

30TH ANNUAL REPORT

2025-26

TECHNICHEM ORGANICS LIMITED
(formerly known as Technichem Organics Private Limited)

Important Communication to Members

The Ministry of Corporate Affairs has taken a 'Green Initiative in the Corporate Governance' by allowing paperless compliances by the Compliances and has issued circulars stating that service of notice/ documents including Annual Report can be sent by email to its members. To support this green initiative of the Government in full measure, members who have not registered their email addresses, so far, are requested to register their KYC & email addresses with RTA & in respect of electronic holding with the Depository through their concerned Depository Participant.

TECHNICHEM ORGANICS LIMITED

(formerly known as Technichem Organics Private Limited)

[CIN: L24231GJ1996PLC028917]**30TH ANNUAL REPORT 2025-26**

BOARD OF DIRECTORS	: Mr. Bharat J. Pandya Mr. Anilkumar J. Pandya Mr. Piyush J. Nathwani Ms. Anal R. Desai Mr. Utsav M. Shah Ms. Jaina Y. Mehta Mr. Asim Pandya	Chairman & Managing Director Whole-time Director Whole-time Director Independent Director Independent Director Independent Director (Upto 7 th July, 2026) Independent Director (w.e.f 29 th July, 2026)
MANAGEMENT TEAM	: Mr. Narayansingh J. Deora Mr. Parth B. Thakkar	Chief Financial Officer Company Secretary & Compliance Officer
REGISTERED OFFICE	: 5 th Floor, Malak Building, Behind Old Gujarat High Court, Navrangpura, Ahmedabad - 380009	
STATUTORY AUDITORS	: M/s. B K Chavda & Co.LLP, Chartered Accountants, Gandhinagar	
SECRETARIAL AUDITOR	: M/s. Nishant Pandya & Associates, Company Secretaries, Ahmedabad	
BANKERS	: Bandhan Bank Limited, Vadaj Branch, Ahmedabad	
REGISTRAR AND SHARE TRANSFER AGENTS	: Bigshare Services Private Limited, Office No. S6-2, 6 th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East), Mumbai - 400093	
WEBSITE	: www.technichemorganics.com	

CONTENTS	PAGE NO.
Notice	2-16
Directors' Report including Secretarial Audit Report	15-37
Independent Auditors' Report	38-46
Balance Sheet	47
Profit & Loss Account	48
Cash Flow Statement	49
Notes on Financial Statement	50-69

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 30TH ANNUAL GENERAL MEETING OF THE MEMBERS OF **TECHNICHEM ORGANICS LIMITED** WILL BE HELD ON THURSDAY, THE 24TH SEPTEMBER, 2026 AT 12.00 NOON IST THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO-VISUAL MEANS ("OAVM") TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2026, the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Anilkumar J. Pandya (DIN: 00921815), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for re appointment.

SPECIAL BUSINESS:

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

"RESOLVED THAT pursuant to Section 94 and such other applicable provisions of the Companies Act, 2013 ('the Act') and the relevant rules, circulars and notifications made there under (including any statutory modification(s), enactment(s) or re-enactment(s) thereof for the time being in force), the consent of the Members of the Company, be and is hereby accorded to maintain the Register of Members together with the Index of members of the Company under Section 88 of the Act and copies of the Annual Returns under Section 92 of the Act at the office premises of Bigshare Services Private Limited, Registrar and Transfer Agent (RTA), Office No S6-2, 6th floor Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai - 400093, and such other places as the RTA, shift its office from time to time."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such things, deeds, matters and take all such actions as may be required from time to time for giving effect to the above resolution and matters related thereto."

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

"RESOLVED THAT pursuant to provisions of Sections 149, 150 and 152 read with Schedule IV of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('Listing Regulations') as amended from time to time, Mr. Asim Pandya (DIN: 10627198), an Independent Director of the Company, who was appointed as an Independent Director by the Board of Directors with effect from 29th July, 2026 pursuant to provisions of Section 161(1) of the Companies Act, 2013 as amended from time to time and in accordance with the Articles of Association of the Company and whose term of office expires at this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of the Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (five) consecutive years from 29th July, 2026 to 28th July, 2031 considering the recommendation made by the Nomination and Remuneration Committee of the Company and approval of the Board of Directors in this regard."

"RESOLVED FURTHER THAT, the Company takes note of the declaration in writing from Mr. Asim Pandya, in Form No. DIR-8, confirming that he is not disqualified under Section 164 of the Companies Act from acting as a director of the Company."

"RESOLVED FURTHER THAT the Company notes the declaration in writing from Mr. Asim Pandya confirming that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 and the Board hereby recommends the appointment of Mr. Asim Pandya as an independent director for a term of 5 (five) consecutive years to the members of the Company for their approval."

“RESOLVED FURTHER THAT the Company takes note of the disclosure of interest under Section 184 of the Companies Act 2013 in the Form MBP-1 from Mr. Asim Pandya and the certificate issued by the Indian Institute of Corporate Affairs, in compliance with Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014.”

Registered Office:

5th Floor, Malak Building,
Behind Old Gujarat High Court,
Navrangpura, Ahmedabad – 380009
Date : 29th July, 2026

By Order of the Board

Parth B. Thakkar
Company Secretary & Compliance Officer

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of Special Business in the Notice is annexed hereto.
2. The 30th Annual General Meeting (AGM) will be held on Thursday, 24th September, 2026 at 12.00 noon. IST through Video Conferencing (VC)/Other Audio Visual Means (OAVM), in compliance with the applicable provisions of the Companies Act, 2013 (“Act”) read with **General Circular No. 03/2025 dated 22nd September, 2025** read with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 5th May, 2020 and earlier circulars issued in this regard extending relaxation by the Ministry of Corporate Affairs (“MCA circulars”). The deemed venue for the 30th AGM shall be the Registered Office of the Company. **Annual Report will not be sent in physical form.**
3. Since this AGM is being held through VC / OAVM pursuant to MCA Circulars, physical attendance of the Members/ Shareholders has been dispensed with. **Accordingly, the facility for appointment of proxies by the Members /shareholders will not be available for the AGM and hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.** Members / Shareholders have to attend and participate in the ensuing AGM through VC/OAVM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
4. Members / Shareholders of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC. Body Corporates whose Authorised Representatives are intending to attend the Meeting through VC/OAVM are requested to send to the Company on their email Id technichemorganics@gmail.com, a certified copy of the Board Resolution/authorization letter authorising their representative to attend and vote on their behalf at the Meeting and through E-voting.
5. In compliance with the aforesaid MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report 2025-26 is being sent only through electronic mode to those Members / Shareholders whose email addresses are registered with the Registrar & Share Transfer Agent of the Company/ Depositories. Members / Shareholders may note that the Notice and Annual Report will also be available on the Company's website www.technichemorganics.com, website of stock exchange viz. BSE Limited at www.bseindia.com that of Central Depository Services (India) Limited (agency for providing remote e-voting facility), www.evotingindia.com.
6. Members / Shareholders attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
7. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
8. The Members / Shareholders 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 EGM/AGM through VC/OAVM will be made available to at least 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.

9. As the Annual General Meeting (AGM) of the Company is held through Video Conferencing/OAVM, we therefore request the members / shareholders to submit questions in advance relating to the business specified in this Notice of AGM on the email ID at technichemorganics@gmail.com
10. Members/Shareholders holding shares in the dematerialized mode are requested to intimate all changes with respect to their bank details, ECS mandate, nomination, power of attorney, change of address, change in name, etc, to their Depository Participant (DP). These changes will be automatically reflected in the Company's records, which will help the Company to provide efficient and better service to the Members. Members holding shares in physical form are requested to intimate the changes to the Registrar & Share Transfer Agents of the Company (RTA). Members /Shareholders are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.
11. Pursuant to the requirement of Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 issued by The Institute of Company Secretaries of India, the brief profile/particulars of the Directors of the Company seeking their appointment or re-appointment at the Annual General Meeting (AGM) are stated at the end of this Notes annexed hereto.
12. As per the provisions of the MCA Circulars, the matters as appearing as Special Business at Item No(s). 3 & 4 of the accompanying Notice, are considered to be unavoidable by the Board of directors of the Company and hence, forms part of this Notice.
13. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Shareholders holding shares in dematerialized form are, therefore requested to submit their PAN to the Depository Participant(s) with whom they are maintaining their dematerialized accounts.

SEBI vide its Circular dated 3rd November, 2021 and 14th December, 2021 had mandated the submission of PAN, KYC details and nomination by holders of physical securities.

Shareholders holding shares in physical mode are requested to submit their PAN, KYC and nomination details to the Registrar and Share Transfer Agent of the Company, viz., Bigshare Services Private Limited at Office No S6-2, 6th floor Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai - 400093. The forms for updating the same are available at https://www.bigshareonline.com/for_investers.aspx.

In case a holder of physical securities fails to furnish these details or link their PAN with Aadhaar before the due date, our Registrars are obligated to freeze such folios. The securities in the frozen folios shall be eligible to receive payments (including dividend) and lodge grievances only after furnishing the complete documents.

14. The members are requested to intimate to the Company, queries, if any, at least 10 days before the date of the meeting to enable the management to keep the required information available at the meeting.
15. The Shareholders holding Shares in Physical form are advised to get their shares dematerialised as no physical shares can be traded in the Stock Exchanges in terms of SEBI and Stock Exchange guidelines. This is to bring to the notice of the Shareholders that as per SEBI Notification, the request for effecting transfer of securities held in Physical form (except in case of transmission or transposition) would not be entertained and shall not be processed by the Company/ RTA of the Company w.e.f. 1st April, 2019. Hence, Shareholders are advised to get their physical shares dematerialized.
16. Members /shareholders who wish to inspect the Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of Companies Act, 2013 and Register of Contracts or arrangements in which directors are interested maintained under section 189 of the Companies Act, 2013 and Relevant documents referred to in this Notice of AGM in electronic mode can send an email to technichemorganics@gmail.com.
17. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice below.

18. Shareholders/Members of the Company holding shares either in physical form or in Dematerialised forms as on Benpos date i.e. 7th August, 2026 will receive Annual Report for the financial year 2025-26 through electronic mode only.
19. Shareholders/ Members are requested to notify any changes in their address to the Company's Registrar & Share Transfer Agent, Bigshare Services Private Limited. Office No S6-2, 6th floor Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai - 400093 Email id: investor@bigshareonline.com.
20. Shareholders/ Members are requested to quote their Folio No. or DP ID/ Client ID, in case shares are in physical / dematerialized form, as the case may be, in all correspondence with the Company / Registrar and Share Transfer Agent.
21. To support the "Green Initiative", Members who have not registered their e-mail addresses so far, are requested to register their e-mail address with the Registrar & Share Transfer Agents of the Company for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
22. The Shareholders can avail the facility of nomination in respect of shares held by them in physical form, pursuant to the provisions of Section 72 of the Companies Act, 2013 read with the Rules framed thereunder and the SEBI Circular dated 3rd November 2021. The Shareholders desiring to avail of this facility may send their nomination in the prescribed Form No. SH-13 duly filled in, to Bigshare Services Private Limited. If a Member desires to 'Opt Out' or 'Cancel the nomination' or 'Change the nomination', he/she may submit the same in Form ISR-3 or SH-14 as the case may be, the format of which is available on the Company's website and on the website of the Bigshare Services Private Limited at https://www.bigshareonline.com/for_investors.aspx. The Shareholders holding shares in electronic form may contact their respective Depository Participants for availing this facility.

Instructions for e-voting and joining the AGM are as follows:

1. As you are aware, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs **General Circular No.03/2025 dated 22nd September, 2025** read with the requirements laid down in Para 3 and Para 4 of the General Circular No.20/2020 dated 5th May, 2020 and earlier circulars issued in this regard extending relaxation by the Ministry of Corporate Affairs ("MCA circulars") read with the Securities and Exchange Board of India **Circular dated 3rd October, 2024** ("SEBI Circulars") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The forthcoming AGM will thus be held through video conferencing (VC) or other audio-visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
3. The Members/shareholders can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

5. Pursuant to MCA Circular No. 14/2020 dated 8th April, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated 13th April, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.technichemorganics.com. The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) at www.evotingindia.com.

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

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in Demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in Demat mode.

- (i) The voting period begins on at **9.00 a.m. on 21st September, 2026 and ends at 5:00 p.m. on 23rd September, 2026**. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date i.e. 17th September, 2026** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in Demat mode.

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

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

Type of shareholders	Login Method
Individual shareholders holding securities in Demat mode with CDSL Depository	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on Login icon & My Easi New (Token) Tab.

	2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the 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 i.e. CDSL/ NSDL/KARVY/ BIGSHARE, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from evoting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin 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 e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual shareholders holding securities in demat mode with NSDL Depository	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting

	4) 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 18002109911
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in / evoting@nsdl.com or call at toll free no.: 022 – 48867000 and 022-24997000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

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

- 1) The shareholders should log on to the e-voting website www.evotingindia.com
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID

User ID	a. For CDSL: 16 digits beneficiary ID,
	b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
	c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first time user follow the steps given below:

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

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for TECHNICHEM ORGANICS LIMITED on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz. technichemorganics@gmail.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

- (i) The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
- (ii) The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
- (iii) Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
- (iv) Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- (v) Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- (vi) 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.
- (vii) Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **10 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **10 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at technichemorganics@gmail.com. These queries will be replied to by the company suitably by email.
- (viii) Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- (ix) Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
- (x) If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

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

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 18002109911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 34/35th Floor, Marathon Futorex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 18002109911.

Scrutinizer to scrutinize the e-voting process

The Board of Directors has appointed Mr. Kashyap R. Mehta (Membership No. FCS 1821) and failing him, Mr. Yash K. Mehta (Membership No. ACS 43020) of Kashyap R. Mehta & Partners, Practising Company Secretaries as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company and on the website of CDSL after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be communicated to the Stock Exchange viz. BSE Limited.

Registered Office:

5th Floor, Malak Building,
Behind Old Gujarat High Court,
Navrangpura, Ahmedabad – 380009
Date : 29th July, 2026

By Order of the Board

Parth B. Thakkar
Company Secretary & Compliance Officer

ANNEXURE TO NOTICE

EXPLANATORY STATEMENT PURSUANT TO REGULATION 36(5) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:

In respect of Item No. 3:

As required under the provisions of Section 94 the Companies Act, 2013, certain documents such as the Register of Members, Index of Members and certain other registers, certificates, documents etc., are required to be kept at the registered office of the Company. However, these documents can be kept at any other place within the city, town or village in which the registered office is situated or any other place in India in which more than one-tenth of the total members entered in the register of members reside, if approved by a Special Resolution passed at a general meeting of the Company.

Accordingly, the approval of the members is sought in terms of Section 94(1) of the Companies Act, 2013, for keeping the aforementioned registers and documents at the office of the Registrar and Transfer Agent ("RTA"), viz. Bigshare Services Private Limited, Office No S6-2, 6th floor Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai - 400093, and such other places as the RTA, shift its office from time to time.

A copy of the proposed resolution is being forwarded in advance to the Registrar of Companies, Gujarat, Ahmedabad, as required under the said Section 94 (1) of the Companies Act, 2013.

The Directors recommend the said resolution proposed to be passed as Special Resolution by the members. None of the Directors, Key Managerial Personnel or their relatives are in any way concerned or interested, financially or otherwise in this resolution.

In respect of Item No. 4:

Mr. Asim Pandya (DIN:10627198) was appointed as an Independent Director of the Company by the Board of Directors of the Company w.e.f. 29th July, 2026 pursuant to provisions of Section 149 and 161 of the Companies Act 2013 to hold office upto the date of the ensuing Annual General Meeting.

The Company has received a Notice in writing from a Member of the Company under Section 160(1) of the Companies Act, 2013 proposing the candidature of Mr. Asim Pandya (DIN:10627198) for the office of Director of the Company.

In the opinion of the Board, Mr. Asim Pandya (DIN:10627198) fulfils the conditions specified in the Companies Act, 2013 and SEBI - Listing Regulations for appointment as an Independent Director and is independent of the management of the Company.

Mr. Asim Pandya (DIN: 10627198) holds a Master of Laws (LL.M.) degree from Gujarat University. With over thirty-six years of experience in legal practice, he has handled matters across almost all branches of law. An accomplished academican and scholar, he has authored law books on five different legal subjects and is widely recognized across India for his ethical legal practice, professional integrity, and distinguished reputation. His professional career reflects extensive experience in litigation, legal consultancy, legal education, legal research, and academic writing, making him a respected member of the legal fraternity.

Details of Mr. Asim Pandya are provided in the "Annexure" to the Notice pursuant to the provisions of the Listing Regulations and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

In view of above and also considering the recommendation of Nomination and Remuneration Committee of the Company for appointment of Mr. Asim Pandya (DIN:10627198) as Independent Director of the Company for a consecutive term of five years period w.e.f. 29th July, 2026 to 28th July, 2031, on basis of his skills, extensive and enriched experience in diverse areas and suitability to the Company and fulfilling the criteria of his independence under Section 149(6) of Companies Act, 2013 read with Schedule IV thereto and Regulation 16(1)(b) and 25(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the said Resolution No. 4 is being recommended by the Board of Directors to the members of the Company for their consideration and accord approval thereto by way of a Special Resolution.

None of the Directors, Key Managerial Personnel (KMP) of the Company or their relatives except Mr. Asim Pandya (DIN:10627198), since it is relating to his own appointment, may be deemed to be concerned or interested in the Resolution stated at item No. 4 of the Notice.

Registered Office:

5th Floor, Malak Building,
Behind Old Gujarat High Court,
Navrangpura, Ahmedabad – 380009
Date : 29th July, 2026

By Order of the Board

Parth B. Thakkar
Company Secretary & Compliance Officer

BRIEF PARTICULARS/PROFILE OF THE DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT PURSUANT TO THE PROVISIONS OF REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD 2 ISSUED BY ICSI:

Details of events that needs to be provided	Information of such event(s)	Information of such event(s)
Name of Director	Mr. Anilkumar J. Pandya	Mr. Asim Pandya
Director Identification Number (DIN)	00921815	10627198
Date of Appointment	27-02-1996	29-07-2026
Date of Birth	21-05-1963	26-07-1965
Age (in years)	63	61
Qualifications	Bachelor of Commerce	Graduation & Master of Law
Remuneration last drawn by such person, if any.	Rs. 36,00,000/-	-
Shareholding in the Company	56,22,875 Shares	NIL
Reason for change viz. appointment, resignation, removal, death or otherwise;	Re-appointment	Appointment of Mr. Asim Pandya (DIN: 10627198) as an Independent Non-Executive Director of the Company
Terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid	Director is liable to retire by rotation and offers himself for reappointment.	As per resolution at item no. 4 of the Notice convening this Meeting read with explanatory statement thereto.
Brief profile (in case of appointment)/ Experience and Expertise	He possesses over 29 years of experience in manufacturing operations, factory administration, production management, and logistics coordination. He has extensive expertise in overseeing production infrastructure, optimizing resource utilization, and ensuring efficient day-to-day factory operations. His strong practical approach and leadership skills have enabled the organization to achieve operational excellence in a dynamic and competitive environment. He has played a significant role in implementing quality management systems and guiding the Company towards ISO certifications. Additionally, he has been instrumental in product development, process enhancement, and specialty chemicals research and development, while mentoring	He possesses over 36 years of experience in the practice of law across diverse branches of the legal profession. A distinguished academician and scholar, he has authored several law books covering five different subjects. He is widely respected for his ethical professional conduct and has earned an excellent reputation within the legal fraternity across India.

TECHNICHEM ORGANICS LIMITED

(formerly known as Technichem Organics Private Limited)

	teams and driving continuous improvement, innovation, and sustainable business growth.	
Number of Meetings of the Board attended during the year	7	-
List of Public Limited Companies in which Directorships held	NIL	NIL
List of Private Limited Companies in which Directorships held	NIL	NIL
Chairman/Member of the Committees of Directors of other Companies	NIL	NIL
Disclosure of relationships between directors (in case of appointment of a director)	Mr. Bharat J. Pandya and Mr. Anilkumar J. Pandya are related to each other.	Not related
Information as required pursuant to BSE Circular with ref. no. LIST / COMP/14/2018-2019 and the National Stock Exchange of India Ltd. with ref. no. NSE/CML/2018/24, dated 20 th June, 2018	He is not debarred from holding the office of director pursuant to any SEBI order.	He is not debarred from holding the office of Director pursuant to any SEBI order.
Listed entities from which resigned in the past three years	NIL	NIL
Justification for choosing the appointee for appointment as Independent Directors	NA	On the basis of his skills, performance evaluation, extensive and enriched experience in diverse areas and suitability to the Company

Registered Office:

5th Floor, Malak Building,
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Navrangpura, Ahmedabad – 380009
Date : 29th July, 2026

By Order of the Board

Parth B. Thakkar
Company Secretary & Compliance Officer

DIRECTORS' REPORT

Dear Members,

The Board of Directors has pleasure in presenting the 30th Annual Report of Technichem Organics Limited (formerly known as Technichem Organics Private Limited (hereinafter referred to as the Company") along with the Audited Financial Statements for the Financial Year ended 31st March, 2026 ("the year/period under review")

1. FINANCIAL RESULTS:

(Rs. in lakh)

Particulars	2025-26	2024-25
Profit before Interest and Depreciation	570.74	825.88
Less : Interest	121.40	144.77
Profit before Depreciation	449.34	681.11
Less : Depreciation	180.73	163.15
Profit before Tax	268.61	517.96
Less : Current Tax	23.50	80.85
Less: Tax in respect of earlier years	(3.40)	6.94
Less: Adjustment for Deferred Tax Liability	(23.75)	27.29
Profit after tax	272.26	402.88

There are no material changes and commitment affecting the financial position of the Company which have occurred between 1st April, 2026 and date of this report.

2. DIVIDEND & DIVIDEND DISTRIBUTION POLICY:

With a view to conserve the resources for the working capital requirement of the Company, the Board of Directors has not recommended any dividend for the year under review ended on 31st March, 2026.

Pursuant to Regulation 43A of LODR Regulation 2015, the regulations related to Dividend Distribution Policy are not applicable to the Company.

3. PRODUCTION, SALES AND WORKING RESULTS:

During the year under review, Your Company has achieved during the year, Profit before Interest and Depreciation of Rs. 570.74 lakh as compared to Rs. 825.88 lakh during 2024-25. After charging for finance cost and Depreciation, the Company has Profit before tax of Rs. 268.61 lakh as compared to Profit of Rs. 517.96 lakh during 2024-25. After providing for current taxes and making adjustments for deferred tax, the Profit after tax stood at Rs. 272.26 lakh compared to Profit of Rs. 402.88 lakh during 2024-25. After bringing forward balance of Profit and Loss account of Rs.900.02, the balance of Rs. 1172.28 lakh has been carried forward to Balance Sheet.

4. CHANGE IN THE NATURE OF BUSINESS:

There is no change in the nature of business of the Company.

5. LISTING:

The Equity Shares of the Company are listed on SME Emerge Platform of BSE Limited w.e.f. 7th January, 2025. The Company is regular in payment of Annual Listing Fees. The Company has paid Listing fees up to the year 2026-27.

6. SHARE CAPITAL:

There are no changes in the capital structure of the Company during the period under review.

The issued, subscribed and paid-up Share Capital of the Company as on 31st March, 2026 was Rs. 1,73,21,250 divided into 17,32,12,500 equity shares of Rs. 10/- each. As on 31st March, 2026, the Company has not issued shares with differential voting rights nor granted stock options nor do sweat equity and none of the Directors of the Company hold any convertible instruments.

9. UTILISATION OF FUNDS RAISED THROUGH IPO:

Statement on deviation / variation in utilization of funds raised

Name of listed entity	Technichem Organics Limited (formerly known as Technichem Organics Private Limited)
Mode of Fund Raising	Initial Public Offer (IPO)
Date of Raising Funds	3 rd January, 2025.
Amount Raised	Rs. 25,24,50,000/-
Report filed for Quarter / Half year ended	31-03-2026
Monitoring Agency	Not applicable
Monitoring Agency Name, if applicable	Not applicable
Is there a Deviation / Variation in use of funds raised	No
If yes, whether the same is pursuant to change in terms of a contract or objects, which was approved by the shareholders	Not applicable
If Yes, Date of shareholder Approval	Not applicable
Explanation for the Deviation / Variation	Not applicable
Comments of the Audit Committee after review	Not applicable
Comments of the auditors, if any	Not applicable

Original Object	Modified Object, if any	Original Allocation	Modified allocation, if any	Funds utilized till 31-03-2026	Amount of Deviation/ Variation for the quarter according to applicable object	Remarks if any
Funding of capital expenditure requirement towards Setting up of a new plant	N.A.	703.82	-	478.41-	-	The Funds are unutilized as on 31-03-2026 and will be utilized during the FY 2026-27
Repayment/Prepayment in full or in part of certain borrowings from banks, financial and non-banking financial companies	N.A.	1023.51	-	1023.51	-	The Funds have been utilized in total
General Corporate Purpose	N.A.	797.17	-	797.17	-	The Funds have been utilized in total

10. RESERVES:

Your Company does not propose to transfer any amount to general reserve.

11. DIRECTORS:

- 11.1 One of your Directors viz. Mr. Anilkumar J. Pandya (DIN: 00921815) retires by rotation in terms of the Articles of Association of the Company. However, being eligible, offers himself for reappointment.
- 11.2 Ms. Jaina M. Mehta (DIN: 08573437) resigned from the office of Independent Director of the Company with effect from 7th July, 2026. The Board of Directors places on record its sincere appreciation and gratitude for her valuable contribution, guidance and support during her tenure as an Independent Director of the Company and wishes her success in all her future endeavours.
- 11.3 The Board of Directors in their meeting held on 29th July, 2026 have appointed Mr. Asim Pandya (DIN – 10627198) as an Additional Director (Non-executive Independent Director) w.e.f. 29th July, 2026. Furthermore, the appointment of Mr. Asim Pandya as a Non-executive Independent Director for a period of 5 years is being proposed at the ensuing 30th Annual General Meeting.

The above re-appointment(s) forms part of the Notice of the forthcoming 30th AGM and the resolutions are recommended for your approval.

- 11.4 Brief profile of the Director who is being appointed or re-appointed as required under Regulations 36(3) of Listing Regulations, 2015 and Secretarial Standard on General Meetings is provided in the notice for the forthcoming AGM of the Company.
- 11.5 The Company has received necessary declaration from each Independent Director of the Company under Section 149(7) of the Companies Act, 2013 (the Act) that they meet with the criteria of their independence laid down in Section 149(6) of the Act. The Independent Director shall enroll his / her name in the Databank, being maintained by Indian Institute of Corporate Affairs to qualify as an Independent Director. The enrollment of Independent Directors has been completed and they have furnished the declaration affirming their compliance to the Board with the provisions contained under sub rule 1 & 2 of Rule 6 of Companies (Appointment & Qualification of Directors) Rules.
- 11.6 In terms of provisions of Section 150 of the Companies Act, 2013 read with Rule 6(4) of the Companies (Appointment & Qualification of Directors) Amendment Rules, 2019 the Independent Directors of the Company have registered themselves with the Indian Institute of Corporate Affairs, Manesar ('IICA').
- 11.7 The Board of Directors duly met Seven (7) times during the Financial Year 2025-26 on 28th May, 2025, 27th June, 2025, 22nd July, 2025, 26th September, 2025, 14th November, 2025 and 11th December, 2025, 9th February, 2026.

Sr. No.	Name of Directors	Category of Directorship	No. of Board Meetings attended during 2025-26	Attendance at AGM held on 24-09-2025 Yes(Y)/No(N)
1	Mr. Bharat J. Pandya	Managing Director	7 of 7	Y
2	Mr. Anilkumar J. Pandya	Whole-time Director	7 of 7	Y
3	Mr. Piyush J. Nathwani	Whole-time Director	7 of 7	Y
4	Ms. Jaina Y. Mehta	Independent Director	7 of 7	Y
5	Ms. Anal R. Desai	Independent Director	7 of 7	Y
6	Mr. Utsav M. Shah	Independent Director	7 of 7	Y

11.8 Formal Annual Evaluation:

The Nomination and Remuneration Committee adopted a formal mechanism for evaluating the performance of the Board of Directors as well as that of its Committees and Individual Directors, including Chairman of the Board, Key Managerial Personnel/ Senior Management etc. The exercise was carried out through an evaluation process covering aspects such as composition of the Board, experience, competencies, governance issues etc.

11.9 DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the requirement of Section 134 of the Companies Act, 2013, it is hereby confirmed:

- that in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- that the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company at 31st March, 2026 being end of the financial year 2025-26 and of the Profit of the Company for the year;
- that the Directors had taken proper and sufficient care for maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- that the Directors had prepared the annual accounts on a going concern basis.
- the Directors, had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
- the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

12. INTERNAL FINANCIAL CONTROL AND ITS ADEQUACY:

The Board has adopted policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records and the timely preparation of reliable financial disclosures.

13. MANAGERIAL REMUNERATION:

REMUNERATION OF DIRECTORS:

Sr. No.	Name of the Director & Designation	Remuneration for the year 2025-26	% increase over last year	Parameters	Median of Employees Remuneration Rs in Lakh	Commission received from Holding/ Subsidiary
1.	Bharat J. Pandya (CMD)	36.00	NIL	-	2.44	-
2.	Anilkumar J. Pandya (WTD)	36.00	NIL	-	2.44	-
3	Piyush M. Nathwani (WTD)	33.00	37.50	-	2.44	-

The Board of Directors has framed a Remuneration Policy that assures the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors, Key Managerial Personnel and Senior Management to enhance the quality required to run the Company successfully. All the Board Members and Senior Management personnel have affirmed time to time implementation of the said Remuneration policy.

The Nomination and Remuneration Policy are available on the Company's website–
www.technichemorganics.com

14. KEY MANAGERIAL PERSONNEL:

Sr. No.	Name of the Director & KMP	Designation	Percentage (%) Increase (If any)
1.	Mr. Bharat J. Pandya	Managing Director	-
2	Mr. Anilkumar J. Pandya	Whole-Time Director	-
3	Mr. Piyush M. Nathwani	Whole-Time Director	37.50
4	Mr. Narayansingh J. Deora	Chief Finance Officer	-
5	Mr. Parth B. Thakkar	Company Secretary	-

15. PERSONNEL AND H. R. D.:

15.1 INDUSTRIAL RELATIONS:

The industrial relations continued to remain cordial and peaceful and your Company continued to give ever increasing importance to training at all levels and other aspects of H. R. D.

As the operations of the Company have been suspended, there is no material information to be provided. The relationship between average increase in remuneration and Company's performance is as per the appropriate performance benchmarks and reflects short and long term performance objectives appropriate to the working of the Company and its goals.

15.2 PARTICULARS OF EMPLOYEES:

In terms of the provisions of Section 197 of the Act read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement containing the disclosures pertaining to remuneration and other details as required under the Act and the above Rules are provided in the Annual Report. The disclosures as specified under Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed to this Report as **Annexure – A**.

There is no Employee drawing remuneration requiring disclosure under Rule 5(2) of Companies Appointment & Remuneration of Managerial personnel) Rules, 2014.

16. POLICY ON APPOINTMENT AND REMUNERATION OF DIRECTORS AND KMP AND REMUNERATION POLICY:

For the purpose of selection of any Director, the Nomination and Remuneration Committee identifies persons of integrity who possess relevant expertise, experience and leadership qualities required for the position. The Committee also ensures that the incumbent fulfils such criteria with regard to qualifications, positive attributes, independence, age and other criteria as laid down under the Act, Listing Regulations or other applicable laws. The Board has on the recommendation of the Nomination and Remuneration Committee framed a policy on remuneration of Directors, Key Managerial Personnel and other Employees.

17. BOARD EVALUATION:

The Board of Directors has carried out an annual evaluation of its own performance, Board Committees and individual directors pursuant to the provisions of the Act, SEBI Listing Regulations and the Guidance note on Board Evaluation issued by the Securities and Exchange Board of India.

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

The performance of the Committees was evaluated by the board after seeking inputs from the Committee Members on the basis of criteria such as the composition of Committees, effectiveness of Committee meetings, etc.

In a separate Meeting of Independent Directors, performance of the Board as a whole was evaluated, taking into account the views of all the Directors.

18. RELATED PARTY TRANSACTIONS AND DETAILS OF LOANS, GUARANTEES, INVESTMENT & SECURITIES PROVIDED:

Details of Related Party Transactions and Details of Loans, Guarantees and Investments covered under the provisions of Section 188 and 186 of the Companies Act, 2013 respectively are given in the notes to the Financial Statements attached to the Directors' Report.

All transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis. During the year, the Company had not entered into any transactions with related parties which could be considered as material in accordance with the policy of the Company on materiality of related party transactions.

The Policy on materiality of related party transactions and dealing with related party transactions as approved by the Board may be accessed on the Company's website at www.technichemorganics.com

19. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

The information required under Section 134(3)(m) of the Companies Act, 2013 and rule 8(3) of Companies (Accounts) Rules, 2014, relating to the conservation of Energy and Technology Absorption forms part of this report and is given by way of **Annexure - B**.

20. CORPORATE GOVERNANCE:

The requirement specified in regulations 17, 17A, 18, 19, 20, 21, 22, 24, 24A, 25, 26, 26A, 27 and clauses (b) to (i) and (t) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V of SEBI (LODR) Regulations, 2015 are not applicable to the Company.

In additions to the applicable provisions of the Companies Act, 2013 will be applicable to the Company immediately up on the listing of Equity Shares on the Stock Exchanges. However, the Company has complied with the Corporate Governance requirement, particularly in relation to appointment of Independent Directors including Woman Director in the Board, constitution of an Audit Committee,

Nomination and Remuneration Committee and Stakeholders' Relationship Committee. The Board functions either on its own or through committees constituted thereof, to oversee specific operational areas.

21. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Management Discussion and Analysis forms a part of this annual report and is annexed to this report by way of **Annexure - C**.

22. SECRETARIAL AUDIT REPORT:

Pursuant to the provisions of Section 204(1) of the Companies Act, 2013 and the rules made thereunder, the Company had appointed M/s. Nishant Pandya & Associates, Practising Company Secretaries, Ahmedabad, as the Secretarial Auditors for the Financial Year 2025-26. The Secretarial Audit Report for the financial year ended 31st March, 2026 is annexed to this Report as **Annexure – D**. The Report does not contain any qualification, reservation, adverse remark or disclaimer and, accordingly, no explanation is required from the Board.

During the year, the Board of Directors, based on the recommendation of the Audit Committee and pursuant to the provisions of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 had appointed M/s. Kashyap R. Mehta & Partners, Practising Company Secretaries (Firm Registration No. P2025GJ106000), as the Secretarial Auditors of the Company to conduct the Secretarial Audit for the Financial Year 2026-27 at a remuneration to be determined by the Board of Directors or a Committee thereof.

The Company has received the consent and eligibility certificate from M/s. Kashyap R. Mehta & Partners confirming that their appointment is in accordance with the provisions of the Companies Act, 2013 and the applicable rules framed thereunder.

23. WEB ADDRESS OF ANNUAL RETURN:

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, and Rule 12 of the Companies (Management and Administration) Rules, 2014, the draft Annual Return as on 31st March, 2026 is available on the Company's website www.technichemorganics.com.

24. AUDIT COMMITTEE/ NOMINATION AND REMUNERATION COMMITTEE/STAKEHOLDERS' RELATIONSHIP COMMITTEE:

A. Audit Committee:

The Audit Committee consists of the following Directors as on 31st March, 2026.

Name of Directors	Category	Position in the Committee	Attendance at the Meetings held
Mr. Utsav M. Shah	Non-Executive Independent Director	Chairman	4 of 4
Ms. Anal R. Desai	Non-Executive Independent Director	Member	4 of 4
Mr. Bharat J. Pandya	Managing Director	Member	4 of 4

The Audit Committee met 4 times during the Financial Year 2025-26. The maximum gap between two meetings was not more than 120 days except during the exemption period provided by SEBI. The Committee met on 28th May, 2025, 22nd July, 2025, 14th November, 2025 and 9th February, 2026.

The necessary quorum was present for all Meetings. The Chairman of the Audit Committee was present at the last Annual General Meeting of the Company.

The Committee is governed by a Charter which is in line with the regulatory requirements mandated by the Companies Act, 2013. Some of the important functions performed by the Committee are:

- Oversight of the Company's financial reporting process and financial information submitted to the Stock Exchanges, regulatory authorities or the public.
- Reviewing with the Management, the Half Yearly Unaudited Financial Statements and the Auditor's Limited Review Report thereon / Audited Annual Financial Statements and Auditors' Report thereon before submission to the Board for approval. This would, inter alia, include reviewing changes in the accounting policies and reasons for the same, major accounting

estimates based on exercise of judgement by the Management, significant adjustments made in the Financial Statements and / or recommendation, if any, made by the Statutory Auditors in this regard.

- Review the Management Discussion & Analysis of financial and operational performance.
- Discuss with the Statutory Auditors its judgement about the quality and appropriateness of the Company's accounting principles with reference to the Accounting Standard Policy.
- Review the investments made by the Company

All the Members on the Audit Committee have the requisite qualification. The Company Secretary acts as the Secretary to the Committee.

B. Nomination and Remuneration Committee:

The Nomination and Remuneration Committee consists of the following Directors as 31st March, 2026:

Name of Directors	Category	Position in the Committee	Attendance at the Meetings held
Ms. Anal R. Desai	Non-Executive Independent Director	Chairperson	2 of 2
Mr. Utsav M. Shah	Non-Executive Independent Director	Member	2 of 2
Ms. Jaina M. Mehta*	Non-Executive Independent Director	Member	2 of 2

* Resigned as Independent Directors of the Company w.e.f. 7th July, 2026.

Nomination & Remuneration Committee met Two (2) time during the Financial Year 2025-26 on 28th May, 2025, and 9th February, 2026. The necessary quorum was present for the Meetings. The Chairman of the Nomination & Remuneration Committee was present at the last Annual General Meeting of the Company.

The Board of Directors in their meeting held on 29th July, 2026 have reconstituted the Nomination and Remuneration Committee of the Company as follows w.e.f. 29th July, 2026.

- | | | |
|----|-------------------|-------------|
| 1. | Ms. Anal R. Desai | Chairperson |
| 2. | Mr. Utsav M. Shah | Member |
| 3. | Mr. Asim Pandya® | Member |

@ Appointed as Independent Director of the Company w.e.f. 29th July, 2026.

The terms of reference of the Committee as per Companies Act 2013 and SEBI (LODR) 2015, include the following:

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
- For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:
 - a) Use the services of an external agencies, if required;
 - b) Consider candidates from a wide range of backgrounds, having due regard to diversity; and

- c) Consider the time commitments of the candidates.
- Formulation of criteria for evaluation of performance of independent directors and the board of directors;
 - Devising a policy on diversity of board of directors;
 - Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal.
 - Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
 - Recommend to the board, all remuneration, in whatever form, payable to senior management.

C. Stakeholders' Relationship Committee:

The Board has constituted a Stakeholders' Relationship Committee for the purpose of effective Redressal of the complaints and concerns of the shareholders and other stakeholders of the Company.

The Stakeholders' Relationship Committee met one (1) time during the Financial Year 2025-26 on 14th November, 2025.

The Committee comprises the following Directors as members as on 31st March, 2026:

Name of Directors	Category	Position in the Committee	Attendance at the Meetings held
Ms. Anal R. Desai	Non-Executive Independent Director	Chairperson	1 of 1
Mr. Anilkumar J. Pandya	Whole-time Director	Member	1 of 1
Ms. Jaina M. Mehta [#]	Non-Executive Independent Director	Member	1 of 1

[#] Resigned as Independent Directors of the Company w.e.f. 7th July, 2026.

The Board of Directors in their meeting held on 29th July, 2026 have reconstituted the Stakeholders' Relationship Committee of the Company as follows w.e.f. 29th July, 2026.

- | | |
|----------------------------|-------------|
| 1. Ms. Anal R. Desai | Chairperson |
| 2. Mr. Anilkumar J. Pandya | Member |
| 3. Mr. Asim Pandya \$ | Member |

^{\$}Appointed as Independent Director of Company w.e.f. 29th July, 2026

Details of investor complaints received and redressed during Fiscal 2025-26 are as follows:

Opening balance	Received during the year	Resolved during the year	Not solved to the satisfaction of shareholders	Closing balance
Nil	Nil	Nil	Nil	Nil

There was no valid request for transfer of shares pending as on 31st March, 2026. Mr. Parth B. Thakkar, Company Secretary is the Compliance Officer for the above purpose.

The terms of reference of the Committee are:

- Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
- Review of measures taken for effective exercise of voting rights by shareholders.

- Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
- Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.

25. GENERAL:

25.1. STATUTORY AUDITORS:

The present Auditors of the Company M/s. B. K. Chavda & Co. LLP, Chartered Accountants (FRN: 125064W), Peer Reviewed Certificate No. 016915), were appointed as Statutory Auditors of the Company at the 29th Annual General Meeting for a period of 5 years i.e. for financial years 2025-26 to 2029-30. They continue to hold office as Statutory Auditors till the conclusion of 34th AGM to be held in the year 2030.

The remarks of Auditor are self-explanatory and have been explained in Notes on Accounts.

25.2 INSURANCE:

The movable and immovable properties of the Company including plant and Machinery and stocks wherever necessary and to the extent required have been adequately insured against the risks of fire, riot, strike, malicious damage etc. as per the consistent policy of the Company.

25.3 DEPOSITS:

The Company has not accepted during the year under review any Deposits and there were no overdue deposits.

25.4 RISKS MANAGEMENT POLICY:

The Company has a risk management policy, which from time to time, is reviewed by the Audit Committee of Directors as well as by the Board of Directors. The Policy is reviewed quarterly by assessing the threats and opportunities that will impact the objectives set for the Company as a whole. The Policy is designed to provide the categorization of risk into threat and its cause, impact, treatment and control measures. As part of the Risk Management policy, the relevant parameters for protection of environment, safety of operations and health of people at work and monitored regularly with reference to statutory regulations and guidelines defined by the Company.

25.5 SUBSIDIARIES/ ASSOCIATES/ JVs:

The Company does not have any Subsidiaries/ Associate Companies / JVs.

25.6 CODE OF CONDUCT:

The Board of Directors has laid down a Code of Conduct applicable to the Board of Directors and Senior Management. All the Board Members and Senior Management personnel have affirmed compliance with the code of conduct.

25.7 SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS:

There has been no significant and material order passed by any regulators or courts or tribunals, impacting the going concern status of the Company and its future operations.

25.8 ENVIRONMENT AND SAFETY:

The Company is conscious of the importance of environmentally clean and safe operations. The Company's policy requires conduct of operations in such a manner, so as to ensure safety of all concerned, compliances of environmental regulations and preservation of natural resources.

25.9 DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013:

The Company has in place an Anti Sexual Harassment Policy, in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. During the year under review, the Company did not receive any complaint.

a.	Number of complaints received during the year	Nil
b.	Number of complaints disposed off during the year	Nil
c.	Number of cases pending for more than 90 days	Nil

22.10 INSTANCES OF FRAUD, IF ANY REPORTED BY THE AUDITORS:

There have been no instances of fraud reported by the Auditors under Section 143(12) of the Companies Act, 2013.

25.11 SECRETARIAL STANDARDS:

The Company complies with the Secretarial Standards, issued by the Institute of Company Secretaries of India, which are mandatorily applicable to the Company.

25.12 DETAILS OF PROCEEDINGS UNDER IBC & OTS, IF ANY:

There are no proceedings pending under the Insolvency and Bankruptcy Code, 2016. Further, there was no instance of one-time settlement with any Bank or Financial Institution.

25.13 AGREEMENTS EFFECTING THE CONTROL OF THE COMPANY:

No agreements have been entered / executed by the parties as mentioned under clause 5A of paragraph A of Part A of Schedule III of SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015 which, either directly or indirectly effect / impact the Management or Control of the Company or impose any restriction or create any liability upon the Company.

25.14 VIGIL MECHANISM/ WHISTLE-BLOWER POLICY:

The Company has a Whistle-blower Policy in place and aligns with the requirements of vigil mechanism under the Companies Act, 2013 and Regulation 22 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This Policy provides for adequate safeguards against victimization of persons who complain under the mechanism and provides for direct access to the Chairperson of the Audit Committee. The Audit Committee of the Company oversees the functioning of the Vigil Mechanism framework.

The Whistle Blower Policy is available on the Company's website at www.technichemorganics.com.

25.15 With respect to the loans advanced by the Directors to the Company, the Company has received necessary declarations from Directors that the said loan is not given out of funds acquired by them by borrowing or accepting loans or deposits from others.

26. DISCLOSURE OF ACCOUNTING TREATMENT

In the preparation of the financial statements, the Company has followed the Accounting Standards referred to in Section 133 of the Companies Act, 2013. The significant accounting policies which are consistently applied are set out in the Notes to the Financial Statements.

27. DEMATERIALISATION OF EQUITY SHARES:

During the year under review, the Company has entered into tripartite agreements for dematerialization of Equity Shares with the Bigshare Services Private Limited, National Securities Depository Limited and Central Depository Services (India) Limited. As on 31st March, 2026, the share of the Company held in demat form represents 100% of the total issued and paid-up capital of the Company. Shareholders have an option to dematerialise their shares with either of the depositories viz. NSDL and CDSL. The ISIN allotted is INE0ZHT01012.

28. FINANCE:

During the year under review, the Company was generally regular in payment of Principal and Interest to the Financial Institutions/Banks.

The Income tax and GST Assessment of the Company have been completed up to Assessment Year 2025-26 and the Financial Year 2022-23 respectively.

29. DISCLOSURE OF MAINTENANCE OF COST RECORDS:

The Company has maintained cost records as specified by the Central Government under Section 148(1) of the Companies Act, 2013, to the extent applicable.

30. CORPORATE SOCIAL RESPONSIBILITY INITIATIVES:

As per Section 135(9) of the Companies Act, 2013, if the amount to be spent by a company under section 135(5) of the Companies Act, 2013 does not exceed Rs. 50,00,000/- (Rupees Fifty Lakh only), then the requirement under section 135(1) of the Companies Act, 2013 for constitution of the Corporate Social Responsibility Committee is not be applicable and the functions of such CSR Committee as provided under section 135 of the Companies Act, 2013 shall, be discharged by the Board of Directors of the Company. Accordingly, the Company has not constituted CSR committee and functions of CSR committee are being discharged by the Board of Directors of the Company. As per Rule 8(1) of Companies (Corporate Social Responsibility Policy) Rules, 2014 the Annual Report on CSR Activities is annexed herewith as **Annexure – E**.

31. INSIDER TRADING POLICY:

As required under the Insider Trading Policy Regulations of SEBI, your Directors have framed and approved Insider Trading Policy for the Company i.e. 'Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information' and 'Code of Conduct for Regulating Monitoring and Reporting of Trading by Designated Persons/Insiders'. The Policy is available on the company's website.

32. NON-APPLICABILITY OF THE INDIAN ACCOUNTING STANDARDS

As per Provision to regulation Rule 4(1) of the Companies (Indian Accounting Standards) Rules, 2015 notified vide Notification No. G.S.R 111 (E) on 16th February, 2015, Companies whose shares are listed on SME exchange as referred to in Chapter XB of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009, are exempted from the compulsory requirements of adoption of IND-AS w.e.f. 1st April, 2017. As your Company is also listed on SME Platform of BSE Limited, is covered under the exempted category and is not required to comply with IND-AS for preparation of financial statements.

33. DISCLOSURE UNDER MATERNITY BENEFIT ACT, 1961:

The Company is in compliance of the provision of Maternity Benefit Act, 1961 to the extent applicable.

34. OTHER DISCLOSURES:

- (i) Your Company has not issued any shares with differential voting.
- (ii) There was no revision in the financial statements.
- (iii) Your Company has not issued any sweat equity shares.

35. ACKNOWLEDGEMENT:

Your Directors express their sincere thanks and appreciation to Promoters and Shareholders for their constant support and co operation. Your Directors also place on record their grateful appreciation and co operation received from Bankers, Financial Institutions, Government Agencies and employees of the Company.

For and on behalf of the Board,

Bharat J. Pandya
Chairman & Managing Director
DIN: 00921775

Place: Ahmedabad
 Date : 29th July, 2026

Annexure-A

DETAILS FOR BOARD REPORT

Information required under Section 197 of the Company's Act, 2013, read with Company's (Appointment and Remuneration of Management Personnel) Rules, 2014

- A.** Ratio remuneration of each Director to the Median remuneration of all the employees of your Company for the financial year 2025-26 is as follow:

Name of the Director	Total Remuneration (Rupees in lakh)	Ratio of remuneration of Director to the median remuneration
Bharat J. Pandya (CMD)	36.00	14.75:1
Anilkumar J. Pandya (WTD)	36.00	14.75:1
Piyush M. Nathwani (WTD)	33.00	13.52:1
Narayansingh J. Deora (CFO)	9.00	3.69:1
Parth B. Thakkar (CS)	6.00	2.46:1

Notes:

- The Information provided above are on standalone basis.
 - The aforesaid details are calculated on the basis of remuneration for the financial year 2025-26. Rs. 2.44 Lakh.
- B.** Details of percentage increase in remuneration of each Director and CFO & Company Secretary in the financial year **2025-26**.

(Rs. in Lakh)

Name	Designation	Remuneration		Increase%
		2025-26	2024-25	
Bharat J. Pandya	Managing Director	36.00	36.00	-
Anilkumar J. Pandya	Wholetime Director	36.00	36.00	-
Piyush M. Nathwani	Wholetime Director	33.00	24.00	37.50
Narayansingh J. Deora	Chief Financial Officer	9.00	6.36	-
Parth B. Thakkar	Company Secretary & Compliance Officer	6.00	4.25	-

Note: Remuneration to Director is within the overall limits approved by the Shareholders.

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

(Rupees in lakh)

Particulars	2025-26	2024-25	Decrease %
Median remuneration of all employees per annum	2.44	2.28	7.02

- D.** Number of permanent employees on the rolls of the Company as on 31st March 2026:

Particular	Number of Employees
Executive/Manager	3
Staff & KMP	77
Total	80

Comparison of average % increase in salary of employees other than the key managerial personnel and the percentage increase in the key managerial remuneration:

(Rupees in lakh)

Particulars	2025-26	2024-25	% Increase in remuneration in the Financial Year 2025-26
Average salary of all employees	343.46	348.62	(1.48)
Key Managerial Personnel:			
Salary of Managing Director	36.00	36.00	-
Salary of WTDs	69.00	60.00	15.00
Salary of CFO	9.00	6.36	-
Salary of CS	6.00	4.25	-

E. Affirmation that the remuneration paid is as per the Nomination and Remuneration policy of the company:

Remuneration to Directors, Key Managerial Personnel and other employees is as per the remuneration policy of the Company.

Information required under Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 viz Details of Top Ten Employees of the Company in terms of remuneration drawn during 2025-26 is not applicable as none of the employee is drawing remuneration in excess of the limits specified in the said Rule 5(2).

For and on behalf of the Board,

Place: Ahmedabad
Date : 29th July, 2026

Bharat J. Pandya
Chairman & Managing Director
DIN: 00921775

FORM – A

Disclosure of particulars with respect to Conservation of Energy

(A) CONSERVATION OF ENERGY:

Steps taken or impact on conservation of energy	In line with the Company's commitment towards conservation of energy, all units continue with their efforts aimed at improving energy efficiency through innovative measures to reduce wastage and optimize consumption.
Steps taken by the company for utilising alternate sources of energy	Installed 1.17 MW capacity Solar Power Generation Plant for captive consumption
Capital investment on energy conservation equipments	Rs.379.24 lakh

(B) TECHNOLOGY ABSORPTION:

Efforts made in Research and Development and Technology Absorption as per Form B prescribed in the Rules is as under:		
1.	Research & Development (R & D):	
(a)	Specific areas in which R&D carried out by the Company.	New product development and improvement in Quality.
(b)	Benefits derived as a result of the above R&D	Increase in the range of products in its volume of contribution in increased sales turnover.
(c)	Future plan of action	To maintain improved quality of products through quality control.
(d)	Expenditure on R&D	Marginal
2.	Technology absorption, adoption and innovation:	
	The Company does not envisage any technology absorption.	

(C) FOREIGN EXCHANGE EARNINGS & OUTGO:

Particulars	2025-26	2024-25
Total Foreign exchange earnings (Export)	2469.30	2551.72
Total Foreign Exchange expenditure & Import	352.23	450.71

For and on behalf of the Board,

Bharat J. Pandya
Chairman & Managing Director
DIN: 00921775

Place: Ahmedabad
Date : 29th July, 2026

MANAGEMENT DISCUSSION AND ANALYSIS REPORT (MDA)

The Management of Technichem Organics Limited presents the Management Discussion and Analysis Report for the financial year ended 31st March 2026. This report gives an overview of the Company's performance, key business developments, and outlook for the future.

INDUSTRY OVERVIEW:

Technichem Organics Limited operates in the **specialty chemicals sector**, primarily serving pharmaceutical, agrochemical, and performance chemical industries.

India's chemical industry continues to grow steadily due to strong domestic demand, export opportunities, and government support under initiatives like **"Make in India"** and **PLI schemes**. India is projected to become a USD 300 billion chemical market by 2025.

The global trend of diversifying away from China also offers significant growth potential for Indian companies like Technichem Organics Limited.

SEGMENT- WISE PERFORMANCE:

Company is mainly engaged in the business of manufacturing of a wide range of chemicals, Pyrazoles, Pyrazolones, Speciality Chemicals, Pigment & Dye Intermediates and Oxidation with dilute Nitric Acid Chemistry that serves multiple industries, including pharmaceuticals, agriculture, coatings, pigments, dyes and others. This wide array of end uses highlights the extensive and versatile nature of our product offerings.

The Company is operating in only one segment. The production / turnover / performance of the Company have been disclosed in the Director's Report.

THREATS:

The Company operates in a challenging environment that presents several potential threats. One of the major concerns is the volatility in raw material prices and fluctuations in foreign exchange rates, which can significantly impact production costs and profit margins. Additionally, the industry is subject to stringent environmental regulations and compliance norms, which may require ongoing investment in pollution control and safety infrastructure. Furthermore, Technichem Organics faces intense competition from both domestic and international players, which could affect market share and pricing strategies. Addressing these threats proactively is essential for sustaining long-term growth.

EXPLORATION:

The Company is actively exploring new product verticals, strategic collaborations, and opportunities for market expansions. These initiatives are focused on building a resilient, diversified, and future-ready business model.

STRENGTHS:

The promoters and management team of the Company possess strong technical knowledge and experience in the chemical industry. Their leadership has helped the Company navigate challenges. Their continued commitment and industry expertise are expected to play a key role in driving growth and profitability in the years ahead.

OPPORTUNITIES AND OUTLOOK:

The Company sees strong opportunities arising from increasing demand for specialty chemicals in both domestic and international markets. The expansion of manufacturing capabilities and introduction of new product lines will further strengthen its position. In addition, long-standing relationships with customers and plans for strategic backward integration offer further growth potential.

The Company has made an Initial Public Offer (IPO) during the period under review which will support the Company's future working capital requirements, reduce debt obligations, and fund capacity expansion initiatives. With a robust order book and increasing interest from global clients, the Company is expected to strengthen its market position. The outlook for FY 2026–27 remains positive, and Technichem is well-positioned to capitalise on the growing global demand for reliable and sustainable chemical suppliers.

RISKS AND CONCERNS:

The specialty chemical sector inherently involves several operational and financial risks. These include price fluctuations in raw materials, the need to comply with strict safety and environmental norms, and exposure to foreign exchange risks due to export activities.

The Company actively manages these risks through strategies such as entering into long-term procurement contracts and investing in pollution control infrastructure to ensure compliance and business continuity.

FINANCIAL AND OPERATIONAL PERFORMANCE:

The Company will envisage its growth in future because of continuous hard core efforts put by your Company's management to achieve the pace of development, towards which your Company marches. However much requires doing than what has been done due to huge brought forward losses.

Despite the short-term setback, Technichem Organics has invested in capacity enhancements and infrastructure improvements, which are expected to yield returns in the following fiscal year.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has focused on reduction of fixed expenses and has also reduced direct variables cost. It has concentrated on value added products and optimize on available cash flow. The management is ensuring an effective internal control system to safeguard the assets of the company; Efforts for continued improvement of internal control system are being consistently.

The Company has established effective internal control systems for operational efficiency, accuracy of financial reporting, and compliance with applicable laws. The system is regularly reviewed and strengthened to align with best practices. An internal audit function independently evaluates the adequacy of controls and reports to the Audit Committee.

HUMAN RESOURCES AND INDUSTRIAL RELATIONS:

Technichem Organics considers its human capital as its core strength. The Company places strong emphasis on employee training, safety, and development. Industrial relations have remained cordial throughout the year. Industrial relations have remained cordial and stable throughout the year under review.

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES / INDUSTRIAL RELATIONS FRONT INCLUDING NUMBER OF PEOPLE EMPLOYED:

Technichem promotes a work culture that encourages teamwork and continuous on-the-job learning. The Company is committed to enhancing the skills and capabilities of its employees through training programs and personal development initiatives. Cordial and harmonious relation with employees continued to prevail throughout the year under review.

KEY FINANCIAL RATIOS:

Key Ratios	FY 2025-26	FY 2024-25	Change %	Reason for variance above 25%, if any
Current ratio	1.87	2.24	16.52	Not Applicable
Debt-equity ratio	0.15	0.13	15.38	Not Applicable
Debt Service Coverage Ratio	1.22	1.70	28.24	Due to lower profitability in the year
Return on Equity Ratio	0.06	0.09	33.33	Due to decrease profit in the year
Inventory Turnover Ratio	4.16	5.36	22.38	Not Applicable
Trade Receivables Turnover Ratio	3.80	4.66	18.45	Not Applicable
Trade Payables Turnover Ratio	5.98	8.78	31.89	Due to increase purchase in the year
Net Capital Turnover Ratio	3.30	2.81	17.43	Not Applicable
Net Profit Ratio	0.05	0.07	28.57	Due to decrease in net profit in the year
Return on Capital Employed	0.07	0.13	4615	Due to decrease of profit in the year
Return on Investment	0.04	0.06	33.33	Due to decrease of profit during the year

CAUTIONARY STATEMENT:

Statement in this Management Discussion and Analysis Report, describing the Company's objectives, estimates and expectations may constitute 'Forward Looking Statements' within the meaning of applicable laws or regulations. Actual results might differ materially from those either expressed or implied.

**By Order of the Board of Directors
For Technichem Organics Limited**

Place: Ahmedabad
Date : 29th July, 2026

Bharat J. Pandya
Chairman & Managing Director
(DIN: 00921775)

Anilkumar Pandya
Wholetime Director
(DIN:00921815)

FORM NO. MR-3

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

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

To,
**The Members,
Technichem Organics Limited**

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Technichem Organics Limited (formerly known as Technichem Organics Private Limited)** [CIN: L24231GJ1996PLC028917] ('hereinafter called the Company') having Registered Office at 5th Floor, Malak Building, Behind Old Gujarat High Court, Navrangpura, Ahmedabad – 380009. The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of the 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 **whether electronically or otherwise** 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 **31st March, 2026** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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 31st March, 2026 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable as the Equity Shares of the Company are listed on the SME Platform of the Stock Exchange Limited:
 - (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 during the audit period)
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (Not applicable to the Company during the Audit Period);
 - (e) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (Not applicable to the Company during the Audit Period);
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client Not applicable as the Company is not registered as Registrar to Issue and Share transfer agent during audit period;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not Applicable during the audit period)
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (Not Applicable during the audit period);
 - (i) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
- (vi) Various common laws applicable to the activities of the Company such as Labour Laws, Pollution Control Laws, Land Laws, etc. and sector specific laws such as the Drugs and Cosmetics Act, 1940

and Rules, 1945, the Narcotic Drugs and Psychotropic Substances Act, 1985, the Pharmacy Act, 1948, the Hazardous and Other Wastes (Management and Transboundary Movement) Rules, 2016, the Drugs (Prices Control) Order, 2013, for which we have relied on Certificates/ Reports/ Declarations/ Consents/Confirmations obtained by the Company from the experts of the relevant field such as Advocate, Consultants, Chartered Accountants and officers of the Company and have found that the Company is generally regular in complying with the provisions of various applicable Acts.

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

- (i) Secretarial Standards SS – 1 & SS – 2 issued by The Institute of Company Secretaries of India.
- (ii) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and The Listing Agreement entered into by the Company with the SME Platform of the Stock Exchange.

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

The compliance by the Company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this audit since the same have been subject to review by the statutory financial auditor and other designated professionals.

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. There were no changes in the composition of the Board of Directors or the Key Managerial Personnel during the period under review.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, except where consent of Directors was received for circulation of the agenda and notes on agenda at a shorter notice, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

We have relied on representations made by the Company, its Officers and on the reports given by designated professionals for systems and processes formed by the Company to monitor and ensure compliances under other applicable Acts, Laws and Regulations to the Company.

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, the Company has duly Passed a Special Resolution for the revision in the terms and conditions of the appointment of Mr. Piyush M. Nathwani (DIN: 07112017), Whole-time Director of the Company, with respect to the increase in remuneration payable to him, with effect from 1st February, 2025, for the remainder of his tenure, i.e., up to 16th July, 2027.

**FOR NISHANT PANDYA & ASSOCIATES,
COMPANY SECRETARIES**

FRN: S2019GJ700100

**NISHANT PANDYA
PROPRIETOR**

ACS-51005 : COP-22435 : PR-2552/2022

UDIN: A051005H000968781

Place : Ahmedabad

Date : 29th July, 2026

Disclaimer: We have conducted the assignment by examining the Secretarial Records including Minutes, Documents, Registers and other records etc., received by way of electronic mode from the Company and could not be verified from the original records. The management has confirmed that the records submitted to us are true and correct. This Report is limited to the Statutory Compliances on laws / regulations / guidelines listed in our report which have been complied by the Company pertaining to Financial Year 2025-26. We are not commenting on the Statutory Compliances whose due dates are extended by Regulators from time to time or still there is time line to comply with such compliances.

Note: This report is to be read with our letter of even date which is annexed as Annexure 1 and forms an integral part of this report.

**To,
The Members,
Technichem Organics Limited**

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

1. Maintenance of secretarial record is the responsibility of the management of the company. 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 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 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 NISHANT PANDYA & ASSOCIATES,
COMPANY SECRETARIES
FRN: S2019GJ700100
NISHANT PANDYA
PROPRIETOR
ACS-51005 : COP-22435 : PR-2552/2022
UDIN: A051005H000968781**

Place : Ahmedabad
Date : 29th July, 2026

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES
CSR Report for the financial year ended 31st March, 2026
[Pursuant to Section 135 of the Companies Act, 2013]

1	Brief outline of CSR Policy of the Company	The Company aims to demonstrate its social responsibility with special emphasis on improvement of health, education, environment sustainability and other spheres as decided by the Board.
2	The Composition of the CSR Committee: As per Section 135(9) of the Companies Act, 2013 if the amount to be spent by a company under section 135(5) of the Companies Act, 2013 does not exceed Rs. 50,00,000/- (Rupees Fifty Lakh only), then the requirement under 135(1) of the Companies Act, 2013 for constitution of the Corporate Social Responsibility Committee is not be applicable and the functions of such CSR Committee as provided under section 135 of the Companies Act, 2013 shall, be discharged by the Board of Directors the Company. The Company was required to spend Rs. 9,28,000/- (Rupees Nine Lakh Twenty-Eight Thousand only) towards CSR during the year 2025-26. Accordingly, the Company has not constituted CSR committee and functions of CSR committee are being discharged by the Board of Directors of the Company.	
3	Provide the web-link(s) where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.	CSR Policy and CSR projects approved by the Board are disclosed on the website of the Company: www.technichemorganics.com
4	Provide the executive summary alongwith weblink(s) of Impact Assessement of CSR projects carried out in pursuance of sub-rule (3) of Rule 8, if applicable.	Not Applicable
5	(a) Average net profit of the company as per sub-section (5) of section 135.	Rs.4,64,15,000
	(b) Two percent of average net profit of the company as per sub-section (5) of section 135.	Rs.9,28,000
	(c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years.	Nil
	(d) Amount required to be set off for the financial year 2025-26, if any	Nil
	(e) Total CSR obligation for the financial year 2025-26 [(b)+(c)-(d)].	9,28,000
6	(a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project).	Rs.10,41,000
	(b) Amount spent in Administrative Overheads.	Nil
	(c) Amount spent on Impact Assessment, if applicable.	Not Applicable
	(d) Total amount spent for the Financial Year [(a)+(b)+(c)].	Rs.10,41,000

	(e)	CSR amount spent or unspent for the financial year:				
	Total Amount Spent for The Financial Year (Rs. in lakh)	Amount Unspent (in Rs.)				
		Total Amount Transferred to Unspent CSR Account as per Sub-section (6) of section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135.		
				Amount (in Rs.)	Date of transfer	Name of the Fund
	10,41,000/-	-	-	-	Nil	N.A.
	(f)	Excess amount for set off, if any: -				
	Sr. No.	Particulars			Amount (Rs. in lakhs)	
	(1)	(2)			(3)	
	(i)	(a) Two percent of average net profit of the company as per sub-section (5) of section 135			9,28,000	
		(b) Amount available for set off from FY 2024-25			N.A.	
(a)-(b) Total CSR obligation for the financial year 2025-26			9,28,000			
(ii)	Total amount spent for the Financial Year 2025-26			10,41,000		
(iii)	Amount Transferred to Unspent CSR Account as per Sub-section (6) of section 135			N.A.		
(iv)	Excess amount spent for the financial year [(ii)-(i)]			1,13,000		
(v)	Surplus arising out of the CSR projects or Programmes or activities of the previous financial years, if any			Nil		
(vi)	Amount available for set off in succeeding financial years [(iii)-(iv)]			1,13,000		

7	(a)	Details of Unspent Corporate Social Responsibility amount for the preceding three financial years:							
	Sr. No	Preceding Financial Year.	Amount transferred to Unspent CSR Account under sub-section (6) of section 135. (in Rs.)	Balance Amount in Unspent CSR Account under sub-section (6) of section 135 (in Rs.)	Amount Spent in the Financial Year	Amount transferred to a fund as specified under Schedule VII as per second proviso to sub-section (5) of section 135, if any.		Amount Remaining to be spent in succeeding financial year (in Rs.)	Deficiency, if any
						Amount (in Rs)	Date of transfer		
	1	2	3	4	5	6		7	8
	1	FY-1 (2024-25)	Nil	Nil	Nil	Nil	N.A.	Nil	Nil
	2	FY-2 (2023-24)	Nil	Nil	Nil	Nil	N.A.	Nil	Nil
	3	FY-3 (2022-23)	Nil	Nil	Nil	Nil	N.A.	Nil	Nil
8	Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: If Yes, enter the number of Capital assets created/ acquired							No	
	Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:								
	Sr. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity / Authority/ Beneficiary of the registered owner			
	(1)	(2)	(3)	(4)	(5)	(6)		Name	Registered Address
	—	—	—	—	—	—		—	—
(All the fields should be captured as appearing in the revenue record, flat no, house no, Municipal Office/Municipal Corporation/ Gram panchayat are to be specified and also the area of the immovable property as well as boundaries)									
9	Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5)							Not applicable	

For and on behalf of the Board,

Place: Ahmedabad
Date : 29th July, 2026

Bharat J. Pandya
Chairman & Managing Director
DIN: 00921775

INDEPENDENT AUDITOR'S REPORT

To,
The Members,
TECHNICHEM ORGANICS LIMITED

Report on the Financial Statement

Opinion

We have audited the accompanying financial statements of **TECHNICHEM ORGANICS LIMITED (“the company”)**, which comprise the Balance Sheet as at 31/03/2026, and the statement of Profit and Loss and Cash Flow Statement for the year ended, and a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ('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 31/03/2026, its profit (or Loss) and cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the standards on auditing specified under section 143 (10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the code of ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the code of ethics.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. 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. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matters	Principal Audit Procedures/ Auditor's Response
Appropriateness of Current / Non-current classification	For the purpose of current/non-current classification of assets and liabilities, the Company has ascertained its normal operating cycle as twelve months. This is based on the nature of services and the time between the acquisition of assets or inventories for processing and their realization in cash and cash equivalents. The classification of assets and liabilities has been done on the basis of documentary evidences. Where conclusive evidences are not available, the classification has been done on the basis of management's best estimate of the period in which the assets would be realized or the liabilities would be settled. We have evaluated the reasonability of the management's estimates.

Information other than the financial statements and auditors' report thereon

The Company's board of directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, Business Responsibility Report but does not include the financial statements and our auditor's report thereon.

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

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

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

Management's Responsibility for the Financial Statements

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

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

The boards of directors are also responsible for overseeing the Company's financial reporting process.

Auditor's responsibility

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

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

- a. Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- b. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls
- c. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- d. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude

that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our 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 Financial Statements of the Company for the year ended 31 March 2025 were audited by erstwhile Statutory auditors whose reports dated 28th May 2025 expressed an unmodified opinion on those Financial Statements. Our opinion is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements

- I. As required by the Companies (Auditor's Report) Order, 2020 ('the Order'), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the 'Annexure B' a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- II. As required by section 143(3) of the Act, based on our audit we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) In our opinion proper books of account as required by law have been kept by the company so far as it appears from our examination of those books;
 - c) The balance sheet, the statement of profit and loss, and the cash flow statement dealt with by this report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Accounting standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - e) On the basis of written representations received from the directors as on 31/03/2025, taken on record by the Board of Directors, none of the directors is disqualified as on 31/03/2025, from being appointed as a director in terms of section 164(2) of the companies Act, 2013.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure A**".
 - 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 Company to its directors during the period is in accordance with the provisions of section 197 of the Act.

- III. 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:
- a. The Company has disclosed the impact of pending litigations as at 31 March 2025 on its financial position in its Standalone Financial Statements – Refer Note 38 to the Standalone Financial Statements;
 - b. The Company has made provision, as required under the applicable law or applicable Accounting Standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts to the Standalone Financial Statements;
 - c. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year;
 - d. (i) 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 advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediates") , 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
 - (ii) 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 person 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 ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11 (e), as provided under (a) and (b) above, contain any material misstatement.
 - e. The company has not declared any dividend during the year;
 - f. 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 and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.
- IV. The company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.

For, B K Chavda & Co LLP
Chartered Accountants
FRN- 125064W/W101234

CA B K Chavda (Partner)
Membership No. 116780
UDIN:26116780MTUQTM7134

Place : Gandhinagar
Date : 29/05/2026

ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph (f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of Technichem Organics Limited of even date)

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 over financial reporting of Technichem Organics Limited (“the Company”) as of 31/03/2026, in conjunction with our audit of the standalone financial statements of the company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on 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 of 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 timely preparation of reliable financial information, as required under the companies act, 2013.

Auditors’ Responsibility

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (ii) 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 (iii) 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.

Limitations of internal financial controls over financial reporting

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

Opinion

In our opinion and according to the information and explanations given to us, the company has, in all material respects, an adequate internal financial control system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31/03/2026, 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 on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For, B K Chavda & Co LLP
Chartered Accountants
FRN- 125064W/W101234

CA B K Chavda (Partner)
Membership No. 116780
UDIN:26116780MTUQT7134

Place : Gandhinagar
Date : 29/05/2026

Annexure B referred to in paragraph (2) under the heading 'Report on other legal and regulatory requirements' of our report of even date**I. In respect of Property, Plant and Equipment:**

- a) (A) As informed to us, the company is in the process of updating the records showing full particulars including quantitative details and situation of fixed assets.
- (B) The company is not having any intangible assets as on 31/03/2026, therefore paragraph 3(i) (B) of the order is not applicable.
- b) As explained to us, majority of the fixed assets have been physically verified by the management during the year and there is a regular program of verification which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. No material discrepancies were noticed on such verification.
- c) According to the information and explanation given to us and on the basis of examination of records of the company, the title deeds of immovable properties disclosed in financial statement are held in the name of the company.
- d) On the basis of information and explanation given to us and records examined, the company has not revalued its Property, Plant and Equipment during the year.
- e) On the basis of information and explanation given to us, there is no any proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made there under

II. In respect of Inventories:

- a) As explained to us, inventory of the company has physically verified during the year by the management at reasonable intervals and in our opinion and according to the information and explanation given to us, the company is maintaining proper records of its inventories and no material discrepancies were noticed on physical verification.

- b) During the year the company has been sanctioned working capital limits in form of cash credit of Rs. 750.00 lakh from a bank secured against inventories and trade receivables. We have verified and reconciled the periodical statements sent to the bank with the books as mentioned below.

Half year	Name of Bank	Amount as per books (Rs in lakh)	Amount as per statement submitted (Rs in lakh)	Difference	Reason for difference
September	Bandhan Bank Ltd	2701.69	2693.60	8.09	Statement submitted to the bank on provisional basis
March	Bandhan Bank Ltd	2850.53	2850.33	0.20	Statement submitted to the bank on provisional basis

- III. The company has not made any investment or provided any guarantee or security or granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act., therefore, paragraph 3 (iii) (a) to (f) of the Order are not applicable.
- IV. The company has not granted any loans or made any investments or given guarantee or securities during the year, therefore, paragraph 3(iv) of the order are not applicable.
- V. In our opinion and according to the information and explanations given to us, the company has not accepted any deposits and therefore paragraph 3 (v) of the order is not applicable.
- VI. According to the information and explanation given to us, prima facie, the company has maintained cost records as prescribed by the Central Government of India under sub section (1) of Section 148 of the Act and the rules framed there under. However, we have not carried out a detailed examination of the same.
- VII. (a) As per the records verified by us, the company is generally regular in depositing statutory dues. As regards, The Employees State Insurance, Investor Education and Protection Fund, we were explained that the said Statutes are not applicable to the company during the year under review.
- (b) There is no any statutory dues referred to in sub-clause (a) have not been deposited on account of any dispute as at 31/03/2025 except the details of disputed demand is as under;

Name of the statute	Nature of the dues	Amount (Rs.)	Period to which the amount relates	Forum where dispute is pending	Remarks
GST	CGST, SGST and IGST	10,78,368	FY 2021-22	Deputy Commissioner Division – 6, Vadodara, Gujarat	Hearing of appeal is completed and order is pending
GST	SGST and CGST	12,89,737	FY 2021-22	Deputy Commissioner Division – 6, Vadodara, Gujarat	Appeal filed and hearing is pending

- VIII. According to the information and explanations given to us, there is no any scrutiny tax assessments, search and survey, under the Income Tax Act, 1961 has held during the year and therefore paragraph 3 (viii) of the order is not applicable.
- IX. (a) In our opinion and according to the information and explanations given to us, the company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender therefore paragraph 3 (ix) (a) of the order is not applicable.
- (b) According to the information and explanations given to us and on the basis of our audit procedures, we report that the company has not been declared willful defaulter by any bank or financial institution or any other lender, therefore paragraph 3(ix)(b) of the order is not applicable.

-
- (c) In our opinion and according to the information and explanations given to us, the company has utilized the money obtained by way of term loans during the year for the purposes for which they were obtained.
 - (d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the company, we report that no funds raised on short-term basis have been used for long-term purposes by the company.
 - (e) According to the information and explanations given to us and on an overall examination of the financial statements of the company, we report that the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
 - (f) According to the information and explanations given to us and procedures performed by us, we report that during the year the company has not raised loans on the pledge of securities held in its subsidiaries, joint ventures or associate companies.
- X. (a) In our opinion and according to the information and explanations given to us, the company has utilized the money raised by way of initial public offer for the purposes for which they were raised
- (b) During the year, the company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year and accordingly paragraph 3 (x) (b) of the order is not applicable.
- XI. (a) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the company or on the company has been noticed or reported during the period.
- (b) There is no any report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) As represented to us by the management, there are no whistle blower complaints received by the company during the year.
- XII. In our opinion and according to the information and explanations given to us the company is not a Nidhi Company. Therefore, the paragraph 3 (xii) (a to c) of the order is not applicable.
- XIII. In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of the Act where applicable and the details of such transaction have been disclosed in the Financial Statements as required by the applicable accounting standards.
- XIV. In our opinion and based on our examination, the company has an internal audit system commensurate with the size and nature of its business and we have considered the internal audit report of the company issued till date (Internal audit has been applicable from Q4 of FY 2024-25 due to listing of the company), for the period from January-2025 to March-2025
- XV. According to the information and explanations given to us and based on our examination of the records of the company, the company has not entered into any non-cash transactions with directors or persons connected with him, therefore paragraph 3(xv) of the order is not applicable.
- XVI. The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, paragraph 16 (a to d) of the order is not applicable.
- XVII. The company has not incurred cash losses in the financial year and in the immediately preceding financial year.
- XVIII. During the year, there has been no resignation of the statutory auditors, therefore, clause 3 (xviii) of the order is not applicable.
- XIX. According to the information and explanations given to us and 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 financial statements, our knowledge of the Board of Directors and management plans and based on our examination, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the
-

date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

- XX. In our opinion and according to the information and explanations given to us, there is no ongoing project of the company under CSR and no unspent CSR amount is left so nothing was required to be transferred to special account so reporting under clause (a) and (b) here is not required as there is no breach of second proviso to subsection (5) of section 135 of the act. However, the company to spend Rs. 3333 Lacs towards Corporate Social responsibility (CSR) during the year.

Particulars	Amt (Rs in Lakh)
Amount required to be spent during the year	9.28
Amount of expenditure incurred	10.41
Shortfall at the end of the year	NIL
Total of previous years' shortfall	NIL
Reason for shortfall	NA
Nature of CSR activities	Health and Environment
Details of related party transactions, if any	NIL
Movement in provision for contractual CSR obligation, if any	NA

- XXI. This report deals with standalone financial statement, therefore paragraph 3 (xxi) of the order is not applicable.

For, B K Chavda & Co LLP
Chartered Accountants
FRN- 125064W/W101234

CA B K Chavda (Partner)
Membership No. 116780
UDIN:26116780MTUQTM7134

Place : Gandhinagar
Date : 29/05/2026

BALANCE SHEET AS AT 31st MARCH, 2026

(Amount in Lakhs)

S.N	PARTICULARS	NOTE NO.	AS AT 31.03.2026	AS AT 31.03.2025
I	<u>EQUITY AND LIABILITIES</u>			
1	<u>Shareholders Fund</u>			
	(a) Share Capital	3	1,732.13	1,732.13
	(b) Reserves & Surplus	4	3,094.40	2,822.14
	TOTAL (1)		4,826.53	4,554.27
2	<u>Non-Current Liabilities</u>			
	(a) Long Term Borrowing	5	709.55	569.69
	(b) Deferred Tax Liability (Net)	6	168.17	191.92
	TOTAL (2)		877.72	761.61
3	<u>Current Liabilities</u>			
	(a) Short Term Borrowing	7	726.23	591.29
	(b) Trade Payable	8	640.08	429.73
	(c) Other Current Liabilities	9	588.50	520.86
	(d) Short Term Provisions	10	23.50	80.85
	TOTAL (3)		1,978.31	1,622.73
	TOTAL (1+2+3)		7,682.56	6,938.61
II	<u>ASSETS</u>			
1	<u>Non-Current Assets</u>			
	(a) Property, Plant and Equipment			
	(i) Property, Plant and Equipment	11	3,345.13	3,081.31
	(ii) Intangible Assets		-	-
	(iii) Capital work-in-process	11	478.41	81.98
	(b) Non-Current Investment	12	5.00	5.00
	(c) Long-term loans & advances	13	116.89	83.70
	(d) Other Non-Current Assets	14	45.00	45.00
	TOTAL (1)		3,990.43	3,296.99
2	<u>Current Assets</u>			
	(a) Inventories	15	1,360.67	1,059.97
	(b) Trade Receivables	16	1,489.86	1,219.16
	(c) Cash and Bank Balances	17	456.95	795.36
	(d) Short -Term Loans And Advances	18	384.65	567.13
	TOTAL (2)		3,692.13	3,641.62
	TOTAL (1+2)		7,682.56	6,938.61

See accompanying notes 1 to 38 forming part of the financial statements

As per our report of even date attached

For, B K CHAVDA & CO. LLP
 CHARTERED ACCOUNTANTS
 FRN : 125064W/W101234

(CA B K CHAVDA)
 PARTNER
 MEMBERSHIP NO. 116780
 UDIN:26116780MTUQTM7134

Date : 29/05/2026
 Place : Gandhinagar

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

BHARAT PANDYA
 CHAIRMAN AND
 MANAGING DIRECTOR
 (DIN 00921775)

NARAYANSINGH DEORA
 CHIEF FINANCIAL OFFICER

Date : 29/05/2026
 Place : Ahmedabad

ANIL PANDYA
 WHOLETIME DIRECTOR
 (DIN 00921815)

PARTH B. THAKKAR
 COMPANY SECRETARY

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31st MARCH, 2026

(Amount in Lakhs)

SR. PARTICULARS NO.	NOTE NO.	FOR YEAR ENDED 31.03.2026	FOR YEAR ENDED 31.03.2025
Continuing Operations			
Income			
Revenue from operations (Gross)	19	5,655.79	5,678.23
Other Income	20	128.58	67.41
A TOTAL INCOME		5,784.37	5,745.64
Expenses:			
Cost of materials consumed	21	3,721.12	3,552.12
Changes in inventories of finished goods	22	(191.86)	(176.93)
Employee benefits expense	23	688.90	630.63
Finance Costs	24	121.40	144.77
Depreciation and amortization expense	11	180.73	163.15
Other Expenses	25	995.47	913.94
B TOTAL EXPENSES		5,515.76	5,227.68
PROFIT BEFORE EXCEPTIONAL AND EXTRAORDINARY ITEMS AND TAX (A-B)		268.61	517.96
EXCEPTIONALAND EXTRAORDINARY ITEMS		-	-
PROFIT BEFORE TAX		268.61	517.96
TAX EXPENSES			
Provision for Income tax		23.50	80.85
(Excess)/Short Provision of IT of Previous Year		(3.40)	6.94
Deferred Tax (Assets)/Liability		(23.75)	27.29
PROFIT AFTER TAX FOR THE YEAR FROM CONTINUING OPERATIONS CARRIED TO B/S		272.26	402.88
Earning per equity share of F.V. Rs.10 each: Basic and Diluted (in Rs.)	29	1.57	3.03

See accompanying notes 1 to 38 forming part of the financial statements

As per our report of even date attached

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

For, B K CHAVDA & CO. LLP
CHARTERED ACCOUNTANTS
FRN : 125064W/W101234

(CA B K CHAVDA)
PARTNER
MEMBERSHIP NO. 116780
UDIN:26116780MTUQTM7134

BHARAT PANDYA
CHAIRMAN AND
MANAGING DIRECTOR
(DIN 00921775)

NARAYANSINGH DEORA
CHIEF FINANCIAL OFFICER

ANIL PANDYA
WHOLETIME DIRECTOR
(DIN 00921815)

PARTH B. THAKKAR
COMPANY SECRETARY

Date : 29/05/2026
Place : Gandhinagar

Date : 29/05/2026
Place : Ahmedabad

CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31/03/2026

(Amount In Lakhs)

	Year Ended On 31st March 2026	Year Ended On 31st March 2025
(A) Cash Flows from Operating Activities		
1. Net Profit Before Tax	268.61	517.96
2. Adjustment For		
(a) Depreciation	180.73	163.15
(b) Finance Cost	121.40	144.77
(c) Profit on sale of Fixes Assets	(0.71)	-
Operating profit before working capital changes	570.03	825.88
3. Adjustment For working Capital Change:		
(i) (Increase)/Decrease in operating asset		
(a) Inventories	(300.71)	(399.70)
(b) Trade Receivables	(270.70)	(300.85)
(c) Loans & Advances	149.29	39.92
(ii) Increase/(Decrease) in operating liabilities		
(a) Trade Payable	210.36	(615.82)
(b) Other current Liabilities	67.63	(84.04)
(c) Provisions	-	-
Cash flow Generated from (Used in) operation	425.91	(534.61)
Less:Direct tax paid	(77.45)	(166.94)
Net Cash flow generated from (used in) operating Activities (A)	348.46	(701.55)
(B) Cash Flows from Investing Activities		
(a) Sale of fixed Assets	4.50	-
(b) Purchase of Fixed Assets	(448.33)	(660.16)
(C) Payment for Capital Working Progress	(396.43)	(22.42)
(d) Increase of Non Current Investment	-	-
(e) Decrease of Other Non Current Investment	-	-
(f) Increase of long term loans and advances	-	-
Net Cash flow Generated from (Used in) in Investing Activities (B)	(840.26)	(682.58)
(C) Cash Flows from Financial Activities		
(a) Issue of shares	-	2,220.76
(b) Proceeds/ (Repayment) from short term borrowing	134.94	591.29
(c) Proceeds/ (Repayment) from long term borrowing	139.86	(617.23)
(d) Finance Cost	(121.40)	(144.77)
Net Cash flow from (Used in) in Financial Activities (C)	153.40	2,050.05
(D) Net increase (decrease) in cash and cash equivalents (A+B+C)	(338.41)	665.92
(E) Cash and cash equivalents at beginning of period	795.36	129.44
(F) Cash and cash equivalents at end of period	456.95	795.36

As per our report of even date attached

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

For, B K CHAVDA & CO. LLP
 CHARTERED ACCOUNTANTS
 FRN : 125064W/W101234

(CA B K CHAVDA)
 PARTNER
 MEMBERSHIP NO. 116780
 UDIN:26116780MTUQT7134

BHARAT PANDYA
 CHAIRMAN AND
 MANAGING DIRECTOR
 (DIN 00921775)

NARAYANSINGH DEORA
 CHIEF FINANCIAL OFFICER

ANIL PANDYA
 WHOLETIME DIRECTOR
 (DIN 00921815)

PARTH B. THAKKAR
 COMPANY SECRETARY

Date : 29/05/2026

Date : 29/05/2026

Place : Gandhinagar

Place : Ahmedabad

NOTES FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED ON 31ST MARCH, 2026.

1. CORPORATE INFORMATION

The company is currently engaged in manufacturing and trading chemical and allied products. It is listed on SME platform of BSE.

Registered Office:
5th Floor, Malak Building,
B/h Old High Court,
Ahmedabad- 380009.

2. SIGNIFICANT ACCOUNTING POLICIES

a. ACCOUNTING CONVENTION:

- i. The financial statements of the company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013 ("the 2013 Act") / Companies Act, 1956 ("the 1956 Act"), as applicable. The financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.
- ii. The Balance Sheet and Statement of Profit and Loss have been prepared in accordance with Division II of Schedule III to the Companies Act, 2013, to the extent applicable to the Company.
- iii. The financial statements are prepared on a going concern basis as the Management is satisfied that the Company shall be able to continue its business for the foreseeable future and no material uncertainty exists that may cast significant doubt on the going concern assumption. In making this assessment, the Management has considered a wide range of information relating to present and future conditions, including future projections of profitability, cash flows and capital resources.
- iv. The financial statements are presented in Indian Rupees and all amounts are rounded off to lakhs, unless otherwise stated.

b. PROPERTY, PLANT AND EQUIPMENT (PPE):

- i) An item of property, plant and equipment (PPE') is recognised as an asset if it is probable that the future economic benefits associated with the item will flow to the Company and its cost can be measured reliably.
- ii) These recognition principles are applied to the costs incurred initially to acquire an item of PPE, to the pre-operative and trial run costs incurred (net of sales), if any and also to the costs incurred subsequently to add to, replace part of, or service it and subsequently carried at cost less accumulated depreciation and accumulated impairment losses, if any.
- iii) The cost of PPE includes interest on borrowings directly attributable to the acquisition, construction or production of a qualifying asset. A qualifying asset is an asset that necessarily takes a substantial period of time to be made ready for its intended use or sale. Borrowing costs and other directly attributable cost are added to the cost of those assets until such time as the assets are substantially ready for their intended use, which generally coincides with the commissioning date of those assets.
- iv) Machinery spares that meet the definition of PPE are capitalised and depreciated over the useful life of the principal item of an asset.
- v) PPE are stated at cost, net of GST and depreciation. No specific borrowing is incurred to increase the fixed assets so no interest on borrowing is capitalized in fixed assets during the current financial year. Building includes road, staff quarters, security room, gate, compound wall etc.

- vi) Company maintains a separate and special in-house research laboratory for the development, expansion and invention of new and innovative techniques for easy and speedy process of output, for maintenance of quality of products and also to search out new products for the betterment and expansion of business.

De-recognition

- vii) An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the Statement of Profit and Loss when the asset is derecognized.

c. INTANGIBLE ASSETS / SOFTWARE

- i) The Company measures intangible assets, representing softwares, licenses etc. initially at cost and subsequently at cost less accumulated amortisation and accumulated impairment, if any.
- ii) The Company recognises internally generated intangible assets when the Company is certain that intangible assets would support/result in furtherance of Company's existing and/or new business and cost of such intangible asset identifiable and reliably measurable. The cost of an internally generated intangible asset comprises of all directly attributable costs necessary to create, produce, and prepare the asset to be capable of operating in the manner intended by the Company.
- iii) All the intangible assets including those internally generated are amortised using the straight-line method over a period of life estimated for each such asset, which is the Management's best estimate of its useful life.
- iv) An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset are recognised in the Statement of Profit and Loss when the asset is derecognised.
- v) Intangible assets, including software, are stated at cost, less accumulated amortisation and impairment loss, if any. Software is amortised over its estimated useful life as assessed by the Management.
- vi) Depreciation on tangible assets is provided on the Straight-Line Method as per the useful life prescribed in Schedule II to the Companies Act, 2013.

d. IMPAIRMENT OF ASSETS

At each balance sheet date, the Management reviews the carrying amount of assets to determine whether there is any indication of impairment. If any such indication exists, the recoverable amount of the asset is estimated. Impairment loss, if any, is recognised where the carrying amount of an asset exceeds its recoverable amount.

e. Depreciation:

Depreciation on fixed assets, has been provided in the accounts as per schedule II of the Companies Act, 2013. Depreciation on fixed assets is provided on Straight line method value method. It has been charged pro-rata from the date of additions as per Schedule II of the Companies Act, 2013.

Residual value of all the assets is taken at 5%. Additions made in the plant and machinery during the year are grouped on date wise basis for computation of prorata depreciation.

f. INVENTORIES

Inventories are valued at lower of cost or net realizable value. Cost is determined on FIFO or specialized basis, if applicable. The raw material cost includes purchase cost and other cost to

bring the material at factory. The work in progress and finished goods cost includes raw material cost, variable cost and manufacturing overheads.

g. SALES:

Sales value is net off GST as applicable and other rebate & claims if any. Sales are accounted for on dispatch of goods to the customers and are net of sales return.

h. TREATMENT OF RETIREMENT OF BENEFITS:

(i) Short-Term Employee Benefits

Liabilities for salaries and wages, including non-monetary benefits and accumulating leave balance in respect of employees' services up to the end of the reporting period, are recognized as expensed when the liabilities are settled.

The company also recognizes a liability and records an expense for bonuses (including performance-linked bonuses) where contractually obliged or where there is a past practice that has created a constructive obligation.

(ii) Defined Benefit Obligation

Gratuity

The Company has a defined benefit gratuity plan. The gratuity plan is governed by the Payment of Gratuity Act, 1972. Under the act, employee who has completed five years of service is entitled to specific benefit. The level of benefits provided depends on the member's length of service and last drawn salary.

i. FOREIGN CURRENCY TRANSACTIONS:

- i.) Monetary items denominated in foreign currency are translated at the exchange rate prevailing on the last day of the accounting year. Foreign currency transactions are accounted at the prevailing on the date of transaction.
- ii.) Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of transaction.
- iii.) Gain or loss arising out of translation/conversation is taken credit for or charged to the profit and loss statement.

j. BORROWING COSTS:

Borrowing costs relating to acquisition of qualifying assets is capitalized till the date of commercial use of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. Other borrowing costs are charged to profit and loss account.

k. PROVISION FOR INCOME TAX

- (i) Current Tax is the amount of Tax payable on the taxable income for the year as determined in accordance with provision of Income Tax Act. 1961.
- (ii) Deferred tax resulting from "timing difference" between book and taxable profit is accounted for using tax rates and laws that have been enacted or subsequently enacted as on the balance sheet date. The Deferred tax asset is recognized and carried forward only to the extent that there is a reasonable certainty that the asset will be realized in future, however where there is unabsorbed depreciation or carry forward of losses, deferred tax assets are recognized only if there is a virtual certainty of realization of such assets supported by convincing evidence that there will be sufficient future taxable income available to realize the assets.

NOTES TO AND FORMING PART OF BALANCE SHEET AS AT 31ST MARCH, 2026**NOTE - 3**

S.N	PARTICULARS	31.03.2026 No. of Shares	31.03.2026 Amt. In Lacs	31.03.2025 No. of Shares	31.03.2025 Amt. In Lacs
Shareholder's Funds :					
1	<u>Authorised share capital:</u>				
	Equity Shares of Rs.10/- each	1,80,00,000	1,800.00	30,00,000	300.00
	Total	1,80,00,000	1,800.00	30,00,000	300.00
2	<u>Issued and subscribed & Paid Up share capital</u>				
	Equity Shares of Rs.10/- each	1,73,21,250	1,732.13	1,73,21,250	1,732.13
	Add: Amount Received on Shares Forfeited	-	-	-	-
	Total	1,73,21,250	1,732.13	1,73,21,250	1,732.13

3.1 Reconciliation of shares outstanding at the beginning and at the end of the reporting period

PARTICULARS	31.03.2026		31.03.2025	
	No. of Shares	Amt. In Lacs	No. of Shares	Amt. In Lacs
At the beginning of the year	1,73,21,250	1,732.13	25,46,250	254.63
Add : Bonus Shares Issued*	-	-	1,01,85,000	1,018.50
Add : Initial Public Offer**	-	-	45,90,000	459.00
Outstanding at the end of the year	1,73,21,250	1,732.13	1,73,21,250	1,732.13

Note:

* Bonus share issued during the year in the ratio of 4:1 to the existing share holders.

** Initial public offer (IPO) of 45,90,000 Equity shares of the face value of Rs. 10/- each issued with premium of Rs. 45/- each during the year.

3.2. Terms/ Rights attached to the equity shares

The Company has one class of shares referred to as equity shares having a par value of Rs.10 each. Each shareholder is entitled to one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company in proportion to their shareholding.

3.3. Number of Shares held by each shareholder holding more than 5% Shares in the company

Name of the Shareholder	31.03.2026		31.03.2025		% Change during the year
	No. of shares	% of share holding	No. of shares	% of share holding	
Bharat J. Pandya	62,31,375	35.98%	62,31,375	35.98%	0.00%
Anil J. Pandya	56,22,875	32.46%	55,90,875	32.28%	0.18%

3.4. Disclosure of Shareholding of Promoters and Promoters Group

Name of the Shareholder	31.03.2026		31.03.2025	
	% of total shares	No. of shares	% of total shares	No. of shares
Promoters				
Bharat J. Pandya	35.98%	62,31,375	35.98%	62,31,375
Anil J. Pandya	32.46%	56,22,875	32.28%	55,90,875
Promoters Group				
Shailaja Anil Pandya	1.36%	2,36,250	1.36%	2,36,250
Alpa Bharat Pandya	1.35%	2,34,500	1.35%	2,34,500
Vama Bharatbhai Pandya	0.20%	35,000	0.20%	35,000
Parita Bharatbhai Pandya	0.20%	35,000	0.20%	35,000
Pandya Shail Anil	0.39%	68,250	0.39%	68,250

PARTICULARS	31.03.2026	31.03.2026	31.03.2025	31.03.2025
	Amt. In	Amt. In	Amt. In	Amt. In
	Lacs	Lacs	Lacs	Lacs
NOTE - 4				
<u>RESERVE & SURPLUS:</u>				
(A) Capital Reserve				
As per Last Balance Sheet		113.11		113.11
(B) Security Premium Reserve				
As per Last Balance Sheet	1,809.01		47.25	
Add; Initial Public Offer (IPO) Proceeds	-	1,809.01	1,761.76	1,809.01
(C) Profit & Loss A/c				
As per Last Balance Sheet	900.02		1,515.64	
Less: Bonus Share Issued	-	-	(1,018.50)	-
Add: Profit for the year	272.26	1,172.28	402.88	900.02
Total		3,094.40		2,822.14

(Amount in Lakhs)

PARTICULARS	ASAT	ASAT
	31.03.2026	31.03.2025

NOTE - 5

Long Term Borrowings:

Term loan

From Financial Institution-Secured (Note-1)

Car Loan- Unsecured

Business loan-Unsecured

Total

697.93	422.68
11.62	15.60
-	131.41
709.55	569.69

Security

- First charge by way of Hypothecation in favour of SIDBI of all borrower's movables, including movables, plant, machinery, machinery spares, tools & accessories Office equipments, computers, furnitures and fixtures, MFA, etc. acquired/ to be acquired under the project/ scheme.
- First charge by way of mortgage in favour of SIDBI of all that piece and parcel of Borrower's industrial use non-agricultural land bearing block/survey no. 347 paiki, admeasuring 19,200 Sq.Mtrs, situated lying and being at village-lunej, Taluka-Khambhat, Registration district-Anand and sub district-Khambhat together with factory shed, building and structure thereon present & future.
- Collateral Security of all the other movable assets of the Company and additional FD of Rs 40.00 lakhs.
- Personal Guarantee of the Promoter Directors

Tenure and Rate of Interest:

Loan Particulars	Amt Sanctioned	Amt O/S	Tenure	Rate of Interest
Term Loan from SIDBI	745.00	225.00	72 Months	8.80%
PCS Loan (Silver) from SIDBI	100.00	55.36	60 Months	8.75%
PCS Loan (Gold) from SIDBI	200.00	166.70	60 Months	8.60%
Solar Term Loan from SIDBI	315.00	250.87	60 Months	8.60%
Total	1,360.00	697.93	-	-

(Amount in Lakhs)

PARTICULARS	01.04.2025	Recognised in P & L (continuing operations)	31.03.2026
-------------	------------	---	------------

NOTE - 6**Deferred Tax (Assets)/Liabilities**

Property, Plant and Equipments	191.92	(23.75)	168.17
Total	191.92	(23.75)	168.17

PARTICULARS	01.04.2024	Recognised in P & L (continuing operations)	31.03.2025
-------------	------------	---	------------

Deferred Tax (Assets)/Liabilities

Property, Plant and Equipments	164.63	27.29	191.92
Total	164.63	27.29	191.92

PARTICULARS	ASAT 31.03.2026	ASAT 31.03.2025
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NOTE - 7**SHORT TERM BORROWING**

- Bandhan Bank Ltd -Cash Credit Account (Note-1)	726.23	
- HDFC Bank Ltd -Overdraft Account	-	411.41
- IDBI Bank Ltd -Overdraft Account	-	179.88
Total	726.23	591.29

Note-1 Security of First charge by way of hypothecation of whole of current assets, both present & future and pari passu charge on all movable assets.

Personal Guarantee of the Promoter Directors

Note-2 Current maturity of long term loans of Rs 382.72 lakh (previous year Rs 339.88 lakh) is shown under Other current liabilities.

NOTE - 8**TRADE PAYABLE**

- For Micro and Small Enterprise	104.65	139.39
- Other than Micro and Small Enterprise	535.43	290.34
Total	640.08	429.73

Particulars	Outstanding for following periods from bill date				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	

TRADE PAYABLE AND AGING SCHEDULE FY 2025-26

(i) MSME	104.65	-	-	-	104.65
(ii) Others	525.73	2.30	7.40	-	535.43
(iii) Disputed dues – MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
Total	630.38	2.30	7.40	-	640.08

TRADE PAYABLE AND AGING SCHEDULE FY 2024-25

(i) MSME	138.27	1.12	-	-	139.39
(ii) Others	288.01	0.07	2.26	-	290.34
(iii) Disputed dues – MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
Total	426.28	1.19	2.26	-	429.73

Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

Particulars	31.03.2026	31.03.2025
Principal amount remaining unpaid to any supplier as at the end of the accounting year	104.65	139.39
Interest due thereon remaining unpaid to any supplier as at the end of the accounting year	-	-
The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day	-	-
The amount of interest due and payable for the year	-	-
The amount of interest accrued and remaining unpaid at the end of the accounting year	-	-
The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid	-	-

The Disclosure in respect of the amounts payable to Micro and Small Enterprises have been made in the financial statements based on the information received and available with the Company. Further, in view of the Management, the impact of interest, if any, that may be payable in accordance with the provisions of the Act is not expected to be material. The Company has not received any claim for interest from any supplier as at the balance sheet date. These facts have been relied upon by the auditors.

(Amount in Lakhs)

PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
NOTE - 9		
<u>Other Current Liabilities</u>		
Duties and Taxes Payable	4.71	5.59
Advance from Debtors	3.95	1.47
Other Payable	194.81	173.27
Current Liabilities of Gratuity	2.31	0.65
Current Maturities of Long term debts		
a. From a financial institution-Secured	239.75	142.32
b. Car loan-Unsecured	11.57	16.28
c. Business loan-Unsecured	131.40	181.28
Total	<u>588.50</u>	<u>339.88</u>

Note: Current maturity of long term loans of Rs 382.72 lakh (previous year Rs 339.88 lakh) is shown under Other current liabilities.

NOTE - 10

SHORT TERM PROVISIONS

Provision for Income Tax	23.50	80.85
Total	<u>23.50</u>	<u>80.85</u>

Note - 11
Property, Plant and Equipments

DESCRIPTION	AMOUNT in Lakhs									
	GROSS BLOCK			DEPRECIATION				NET BLOCK		
	As at 01.04.25	Addition	Deduc- tion	As at 31.03.26	As at 01.04.25	Addit- ion For the year	Deduc- tion	As at 31.03.26	As at 31.03.26	As at 31.03.25
TANGIBLE ASSETS :										
Own Assets:										
Land	659.68	-	-	659.68	-	-	-	-	659.68	659.68
Factory Building	353.31	20.13	-	373.44	107.00	9.88	-	116.88	256.56	246.31
Borwel	0.71	-	-	0.71	0.68	-	-	0.68	0.03	0.03
Plant & Machinery	2,750.10	381.14	6.00	3,125.24	737.46	129.83	2.22	865.07	2,260.17	2,012.64
Laboratory Equipments	19.49	0.76	-	20.25	9.40	0.98	-	10.38	9.86	10.08
Electric Installation	82.19	25.96	-	108.15	39.59	4.80	-	44.39	63.76	42.60
Vehicles	174.92	14.87	-	189.79	76.39	31.55	-	107.94	81.85	98.53
Furniture & Office Equip's	35.29	3.43	-	38.72	25.56	3.05	-	28.61	10.11	9.73
Computers	13.43	2.04	-	15.47	11.73	0.64	-	12.37	3.11	1.71
Total (A)	4,089.12	448.33	6.00	4,531.45	1,007.81	180.73	2.22	1,186.32	3,345.13	3,081.31
INTANGIBLE ASSETS :										
Total (B)	-	-	-	-	-	-	-	-	-	-
Total(A+B)	4,089.12	448.33	6.00	4,531.45	1,007.81	180.73	2.22	1,186.32	3,345.13	3,081.31
Previous Year	3,428.96	660.16	-	4,089.12	844.66	163.15	-	1,007.81	3,081.31	-
Capital Work In Progress (CWIP) :										
CWIP	81.98	396.43	-	478.41	-	-	-	-	478.41	81.98
Previous Year	59.56	81.98	59.56	81.98	-	-	-	-	81.98	-

PARTICULARS	(Amount in Lakhs)	
	ASAT 31.03.2026	ASAT 31.03.2025

NOTE - 12

NON CURRENT INVESTMENT

Khambhat Environcare Association - Share Capital of 50000 each of Rs.10	5.00	5.00
Total	5.00	5.00

NOTE - 13

LONG TERM LOANS AND ADVANCES

Security deposit	116.89	83.70
Total	116.89	83.70

Note: Security deposit of Rs 116.89 lakh (Previous year Rs 83.70 lakh) shown under Long term loans & advances

NOTE - 14

OTHER NON CURRENT ASSETS

Capital Contribution for Effluent Treatment Plant- Khambhat Environcare Association	45.00	45.00
Total	45.00	45.00

Note:

Security deposit of Rs 116.89 lakh (Previous year Rs 83.70 lakh) shown under Long term loans & advances

(Amount in Lakhs)

PARTICULARS	AS AT	AS AT
	31.03.2026	31.03.2025
NOTE - 15		
<u>INVENTORIES</u>		
(As valued, verified and certified by the management)		
a. Raw Material	544.29	435.45
b. Finished Goods	724.67	440.00
c. Stock in Process	91.71	184.52
Total	<u>1,360.67</u>	<u>1,059.97</u>

NOTE - 16

TRADE RECEIVABLE

(Unsecured, considered good)

Trade Receivables	1,489.86	1,219.16
Total	<u>1,489.86</u>	<u>1,219.16</u>

Particulars	Outstanding for following periods from bill date					Total
	Less than 6 Months	6 Months- 1 Year	1-2 Years	2-3 Years	More than 3 Years	

TRADE RECEIVABLE AGEING

SCHEDULE FY 2025-26

(i) Undisputed Trade Rcvble – considered good	1,438.47	6.07	-	0.23	45.09	1,489.86
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisput-ed Trade Rece-ivables-credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivea-bles - considered good	-	-	-	-	-	-
(v) Disputed Trade Receiv-ables - which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivea-bles - credit impaired	-	-	-	-	-	-
Total	1,438.47	6.07	-	0.23	45.09	1,489.86

TRADE RECEIVABLE AGEING

SCHEDULE FY 2024-25

(i) Undisputed Trade Rcvble – considered good	1,114.54	57.82	0.23	9.74	36.83	1,219.16
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisput-ed Trade Rece-ivables-credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivea-bles - considered good	-	-	-	-	-	-
(v) Disputed Trade Receiv-ables - which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivea-bles - credit impaired	-	-	-	-	-	-
Total	1,114.54	57.82	0.23	9.74	36.83	1,219.16

(Amount in Lakhs)

PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
NOTE - 17		
<u>CASH & BANK BALANCES :</u>		
a. Balance with Scheduled Banks		
In Current Accounts	45.03	83.73
In Fixed Deposit Accounts	400.00	699.00
b. Cash On Hand	11.92	12.63
Total	456.95	795.36

NOTE - 18**SHORT TERM LOANS & ADVANCES: (UNSECURED CONSIDERED GOOD)**

Advances Recoverable in Cash or In Kind	210.95	211.58
Amount paid/Balance with Government Authorities	173.70	355.55
Total	384.65	567.13

NOTES TO AND FORMING PART OF STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31.03.2025

(Amount in Lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
NOTE - 19		
<u>REVENUE FROM OPERATIONS:</u>		
Sale of Products	5,655.79	5,678.23
Total	5,655.79	5,678.23

Note - 20**OTHER INCOME:**

Export Incentive	46.10	49.72
Foreign exchange rate difference	35.60	9.80
Interest Income	40.06	7.65
Profit on Sale of Fixed Assets	0.71	
Income Tax Refund	1.05	-
Subsidy Received	5.00	
Other Income	0.06	0.24
Total	128.58	67.41

Note - 21**COST OF MATERIAL CONSUMED**

Opening stock		
Raw Material	435.45	212.67
Add:		
Purchase	3,829.96	3,774.90
Less		
Closing Stock	(544.29)	(435.45)
Total	3,721.12	3,552.12

(Amount in Lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
Note - 22		
<u>CHANGE IN INVENTORIES OF</u>		
Inventories (At year end)		
Finished Goods	724.67	440.00
Work in Process	<u>91.71</u>	<u>184.52</u>
	816.38	624.52
Inventories (At Commencement)		
Finished Goods	440.00	363.24
Work in Process	<u>184.52</u>	<u>84.35</u>
	624.52	447.59
Total	<u>(191.86)</u>	<u>(176.93)</u>
Note - 23		
<u>EMPLOYEE BENEFIT EXPENSE</u>		
Director Remuneration	105.00	96.00
Salary, Wages & Bonus	574.25	519.00
Staff welfare expences	9.65	15.63
Total	<u>688.90</u>	<u>630.63</u>
Note - 24		
<u>FINANCE COST:</u>		
Finance Charges	0.15	0.29
Bank Charges	7.55	25.34
Interest on Car Loan	3.15	3.15
Interest - Others	<u>110.55</u>	<u>115.99</u>
Total	<u>121.40</u>	<u>144.77</u>

(Amount in Lakhs)

PARTICULARS	Year Ended 31.03.2026	Year Ended 31.03.2025
Note - 25		
<u>OTHER EXPENSES:</u>		
Power and Fuel	473.38	455.32
Stores & Spare	64.40	54.46
Freight	73.05	105.37
General Charges		
Rent Rates and Taxes	29.69	26.71
Foreign Exchange Rate difference	7.02	10.49
Laboratory	12.31	11.98
Travelling & Conveyance	34.19	36.39
Printing and Stationery	2.48	2.27
ETP Disposal	55.22	40.23
Director Siting Fees	2.20	1.60
Listing Fees	2.99	0.50
Auditor's Remuneration	1.28	2.67
Selling Expenses	50.01	32.32
Legal and Professional	61.05	34.97
General	62.28	49.24
Repairs & Maintenance:		
Plant & Machinery	35.58	32.62
Others	6.97	4.99
Building	21.37	11.81
	384.64	298.79
Total	995.47	913.94
Remuneration to Statutory Auditors		
For Audit fess	1.25	1.43
For Tax Audit	-	0.29
For others Services-	0.03	0.95
Total	1.28	2.67

Note-26**Other Statutory Disclosures / Additional Regulatory Information:**

The following disclosures are given in compliance with the requirements of Schedule III to the Companies Act, 2013, as amended, and are to be read together with the other notes forming part of the financial statements

Unless otherwise stated, the management has represented that no reportable transaction/event exists under the respective clauses. The disclosures have been drafted parimateria with the requirements of Schedule III and may be suitably modified based on the final audited financial statements of Technichem Organics Ltd.

a. Title deeds of Immovable Properties not held in the name of the Company

The title deeds of all immovable properties, as disclosed in the financial statements under Property, Plant and Equipment / Investment Property / Non-current assets held for sale, are held in the name of the Company. Accordingly, no disclosure is required in respect of immovable properties whose title deeds are not held in the name of the Company.

Where any immovable property is jointly held with others, the disclosure, if applicable, shall be made to the extent of the Company's share.

Relevant line item in Balance Sheet	Description of property	Gross carrying value	Title deeds held in name of	Whether title deed holder is promoter/director/relative/employee	Property held since	Reason for not being held name of Company
NotApplicable	NotApplicable	Nil	NotApplicable	NotApplicable	NotApplicable	NotApplicable

b. Revaluation of Property, Plant and Equipment and Intangible Assets

The Company has not revalued its Property, Plant and Equipment, Right-of-Use Assets, Investment Property or intangible assets during the year. Accordingly, disclosure regarding whether such revaluation/fair valuation is based on valuation by a registered valuer as defined under rule 2 of the Companies (Registered Valuers and Valuation) Rules, 2017 is not applicable.

c. Loans or Advances in the nature of loans granted to Promoters, Directors, KMPs and Related Parties

The Company has not granted any loans or advances in the nature of loans to promoters, directors, key managerial personnel or related parties, either severally or jointly with any other person, which are repayable on demand or without specifying any terms or period of repayment.

Type of Borrower	Amount of loan or advance in nature of loan outstanding	Percentage to total loans and advances in nature of loans
Promoters	Nil	Nil
Directors	Nil	Nil
KMPs	Nil	Nil
Related Parties	Nil	Nil

d. Capital Work-in-Progress (CWIP)

The amount of Capital Work-in-Progress as at the reporting date is Rs.478.41 lakhs. Accordingly, CWIP ageing schedule and CWIP completion schedule is as given below.

(Rs. In Lakh)

CWIP	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
CWIP ageing schedule					
Projects in progress	396.43	81.98	Nil	Nil	478.41
Projects temporarily suspended	Nil	Nil	Nil	Nil	Nil
CWIP completion schedule					
	To be completed in less than 1 year	1-2 years	2-3 years	More than 3 years	
478.41	478.41	Nil	Nil		Nil

e. Intangible Assets under Development

The Company does not have any intangible assets under development as at the reporting date. Accordingly, ageing schedule and completion schedule for intangible assets under development are not applicable.

Intangible assets under development	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	Nil	Nil	Nil	Nil	Nil
Projects temporarily suspended	Nil	Nil	Nil	Nil	Nil
Intangible assets under development completion schedule					
	To be completed in less than 1 year	1-2 years	2-3 years	More than 3 years	
Not Applicable	Nil	Nil	Nil	Nil	

f. Benami Property

No proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and the rules made thereunder. Accordingly, no disclosure is required in this regard.

g. Borrowings secured against Current Assets

- (i) During the year the company has been sanctioned working capital limits in form of cash credit of Rs. 750.00 lakh from a bank secured against inventories and trade receivables. We have verified and reconciled the periodical statements sent to the bank with the books as mentioned below.

Half year	Name of Bank	Amount as per books (Rs in lakh)	Amount as per statement submitted (Rs in lakh)	Difference	Reason for difference
September	Bandhan Bank Ltd	2701.69	2693.60	8.09	Statement submitted to the bank on provisional basis
March	Bandhan Bank Ltd	2850.53	2850.33	0.20	Statement submitted to the bank on provisional basis

- (ii) The Company has not been declared as a willful defaulter by any bank, financial institution or other lender. Accordingly, no disclosure is required in this regard.

h. Relationship with Struck-off Companies

The Company has not entered into any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956. Further, there are no balances outstanding with such companies as at the reporting date.

Name of struck-off company	Nature of transaction	Balance outstanding	Relationship, if any
Not Applicable	Not Applicable	Nil	Not Applicable

i. Registration of Charges or Satisfaction with Registrar of Companies

There are no charges or satisfaction of charges which are yet to be registered with the Registrar of Companies beyond the statutory period. Accordingly, no disclosure is required in this regard.

j. Compliance with number of layers of companies

The Company has complied with the provisions relating to number of layers prescribed under section 2(87) of the Companies Act, 2013 read with the Companies (Restriction on Number of Layers) Rules, 2017.

Where the Company does not have any subsidiary company, the following sentence may be retained: 'The Company does not have any subsidiary company and hence the said disclosure is not applicable.'

k. Ratios

The following ratios are to be disclosed in the financial statements. The Company shall explain the items included in the numerator and denominator for computing each ratio. Further, where there is a change of more than 25% as compared to the preceding year, suitable explanation for such variance shall be provided.

Ratio	Numerator	Denominator
Current Ratio	Current Assets	Current Liabilities
Debt-Equity Ratio	Total Debt	Shareholders' Equity
Debt Service Coverage Ratio	Earnings available for debt service	Debt service
Return on Equity Ratio	Net Profit after Tax	Average Shareholders' Equity
Inventory Turnover Ratio	Cost of Goods Sold / Cost of Sales	Average Inventory
Trade Receivables Turnover Ratio	Revenue from Operations	Average Trade Receivables
Trade Payables Turnover Ratio	Net Credit Purchases / Purchases	Average Trade Payables
Net Capital Turnover Ratio	Revenue from Operations	Working Capital
Net Profit Ratio	Net Profit after Tax	Revenue from Operations
Return on Capital Employed	Earnings before Interest and Tax	Capital Employed
Return on Investment	Income generated from investments	Average investments

Ratio	Current Year	Previous Year	% Change	Reason for variance above 25%, if any
Current Ratio	1.87	2.24	16.52	Not Applicable
Debt-Equity Ratio	0.15	0.13	15.38	Not Applicable
Debt Service Coverage Ratio	1.22	1.70	28.24	Due to lower profitability in the year
Return on Equity Ratio	0.06	0.09	33.33	Due to decrease profit in the year
Inventory Turnover Ratio	4.16	5.36	22.38	Not Applicable
Trade Receivables Turnover Ratio	3.80	4.66	18.45	Not Applicable
Trade Payables Turnover Ratio	5.98	8.78	31.89	Due to increase purchase in the year
Net Capital Turnover Ratio	3.30	2.81	17.43	Not Applicable
Net Profit Ratio	0.05	0.07	28.57	Due to decrease in net profit in the year
Return on Capital Employed	0.07	0.13	4615	Due to decrease of profit in the year
Return on Investment	0.04	0.06	33.33	Due to decrease of profit during the year

l. Compliance with approved Scheme(s) of Arrangements

No scheme of arrangement has been approved by the competent authority under sections 230 to 237 of the Companies Act, 2013 during the year. Accordingly, no disclosure is required in this regard.

Where a scheme has been approved, the Company shall disclose that the accounting effect of the scheme has been given in the books of account in accordance with the scheme and in accordance with applicable accounting standards; any deviation shall be explained.

m. Utilisation of borrowed funds and share premium

- A. Funds advanced/loaned/invested through Intermediaries: The Company has not advanced, loaned or invested funds, whether borrowed funds, share premium or any other source or kind of funds, to any person or entity, including foreign entities, with an understanding, whether recorded in writing or otherwise, that such person or entity shall directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company, or provide any guarantee, security or the like on behalf of ultimate beneficiaries.
- B. Funds received from Funding Parties: The Company has not received any funds from any person or entity, including foreign entities, with an understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly lend or invest in other persons or entities identified by or on behalf of such funding party, or provide any guarantee, security or the like on behalf of ultimate beneficiaries.

Accordingly, no disclosure is required in respect of Intermediaries / Funding Parties / Ultimate Beneficiaries.

n. Undisclosed Income

The Company has not surrendered or disclosed any transaction, not recorded in the books of account, as income during the year in tax assessments under the Income-tax Act, 1961, including search, survey or any other relevant provisions. Accordingly, no disclosure is required in this regard.

o. Corporate Social Responsibility

The provisions of section 135 of the Companies Act, 2013 relating to Corporate Social Responsibility are not applicable to the Company for the year. Accordingly, no CSR disclosure is required.

Where CSR is applicable to the Company, the following table may be retained and completed based on audited figures.

Particulars	Amt (Rs in Lakh)
Amount required to be spent during the year	9.28
Amount of expenditure incurred	10.41
Shortfall at the end of the year	NIL
Total of previous years' shortfall	NIL
Reason for shortfall	NA
Nature of CSR activities	Health and Environment
Details of related party transactions, if any	NIL
Movement in provision for contractual CSR obligation, if any	NA

p. Crypto Currency or Virtual Currency

The Company has not traded or invested in Crypto Currency or Virtual Currency during the financial year. Further, the Company has not received any deposits or advances from any person for the purpose of trading or investing in Crypto Currency or Virtual Currency.

Particulars	Amount
Profit / loss on transactions involving Crypto Currency or Virtual Currency	Nil
Amount of currency held as at the reporting date	Nil
Deposits or advances received for trading/investing in Crypto Currency or Virtual Currency	Nil

q. Borrowings not used for specific purpose

The Company has utilised borrowings from banks and financial institutions for the specific purpose for which such borrowings were obtained. There are no instances where borrowings were not used for the specific purpose for which they were taken at the balance sheet date.

Note-27

Other additional information to be disclosed by way of Notes to Statement of Profit and Loss

I. Adjustments to the carrying amount of investments

During the period ended March 31, 2026 and March 31, 2025, the company has not adjusted in the carrying amount of investment.

(Rs. In Lakh)		
Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
II. Net gain or loss on foreign currency translation (other than considered as finance cost)		
Foreign Exchange Rate Difference	28.58	(0.69)
Net Profit		(Net Loss)
III. Payments to the auditor		
Statutory Audit	1.25	1.43
Tax Audit	0.00	0.29
Other services	0.03	0.95
Total	1.28	2.67
IV. Manufacturing company		
Raw materials consumption		
NDMT	640.46	505.16
ACN	343.14	443.57
Amide	328.25	181.05
Others	2409.27	2422.34
Total	3721.12	3552.12

Sales of Manufactured goods

(Rs. In Lakh)				
Particulars	Sales values (FY 2025-26)	Sales values (FY 2024-25)	Closing Inventory as on 31/03/2026	Opening Inventory as on 31/03/2025
ADMT	1004.40	1314.84	121.09	19.14
DMP	690.18	597.97	5.69	17.39
AMP	498.02	254.13	182.00	152.52
3AC	636.62	555.39	75.22	92.34
SPMAP	715.59	831.98	41.22	50.91
Others	2110.98	2123.92	299.45	107.70
Total	5655.79	5678.23	724.67	440.00

V. Provisions for losses of subsidiary companies

Not Applicable, since the company has no any subsidiary company.

Note-28

The balances of Loans and advances, debtors and creditors are subject to balance confirmation by the respective parties, and necessary adjustment if any will be made on its reconciliation.

Particulars	Year ended on March 31, 2026 (Rs. in Lakh)	Year ended on March 31, 2025 (Rs. in Lakh)
Note - 29		
Earnings per Share:		
Net Profit/(Loss) as per Profit & Loss account available for Equity Shareholders	272.26	402.88
Weighted average number of equity shares of Rs.10/- each (In Lakh)	173.21	133.13
Earnings /(Loss) per share	1.57	3.03
Note - 30		
Import of Raw Material		
C.I.F. Value of Imports		
Raw Materials	348.33	448.20
Note - 31		
Earning in Foreign Currency		
F.O.B. Value of Export	2469.30	2551.72
Note - 32		
Expenditure in Foreign Currency on Account		
Travelling Expenses & Reimbursement exps	4.00	2.51
Note - 33		
Consumption of Raw Materials		
Imported	322.75 8.67%	419.28 11.80%
Indigenous	3398.37 91.33%	3132.84 88.20%
Total	<u>3721.22</u>	<u>3552.12</u>

Note - 34.**Related party disclosure for the year ended on 31st March, 2026****(a) List of related persons****(i) Associates and enterprises with significant influence : Nil****(ii) Key Managerial Personnel**

Shri Bharat J. Pandya

Shri Anil J. Pandya

Shri Piyush M. Nathwani

Shri N J Deora

Shri Parth Thakkar

Relative of Key Managerial Personnel

Smt. Alpaben B Pandya

Smt. Sailjaben A Pandya

Shri Shail Pandya

Smt. Khyati Nathwani

Ms. Parita Pandya

(b) The following transaction were carried out with related parties in ordinary course of business:

(Rs. in Lakh)					
Sr. No.	Particulars	Transaction during the year ended 31-03-2026	Balance outstanding as on 31-3-2026 (Credit/(Debit))	Transaction during the year ended 31-03-2025	Balance outstanding as on 31-3-2025 (Credit/(Debit))
1	Remuneration to Key managerial personnel				
	Bharat J. Pandya	36.00	-	36.00	2.52
	Anil J. Pandya	36.00	-	36.00	-
	Piyush Nathwani	33.00	1.90	24.00	2.09
	N J Deora	9.00	0.75	6.36	0.68
	Parth Thakkar	6.00	0.50	4.25	0.50
	Rent Paid to Key Managerial Personnel				
	Anil J. Pandya	4.80	-	-	-
	Remuneration to Relative of Key managerial personnel				
	Shail Pandya	8.40	-	8.40	-
	Khyati Nathwani	10.80	0.90	4.80	0.40
	Parita Pandya	4.80	-	-	-
2	Rent Paid to Relative of Key Managerial Personnel				
	Alpaben B. pandya	4.80	-	4.80	0.75
	Shailja A. pandya	4.80	-	4.80	0.36
3	Short term borrowing taken				
	Bharat J. Pandya	-	-	44.00	-
	Anil J. Pandya	-	-	87.00	-
	Alpaben B. pandya	-	-	2.90	-
	Shailja A. pandya	-	-	17.50	-
4	Repayment of short term borrowing				
	Bharat J. Pandya	-	-	44.00	-
	Anil J. Pandya	-	-	87.00	-
	Alpaben B. pandya	-	-	2.90	-
	Shailaja. Pandya	-	-	17.50	-
5	Reimbursement of Expenses to Key managerial Personnel				
	Piyush Nathwani	4.98	-	6.04	0.70
6	Loan given				
	Bharat J. Pandya	-	-	10.00	-
	Shail Pandya	-	-	3.00	-
7	Loan recovered				
	Bharat J. Pandya	-	-	10.00	-
	Shail Pandya	-	-	3.00	-

Note - 35

Estimated amount of contract as per the Management remaining to be executed on capital account and not provided for Rs. Nil (Rs. Nil)

Note - 36

There amounts outstanding as at 31st March, 2026, due to supplier who constitute a Micro, Small and Medium Enterprises as per MSMED Act, 2006 is Rs. 104.65 lakhs (Rs. 139.39 lakhs)

Note - 37**Segment Reporting**

The company is engaged in manufacturing and selling of chemical products. Since the company's business falls within a single business segment, no further information for business segment is required.

Secondary Segment-Geographical segment**Information of Geographical segment**

Particulars	Year	In India	(In Lakhs)	
			Outside India	Total
Segment Revenue	2025-26	3186.49	2469.30	5655.79
	2024-25	3126.51	2551.72	5678.23
Carrying cost of assets by location of assets	2025-26	3823.54	-	3823.54
	2024-25	3163.29	-	3163.30
Addition to assets	2025-26	844.76	-	844.76
	2024-25	742.14	-	742.14

Note - 38

The figures of the previous year have been regrouped wherever necessary to make them comparable with current year figures. Figures in Bracket indicate previous year figures.

As per our report of even date attached

For, B K CHAVDA & CO. LLP
CHARTERED ACCOUNTANTS
FRN : 125064W/W101234

(CA B K CHAVDA)
PARTNER
MEMBERSHIP NO. 116780
UDIN:26116780MTUQTM7134

Date : 29/05/2026
Place : Gandhinagar

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

BHARAT PANDYA
CHAIRMAN AND
MANAGING DIRECTOR
(DIN 00921775)

NARAYANSINGH DEORA
CHIEF FINANCIAL OFFICER

Date : 29/05/2026
Place : Ahmedabad

ANIL PANDYA
WHOLETIME DIRECTOR
(DIN 00921815)

PARTH B. THAKKAR
COMPANY SECRETARY

TECHNICHEM ORGANICS LIMITED

(formerly known as Technichem Organics Private Limited)

REGISTERED OFFICE:

5th Floor, Malak Building,
Behind Old Gujarat High Court,
Navrangpura, Ahmedabad - 380009