by the Members through Postal Ballot.
- Mr. Ritesh Shivkumar Mishra (DIN: 10674791) and Ms. Niyati Vora (DIN: 10997730), appointed as Additional Directors with effect from June 18, 2025, resigned from the Board with effect from June 24, 2025, due to pre-occupation and other personal commitments.
- Mr. Bony Kiritkumar Patel (DIN: 10644253), appointed as an Additional Director with effect from June 18, 2025, ceased to be a Director with effect from July 18, 2025, as the requisite approval of the Members was not obtained.
- Mr. Dinesh Jamnadas Shah (DIN: 02377709) completed his tenure as an Independent Director and ceased to be a Director of the Company with effect from September 30, 2025.

Subsequent to the financial year-end, Ms. Sona Sunderlal Bachani resigned from the office of Independent Director with effect from July 27, 2026, and Mr. Murli Chandak and Mr. Mohan Lakhanlal Chandiramani resigned from their respective offices as Directors with effect from August 26, 2026. These post-year-end changes have been appropriately considered in the relevant disclosures relating to the subsequent composition and reconstitution of the Board and its Committees and do not affect the attendance disclosure for FY 2025-26.

As required under Regulation 26(1)(b) of the Listing Regulations, for the purpose of disclosure of committee positions, only memberships and chairmanships of the Audit Committee and Stakeholders Relationship Committee of listed entities and such other committees as prescribed under applicable regulations have been considered. Other directorships do not include directorships held in private companies, foreign companies and companies registered under Section 8 of the Act, wherever such exclusions are applicable. The Company has complied with the applicable requirements relating to the composition of the Board of Directors under the Listing Regulations.

As at March 31, 2026, none of the Non-Executive Directors held any shares in the Company. Further, none of the Directors had any inter-se relationship with one another.

4. Material Information

The Company has established a structured mechanism for providing relevant and adequate information to the Board of Directors to enable it to discharge its responsibilities and take informed decisions. The agenda and supporting papers placed before the Board include the information prescribed under Part A of Schedule II to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as applicable.

The Board is provided with appropriate information and explanations in respect of matters placed before it and has access to the Company's records, officers and other resources necessary for effective discharge of its duties. In accordance with Regulation 17(3) of the Listing Regulations, the Board also periodically reviews the Company's compliance with applicable laws and regulations and satisfies itself regarding the adequacy of the compliance framework.

5. Date and Number of Board Meetings Held

The Company has observed the provisions of Listing Regulations regarding meeting of Board of Directors and that the time gap between two consecutive board meetings was not more than one hundred and twenty days. The necessary quorum was present for all the meetings.

During the year 2026-26, Twelve (12) Board Meetings were held on the following dates:-

Sr. No.	Date of Board Meeting
1	April 9, 2025
2	April 15, 2025
3	May 1, 2025
4	June 18, 2025
5	June 25, 2025
6	September 4, 2025
7	September 19, 2025
8	October 14, 2025
9	November 12, 2025
10	November 14, 2025
11	December 27, 2025
12	March 3, 2026

The Company complied with the applicable requirements relating to the frequency of Board Meetings and the maximum permissible gap between two consecutive meetings. The requisite quorum was present at all the meetings.

6. Separate Meeting of Independent Directors:

Pursuant to the provisions of the Act and Regulation 25 of the Listing Regulations, a separate meeting of the Independent Directors of the Company was held on March 3, 2026, without the presence of Non-Independent Directors and members of the management.

The Independent Directors, inter alia, reviewed the performance of the Non-Independent Directors and the Board as a whole, assessed the quality, quantity and timeliness of the flow of information between the management and the Board, and deliberated on matters as prescribed under applicable law.

6.1 Familiarization Programme for Independent Directors

The Company has put in place a structured familiarisation programme for its Independent Directors to familiarise them with the Company's business, operations, industry environment, governance framework, policies and regulatory developments. The programme is undertaken through presentations, reports, internal policies and interactions with the management, as considered appropriate from time to time.

The details of the familiarisation programme imparted to the Independent Directors during FY 2025-26 are provided in the Directors' Report forming part of this Annual Report.

The Company's detailed Familiarisation Programme for Independent Directors is also available on the Company's website at: https://www.sgligis.com/wp-content/uploads/Familiarisation-Programme.pdf

6.2 Confirmation as regards independence of Independent Directors:

In the opinion of the Board, the Independent Directors of the Company fulfil the conditions specified under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and are independent of the management of the Company.

The Company has received the requisite declarations from each Independent Director confirming that he/she meets the criteria of independence prescribed under the Act and the Listing Regulations.

6.3 Criteria for Evaluation of Independent Directors

The performance of the Independent Directors is evaluated by the entire Board of Directors, excluding the Director being evaluated. The evaluation is undertaken with reference to the roles, functions and duties discharged by the Independent Directors during the year, taking into consideration their attendance and participation in Board and Committee meetings, contribution and constructive participation in deliberations, exercise of independent and objective judgement, knowledge, skills, experience and understanding of the Company's business, ability to provide guidance and constructive challenge to the management, contribution towards strengthening corporate governance practices, effective interaction with fellow Board Members and management, adherence to confidentiality and ethical standards, integrity, probity and professionalism, and overall contribution to the effective functioning of the Board and protection of stakeholders' interests. The evaluation process is designed to assess the effectiveness and contribution of the Independent Directors and identify areas for further improvement.

7. Audit Committee

The Audit Committee of the Company is constituted in accordance with **Section 177 of the Act**, Regulation 18 read with Part C of Schedule II to the Listing Regulations, and other applicable provisions of the Act and the Listing Regulations.

The Audit Committee comprises Directors with appropriate experience and expertise in accounting, financial management and related matters. The Committee assists the Board in ensuring the integrity of the Company's financial reporting process, adequacy of internal controls, risk management framework, audit processes and compliance with applicable statutory and regulatory requirements.

Terms of Reference

The terms of reference of the Audit Committee, inter alia, include:

- recommending to the Board the appointment, remuneration and terms of appointment of statutory auditors;
- reviewing and monitoring the independence, performance and effectiveness of the statutory auditors and the audit process;
- reviewing with the management the annual financial statements and auditors' report before submission to the Board for approval;
- reviewing matters required to be included in the Directors' Responsibility Statement in the Board's Report in terms of Section 134 of the Act;
- reviewing changes, if any, in accounting policies and practices and the reasons for the same;
- reviewing compliance with accounting standards and applicable legal and regulatory requirements relating to financial statements;
- reviewing and approving or subsequently modifying related party transactions in accordance with applicable law and the Company's policy;
- reviewing with the management the quarterly and other periodic financial statements before submission to the Board for approval;
- reviewing the adequacy and effectiveness of internal financial controls and the risk management systems;
- reviewing with the management the performance of statutory auditors, internal auditors and other assurance functions and the adequacy of internal control systems;
- reviewing the adequacy of the internal audit function, including its structure, staffing, reporting structure, scope, coverage and frequency of internal audit;
- reviewing the functioning of the vigil mechanism/ whistle-blower mechanism;
- overseeing the Company's financial reporting process and disclosure of financial information to ensure that the financial statements are correct, sufficient and credible;
- reviewing the utilisation of loans and/or advances from or investments by the holding company in subsidiaries in accordance with the applicable provisions of the Listing Regulations;
- reviewing the findings of internal investigations into matters where there is suspected fraud or irregularity or failure of internal control systems of a material nature and reporting the matter to the Board;
- reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or failure of internal control systems of a material nature and reporting the matter to the Board;
- discussing with the statutory auditors, before commencement of audit, the nature and scope of audit as well as matters relating to any significant findings and follow-up thereon;
- reviewing the Management Discussion and Analysis of financial condition and results of operations;

- reviewing management letters issued by the statutory auditors and management's response thereto;
- reviewing reports relating to internal control weaknesses and ensuring appropriate follow-up and corrective action;
- approving the appointment of the Chief Financial Officer or any other person heading the finance function after assessing the qualifications, experience and background of the candidate;
- reviewing such other matters as may be prescribed under the Act, the Listing Regulations or referred to it by the Board; and
- exercising such powers and performing such functions as may be delegated to it by the Board from time to time.

The Audit Committee has access to the information, records, documents, officers, employees and advisers of the Company as may be necessary for the effective discharge of its functions and may obtain professional advice and invite such officers or advisers to its meetings as it considers appropriate.

Meetings of the Audit Committee

During FY 2025-26, the Audit Committee held **seven (7) meetings on April 9, 2025, April 15, 2025, June 18, 2025, June 25, 2025, September 4, 2025, September 19, 2025, November 14, 2025 and March 03, 2026.**

Composition of Audit Committee

As on **March 31, 2026,** the Audit Committee comprised the following Directors:

The attendance of the Members at the meetings held during FY 2025-26 was as follows

Name of Director	Category	Position in the Committee	Meetings entitled to attend	Meetings attended
Mr. Murli Chandak	Non-Executive - Independent Director	Chairperson	5	5
Mr. Mohan Chandiramani	Non-Executive - Independent Director	Member	5	5
Mr. Sachin Kumar	Non-Executive – Non-Independent Director	Member	5	4

Note: During FY 2025-26, the Audit Committee held seven (7) meetings in total. The above table reflects the Directors who constituted the Audit Committee as at March 31, 2026. The number of meetings entitled to be attended and meetings attended by each Director has been disclosed with reference to the period during which the respective Director was a member of the Committee. Accordingly, the figures in the table may be lower than the total number of meetings held during the year.

Mr. Murli Chandak and Mr. Mohan Chandiramani subsequently resigned from their respective offices as Directors of the Company with effect from August 26, 2026. The subsequent cessation of these Directors and the consequent reconstitution of the Audit Committee after the financial year-end have not been reflected in the above composition, which represents the position as at March 31, 2026.

The Company Secretary & Compliance Officer acts as the **Secretary to the Audit Committee**.

8. Nomination and Remuneration Committee(NRC)

The Company has constituted a **Nomination and Remuneration Committee ("NRC") in** accordance with **Section 178 of the Act,** Regulation 19 read with Part D of Schedule II to the Listing Regulations, and other applicable provisions of the Act, the Listing Regulations and other applicable laws, as amended from time to time.

The Committee assists the Board in matters relating to the appointment, succession, remuneration and performance evaluation of Directors, Key Managerial Personnel and Senior Management. It also oversees the framework for identifying and assessing persons who are qualified to serve on the Board and in senior management positions and recommends appropriate appointments, remuneration and other matters to the Board.

The Committee seeks to ensure that the composition of the Board remains appropriate having regard to the size, nature and requirements of the Company and that appointments are based on merit, qualifications, skills, experience, integrity, independence and diversity.

Terms of Reference

The terms of reference of the Nomination and Remuneration Committee, inter alia, include:

- identifying persons who are qualified to become Directors and persons who may be appointed in Senior Management positions in accordance with the criteria laid down by the Committee and recommending their appointment or removal to the Board;
- formulating the criteria for determining qualifications, positive attributes and independence of a Director;
- formulating and recommending to the Board a policy relating to the remuneration of Directors, Key Managerial Personnel and other employees;
- evaluating the balance of skills, knowledge and experience on the Board and, for appointment of an Independent Director, preparing a description of the role and capabilities required for such appointment;
- identifying suitable candidates for appointment as Independent Directors, with due regard to diversity, qualifications, experience, professional background and the time commitment required;
- considering candidates from a wide range of backgrounds and maintaining an appropriate balance of professional expertise and diversity on the Board;
- evaluating the performance of the Directors and the Board as a whole in accordance with the prescribed evaluation framework;
- recommending to the Board whether to extend or continue the term of appointment of Independent Directors on the basis of their performance evaluation;
- devising and periodically reviewing the policy on Board diversity;
- reviewing succession planning for the Board, Key Managerial Personnel and Senior Management;
- recommending to the Board all remuneration, in whatever form, payable to Senior Management;
- reviewing the remuneration structure and ensuring that remuneration is aligned with the Company's performance, business objectives and applicable regulatory requirements;
- ensuring that the remuneration payable to Directors, Key Managerial Personnel and Senior Management is consistent with the Company's remuneration policy and applicable laws;
- reviewing the performance-linked remuneration framework, wherever applicable;
- overseeing matters relating to appointment, re-appointment, retirement, succession and removal of Directors and Senior Management;
- recommending appropriate measures for attracting, retaining and motivating managerial talent;
- reviewing such other matters relating to nomination, remuneration, performance evaluation and succession as may be referred to the Committee by the Board;
- exercising such powers and performing such functions as may be delegated to it by the Board; and
- performing such other functions, duties and responsibilities as may be prescribed under the Act, the Listing Regulations and other applicable laws, from time to time.

The Committee may seek such information, explanations, reports and professional advice as it considers necessary for the effective discharge of its responsibilities and may invite such Directors, officers, employees or advisers to its meetings as it considers appropriate.

Meetings of the Nomination and Remuneration Committee

During FY 2025-26, the Nomination and Remuneration Committee held six (6) meetings on May 1, 2025, June 18, 2025, June 25, 2025, September 4, 2025, November 12, 2025 and March 3, 2026.

Composition of the Nomination and Remuneration Committee

As on March 31, 2026, the Nomination and Remuneration Committee comprised the following Directors:

The attendance of the Members at the meetings held during FY 2025-26 was as follows:

Name of Director	Category	Position in the Committee	Meetings entitled to attend	Meetings attended
Mr. Mohan Chandiramani	Non-Executive - Independent Director	Chairperson	3	3
Ms. Sona Bachani	Non-Executive - Independent Director	Member	4	4
Mr. Suhit Bakshi	Non-Executive – Non-Independent Director	Member	2	1

Note: During FY 2025-26, the Nomination and Remuneration Committee held six (6) meetings in total. The above table reflects the Directors who constituted the Committee as at March 31, 2026. The number of meetings entitled to be attended and meetings attended by each Director has been disclosed with reference to the period during which the respective Director was a member of the Committee. Accordingly, the number of meetings entitled to be attended by the Directors may be lower than the total number of meetings held during the year.

Ms. Sona Bachani subsequently resigned from the office of Independent Director with effect from July 27, 2026, and Mr. Mohan Chandiramani subsequently resigned from the office of Director with effect from August 26, 2026. The subsequent cessation of these Directors and the consequent reconstitution of the Nomination and Remuneration Committee after the financial year-end have not been reflected in the above composition, which represents the position as at March 31, 2026.

The Company Secretary & Compliance Officer acts as the **Secretary to the Committee.**

Remuneration Policy

The Company's remuneration philosophy is designed to attract, retain and motivate competent managerial and professional talent while ensuring alignment with the Company's business objectives, performance and long-term interests of its stakeholders.

The remuneration framework is guided by principles of **merit, performance, accountability, transparency and responsible remuneration,** while taking into consideration the size and nature of the Company's operations, prevailing industry practices, responsibilities associated with the respective positions and applicable statutory and regulatory requirements.

The Nomination and Remuneration Committee periodically reviews the remuneration framework and recommends appropriate remuneration for Executive Directors, Key Managerial Personnel and Senior Management to the Board, within the limits prescribed under applicable laws.

The remuneration policy seeks to ensure an appropriate balance between fixed remuneration and performance-oriented compensation, wherever applicable, and is intended to reward sustained performance and contribution to the Company's objectives.

The **Nomination and Remuneration Policy** is available on the Company's website at:

Nomination and Remuneration Policy – SGL Resources Limited

The remuneration of Non-Executive Directors is determined having regard to their responsibilities, professional expertise and contribution to the deliberations of the Board and its Committees and is subject to the applicable provisions of the Act and the Listing Regulations.

Remuneration of Directors

The details of remuneration and sitting fees paid/payable to the Directors during FY 2025-26 are as follows:

(₹ in Lakhs)

Sr. No.	Name of Director	Designation	Remuneration	Sitting Fees
1	Mr. Kantilal Vrajlal Ladani	Whole-Time Director & CFO	7.20	-
2	Mr. Sachin Kumar	Non-Executive – Non- Independent Director	-	-
3	Mr. Murli Chandak	Non-Executive - Independent Director	-	-
4	Mr. Mohan Lakhanlal Chandiramani	Non-Executive - Independent Director	-	-
5	Mr. Sona Sunderlal Bachani	Non-Executive - Independent Director	-	0.60
6	Mr. Suhit Bakshi	Non-Executive – Non-Independent Director	-	-

Notes:

1. Salary/remuneration includes basic salary, allowances, perquisites and other components, wherever applicable.
2. The remuneration paid to the Directors is within the limits prescribed under the Act and applicable regulations.
3. Non-Executive Directors are remunerated in accordance with the Company's remuneration policy and applicable provisions of the Act and Listing Regulations.
4. The remuneration of Executive Directors is determined based on their roles and responsibilities, experience, performance and applicable statutory requirements.
5. There are no stock options granted to the Directors during FY 2025-26, unless otherwise specifically disclosed.
6. There were no pecuniary relationships or transactions of the Non-Executive Directors with the Company, except as disclosed elsewhere in the Annual Report, if applicable.

Performance Evaluation Criteria for Independent Directors

The performance evaluation of Independent Directors is undertaken in accordance with the provisions of the Act, the Listing Regulations and the Company's performance evaluation framework.

The evaluation considers, inter alia, the following parameters:

- participation and contribution at Board and Committee meetings;
- knowledge, expertise and experience relevant to the Company's business;
- understanding of the Company's business, strategy and operating environment;
- objective and independent judgement;
- adherence to ethical standards and integrity;
- contribution towards effective corporate governance and oversight;
- ability to constructively challenge management and seek appropriate information;
- contribution to risk management, compliance and strategic decision-making;
- commitment of time and attention to the affairs of the Company;
- safeguarding the interests of the Company and its stakeholders; and
- overall effectiveness in discharging the responsibilities of an Independent Director.

The performance evaluation of Independent Directors is carried out on the basis of the criteria approved by the Board on the recommendation of the Nomination and Remuneration Committee.

9. Stakeholder Relationship Committee(SRC)

The Company has constituted a Stakeholders Relationship Committee ("SRC") in accordance with the applicable provisions of the Companies Act, 2013 and Regulation 20 of the Listing Regulations.

The Committee oversees and reviews the mechanism for effective redressal of grievances and complaints of shareholders and other security holders. The Committee, inter alia, reviews matters relating to transfer/transmission of securities, non-receipt of annual reports, non-receipt of declared dividends, issue of duplicate share certificates, general meetings and other shareholder-related matters. It also reviews the measures undertaken by the Company to facilitate the effective exercise of voting rights by shareholders and monitors the service standards adopted by the Company in respect of services rendered by its Registrar and Share Transfer Agent.

The Committee also reviews measures and initiatives undertaken by the Company for reducing unclaimed dividends and ensuring timely receipt of dividend warrants, annual reports and statutory communications by shareholders.

Terms of Reference

The terms of reference of the Stakeholders Relationship Committee, inter alia, include:

- resolving the grievances and complaints of security holders of the Company;
- considering and resolving complaints relating to transfer, transmission, transposition, consolidation, splitting, sub-division, renewal, exchange and issue of duplicate securities;
- considering and resolving complaints relating to dematerialisation and rematerialisation of securities;
- considering and resolving complaints relating to non-receipt of share certificates, dividend warrants, interest payments, redemption amounts, annual reports, notices and other statutory communications;
- considering and resolving complaints relating to non-receipt of declared dividends, interest, redemption proceeds and other amounts payable to security holders;
- considering and resolving complaints relating to issue of new or duplicate share certificates;
- considering requests relating to change of address, bank mandates, nomination and other security-holder particulars;
- considering and resolving complaints relating to general meetings, including notices, voting, e-voting and participation by security holders;
- reviewing complaints received from security holders through SEBI, stock exchanges, the SCORES platform, the Online Dispute Resolution mechanism, the RTA and other statutory or regulatory authorities;
- reviewing the measures taken for effective exercise of voting rights by shareholders;
- reviewing the adherence to the service standards adopted by the Company in respect of various services rendered by the RTA;
- reviewing the performance of the RTA and the adequacy of the systems and procedures for processing security-holder requests and complaints;
- reviewing the measures and initiatives undertaken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants, annual reports, notices and statutory communications by security holders;
- reviewing the status of unclaimed dividends, unclaimed securities and amounts or securities liable to be transferred to the Investor Education and Protection Fund;
- reviewing the effectiveness of the mechanism for monitoring and resolving security-holder grievances, including the ageing and reasons for pendency of complaints;
- reviewing the corrective and preventive measures undertaken to avoid recurrence of complaints;
- reviewing the adequacy of internal controls and procedures relating to security-holder services and the maintenance and protection of security-holder records;
- reviewing compliance with the applicable provisions of the Act, the Listing Regulations, the SEBI Act, 1992, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996, the rules, regulations, circulars, notifications and directions issued thereunder, and other applicable laws;
- reviewing reports and statements submitted by the RTA, the Compliance Officer and other officers of the Company in relation to security-holder grievances and services;
- seeking information, explanations and reports from the RTA, the Compliance Officer, officers, employees, advisers and other persons concerned in relation to any complaint or security-holder matter;

- recommending to the Board appropriate measures for improving the quality, efficiency and timeliness of security-holder services;
- reviewing such other matters relating to security holders and investor services as may be referred to it by the Board;
- exercising such powers and performing such functions as may be delegated to it by the Board; and
- performing such other functions, duties and responsibilities as may be prescribed under the Act, the Listing Regulations, the SEBI Act, 1992, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996, the rules, regulations, circulars, notifications and directions issued thereunder, and other applicable laws, from time to time.

The Committee shall have access to the information, records, documents, officers, employees, advisers and service providers of the Company as may be necessary for the discharge of its functions. The Committee may obtain professional advice and may invite such officers, employees, representatives of the RTA, advisers or other persons as it considers appropriate to attend its meetings.

Investor Grievances

The Company has a structured mechanism for receiving, recording, monitoring and resolving shareholder and investor grievances. Complaints may be received directly by the Company, through the RTA, stock exchanges, SEBI, the SCORES platform, the Online Dispute Resolution mechanism or any other applicable statutory or regulatory channel.

All complaints are recorded and monitored by the Company Secretary & Compliance Officer in coordination with the RTA and the concerned internal departments. The Company endeavours to ensure that all complaints are acknowledged, investigated and resolved promptly and within the timelines prescribed under applicable law and by the relevant regulatory authorities. The status of complaints, including pending complaints and the reasons for any delay, is reviewed by the Stakeholders Relationship Committee.

Particulars	Number
Complaints pending at the beginning of the year	0
Complaints received during the year	6
Complaints resolved during the year	6
Complaints pending at the end of the year	0

Accordingly, **no investor complaint remained unresolved as at March 31, 2026**.

Meetings of the Stakeholders Relationship Committee

During FY 2025-26, the Stakeholders Relationship Committee held three (3) meetings on April 15, 2025, September 4, 2025 and November 14, 2025.

Composition of the Stakeholders Relationship Committee

As on March 31, 2026, the Stakeholders Relationship Committee comprised the following Directors:

Name	Designation	Designation	Meetings entitled to attend	Number of Meetings Attended
Ms. Sona Bachani	Non-Executive Independent Director	Chairperson	3	3
Mr. Murli Chandak	Non-Executive Independent Director	Member	3	3
Mr. Kantilal Vrajlal Ladani	Executive Director	Member	3	3

Note: The composition of the Stakeholders Relationship Committee underwent changes during FY 2025-26 pursuant to changes in the composition of the Board of Directors. The above composition and attendance are based on the constitution of the Committee during the relevant period. Ms. Sona Sunderlal Bachani, Chairperson of the Committee, resigned from the office of Independent Director with effect from July 27, 2026. Further, Mr. Murli Chandak, Member of the Committee, resigned from the office of Director with effect from August 26, 2026. Following these changes and other changes in the composition of the Board, the Stakeholders Relationship Committee was reconstituted by the Board. The aforesaid changes occurring after March 31, 2026 have not been reflected in the above composition, which represents the position applicable for FY 2025-26.

The Company Secretary & Compliance Officer acts as the Secretary to the Committee.

10. Risk Management

The Company has established a framework for identification, assessment, monitoring and mitigation of material risks affecting its business and operations. The Board, through the Audit Committee and the management, periodically reviews the key risks and the measures undertaken for their mitigation. The principal risks relevant to the Company's business include technology and cybersecurity risks, project execution risks, market and customer concentration risks, financial and foreign exchange risks, regulatory risks and risks arising from changes in technology and the competitive environment.

The Company's risk management framework is reviewed periodically and appropriate measures are undertaken to strengthen the same. A detailed discussion on the Company's risk management framework and key business risks is provided in the Management Discussion and Analysis, forming part of this Annual Report.

The risk management policy is available on the website of the Company https://www.sgligis.com/wp-content/uploads/2018/07/Vigil-Mechanism-OR-Whistle-Blower-Policy.pdf

11. Senior Management and Code of Fair Disclosure

The senior management of the Company is committed to maintaining transparency in its dealings with stakeholders while ensuring appropriate confidentiality of sensitive information, thereby fostering a culture of responsible and informed decision-making. As at March 31, 2026, the senior management comprises the core management team, Chief Financial Officer, Company Secretary & Compliance Officer and other functional heads of the Company.

The Company has adopted a Code of Conduct applicable to the members of the Board of Directors and designated employees. The Code sets out the principles and standards expected to be followed in the conduct of business and promotes ethical conduct, integrity, accountability and compliance with applicable laws. The Company confirms that the Code of Conduct was complied with by all members of the Board and designated employees during the year under review.

The Code of Conduct is made available on the website of the Company https://www.sgligis.com/wp-content/uploads/2019/04/Insider-Code-SGL.pdf

12. General Meetings:

Details of Location and time for the last three Annual General Meetings (AGM) of the Company are as under:

Financial Year	Day, Date, Time and Venue / Mode of Meeting	Special Resolutions Passed
2022-23	On September 29, 2023 at 12:30 PM through VC / OAVM pursuant to applicable MCA Circulars	No Special Resolution passed
2023-24	On September 30, 2024 at 12:00 PM through VC / OAVM pursuant to applicable MCA Circulars	
2024-25	On September 30, 2025 at 03:00 PM through VC / OAVM pursuant to applicable MCA Circulars	

Extra-Ordinary General Meeting

During the previous three financial years, the Company convened the following Extraordinary General Meetings. The details of the resolutions considered and the voting outcome are set out below:

Financial Year	Date of EGM	Particulars of Resolution	Type of Resolution
2023-24	25 August 2023	Approval of the request received from Mr. Chirag Jayantilal Soni, person belonging to the Promoter/ Promoter Group, for re-classification from the 'Promoter and Promoter Group' category to the 'Public' category shareholder	Ordinary Resolution
	25 August 2023	Increase in Authorised Share Capital of the Company	Ordinary Resolution
2024-25	02 May 2024	Re-appointment of Mr. Kalpesh Prabhudasbhai Rachchh (DIN: 03363315) as an Independent Director of the Company for a second term of five consecutive years	Special Resolution
	02 May 2024	Re-appointment of Mr. Suresh Tejwani (DIN: 08437794) as an Independent Director of the Company for a second term of five consecutive years	Special Resolution

Financial Year	Date of EGM	Particulars of Resolution	Type of Resolution
2025-26	18 July 2025	Approval for appointment of Mr. Bony Kiritkumar Patel (DIN: 10644253) as Non-Executive Non-Independent Director of the Company	Ordinary Resolution
	18 July 2025	Approval for appointment of Ms. Sona Bachani (DIN: 10119435) as Non-Executive Independent Director of the Company	Special Resolution
	18 July 2025	Approval for appointment of Mr. Sachin Kumar (DIN: 10890148) as Non-Executive Non-Independent Director of the Company	Ordinary Resolution
	18 July 2025	Approval for appointment of Mr. Murli Chandak (DIN: 10248881) as Non-Executive Independent Director of the Company	Special Resolution
	18 July 2025	Approval for appointment of Mr. Mohan Chandiramani (DIN: 01462553) as Non-Executive Independent Director of the Company	Special Resolution
	18 July 2025	Appointment of M/s R V Somani & Associates, Chartered Accountants (FRN: 141806W), as Statutory Auditors to fill the casual vacancy caused by resignation of the previous auditor for FY 2024-25	Ordinary Resolution

Postal Ballot

During FY 2025-26, the Company conducted two (2) Postal Ballots through the remote e-voting process in accordance with the applicable provisions of the Companies Act, 2013, the Companies (Management and Administration) Rules, 2014, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard on General Meetings ("SS-2") and other applicable laws and regulations. The Postal Ballot notices were circulated to the Members in accordance with the applicable provisions and the resolutions were put to vote through remote e-voting.

The details of the resolutions proposed through Postal Ballot and the voting outcome are set out below:

Date of Postal Ballot	Particulars of Resolution	Type of Resolution
May 22, 2025	Appointment of M/s Manoj Acharya & Associates, Chartered Accountants, as Statutory Auditors to fill the casual vacancy caused by resignation of the previous auditor for FY 2024-25	Ordinary Resolution
May 22, 2025	Appointment of Mr. Rajeshbhai Amrutbhai Katkoria (DIN: 00548324) as Non-Executive Non-Independent Director	Ordinary Resolution
May 22, 2025	Appointment of Mrs. Naynaben Jayeshbhai Vanparia (DIN: 07760252) as Non-Executive Non-Independent Director	Ordinary Resolution
May 22, 2025	Appointment of Mr. Keval Rajeshbhai Parikh (DIN: 10757737) as Non-Executive Independent Director	Special Resolution
May 22, 2025	Appointment of Mrs. Pooja Smit Shah (DIN: 07441428) as Non-Executive Independent Director	Special Resolution
December 21, 2025	Re-appointment of Mr. Kantilal Vrajlal Ladani (DIN: 00016171) as Whole-time Director of the Company	Ordinary Resolution
December 21, 2025	Alteration of Object Clause of the Memorandum of Association of the Company	Special Resolution
December 21, 2025	Adoption of the Memorandum of Association of the Company as per the Companies Act, 2013	Special Resolution
December 21, 2025	Adoption of a new set of Articles of Association as per the Companies Act, 2013	Special Resolution

The resolutions proposed through the May 2025 Postal Ballot were not approved by the Members, whereas all the resolutions proposed through the December 2025 Postal Ballot were duly approved by the Members with the requisite majority. The Company's investor section also records the Postal Ballot results for both May 2025 and December 2025.

The Postal Ballot process was conducted through remote e-voting and the results were declared upon completion of the prescribed voting process. The resolutions passed through Postal Ballot are deemed to have been passed on the date on which the requisite majority was obtained, in accordance with applicable provisions of law.

14. DISCLOSURES:

A. Related Party Transaction:

The Company has formulated a Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions in accordance with Regulation 23 of the Listing Regulations and the applicable provisions of the Act. The Policy is reviewed periodically and is available on the website of the Company. All Related Party Transactions entered into by the Company are undertaken in compliance with the applicable provisions of the Act and the Listing Regulations and are subject to the prior approval of the Audit Committee, wherever applicable. Material Related Party Transactions are placed before the Members for their approval in accordance with Regulation 23 of the Listing Regulations.

The Audit Committee reviews Related Party Transactions periodically, including transactions entered into pursuant to omnibus approvals, to ascertain that such transactions are in accordance with the approvals granted and the applicable statutory and regulatory requirements.

The details of Related Party Transactions entered into during the financial year ended March 31, 2026, as required under the applicable accounting standards, are disclosed in Note No. 34 to the Standalone Financial Statements forming part of this Annual Report. The disclosures required under Section 134(3)(h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 are provided in Form AOC-2, wherever applicable. The Policy on materiality and dealing with related party transactions has been posted on the website of the Company:- https://www.sgligis.com/wp-content/uploads/RPT-POLICY-SGL.pdf

During the year under review, the Company did not enter into any materially significant Related Party Transaction which, in the opinion of the Board, may have a potential conflict with the interests of the Company at large.

B. Compliance with Mandatory Requirements

The Company has complied with the mandatory Corporate Governance requirements prescribed under the Listing Regulations.

The Company has adopted such discretionary requirements under Part E of Schedule II as are considered appropriate having regard to its size, nature of operations and governance framework.

C. Compliance of Corporate Governance Requirements

Pursuant to Schedule V, Part C, the Company discloses that, except for the specific regulatory filing delays/fines disclosed above, there was no non-compliance with the applicable requirements of sub-paragraphs (2) to (10) of Part C of Schedule V of the Listing Regulations during FY 2025-26.

The Company has disclosed the information required under the applicable provisions of Regulations 17 to 27 and Regulation 46(2) in the respective sections of this Corporate Governance Report.

D. Disclosure of Accounting Treatment

The Financial Statements of the Company have been prepared in accordance with the applicable **Indian Accounting Standards (Ind AS)** notified under Section 133 of the Act, read with the relevant rules made thereunder and other applicable provisions of the Act. The significant accounting policies followed in the preparation and presentation of the Financial Statements are disclosed in the Notes forming part of the Financial Statements for the financial year ended March 31, 2026. There has been no deviation in the accounting treatment adopted by the Company from the applicable accounting standards.

15. Vigil Mechanism/Whistle Blower Policy

Pursuant to Section 177(9) and Section 177(10) of the Act and Regulation 22 of the Listing Regulations, the Company has established a Vigil Mechanism / Whistle Blower Policy. The mechanism enables Directors, employees and other eligible persons to report genuine concerns regarding unethical behaviour, actual or suspected fraud, violation of the Company's Code of Conduct or other concerns relating to the functioning of the Company.

The mechanism provides adequate safeguards against victimisation of persons who avail of the mechanism and provides for direct access to the Chairperson of the Audit Committee in appropriate cases. During FY 2025-26, no personnel of the Company was denied access to the Audit Committee. The Vigil Mechanism / Whistle Blower Policy is available on the Company's website https://www.sgligis.com/wp-content/uploads/2018/07/Vigil-Mechanism-OR-Whistle-Blower-Policy.pdf.

16. Means of Communication

The Company believes in maintaining timely and transparent communication with its shareholders and other stakeholders.

Financial Results:

The quarterly and annual financial results are submitted to the Stock Exchange(s) within the prescribed timelines and are made available on the Company's website.

Newspaper Publication:

The financial results are published in newspapers in accordance with the applicable provisions of the Listing Regulations.

Stock Exchange Disclosures:

All material information, statutory disclosures, corporate announcements and other information required to be disseminated under the Listing Regulations are submitted electronically to BSE Limited and are simultaneously made available on the Company's website, wherever applicable.

Website:

The Company's website contains financial results, Annual Reports, shareholding pattern, Corporate Governance disclosures, policies, notices, statutory disclosures and other investor-related information.

Investor / Analyst Presentations:

No separate presentations were made to institutional investors or analysts during FY 2025-26.

17. Details of Material Subsidiaries

As at March 31, 2026, the Company had one unlisted subsidiary, Jyacad Solutions Private Limited.

The subsidiary did not qualify as a "material subsidiary" within the meaning of Regulation 16(1)(c) of the Listing Regulations during the financial year under review. Accordingly, disclosure relating to the date and place of incorporation and appointment of statutory auditors of a material subsidiary is Not Applicable. The policy for determining the material subsidiaries has been posted on the website of the Company.https://www.sgligis.com/wp-content/uploads/Policy-for-Determining-Material-Subsidiary.pdf. The financial performance and other relevant particulars of the subsidiary are disclosed in Form AOC-1, forming part of this Annual Report.

18. Disclosure of Certain Types of Agreements Binding The Listed Entity

Pursuant to Regulation 30A read with Paragraph 5A of Part A of Schedule III of the Listing Regulations, during the financial year under review, there were no agreements falling within the aforesaid provisions which were required to be disclosed, except as already disclosed by the Company to the Stock Exchange(s), if any.

19. Green Initiative

The Company's philosophy focuses on making the environment greener for the benefit of prosperity. To support the Green Initiative, members (holding shares in electronic form) who have not registered their email addresses, are requested to register the same with their Depository Participants. Members holding shares in physical mode are requested to register their email ID with Link Intime India Private Limited, Registrar and Share Transfer Agent of the Company.

20. GENERAL SHAREHOLDERS' INFORMATION:

20.1 Annual General Meeting

As indicated in the notice accompanying this Annual Report, the 32^{nd} AGM of the Company will be held on the date and place mentioned herein below:

Day, Date and Time:- Wednesday, September 30, 2026 at 03:00 P.M.

Venue: AGM will be held through video conferencing (VC) or other audio-Visual means (OAVM).

20.2 Book Closure

The Transfer books will remain closed from Thursday, September 24, 2026 to Wednesday, September 30, 2026 (Both days inclusive).

20.3 Financial Year: April, 01 2026 to March, 31 2027

Financial year 2026 -2027 (tentative schedule)		
Quarter Results Ending on June 30, 2026	:	Second week of August 2026
Quarter Results Ending on September 30, 2026	:	Second week of November 2026
Quarter Results Ending on December 31, 2026	:	Second week of February 2027
Year ended March 31, 2027	:	Last week of May 2027
AGM is proposed to be held in August/September, 2027		

20.4 Stock Exchange where Equity Shares of the Company are listed and scrip code for the Company's are as follow:

Name of Stock Exchange	Scrip Code
BSE Limited Add: Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400001	526544

20.5 Payment of Listing Fees: The Company has paid the Listing Fees for the year 2026-2027.

20.6 CIN: L22219GJ1992PLC017073

20.7 Address for Correspondence for Shares and Related Matters

Secretarial Department:

SGL RESOURCES LIMITED 506, Fifth Floor, Venus Atlantis, Near Reliance Pump, Prahalad Nagar Road, Anand Nagar Road, Satellite, S A C, Ahmedabad, Gujarat, India - 380015

Phone: 9879933230 Website: www.sgligis.com

Email: cs@sgligis.com

Registrar & Share Transfer Agents: (Investor Relation office at Ahmedabad)

Link Intime India Private Limited

5th Floor, 506 to 508, Amarnath Business Centre – 1 (ABC-1)

Nr. St. Xavier's College Corner, Off C G Road, Ahmedabad - 380006

Phone: 079 - 2646 5179/86/87

Website: www.linkintime.co.in

Email: ahmedabad@linkintime.co.in

20.8 Dematerialized Mode

The Company had signed agreements with both the depositories namely NSDL and CDSL. The shareholders may therefore hold Company's shares in electronic mode. The company's ISIN No. for both the depositories is **INE967B01028**

20.9 Details of Equity Shares of the Company held in demat form as on March 31, 2026 is as under:-

Particulars	Fully Paid-up	
	Shares	%
Dematerialized Mode NSDL	9,45,54,901	37.75
Dematerialized Mode CDSL	15,44,76,208	61.67
Physical	14,48,691	0.58
Total	**25,04,79,800**	**100**

The Company has not issued any GDR's/ADR's warrants or any other convertible instruments.

20.10 Distribution of Shareholding as on March 31, 2026

No. of Equity Share held	No. of Share Holder	% of Share Holder	No. of Shares	% of Shares holding
Up to 500	14,054	65.6576	21,09,061	0.8420
501-1000	2,071	9.6753	17,72,148	0.7075
1001-2000	1,514	7.0731	23,90,676	0.9544
2001-3000	717	3.3497	18,51,103	0.7390
3001-4000	357	1.6678	12,81,311	0.5115
4001-5000	498	2.3266	23,86,352	0.9527
5001-10000	865	4.0411	66,36,220	2.6494
10001 & above	1,329	6.2088	23,20,52,929	92.6434
Total	21,405	100.00	25,04,79,800	100.00

20.11 Categories of Shareholders as on March 31, 2026

Category	No. of share held (Fully paid-up)	% Issued Capital
Corporate Bodies (Promoter Co)	9833499	3.9259
Central Government	100	0.0000
Clearing Members	1210861	0.4834
Other Bodies Corporate	89321714	35.6602
Escrow Account	6100	0.0024
Hindu Undivided Family	11906861	4.7536
Mutual Funds	20200	0.0081
Non Resident Indians	1145251	0.4572
Non Resident (Non Repatriable)	1225243	0.4892
Public	111935943	44.6886
Promoters	7331950	2.9272
G I C & Its Subsidiaries	27100	0.0108
Promoters - HUF	113074	0.0451
Body Corporate - Ltd Liability Partnership	16030338	6.3999
Directors and their relatives (excluding independent Directors and nominee Directors)	238066	0.0950
Relatives of promoters (other than "Immediate relatives" of promoters disclosed under Promoter and Promoter Group & apos; category)	133500	0.0533

Category	No. of share held (Fully paid-up)	% Issued Capital
Corporate Bodies (Promoter Co)	9833499	3.9259
Total	**250479800**	**100**

21 Share Transfer System

Equity Shares in the suspense account

In accordance with the requirement of Regulation 34(3) and Part F of Schedule V to the SEBI Listing Regulations, details of equity shares in the suspense account are as follows:

Particulars	Number of Shareholders	Number of Equity Shares
Aggregate number of shareholders and the outstanding shares in the suspense account lying as on April 1, 2025	2	6100
Shareholders who approached the Company for transfer of shares from suspense account during the year	Nil	Nil
Shareholders to whom shares were transferred from the suspense account during the year	Nil	Nil
Shareholders whose shares are transferred to the demat account of the IEPF Authority as per Section 124 of the Act	Nil	Nil
Aggregate number of shareholders and the outstanding shares in the suspense account lying as on March 31, 2026	2	6,100

22. Other Disclosures

22.1 Details of non-compliance by the listed entity, penalties, and strictures imposed on the listed entity by stock exchange(s) or the board or any statutory authority, on any matter related to capital markets, during the last three years:

The Company is committed to maintaining high standards of regulatory compliance and corporate governance and has established processes for monitoring compliance with the applicable provisions of the Companies Act, 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the SEBI Act, 1992 and other applicable laws, rules, regulations and circulars.

During FY 2025-26, certain instances of delay in regulatory filings resulted in fines being levied by BSE Limited. The Company has disclosed the relevant matters to the Stock Exchange, paid the applicable fines and undertaken corrective measures to strengthen its regulatory compliance and reporting processes.

Except for the instances specifically disclosed above, there were no material non-compliances with the applicable provisions relating to capital markets during the financial year under review.

The Company has taken steps to strengthen its internal compliance monitoring mechanism with a view to ensuring timely and accurate statutory and regulatory filings and preventing recurrence of such instances.

During the last three years ending on March 31, 2026, there were no strictures imposed on the Company. Further, the details of non-compliance by the listed entity & penalties imposed on the Company during the last three years are as follows:

Financial Year	Deviation of Compliances	Name of the Regulatory / Enforcement Agencies / Judicial Institutions	Penalty / Fine
2024-25	The Company delayed the filing of the Annual Secretarial Compliance Report for the financial year ended March 31, 2025, within the prescribed timeline.	BSE Limited	₹4,720/-
2024-25	The Company delayed the submission of the Audited Financial Results for the quarter and year ended March 31, 2025, within the prescribed timeline.	BSE Limited	₹2,53,700/-
2024-25	The Company delayed the submission of the Financial Results for the quarter ended March 31, 2025, within the prescribed timeline.	BSE Limited	₹3,06,800/-
2025-26	The Company delayed the submission of the Unaudited Financial Results for the quarter ended June 30, 2025, within the prescribed timeline.	BSE Limited	₹47,200/-
2025-26	The Company delayed the submission of the Unaudited Financial Results for the quarter ended June 30, 2025, within the prescribed timeline.	BSE Limited	₹1,71,100/-
2025-26	The Company delayed the submission of the Unaudited Financial Results for the quarter ended December 31, 2025, within the prescribed timeline.	BSE Limited	₹88,500/-
2025-26	The Company delayed the prior intimation of the Board Meeting convened to consider the quarterly financial results.	BSE Limited	₹11,800/-

The Company has fully complied with all the statutory requirements of Listing Agreement entered into with Stock Exchanges including mandatory requirements of Listing Regulations.

22.2 Code of Conduct for Prohibition of Insider Trading

The Company has adopted a Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons and a Code of Fair Disclosure, in accordance with the provisions of the SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time. The Codes establish the framework for prevention of insider trading and regulate dealing in securities by Directors, Designated Persons and other persons covered under the applicable regulations. The Company has implemented appropriate mechanisms for identification of Designated Persons, monitoring of trading in securities, maintenance of the structured digital database and compliance with the applicable trading window and pre-clearance requirements.

22.3 Proceeds From Public Issues, Rights Issues, And Preferential Issues Etc.

During FY 2025-26, the Company did not raise any funds through a public issue, rights issue, preferential issue, qualified institutions placement or other issue of securities requiring disclosure under Regulation 32 of the Listing Regulations. Accordingly, the disclosure regarding utilisation of proceeds and deviation or variation in the utilisation of such proceeds is Not Applicable for FY 2025-26. Wherever applicable, the utilisation of funds raised by the Company is reviewed by the Audit Committee and the requisite statements are submitted to the Stock Exchange(s) in accordance with the applicable regulatory requirements.

22.4 Certificate of Non-Disqualification of Directors

The Company has obtained a certificate from M/s Harish P. Jain & Associates, Practising Company Secretaries, confirming that none of the Directors of the

Company has been debarred or disqualified from being appointed or continuing as a Director of a company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any other statutory authority.

The certificate forms part of this Annual Report.

22.5 Fees paid to Statutory Auditors:

The total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the Statutory Auditors and all entities in the network firm/ network entity of which the Statutory Auditors are a part, during FY 2025-26 are as follows:

Payment to Statutory Auditors	FY 2025-2026
Audit Fees	Rs. 5.75 Lakhs
Others Services	-
Total	Rs. 5.75 Lakhs

22.6 Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has adopted a policy on prevention, prohibition and redressal of sexual harassment at the workplace and has constituted an Internal Committee in accordance with the applicable provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The Company is committed to providing a safe, secure and inclusive working environment and has established appropriate mechanisms for prevention and redressal of complaints relating to sexual harassment.

The particulars relating to complaints received, disposed of and pending during the financial year ended March 31, 2026, including complaints pending for more than ninety days, are disclosed in the Directors' Report forming part of this Annual Report.

22.7 Details of Compliance with Mandatory Requirements

The Company has complied with all mandatory requirements laid down under the provision of Listing Regulations.

22.8 Shareholding Pattern as on March 31, 2026

Sr. No.	Category	Shares	Percentage
1.	Promoter & Promoter Group	1,75,84,955	7.0205%
2.	Public	23,28,94,845	92.9795%
	Total	**25,04,79,800**	**100.0000%**

22.9 Disclosure by Listed Entity and its subsidiaries of Loans and Advances in the nature of Loans to Firms/ Companies in which the directors are interested by the name and amount

(Rs. In Lakhs)

Particular	Outstanding Amount as on March 31, 2026	Remark
Jyacad Solutions Private Limited	0.15	Loan to Subsidiary

22.10 Reconciliation of Share Capital Audit

In accordance with the applicable requirements of the Securities and Exchange Board of India, the Company obtains a Reconciliation of Share Capital Audit Report from a Practising Company Secretary on a quarterly basis.

The report reconciles the total issued, listed and paid-up equity share capital of the Company with the aggregate number of equity shares held in dematerialised form with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the equity shares held in physical form.

The reconciliation reports for the relevant quarters of FY 2025-26 did not report any material discrepancy between the Company's issued and listed capital and the aggregate capital held in dematerialised and physical form, subject to the disclosures made in the respective reports.

22.11 CEO/CFO Certification

In accordance with the provisions of Regulation 17(8) of the SEBI Listing Regulations, certificate of CEO and CFO in relation to the financial statements for the year ended March 31, 2026, was placed and taken on record at the Board Meeting of the Company held on 27th July, 2026.

22.12 Website Disclosures

The Company has complied with major provisions specified in the Regulation 17 to 27 and Clause (b) to (i) of Sub-Regulation (2) of Regulation 46 of the Listing Regulations.

22. 13 Plant Locations / Addresses

The Company does not have any manufacturing plant. The principal office of the Company is situated at:

Registered Office / Corporate Office:

506, Fifth Floor, Venus Atlantis,

Near Shell Petrol Pump, Prahlad Nagar Road,

Ahmedabad – 380015, Gujarat, India.

22.14 Credit Rating

The Company has not obtained any credit rating from any credit rating agency during the financial year under review. Accordingly, disclosure relating to credit ratings is not applicable.

22.15 Commodity Price Risk / Foreign Exchange Risk / Hedging Activities:

The Company is not exposed to any significant commodity price risk, as it does not deal in commodities as part of its principal business activities. Accordingly, disclosure relating to commodity price risk and hedging activities is not applicable.

By Order of the Board of Directors
For, Scanpoint Geomatics Limited

SD/-
Kantilal Ladani
Whole-time Director
(DIN: 00016171)

Date: September 07, 2026
Place: Ahmedabad

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,

THE MEMBERS,
SGL RESOURCES LIMITED
(CIN: L22219GJ1992PLC017073)
Registered Address: 506, Fifth Floor, Venus Atlantis,
Near Prahalad Nagar Road, Anand Nagar,
Ahmedabad, Gujarat, India, 380015.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **SGL RESOURCES LIMITED(Earlier Known as Scanpoint Geomatics Limited) (CIN: L22219GJ1992PLC017073)** and having registered office at **D-506, Fifth Floor, Venus Atlantis, Near Prahalad Nagar Road, Anand Nagar, Ahmedabad, Gujarat, India, 380015.** (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(I) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Sr. No.	Name of Director	DIN	Date of Appointment in Company
1.	MR. KANTILAL VRAJLAL LADANI	00016171	19/10/2002
2.	MR. DINESH JAMNADAS SHAH	02084946	13/08/1994
3.	MR.SACHIN KUMAR	10890148	25/06/2025
4.	MR.SUHIT BAKSHI	06395813	04/09/2025
5.	MS.SONA BACHANI	10119435	18/06/2025
6.	MR.MURLI CHANDAK	10248881	25/06/2025
7.	MR.MOHAN LAKHANLAL CHANDIRAMANI	01462553	25/06/2025

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

FOR HARISH P. JAIN & ASSOCIATES
PRACTICING COMPANY SECRETARIES

(HARISH JAIN)
PROPRIETOR
MEMBERSHIP No FCS: 4203
C.P. NO.: 4100
UDIN: F004203H001395626
PEER REVIEW NO.: 1549/2021

PLACE: AHMEDABAD
DATE: 07TH SEPTEMBER, 2026

CORPORATE GOVERNANCE COMPLIANCE CERTIFICATE

To,
THE MEMBERS,
SGL RESOURCES LIMITED
(CIN: L22219GJ1992PLC017073)
Registered Address: 506, Fifth Floor, Venus Atlantis,
Near Prahalad Nagar Road, Anand Nagar,
Ahmedabad, Gujarat, India, 380015.

We have examined the compliance of conditions of Corporate Governance by **SGL RESOURCES LIMITED (Earlier known as Scanpoint Geomatics Limited)(CIN: L22219GJ1992PLC017073)** for the year ended March 31 2026, as stipulated in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of the said Company with Stock Exchange(s).

We state that the compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to procedures and implementation thereof, adopted by the Company, for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, the Company has generally complied with the mandatory conditions of Corporate Governance as stipulated in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We state that no investor grievance(s) is/are pending for a period exceeding for one month against the Company as per the records maintained by the Stakeholders Relationship Committee.

We further state that such compliance is neither an assurance as to the future viability of the Company nor efficiency or effectiveness with which the management has conducted the affairs of the Company.

FOR HARISH P. JAIN & ASSOCIATES
PRACTICING COMPANY SECRETARIES

(HARISH JAIN)
PROPRIETOR
MEMBERSHIP No FCS: 4203
C.P. NO.: 4100
UDIN: F004203H001395626
PEER REVIEW NO.: 1549/2021

PLACE: AHMEDABAD
DATE: 07TH SEPTEMBER, 2026

INDEPENDENT AUDITOR'S REPORT

To the Members of SGL Resources Limited (formerly known as Scanpoint Geomatics Limited)

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of SGL Resources Limited (formerly known as Scanpoint Geomatics Limited) ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity, and the Statement of Cash Flows for the year then ended, and notes to the standalone financial statements, including a summary of material accounting policy information and other explanatory information.

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

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements for the financial year ended March 31, 2026. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the standalone financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the standalone financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying standalone financial statements.

Key Audit Matter	How Our Audit Addressed the Key Audit Matter
1. Expected Credit Loss Allowance on Trade Receivables. As at March 31, 2026, the Company's trade receivables aggregated ₹2,275 lakhs, representing 7.38% of total assets, as more fully described in Note 9 to the financial statements. The determination of credit loss allowance involves significant management judgement, including: the classification of receivables into risk buckets; and the adjustments made for current and reasonable, supportable forward-looking macroeconomic factors. Given the quantum involved and the degree of estimation uncertainty, we identified this as a key audit matter.	Our procedures included, among others: obtaining an understanding of, evaluating the design of, and testing the operating effectiveness of the Company's key controls over the recording and ageing of trade receivables and over computation of the ECL allowance; evaluating the appropriateness of the methodology applied, including forward-looking macroeconomic adjustments, against externally sourced data where relevant; and assessing the adequacy of the related disclosures under Ind AS 107 and Ind AS 109.

INDEPENDENT AUDITOR'S REPORT (Contd.)

Key Audit Matter	How Our Audit Addressed the Key Audit Matter
2. Significant Reversals of Previously Recognized Revenue. During the year, the Company reversed previously raised invoices / recognized revenue for a significant amount. These reversals were significant in value and required us to assess the appropriateness and sufficiency of supporting documentation for each, whether the reversals and the underlying revenue were recorded in the correct accounting period, and the risk of management override of controls in the raising and subsequent reversal of invoices and credit notes. We identified this as a key audit matter because of the value and volume of the reversals, the judgement involved in assessing the underlying business rationale and supporting evidence for each, and the heightened fraud risk inherent in transactions of this nature.	Our procedures included obtaining an understanding of, evaluating the design of, and testing the operating effectiveness of the Company's controls over the authorization and recording of credit notes and invoice reversals. In the course of this testing, we identified isolated instances, where supporting documentation had not been retained in a timely manner, we did not consider this indicative of a broader breakdown in the design or operation of the control, and management has since taken corrective action. In response to these instances, we extended our substantive procedures, selecting a sample of reversals weighted towards higher-value items and those near period-end, and obtaining alternative corroborating evidence — customer correspondence, purchase orders, evidence of subsequent collections — where original supporting documentation was not available.
3. During the year, the Company advanced an Intercorporate Loan of ₹108 crore to a corporate entity, as more fully described in Note 6 to the financial statements. This loan represents approximately 35% of the Company's total assets as at the balance sheet date and is therefore significant. We identified this as a key audit matter on account of: the quantum of the loan relative to the Company's total assets and net worth; the judgement involved in assessing recoverability, and the legal and regulatory considerations arising from a transaction of this size, including compliance with Sections 185 and 186 of the Act.	Our procedures included: obtaining an understanding of the nature and business rationale for the loan from management and those charged with governance, including the process by which it was approved; examining the executed loan agreement to verify its terms, including interest rate, tenure, repayment schedule, assessing recoverability; evaluating whether the borrower is a related party under Ind AS 24 and Section 2(76) of the Act, based on the information and explanations available to us; assessing compliance with Sections 185 and 186 of the Act, including whether the loan required, and was approved by, a special resolution having regard to its size relative to the thresholds under Section 186(2), and whether the interest rate is not lower than the prevailing yield of specified government securities as required under Section 186(7); and assessing the adequacy of the Company's disclosures.
4. Documentation of Material Vendor Arrangements. As at March 31, 2026, certain of the Company's material vendor arrangements did not have formally executed agreements in place. The absence of executed agreements required us to exercise judgement in evaluating the terms governing these arrangements — including pricing, payment terms, and any conditions affecting the classification, measurement, or disclosure of the related liabilities — and in assessing whether adequate alternative evidence existed to support the terms represented by management. We identified this as a key audit matter given the value of the arrangements affected and the judgement involved in the absence of formal documentation.	Our procedures included: obtaining management's representations regarding the commercial terms of the affected vendor arrangements; corroborating those representations with available alternative evidence, including purchase orders, goods receipt records, and historical payment patterns; evaluating whether the absence of formally executed agreements had any impact on the classification, measurement, or disclosure of the related purchases and payables; and recommending to management and those charged with governance that the relevant agreements be formally executed on a timely basis.

INDEPENDENT AUDITOR'S REPORT (Contd.)

Other Information

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

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

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

Responsibilities of Management for the Standalone Financial Statements

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

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

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

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

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

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

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

INDEPENDENT AUDITOR'S REPORT (Contd.)

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.

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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements for the financial year ended March 31, 2026 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

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

2A) As required by Section 143(3) of the Act, we report that:

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

(b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

(c) The Balance Sheet, the Statement of Profit and Loss, the Statement of Changes in Equity, and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account;

(d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015 and the rules prescribed thereunder;

(e) 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;

(f) With respect to the adequacy of the internal financial controls with reference to these standalone financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure B" to this report;

(g) In our opinion, the managerial remuneration for the year ended March 31, 2026 has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;

2B) 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, 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 – Refer Note 30 to the standalone financial statements;

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

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

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

INDEPENDENT AUDITOR'S REPORT (Contd.)

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

c) Based on such 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 subclause (a) and (b) contain any material misstatement.

v. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account, which has a feature of recording audit trail (edit log) facility. The audit trail feature was not enabled at the database and/or application level to log direct data changes for certain transaction categories during the year, consistent with the position reported in the prior year.

For M/S Ram Chandak & Associates
Chartered Accountants
Firm Registration No.: 151611W

CA Ram Narayan Chandak
(Partner)
Membership No.: 193166
UDIN: 26193166KFFLJB9582

Place: Ahmedabad
Date: 27.07.2026

INDEPENDENT AUDITOR'S REPORT (Contd.)

Annexure "A" referred to in paragraph under the heading "Report on other legal and regulatory requirements" of our report of even date of SGL Resources Limited (formerly known as Scanpoint Geomatics Limited).

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

(i) Property, Plant and Equipment and Intangible Assets

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

(b) Physical verification is conducted annually under a program reasonable to the size and nature of the Company's assets; discrepancies noticed, if any, were not material.

(c) We are unable to form an opinion on whether title deeds of immovable property are held in the name of the Company, as the management has not provided the necessary documentary evidence.

(d) The Company has not revalued its Property, Plant and Equipment or intangible assets during the year.

(e) No proceedings have been initiated or are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988.

(ii) Inventory

(a) The Company is engaged in GIS-based software development and sales and does not hold physical inventories; paragraph 3(ii)(a) is not applicable.

(b) The Company has not been sanctioned working capital limits in excess of ₹5 crore, in aggregate, from banks or financial institutions on the basis of security of current assets at any point during the year; accordingly, clause 3(ii)(b) is not applicable.

(iii) Investments, Loans, Guarantees and Advances

(a) The Company granted a loan of ₹108 crore to a corporate entity (the "borrower"). The Company has not provided any guarantee or security to any other entity during the year.

(i) Aggregate amount during the year, and balance outstanding as at the balance sheet date, in respect of loans, advances in the nature of loans, guarantees, or security to subsidiaries, joint ventures, and associates: Nil.

(ii) Aggregate amount during the year, and balance outstanding as at the balance sheet date, in respect of loans, advances in the nature of loans, guarantees, or security to parties other than subsidiaries, joint ventures, and associates: aggregate amount granted during the year ₹108 crore (loan to the borrower referred to above); no repayment of principal was received during the year, and accordingly the entire amount of ₹108 crore remained outstanding as at March 31, 2026.

(b) In our opinion, the terms and conditions of the grant of the loan to the borrower, examined with reference to the executed loan agreement, are not prejudicial to the Company's interest.

(c) Since no repayment of principal or interest was due from the borrower during the year, reporting on amounts overdue for more than ninety days is not applicable; clause 3(iii)(c) is not applicable.

(d) No loan or advance in the nature of a loan granted by the Company, which fell due during the year, was renewed or extended, or settled by fresh loans granted to the same party, during the year; clause 3(iii)(d) is not applicable.

(e) Other than the loan referred to above, which is governed by an executed agreement stipulating specific repayment terms, the Company has not granted any loans or advances in the nature of loans that are repayable on demand or without specifying any terms or period of repayment; clause 3(iii)(e) is accordingly not applicable.

(iv) Compliance with Sections 185 and 186

In our opinion, the Company has complied with the provisions of Section 186 of the Act in respect of the loan referred to in clause 3(iii) above, to the extent applicable; Section 185 is not applicable as the loan was not granted to a director or an entity in which a director is interested, based on the information and explanations given to us.

(v) Deposits

The Company has not accepted any deposits or amounts deemed to be deposits within the meaning of Sections 73 to 76 of the Act; clause 3(v) is not applicable.

INDEPENDENT AUDITOR'S REPORT (Contd.)

(vi) Cost Records

The maintenance of cost records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act in respect of the Company's products/services. Accordingly, reporting under clause 3(vi) of the Order is not applicable to the Company.

(vii) Statutory Dues

(a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other statutory dues applicable to it. According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amounts payable in respect of these statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.

(b) The dues of goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess, and other statutory dues have not been deposited on account of any dispute, are as follows:

Name of the Statute	Nature of Dues	Amount Disputed	Period	Status	Forum
Income Tax Act, 1961	Income Tax	₹ 97,36,430	AY 2016-17	Demand stayed	Commissioner of Income Tax, NFAC
Goods and Services Tax Act & Rules, 2017	CGST and SGST	₹ 41,62,094	FY 2019-20	Appeal pending	GST Commissioner
Goods and Services Tax Act & Rules, 2017	CGST and SGST	₹ 58,63,900	FY 2018-19	Appeal pending	GST Commissioner
Goods and Services Tax Act & Rules, 2017	CGST and SGST	₹ 1,45,21,692	FY 2018-19	Appeal pending	GST Commissioner

(viii) There were no transactions relating to previously unrecorded income surrendered or disclosed as income during the year in tax assessments under the Income Tax Act, 1961.

(ix) Repayment of Loans and Borrowings

(a) The Company has been regular in repayment of loans/borrowings and payment of interest during the year; there were no delays or defaults in repayment of principal or interest to any lender.

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

(c) Term loans were applied for the purposes for which they were obtained.

(d) Funds raised on a short-term basis have not, prima facie, been used for long-term purposes.

(e) The Company has not taken any funds from any entity or person to meet the obligations of its subsidiary.

(f) The Company has not raised any loans during the year on the pledge of securities held in its subsidiary.

(x) Funds Raised

(a) During the year, the Company did not raise any funds by way of Further Public Offer, Rights Issue, or debt instruments; clause 3(x)(a) is not applicable for the current year.

(b) The Company has not made any preferential allotment or private placement of shares or convertible debentures during the year; clause 3(x)(b) is not applicable.

(xi) Fraud

(a) Based on our examination of the books and records and the information and explanations given to us, and considering the principles of materiality outlined in the Standards on Auditing, no fraud by the Company or material fraud on the Company has been noticed or reported during the course of the audit.

(b) No report under Section 143(12) of the Act has been filed in Form ADT-4 with the Central Government during the year and up to the date of this report.

INDEPENDENT AUDITOR'S REPORT (Contd.)

(c) The Company has not received any complaints from a whistle blower during the year.

(xii) The Company is not a Nidhi Company; clause 3(xii) is not applicable.

(xiii) Related Party Transactions

In our opinion, the Company has entered into transactions with related parties during the year that are in compliance with Sections 177 and 188 of the Act, to the extent applicable, and the details of such related party transactions have been disclosed in the standalone financial statements as required by the applicable Indian Accounting Standards.

(xiv) Internal Audit

(a) The Company's internal audit function is not yet fully commensurate with the size and nature of its business. We understand that the Company recognizes this and is taking steps to strengthen its internal control and review mechanisms, including establishing appropriate supervisory oversight over accounting entries.

(xv) The Company has not entered into any non-cash transactions with its directors or persons connected with its directors during the year; Section 192 of the Act is not applicable.

(xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934; clauses 3(xvi)(a), (b), and (c) are not applicable.

(b) There is no core investment company within the Group; clause 3(xvi)(d) is not applicable.

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

(xviii) The previous statutory auditors of the Company resigned during the year on account of their pre-occupation with other professional assignments, which did not permit them to devote adequate time to the affairs of the Company. We have taken into consideration the issues, objections, and concerns, if any, communicated by the outgoing auditors in planning and performing our audit for the year.

(xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, and our knowledge of the Board of Directors' and management's plans, nothing has come to our attention which causes us to believe that any material uncertainty exists as on the date of this report indicating that the Company is not capable of meeting its liabilities existing at the balance sheet date as and when they fall due within a period of one year. We state that this is not an assurance as to the future viability of the Company, nor a guarantee that all liabilities falling due within one year will be discharged as and when due.

(xx) Corporate Social Responsibility

Provisions of Section 135 (CSR) of the Act are not applicable to the Company for the year under audit; accordingly, reporting under clause 3(xx)(a) and (b) is not applicable.

(xxi) The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements.

For Ram Chandak & Associates
Chartered Accountants
Firm Registration No.: 151611W

CA Ram Narayan Chandak
(Partner)
Membership No.: 193166
UDIN: 26193166KFFLJB9582

Place: Ahmedabad
Date: 27.07.2026

Annexure "B" to the Independent Auditor's

Report of even date on the Standalone Financial Statements of SGL Resources Limited (formerly known as Scanpoint Geomatics Limited)

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

We have audited the internal financial controls with reference to standalone financial statements of SGL Resources Limited (formerly known as Scanpoint Geomatics Limited) ("the Company") as of March 31, 2026, in conjunction with our audit of the standalone financial statements 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 ("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 the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

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

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

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

Meaning of Internal Financial Controls With Reference to these Standalone Financial Statements

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

Inherent Limitations of Internal Financial Controls With Reference to Standalone Financial Statements

Because of the inherent limitations of internal financial controls with reference to standalone financial statements, including the possibility of collusion or improper management override of controls, material misstatements

INDEPENDENT AUDITOR'S REPORT (Contd.)

due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to standalone financial statements to future periods are subject to the risk that the internal financial controls with reference to standalone financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has adequate internal financial controls with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

During the course of our audit, we identified a few instances where credit notes issued against sales, and their subsequent reversal, lacked adequate supporting documentation at the time of our testing. Based on the limited number and value of the instances identified relative to the total population tested, we do not consider this indicative of a broader deficiency in the design or operation of the related control. Management has since taken corrective action, which we have verified has been implemented.

Similarly, we identified isolated instances where debit notes issued against purchases, and their subsequent reversal, lacked adequate supporting documentation at the time of our testing. As with credit notes, we do not consider this indicative of a broader deficiency, and management has taken corrective action.

Management has represented that corrective steps have since been taken, or are in the process of being taken, to strengthen the design and operating effectiveness of the relevant controls, including establishing a functioning internal audit function and tightening documentation requirements for loans, investments, and vendor arrangements. Having considered the nature, extent, and potential impact of the above matters, both individually and in the aggregate, together with the remedial measures represented by management, we have concluded that these matters do not constitute a material weakness in the Company's internal financial controls with reference to financial statements as at March 31, 2026. Accordingly, these matters do not affect our opinion on the internal financial controls expressed above.

For Ram Chandak & Associates
Chartered Accountants
Firm Registration No.: 151611W

CA Ram Narayan Chandak
(Partner)
Membership No.: 193166
UDIN: 26193166KFFLJB9582

Place: Ahmedabad
Date: 27.07.2026

STANDALONE BALANCE SHEET

AS AT MARCH 31, 2026

(Rs. In Lakhs)

	PARTICULARS	Note No.	As At March 31, 2026	As At March 31, 2025
I.	**ASSETS**			
	Non-current assets			
	Property, plant and equipment	3	48.58	135.09
	Intangible asset under development	4	9,475.70	9,475.70
	Other Intangible assets	4	926.41	1,717.94
	Financial Assets			
	Non current investment	5	201.54	193.35
	Other Financial assets	7	4,391.26	308.14
	Other Non Current Assets	8	-	1,800.00
	Deffered Tax Asset (Net)	19	142.71	58.82
	Total non-current assets		**15,186.20**	**13,689.04**
	Current assets			
	Financial assets			
	Trade receivables	9	2,275.41	4,800.05
	Cash and cash equivalents	10	12.06	271.43
	Bank Balance other than Cash & Cash Equivalent	10	708.97	974.90
	Loans	6	11,132.88	5.73
	Other financial assets	7	30.00	76.97
	Current Tax Asset (Net)	11	121.27	34.74
	Other current assest	8	2,099.03	3,964.72
	Total current assets		**16,379.62**	**10,128.55**
	Total assets		**31,565.82**	**23,817.59**
II.	**EQUITY AND LIABILITIES**			
	Equity			
	Equity share capital	12	5,009.60	5,009.60
	Other equity	13	13,494.24	13,479.49
	Total Equity		**18,503.84**	**18,489.09**
	Liabilities			
	Non current liabilities			
	Financial liabilities			
	Borrowings	14	1,477.28	1,471.62
	Provisions	15	40.22	68.64
	Total non-current liabilities		**1,517.50**	**1,540.26**
	Current liabilities			
	Financial liabilities			
	Borrowings	14	6,579.30	111.91
	Trade Payables	16		
	Total outstanding dues of creditors other than micro enterprises and small enterprises.		963.81	1,376.71
	Total outstanding dues of creditors micro enterprises and small enterprises.		-	-
	Other financial liabilities	17	276.32	2,114.68
	Other current liabilities	18	3,677.92	141.18
	Provisions	15	47.13	43.76
	Total current liabilities		**11,544.48**	**3,788.24**
	Total equity and liabilities		**31,565.82**	**23,817.59**
	Material accounting policies and notes to accounts	2		
	The accompanying notes are an integral part of the Standalone financial statements			

As per our report of even date

For and on behalf of the Board of Directors of SGL Resources Ltd

For, M/S Ram Chandak & Associates
Chartered Accountants
(FRN 151611W)

CA Ram Narayan Chandak
Partner
M.No. 193166
Ahmedabad, 27th July, 2026

Kantilal Ladani
WTD & CFO
DIN: 00016171

Suhit Bakshi
Non-Executive Director
(DIN: 06395813)

Rekha Jhanwar
Company Secretary
M No. A42596
Ahmedabad, 27th July, 2026

STANDALONE STATEMENT OF PROFIT AND LOSS

FOR THE PERIOD ENDED MARCH 31, 2026

(Rs. In Lakhs)

	PARTICULARS	Notes	For the Year ended 31st March, 2026	For the Year ended 31st March, 2025
	Revenue from operations	20	3,486.87	4,871.29
	Other income	21	1,416.79	152.64
	Total income		**4,903.66**	**5,023.93**
	Expenses			
	Purchase of Stock in Trade	22	517.50	-
	Employee benefits expense	23	556.92	588.02
	Finance costs	24	5.61	122.74
	Travel expenses	25	17.41	15.94
	Depreciation and amortization expense	3&4	811.38	867.72
	Other expense	25	2,984.00	3,284.28
	Total expenses		**4,892.82**	**4,878.70**
	Profit before tax		**10.84**	**145.23**
	Tax expenses:	26		
	Current tax		85.04	53.89
	Deferred tax		(86.56)	(53.07)
	Tax adjustment of previous year		1.23	4.02
	Total tax Expenses		**(0.30)**	**4.83**
	Profit after tax		**11.14**	**140.40**
	Other comprehensive income			
	Items that will not be reclassified subsequently to profit or loss			
	Remeasurement of the net defined liability/asset		(1.88)	(11.04)
	Income tax (expense)/ benefit on remeasurement of defined benefit plans		(2.30)	5.90
	Equity instruments through other comprehensive income		8.18	5.30
	Income tax expense on investments in equity instruments through OCI		(0.37)	(2.67)
	Items that will be reclassified subsequently to profit or loss			
	Total comprehensive income for the year (net of tax)		3.63	(2.51)
	Total comprehensive income for the year		**14.77**	**137.89**
	Earning per equity share	31		
	Equity shares of par value Rs.2 each			
	Basic (Rs.)		0.00	0.08
	Diluted (Rs.)		0.00	0.08

Material accounting policies and notes to accounts 2

The accompanying notes are an integral part of the Standalone financial statements

As per our report of even date

For and on behalf of the Board of Directors of SGL Resources Ltd

For, M/S Ram Chandak & Associates
Chartered Accountants
(FRN 151611W)

CA Ram Narayan Chandak
Partner
M.No. 193166
Ahmedabad, 27th July, 2026

Kantilal Ladani
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Suhit Bakshi
Non-Executive Director
(DIN: 06395813)

Rekha Jhanwar
Company Secretary
M No. A42596
Ahmedabad, 27th July, 2026

STANDALONE CASH FLOW STATEMENT

FOR THE PERIOD ENDED MARCH 31, 2026

(Rs. In Lakhs)

	PARTICULARS	For the year ended 31st March, 2026	For the year ended 31st March, 2025
A.	**Cash flow from operating activities**		
	Net Profit/(Loss) before Tax	10.84	145.23
	Adjustments for:		
	Add:		
	Depreciation	811.38	867.72
	Loss on sales of Assets	23.23	4.10
	Interest Paid	5.61	122.74
	Less:		
	Interest Received	425.17	58.16
	Operating Profit/(Loss) before working capital changes	**425.90**	**1,081.63**
	Adjustments for:		
	Trade receivable	2,524.64	(1,915.48)
	Loans	4.18	176.84
	Loan to subsidiary	-	-
	Other financial assets	(4,036.15)	315.77
	Other non current assets	1,800.00	(1,800.00)
	Other current Assets	1,779.17	233.61
	Provisions	(26.94)	(10.51)
	Trade payables	(412.90)	(261.24)
	Other financial liabilities	(1,838.36)	(109.32)
	Other current liabilities	3,536.74	(42.56)
	Cash generated from operation	**3,756.27**	**(2,331.27)**
	Income tax Paid	86.27	57.90
	Net cash generated by operating activities	**3,670.01**	**(2,389.17)**
B.	**Cash flow from Investing Activities**		
	Intangible asset under development	-	(2,213.82)
	Acquisition/sales of property, plant and equipment	43.42	3.71
	Interest Recieved	425.17	58.16
	Intercorporate Loan	(11,131.33)	-
	Chgange in other bank balances	265.93	22.04
	Net Cash used in investing activities	**(10,396.81)**	**(2,129.91)**
C.	**Cash flow from financing activities**		
	Proceeds from issue of share capital (incl.securities premium)	-	9,734.22
	Borrowing	6,473.05	(4,833.68)
	Less:		
	Interest paid	5.61	122.74
	Net cash used in financing activities	**6,467.44**	**4,777.80**
	Net increase in cash and cash equivalents	**(259.37)**	**258.73**
	Cash and cash equivalent as at beginning of year	271.43	12.70
	Cash and cash equivalent as at end of year	**12.06**	**271.43**

STANDALONE CASH FLOW STATEMENT (Contd.)

FOR THE PERIOD ENDED MARCH 31, 2026

Components of cash and cash equivalents	As at March 31,2026	As at March 31,2025
Cash on Hand	0.18	18.04
Bank Balance	11.88	3.24
Fixed Deposits		250.15
	12.06	**271.43**

NOTES

Previous year's figure has been regrouped/rearranged wherever necessary to confirm to current year's classification.

Material accounting policies and notes to accounts (Refer Notes No. 2)

The accompanying notes are an integral part of the Standalone financial statements

As per our report of even date

For, M/S Ram Chandak & Associates
Chartered Accountants
(FRN 151611W)

For and on behalf of the Board of Directors of
SGL Resources Ltd

CA Ram Narayan Chandak
Partner
M.No. 193166
Ahmedabad, 27th July, 2026

Kantilal Ladani
WTD & CFO
DIN: 00016171

Suhit Bakshi
Non-Executive Director
(DIN: 06395813)

Rekha Jhanwar
Company Secretary
M No. A42596
Ahmedabad, 27th July, 2026

Standalone Statements Of Changes in Equity

FOR THE PERIOD ENDED MARCH 31, 2026

A. Equity Share Capital **(Rs. In Lakhs)**

Balance as at April 1, 2025	Change in equity share capital due to prior period errors	Restated Balance as at April 1,2025	Change in equity share capital during the year	Balance as at March 31, 2026
5,009.60	-	5,009.60	-	5,009.60

Balance as at April 1, 2024	Change in equity share capital due to prior period errors	Restated Balance as at April 1,2024	Change in equity share capital during the year	Balance as at March 31, 2025
1,386.14	-	1,386.14	3,623.45	5,009.60

F.Y.2025-26

B. OTHER EQUITY **(Rs. In Lakhs)**

Particulars	Reserves and Surplus				Other Comprehensive Income		Total equity attributable to equity holders of the company
	Securities Premiuim Reserve	Retained Earnings	Capital Reserve	General Reserve	Equity instruments through other comprehensive income	Remeasurement of defined benefit plans	
Balance as on April 1, 2025	**11,574.22**	**1,718.43**	**166.25**	**11.63**	**5.66**	**3.30**	**13,479.49**
Changes in the equity for the year ended March 31, 2026							
Increase in Securities Premium on account of Right Issue							-
Right Issue related expenses							-
Equity instruments through other comprehensive income, net of tax effect							-
Remeasurement of the net defined benefit liablity, net of tax effect					7.81	(4.19)	3.61
Profit for the year	-	11.14	-	-	-	-	11.14
Balance as on March 31, 2026	**11,574.22**	**1,729.57**	**166.25**	**11.63**	**13.47**	**(0.89)**	**13,494.24**

F.Y.2024-25

B. OTHER EQUITY **(Rs. In Lakhs)**

Particulars	Reserves and Surplus				Other Comprehensive Income		Total equity attributable to equity holders of the company
	Securities Premiuim Reserve	Retained Earnings	Capital Reserve	General Reserve	Equity instruments through other comprehensive income	Remeasurement of defined benefit plans	
Balance as on April 1, 2024	**5,463.45**	**1,578.03**	**166.25**	**11.63**	**3.03**	**8.44**	**7,230.83**
Changes in the equity for the year ended March 31, 2025							

Standalone Statements Of Changes in Equity (Contd.)

FOR THE PERIOD ENDED MARCH 31, 2026

Particulars	Reserves and Surplus				Other Comprehensive Income		Total equity attributable to equity holders of the company
	Securities Premiuim Reserve	Retained Earnings	Capital Reserve	General Reserve	Equity instruments through other comprehensive income	Remeasurement of defined benefit plans	
Increase in Securities Premium on account of Right Issue	6,258.90						6,258.90
Right Issue related expenses	(148.13)						(148.13)
Equity instruments through other comprehensive income, net of tax effect						(5.14)	(5.14)
Remeasurement of the net defined benefit liablity, net of tax effect					2.63	-	2.63
Profit for the year	-	140.40	-	-	-	-	140.40
Balance as on March 31, 2025	**11,574.22**	**1,718.43**	**166.25**	**11.63**	**5.66**	**3.30**	**13,479.49**

Description of nature and purpose of each reserve:

a) **Capital Reserve**

The Company recognies profit and loss on purchase, sale, issue or cancellation of the Company's own equity instruments to capital reserve.

b) **Securities Premium**

Securities premium reserve represents premium received on equity share issued, which can be utilised only in accordance with the provisions of the companies act 2013(the Act) for specified.

c) **Retained Earnings**

This reserve represents undisputed accumulated earnings of the Company as on the balance sheet date.

d) **General Reserve**

General reserve is created from time to time by transfering profits from retained earning and can be utilised for purposes such as dividend pay out, bonus issued etc. and it is not an item of the other comprehensive income

e) **Other Comprehensive Income (OCI)**

OCI presents the cumulative gain and losses arising on the revaluation of equity instruments measured as Fair Value through other Comprehensive Income(FVTOCI), under an irrevocable options, net of amount reclassified to retained earnings when such assets are disposed off.

Material accounting policies and notes to accounts (Refer Notes No. 2)

The accompanying notes are an integral part of the Standalone financial statements

As per our report of even date

For and on behalf of the Board of Directors of SGL Resources Ltd

For, M/S Ram Chandak & Associates
Chartered Accountants
(FRN 151611W)

CA Ram Narayan Chandak
Partner
M.No. 193166
Ahmedabad, 27th July, 2026

Kantilal Ladani
WTD & CFO
DIN: 00016171

Suhit Bakshi
Non-Executive Director
(DIN: 06395813)

Rekha Jhanwar
Company Secretary
M No. A42596
Ahmedabad, 27th July, 2026

Notes on Accounts forming part of Standalone Financial Statements

1 CORPORATE INFORMATION

SGL Resources Ltd. (formerly known as Scanpoint Geomatics Limited) is a public limited company incorporated under the provisions of the Companies Act, 1956. The Company's equity shares are listed on the Bombay Stock Exchange (BSE). SGL Resources Ltd. is engaged in providing information technology solutions and related services across various sectors.

2 MATERIAL ACCOUNTING POLICIES

This note provides a list of the material accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 BASIS OF PREPARATION & PRESENTATION OF FINANCIAL STATEMENTS

a. Statement of Compliance

These Standalone Financial Statements have been prepared and presented in accordance with the Indian Accounting Standards ("Ind AS") prescribed under Section 133 of the Companies Act, 2013, read with the relevant Companies (Indian Accounting Standards) Rules, as amended from time to time, and other applicable provisions of the Companies Act, 2013.

b. Basis of measurement

These financial statements have been prepared on a historical cost basis, following the accrual method of accounting, except where otherwise stated. Certain financial instruments are measured at fair value as at the end of each reporting period, in accordance with the accounting policies set out below.

c. Use of judgment, estimates and assumptions

The preparation of the financial statements in conformity with Ind AS requires the management to make judgments, estimates and assumptions considered in the reported amounts of assets and liabilities and disclosure relating to contingent liabilities as at the date of financial statement and the reported amounts of income and expenditure during the reported year. Estimates and underlying assumptions are reviewed on a periodic basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

In particular, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements is included in the following notes:

i. Income taxes

The Company's major tax jurisdiction is India. Significant judgments are involved in determining the provision for income taxes, including amount expected to be paid/ recovered for uncertain tax positions. In assessing the reliability of deferred income tax assets, management considers whether some portion or all of the deferred income tax assets will not be realized. The realization of deferred income tax assets is dependent upon the generation of future taxable income during the periods in which the temporary differences become deductible. Management considers the scheduled reversals of deferred income tax liabilities, projected future taxable income and tax planning strategies in making this assessment. Based on the level of historical taxable income and projections for future taxable income over the periods in which the deferred income tax assets are deductible, management believes that the company will realize the benefits of those deductible differences. The amount of the deferred income tax assets considered realizable, however, could be reduced in the near term if estimates of future taxable income during the carry forward period are reduced.

ii. Impairment testing

Investments in subsidiaries, goodwill and intangible assets are tested for impairment annually and when events occur or changes in circumstances indicate that the recoverable amount of the asset or cash generating units to which these pertain is less than its carrying value. The recoverable amount of cash generating units is higher of value-in-use and fair value less cost to dispose. The calculation of value in use of a cash generating unit involves use of significant estimates and assumptions which includes turnover and earnings multiples, growth rates and net margins used to calculate projected

Notes on Accounts forming part of Standalone Financial Statements

future cash flows, risk-adjusted discount rate, future economic and market conditions.

iii. Depreciation and amortisation

Depreciation and amortization is based on management estimates of the future useful lives of certain class of property, plant and equipment and intangible assets. Estimates may change due to technological developments, competition, changes in market conditions and other factors and may result in changes in the estimated useful life and in the depreciation and amortization charges.

iv. Other estimates

The preparation of financial statements involves estimates and assumptions that affect the reported amount of assets, liabilities, disclosure of contingent liabilities at the date of financial statements and the reported amount of revenues and expenses for the reporting period. Specifically, the Company estimates the probability of collection of accounts receivable by analyzing historical payment patterns, customer concentrations, customer credit worthiness and current economic trends. If the financial condition of a customer deteriorates, additional allowances may be required.

The stock compensation expense is determined based on the Company's estimate of equity instruments that will eventually vest.

Fair valuation of derivative hedging instruments designated as cash flow hedges involves significant estimates relating to the occurrence of forecast transaction.

2.2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

a Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates (i.e. the "functional currency"). The financial statements are presented in Indian Rupee, the national currency of India, which is the functional currency of the Company.

b Investment In Subsidiaries, Associate And Joint Venture:

Investment in subsidiary companies, associate and joint venture companies are carried at cost less accumulated impairment losses, if any. Where an indication of Impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in subsidiary companies, associate and joint venture companies, the difference between net disposal of proceeds and the carrying amounts are recognized in the statement of Profit and Loss.

c Property, plant and equipment

Property, plant and equipment are measured at historical cost or its deemed cost less accumulated depreciation and impairment losses, if any. Historical Cost includes expenditures directly attributable to the acquisition of the asset.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment. Subsequent expenditure relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the Company and the cost of the item can be measured reliably. Repairs and maintenance costs are recognized in the statement of profit and loss when incurred.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in the Statement of Profit and Loss.

d Capital work-in-progress

Amounts paid towards the acquisition of property, plant and equipment outstanding as of each reporting date and the cost of property, plant and equipment not ready for intended use before such date are disclosed under capital advances and capital work-in-progress respectively.

Notes on Accounts forming part of Standalone Financial Statements

e Depreciation/ Amortisation

Depreciable amount for assets is the cost of asset less its estimated residual value.

Depreciation has been provided on all assets on the straight line method, as per the useful life prescribed in Schedule II of the Companies Act, 2013.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate. The Company assesses at each Balance Sheet date whether there is objective evidence that an asset or a group of assets is impaired. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

The residual values are not more than 5% of the original cost of assets.

f Leases

From April 1, 2019, Ind AS 116 'Leases' is applicable to all the listed companies. Ind AS 116 has certain exemptions from the application of Ind AS - 116:

i. Short Term Leases

A lease that at the commencement date, has a lease term of 12 months or less. However, a lease that contains an option to purchase the asset is not a short-term lease

1. The election for short-term leases shall be made by class of underlying asset to which the right of use relates and can be made on a lease-by-lease basis.

ii. Leases for low value assets

An underlying asset can be of low value only if:

1. The lessee can benefit from use of the underlying asset on its own or together with other resources that are readily available to the lessee; and

2. The underlying asset is not highly dependent on, or highly interrelated with, other assets.

Examples of low-value underlying assets can include tablet and personal computers, small items of office furniture and telephones.

When new, if the asset is typically not of low value, the lease of such asset does not qualify as a lease of a low-value asset. When new, if the asset is typically not of low value, the lease of such asset does not qualify as a lease of a low-value asset. The assessment of whether an underlying asset is of low value is performed on an absolute basis. Leases of low-value assets qualify for recognition exemption regardless of whether those leases are material to the lessee. The assessment is not affected by the size, nature or circumstances of the lessee.

Accounting for short term and low value asset leases

If a lessee elects to opt for the recognition exemption for either short-term leases or leases for which the underlying asset is of low value, the lessee shall recognize the lease payments associated with those leases as an expense on either a straight-line basis over the lease term or another systematic basis. According to information and explanation provided to us, all the lease agreements of company are short term lease agreements so application of new Ind AS – 116 ‘Leases’ is not applicable to us.

g. Financial Instruments

All financial instruments are recognized initially at fair value. Transaction costs that are attributable to the acquisition of the financial asset (other than financial assets recorded at fair value through profit or loss) are included in the fair value of the financial assets. Purchase or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trade) are recognized on trade date. While, loans and borrowings and payables are recognized as net cost of directly attributable transaction costs.

For the purpose of subsequent measurement, financial instruments of the Company are classified in the following categories: non-derivative financial assets comprising amortized cost, debt instruments at fair value through other comprehensive income(FVTOCI), equity instruments at FVTOCI or fair value through profit and loss account (FVTPL), non-derivative financial liabilities at amortized cost or FVTPL and derivative financial instruments (under the category of financial assets or financial liabilities) at FVTPL.

Notes on Accounts forming part of Standalone Financial Statements

The classification of financial instruments depends on the objective of the business model for which it is held. Management determines the classification of its financial instruments at initial recognition.

Non-derivative financial assets

i. Financial assets at amortised cost

A financial asset shall be measured at amortized cost if both of the following conditions are met: the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

They are presented as current assets, except for those maturing later than 12 months after the reporting date which are presented as non-current assets. Financial assets are measured initially at fair value plus transaction costs and subsequently carried at amortized cost using the effective interest rate method, less any impairment loss.

Financial assets at amortized cost are represented by trade receivables, security deposits, cash and cash equivalents, employee and other advances and eligible current and non-current assets.

Cash and cash equivalents comprise cash on hand and in banks and demand deposits with banks which can be withdrawn at any time without prior notice or penalty on the principal.

For the purposes of the cash flow statement, cash and cash equivalents include cash on hand, in banks and demand deposits with banks, net of outstanding bank overdrafts that are repayable on demand, book overdraft and are considered part of the Company's cash management system.

ii. Financial Assets at Fair Value through Other Comprehensive Income (FVTOCI)

For assets, if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and where the company has exercised the option to classify the equity investment as at FVTOCI, all air value changes on the investment are recognized in OCI. The accumulated gains or losses on such investments are not recycled to the Statement of Profit and Loss even on sale of such investment.

iii. Financial assets at Fair Value through Profit and loss (FVTPL)

A financial asset which is not classified in any of the above category is measured at FVTPL. These include surplus funds invested in mutual funds etc. Financial assets included within the FVTPL category are measured at fair values with all changes recorded in the statement of profit and loss.

Non-derivative financial liabilities

i. Financial liabilities at amortized cost.

Financial liabilities at amortized cost represented by borrowings, trade and other payables are initially recognized at fair value, and subsequently carried at amortized cost using the effective interest rate method. For trade and other payable maturing within one year from the Balance Sheet date, the carrying value approximates fair value due to short maturity.

ii. Financial liabilities at Fair Value through Profit and loss (FVTPL)

Financial liabilities at FVTPL represented by contingent consideration are measured at fair value with all changes recognized in the statement of profit and loss.

iii. Derivative financial instruments and hedging activities

A derivative is a financial instrument which changes value in response to changes in an underlying asset and is settled at a future date. Derivatives are initially recognized at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. The method of recognizing the resulting gain or loss depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged.

Notes on Accounts forming part of Standalone Financial Statements

The Company enters into derivative contracts to hedge the risks asserted with currency fluctuations relating to firm commitments and highly probable transactions. The Company does not use derivative instruments for speculative purposes.

The Company documents, at the inception of the transaction, the relationship between hedging instruments and hedged items, as well as its risk management objectives and strategy for undertaking various hedging transactions. The Company also documents its assessment, both at hedge inception and on an on-going basis, of whether the derivatives that are used in hedging transactions are effective in offsetting changes in cash flows of hedged items.

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognized in Other Comprehensive Income. The ineffective portion of changes in the fair value of the derivative is recognized in the Statement of Profit and Loss.

Amounts accumulated in hedging reserve are reclassified to the Statement of Profit and Loss in the periods when the hedged item affects the Statement of Profit and Loss.

The full fair value of a hedging derivative is classified as a current/ non-current, asset or liability based on the remaining maturity of the hedged item.

When a hedging instrument expires, swapped or unwound, or when a hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss existing in Statement of Changes in Equity is recognized in the Statement of Profit and Loss.

iv. Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the Balance Sheet when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously.

v. Fair value measurement

The Company classifies the fair value of its financial instruments in the following hierarchy, based on the inputs used in their valuation:

Level 1 - The fair value of financial instruments quoted in active markets is based on their quoted closing price at the Balance Sheet date.

Level 2 - The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques using observable market data. Such valuation techniques include discounted cash flows, standard valuation models based on market parameters for interest rates, yield curves or foreign exchange rates, dealer quotes for similar instruments and use of comparable arm's length transactions.

Level 3 - The fair value of financial instruments that are measured on the basis of entity specific valuations using inputs that are not based on observable market data (unobservable inputs). When the fair value of unquoted instruments cannot be measured with sufficient reliability, the Company carries such instruments at cost less impairment, if applicable.

h. Employee Benefits

i. Short term employee benefits:

Short Term benefits are recognized as an expense at the undiscounted amounts in the Statement of Profit and Loss of the year in which the related service is rendered.

ii. Post employment benefits:

Defined contribution plan:

The Employee and Company make monthly fixed Contribution to Government of India Employee's Provident Fund equal to a specified percentage of the Cover employee's salary, Provision for the same is made in the year in which service are render by employee.

Defined benefit plans:

The Liability for Gratuity to employees, which is a defined benefit plan, as at Balance Sheet date determined on the basis of actuarial

Notes on Accounts forming part of Standalone Financial Statements

Valuation based on Projected Unit Credit method and the contribution thereof paid/ payable is absorbed in the accounts.

The present value of the defined benefit obligations is determined by discounting the estimated future cash flows at a predetermined rate of interest, taking into account the probability of payment. This cost is included in employee benefit expenses in the statement of profit and loss.

Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in balance sheet. Changes in present value of the defined benefit obligation resulting from plan amendment or curtailments are recognized immediately in profit or loss as past service cost.

iii. Other long term employee benefits:

Other long term employee benefits comprises of leave encashment towards un-availed leave and compensated absences, these are recognized based on the present value of defined obligation which is computed using the project unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. These are accounted either as current employee cost or included in cost of assets as permitted.

Re-measurement of leave encashment towards un-availed leave and compensated absences are recognized in the statement of profit and loss except those included in cost of assets as permitted in the period which they occur.

i. Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognized as an asset, if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Provisions for onerous contracts are recognized when the expected benefits to be derived by the Company from a contract are lower than the unavoidable costs of meeting the future obligations under the contract. Provisions for onerous contracts.

j. Income Taxes

Income tax comprises current and deferred tax. Income tax expense is recognized in the Statement of Profit and Loss except to the extent it relates to items directly recognized in equity or in other comprehensive income

i. Current income tax

Current income tax liability/ (asset) for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities based on the taxable income for the year. The tax rates and tax laws used to compute the current tax amount are those that are enacted or substantively enacted by the reporting date and applicable for the year. The Company off sets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis or to realize the asset and liability simultaneously.

ii. Deferred tax

Deferred income tax is recognized using the Balance Sheet approach. Deferred income tax assets and liabilities are recognized for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in financial statements, except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting

Notes on Accounts forming part of Standalone Financial Statements

nor taxable profits or loss at the time of the transaction.

Deferred income tax asset is recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilized. Deferred income tax liabilities are recognized for all taxable temporary differences.

The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

k. Cash flow Statement:

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of anon-cash nature, any deferrals or accruals of past or future operating cash receipt or payments and item of income or expense associated with investing or financing cash-flows. The cash flow from operating, investing and financing activities of the Company is segregated.

l. Revenue Recognition

The Company derives revenue primarily from software development and from the licensing of software products. The Company recognizes revenue when it transfers control over a product or a service to a customer. The method for recognizing revenues and costs depends on the nature of the services rendered.

The timing of revenue recognition, billings and cash collections results in receivables, unbilled revenue, and unearned revenue on the Company's Balance Sheet. Amounts are billed as work progresses in accordance with agreed-upon contractual terms, either at periodic intervals (e.g., monthly or quarterly) or upon achievement of contractual milestones.

The Company's receivables are rights to consideration that are unconditional. Unbilled revenues comprising revenues in excess of billings from time and material contracts and fixed-price maintenance contracts are classified as financial asset when the right to consideration is unconditional and is due only after a passage of time.

Invoicing to the clients for other fixed-price contracts is based on milestones as defined in the contract and therefore the timing of revenue recognition is different from the timing of invoicing to the customers. Therefore unbilled revenues for other fixed-price contracts (contract asset) are classified as "non-financial asset" because the right to consideration is dependent on completion of contractual milestones. Invoicing in excess of earnings is classified as "unearned revenue".

Remaining performance obligation disclosure:

The remaining performance obligation disclosure provides the aggregate amount of the transaction price yet to be recognized as at the end of the reporting period and an explanation as to when the Company expects to recognize these amounts in revenue. Applying the practical expedient as given in Ind AS 115, the Company has not disclosed the remaining performance obligation-related disclosures for contracts where the revenue recognized corresponds directly with the value to the customer of the entity's performance completed to date, typically those contracts where invoicing is on time and material and unit of work-based contracts. Remaining performance obligation estimates are subject to change and are affected by several factors, including terminations, changes in the scope of contracts, periodic revalidations, and adjustment for revenue that has not materialized and adjustments for currency.

i. Time and materials contracts

Revenues from contracts priced on a time and material basis are recognized as the related services are performed and related costs are incurred.

ii. Fixed-price contracts

Revenues from fixed-price contracts are recognized using the "percentage-of-completion" method. Percentage of completion is determined based on project

Notes on Accounts forming part of Standalone Financial Statements

costs incurred to date as a percentage of total estimated project costs required to complete the project. The cost expended (or input) method has been used to measure progress towards completion as there is a direct relationship between input and productivity.

If the Company does not have a sufficient basis to measure the progress of completion or to estimate the total contract revenues and costs, revenue is recognized only to the extent of contract cost incurred for which recoverability is probable.

When total cost estimates exceed revenues in an arrangement, the estimated losses are recognized in the statement of profit and loss in the period in which such losses become probable based on the current contract estimates.

iii. Maintenance Contracts

Revenue from maintenance contracts is recognized ratably over the period of the contract using the "percentage-of-completion "method. When services are performed through an indefinite number of repetitive acts over a specified period of time, revenue is recognized on a straight line basis over the specified period or under some other method that better represents the stage of completion.

'Unbilled revenues' represent cost and earnings in excess of billings as at the end of the reporting period.

'Unearned revenues' represent billing in excess of revenue recognized. Advance payments received from customers for whom no services are rendered are presented as 'Advance from customers.

Revenues are reported net of Sales returns, GST and applicable discounts and allowances.

m. Dividend and dividend distribution tax

Final dividends on shares are recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors. The Company declares and pays dividends in Indian rupees and is subject to applicable distribution taxes. The applicable distribution taxes are treated as an appropriation of profits.

n. Foreign Currency transactions and translations

Transactions in foreign currency are translated into the respective functional currencies using the exchange rates prevailing at the dates of the respective transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at the exchange rates prevailing at reporting date of monetary assets and liabilities denominated in foreign currencies are recognized in the Statement of Profit and Loss and reported within foreign exchange gains/ (losses).

Non-monetary assets and liabilities denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of transaction.

Foreign currency gains and losses are reported on a net basis. This includes changes in the fair value of foreign exchange derivative instruments, which are accounted at fair value through profit or loss.

o. Finance Income and expense

Finance income consists of interest income on funds invested, dividend income and fair value gains on the FVTPL financial assets. Interest income is recognized as it accrues in the statement of profit and loss, using the effective interest method.

Dividend income is recognized in the statement of profit and loss on the date that the Company's right to receive payment is established.

Finance expenses consist of interest expense on loans and borrowings. Borrowing costs are recognized in the Statement of Profit and Loss using the effective interest method.

p. Impairment

i. Financial assets

In accordance with Ind AS 109, the Company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss.

The Company assesses at each Balance Sheet date whether a financial asset or a group of financial assets is impaired. The

Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivable and unbilled revenue. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. The Company recognizes lifetime expected credit losses for all trade receivables and/or other contract assets that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the 12 month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

ECL allowance (or reversal) is recognized as income / expense in the Statement of Profit and Loss.

ii. Non-financial assets

The Company assesses at each reporting date whether there is any objective evidence that a non-financial asset or a group of non financial assets is impaired. If any such indication exists, the Company estimates the amount of impairment loss.

An impairment loss is calculated as the difference between an asset's carrying amount and recoverable amount. Losses are recognized in Statement of Profit and Loss and reflected in an allowance account. If the amount of impairment loss subsequently decreases and the decrease can be related objectively to an event occurring after the impairment was recognized, then the previously recognized impairment loss is reversed through Statement of Profit and Loss.

The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net off any accumulated depreciation/ amortization)had no impairment loss been recognized for the asset in prior years.

The recoverable amount of an asset or cash-generating unit (as defined below) is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assessor groups of assets (the "cash-generating unit").

q. Earnings per share

Basic earnings per equity share are computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares outstanding during the period.

Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares). Dilutive potential equity shares are deemed converted as at the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

r. Contingent Liabilities

Contingent liabilities exist when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or nonoccurrence of one or more uncertain future events not wholly within the control of the Company, or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required or the amount cannot be reliably estimated. Contingent

Notes on Accounts forming part of Standalone Financial Statements

liabilities are appropriately disclosed unless the possibility of an outflow of resources embodying economic benefits is remote.

s. Contingent Assets

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity. The Company does not recognize a contingent asset.

t. Events after the reporting period

Adjusting events are events that provide further evidence of conditions that existed at the end of the reporting period. The financial statements are adjusted for such events before authorization for issue. On-adjusting events are events that are indicative of conditions that arose after the end of the reporting period. Non-adjusting events after the reporting date are not accounted, but disclosed.

u. Intangible Assets

Intangible assets are measured on initial recognition at cost (net of recoverable taxes, if any). Subsequently, intangible assets are carried out at cost less any accumulated amortization and accumulated impairment losses, if any.

The gain or loss arising on the disposal or retirement of an intangible asset is determined as the difference between net disposal proceeds and the carrying amount of the asset and is recognized as income or expenses in the Statement of Profit and Loss in the year or disposal.

v. Borrowing Costs

Borrowing costs include interest and amortization of ancillary costs incurred to the extent they are regarded as an adjustment to the interest cost. Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the Statement of Profit and Loss over the tenure of the loan. Borrowing costs, allocated to and utilized for qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset up to the date of capitalization of such asset is added to the cost of the assets. Capitalizations of borrowing costs is suspended and charged to the Statement of Profit and Loss during extended periods when active development activity on the qualifying assets is interrupted.

During the year company has not capitalized any borrowing cost.

w. Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest rupees as per the requirement of Schedule III, unless otherwise stated.

x. Goods & Service Tax:

GST credit on materials purchased for production / service availed for production / input service are taken into account at the time of purchase and GST credit on purchase of capital items wherever applicable are taken into account as and when the assets are acquired.

The GST credits so taken are utilized for payment of excise duty/GST on sales. The unutilized GST credit is carried forward in the books. The GST credits so taken are utilized for payment of tax on goods sold. The unutilized GST credit is carried forward in the books.

Notes on Accounts forming part of Standalone Financial Statements

NOTE 3 PROPERTY PLANT AND EQUIPMENT

(Rs. In Lakhs)

Particulars	Building	Plant and Equipment	Furniture and Fixtures	Vehicles	Office Equipment	Computer and Peripheral	Electric Installation	Total
Cost as at April 1, 2025	**13.41**	**58.23**	**28.10**	**1.60**	**6.35**	**169.84**	**77.39**	**354.91**
Additions	-	1.37	-	-	-	-	-	1.37
Disposals	-	14.31	24.50		3.63	63.77	77.39	183.60
Cost as at March 31,2026	**13.41**	**45.29**	**3.60**	**1.60**	**2.72**	**106.07**	**(0.00)**	**172.68**
Accumulated Deprecition as at April 1,2025	**7.03**	**44.96**	**21.49**	**0.38**	**4.02**	**112.39**	**29.54**	**219.82**
Depreciation	0.26	0.65	0.34	0.15	0.52	17.92		19.85
Disposal		8.16	19.67		2.72	55.48	29.54	115.57
Accumulated Deprecition as at March 31,2026	**7.30**	**37.46**	**2.17**	**0.53**	**1.81**	**74.83**	**(0.00)**	**124.10**
Net carrying amount as at March 31,2026	**6.11**	**7.83**	**1.43**	**1.07**	**0.90**	**31.24**	**-**	**48.58**

(Rs. In Lakhs)

Particulars	Building	Plant and Equipment	Furniture and Fixtures	Vehicles	Office Equipment	Computer and Peripheral	Electric Installation	Total
Cost as at April 1, 2024	**13.41**	**58.23**	**62.85**	**13.55**	**16.02**	**224.90**	**77.39**	**466.34**
Additions	-	-	-	-	-	-	-	-
Disposals	-	-	34.75	11.95	9.67	55.06	-	111.43
Cost as at March 31,2025	**13.41**	**58.23**	**28.10**	**1.60**	**6.35**	**169.84**	**77.39**	**354.91**
Accumulated Deprecition as at April 1,2024	**6.21**	**41.30**	**51.12**	**12.08**	**12.16**	**133.23**	**22.23**	**278.34**
Depreciation	0.82	3.66	2.54	0.15	0.94	29.69	7.31	45.11
Disposal	-	-	32.17	11.85	9.08	50.53	-	103.63
Accumulated Deprecition as at March 31,2025	**7.03**	**44.96**	**21.49**	**0.38**	**4.02**	**112.39**	**29.54**	**219.82**
Net carrying amount as at March 31,2025	**6.37**	**13.27**	**6.61**	**1.22**	**2.33**	**57.45**	**47.85**	**135.09**

Notes:

During the year, the Company has disposed of certain fixed assets whose useful lives, as per the Company's accounting policy and the requirements of Schedule II of the Companies Act, 2013 (or Ind AS 16 – Property, Plant and Equipment), had been fully completed.The carrying amount of these assets was either fully depreciated or negligible, and accordingly, no material gain or loss has arisen on such disposals. The disposal of these assets does not have any significant impact on the financial position or operations of the Company.

Notes on Accounts forming part of Standalone Financial Statements

NOTE 4 OTHER INTANGIBLE ASSETS AND INTANGIBLE ASSETS UNDER DEVLOPMENT

(Rs. In Lakhs)

Particulars	IGIS Software & Desktop & Vertical	Software	Intangible Assets Under Devlopment	Total
Cost as at April 1, 2025	2,931.58	70.73	9,475.70	12,478.02
Additions	-	-	-	-
Capitalised	-	-	-	-
Cost as at March 31,2026	**2,931.58**	**70.73**	**9,475.70**	**12,478.02**
Accumulated Deprecition as at April 1,2025	1,243.02	41.36	-	1,284.38
Depreciation	784.42	7.11	-	791.53
Disposal	-	-	-	-
Accumulated Deprecition as at March 31,2026	**2,027.44**	**48.47**	**-**	**2,075.91**
Net carrying amount as at March 31,2026	**904.15**	**22.26**	**9,475.70**	**10,402.11**

(Rs. In Lakhs)

Particulars	IGIS Software & Desktop & Vertical	Software	Intangible Assets Under Devlopment	Total
Cost as at April 1, 2024	554.35	70.73	9,639.12	10,264.21
Additions	2,377.23	-	2,213.81	4,591.04
Capitalised	-	-	2,377.23	2,377.23
Cost as at March 31,2025	**2,931.58**	**70.73**	**9,475.70**	**12,478.02**
Accumulated Deprecition as at April 1,2024	431.03	30.74	-	461.77
Depreciation	811.99	10.62	-	822.61
Disposal	-	-	-	-
Accumulated Deprecition as at March 31,2025	**1,243.02**	**41.36**	**-**	**1,284.38**
Net carrying amount as at March 31,2025	**1,688.57**	**29.37**	**9,475.70**	**11,193.64**

Intangiable Asstes Under Devlopment ageing

(Rs. In Lakhs)

Particular	Intangiable Asstes Under Devlopment ageing				Total
	Less than 1	year 1-2 years	2-3 years	More than 3 years	
Intangiable Asstes Under Devlopment as on March 31,2026		**2,213.81**	**1,269.68**	**5,992.21**	**9,475.70**

(Rs. In Lakhs)

Particular	Intangiable Asstes Under Devlopment ageing				Total
	Less than 1	year 1-2 years	2-3 years	More than 3 years	
Intangiable Asstes Under Devlopment as on March 31,2025	**2,213.81**	**1,269.68**	**2,098.91**	**3,893.30**	**9,475.70**

Notes on Accounts forming part of Standalone Financial Statements

5 Non-current investment

Particulars	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Investments in Equity Instruments		
Unquoted Equity Shares		
Investment carried at fair value through other comprehensive income		
Shreejikrupa Buildcon Ltd		
310000 Equity Shares of Rs.10 each fully paid (P.Y. 310000 Shares)	200.54	192.36
Investment carried at cost		
Investment in Equity Shares of Subsidiary		
Jyacad Solutions Pvt Ltd		
9990 Equity Shares of Rs.10 each fully paid (P.Y. 9990 Shares)	1.00	1.00
Total Investment	**201.54**	**193.35**
Aggregate amount of unquoted investments	201.54	193.35
Investment carried at fair value through other comprehensive income	200.54	192.36
Investment carried at cost	1.00	1.00

6 Loans

Particulars	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Current		
Loan receivables considered good- Unsecured		
Loan to employees		0.26
Intercorporate Loan	11,131.33	-
Other loans & Advances	1.55	5.47
TOTAL	**11,132.88**	**5.73**

**The Intercompany loans have been granted post necessary compliance u/s 185/186 of the companies act 2013,and have been granted for short term business purposes. The loan carries interest @ 8% P.a. and is not prejudicial to interst of the company.

7 Other Financial Assets

Particulars	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Non-current		
Long Term Trade Receivable,unsecured considered good	4,391.26	308.14
	4,391.26	308.14
Current		
Security Deposits	27.70	74.67
Rental Deposits	2.30	2.30
	30.00	76.97
TOTAL	**4,421.26**	**385.11**

Notes on Accounts forming part of Standalone Financial Statements

8 Other Assets

Particulars	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Non Current		
Loans & Advance	-	1,800.00
	-	1,800.00
Other Current Assets		
Pre-paid expenses	0.06	0.11
Advance to Vendor	60.05	
Balance with Government Authority		
GST Credit	97.87	294.11
Unbilled Revenue	1,941.05	3,670.50
	2,099.03	3,964.72
TOTAL	**2,099.03**	**5,764.72**

9 TRADE RECEIVABLES

Particulars	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Trade Receivables	2,275.41	4,800.05
Total Receivables	**2,275.41**	**4,800.05**
Secured,considered good		-
Unsecured,considered good	2,275.41	4,800.05
Doubtful		-
TOTAL	**2,275.41**	**4,800.05**

Ageing of Trade Receivable : Current outstanding as at March 31,2026

(Rs. In Lakhs)

Particulars	Outstanding for the following periods from the due date of payment					
	Less than 6 months	6 months- 1 years	1-2 years	2-3 years	More than 3 years	Total
i) Undisputed Trade Receivables- considered good	250.32	1,894.81	129.79	0.49	-	2,275.41
ii)Undisputed Trade Receivables which have significant increase in credit risk						
iii) Undisputed Trade Receivables- credit impaired						
iv) Disputed Trade Receivables- considered good						
v) Disputed Trade Receivables which have significant increase in credit risk						
vi)Disputed Trade Receivables- credit impaired						

Notes on Accounts forming part of Standalone Financial Statements

Ageing of Trade Receivable : Current outstanding as at March 31,2025

(Rs. In Lakhs)

Particulars	Outstanding for the following periods from the due date of payment					
	Less than 6 months	6 months- 1 years	1-2 years	2-3 years	More than 3 years	Total
i) Undisputed Trade Receivables- considered good	736.04	3,100.58	963.43			4,800.05
ii)Undisputed Trade Receivables which have significant increase in credit risk						
iii) Undisputed Trade Receivables- credit impaired						
iv) Disputed Trade Receivables- considered good						
v) Disputed Trade Receivables which have significant increase in credit risk						
vi)Disputed Trade Receivables- credit impaired						

10 Cash and Cash Equivalents

Particulars	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Cash on Hand	0.18	18.04
Balance with Bank	11.88	3.24
Bank Deposit	-	250.15
	12.06	**271.43**
Bank Balance other than Cash & Cash Equivalent		
Margin Money for Bank Gurantee	708.97	784.42
Fixed Deposit in Lien of Icici Bank	-	190.48
	708.97	**974.90**
TOTAL	**721.03**	**1,246.33**

11 Current Tax Asset (Net)

Particulars	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Balance with Government Authority		
Income Tax Refund Past Year	62.22	55.88
	62.22	**55.88**
TDS Receivable (Current Year)	144.10	32.75
less		
Income Tax Provision	(85.04)	(53.89)
	59.05	**(21.14)**
TOTAL	**121.27**	**34.74**

Notes on Accounts forming part of Standalone Financial Statements

12 EQUITY SHARE CAPITAL

Particular	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
-Authorised		
625000000 Equity Shares of Rs. 2/- each	12,500.00	12,500.00
-Issued, Subscribed and Paid up	5,009.60	5,009.60
25,04,79,800/- Equity Shares of Rs.2/- each fully paid-up		
TOTAL	**5,009.60**	**5,009.60**

a) Reconciliation of shares outstanding at the beginning and at the end of the year

PARTICULARS	Number	Amt (Rs)	Number	Amt (Rs)
Shares Outstanding at the beginning of the year	25,04,79,800	50,09,59,600	6,93,07,248	13,86,14,496
Add: Shares issued During the year	-	-	-	-
Add: Rights/Bonus Shares Issued	-	-	18,11,72,552	36,23,45,104
Total	25,04,79,800	50,09,59,600	25,04,79,800	50,09,59,600
Less Reduction in Capital (Forfeited Shares Cancel)	-	-	-	-
Shares Outstanding at the end of the year	25,04,79,800	50,09,59,600	25,04,79,800	50,09,59,600

b) Terms and Right Attached to equity shares

The company has only one class of equity shares having the per value of Rs. 2/- per share. Each holder of equity shares is entitled to one vote per share

During the financial year 2024-25, the company issued equity shares through two separate rights issues, both of which were successfully subscibed.

First Right Issue

The Company issued 9,88,00,000/- equity shares at price of Rs. 5 per share(including a premium of Rs. 3 per shares on a face value of Rs.2 each)

Second Right Issue

The Company issued 8,23,72,552/- equity shares at price of Rs. 6 per share(including a premium of Rs. 4 per shares on a face value of Rs.2 each)

c) Details of Shareholders holding more than 5% equity shares in the company

Name of Shareholders	Number of shares held	% of Holding	Number of shares held	% of Holding
Yogomaya Tradelink Private Limited	1,41,68,122	5.66%	1,41,68,122	5.66%

Notes on Accounts forming part of Standalone Financial Statements

d) Shares held by promoters as defined in the Companies Act, 2013 at the end of the year:

Promoter Name	As at March 31,2026		As at March 31,2025		% Change during the year
	No of Shares	% held	No of Shares	% held	
Rameshchandra Sojitra	16,81,989	0.67%	16,81,989	0.67%	0.00%
Chirag Jayantilal Soni	22,05,019	0.88%	22,05,019	0.88%	0.00%
Vaacha Sojitra	12,19,063	0.49%	12,19,063	0.49%	0.00%
Vishwas Rameshchandra Sojitra	11,65,734	0.47%	11,65,734	0.47%	0.00%
Leelavanti Sojitra	10,60,145	0.42%	10,66,577	0.43%	0.00%
Rameshchandra K Sojitra HUF	1,13,074	0.05%	1,13,074	0.05%	0.00%
Karnavati Infrastructure Projects Ltd	98,33,499	3.93%	1,01,33,499	4.05%	-0.12%
Total	**1,72,78,523**	**6.90%**	**1,75,84,955**	**7.02%**	**-0.12%**

13 Other Equity

Particular	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Securities Premiuim Reserve		
Opening balance	**11,574.22**	**5,463.45**
Securities Premium on account of Rights issue		6,258.90
Call in Arrears		
Right Issue related expenses		(148.13)
	11,574.22	**11,574.22**
Retained Earnings		
Opening balance	**1,718.43**	**1,578.03**
Profit for the year	**11.14**	140.40
	1,729.57	**1,718.43**
Capital Reserve		
Opening balance	**166.25**	**166.25**
Shares Forfeited		
Opening balance	**166.25**	**166.25**
General Reserve		
Opening balance	**11.63**	**11.63**
Other Comprehensive Income		
Opening balance	**8.96**	**11.47**
Change during the year (Net)	**3.62**	(2.51)
	12.57	**8.96**
TOTAL	**13,494.24**	**13,479.49**

Notes on Accounts forming part of Standalone Financial Statements

14 Borrowings

Particular	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Non Current Borrowings		
Secured Loan		
From Bank		-
Unsecured Loan		
From NBFC		-
From Bank		-
Intercorporate Deposits		
From others	849.38	841.15
Loans and advances from Related Parties		
From Directors	7.43	10.00
From Promoters	620.47	620.47
	1,477.28	**1,471.62**
Current Borrowings		
Secured Loan		
Working Capital Loans repayable on demand from banks		-
Overdraft Limit Against Fixed Deposits	-	83.25
Unsecured Loan		
Intercorporate Deposits		
From others	6,579.30	
Current maturities of long term borrowings		
Unsecured Loan		
From NBFC	-	12.00
From Other	-	16.67
	6,579.30	**111.91**
TOTAL	**8,056.58**	**1,583.53**

Particular	Rate of Interest As at March 31,2026	Rate of Interest As at March 31,2025
A) For Working Capital Loans : Secured		
Nature of Security:- Secured by way of hypothication of book debts and collateral Security of extention of mortgage of Residential Flat and Fixed Deposit in lien		
B) Overdraft Limit Against Fixed Deposit		
ICICI Bank Limit	8.50%	8.50%
C) For Intercorporate Deposits-		
Inter corporate deposits other than shareholders	-	6.75%
D) For Business Loans: It is Unsecured Loan		
Bajaj Finance Limited	18.00%	18.00%

*** The inter corporate borrowing as well as borrowings from directors are exempted under section 73 of the companies Act 2013, and these amounts shall not be treated as deposits under the companies Act 2013.

Notes on Accounts forming part of Standalone Financial Statements

15 Provisions

Particular	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Non Current Provisions		
Provision for Employee Benefits (Refer Note 28)		
Provisions for Gratuity	25.57	49.28
Provisions for Leave Encashment	14.65	19.35
	40.22	68.64
Current Provisions		
Provision for Employee Benefits (Refer Note 28)		
Provisions for Gratuity	34.95	34.32
Provisions for Leave Encashment	12.18	9.44
	47.13	**43.76**
TOTAL	**87.35**	**112.40**

16 Trade Payables

Particular	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Total Outstanding dues of Micro Enterprises and Small Enterprises (MSME)	-	-
Total Outstanding dues of creditors other than Micro Enterprises and Small Enterprises	963.81	1,376.71
TOTAL	**963.81**	**1,376.71**

Disclosure Under The Micro, Small And Medium Enterprises Development Act, 2006 Are Provided As Under For The Year 2022-23, To The Extent The Company Has Received Intimation From The "Suppliers" Regarding Their Status Under The Act.

	Particular	As at March 31,2026	As at March 31,2025
(i)	Principal amount and the interest due thereon remaining unpaid to each supplier at the end of each accounting year (but within due date as per the MSMED Act)		
	Principal amount due to micro and small enterprise	-	-
	Interest due on above	-	-
(ii)	Interest paid by the Company in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along-with the amount of the payment made to the supplier beyond the appointed day during the period	-	-
(iii)	Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding interest specified under the Micro, Small and Medium Enterprises Act, 2006	-	-
(iv)	The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
(v)	Interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises		

Disclosure of payable to vendors as defined under the "Micro, Small and Medium Enterprise Development Act, 2006" is based on the information available with the Company regarding the status of registration of such vendors under the said Act, as per the intimation received from them on requests made by the Company. There are no overdue principal amounts / interest payable amounts for delayed payments to such vendors at the Balance Sheet date. There are no delays in payment made to such suppliers during the year or for any earlier years and accordingly there is no interest paid or outstanding interest in this regard in respect of payment made during the year or on balance brought forward from previous year.

Notes on Accounts forming part of Standalone Financial Statements

Ageing of Trade Payables : Current outstanding as at March 31, 2026

(Rs. In Lakhs)

Particulars	Outstanding for the following periods from the due date of payment					
	Less than 6 months	6 months- 1 years	1-2 years	2-3 years	More than 3 years	Total
MSME			-			-
Others	133.72	5.07	145.00	680.02	-	963.81
Disputed dues -MSME	-	-	-			-
Disputed dues- Other	-	-	-			-

Ageing of Trade Payables : Current outstanding as at March 31, 2025

(Rs. In Lakhs)

Particulars	Outstanding for the following periods from the due date of payment					
	Less than 6 months	6 months- 1 years	1-2 years	2-3 years	More than 3 years	Total
MSME						
Others	968.09	408.62	-			1,376.71
Disputed dues -MSME	-	-	-			-
Disputed dues- Other	-	-	-			-

17 Other Financial Liabilities

Particular	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Current Financial Liabilities		
Employee Benefits payable	37.84	86.15
Provision for Expenses	235.10	2,020.05
Other payables	3.37	8.48
TOTAL	**276.32**	**2,114.68**

18 Other Liabilities

Particular	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Current		
Statutory Liabilities	11.97	141.18
Advances from Customers	3,665.95	
TOTAL	**3,677.92**	**141.18**

Notes on Accounts forming part of Standalone Financial Statements

19 Deferred Tax Liabilities (Net)

Particular	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Deferred Tax Liabilities		
Property, plant and equipment - difference between value of assets as per book base and tax base		-
Provision for employee benefits		-
Remeasurement of the net defined benefit liablity _Equity Shares	(1.06)	(0.69)
Total Deferred Tax Liabilities (A)	**(1.06)**	**(0.69)**
Deferred Tax Assets		
Difference between written down value/Intangible asset under development of fixed assets as per the books of accounts and Income Tax Act,1961	114.04	30.55
Property, plant and equipment - difference between value of assets as per book base and tax base	7.74	0.67
Provision for employee benefits	21.99	28.29
Expenditure covered by Section 35D of Income Tax Act, 1961.		-
Remeasurement of the net defined benefit liablity _Equity Shares		-
Total Deferred Tax Assets (B)	**143.77**	**59.51**
TOTAL (A-B)	**142.71**	**58.82**

(i) Major Components of Deferred Tax Liabilities /(Assets) arriving on account of timing difference are as follow as on 31st March, 2026

(Rs. In Lakhs)

Particular	As at 31st March, 2025	Recognised in profit and loss	Recognised in OCI	As at 31st March, 2026
Property, plant and equipment - difference between value of assets as per book base and tax base	(31.22)	(90.56)	-	(121.78)
Expenditure covered by Section 35D of Income Tax Act, 1961.	-	-	-	-
Provision for employee benefits	(28.29)	4.00	2.30	(21.99)
Remeasurement of the net defined benefit liablity _Equity Shares	0.69	-	0.37	1.06
Total	**(58.82)**	**(86.56)**	**2.68**	**(142.71)**

Notes on Accounts forming part of Standalone Financial Statements

(ii) Major Components of Deferred Tax Liabilities /(Assets) arriving on account of timing difference are as follow as on 31st March, 2025

(Rs. In Lakhs)

Particular	As at 31st March, 2024	Recognised in profit and loss	Recognised in OCI	As at 31st March, 2025
Property, plant and equipment - difference between value of assets as per book base and tax base	26.11	(57.33)	-	(31.22)
Expenditure covered by Section 35D of Income Tax Act, 1961.	-	-	-	-
Provision for employee benefits	(26.65)	4.26	(5.90)	(28.29)
Remeasurement of the net defined benefit liablity _Equity Shares	(1.98)	-	2.67	0.69
Total	**(2.52)**	**(53.07)**	**(3.23)**	**(58.82)**

20 REVENUE FROM OPERATIONS

Particulars	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Revenue from contract with customers		
Revenue from sale of Products		
Product and Other Ancillary	545.22	171.14
Revenue from Sale of Services		
Software Solutions and Customization	2,941.65	4,700.15
TOTAL	**3,486.87**	**4,871.29**
Disaggregation of revenue		
Revenue based on Geography		
Domestic	3,486.87	1,049.17
Export	-	3,822.12
Revenue from operations		
TOTAL	**3,486.87**	**4,871.29**
Reconciliation of Revenue from operations with contract price		
Revenue as per contracted price	3,486.87	4,871.29
Less:-		
Commission & Discount	-	-
Revenue from contracts with customers	**3,486.87**	**4,871.29**

Notes on Accounts forming part of Standalone Financial Statements

21 OTHER INCOME

Particulars	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Interest Income on Fixed Deposits	51.78	58.16
Foriegn Exchange Gain	407.63	93.08
Interest Income from others	373.39	0.70
Discount Recived	34.86	0.01
Creditors Written Off	462.57	0.00
IT Subsidy	80.91	
Other income	5.65	0.69
TOTAL	**1,416.79**	**152.64**

22 COST OF RAW MATERIAL CONSUMED

Particulars	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Raw Materials' Consumption		
Inventory at the beginning of the year	-	-
Add: Purchases during the year	517.50	-
Less : Inventory at the beginning end of the year	-	-
Cost of Raw material consumed	**517.50**	**-**

23 EMPLOYEE BENEFITS EXPENSES

Particulars	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Salaries, Wages, Bonus	530.74	561.67
Contribution to Provident and Other Fund (Refer Note 28)	7.33	13.14
Staff Welfare Expenses	1.98	2.86
Leave Encase Allowance	7.74	2.06
Gratuity Expense (Refer Note 28)	9.12	8.28
TOTAL	**556.92**	**588.02**

24 FINANCE COSTS

Particulars	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Interest on bank borrowings	3.16	87.28
Other Borrowing Cost	0.08	16.96
Bank Charges	2.37	-
Other Interest Expenses	-	18.51
TOTAL	**5.61**	**122.74**

Notes on Accounts forming part of Standalone Financial Statements

25 OTHER EXPENSES

Particulars	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Operational & Project Related Exp	2,293.10	1,976.34
Repairs & Maintenance Exp.	0.71	1.06
Electricity Expenses	4.87	9.87
Insurance Expense	0.00	0.02
Audit Fees	5.75	6.50
Legal and Professional Fees	140.56	43.73
Printing, Stationery, Postage and Telephone Expenses	3.02	5.89
Travelling and Conveyance Expenses	17.41	15.94
Rent, Rates and Taxes	16.57	52.72
Advertisment & Business Promotion Expenses	17.51	12.44
Computer & Software Expenses	11.07	4.81
Interest and Penalty Expenses	17.15	6.25
Bank Guarantee Charges	(2.17)	14.39
Royalty-Space Application Centre	1.95	2.15
Other Expenses	473.92	1,148.10
TOTAL	**3,001.41**	**3,300.22**

26 Tax Expenses

(i) Tax Expense recognised in the Statement of Profit & Loss

PARTICULARS	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Current Tax Expenses		
Current tax on taxable income for the year	85.04	53.89
Adjustments for the current tax of prior periods	1.23	4.02
Total Current Tax Expenses	**86.27**	**57.90**
Deferred Tax Expenses		
Deferred Tax charge/(credit)	(86.56)	(53.07)
Total Deferred Tax Expenses	**(86.56)**	**(53.07)**
Total Income Tax Expenses	**(0.30)**	**4.83**

Tax Items of Other Comprehensive Income

PARTICULARS	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Deferred tax related to items recognised in OCI during the year:		
Income tax related to items that will not be reclassified to profit or loss	2.68	(3.23)
Income tax charged to OCI	**2.68**	**(3.23)**

Notes on Accounts forming part of Standalone Financial Statements

(ii) Reconciliation of tax expense and the accounting profit multiplied by India's tax rate

PARTICULARS	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Profit Before Tax	10.84	145.23
Tax at the Indian tax rate of 25.168% (previous year - 25.168%)	2.73	36.55
Adjustment for:		
Difference between Book and Tax depreciation	90.56	56.13
Tax effect on non-deductible expenses	(4.00)	1.95
43B items	(4.24)	(3.46)
Effect of right issue expenses debited to Retained Earnings		(37.29)
TOTAL	**85.05**	**53.89**
Adjustment in respect of current income tax of previous year	1.23	4.02
Tax Expenses as per Statement of Profit & Loss	**86.27**	**57.90**

Note 27 FINANCIAL INSTRUMENTS FAIR VALUE AND RISK MEASUREMENTS

A. Financial instruments by category and their fair value

(INR in Lakhs)

As at 31st March 2026	Carrying amount				Fair value			
	FVTPL	FVTOCI	Amortised Cost	Total	Level 1 - Quoted price in active markets	Level 2 - Significant observable inputs	Level 3 - Significant unobservable inputs	Total
Financial assets								
Non current investment	-	200.54	-	200.54	-	-	200.54	200.54
Loans current	-	-	11,132.88	11,132.88	-	-	-	-
Other Financial Assets-Non Currengt			4,391.26	4,391.26				
Other Financial Assets-Current	-	-	30.00	30.00	-	-	-	-
Trade receivables	-	-	2,275.41	2,275.41	-	-	-	-
Cash and cash equivalents	-	-	721.03	721.03	-	-	-	-
Total financial assets	**-**	**200.54**	**18,550.58**	**18,751.12**	**-**	**-**	**200.54**	**200.54**
Financial liabilities								
Borrowings								
- Non current	-	-	1,477.28	1,477.28	-	-	-	-
- Current	-	-	6,579.30	6,579.30	-	-	-	-
Other current financial liabilities	-	-	276.32	276.32	-	-	-	-
Trade Payable	-	-	963.81	963.81	-	-	-	-
Total financial liabilities	**-**	**-**	**9,296.71**	**9,296.71**	**-**	**-**	**-**	**-**

Notes on Accounts forming part of Standalone Financial Statements

(INR in Lakhs)

As at 31st March 2025	Carrying amount				Fair value			
	FVTPL	FVTOCI	Amortised Cost	Total	Level 1 - Quoted price in active markets	Level 2 - Significant observable inputs	Level 3 - Significant unobservable inputs	Total
Financial assets								
Non current investment	-	192.36	-	192.36	-	-	192.36	192.36
Loans current	-	-	5.73	5.73	-	-	-	-
Other Financial Assets-Non Current			308.14	308.14				
Other Financial Assets-Current	-	-	76.97	76.97	-	-	-	-
Trade receivables	-	-	4,800.05	4,800.05	-	-	-	-
Cash and cash equivalents	-	-	1,246.33	1,246.33	-	-	-	-
Total financial assets	**-**	**192.36**	**6,437.22**	**6,629.58**	**-**	**-**	**192.36**	**192.36**
Financial liabilities								
Borrowings								
- Non current	-	-	1,471.62	1,471.62	-	-	-	-
- Current	-	-	111.91	111.91	-	-	-	-
Other current financial liabilities	-	-	2,114.68	2,114.68	-	-	-	-
Trade Payable	-	-	1,376.71	1,376.71	-	-	-	-
Total financial liabilities	**-**	**-**	**5,074.92**	**5,074.92**	**-**	**-**	**-**	**-**

Fair value of financial assets and liabilities measured at amortised cost is not materially different from the amortised cost. Further, impact of time value of money is not significant for the financial instruments classified as current. Accordingly, the fair value has not been disclosed separately.

Types of inputs for determining fair value are as under:

Level 1: This level of hierarchy includes financial assets that are measured by reference to quoted prices (unadjusted) in active markets for identical assets or liabilities. This category consists of investment in quoted equity shares, and mutual fund investments.The mutual funds are valued using the closing NAV.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities included in level 3.

B. Measurement of fair values

Investments in unquoted equity shares included in Level 3 of the fair value hierarchy have been valued using the cost approach.For unquoted equity investments categorized under level 3, cost has been considered as an appropriate estimate of fair value because of a wide range of possible fair value measurements and cost represent the best estimate of fair value within that range.

Level 3 fair values

Movements in the values of unquoted equity instruments for the period ended 31st March 2026 and 31st March 2025 is as below:

Rs. (In Lakhs)

Movement in Level 3 valuations	As at 31 March, 2026	As at 31March, 2025
Balance as at 1st April	**192.36**	**187.05**
Acquisitions/ (disposals)	-	-
Fair Value Gains/ (losses) recognised in other comprehensive income	8.18	5.30
Balance as at 31st March	**200.54**	**192.36**

C. Financial risk management

The Company's financial liabilities comprise mainly of borrowings, trade payables and other payables. The Company's financial assets comprise mainly of investments, cash and cash equivalents, other balances with banks, loans, trade receivables and other receivables.

The Company is exposed to Market risk, Credit risk and Liquidity risk. The Board of Directors ('Board') oversee the management of these financial risks. The Risk Management Policy of the Company formulated by the Board, states the Company's approach to address uncertainties in its endeavor to achieve its stated and implicit objectives. It prescribes the roles and responsibilities of the Company's management, the structure for managing risks and the framework for risk management. The framework seeks to identify, assess and mitigate financial risks in order to minimize potential adverse effects on the Company's financial performance.

The following disclosures summarize the Company's exposure to financial risks.Quantitative sensitivity analysis have been provided to reflect the impact of reasonably possible changes in market rates on the financial results, cash flows and financial position of the Company.

1) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risks: interest rate risk, currency risk and other price risk. Financial instruments affected by market risk includes borrowings, investments, trade payables, trade receivables and loans.

a) Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.The Company is exposed to interest rate risk on long term floating rate borrowings.The borrowings of the Company are principally denominated in Indian Rupees with floating rate of interest.

For floating rate liabilities, the analysis is prepared assuming the amount of the liability outstanding at the end of the reporting period was outstanding for the whole year. A 50 basis point increase or decrease is used when reporting interest rate risk represents management's assessment of the reasonably possible change in interest rates.

Exposure to interest rate risk

Rs. (In Lakhs)

Variable-rate instruments	As At 31 March, 2026	As At 31 March, 2025
Non current - Borrowings	-	-
Current portion of Long term borrowings	-	12.00
Total	**-**	**12.00**

Notes on Accounts forming part of Standalone Financial Statements

b) Foreign Currency Risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate due to changes in foreign exchange rates.The Company operates, in addition to domestic markets, significantly in international markets through its sales and services in overseas and is therefore exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to the USD. The Company does not enter into any derivative instruments for trading or speculative purposes.

The Company does not enters into forward exchange contracts, to hedge against its foreign currency exposures relating to the underlying transactions and firm commitments.denominated assets.The Company is exposed to foreign exchange risk on its exports. Most of these transactions are denominated in US dollars.

There is no unhedged foreign currency exposure existing as on 31st March, 2026 and 31st March, 2025.

(i) Particulars of unhedged foreign currency exposure as at the reporting date are as follows:

Unhedged Exposures	Foreign Currency Denomination	As at March 31, 2026		As at March 31, 2025	
		Amount in Foreign Currency in Lacs	Amount in Rs. Lacs	Amount in Foreign Currency in Lacs	Amount in Rs. Lacs
Trade Receivable	AED	40.35	1039.43	40.35	939.11
Trade Receivable	USD	31.65	2,994.01	35.75	3,059.92

(iii) Foreign Currency Risk Sensitivity

The Company is mainly exposed to changes in USD . The below table demonstrates the sensitivity to a 5% increase or decrease in the USD against INR, with all other variables held constant. The sensitivity analysis is prepared on the net unhedged exposure of the Company as at the reporting date. 5% represents management's assessment of reasonably possible change in foreign exchange rate.

A change in Foreign currency would have following Impact on profit before tax

	As at March 31, 2026		As at March 31, 2025	
	5% Increase	5% Decrease	5% Increase	5% Decrease
AED	(51.97)	51.97	(46.96)	46.96
USD	(149.70)	149.70	(153.00)	153.00

c) Other Price Risk

Other price risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market traded price.Other price risk arises from financial assets such as investments in equity instruments.The Company's investment in equity instruments recognised at FVTOCI. As at 31st March, 2026, the carrying value of such instruments recognised at FVTOCI amounts to Rs. 200.54 Lakhs (Rs. 192.36 Lakhs as at 31st March, 2025). The details of such equity instruments are given in Note 5.Investments in unquoted equity shares is not considered to be significant and hence the risk is negligible.

2) Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations resulting in a financial loss to the Company. To manage this, the Company periodically assesses financial reliability of customers and other counter parties, taking into account the financial condition, current economic trends, and analysis of historical bad debts and ageing of financial assets. Individual risk limits are set and periodically reviewed on the basis of such information.The Company considers Credit risk arises primarily from financial assets such as trade receivables, other balances with banks, and loans.

Credit risk arising from investment in equity instruments and other balances with banks is limited and there is no collateral held against these because the counterparties are banks and recognised financial institutions with high credit ratings assigned by the credit rating agencies.

Notes on Accounts forming part of Standalone Financial Statements

Financial assets are written off when there is no reasonable expectations of recovery, such as a debtor failing to engage in a repayment plan with the Company. Where loan or receivables have been written off, the Company continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognized as income in the statement of profit and loss.

The Company measures the expected credit loss of trade receivables and loan from individual customers based on historical trend, industry practices and the business environment in which the entity operates. Loss rates are based on actual credit loss experience and past trends. Based on the historical data, loss on collection of receivable is not material hence no provision considered.

Financial Assets are considered to be of good quality and there is no significant increase in credit risk.

3) Liquidity Risk

Liquidity risk is the risk that the company will encounter in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The approach of the company to manage liquidity is to ensure , as far as possible, that Company will have sufficient liquidity to meet their respective liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risk damage to their reputation. The company assessed the concentration of risk with respect to refinancing its debt and concluded it to be low.

The table below summarises the maturity profile of the company's financial liabilities based on contractual undiscounted payments.

As at 31st March 2026	Carrying Amount	Less than 1 year	Between 1 to 2 Years	Between 3 to 5 Years	Beyond 5 years	Total
Non Current Borrowings	1,477.28	7.43	1180.47		289.38	1477.28
Current Borrowings	6,579.30	6,579.30				6579.30
Trade payables	963.81	138.79	825.02	-		963.81
Other financial liabilities	276.32	45.72	230.60			276.32
Total	**9,296.71**	**6,771.24**	**2,236.09**	**-**	**289.38**	**9,296.71**

As at 31st March 2025	Carrying Amount	Less than 1 year	Between 1 to 2 Years	Between 3 to 5 Years	Beyond 5 years	Total
Non Current Borrowings	1,471.62	1170.47			301.15	1471.62
Current Borrowings	111.91	99.91	12.00			111.91
Trade payables	1,376.71	1,376.71	-	-	-	1376.71
Other financial liabilities	2,114.68	2,114.68				2114.68
Total	**5,074.92**	**4,761.77**	**12.00**	**-**	**301.15**	**5,074.92**

28 CAPITAL MANAGEMENT

For the purpose of the Company's capital management, capital includes issued capital and all other equity reserves attributable to the equity shareholders of the Company. The primary objective of the Company when managing capital is to safeguard its ability to continue as a going concern and to maintain an optimal capital structure so as to maximize shareholder value.

The capital structure of the company is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day-to-day needs. We consider the amount of capital in proportion to risk and manage the capital structure in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the group may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares.

The Company's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investor, creditors and market confidence and to sustain future development and growth of its business. The Company will take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

Notes on Accounts forming part of Standalone Financial Statements

29 Employee Benefits

1) Post- employment benefits :

The Company has the following post-employment benefit plans:

1.1) Defined contribution plans

The Company has certain defined contribution plans. Contributions are made to provident fund in India for employees at the rate of 12% of basic salary as per regulations. The contributions are made to registered provident fund administered by the government. The obligation of the Company is limited to the amount contributed and it has no further contractual nor any constructive obligation.

1.2) Defined benefit gratuity plan

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service.

As per Actuarial Valuation as on 31st March, 2026 and 31st March, 2025 recognised in the financial statements in respect of Gratuity Benefits:

A. Amount recognised in the Balance Sheet (Rs. Lacs)

PARTICULARS	As at 31 March, 2026	As at 31 March, 2025
Gratuity:		
Present value of plan liabilities	60.52	83.60
Fair value of plan assets	-	-
Deficit/(Surplus) of funded plans	60.52	83.60
Unfunded plans	-	-
Net plan liability/ (Asset)	**60.52**	**83.60**

B. Movements in plan assets and plan liabilities (Rs. Lacs)

GRATUITY	Year ended 31st March, 2026			Year ended 31st March, 2025		
	Plan Assets	Plan Liabilities	Net	Plan Assets	Plan Liabilities	Net
As at 1st April	-	83.60	83.60	-	70.36	70.36
Current service cost	-	5.27	5.27	-	5.53	5.53
Interest Income	-	-	-	-	-	-
Interest cost	-	3.85	3.85	-	2.75	2.75
Return on plan assets excluding amounts included in Interest Income	-	-	-	-	-	-
Actuarial loss/(gain) due to change in financial assumptions	-	(0.91)	(0.91)	-	1.85	1.85
Actuarial loss/(gain) due to change in demographic assumption	-	-	-	-	3.30	3.30
Actuarial loss/ (gain) due to experience adjustments	-	2.79	2.79	-	5.90	5.90
Employer Contribution	-	-	-	-	-	-
Benefit Paid Directly by the Employer	-	(34.08)	(34.08)	-	(6.09)	(6.09)
As at 31st March	**-**	**60.52**	**60.52**	**-**	**83.60**	**83.60**

Notes on Accounts forming part of Standalone Financial Statements

C. Amount recognised in the Statement of Profit and Loss as Employee Benefit Expenses

(Rs. Lacs)

GRATUITY	As at 31 March, 2026	As at 31 March, 2025
Current service cost	5.27	5.53
Net interest cost	3.85	2.75
Net (Gain)/Loss recognised in the Statement of Profit and Loss	**9.12**	**8.28**
Remeasurement of the net defined benefit liability:		
Actuarial (Gains)/Losses on Obligation For the Period	1.89	11.04
Net (Gain)/Loss recognised in the Other Comprehensive Income	**1.89**	**11.04**

D Assumption

With the objective of presenting the plan assets and plan liabilities of the defined benefits plans at their fair value on the balance sheet, assumptions under Ind AS 19 are set by reference to market conditions at the valuation date.

The significant actuarial assumptions were as follows:

(Rs. Lacs)

PARTICULARS	As at 31st March, 2026	As at 31st March, 2025
GRATUITY:		
Discount Rate	7.14%	6.59%
Salary Escalation Rate	5.00%	5.00%
Attrition Rate	For service 4 years and below 30.00% p.a. For service 5 years and above 10.00% p.a.	For service 4 years and below 30.00% p.a. For service 5 years and above 10.00% p.a.
Mortality Rate During Employment	Indian Assured Lives Mortality 2012-14 (Urban)	Indian Assured Lives Mortality 2012-14 (Urban)

E. Sensitivity

The sensitivity of the defined benefit obligation to changes in the weighted key assumptions are:

(Rs. Lacs)

Increase / (Decrease) in defined benefit obligation	Year ended 31st March, 2026 Define Benefit Obligation(DBO)	Year ended 31st March, 2025 Define Benefit Obligation(DBO)
GRATUITY:		
Discount Rate		
Increase by 1%	(1.51)	(2.93)
Decrease by 1%	1.69	3.25
Salary Escalation Rate		
Increase by 1%	1.71	2.77
Decrease by 1%	(1.55)	(2.55)
Attrition Rate		
Increase by 1%	0.14	0.23
Decrease by 1%	(0.17)	(0.26)

Notes on Accounts forming part of Standalone Financial Statements

The above sensitivity analysis may not be representative of the actual benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. Furthermore in presenting the above sensitivity analysis, the present value of defined benefit obligation has been calculated using the projected unit credit method at the end of reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognized in the balance sheet.

F Expected cash flows based on past service liability after year end 31st March, 2025 as follows:

(Rs. Lacs)

PARTICULARS	As at 31st March, 2026	As at 31st March, 2025
GRATUITY	-	-
1st Following Year	34.95	34.32
2nd Following Year	2.98	5.78
3rd Following Year	2.97	5.58
4th Following Year	5.00	5.37
5th Following Year	3.42	6.75
Sum of Years 6 To 10	12.18	28.60
Sum of Years 11 and above	17.72	27.82

2) Other Long term employee benefits :

2.1) Defined Privilege Leave Benefit plan

Entitlements to annual leave, which are expected to be availed or encashed within 12 months from the end of the year are treated as short term employee benefits. The obligation towards the same is measured at the expected cost of leave encashment as the additional amount expected to be paid as a result of the unused entitlement as at the year end. Entitlements to annual leave, which are expected to be availed or encashed beyond 12 months from the end of the year are treated as other long term employee benefits.

The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of each year. Actuarial losses/gains are recognised in the Statement of Profit and Loss in the year in which they arise.

As per Actuarial Valuation as on 31st March, 2026 and 31st March, 2025 recognised in the financial statements in respect of Privilege Leave Benefit:

A. Amount recognised in the Balance Sheet **(Rs. Lacs)**

PARTICULARS	As at 31st March, 2026	As at 31st March, 2025
Privilege Leave Benefit:		
Present value of plan liabilities	60.52	83.60
Fair value of plan assets	-	-
Deficit/(Surplus) of funded plans	60.52	83.60
Unfunded plans	-	-
Net plan liability/ (Asset)	**60.52**	**83.60**

B Assumption

With the objective of presenting the plan assets and plan liabilities of the Privilege defined Leave benefits at their fair value on the balance sheet, assumptions under Ind AS 19 are set by reference to market conditions at the valuation date.

Notes on Accounts forming part of Standalone Financial Statements

The significant actuarial assumptions were as follows: **(Rs. Lacs)**

PARTICULARS	As at 31st March, 2026	As at 31st March, 2025
PRIVILEGE LEAVE BENEFIT		
Discount Rate	7.14%p.a. (Indicative G.Sec referenced on 31-03-2026)	6.59%p.a. (Indicative G.Sec referenced on 31-03-2025)
Salary Escalation Rate	5.00%	5.00%
Attrition Rate:	For service 4 years and below 30.00% p.a. For service 5 years and above 10.00% p.a.	For service 4 years and below 30.00% p.a. For service 5 years and above 10.00% p.a.
Mortality Rate	Indian assured lives mortality (2012-14) (Urban)	Indian assured lives mortality (2012-14) (Urban)

30 Contingent Liabilities & Commitments

a) Contingent Liabilities **(Rs. Lacs)**

Particulars	As at March 31,2026	As at March 31,2025
Claims against the Company not acknowledged as debts:		
Income Tax matter in dispute under appeal	97.36	97.36

a. Income Tax Matters

There is only one particular disputed demand in relation to A.Y. 2016-17 as disclosed above. The recovery of demand has been stayed and appeal is pending at CIT level. The said assessment was completed in haste and inconclusively by the A.O. u/s 143(3) without considering the submission placed. The CIT has already heard the matter and the demand is surely going to be deleted as invalid. So the management and tax advocates expect this matter to be resolved soon and will not have a material adverse effect on the company's financial position and results of operations.

Originally, the tax demand was raised for Rs. 2,08,74,300, but Rs. 1,03,87,870 is adjusted from previous years refund and company has also paid an amount of Rs. 7,50,000 against pending demand.

31 Earnings Per Share

(Rs. Lacs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Earning Per Share has been computed as under:		
Profit after tax as per Statement of Profit and Loss (Rs. in lakhs)	11.14	140.40
Weighted average number of equity shares outstanding (B)	25,04,79,800	17,68,78,706
Earnings per share in rupees (Face Value – 2 per share)	0.00	0.08

Notes on Accounts forming part of Standalone Financial Statements

32 Corporate Social Responsibility

Provisions of Section 135 of the Companies Act, 2013, requires every Company having a net worth of Rupees 500 crore or more, or turnover of Rupees 1000 crore or more or a net profit of rupees 5 crore or more during the immediately preceding financial year shall spend at least 2% of the average net profits of the Company made during the three immediately preceding financial years on Corporate Social Responsibility (CSR).

The Company doesn't fall in any of the above criteria, hence provisions of Section 135 of the Companies Act, 2013, is not applicable to the Company.

33 Segment Reporting

The company is Primarily engaged in the business of providing Information Technology Software services and GIS products in India, hence there are no separate reportable primary or secondary segments as per Indian Accounting Standard 108 Operating Segments.

34 RELATED PARTY DISCLOSURES

As per the Indian Accounting Standard-24 on "Related Party Disclosures", list of related parties identified of the Company are as follows.

1) Names of related parties and nature of relationship.

a) Key Management Personnel
Ramesh Sojitra
Chirag Soni
Kantilal Ladani
Foram Buva

b) Relatives of Key Management Personnel
Leelavanti Sojitra
Mitesh Soni

c) Enterprise under significant influence of Key Management personnel
Diyatech Private Limited
Beta Resources Pvt Ltd
Karnavati Infrastructure Projects Limited
MRH Enterprise

d) Subsidiary Company (SC)
Jyacad Solutions Pvt Ltd

2) Transactions with related parties:

(INR in Lakhs)

Particulars	Relationship	As at 31st March, 2026	As at 31st March, 2025
Remuneration			
Chirag Soni	KMP	49.45	42.06
Kanti Ladani	KMP	2.45	-
Foram Buva	KMP	4.95	-
Professional Fees paid			
Diya Tech Pvt Ltd	Enterprise	37.91	2.78
Kanti Ladani	KMP	5.40	7.20
MRH Enterprise	Enterprise	0.15	-
Mitesh Soni	Relative of KMP	14.20	-

Notes on Accounts forming part of Standalone Financial Statements

(INR in Lakhs)

Particulars	Relationship	As at 31st March, 2026	As at 31st March, 2025
Technology Transfer			
Jyacad Solutions Pvt Ltd	SC	-	141.43
Loan Received			
Ramesh Sojitra	KMP	-	200.00
Leelavanti Sojitra	Relative of KMP	-	64.21
Karnavati Infrastracture Projects Ltd	Enterprise	-	399.73
Beta Resources Pvt Ltd	Enterprise	10.00	700.00
Jyacad Solutions Pvt Ltd	SC	0.28	
Kanti Ladani	KMP	54.50	
Loan Repaid			
Ramesh Sojitra	KMP	-	1.00
Beta Resources Pvt Ltd	Enterprise	-	150.00
Jyacad Solutions Pvt Ltd	SC	5.76	
Kanti Ladani	KMP	57.07	
Related Party Balances as at the year end			
As Investment in Equity Shares			
Jyacad Solutions Pvt Ltd	SC	1.00	1.00
As loan to Subsidiary			
Jyacad Solutions Pvt Ltd	SC	0.15	-
Amount Payable			
As Unsecured Loan			
Ramesh Sojitra	KMP	199.00	199.00
Leelavanti Sojitra	Relative of KMP	64.21	64.21
Karnavati Infrastracture Projects Ltd	Enterprise	357.23	357.23
Kanti Ladani	KMP	7.43	10.00
Beta Resources Pvt Ltd	Enterprise	5.60	550.00
As Trade Payables			
Diyatec Pvt Ltd	Enterprise	2.00	-
Jyacad Solutions Pvt Ltd	KMP	-	5.63
Kanti Ladani	KMP	-	1.03

Executive Directors compensation (INR in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Short term employee benefits	-	-
Post employment benefits	-	-
Total Compensation *	**-**	**-**

* This aforesaid amount does not includes amount in respect of gratuity and leave as the same is not determinable.

Notes on Accounts forming part of Standalone Financial Statements

35 FINANCIAL RATIOS

Sr. No.	Ratio	Numerator	Denominator	Current Period	Previous Period	% Variance
1	Current ratio	Current Assets	Current Liabilities	1.42	2.67	-46.93%
2	Debt-equity ratio	Total Debt (Borrowings)	Total Equity	0.44	0.09	408.37%
3	Debt service coverage ratio	Earning for Debt Service = Net Profit after taxes+ Non-cash operating expenses + Interest +Other non-cash adjustments	Debt service = Interest+ Repayments of borrowings	0.13	4.72	-97.34%
4	Return on equity ratio	Profits after tax	Average Total Equity	0.06%	1.04%	-94.19%
5	Inventory turnover ratio	Revenue from operations	Average Inventory	-	-	
5	Trade receivables turnover ratio	Revenue from operations	Average Trade Receivable	0.99	1.27	-22.26%
6	Trade payables turnover ratio	Cost of Materials Consumed+Other Expense	Average Trade Payables	2.99	2.18	37.32%
7	Net capital turnover ratio	Revenue from operations	working capital (Total current assets - Total current liabilities)	0.72	0.77	-6.14%
8	Net profit ratio	Profit after tax	Revenue from operations	0.32%	2.88%	-88.92%
9	Return on capital employed	Profit before interest and tax	Capital employed = Total Equity + Total Debt (Borrowings)+Deferred tax liabilities	0.06%	1.34%	-95.38%
10	Return on investment	Income generated from invested funds	Average of investments	6.98%	4.75%	47.09%

36 In the opinion of Management, any of the assets other than items of property, plant and equipment, intangible assets and Non-Current Investments have a value on realization in the ordinary course of business at least equal to the amount at which they are stated, unless otherwise stated

37 On periodical basis and as and when required, the Company reviews the carrying amounts of its assets and found that there is no indication that those assets have suffered any impairment loss. Hence, no such impairment loss have been provided in the Financial Year 2025-26 (Previous Year 2024-25 Rs. Nil)

38 ADDITIONAL REGULATORY INFORMATION

i) TITLE DEEDS

The title deeds of all the Immovable properties, (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company) disclosed in the financial statements included in property, plant and equipment and capital work-in progress are held in the name of the Company as at the balance sheet date.

ii) REVALUATION OF PROPERTY, PLANT AND EQUIPMENT AND INTANGIBLE ASSETS

The Company has not undertaken any revaluation of Property Plant & Equipments / Intangible assets during the year.

iii) DETAILS OF BENAMI PROPERTY

The company does not hold any benami property as defined under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder. No proceeding has been initiated or pending against the company for holding any benami property.

Notes on Accounts forming part of Standalone Financial Statements

iv) BORROWINGS OBTAINED ON THE BASIS OF SECURITY OF CURRENT ASSETS

The Company has not obtained any borrowings from banks or financial institutions on the basis of security of current assets. Accordingly, disclosure regarding agreement of quarterly returns/statements with books of account is not applicable.

v) WILFUL DEFAULTER

The Company is not declared wilful defaulter by any bank or financials institution or lender.

vi) RELATIONSHIP WITH STRUCK OFF COMPANIES

The company does not have any transaction with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956, during the current year and in the previous year.

vii) REGISTRATION OF CHARGES OR SATISFACTION WITH REGISTRAR OF COMPANIES

The Company does not have any charges or satisfaction of charges which is yet to be registered with Registrar of Companies beyond the statutory period.

viii) UTILISATION OF BORROWED FUNDS/ADVANCES

The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(a) 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

(b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries

ix) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) 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

(b) provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

x) UNDISCLOSED INCOME

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

xi) DETAILS OF CRYPTO CURRENCY OR VIRTUAL CURRENCY

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

Previous year's figures have been regrouped and rearranged wherever necessary, to make them comparable with those of current year.

Material accounting policies and notes to accounts (Refer Note No. 2)

The accompanying notes are an integral part of the financial statements

As per our report of even date

For, M/S Ram Chandak & Associates
Chartered Accountants
(FRN 151611W)

For and on behalf of the Board of Directors of
SGL Resources Ltd

CA Ram Narayan Chandak
Partner
M.No. 193166
Ahmedabad, 27th July, 2026

Kantilal Ladani
WTD & CFO
DIN: 00016171

Suhit Bakshi
Non-Executive Director
(DIN: 06395813)

Rekha Jhanwar
Company Secretary
M No. A42596
Ahmedabad, 27th July, 2026

INDEPENDENT AUDITOR'S REPORT

To the Members of SGL Resources Limited (formerly known as Scanpoint Geomatics Limited)

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of SGL Resources Limited (formerly known as Scanpoint Geomatics Limited), and its subsidiary ("the Holding Company and its subsidiary together referred to as the "Group") which comprise the Consolidated Balance Sheet as at March 31, 2026, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year ended on that date, and notes to the financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as the "Consolidated Financial Statements").

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

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Consolidated Financial Statements of the current period. These matters were addressed in the context of our audit of the Consolidated Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matter	How Our Audit Addressed the Key Audit Matter
1. Expected Credit Loss Allowance on Trade Receivables. As at March 31, 2026, the Holding Company's trade receivables aggregated ₹2,275 lakhs, representing 7.21% of total assets, as more fully described in Note 9 to the financial statements. The determination of credit loss allowance involves significant management judgement, including: the classification of receivables into risk buckets; and the adjustments made for current and reasonable, supportable forward-looking macroeconomic factors. Given the quantum involved and the degree of estimation uncertainty, we identified this as a key audit matter.	Our procedures included, among others: obtaining an understanding of, evaluating the design of, and testing the operating effectiveness of the Company's key controls over the recording and ageing of trade receivables and over computation of the ECL allowance; evaluating the appropriateness of the methodology applied, including forward-looking macroeconomic adjustments, against externally sourced data where relevant; and assessing the adequacy of the related disclosures under Ind AS 107 and Ind AS 109.

Key Audit Matter	How Our Audit Addressed the Key Audit Matter
2.Significant Reversals of Previously Recognized Revenue. During the year, the Holding Company reversed previously raised invoices / recognized revenue for a significant amount. These reversals were significant in value and required us to assess the appropriateness and sufficiency of supporting documentation for each, whether the reversals and the underlying revenue were recorded in the correct accounting period, and the risk of management override of controls in the raising and subsequent reversal of invoices and credit notes. We identified this as a key audit matter because of the value and volume of the reversals, the judgement involved in assessing the underlying business rationale and supporting evidence for each, and the heightened fraud risk inherent in transactions of this nature.	Our procedures included obtaining an understanding of, evaluating the design of, and testing the operating effectiveness of the Company's controls over the authorization and recording of credit notes and invoice reversals. In the course of this testing, we identified isolated instances, where supporting documentation had not been retained in a timely manner, we did not consider this indicative of a broader breakdown in the design or operation of the control, and management has since taken corrective action. In response to these instances, we extended our substantive procedures, selecting a sample of reversals weighted towards higher-value items and those near period-end, and obtaining alternative corroborating evidence — customer correspondence, purchase orders, evidence of subsequent collections — where original supporting documentation was not available.
3.During the year, the Holding Company advanced an Intercorporate Loan of ₹108 crores to a corporate entity, as more fully described in Note 6 to the financial statements. This loan represents approximately 34% of the Company's total assets as at the balance sheet date and is therefore significant. We identified this as a key audit matter on account of: the quantum of the loan relative to the Company's total assets and net worth; the judgement involved in assessing recoverability, and the legal and regulatory considerations arising from a transaction of this size, including compliance with Sections 185 and 186 of the Act.	Our procedures included: obtaining an understanding of the nature and business rationale for the loan from management and those charged with governance, including the process by which it was approved; examining the executed loan agreement to verify its terms, including interest rate, tenure, repayment schedule, assessing recoverability; evaluating whether the borrower is a related party under Ind AS 24 and Section 2(76) of the Act, based on the information and explanations available to us; assessing compliance with Sections 185 and 186 of the Act, including whether the loan required, and was approved by, a special resolution having regard to its size relative to the thresholds under Section 186(2), and whether the interest rate is not lower than the prevailing yield of specified government securities as required under Section 186(7); and assessing the adequacy of the Company's disclosures.
4.Documentation of Material Vendor Arrangements. As at March 31, 2026, certain of the Holding Company's material vendor arrangements did not have formally executed agreements in place. The absence of executed agreements required us to exercise judgement in evaluating the terms governing these arrangements — including pricing, payment terms, and any conditions affecting the classification, measurement, or disclosure of the related liabilities — and in assessing whether adequate alternative evidence existed to support the terms represented by management. We identified this as a key audit matter given the value of the arrangements affected and the judgement involved in the absence of formal documentation.	Our procedures included: obtaining management's representations regarding the commercial terms of the affected vendor arrangements; corroborating those representations with available alternative evidence, including purchase orders, goods receipt records, and historical payment patterns; evaluating whether the absence of formally executed agreements had any impact on the classification, measurement, or disclosure of the related purchases and payables; and recommending to management and those charged with governance that the relevant agreements be formally executed on a timely basis.

Other Information

The Holding Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the Consolidated Financial Statements, Standalone Financial Statements and our auditor's report thereon.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information 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.

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

Responsibilities of Management and Board of Directors for the Consolidated Financial Statements

The Holding Company's Management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these Consolidated Financial Statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including Ind AS specified under section 133 of the Act. The respective Boards of Directors of the entities included in the Group 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 design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated Financial Statements by the Directors of the Company, as aforesaid.

In preparing the Consolidated Financial Statements, the respective Management and Board of Directors of the entities included in the Group are responsible for assessing the ability of the respective entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Boards of Directors either intend to liquidate their respective entities or to cease operations, or have no realistic alternative but to do so.

The respective Boards of Directors of the entities included in the Group are also responsible for overseeing the financial reporting process of the Group.

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

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company and its subsidiary has adequate internal financial controls with reference to Consolidated Financial Statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw

attention in our auditor's report to the related disclosures in the Consolidated Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group to express an opinion on the Consolidated Financial Statements.

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

We communicate with those charged with governance of the 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 financial controls that we identify during our audit.

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

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

Other Matter

The Audit of financial statements for the year ended March 31, 2025 was conducted by the previous Statutory Auditors, and they have issued an unmodified opinion vide their report dated Sept 04, 2025.

Our opinion on the financial statements is not modified in respect of this matter.

The consolidated financial statements as at and for the year ended March 31, 2026 include the audited financial statements of the subsidiary, reflecting a net loss of Rs. 29 thousand for the year then ended and total assets of Rs. 134 thousand as at March 31, 2026. The financial statements of the subsidiary have been audited by us, and our opinion, in so far as it relates to the amounts and disclosures included in respect of the subsidiary, is based solely on our audit of its financial statements.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, we report, to the extent applicable, that:
   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Financial Statements.
   b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept by the Group, including relevant records so far as it appears from our examination of those books.
   c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows 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 Ind AS specified under section 133 of the Act.
   e) On the basis of the written representations received from the directors of the Holding Company and from directors of the subsidiary as on March 31, 2026 taken on record by the Board of Directors of the Company, none of the directors of the Group companies is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164 (2) of the Act.

f) With respect to the adequacy of the internal financial controls with reference to consolidated financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" which is based on the auditors' reports of the Company. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls with reference to consolidated financial statements of those companies.

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

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

   i. The Consolidated Financial Statements disclose the impact of pending litigations on the consolidated financial position of the Group. Refer Note 30 to the Consolidated Financial Statements.

   ii. The Group and its subsidiary did not have any material foreseeable losses on long term contracts including derivative contracts for which there were any material foreseeable losses.

   iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its subsidiary company.

   iv. (a) The respective Managements of the Holding Company and its subsidiary, whose financial statements have been audited under the Act, have represented to us that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company or the subsidiary to or in any other person or entity, outside the Group, 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 or the subsidiary ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

   (b) The respective Managements of the Holding Company and its subsidiary, whose financial statements have been audited under the Act, have represented to us that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company or the subsidiary from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company or the subsidiary 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; and

   (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us on the Holding Company and its subsidiary, whose financial statements have been audited under the Act, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

   v. The company has not declared or paid any dividend during the year in contravention of the provisions of Section 123 of Companies Act, 2013.

   vi. Based on our examination, which included test checks, the Holding Company and its subsidiary has used accounting software for maintaining its books of account, which has a feature of recording audit trail (edit log) facility. The audit trail feature was not enabled at the database and/or application level to log direct data changes for certain transaction categories during the year, consistent with the position reported in the prior year.

2. 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 for the companies included in the consolidated financial statements, to which reporting under CARO is applicable, we report that there are no qualifications in these CARO reports.

For M/S Ram Chandak & Associates
Chartered Accountants
Firm Registration No.: 151611W

CA Ram Narayan Chandak
(Partner)
Membership No.: 193166
UDIN: 26193166XQMZOQ3633

Place: Ahmedabad
Date: July 27, 2026

Annexure "A" to the Independent Auditor's Report

(Annexure referred to in our report of even date to the members of SGL Resources Limited (formerly known as Scanpoint Geomatics Limited) on the consolidated accounts for the year ended March 31, 2026)

Report on the Internal Financial Controls with reference to Consolidated Financial Statements under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 (the "Act")

In conjunction with our audit of the Consolidated Financial Statements of the Company as of and for the year ended March 31, 2026, we have audited the internal financial controls with reference to Consolidated Financial Statements of SGL Resources Limited (formerly known as Scanpoint Geomatics Limited) (hereinafter referred to as the "Company") and its subsidiary company.

Management's and Board of Directors' Responsibilities for Internal Financial Control

The respective Company's management and Boards of Directors of the Holding Company and its subsidiary company, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "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 the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to Consolidated Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Consolidated Financial Statements included obtaining an understanding of internal financial controls with reference to Consolidated Financial Statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the 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 internal financial controls with reference to Consolidated Financial Statements of the Holding Company and its subsidiary company.

Meaning of Internal Financial Controls with reference to Consolidated Financial Statements

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

Inherent Limitations of Internal Financial Controls with Reference to Consolidated Financial Statements

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the Holding Company and its subsidiary company, have, in all material respects, an adequate internal financial controls system with reference to Consolidated Financial Statements and such internal financial controls with reference to Consolidated Financial Statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to Consolidated Financial Statements established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

During the course of our audit, we identified a few instances where credit notes issued against sales, and their subsequent reversal, lacked adequate supporting documentation at the time of our testing. Based on the limited number and value of the instances identified relative to the total population tested, we do not consider this indicative of a broader deficiency in the design or operation of the related control. Management has since taken corrective action, which we have verified has been implemented.

Similarly, we identified isolated instances where debit notes issued against purchases, and their subsequent reversal, lacked adequate supporting documentation at the time of our testing. As with credit notes, we do not consider this indicative of a broader deficiency, and management has taken corrective action.

Management has represented that corrective steps have since been taken, or are in the process of being taken, to strengthen the design and operating effectiveness of the relevant controls, including establishing a functioning internal audit function and tightening documentation requirements for loans, investments, and vendor arrangements. Having considered the nature, extent, and potential impact of the above matters, both individually and in the aggregate, together with the remedial measures represented by management, we have concluded that these matters do not constitute a material weakness in the Company's internal financial controls with reference to financial statements as at March 31, 2026. Accordingly, these matters do not affect our opinion on the internal financial controls expressed above.

For M/S Ram Chandak & Associates
Chartered Accountants
Firm Registration No.: 151611W

CA Ram Narayan Chandak
(Partner)
Membership No.: 193166
UDIN: 26193166XQMZOQ3633

Place: Ahmedabad
Date: July 27, 2026

CONSOLIDATED BALANCE SHEET

AS AT MARCH 31, 2026

(Rs. In Lakhs)

	PARTICULARS	Note No.	As At March 31, 2026	As At March 31, 2025
I.	**ASSETS**			
	Non-current assets			
	Property, plant and equipment	3	48.58	135.09
	Intangible asset under development	4	9,475.70	9,475.70
	Other Intangible assets	4	926.40	1,717.94
	Financial Assets			
	Investments	5	200.54	192.36
	Other Financial assets	7	4,391.26	308.14
	Other Non Current Assets	8	-	1,800.00
	Deffered Tax Asset (Net)	19	142.71	58.82
	Total non-current assets		**15,185.19**	**13,688.05**
	Current assets			
	Financial assets			
	Trade receivables	9	2,275.41	4,800.05
	Cash and cash equivalents	10	12.07	271.51
	Bank Balance other than Cash & Cash Equivalent	10	708.97	974.90
	Loans	6	11,132.88	5.73
	Other financial assets	7	30.00	76.97
	Current Tax Asset (Net)	11	121.27	34.74
	Other current assest	8	2,099.04	3,964.72
	Total current assets		**16,379.64**	**10,128.62**
	Total assets		**31,564.83**	**23,816.67**
II.	**EQUITY AND LIABILITIES**			
	Equity			
	Equity share capital	12	5,009.60	5,009.60
	Other equity	13	13,492.91	13,478.59
	Total Equity		**18,502.51**	**18,488.19**
	Liabilities			
	Non current liabilities			
	Financial liabilities			
	Borrowings	14	1,477.28	1,471.62
	Provisions	15	40.22	68.64
	Total non-current liabilities		**1,517.50**	**1,540.26**
	Current liabilities			
	Financial liabilities			
	Borrowings	14	6,579.30	111.91
	Trade Payables	16		
	Total outstanding dues of creditors other than micro enterprises and small enterprises.		964.15	1,377.11
	Total outstanding dues of creditors micro enterprises and small enterprises.			
	Other financial liabilities	17	276.32	2,114.26
	Other current liabilities	18	3,677.92	141.18
	Provisions	15	47.13	43.76
	Total current liabilities		**11,544.82**	**3,788.22**
	Total equity and liabilities		**31,564.83**	**23,816.67**
	Material accounting policies and notes to accounts	2		
	The accompanying notes are an integral part of the Consolidated financial statements			

As per our report of even date

For and on behalf of the Board of Directors of SGL Resources Ltd

For, M/S Ram Chandak & Associates
Chartered Accountants
(FRN 151611W)

CA Ram Narayan Chandak
Partner
M.No. 193166
Ahmedabad, 27th July, 2026

Kantilal Ladani
WTD & CFO
DIN: 00016171

Suhit Bakshi
Non-Executive Director
(DIN: 06395813)

Rekha Jhanwar
Company Secretary
M No. A42596
Ahmedabad, 27th July, 2026

CONSOLIDATED STATEMENT OF PROFIT AND LOSS

FOR THE PERIOD ENDED MARCH 31, 2026

(Rs. In Lakhs)

PARTICULARS	Notes	For the Year ended 31st March, 2026	For the Year ended 31st March, 2025
Revenue from operations	20	3,486.87	4,871.29
Other income	21	1,416.79	162.80
Total income		**4,903.66**	**5,034.09**
Expenses			
Purchase of Stock in Trade	22	517.50	-
Employee benefits expense	23	556.92	592.64
Finance costs	24	5.65	122.82
Travel expenses	25	17.41	15.94
Depreciation and amortization expense	3&4	811.38	867.72
Other expense	25	2,984.27	3,284.89
Total expenses		**4,893.13**	**4,884.01**
Profit before tax		**10.53**	**150.08**
Tax expenses:	26		
Current tax		85.04	53.89
Deferred tax		(86.56)	(53.07)
Tax adjustment of previous year		1.35	4.02
Total tax Expenses		**(0.17)**	**4.83**
Profit after tax		**10.70**	**145.25**
Other comprehensive income			
Items that will not be reclassified subsequently to profit or loss			
Remeasurement of the net defined liability/asset		(1.88)	(11.04)
Income tax (expense)/ benefit on remeasurement of defined benefit plans		(2.30)	5.90
Equity instruments through other comprehensive income		8.18	5.30
Income tax expense on investments in equity instruments through OCI		(0.37)	(2.67)
Items that will be reclassified subsequently to profit or loss			
Total comprehensive income for the year (net of tax)		3.63	(2.51)
Total comprehensive income for the year		**14.33**	**142.74**
Earning per equity share	31		
Equity shares of par value Rs.2 each			
Basic (Rs.)		0.00	0.08
Diluted (Rs.)		0.00	0.08

Material accounting policies and notes to accounts 2

The accompanying notes are an integral part of the Consolidated financial statements

As per our report of even date

For and on behalf of the Board of Directors of SGL Resources Ltd

For, M/S Ram Chandak & Associates
Chartered Accountants
(FRN 151611W)

CA Ram Narayan Chandak
Partner
M.No. 193166
Ahmedabad, 27th July, 2026

Kantilal Ladani
WTD & CFO
DIN: 00016171

Suhit Bakshi
Non-Executive Director
(DIN: 06395813)

Rekha Jhanwar
Company Secretary
M No. A42596
Ahmedabad, 27th July, 2026

CONSOLIDATED CASH FLOW STATEMENT

FOR THE PERIOD ENDED MARCH 31, 2026

(Rs. In Lakhs)

	PARTICULARS	For the year ended 31st March, 2026	For the year ended 31st March, 2025
A.	**Cash flow from operating activities**		
	Net Profit/(Loss) before Tax	10.53	150.08
	Adjustments for:		
	Add:		
	Depreciation	811.38	867.72
	Loss on sales of Assets	23.23	4.10
	Interest Paid	5.65	122.82
	Less:		
	Interest Received	425.17	58.16
	Operating Profit/(Loss) before working capital changes	**425.62**	**1,086.56**
	Adjustments for:		
	Trade receivable	2,524.64	(1,915.48)
	Loans	4.18	41.04
	Loan to subsidiary	-	-
	Other financial assets	(4,036.15)	315.77
	Other non current assets	1,800.00	(1,800.00)
	Other current Assets	1,779.15	233.61
	Provisions	(26.94)	(10.51)
	Trade payables	(412.96)	(271.16)
	Other financial liabilities	(1,837.94)	(109.96)
	Other current liabilities	3,536.74	(42.56)
	Cash generated from operation	**3,756.35**	**(2,472.69)**
	Income tax Paid	86.39	57.90
	Net cash generated by operating activities	**3,669.96**	**(2,530.59)**
B.	**Cash flow from Investing Activities**		
	Intangible asset under development	-	(2,072.38)
	Acquisition/sales of property, plant and equipment	43.43	3.71
	Interest Recieved	425.17	58.16
	Intercorporate Loan	(11,131.33)	-
	Chgange in other bank balances	265.93	22.04
	Net Cash used in investing activities	**(10,396.80)**	**(1,988.47)**
C.	**Cash flow from financing activities**		
	Proceeds from issue of share capital (incl.securities premium)	-	9,734.22
	Borrowing	6,473.05	(4,833.68)
	Less:		
	Interest paid	5.65	122.82
	Net cash used in financing activities	**6,467.40**	**4,777.71**
	Net increase in cash and cash equivalents	**(259.44)**	**258.66**
	Cash and cash equivalent as at beginning of year	271.51	12.86
	Cash and cash equivalent as at end of year	**12.07**	**271.51**

STANDALONE CASH FLOW STATEMENT (Contd.)

FOR THE PERIOD ENDED MARCH 31, 2026

Components of cash and cash equivalents	As at March 31,2026	As at March 31,2025
Cash on Hand	0.19	18.11
Bank Balance	11.88	3.25
Fixed Deposits		250.15
	12.07	**271.51**

NOTES

Previous year's figure has been regrouped/rearranged wherever necessary to confirm to current year's classification.

Material accounting policies and notes to accounts (Refer Notes No. 2)

The accompanying notes are an integral part of the Standalone financial statements

As per our report of even date

For, M/S Ram Chandak & Associates
Chartered Accountants
(FRN 151611W)

For and on behalf of the Board of Directors of
SGL Resources Ltd

CA Ram Narayan Chandak
Partner
M.No. 193166
Ahmedabad, 27th July, 2026

Kantilal Ladani
WTD & CFO
DIN: 00016171

Suhit Bakshi
Non-Executive Director
(DIN: 06395813)

Rekha Jhanwar
Company Secretary
M No. A42596
Ahmedabad, 27th July, 2026

Consolidated Statements Of Changes in Equity

FOR THE PERIOD ENDED MARCH 31, 2026

A. Equity Share Capital **(Rs. In Lakhs)**

Balance as at April 1, 2025	Change in equity share capital due to prior period errors	Restated Balance as at April 1,2025	Change in equity share capital during the year	Balance as at March 31, 2026
5,009.60	-	5,009.60	-	5,009.60

Balance as at April 1, 2024	Change in equity share capital due to prior period errors	Restated Balance as at April 1,2024	Change in equity share capital during the year	Balance as at March 31, 2025
1,386.14	-	1,386.14	3,623.45	5,009.60

F.Y.2025-26

B. OTHER EQUITY **(Rs. In Lakhs)**

Particulars	Reserves and Surplus				Other Comprehensive Income		Total equity attributable to equity holders of the company
	Securities Premium Reserve	Retained Earnings	Capital Reserve	General Reserve	Equity instruments through other comprehensive income	Remeasurement of defined benefit plans	
Balance as on April 1, 2025	**11,574.22**	**1,717.53**	**166.25**	**11.63**	**5.66**	**3.30**	**13,478.59**
Changes in the equity for the year ended March 31, 2026	-	-	-	-	-	-	-
Increase in Securities Premium on account of Right Issue	-	-	-	-	-	-	-
Right Issue related expenses	-	-	-	-	-	-	-
Equity instruments through other comprehensive income, net of tax effect	-	-	-	-	-	-	-
Remeasurement of the net defined benefit liablity, net of tax effect	-	-	-	-	7.81	(4.19)	3.62
Profit for the year	-	10.70	-	-	-	-	10.70
Balance as on March 31, 2026	**11,574.22**	**1,728.23**	**166.25**	**11.63**	**13.47**	**(0.89)**	**13,492.91**

F.Y.2024-25

B. OTHER EQUITY **(Rs. In Lakhs)**

Particulars	Reserves and Surplus				Other Comprehensive Income		Total equity attributable to equity holders of the company
	Securities Premium Reserve	Retained Earnings	Capital Reserve	General Reserve	Equity instruments through other comprehensive income	Remeasurement of defined benefit plans	
Balance as on April 1, 2024	**5,463.45**	**1,572.28**	**166.25**	**11.63**	**3.03**	**8.44**	**7,225.08**
Changes in the equity for the year ended March 31, 2025	-	-	-	-	-	-	-

Standalone Statements Of Changes in Equity (Contd.)

FOR THE PERIOD ENDED MARCH 31, 2026

Particulars	Reserves and Surplus				Other Comprehensive Income		Total equity attributable to equity holders of the company
	Securities Premiuim Reserve	Retained Earnings	Capital Reserve	General Reserve	Equity instruments through other comprehensive income	Remeasurement of defined benefit plans	
Increase in Securities Premium on account of Right Issue	6,258.90	-	-	-	-	-	6,258.90
Right Issue related expenses	(148.13)	-	-	-	-	-	(148.13)
Equity instruments through other comprehensive income, net of tax effect	-	-	-	-	-	(5.14)	(5.14)
Remeasurement of the net defined benefit liablity, net of tax effect	-	-	-	-	2.63	-	2.63
Profit for the year	-	145.25	-	-	-	-	145.25
Balance as on March 31, 2025	**11,574.22**	**1,717.53**	**166.25**	**11.63**	**5.66**	**3.30**	**13,478.59**

Description of nature and purpose of each reserve:

a) **Capital Reserve**

The Company recognies profit and loss on purchase, sale, issue or cancellation of the Company's own equity instruments to capital reserve.

b) **Securities Premium**

Securities premium reserve represents premium received on equity share issued, which can be utilised only in accordance with the provisions of the companies act 2013(the Act) for specified.

c) **Retained Earnings**

This reserve represents undisputed accumulated earnings of the Company as on the balance sheet date.

d) **General Reserve**

General reserve is created from time to time by Transferring profits from retained earning and can be utilised for purposes such as dividend pay out, bonus issued etc. and it is not an item of the other comprehensive income

e) **Other Comprehensive Income (OCI)**

OCI presents the cumulative gain and losses arising on the revaluation of equity instruments measured as Fair Value through other Comprehensive Income(FVTOCI), under an irrevocable options, net of amount reclassified to retained earnings when such assets are disposed off.

Material accounting policies and notes to accounts (Refer Notes No. 2)

The accompanying notes are an integral part of the Standalone financial statements

As per our report of even date

For and on behalf of the Board of Directors of SGL Resources Ltd

For, M/S Ram Chandak & Associates
Chartered Accountants
(FRN 151611W)

CA Ram Narayan Chandak
Partner
M.No. 193166
Ahmedabad, 27th July, 2026

Kantilal Ladani
WTD & CFO
DIN: 00016171

Suhit Bakshi
Non-Executive Director
(DIN: 06395813)

Rekha Jhanwar
Company Secretary
M No. A42596
Ahmedabad, 27th July, 2026

Notes on Accounts forming part of Consolidated Financial Statements

1 CORPORATE INFORMATION

The Consolidated financial statements of The SGL Resources Ltd.(Formerly Known as Scanpoint Geomatics Limited) are made up of the The SGL Resources Ltd. (Formerly Known as Scanpoint Geomatics Limited) together with its subsidiary Jyacad Solutions Pvt Ltd. (collectively referred to as the "Group").

The Company Is engaged in the business of GIS based software development and sales.The SGL Resources Ltd.(Formerly Known as Scanpoint Geomatics Limited) is a public company incorporated under the provisions of the Companies Act, 1956. Its shares are listed on Bombay Stock Exchange.

The principal accounting policies applied in the preparation of the consolidated financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

2 MATERIAL ACCOUNTING POLICIES

This note provides a list of the material accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 BASIS OF PREPARATION & PRESENTATION OF FINANCIAL STATEMENTS

a. Statement of Compliance

These consolidated financial statements have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") as prescribed under section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules as amended from time to time

b. Basis of measurement

The consolidated financial statements have been prepared on a historical cost convention and on an accrual basis, except for certain financial instruments which are measured at fair value at end of the each reporting period, as explained in the accounting policies below.

c. Use of judgment, estimates and assumptions

The preparation of the consolidated financial statements in conformity with Ind AS requires the management to make judgments, estimates and assumptions considered in the reported amounts of assets and liabilities and disclosure relating to contingent liabilities as at the date of consolidated financial statement and the reported amounts of income and expenditure during the reported year. Estimates and underlying assumptions are reviewed on a periodic basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

In particular, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements is included in the following notes:

i. Income taxes

The Company's major tax jurisdiction is India. Significant judgments are involved in determining the provision for income taxes, including amount expected to be paid/ recovered for uncertain tax positions. In assessing the reliability of deferred income tax assets, management considers whether some portion or all of the deferred income tax assets will not be realized. The realization of deferred income tax assets is dependent upon the generation of future taxable income during the periods in which the temporary differences become deductible. Management considers the scheduled reversals of deferred income tax liabilities, projected future taxable income and tax planning strategies in making this assessment. Based on the level of historical taxable income and projections for future taxable income over the periods in which the deferred income tax assets are deductible, management believes that the company will realize the benefits of those deductible differences. The amount of the deferred income tax assets considered realizable, however, could be reduced in the near term if estimates of future taxable income during the carry forward period are reduced.

ii. Impairment testing

Investments in subsidiaries, goodwill and intangible assets are tested for impairment annually and when events occur or changes in circumstances indicate that the recoverable amount of the asset or cash generating

Notes on Accounts forming part of Consolidated Financial Statements

units to which these pertain is less than its carrying value. The recoverable amount of cash generating units is higher of value-in-use and fair value less cost to dispose. The calculation of value in use of a cash generating unit involves use of significant estimates and assumptions which includes turnover and earnings multiples, growth rates and net margins used to calculate projected future cash flows, risk-adjusted discount rate, future economic and market conditions.

iii. Depreciation and amortisation

Depreciation and amortization is based on management estimates of the future useful lives of certain class of property, plant and equipment and intangible assets. Estimates may change due to technological developments, competition, changes in market conditions and other factors and may result in changes in the estimated useful life and in the depreciation and amortization charges.

iv. Other estimates

The preparation of financial statements involves estimates and assumptions that affect the reported amount of assets, liabilities, disclosure of contingent liabilities at the date of financial statements and the reported amount of revenues and expenses for the reporting period. Specifically, the Company estimates the probability of collection of accounts receivable by analyzing historical payment patterns, customer concentrations, customer credit worthiness and current economic trends. If the financial condition of a customer deteriorates, additional allowances may be required.

The stock compensation expense is determined based on the Company's estimate of equity instruments that will eventually vest.

Fair valuation of derivative hedging instruments designated as cash flow hedges involves significant estimates relating to the occurrence of forecast transaction.

2.2 Basis of Consolidation

The Consolidated Financial Statements comprise the financial statements of the Parent Company ('the Company') and its subsidiary. Control is achieved when the Company has:

- Power over the investee,
- Is exposed or has 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.

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Company has less than a majority of the voting or similar rights of an investee, the Company considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee,
- Rights arising from other contractual arrangements,
- The Company's voting rights and potential voting rights,
- The size of the Company's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders.

The Company re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Company obtains control over the subsidiary and ceases when the Company loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed off during the year are included in the Consolidated Financial Statements from the date the Company gains control until the date the Company ceases to control the subsidiary.

Consolidated Financial Statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the Consolidated Financial Statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's financial statements in preparing the Consolidated Financial Statements to ensure conformity with the Group's accounting policies.

Notes on Accounts forming part of Consolidated Financial Statements

Consolidation procedure:

(a) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the Parent with its subsidiary. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognized in the Consolidated Financial Statements at the acquisition date.

(b) Offset (eliminate) the carrying amount of the Parent's investment in subsidiary and the Parent's portion of equity of subsidiary. The excess of cost to the Group of its investments in the subsidiary company over its share of equity of the subsidiary companies at the dates on which the investments in the subsidiary company were made, is recognised as 'Goodwill' being an asset in the consolidated financial statements and its tested for impairment on annual basis. The Goodwill is determined separately for each subsidiary company and such amounts are not set off between different entities.

(c) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the Consolidated Financial Statements.

Profit or loss and each component of Other Comprehensive Income (OCI) are attributed to the owners of the Company and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiary to bring its accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction.

Following subsidiary has been considered in the preparation of the consolidated financial statements

Name of the Company	Country of Incorporation	Proportion of Ownership as on March 31, 2025	Proportion of Ownership as on March 31, 2024
Jyacad Solutions Pvt. Ltd.	India	99.90%	99.90%

2.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

a Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates (i.e. the "functional currency"). The financial statements are presented in Indian Rupee, the national currency of India, which is the functional currency of the Company.

b Investment In Subsidiaries, Associate And Joint Venture:

Investment in subsidiary companies, associate and joint venture companies are carried at cost less accumulated impairment losses, if any. Where an indication of Impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in subsidiary companies, associate and joint venture companies, the difference between net disposal of proceeds and the carrying amounts are recognized in the statement of Profit and Loss.

c Property, plant and equipment

Property, plant and equipment are measured at historical cost or its deemed cost less accumulated depreciation and impairment losses, if any. Historical Cost includes expenditures directly attributable to the acquisition of the asset.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment. Subsequent expenditure relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the Company

Notes on Accounts forming part of Consolidated Financial Statements

and the cost of the item can be measured reliably. Repairs and maintenance costs are recognized in the statement of profit and loss when incurred.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in the Statement of Profit and Loss.

d Capital work-in-progress

Amounts paid towards the acquisition of property, plant and equipment outstanding as of each reporting date and the cost of property, plant and equipment not ready for intended use before such date are disclosed under capital advances and capital work-in-progress respectively.

e Depreciation/ Amortisation

Depreciable amount for assets is the cost of asset less its estimated residual value.

Depreciation has been provided on all assets on the straight line method, as per the useful life prescribed in Schedule II of the Companies Act, 2013.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate. The Company assesses at each Balance Sheet date whether there is objective evidence that an asset or a group of assets is impaired. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

The residual values are not more than 5% of the original cost of assets.

f Leases

From April 1, 2019, Ind AS 116 'Leases' is applicable to all the listed companies. Ind AS 116 has certain exemptions from the application of Ind AS - 116:

i. Short Term Leases

A lease that at the commencement date, has a lease term of 12 months or less. However, a lease that contains an option to purchase the asset is not a short-term lease

1. The election for short-term leases shall be made by class of underlying asset to which the right of use relates and can be made on a lease-by-lease basis.

ii. Leases for low value assets

An underlying asset can be of low value only if:

1. The lessee can benefit from use of the underlying asset on its own or together with other resources that are readily available to the lessee; and
2. The underlying asset is not highly dependent on, or highly interrelated with, other assets.

Examples of low-value underlying assets can include tablet and personal computers, small items of office furniture and telephones.

When new, if the asset is typically not of low value, the lease of such asset does not qualify as a lease of a low-value asset. When new, if the asset is typically not of low value, the lease of such asset does not qualify as a lease of a low-value asset. The assessment of whether an underlying asset is of low value is performed on an absolute basis. Leases of low-value assets qualify for recognition exemption regardless of whether those leases are material to the lessee. The assessment is not affected by the size, nature or circumstances of the lessee.

Accounting for short term and low value asset leases

If a lessee elects to opt for the recognition exemption for either short-term leases or leases for which the underlying asset is of low value, the lessee shall recognize the lease payments associated with those leases as an expense on either a straight-line basis over the lease term or another systematic basis. According to information and explanation provided to us, all the lease agreements of company are short term lease agreements so application of new Ind AS – 116 'Leases' is not applicable to us.

Notes on Accounts forming part of Consolidated Financial Statements

g. Financial Instruments

All financial instruments are recognized initially at fair value. Transaction costs that are attributable to the acquisition of the financial asset (other than financial assets recorded at fair value through profit or loss) are included in the fair value of the financial assets. Purchase or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trade) are recognized on trade date. While, loans and borrowings and payables are recognized as net cost of directly attributable transaction costs.

For the purpose of subsequent measurement, financial instruments of the Company are classified in the following categories: non-derivative financial assets comprising amortized cost, debt instruments at fair value through other comprehensive income(FVTOCI), equity instruments at FVTOCI or fair value through profit and loss account (FVTPL), non-derivative financial liabilities at amortized cost or FVTPL and derivative financial instruments (under the category of financial assets or financial liabilities) at FVTPL.

The classification of financial instruments depends on the objective of the business model for which it is held. Management determines the classification of its financial instruments at initial recognition.

Non-derivative financial assets

i. Financial assets at amortised cost

A financial asset shall be measured at amortized cost if both of the following conditions are met: the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

They are presented as current assets, except for those maturing later than 12 months after the reporting date which are presented as non-current assets. Financial assets are measured initially at fair value plus transaction costs and subsequently carried at amortized cost using the effective interest rate method, less any impairment loss.

Financial assets at amortized cost are represented by trade receivables, security deposits, cash and cash equivalents, employee and other advances and eligible current and non-current assets.

Cash and cash equivalents comprise cash on hand and in banks and demand deposits with banks which can be withdrawn at any time without prior notice or penalty on the principal.

For the purposes of the cash flow statement, cash and cash equivalents include cash on hand, in banks and demand deposits with banks, net of outstanding bank overdrafts that are repayable on demand, book overdraft and are considered part of the Company's cash management system.

ii. Financial Assets at Fair Value through Other Comprehensive Income (FVTOCI)

For assets, if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and where the company has exercised the option to classify the equity investment as at FVTOCI, all air value changes on the investment are recognized in OCI. The accumulated gains or losses on such investments are not recycled to the Statement of Profit and Loss even on sale of such investment.

iii. Financial assets at Fair Value through Profit and loss (FVTPL)

A financial asset which is not classified in any of the above category is measured at FVTPL. These include surplus funds invested in mutual funds etc. Financial assets included within the FVTPL category are measured at fair values with all changes recorded in the statement of profit and loss.

Notes on Accounts forming part of Consolidated Financial Statements

Non-derivative financial liabilities

i. Financial liabilities at amortized cost.

Financial liabilities at amortized cost represented by borrowings, trade and other payables are initially recognized at fair value, and subsequently carried at amortized cost using the effective interest rate method. For trade and other payable maturing within one year from the Balance Sheet date, the carrying value approximates fair value due to short maturity.

ii. Financial liabilities at Fair Value through Profit and loss (FVTPL)

Financial liabilities at FVTPL represented by contingent consideration are measured at fair value with all changes recognized in the statement of profit and loss.

iii. Derivative financial instruments and hedging activities

A derivative is a financial instrument which changes value in response to changes in an underlying asset and is settled at a future date. Derivatives are initially recognized at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. The method of recognizing the resulting gain or loss depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged.

The Company enters into derivative contracts to hedge the risks asserted with currency fluctuations relating to firm commitments and highly probable transactions. The Company does not use derivative instruments for speculative purposes.

The Company documents, at the inception of the transaction, the relationship between hedging instruments and hedged items, as well as its risk management objectives and strategy for undertaking various hedging transactions. The Company also documents its assessment, both at hedge inception and on an on-going basis, of whether the derivatives that are used in hedging transactions are effective in offsetting changes in cash flows of hedged items.

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognized in Other Comprehensive Income. The ineffective portion of changes in the fair value of the derivative is recognized in the Statement of Profit and Loss.

Amounts accumulated in hedging reserve are reclassified to the Statement of Profit and Loss in the periods when the hedged item affects the Statement of Profit and Loss.

The full fair value of a hedging derivative is classified as a current/ non-current, asset or liability based on the remaining maturity of the hedged item.

When a hedging instrument expires, swapped or unwound, or when a hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss existing in Statement of Changes in Equity is recognized in the Statement of Profit and Loss.

iv. Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the Balance Sheet when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously.

v. Fair value measurement

The Company classifies the fair value of its financial instruments in the following hierarchy, based on the inputs used in their valuation:

Level 1 - The fair value of financial instruments quoted in active markets is based on their quoted closing price at the Balance Sheet date.

Notes on Accounts forming part of Consolidated Financial Statements

Level 2 - The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques using observable market data. Such valuation techniques include discounted cash flows, standard valuation models based on market parameters for interest rates, yield curves or foreign exchange rates, dealer quotes for similar instruments and use of comparable arm's length transactions.

Level 3 - The fair value of financial instruments that are measured on the basis of entity specific valuations using inputs that are not based on observable market data (unobservable inputs). When the fair value of unquoted instruments cannot be measured with sufficient reliability, the Company carries such instruments at cost less impairment, if applicable.

h. Employee Benefits

i. Short term employee benefits:

Short Term benefits are recognized as an expense at the undiscounted amounts in the Statement of Profit and Loss of the year in which the related service is rendered.

ii. Post employment benefits:

Defined contribution plan:

The Employee and Company make monthly fixed Contribution to Government of India Employee's Provident Fund equal to a specified percentage of the Cover employee's salary, Provision for the same is made in the year in which service are render by employee.

Defined benefit plans:

The Liability for Gratuity to employees, which is a defined benefit plan, as at Balance Sheet date determined on the basis of actuarial Valuation based on Projected Unit Credit method and the contribution thereof paid/ payable is absorbed in the accounts.

The present value of the defined benefit obligations is determined by discounting the estimated future cash flows at a predetermined rate of interest, taking into account the probability of payment. This cost is included in employee benefit expenses in the statement of profit and loss.

Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in balance sheet. Changes in present value of the defined benefit obligation resulting from plan amendment or curtailments are recognized immediately in profit or loss as past service cost.

iii. Other long term employee benefits:

Other long term employee benefits comprises of leave encashment towards un-availed leave and compensated absences, these are recognized based on the present value of defined obligation which is computed using the project unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. These are accounted either as current employee cost or included in cost of assets as permitted.

Re-measurement of leave encashment towards un-availed leave and compensated absences are recognized in the statement of profit and loss except those included in cost of assets as permitted in the period which they occur.

i. Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognized as an asset, if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Notes on Accounts forming part of Consolidated Financial Statements

Provisions for onerous contracts are recognized when the expected benefits to be derived by the Company from a contract are lower than the unavoidable costs of meeting the future obligations under the contract. Provisions for onerous contracts.

j. Income Taxes

Income tax comprises current and deferred tax. Income tax expense is recognized in the Statement of Profit and Loss except to the extent it relates to items directly recognized in equity or in other comprehensive income

i. Current income tax

Current income tax liability/ (asset) for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities based on the taxable income for the year. The tax rates and tax laws used to compute the current tax amount are those that are enacted or substantively enacted by the reporting date and applicable for the year. The Company off sets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis or to realize the asset and liability simultaneously.

ii. Deferred tax

Deferred income tax is recognized using the Balance Sheet approach. Deferred income tax assets and liabilities are recognized for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in financial statements, except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profits or loss at the time of the transaction.

Deferred income tax asset is recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilized. Deferred income tax liabilities are recognized for all taxable temporary differences.

The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

k. Cash flow Statement:

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipt or payments and item of income or expense associated with investing or financing cash-flows. The cash flow from operating, investing and financing activities of the Company is segregated.

l. Revenue Recognition

The Company derives revenue primarily from software development and from the licensing of software products. The Company recognizes revenue when it transfers control over a product or a service to a customer. The method for recognizing revenues and costs depends on the nature of the services rendered.

The timing of revenue recognition, billings and cash collections results in receivables, unbilled revenue, and unearned revenue on the Company's Balance Sheet. Amounts are billed as work progresses in accordance with agreed-upon contractual terms, either at periodic intervals (e.g., monthly or quarterly) or upon achievement of contractual milestones.

The Company's receivables are rights to consideration that are unconditional. Unbilled revenues comprising revenues in excess of billings from time and material contracts and fixed-price maintenance contracts are classified as financial asset when the right to consideration is unconditional and is due only after a passage of time.

Notes on Accounts forming part of Consolidated Financial Statements

Invoicing to the clients for other fixed-price contracts is based on milestones as defined in the contract and therefore the timing of revenue recognition is different from the timing of invoicing to the customers. Therefore unbilled revenues for other fixed-price contracts (contract asset) are classified as "non-financial asset" because the right to consideration is dependent on completion of contractual milestones. Invoicing in excess of earnings is classified as "unearned revenue".

Remaining performance obligation disclosure:

The remaining performance obligation disclosure provides the aggregate amount of the transaction price yet to be recognized as at the end of the reporting period and an explanation as to when the Company expects to recognize these amounts in revenue. Applying the practical expedient as given in Ind AS 115, the Company has not disclosed the remaining performance obligation-related disclosures for contracts where the revenue recognized corresponds directly with the value to the customer of the entity's performance completed to date, typically those contracts where invoicing is on time and material and unit of work-based contracts. Remaining performance obligation estimates are subject to change and are affected by several factors, including terminations, changes in the scope of contracts, periodic revalidations, and adjustment for revenue that has not materialized and adjustments for currency.

i. Time and materials contracts

Revenues from contracts priced on a time and material basis are recognized as the related services are performed and related costs are incurred.

ii. Fixed-price contracts

Revenues from fixed-price contracts are recognized using the "percentage-of-completion" method. Percentage of completion is determined based on project costs incurred to date as a percentage of total estimated project costs required to complete the project. The cost expended (or input) method has been used to measure progress towards completion as there is a direct relationship between input and productivity.

If the Company does not have a sufficient basis to measure the progress of completion or to estimate the total contract revenues and costs, revenue is recognized only to the extent of contract cost incurred for which recoverability is probable.

When total cost estimates exceed revenues in an arrangement, the estimated losses are recognized in the statement of profit and loss in the period in which such losses become probable based on the current contract estimates.

iii. Maintenance Contracts

Revenue from maintenance contracts is recognized ratably over the period of the contract using the "percentage-of-completion "method. When services are performed through an indefinite number of repetitive acts over a specified period of time, revenue is recognized on a straight line basis over the specified period or under some other method that better represents the stage of completion.

'Unbilled revenues' represent cost and earnings in excess of billings as at the end of the reporting period.

'Unearned revenues' represent billing in excess of revenue recognized. Advance payments received from customers for whom no services are rendered are presented as 'Advance from customers.

Revenues are reported net of Sales returns, GST and applicable discounts and allowances.

m. Dividend and dividend distribution tax

Final dividends on shares are recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors. The Company declares and pays dividends in Indian rupees and is subject to applicable distribution taxes. The applicable distribution taxes are treated as an appropriation of profits.

Notes on Accounts forming part of Consolidated Financial Statements

n. Foreign Currency transactions and translations

Transactions in foreign currency are translated into the respective functional currencies using the exchange rates prevailing at the dates of the respective transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at the exchange rates prevailing at reporting date of monetary assets and liabilities denominated in foreign currencies are recognized in the Statement of Profit and Loss and reported within foreign exchange gains/ (losses).

Non-monetary assets and liabilities denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of transaction.

Foreign currency gains and losses are reported on a net basis. This includes changes in the fair value of foreign exchange derivative instruments, which are accounted at fair value through profit or loss.

o. Finance Income and expense

Finance income consists of interest income on funds invested, dividend income and fair value gains on the FVTPL financial assets. Interest income is recognized as it accrues in the statement of profit and loss, using the effective interest method.

Dividend income is recognized in the statement of profit and loss on the date that the Company's right to receive payment is established.

Finance expenses consist of interest expense on loans and borrowings. Borrowing costs are recognized in the Statement of Profit and Loss using the effective interest method.

p. Impairment

i. Financial assets

In accordance with Ind AS 109, the Company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss.

The Company assesses at each Balance Sheet date whether a financial asset or a group of financial assets is impaired. The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivable and unbilled revenue. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. The Company recognizes lifetime expected credit losses for all trade receivables and/or other contract assets that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the 12 month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

ECL allowance (or reversal) is recognized as income / expense in the Statement of Profit and Loss.

ii. Non-financial assets

The Company assesses at each reporting date whether there is any objective evidence that a non-financial asset or a group of non financial assets is impaired. If any such indication exists, the Company estimates the amount of impairment loss.

An impairment loss is calculated as the difference between an asset's carrying amount and recoverable amount. Losses are recognized in Statement of Profit and Loss and reflected in an allowance account. If the amount of impairment loss subsequently decreases and the decrease can be related objectively to an event occurring after the impairment was recognized, then the previously recognized impairment loss is reversed through Statement of Profit and Loss.

The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net off any accumulated depreciation/ amortization)had no impairment loss been recognized for the asset in prior years.

The recoverable amount of an asset or cash-generating unit (as defined below) is the greater of its value in use and its fair value less costs to sell. In assessing value

Notes on Accounts forming part of Consolidated Financial Statements

in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assessor groups of assets (the "cash-generating unit").

q. Earnings per share

Basic earnings per equity share are computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares outstanding during the period.

Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares). Dilutive potential equity shares are deemed converted as at the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

r. Contingent Liabilities

Contingent liabilities exist when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or nonoccurrence of one or more uncertain future events not wholly within the control of the Company, or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required or the amount cannot be reliably estimated. Contingent liabilities are appropriately disclosed unless the possibility of an outflow of resources embodying economic benefits is remote.

s. Contingent Assets

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity. The Company does not recognize a contingent asset.

t. Events after the reporting period

Adjusting events are events that provide further evidence of conditions that existed at the end of the reporting period. The consolidated financial statements are adjusted for such events before authorization for issue. On-adjusting events are events that are indicative of conditions that arose after the end of the reporting period. Non-adjusting events after the reporting date are not accounted, but disclosed.

u. Intangible Assets

Intangible assets are measured on initial recognition at cost (net of recoverable taxes, if any). Subsequently, intangible assets are carried out at cost less any accumulated amortization and accumulated impairment losses, if any.

The gain or loss arising on the disposal or retirement of an intangible asset is determined as the difference between net disposal proceeds and the carrying amount of the asset and is recognized as income or expenses in the Statement of Profit and Loss in the year or disposal.

v. Borrowing Costs

Borrowing costs include interest and amortization of ancillary costs incurred to the extent they are regarded as an adjustment to the interest cost. Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the Statement ofProfit and Loss over the tenure of the loan. Borrowing costs, allocated to and utilized for qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset up to the date of capitalization of such asset is added to the cost of the assets. Capitalizations of borrowing costs is suspended and charged to the Statement of Profit and Loss during extended periods when active development activity on the qualifying assets is interrupted.

During the year company has not capitalized any borrowing cost.

w. Rounding of amounts

All amounts disclosed in the consolidated financial statements and notes have been rounded off to the nearest rupees as per the requirement of Schedule III, unless otherwise stated.

x. Goods & Service Tax:

GST credit on materials purchased for production / service availed for production / input service are taken into account at the time of purchase and GST credit on purchase of capital items wherever applicable are taken into account as and when the assets are acquired.

The GST credits so taken are utilized for payment of excise duty/GST on sales. The unutilized GST credit is carried forward in the books. The GST credits so taken are utilized for payment of tax on goods sold. The unutilized GST credit is carried forward in the books.

Notes on Accounts forming part of Consolidated Financial Statements

NOTE 3 PROPERTY PLANT AND EQUIPMENT (Rs. In Lakhs)

Particulars	Building	Plant and Equipment	Furniture and Fixtures	Vehicles	Office Equipment	Computer and Peripheral	Electric Installation	Total
Cost as at April 1, 2025	**13.41**	**58.23**	**28.10**	**1.60**	**6.35**	**169.84**	**77.39**	**354.91**
Additions	-	1.37	-	-	-	-	-	1.37
Disposals	-	14.31	24.50		3.63	63.77	77.39	183.60
Cost as at March 31,2026	**13.41**	**45.29**	**3.60**	**1.60**	**2.72**	**106.07**	**(0.00)**	**172.68**
Accumulated Depreciation as at April 1,2025	**7.03**	**44.96**	**21.49**	**0.38**	**4.02**	**112.39**	**29.54**	**219.82**
Depreciation	0.26	0.65	0.34	0.15	0.52	17.92		19.85
Disposal		8.16	19.67		2.72	55.48	29.54	115.57
Accumulated Depreciation as at March 31,2026	**7.30**	**37.46**	**2.17**	**0.53**	**1.81**	**74.83**	**(0.00)**	**124.10**
Net carrying amount as at March 31,2026	**6.11**	**7.83**	**1.43**	**1.07**	**0.90**	**31.24**	**-**	**48.58**

(Rs. In Lakhs)

Particulars	Building	Plant and Equipment	Furniture and Fixtures	Vehicles	Office Equipment	Computer and Peripheral	Electric Installation	Total
Cost as at April 1, 2024	**13.41**	**58.23**	**62.85**	**13.55**	**16.02**	**224.90**	**77.39**	**466.34**
Additions	-	-	-	-	-	-	-	-
Disposals	-	-	34.75	11.95	9.67	55.06	-	111.43
Cost as at March 31,2025	**13.41**	**58.23**	**28.10**	**1.60**	**6.35**	**169.84**	**77.39**	**354.91**
Accumulated Depreciation as at April 1,2024	**6.21**	**41.30**	**51.12**	**12.08**	**12.16**	**133.23**	**22.23**	**278.34**
Depreciation	0.82	3.66	2.54	0.15	0.94	29.69	7.31	45.11
Disposal	-	-	32.17	11.85	9.08	50.53	-	103.63
Accumulated Depreciation as at March 31,2025	**7.03**	**44.96**	**21.49**	**0.38**	**4.02**	**112.39**	**29.54**	**219.82**
Net carrying amount as at March 31,2025	**6.37**	**13.27**	**6.61**	**1.22**	**2.33**	**57.45**	**47.85**	**135.09**

Notes:

During the year, the Company has disposed of certain fixed assets whose useful lives, as per the Company's accounting policy and the requirements of Schedule II of the Companies Act, 2013 (or Ind AS 16 – Property, Plant and Equipment), had been fully completed.The carrying amount of these assets was either fully depreciated or negligible, and accordingly, no material gain or loss has arisen on such disposals. The disposal of these assets does not have any significant impact on the financial position or operations of the Company.

Notes on Accounts forming part of Consolidated Financial Statements

NOTE 4 OTHER INTANGIBLE ASSETS AND INTANGIBLE ASSETS UNDER DEVLOPMENT

(Rs. In Lakhs)

Particulars	IGIS Software & Desktop & Vertical	Software	Intangible Assets Under Devlopment	Total
Cost as at April 1, 2025	2,931.58	70.73	9,475.70	12,478.02
Additions	-	-	-	-
Capitalised	-	-	-	-
Cost as at March 31,2026	**2,931.58**	**70.73**	**9,475.70**	**12,478.02**
Accumulated Depreciation as at April 1,2025	1,243.02	41.36	-	1,284.38
Depreciation	784.42	7.11	-	791.54
Disposal	-	-	-	-
Accumulated Depreciation as at March 31,2026	**2,027.44**	**48.47**	**-**	**2,075.91**
Net carrying amount as at March 31,2026	**904.14**	**22.26**	**9,475.70**	**10,402.10**

(Rs. In Lakhs)

Particulars	IGIS Software & Desktop & Vertical	Software	Intangible Assets Under Devlopment	Total
Cost as at April 1, 2024	554.35	70.73	9,639.12	10,264.21
Additions	2,377.23	-	2,213.81	4,591.04
Capitalised	-	-	2,377.23	2,377.23
Cost as at March 31,2025	**2,931.58**	**70.73**	**9,475.70**	**12,478.02**
Accumulated Depreciation as at April 1,2024	431.03	30.74	-	461.77
Depreciation	811.99	10.62	-	822.61
Disposal	-	-	-	-
Accumulated Depreciation as at March 31,2025	**1,243.02**	**41.36**	**-**	**1,284.38**
Net carrying amount as at March 31,2025	**1,688.57**	**29.37**	**9,475.70**	**11,193.64**

Intangible Assets Under Development ageing

(Rs. In Lakhs)

Particular	Intangible Asstes Under Development ageing				Total
	Less than 1	year 1-2 years	2-3 years	More than 3 years	
Intangible Asstes Under Development as on March 31,2026		**2,213.81**	**1,269.68**	**5,992.21**	**9,475.70**

(Rs. In Lakhs)

Particular	Intangible Assets Under Development ageing				Total
	Less than 1	year 1-2 years	2-3 years	More than 3 years	
Intangible Asstes Under Development as on March 31,2025	**2,213.81**	**1,269.68**	**2,098.91**	**3,893.30**	**9,475.70**

Notes on Accounts forming part of Consolidated Financial Statements

5 Non-current investment

Particulars	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Investments in Equity Instruments		
Unquoted Equity Shares		
Investment carried at fair value through other comprehensive income		
Shreejikrupa Buildcon Ltd		
310000 Equity Shares of Rs.10 each fully paid (P.Y. 310000 Shares)	200.54	192.36
Investment carried at cost		
Investment in Equity Shares of Subsidiary		
Jyacad Solutions Pvt Ltd		
9990 Equity Shares of Rs.10 each fully paid (P.Y. 9990 Shares)	-	-
Total Investment	**200.54**	**192.36**
Aggregate amount of unquoted investments	200.54	192.36
Investment carried at fair value through other comprehensive income	200.54	192.36
Investment carried at cost	-	-

6 Loans

Particulars	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Current		
Loan receivables considered good- Unsecured		
Loan to employees		0.26
Intercorporate Loan	11,131.33	-
Other loans & Advances	1.55	5.47
TOTAL	**11,132.88**	**5.73**

**The Intercompany loans have been granted post necessary compliance u/s 185/186 of the companies act 2013,and have been granted for short term business purposes. The loan carries interest @ 8% P.a. and is not prejudicial to interst of the company.

7 Other Financial Assets

Particulars	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Non-current		
Long Term Trade Receivable,unsecured considered good	4,391.26	308.14
	4,391.26	308.14
Current		
Security Deposits	27.70	74.67
Rental Deposits	2.30	2.30
	30.00	76.97
TOTAL	**4,421.26**	**385.11**

Notes on Accounts forming part of Consolidated Financial Statements

8 Other Assets

Particulars	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Non Current		
Loans & Advance	-	1,800.00
	-	1,800.00
Other Current Assets		
Pre-paid expenses	0.06	0.11
Advance to Vendor	60.05	
Balance with Government Authority		
GST Credit	97.87	294.11
Unbilled Revenue	1,941.05	3,670.50
	2,099.04	3,964.72
TOTAL	**2,099.04**	**5,764.72**

9 TRADE RECEIVABLES

Particulars	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Trade Receivables	2,275.41	4,800.05
Total Receivables	**2,275.41**	**4,800.05**
Secured,considered good		-
Unsecured,considered good	2,275.41	4,800.05
Doubtful		-
TOTAL	**2,275.41**	**4,800.05**

Ageing of Trade Receivable : Current outstanding as at March 31,2026

(Rs. In Lakhs)

Particulars	Outstanding for the following periods from the due date of payment					
	Less than 6 months	6 months- 1 years	1-2 years	2-3 years	More than 3 years	Total
i) Undisputed Trade Receivables- considered good	250.32	1,894.81	129.79	0.49	-	2,275.41
ii)Undisputed Trade Receivables which have significant increase in credit risk	-	-	-	-	-	-
iii) Undisputed Trade Receivables- credit impaired	-	-	-	-	-	-
iv) Disputed Trade Receivables- considered good	-	-	-	-	-	-
v) Disputed Trade Receivables which have significant increase in credit risk	-	-	-	-	-	-
vi)Disputed Trade Receivables- credit impaired	-	-	-	-	-	-

Notes on Accounts forming part of Consolidated Financial Statements

Ageing of Trade Receivable : Current outstanding as at March 31,2025

(Rs. In Lakhs)

Particulars	Outstanding for the following periods from the due date of payment					
	Less than 6 months	6 months- 1 years	1-2 years	2-3 years	More than 3 years	Total
i) Undisputed Trade Receivables- considered good	736.04	3,100.58	963.43	-	-	4,800.05
ii)Undisputed Trade Receivables which have significant increase in credit risk	-	-	-	-	-	-
iii) Undisputed Trade Receivables- credit impaired	-	-	-	-	-	-
iv) Disputed Trade Receivables- considered good	-	-	-	-	-	-
v) Disputed Trade Receivables which have significant increase in credit risk	-	-	-	-	-	-
vi)Disputed Trade Receivables- credit impaired	-	-	-	-	-	-

10 Cash and Cash Equivalents

Particulars	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Cash on Hand	0.19	18.11
Balance with Bank	11.88	3.25
Bank Deposit	-	250.15
	12.07	**271.51**
Bank Balance other than Cash & Cash Equivalent		
Margin Money for Bank Gurantee	708.97	784.42
Fixed Deposit in Lien of Icici Bank	-	190.48
	708.97	**974.90**
TOTAL	**721.04**	**1,246.41**

11 Current Tax Asset (Net)

Particulars	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Balance with Government Authority		
Income Tax Refund Past Year	62.22	55.88
	62.22	**55.88**
TDS Receivable (Current Year)	144.10	32.75
less		
Income Tax Provision	(85.04)	(53.89)
	59.05	**(21.14)**
TOTAL	**121.27**	**34.74**

Notes on Accounts forming part of Consolidated Financial Statements

12 EQUITY SHARE CAPITAL

Particular	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
-Authorised		
625000000 Equity Shares of Rs. 2/- each	12,500.00	12,500.00
-Issued, Subscribed and Paid up	5,009.60	5,009.60
25,04,79,800/- Equity Shares of Rs.2/- each fully paid-up		
TOTAL	**5,009.60**	**5,009.60**

a) Reconciliation of shares outstanding at the beginning and at the end of the year

PARTICULARS	Number	Amt (Rs)	Number	Amt (Rs)
Shares Outstanding at the beginning of the year	25,04,79,800	50,09,59,600	6,93,07,248	13,86,14,496
Add: Shares issued During the year	-	-	-	-
Add: Rights/Bonus Shares Issued	-	-	18,11,72,552	36,23,45,104
Total	25,04,79,800	50,09,59,600	25,04,79,800	50,09,59,600
Less Reduction in Capital (Forfeited Shares Cancel)	-	-	-	-
Shares Outstanding at the end of the year	25,04,79,800	50,09,59,600	25,04,79,800	50,09,59,600

b) Terms and Right Attached to equity shares

The company has only one class of equity shares having the per value of Rs. 2/- per share. Each holder of equity shares is entitled to one vote per share

During the financial year 2024-25, the company issued equity shares through two separate rights issues, both of which were sucessfully subscibed.

First Right Issue

The Company issued 9,88,00,000/- equity shares at price ofRs. 5 per share(including a premium of Rs. 3 per shares on a face value of Rs.2 each)

Second Right Issue

The Company issued 8,23,72,552/- equity shares at price ofRs. 6 per share(including a premium of Rs. 4 per shares on a face value of Rs.2 each)

c) Details of Shareholders holding more than 5% equity shares in the company

Name of Shareholders	Number of shares held	% of Holding	Number of shares held	% of Holding
Yogomaya Tradelink Private Limited	1,41,68,122	5.66%	1,41,68,122	5.66%

Notes on Accounts forming part of Consolidated Financial Statements

d) Shares held by promoters as defined in the Companies Act, 2013 at the end of the year:

Promoter Name	As at March 31,2026		As at March 31,2025		% Change during the year
	No of Shares	% held	No of Shares	% held	
Rameshchandra Sojitra	16,81,989	0.67%	16,81,989	0.67%	0.00%
Chirag Jayantilal Soni	22,05,019	0.88%	22,05,019	0.88%	0.00%
Vaacha Sojitra	12,19,063	0.49%	12,19,063	0.49%	0.00%
Vishwas Rameshchandra Sojitra	11,65,734	0.47%	11,65,734	0.47%	0.00%
Leelavanti Sojitra	10,60,145	0.42%	10,66,577	0.43%	0.00%
Rameshchandra K Sojitra HUF	1,13,074	0.05%	1,13,074	0.05%	0.00%
Karnavati Infrastructure Projects Ltd	98,33,499	3.93%	1,01,33,499	4.05%	-0.12%
Total	**1,72,78,523**	**6.90%**	**1,75,84,955**	**7.02%**	**-0.12%**

13 Other Equity

Particular	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Securities Premiuim Reserve		
Opening balance	**11,574.22**	**5,463.45**
Securities Premium on account of Rights issue		6,258.90
Call in Arrears		
Right Issue related expenses		(148.13)
	11,574.22	**11,574.22**
Retained Earnings		
Opening balance	**1,717.53**	**1,572.28**
Profit for the year	**10.70**	145.25
	1,728.23	**1,717.53**
Capital Reserve		
Opening balance	**166.25**	**166.25**
Shares Forfeited		
Opening balance	**166.25**	**166.25**
General Reserve		
Opening balance	**11.63**	**11.63**
Other Comprehensive Income		
Opening balance	**8.96**	**11.47**
Change during the year (Net)	**3.62**	(2.51)
	12.57	**8.96**
TOTAL	**13,492.91**	**13,478.59**

Notes on Accounts forming part of Consolidated Financial Statements

14 Borrowings

Particular	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Non Current Borrowings		
Secured Loan		
From Bank		-
Unsecured Loan		
From NBFC		-
From Bank		-
Intercorporate Deposits		
From others	849.38	841.15
Loans and advances from Related Parties		
From Directors	7.43	10.00
From Promoters	620.47	620.47
	1,477.28	**1,471.62**
Current Borrowings		
Secured Loan		
Working Capital Loans repayable on demand from banks		-
Overdraft Limit Against Fixed Deposits	-	83.25
Unsecured Loan		
Intercorporate Deposits		
From others	6,579.30	
Current maturities of long term borrowings		
Unsecured Loan		
From NBFC	-	12.00
From Other	-	16.67
	6,579.30	**111.91**
TOTAL	**8,056.58**	**1,583.53**

Particular	Rate of Interest As at March 31,2026	Rate of Interest As at March 31,2025
A) For Working Capital Loans : Secured		
Nature of Security:- Secured by way of hypothication of book debts and collateral Security of extention of mortgage of Residential Flat and Fixed Deposit in lien		
B) Overdraft Limit Against Fixed Deposit		
ICICI Bank Limit	8.50%	8.50%
C) For Intercorporate Deposits-		
Inter corporate deposits other than shareholders	-	6.75%
D) For Business Loans: It is Unsecured Loan		
Bajaj Finance Limited	18.00%	18.00%

*** The inter corporate borrowing as well as borrowings from directors are exempted under section 73 of the companies Act 2013, and these amounts shall not be treated as deposits under the companies Act 2013.

Notes on Accounts forming part of Consolidated Financial Statements

15 Provisions

Particular	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Non Current Provisions		
Provision for Employee Benefits (Refer Note 28)		
Provisions for Gratuity	25.57	49.28
Provisions for Leave Encashment	14.65	19.35
	40.22	68.64
Current Provisions		
Provision for Employee Benefits (Refer Note 28)		
Provisions for Gratuity	34.95	34.32
Provisions for Leave Encashment	12.18	9.44
	47.13	**43.76**
TOTAL	**87.35**	**112.40**

16 Trade Payables

Particular	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Total Outstanding dues of Micro Enterprises and Small Enterprises (MSME)	-	-
Total Outstanding dues of creditors other than Micro Enterprises and Small Enterprises	964.15	1,377.11
TOTAL	**964.15**	**1,377.11**

Disclosure Under The Micro, Small And Medium Enterprises Development Act, 2006 Are Provided As Under For The Year 2022-23, To The Extent The Company Has Received Intimation From The "Suppliers" Regarding Their Status Under The Act.

	Particular	As at March 31,2026	As at March 31,2025
(i)	Principal amount and the interest due thereon remaining unpaid to each supplier at the end of each accounting year (but within due date as per the MSMED Act)		
	Principal amount due to micro and small enterprise	-	-
	Interest due on above	-	-
(ii)	Interest paid by the Company in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along-with the amount of the payment made to the supplier beyond the appointed day during the period	-	-
(iii)	Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding interest specified under the Micro, Small and Medium Enterprises Act, 2006	-	-
(iv)	The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
(v)	Interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises		

Disclosure of payable to vendors as defined under the "Micro, Small and Medium Enterprise Development Act, 2006" is based on the information available with the Company regarding the status of registration of such vendors under the said Act, as per the intimation received from them on requests made by the Company. There are no overdue principal amounts / interest payable amounts for delayed payments to such vendors at the Balance Sheet date. There are no delays in payment made to such suppliers during the year or for any earlier years and accordingly there is no interest paid or outstanding interest in this regard in respect of payment made during the year or on balance brought forward from previous year.

Notes on Accounts forming part of Consolidated Financial Statements

Ageing of Trade Payables : Current outstanding as at March 31, 2026

(Rs. In Lakhs)

Particulars	Outstanding for the following periods from the due date of payment					
	Less than 6 months	6 months-1 years	1-2 years	2-3 years	More than 3 years	Total
MSME	-	-	-	-	-	-
Others	134.06	5.07	145.00	680.02	-	964.15
Disputed dues -MSME	-	-	-	-	-	-
Disputed dues- Other	-	-	-	-	-	-

Ageing of Trade Payables : Current outstanding as at March 31, 2025

(Rs. In Lakhs)

Particulars	Outstanding for the following periods from the due date of payment					
	Less than 6 months	6 months-1 years	1-2 years	2-3 years	More than 3 years	Total
MSME	-	-	-	-	-	-
Others	968.09	409.02	-	-	-	1,377.11
Disputed dues -MSME	-	-	-	-	-	-
Disputed dues- Other	-	-	-	-	-	-

17 Other Financial Liabilities

Particular	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Current Financial Liabilities		
Employee Benefits payable	37.84	90.77
Provision for Expenses	235.25	2,020.64
Other payables	3.23	2.85
TOTAL	**276.32**	**2,114.26**

18 Other Liabilities

Particular	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Current		
Statutory Liabilities	11.97	141.18
Advances from Customers	3,665.95	
TOTAL	**3,677.92**	**141.18**

Notes on Accounts forming part of Consolidated Financial Statements

19 Deferred Tax Liabilities (Net)

Particular	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Deferred Tax Liabilities		
Property, plant and equipment - difference between value of assets as per book base and tax base		-
Provision for employee benefits		-
Remeasurement of the net defined benefit liablity _Equity Shares	(1.06)	(0.69)
Total Deferred Tax Liabilities (A)	**(1.06)**	**(0.69)**
Deferred Tax Assets		
Difference between written down value/Intangible asset under development of fixed assets as per the books of accounts and Income Tax Act,1961	114.04	30.55
Property, plant and equipment - difference between value of assets as per book base and tax base	7.74	0.67
Provision for employee benefits	21.99	28.29
Expenditure covered by Section 35D of Income Tax Act, 1961.		-
Remeasurement of the net defined benefit liablity _Equity Shares		-
Total Deferred Tax Assets (B)	**143.77**	**59.51**
TOTAL (A-B)	**142.71**	**58.82**

(i) Major Components of Deferred Tax Liabilities /(Assets) arriving on account of timing difference are as follow as on 31st March, 2026

(Rs. In Lakhs)

Particular	As at 31st March, 2025	Recognised in profit and loss	Recognised in OCI	As at 31st March, 2026
Property, plant and equipment - difference between value of assets as per book base and tax base	(31.22)	(90.56)	-	(121.78)
Expenditure covered by Section 35D of Income Tax Act, 1961	-	-	-	-
Provision for employee benefits	(28.29)	3.99	2.30	(22.00)
Remeasurement of the net defined benefit liablity_Equity Shares	0.69		0.37	1.06
Total	**(58.82)**	**(86.57)**	**2.68**	**(142.71)**

Notes on Accounts forming part of Consolidated Financial Statements

(ii) Major Components of Deferred Tax Liabilities /(Assets) arriving on account of timing difference are as follow as on 31st March, 2025

(Rs. In Lakhs)

Particular	As at 31st March, 2024	Recognised in profit and loss	Recognised in OCI	As at 31st March, 2025
Property, plant and equipment - difference between value of assets as per book base and tax base	26.11	(57.33)	-	(31.22)
Expenditure covered by Section 35D of Income Tax Act, 1961.	-	-	-	-
Provision for employee benefits	(26.65)	4.26	(5.90)	(28.29)
Remeasurement of the net defined benefit liablity _Equity Shares	(1.98)		2.67	0.69
Total	**(2.52)**	**(53.07)**	**(3.23)**	**(58.82)**

20 REVENUE FROM OPERATIONS

Particulars	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Revenue from contract with customers		
Revenue from sale of Products		
Product and Other Ancillary	545.22	171.14
Revenue from Sale of Services		
Software Solutions and Customization	2,941.65	4,700.15
TOTAL	**3,486.87**	**4,871.29**
Disaggregation of revenue		
Revenue based on Geography		
Domestic	3,486.87	1,049.17
Export	-	3,822.12
Revenue from operations		
TOTAL	**3,486.87**	**4,871.29**
Reconciliation of Revenue from operations with contract price		
Revenue as per contracted price	3,486.87	4,871.29
Less:-		
Commission & Discount	-	-
Revenue from contracts with customers	**3,486.87**	**4,871.29**

Notes on Accounts forming part of Consolidated Financial Statements

21 OTHER INCOME

Particulars	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Interest Income on Fixed Deposits	51.78	58.16
Foreign Exchange Gain	407.63	93.08
Interest Income from others	373.39	0.70
Discount Received	34.86	0.01
Creditors Written Off	462.57	10.15
IT Subsidy	80.91	-
Other income	5.65	0.69
TOTAL	**1,416.79**	**162.80**

22 COST OF RAW MATERIAL CONSUMED

Particulars	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Raw Materials' Consumption		
Inventory at the beginning of the year	-	-
Add: Purchases during the year	517.50	-
Less : Inventory at the beginning end of the year	-	-
Cost of Raw material consumed	**517.50**	**-**

23 EMPLOYEE BENEFITS EXPENSES

Particulars	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Salaries, Wages, Bonus	530.74	566.29
Contribution to Provident and Other Fund (Refer Note 28)	7.33	13.14
Staff Welfare Expenses	1.98	2.86
Leave Encash Allowance	7.74	2.06
Gratuity Expense (Refer Note 28)	9.12	8.28
TOTAL	**556.92**	**592.64**

24 FINANCE COSTS

Particulars	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Interest on bank borrowings	3.16	87.28
Other Borrowing Cost	0.08	17.04
Bank Charges	2.41	-
Other Interest Expenses	-	18.51
TOTAL	**5.65**	**122.82**

Notes on Accounts forming part of Consolidated Financial Statements

25 OTHER EXPENSES

Particulars	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Operational & Project Related Exp	2,293.10	1,976.34
Repairs & Maintenance Exp.	0.71	1.06
Electricity Expenses	4.87	9.87
Insurance Expense	0.00	0.02
Audit Fees	5.90	6.87
Legal and Professional Fees	140.68	43.96
Printing, Stationery, Postage and Telephone Expenses	3.02	5.89
Travelling and Conveyance Expenses	17.41	15.94
Rent, Rates and Taxes	16.57	52.72
Advertisment & Business Promotion Expenses	17.51	12.44
Computer & Software Expenses	11.07	4.81
Interest and Penalty Expenses	17.15	6.25
Bank Guarantee Charges	(2.17)	14.39
Royalty-Space Application Centre	1.95	2.16
Other Expenses	473.93	1,148.11
TOTAL	**3,001.68**	**3,300.83**

26 Tax Expenses

(i) Tax Expense recognised in the Statement of Profit & Loss

PARTICULARS	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Current Tax Expenses		
Current tax on taxable income for the year	85.04	53.89
Adjustments for the current tax of prior periods	1.23	4.02
Total Current Tax Expenses	**86.27**	**57.90**
Deferred Tax Expenses		
Deferred Tax charge/(credit)	(86.56)	(53.07)
Total Deferred Tax Expenses	**(86.56)**	**(53.07)**
Total Income Tax Expenses	**(0.30)**	**4.83**

Tax Items of Other Comprehensive Income

PARTICULARS	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Deferred tax related to items recognised in OCI during the year:		
Income tax related to items that will not be reclassified to profit or loss	2.68	2.68
Income tax charged to OCI	**2.68**	**2.68**

Notes on Accounts forming part of Consolidated Financial Statements

(ii) Reconciliation of tax expense and the accounting profit multiplied by India's tax rate

PARTICULARS	As at March 31,2026 (Rs. In Lakhs)	As at March 31,2025 (Rs. In Lakhs)
Profit Before Tax	10.84	150.08
Tax at the Indian tax rate of 25.168% (previous year - 25.168%)	2.73	37.77
Adjustment for:		
Difference between Book and Tax depreciation	90.56	56.13
Tax effect on non-deductible expenses	(4.00)	1.95
43B items	(4.24)	(3.46)
Effect of right issue expenses debited to Retained Earnings	-	(37.29)
TOTAL	**85.05**	**55.11**
Adjustment in respect of current income tax of previous year	1.23	4.02
Tax Expenses as per Statement of Profit & Loss	**86.27**	**59.12**

Note 27 FINANCIAL INSTRUMENTS FAIR VALUE AND RISK MEASUREMENTS

A. Financial instruments by category and their fair value

(INR in Lakhs)

As at 31st March 2026	Carrying amount				Fair value			
	FVTPL	FVTOCI	Amortised Cost	Total	Level 1 - Quoted price in active markets	Level 2 - Significant observable inputs	Level 3 - Significant unobservable inputs	Total
Financial assets								
Non current investment	-	200.54	-	200.54	-	-	200.54	200.54
Loans current	-	-	11,132.88	11,132.88	-	-	-	-
Other Financial Assets-Non Currengt	-	-	4,391.26	4,391.26	-	-	-	-
Other Financial Assets-Current	-	-	30.00	30.00	-	-	-	-
Trade receivables	-	-	2,275.41	2,275.41	-	-	-	-
Cash and cash equivalents	-	-	721.04	721.04	-	-	-	-
Total financial assets	**-**	**200.54**	**18,550.59**	**18,751.13**	**-**	**-**	**200.54**	**200.54**
Financial liabilities								
Borrowings								
- Non current	-	-	1,477.28	1,477.28	-	-	-	-
- Current	-	-	6,579.30	6,579.30	-	-	-	-
Other current financial liabilities	-	-	276.32	276.32	-	-	-	-
Trade Payable	-	-	964.15	964.15	-	-	-	-
Total financial liabilities	**-**	**-**	**9,297.05**	**9,297.05**	**-**	**-**	**-**	**-**

Notes on Accounts forming part of Consolidated Financial Statements

(INR in Lakhs)

As at 31st March 2025	Carrying amount				Fair value			
	FVTPL	FVTOCI	Amortised Cost	Total	Level 1 - Quoted price in active markets	Level 2 - Significant observable inputs	Level 3 - Significant unobservable inputs	Total
Financial assets								
Non current investment	-	192.36	-	192.36	-	-	192.36	192.36
Loans current	-	-	5.73	5.73	-	-	-	-
Other Financial Assets-Non Current	-	-	308.14	308.14	-	-	-	-
Other Financial Assets-Current	-	-	76.97	76.97	-	-	-	-
Trade receivables	-	-	4,800.05	4,800.05	-	-	-	-
Cash and cash equivalents	-	-	1,246.41	1,246.41	-	-	-	-
Total financial assets	**-**	**192.36**	**6,437.30**	**6,629.66**	**-**	**-**	**192.36**	**192.36**
Financial liabilities								
Borrowings								
- Non current	-	-	1,471.62	1,471.62	-	-	-	-
- Current	-	-	111.91	111.91	-	-	-	-
Other current financial liabilities	-	-	2,114.26	2,114.26	-	-	-	-
Trade Payable	-	-	1,377.11	1,377.11	-	-	-	-
Total financial liabilities	**-**	**-**	**5,074.90**	**5,074.90**	**-**	**-**	**-**	**-**

Fair value of financial assets and liabilities measured at amortised cost is not materially different from the amortised cost. Further, impact of time value of money is not significant for the financial instruments classified as current. Accordingly, the fair value has not been disclosed separately.

Types of inputs for determining fair value are as under:

Level 1: This level of hierarchy includes financial assets that are measured by reference to quoted prices (unadjusted) in active markets for identical assets or liabilities. This category consists of investment in quoted equity shares, and mutual fund investments.The mutual funds are valued using the closing NAV.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities included in level 3.

B. Measurement of fair values

Investments in unquoted equity shares included in Level 3 of the fair value hierarchy have been valued using the cost approach.For unquoted equity investments categorized under level 3, cost has been considered as an appropriate estimate of fair value because of a wide range of possible fair value measurements and cost represent the best estimate of fair value within that range.

Notes on Accounts forming part of Consolidated Financial Statements

Level 3 fair values

Movements in the values of unquoted equity instruments for the period ended 31st March 2026 and 31st March 2025 is as below:

Rs. (In Lakhs)

Movement in Level 3 valuations	As at 31 March, 2026	As at 31March, 2025
Balance as at 1st April	**192.35**	**187.05**
Acquisitions/ (disposals)	-	-
Fair Value Gains/ (losses) recognised in other comprehensive income	8.19	5.30
Balance as at 31st March	**200.54**	**192.35**

C. Financial risk management

The Company's financial liabilities comprise mainly of borrowings, trade payables and other payables. The Company's financial assets comprise mainly of investments, cash and cash equivalents, other balances with banks, loans, trade receivables and other receivables.

The Company is exposed to Market risk, Credit risk and Liquidity risk. The Board of Directors ('Board') oversee the management of these financial risks. The Risk Management Policy of the Company formulated by the Board, states the Company's approach to address uncertainties in its endeavor to achieve its stated and implicit objectives. It prescribes the roles and responsibilities of the Company's management, the structure for managing risks and the framework for risk management. The framework seeks to identify, assess and mitigate financial risks in order to minimize potential adverse effects on the Company's financial performance.

The following disclosures summarize the Company's exposure to financial risks.Quantitative sensitivity analysis have been provided to reflect the impact of reasonably possible changes in market rates on the financial results, cash flows and financial position of the Company.

1) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risks: interest rate risk, currency risk and other price risk. Financial instruments affected by market risk includes borrowings, investments, trade payables, trade receivables and loans.

a) Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.The Company is exposed to interest rate risk on long term floating rate borrowings.The borrowings of the Company are principally denominated in Indian Rupees with floating rate of interest.

For floating rate liabilities, the analysis is prepared assuming the amount of the liability outstanding at the end of the reporting period was outstanding for the whole year. A 50 basis point increase or decrease is used when reporting interest rate risk represents management's assessment of the reasonably possible change in interest rates.

Exposure to interest rate risk

Rs. (In Lakhs)

Variable-rate instruments	As At 31 March, 2026	As At 31 March, 2025
Non current - Borrowings	-	-
Current portion of Long term borrowings	-	12.00
Total	**-**	**12.00**

Notes on Accounts forming part of Consolidated Financial Statements

b) Foreign Currency Risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate due to changes in foreign exchange rates.The Company operates, in addition to domestic markets, significantly in international markets through its sales and services in overseas and is therefore exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to the USD. The Company does not enter into any derivative instruments for trading or speculative purposes.

The Company does not enters into forward exchange contracts, to hedge against its foreign currency exposures relating to the underlying transactions and firm commitments.denominated assets.The Company is exposed to foreign exchange risk on its exports. Most of these transactions are denominated in US dollars.

There is no unhedged foreign currency exposure existing as on 31st March, 2026 and 31st March, 2025.

(i) Particulars of unhedged foreign currency exposure as at the reporting date are as follows:

Unhedged Exposures	Foreign Currency Denomination	As at March 31, 2026		As at March 31, 2025	
		Amount in Foreign Currency in Lacs	Amount in Rs. Lacs	Amount in Foreign Currency in Lacs	Amount in Rs. Lacs
Trade Receivable	AED	40.35	1039.43	40.35	939.11
Trade Receivable	USD	31.65	2,994.01	35.75	3,059.92

(iii) Foreign Currency Risk Sensitivity

The Company is mainly exposed to changes in USD . The below table demonstrates the sensitivity to a 5% increase or decrease in the USD against INR, with all other variables held constant. The sensitivity analysis is prepared on the net unhedged exposure of the Company as at the reporting date. 5% represents management's assessment of reasonably possible change in foreign exchange rate.

A change in Foreign currency would have following Impact on profit before tax

	As at March 31, 2026		As at March 31, 2025	
	5% Increase	5% Decrease	5% Increase	5% Decrease
AED	(51.97)	51.97	(46.96)	46.96
USD	(149.70)	149.70	(153.00)	153.00

c) Other Price Risk

Other price risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market traded price.Other price risk arises from financial assets such as investments in equity instruments.The Company's investment in equity instruments recognised at FVTOCI. As at 31st March, 2024, the carrying value of such instruments recognised at FVTOCI amounts to Rs. 200.54 Lakhs (Rs. 192.36Lakhs as at 31st March, 2025). The details of such equity instruments are given in Note 5.Investments in unquoted equity shares is not considered to be significant and hence the risk is negligible.

2) Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations resulting in a financial loss to the Company.To manage this, the Company periodically assesses financial reliability of customers and other counter parties, taking into account the financial condition, current economic trends, and analysis of historical bad debts and ageing of financial assets. Individual risk limits are set and periodically reviewed on the basis of such information.The Company considers Credit risk arises primarily from financial assets such as trade receivables, other balances with banks, and loans.

Credit risk arising from investment in equity instruments and other balances with banks is limited and there is no collateral held against these because the counterparties are banks and recognised financial institutions with high credit ratings assigned by the credit rating agencies.

Notes on Accounts forming part of Consolidated Financial Statements

Financial assets are written off when there is no reasonable expectations of recovery, such as a debtor failing to engage in a repayment plan with the Company. Where loan or receivables have been written off, the Company continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognized as income in the statement of profit and loss.

The Company measures the expected credit loss of trade receivables and loan from individual customers based on historical trend, industry practices and the business environment in which the entity operates. Loss rates are based on actual credit loss experience and past trends. Based on the historical data, loss on collection of receivable is not material hence no provision considered.

Financial Assets are considered to be of good quality and there is no significant increase in credit risk.

3) Liquidity Risk

Liquidity risk is the risk that the company will encounter in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The approach of the company to manage liquidity is to ensure , as far as possible, that Company will have sufficient liquidity to meet their respective liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risk damage to their reputation. The company assessed the concentration of risk with respect to refinancing its debt and concluded it to be low.

The table below summarises the maturity profile of the company's financial liabilities based on contractual undiscounted payments.

As at 31st March 2026	Carrying Amount	Less than 1 year	Between 1 to 2 Years	Between 3 to 5 Years	Beyond 5 years	Total
Non Current Borrowings	1,477.28	7.43	1180.47	-	289.38	1477.28
Current Borrowings	6,579.30	6,579.30	-	-	-	6579.30
Trade payables	964.15	139.13	825.02	-	-	964.15
Other financial liabilities	276.32	45.72	230.60	-	-	276.32
Total	**9,297.05**	**6,771.58**	**2,236.09**	**-**	**289.38**	**9,297.05**

As at 31st March 2025	Carrying Amount	Less than 1 year	Between 1 to 2 Years	Between 3 to 5 Years	Beyond 5 years	Total
Non Current Borrowings	1,471.62	1170.47	-	-	301.15	1471.62
Current Borrowings	111.91	-	-	-	-	0.00
Trade payables	1,377.11	-	-	-	-	0.00
Other financial liabilities	2,114.26	2,114.26	-	-	-	2114.26
Total	**5,074.90**	**3,284.73**	**-**	**-**	**301.15**	**3,585.88**

28 CAPITAL MANAGEMENT

For the purpose of the Company's capital management, capital includes issued capital and all other equity reserves attributable to the equity shareholders of the Company. The primary objective of the Company when managing capital is to safeguard its ability to continue as a going concern and to maintain an optimal capital structure so as to maximize shareholder value.

The capital structure of the company is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day-to-day needs. We consider the amount of capital in proportion to risk and manage the capital structure in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the group may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares.

The Company's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investor, creditors and market confidence and to sustain future development and growth of its business. The Company will take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

Notes on Accounts forming part of Consolidated Financial Statements

29 Employee Benefits

1) Post- employment benefits :

The Company has the following post-employment benefit plans:

1.1) Defined contribution plans

The Company has certain defined contribution plans. Contributions are made to provident fund in India for employees at the rate of 12% of basic salary as per regulations. The contributions are made to registered provident fund administered by the government. The obligation of the Company is limited to the amount contributed and it has no further contractual nor any constructive obligation.

1.2) Defined benefit gratuity plan

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service.

As per Actuarial Valuation as on 31st March, 2026 and 31st March, 2025 recognised in the financial statements in respect of Gratuity Benefits:

A. Amount recognised in the Balance Sheet (Rs. Lacs)

PARTICULARS	As at 31 March, 2026	As at 31 March, 2025
Gratuity:		
Present value of plan liabilities	60.52	83.60
Fair value of plan assets	-	-
Deficit/(Surplus) of funded plans	60.52	83.60
Unfunded plans	-	-
Net plan liability/ (Asset)	**60.52**	**83.60**

B. Movements in plan assets and plan liabilities (Rs. Lacs)

GRATUITY	Year ended 31st March, 2026			Year ended 31st March, 2025		
	Plan Assets	Plan Liabilities	Net	Plan Assets	Plan Liabilities	Net
As at 1st April	-	83.60	83.60	-	70.36	70.36
Current service cost	-	5.27	5.27	-	5.53	5.53
Interest Income	-	-	-	-	-	-
Interest cost	-	3.85	3.85	-	2.75	2.75
Return on plan assets excluding amounts included in Interest Income	-	-	-	-	-	-
Actuarial loss/(gain) due to change in financial assumptions	-	(0.91)	(0.91)	-	1.85	1.85
Actuarial loss/(gain) due to change in demographic assumption	-	-	-	-	3.30	3.30
Actuarial loss/ (gain) due to experience adjustments	-	2.79	2.79	-	5.90	5.90
Employer Contribution	-	-	-	-	-	-
Benefit Paid Directly by the Employer	-	(34.08)	(34.08)	-	(6.09)	(6.09)
As at 31st March	**-**	**60.52**	**60.52**	**-**	**83.60**	**83.60**

Notes on Accounts forming part of Consolidated Financial Statements

C. Amount recognised in the Statement of Profit and Loss as Employee Benefit Expenses

(Rs. Lacs)

GRATUITY	As at 31 March, 2026	As at 31 March, 2025
Current service cost	5.27	5.53
Net interest cost	3.85	2.75
Net (Gain)/Loss recognised in the Statement of Profit and Loss	**9.12**	**8.28**
Remeasurement of the net defined benefit liability:		
Actuarial (Gains)/Losses on Obligation For the Period	1.89	11.04
Net (Gain)/Loss recognised in the Other Comprehensive Income	**1.89**	**11.04**

D Assumption

With the objective of presenting the plan assets and plan liabilities of the defined benefits plans at their fair value on the balance sheet, assumptions under Ind AS 19 are set by reference to market conditions at the valuation date.

The significant actuarial assumptions were as follows:

(Rs. Lacs)

PARTICULARS	As at 31st March, 2026	As at 31st March, 2025
GRATUITY:		
Discount Rate	7.14%	6.59%
Salary Escalation Rate	5.00%	5.00%
Attrition Rate	For service 4 years and below 30.00% p.a. For service 5 years and above 10.00% p.a.	For service 4 years and below 30.00% p.a. For service 5 years and above 10.00% p.a.
Mortality Rate During Employment	Indian Assured Lives Mortality 2012-14 (Urban)	Indian Assured Lives Mortality 2012-14 (Urban)

E. Sensitivity

The sensitivity of the defined benefit obligation to changes in the weighted key assumptions are:

(Rs. Lacs)

Increase / (Decrease) in defined benefit obligation	Year ended 31st March, 2026	Year ended 31st March, 2025
	Define Benefit Obligation(DBO)	Define Benefit Obligation(DBO)
GRATUITY:		
Discount Rate		
Increase by 1%	(1.51)	(2.93)
Decrease by 1%	1.69	3.25
Salary Escalation Rate		
Increase by 1%	1.71	2.77
Decrease by 1%	(1.55)	(2.55)
Attrition Rate		
Increase by 1%	0.14	0.23
Decrease by 1%	(0.17)	(0.26)

Notes on Accounts forming part of Consolidated Financial Statements

The above sensitivity analysis may not be representative of the actual benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. Furthermore in presenting the above sensitivity analysis, the present value of defined benefit obligation has been calculated using the projected unit credit method at the end of reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognized in the balance sheet.

F Expected cash flows based on past service liability after year end 31st March, 2025 as follows:

(Rs. Lacs)

PARTICULARS	As at 31st March, 2026	As at 31st March, 2025
GRATUITY	-	-
1st Following Year	34.95	34.32
2nd Following Year	2.98	5.78
3rd Following Year	2.97	5.58
4th Following Year	5.00	5.37
5th Following Year	3.42	6.75
Sum of Years 6 To 10	12.18	28.60
Sum of Years 11 and above	17.72	27.82

2) Other Long term employee benefits :

2.1) Defined Privilege Leave Benefit plan

Entitlements to annual leave, which are expected to be availed or encashed within 12 months from the end of the year are treated as short term employee benefits. The obligation towards the same is measured at the expected cost of leave encashment as the additional amount expected to be paid as a result of the unused entitlement as at the year end. Entitlements to annual leave, which are expected to be availed or encashed beyond 12 months from the end of the year are treated as other long term employee benefits.

The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of each year. Actuarial losses/gains are recognised in the Statement of Profit and Loss in the year in which they arise.

As per Actuarial Valuation as on 31st March, 2026 and 31st March, 2025 recognised in the financial statements in respect of Privilege Leave Benefit:

A. Amount recognised in the Balance Sheet **(Rs. Lacs)**

PARTICULARS	As at 31st March, 2026	As at 31st March, 2025
Privilege Leave Benefit:		
Present value of plan liabilities	60.52	83.60
Fair value of plan assets	-	-
Deficit/(Surplus) of funded plans	60.52	83.60
Unfunded plans	-	-
Net plan liability/ (Asset)	**60.52**	**83.60**

B Movements in plan assets and plan liabilities

With the objective of presenting the plan assets and plan liabilities of the Privilege defined Leave benefits at their fair value on the balance sheet, assumptions under Ind AS 19 are set by reference to market conditions at the valuation date.

Notes on Accounts forming part of Consolidated Financial Statements

The significant actuarial assumptions were as follows: **(Rs. Lacs)**

PARTICULARS	As at 31st March, 2026	As at 31st March, 2025
PRIVILEGE LEAVE BENEFIT		
Discount Rate	7.14%p.a. (Indicative G.Sec referenced on 31-03-2026)	6.59%p.a. (Indicative G.Sec referenced on 31-03-2025)
Salary Escalation Rate	5.00%	5.00%
Attrition Rate:	For service 4 years and below 30.00% p.a. For service 5 years and above 10.00% p.a.	For service 4 years and below 30.00% p.a. For service 5 years and above 10.00% p.a.
Mortality Rate	Indian assured lives mortality (2012-14) (Urban)	Indian assured lives mortality (2012-14) (Urban)

30 Contingent Liabilities & Commitments

a) Contingent Liabilities **(Rs. Lacs)**

Particulars	As at March 31,2026	As at March 31,2025
Claims against the Company not acknowledged as debts:		
Income Tax matter in dispute under appeal	97.36	97.36

a. Income Tax Matters

There is only one particular disputed demand in relation to A.Y. 2016-17 as disclosed above. The recovery of demand has been stayed and appeal is pending at CIT level. The said assessment was completed in haste and inconclusively by the A.O. u/s 143(3) without considering the submission placed. The CIT has already heard the matter and the demand is surely going to be deleted as invalid. So the management and tax advocates expect this matter to be resolved soon and will not have a material adverse effect on the company's financial position and results of operations.

Originally, the tax demand was raised for Rs. 2,08,74,300, but Rs. 1,03,87,870 is adjusted from previous years refund and company has also paid an amount of Rs. 7,50,000 against pending demand.

31 Earnings Per Share

(Rs. Lacs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Earning Per Share has been computed as under:		
Profit after tax as per Statement of Profit and Loss (Rs. in lakhs)	10.70	145.25
Weighted average number of equity shares outstanding (B)	25,04,79,800	17,68,78,706
Earnings per share in rupees (Face Value – 2 per share)	0.00	0.08

Notes on Accounts forming part of Consolidated Financial Statements

32 Corporate Social Responsibility

Provisions of Section 135 of the Companies Act, 2013, requires every Company having a net worth of Rupees 500 crore or more, or turnover of Rupees 1000 crore or more or a net profit of rupees 5 crore or more during the immediately preceding financial year shall spend at least 2% of the average net profits of the Company made during the three immediately preceding financial years on Corporate Social Responsibility (CSR).

The Company doesn't fall in any of the above criteria, hence provisions of Section 135 of the Companies Act, 2013, is not applicable to the Company.

33 Segment Reporting

The company is Primarily engaged in the business of providing Information Technology Software services and GIS products in India, hence there are no separate reportable primary or secondary segments as per Indian Accounting Standard 108 Operating Segments.

34 RELATED PARTY DISCLOSURES

As per the Indian Accounting Standard-24 on "Related Party Disclosures", list of related parties identified of the Company are as follows.

1) Names of related parties and nature of relationship.

a) Key Management Personnel
Ramesh Sojitra
Chirag Soni
Kantilal Ladani
Foram Buva

b) Relatives of Key Management Personnel
Leelavanti Sojitra
Mitesh Soni

c) Enterprise under significant influence of Key Management personnel
Diyatech Private Limited
Beta Resources Pvt Ltd
Karnavati Infrastructure Projects Limited
MRH Enterprise

d) Subsidiary Company (SC)
Jyacad Solutions Pvt Ltd

2) Transactions with related parties:

(INR in Lakhs)

Particulars	Relationship	As at 31st March, 2026	As at 31st March, 2025
Remuneration			
Chirag Soni	KMP	49.45	42.06
Kanti Ladani	KMP	2.45	-
Foram Buva	KMP	4.95	
Professional Fees paid			
Diya Tech Pvt Ltd	Enterprise	37.22	2.78
Kanti Ladani	KMP	5.40	7.20
MRH Enterprise	Enterprise	0.15	-
Mitesh Soni	Relative of KMP	14.20	-

Notes on Accounts forming part of Consolidated Financial Statements

(INR in Lakhs)

Particulars	Relationship	As at 31st March, 2026	As at 31st March, 2025
Technology Transfer			
Jyacad Solutions Pvt Ltd	SC	-	141.43
Loan Received			
Ramesh Sojitra	KMP	-	200.00
Leelavanti Sojitra	Relative of KMP	-	64.21
Karnavati Infrastructure Projects Ltd	Enterprise	-	399.73
Beta Resources Pvt Ltd	Enterprise	10.00	700.00
Jyacad Solutions Pvt Ltd	SC	0.28	
Kanti Ladani	KMP	54.50	
Loan Repaid			
Ramesh Sojitra	KMP	-	1.00
Beta Resources Pvt Ltd	Enterprise	-	150.00
Jyacad Solutions Pvt Ltd	SC	5.76	
Kanti Ladani	KMP	57.07	
Related Party Balances as at the year end			
As Investment in Equity Shares			
Jyacad Solutions Pvt Ltd	SC	1.00	1.00
As loan to Subsidiary			
Jyacad Solutions Pvt Ltd	SC	0.15	-
Amount Payable			
As Unsecured Loan			
Ramesh Sojitra	KMP	199.00	199.00
Leelavanti Sojitra	Relative of KMP	64.21	64.21
Karnavati Infrastructure Projects Ltd	Enterprise	357.23	357.23
Kanti Ladani	KMP	7.43	10.00
Beta Resources Pvt Ltd	Enterprise	5.60	550.00
As Trade Payables			
Diyatec Pvt Ltd	Enterprise	2.00	-
Jyacad Solutions Pvt Ltd	KMP	-	5.63
Kanti Ladani	KMP	-	1.03

Executive Directors compensation (INR in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Short term employee benefits	-	-
Post employment benefits	-	-
Total Compensation *	**-**	**-**

* This aforesaid amount does not includes amount in respect of gratuity and leave as the same is not determinable.

Notes on Accounts forming part of Consolidated Financial Statements

35 FINANCIAL RATIOS

Sr. No.	Ratio	Numerator	Denominator	Current Period	Previous Period	% Variance
1	Current ratio	Current Assets	Current Liabilities	1.42	2.67	-46.93%
2	Debt-equity ratio	Total Debt (Borrowings)	Total Equity	0.44	0.09	408.37%
3	Debt service coverage ratio	Earning for Debt Service = Net Profit after taxes+ Non-cash operating expenses + Interest +Other non-cash adjustments	Debt service = Interest+ Repayments of borrowings	0.13	4.72	-97.34%
4	Return on equity ratio	Profits after tax	Average Total Equity	0.06%	1.04%	-94.19%
5	Trade receivables turnover ratio	Revenue from operations	Average Trade Receivable	0.99	1.27	-22.26%
6	Trade payables turnover ratio	Cost of Materials Consumed+Other Expense	Average Trade Payables	2.99	2.18	37.32%
7	Net capital turnover ratio	Revenue from operations	working capital (Total current assets - Total current liabilities)	0.72	0.77	-6.14%
8	Net profit ratio	Profit after tax	Revenue from operations	0.32%	2.88%	-88.92%
9	Return on capital employed	Profit before interest and tax	Capital employed = Total Equity + Total Debt (Borrowings)+Deferred tax liabilities	0.06%	1.34%	-95.38%
10	Return on investment	Income generated from invested funds	Average of investments	6.98%	4.75%	47.09%

36 In the opinion of Management, any of the assets other than items of property, plant and equipment, intangible assets and Non-Current Investments have a value on realization in the ordinary course of business at least equal to the amount at which they are stated, unless otherwise stated.

37 On periodical basis and as and when required, the Company reviews the carrying amounts of its assets and found that there is no indication that those assets have suffered any impairment loss. Hence, no such impairment loss have been provided in the Financial Year 2025-26(Previous Year 2024-25 Rs. Nil)

38 ADDITIONAL REGULATORY INFORMATION

i) TITLE DEEDS

The title deeds of all the Immovable properties, (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company) disclosed in the financial statements included in property, plant and equipment and capital work-in progress are held in the name of the Company as at the balance sheet date.

ii) REVALUATION OF PROPERTY, PLANT AND EQUIPMENT AND INTANGIBLE ASSETS

The Company has not undertaken any revaluation of Property Plant & Equipments / Intangible assets during the year.

iii) DETAILS OF BENAMI PROPERTY

The company does not hold any benami property as defined under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder. No proceeding has been initiated or pending against the company for holding any benami property.

Notes on Accounts forming part of Consolidated Financial Statements

iv) BORROWINGS OBTAINED ON THE BASIS OF SECURITY OF CURRENT ASSETS

The Company has not obtained any borrowings from banks or financial institutions on the basis of security of current assets. Accordingly, disclosure regarding agreement of quarterly returns/statements with books of account is not applicable.

v) WILFUL DEFAULTER

The Company is not declared wilful defaulter by any bank or financials institution or lender.

vi) RELATIONSHIP WITH STRUCK OFF COMPANIES

The company does not have any transaction with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956, during the current year and in the previous year.

vii) REGISTRATION OF CHARGES OR SATISFACTION WITH REGISTRAR OF COMPANIES

The Company does not have any charges or satisfaction of charges which is yet to be registered with Registrar of Companies beyond the statutory period.

viii) UTILISATION OF BORROWED FUNDS/ADVANCES

The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(a) 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

(b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries

ix) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) 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

(b) provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

x) UNDISCLOSED INCOME

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

xi) DETAILS OF CRYPTO CURRENCY OR VIRTUAL CURRENCY

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

Previous year's figures have been regrouped and rearranged wherever necessary, to make them comparable with those of current year.

Material accounting policies and notes to accounts (Refer Note No. 2)

The accompanying notes are an integral part of the financial statements

As per our report of even date

For and on behalf of the Board of Directors of
SGL Resources Ltd

For, M/S Ram Chandak & Associates
Chartered Accountants
(FRN 151611W)

CA Ram Narayan Chandak
Partner
M.No. 193166
Ahmedabad, 27th July, 2026

Kantilal Ladani
WTD & CFO
DIN: 00016171

Suhit Bakshi
Non-Executive Director
(DIN: 06395813)

Rekha Jhanwar
Company Secretary
M No. A42596
Ahmedabad, 27th July, 2026

SGL RESOURCES LIMITED

Formerly known as Scanpoint Geomatics Limited

Registered and Corporate Office :-

506, Fifth Floor, Venus Atlantis,

Near Shell Petrol Pump, Prahalad Nagar Road,

Ahmedabad, Gujarat, India, 380015

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SPATIAL INTELLIGENCE FOR A SUSTAINABLE WORLD