Aeroflex Enterprises

An Ecosystem of **Enduring Enterprises**

Aeroflex Enterprises Limited
(formerly Sat Industries Limited)
Annual Report **2025-26**

An Ecosystem **of Enduring Enterprises**

An Ecosystem of Enduring Enterprises describes what Aeroflex Enterprises has become: a listed platform on which high- potential startups, robust businesses and strategic investments are held, funded and operated under one structure, with a common objective of building value that lasts. We are active business operators rather than a passive parent company, and our work is to give each business the capital, operational expertise and governance it needs to move from potential to scale.

The ecosystem rests on three engines. Our startup portfolio spans 168+ investments across 35+ sectors, giving public-market investors exposure to early-stage opportunities that are usually confined to private markets, without the risks of conventional venture structures. Our value creation engine acquires undervalued and high-potential businesses, improves their operations and governance, and prepares them for value realisation. Our strategic investments deepen India's manufacturing capability for global markets under the Make in India approach. The engines are connected: deal flow, operational expertise and capital move across the platform, which strengthens the whole ecosystem.

Enduring value depends on superior operational execution. Enterprises last when they are backed by operational discipline, professional management and sound governance, and this is where AEL spends its effort. Aeroflex Industries, acquired in 2018 and listed in 2023, demonstrates our ability to build scalable businesses through disciplined execution. At M.R. Organisation, geographic expansion, professional governance, operational improvements and continuous product development have strengthened the business and supported its expansion, illustrating how active ownership creates durable assets. These outcomes take time, and value realisation through IPO or strategic sale remains underpinned by execution.

What's inside

This ambition is balanced with financial prudence. AEL operates with a robust balance sheet, strong cash generation and a consistent record of paying dividends. Our diversification across sectors, stages and business models is not incidental: it is the base that protects the platform against sector-specific cycles and lets us allocate capital where it can work the best. We are also aware that private-market returns carry wide dispersion and long holding periods, which is why we favour disciplined ticket sizes, active monitoring and a spread of portfolio vintages.

As a listed, regulated entity, AEL gives investors visibility into this ecosystem: its portfolio, its balance sheet and its governance, along with liquidity that private structures cannot offer.

Looking ahead, our role stays the same: to identify high-potential enterprises, support them with capital and operating discipline, and stay invested through their journey. An Ecosystem of Enduring Enterprises is both a description of AEL today and a statement of what we will keep building, a platform where businesses grow together and create lasting value for all stakeholders.

Strategic Review

Statutory Reports

Financial Statements

For more information visit:

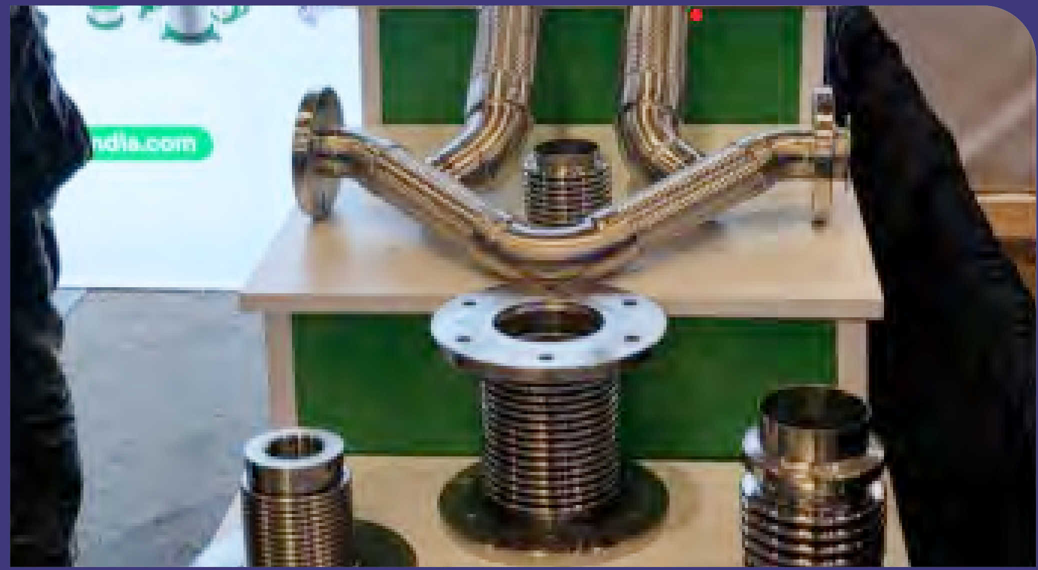
www.aeroflexgroup.in

Safe Harbour Statement

This document contains forward-looking statements regarding anticipated future events, and the financial and operational performance of Aeroflex Enterprises Limited ('AEL', 'Aeroflex Group', 'Aeroflex Enterprises' or 'the Company'). These statements are based on assumptions made by the Company and are subject to inherent risks and uncertainties. There is a possibility that these assumptions, forecasts, and other forward-looking statements may not materialise as anticipated, posing substantial risks.

Readers are cautioned against placing undue reliance on forward- looking statements, as various factors could lead to significant deviations between the assumptions and actual future outcomes or events. Accordingly, this document is accompanied by a disclaimer and is fully subject to the assumptions, qualifications, and risk factors detailed in the Management Discussion and Analysis section of the Company's Annual Report.

Aeroflex Enterprises
Where opportunities take shape



Aeroflex Enterprises represents a distinctive approach to building and investing in businesses. As a dynamic and diversified conglomerate, the Group brings together interests across knowledge-based engineering and advanced manufacturing, tech-enabled industrial and utility services, financial services, strategic investments and a vibrant portfolio of emerging ventures. Each of these pursuits reflects a shared belief that meaningful growth is created when innovation, strategic insight and disciplined capital deployment work in harmony.

At the heart of this philosophy lies a carefully balanced ecosystem where resilient operating businesses coexist with investments in promising new ventures. By partnering with visionary entrepreneurs and supporting enterprises that align with India's aspirations for innovation and global competitiveness, the Group continues to shape opportunities that extend well beyond individual businesses. This spirit of enterprise and foresight sets the stage for the journey that follows.

Building businesses. **Leveraging innovation.**

Aeroflex Enterprises Limited (AEL) is a dynamic and diversified business group that combines enterprise building with strategic investing to create a resilient and forward-looking business ecosystem. Over the years, the Company has evolved into a platform that identifies, nurtures, and scales opportunities across multiple sectors, bringing together operating businesses, strategic investments and emerging ventures under a unified vision of sustainable growth.

Vision

To provide world-class products and services that transform lives

Mission

To be the best in the eyes of our customers, employees and stakeholders

Listed on the BSE since 1985 and on the NSE since November 2022, AEL reflects a longstanding commitment to trust, transparency, ethical governance, and responsible value creation.

AEL's business interests span a broad spectrum, including knowledge-driven engineering and advanced manufacturing, tech-enabled industrial and utility services, financial services, strategic investments and mergers and acquisitions, as well as a vibrant portfolio of start-up investments. Through its subsidiaries and step-down subsidiaries, the Group actively participates in building scalable businesses while also supporting promising entrepreneurial ventures. This diversified approach enables AEL to combine operational strength with investment agility, fostering an ecosystem where established enterprises and high-growth opportunities complement one another.

With offices located across key international business hubs, AEL has established a growing global footprint and serves markets spanning the Middle East, Europe, Asia, Africa and the Americas. Its products, services and solutions reach customers across numerous countries, reflecting the Company's commitment to delivering efficient, sustainable and technologically advanced offerings to industries worldwide.

At the core of the Company's strategy is a disciplined balance between stable, cash-generating businesses and investments in high-potential start-ups and emerging sectors. By identifying promising ventures early and supporting them with strategic guidance, capital, and operational expertise, AEL seeks to unlock new avenues of growth while strengthening the resilience of its portfolio. This balanced model allows the Company to pursue innovation while maintaining a strong foundation for long-term progress.

Company Overview

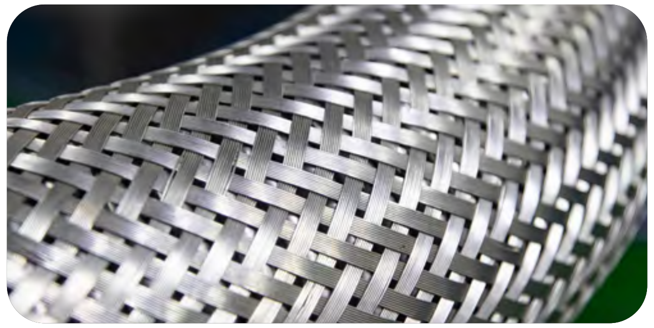
Aligned with the vision of Make in India, AEL continues to invest in businesses that strengthen India's manufacturing and innovation landscape. By partnering with visionary entrepreneurs and fostering enterprises that combine technological capability with global ambition, the Company contributes to the development of competitive industries while creating opportunities for sustainable growth on the global stage.

6
Business verticals

12
Subsidiaries including 7 stepdown subsidiaries

168
Start-ups invested in

₹726.10 cr
Consolidated group revenue



₹8,106 cr
Group market capitalisation*

*Market Capitalisation as on 30th June

The core of the Company's strategy is a disciplined balance between stable, cash-generating businesses and investments in high-potential start-ups and emerging sectors.

100+ countries
Sales touchpoints

2,000+
Skilled workforce

35+
Diverse sectors invested in

USA, UK, Belgium, Portugal and the UAE
Foreign subsidiary locations

Data as of 31st March 2026

Businesses incubated by the Group

AEL nurtures a diverse portfolio of businesses, identifying promising opportunities and supporting them with strategic guidance and capital to enable sustainable growth.

% Stake held by AEL   % Stake held by Subsidiary

Investments

Startup Investments

168 Investments

+

Strategic Initiatives

Company	Business	Stake held by AEL	Subsidiary	Stake held by Subsidiary
Aeroflex Industries	**Knowledge-based engineering** Advanced engineering and flexible metal flow solutions for high-performance industrial applications	65.47%[1]	Hyd-Air Engineering	100%
Aeroflex Neu	**Innovative packaging** Sustainable and high- strength bulk packaging solutions designed for efficiency and responsible material use	55.50%	Fibcorp Polyweave	51.01%
M. R. Organisation	**Engineering services** Technology-enabled engineering and industrial services focused on diagnostics, optimisation and operational reliability On 30th April, 2026, AEL completed the transfer and sale of its entire 68% equity stake in MRO to IngersollRand Industrial US, Inc	68%[2]	ABP Impex, Portugal	100%[3]
			Madhura Compressors	100%[4]
			MRO Europe BVBA	100%
			MRO USA, LLC	100%
			Standard Air, UK	100%
Aeroflex Finance	**Financial services** Digital-led financial solutions offering structured finance and SME lending through robust risk frameworks	100%		
Italica Global FZC	**Global commerce** International trade and strategic sourcing that connect markets through cross-border partnerships and industrial networks	100%		

Notes:
1. Stake held by AEL Group
2. In July 2025, AEL purchased an additional 13% equity stake in MRO as a part of the acquisition deal. In April 2026, AEL further acquired 4% equity stake in MRO.
3. In April 2026, MRO USA LLC purchased the remaining 49% equity stake in ABP Impex.
4. In April 2026, MRO purchased the remaining 49% equity stake in Madhura Compressors.

Our approach to building and backing businesses

AEL is guided by a clear philosophy: build resilient enterprises, support entrepreneurial ambition, and contribute meaningfully to economic progress. Through disciplined investing, strong leadership and a commitment to innovation, the Group continues to create an ecosystem where businesses and ideas can grow with purpose and scale.

Supporting India's growth story

Aligned with the vision of Make in India, AEL invests in ventures that strengthen India's innovation and industrial capabilities. By partnering with determined entrepreneurs and forward-looking enterprises, the Group contributes to both individual success stories and the broader trajectory of national economic progress.

Strength through expertise

The Group is powered by a team of seasoned professionals and guided by an experienced Board of Directors whose collective expertise spans strategy, technology, and business leadership. This strong foundation ensures disciplined decision-making and supports the successful development of the Group's ventures.

Partnering entrepreneurial vision

AEL collaborates with visionary founders who aspire to create meaningful global impact. By providing strategic guidance, access to resources and a supportive ecosystem, the Company empowers entrepreneurs to translate ideas into scalable and sustainable enterprises.

Driving innovation for the future

Innovation, ethical practices and long-term thinking remain central to the Group's philosophy. As it continues to diversify its portfolio and expand its global footprint, AEL remains committed to supporting ventures that introduce sustainable solutions and shape the industries of tomorrow.

Our unique business model

Start-up portfolio

A professionally managed portfolio of over 168 high-growth start-ups spanning SaaS, FinTech, DeepTech and numerous emerging sectors, focused on generating alpha through disciplined risk management and value realisation via strategic exits and IPOs.

Strategic investments

Scaling manufacturing enterprises under the Make in India initiative for global markets, supported by geographic expansion, continuous product innovation, and strong operational capabilities to drive sustainable cash generation.

Review and scaling up

Identifying and acquiring undervalued assets, driving focused operational improvements and scaling businesses toward IPO readiness, thus creating growth through disciplined execution and strategic partial exits, with a proven track record of delivering exceptional outcomes.

Visionary leadership.
Enduring value.

The Board of Directors of AEL anchors the Company's journey with strong governance, diverse expertise and forward-looking leadership. Guided by a shared commitment to excellence, the Board provides strategic direction and oversight that fosters resilience, drives innovation, and positions the Company for sustained growth and long-term value creation.

Key

Chairman | Member

C: Corporate Social Responsibility Committee

S: Stakeholder Grievance Committee

N: Nomination, Remuneration & Compensation Committee

A: Audit Committee

Mr. Asad Daud
Non-Executive Director

Mr. Asad Daud holds a Bachelor's degree in Accounting and Finance from H.R. College, Mumbai, and a Master's degree in the same discipline from the London School of Economics. He has further strengthened his leadership and strategic capabilities through executive education programmes at IIM Bengaluru and ISB Hyderabad, and by completing the 'Leading in the Digital Era' programme at Harvard Business School, Boston. With over 15 years of experience in the manufacturing sector, Mr. Daud has played a pivotal role in expanding the Company's domestic and international footprint. His forward-looking approach and strategic insight have been instrumental in driving operational diversification and broadening the Company's product portfolio.

Mrs. Shehnaz D. Ali
Whole-time Director

Mrs. Shehnaz Ali brings over 23 years of diverse business experience across multiple industries, making her a key contributor to Aeroflex Enterprises' leadership. As a Whole-time Director, she plays a pivotal role in driving the Company's start-up investment strategy while also spearheading its corporate social responsibility initiatives. A graduate of the University of Rajasthan, Mrs. Ali is a strong proponent of sustainability and innovation, consistently advancing forward-looking strategies that align with the Company's long-term vision.

Mr. Harikant Turgalia
CFO & Whole-time Director

Mr. Harikant Turgalia brings over 38 years of rich experience across manufacturing, trading and finance, and leads Aeroflex Enterprises' financial and management functions with deep expertise. A Commerce graduate from the University of Udaipur, he possesses a strong command of financial strategy and operational governance. His seasoned perspective and disciplined approach have been instrumental in driving consistent performance and underpinning the Company's sustainable growth trajectory.

Mr. Parthasarathi Sarkar
Non-Executive & Independent Director

Mr. Parthasarathi Sarkar is a distinguished leader with over 43 years of experience in Finance and Investment Banking. He holds a B.Tech (Hons) from IIT Delhi and an MBA from IIM Ahmedabad, reflecting a strong academic foundation underpinning his accomplished career. He has held prominent leadership roles, including serving as Managing Director of Tata Finance Limited, and was part of the Tata Administrative Services, where he worked closely with Mr. Ratan Tata. With his deep industry insight and extensive leadership experience, Mr. Sarkar brings strategic perspective and robust governance expertise to the Board.

Mr. Arpit Khandelwal
Non-Executive & Independent Director

Mr. Arpit Khandelwal is a forward-looking professional who brings together the rigour of a Chartered Accountant and the analytical depth of a Chartered Financial Analyst, supported by over 13 years of diverse experience across banking, treasury, finance, technology and risk management. His strong expertise in risk management, corporate laws, indirect taxation and international trade laws enhances the Company's governance framework and strengthens strategic decision-making with well-rounded, insight-driven perspectives.

Mrs. Uma Manoj Mandavgane
Non-Executive & Independent Director

Mrs. Uma Mandavgane is a seasoned professional with over three decades of experience across Risk Advisory, Corporate Finance and Treasury Management. She is an Associate Chartered Accountant (ICAI) and a Certified Information Systems Auditor (CISA, ISACA, USA), bringing a strong blend of financial and technology risk expertise. With nearly two decades as a Governance, Risk and Compliance (GRC) specialist, she has led large consulting engagements with Big Four firms as a subject matter expert in Business and Technology Risk across sectors, including BFSI, ITES, Oil & Gas, Manufacturing and Retail. Her core expertise spans Technology and Business Risk Assurance, Business Process Transformation and Enterprise Risk Management, enabling her to contribute meaningfully to the Company's risk oversight and strategic decision-making.

Mr. Asad Daud

S N

Mrs. Shehnaz D. Ali

Mr. Harikant Turgalia

A S C

Mr. Parthasarathi Sarkar

A N C

Mr. Arpit Khandelwal

S A N C

Mrs. Uma Manoj Mandavgane

Diversified Operations

Expanding verticals. Integrated growth.

AEL represents a dynamic ecosystem of businesses that collectively contribute to a shared vision of sustainable growth, innovation, and operational excellence. Rather than operating as isolated entities, the Group brings together a portfolio of enterprises across diverse sectors, combining deep domain expertise with a unified strategic direction.

Through this integrated model, AEL continues to expand into high-potential industries while strengthening the capabilities of its existing businesses. Each enterprise operates with a strong sense of autonomy, leveraging its specialised strengths to serve distinct markets, while remaining aligned with the Group's broader strategic objectives. This balance of independence and integration enables AEL to build resilient businesses, foster innovation across sectors and consistently deliver long-term stakeholder growth.

Incubating businesses

AEL stands distinguished not only as a diversified conglomerate but also as a dynamic platform for nurturing innovation and enterprise. Its network of 12 subsidiaries and step-down subsidiaries functions as a strategically aligned ecosystem, where each entity contributes to a resilient and integrated organisational framework. Spanning sectors such as knowledge-driven engineering & advanced manufacturing, tech-enabled utility & industrial services, global commerce, and financial services, these businesses operate with a shared vision and purpose.

This strategic alignment enables AEL to harness collective capabilities while remaining agile in responding to evolving market dynamics. By fostering synergy across its portfolio and aligning values and objectives across businesses, the Group creates a cohesive platform for sustainable growth where each enterprise strengthens the broader narrative of progress and long-term value creation.

Strategic actions powering sustainable value

AEL has built a strong legacy of growth and value creation through well-calibrated strategic initiatives, including acquisitions, listings and corporate consolidations. These actions have helped unlock value, streamline the Group's organisational structure, strengthen its competitive positioning and unlock new avenues for expansion. Through a disciplined approach to capital allocation and strategic integration, AEL continues to reinforce its leadership in the industry while delivering sustainable long-term value for its shareholders.

Strategic corporate actions driving sustainable value

- **Expanding growth horizons**
  Strategic initiatives enable AEL to enter new markets, foster innovation, and position its businesses to capitalise on emerging opportunities across high-potential sectors.
- **Strengthening operational efficiency**
  A streamlined organisational structure and optimised resource allocation allow each business to operate professionally and independently, reducing redundancies while enhancing productivity and agility.
- **Reinforcing financial strength**
  Integrated financial systems and disciplined capital management support prudent decision- making, maximise shareholder value, and underpin long-term sustainable growth.
- **Optimising cash management**
  Efficient management of cash flows ensures the timely availability of capital to support high- impact strategic investments and future growth initiatives.

Businesses powering AEL's vision

Knowledge-based engineering

AEROFLEX INDUSTRIES LIMITED
Commitment to Excellence

Aeroflex Industries reflects AEL's commitment to precision engineering and continuous innovation. As a leading provider of flexible flow solutions, the Company manufactures a diverse portfolio of products, including braided hoses, EGR tubes and expansion bellows, designed to meet the evolving requirements of global industries.

Technological edge

ISO 9001:2015 certified by TÜV NORD Germany, Aeroflex Industries integrates advanced technologies with rigorous quality standards to deliver high-performance engineering solutions.

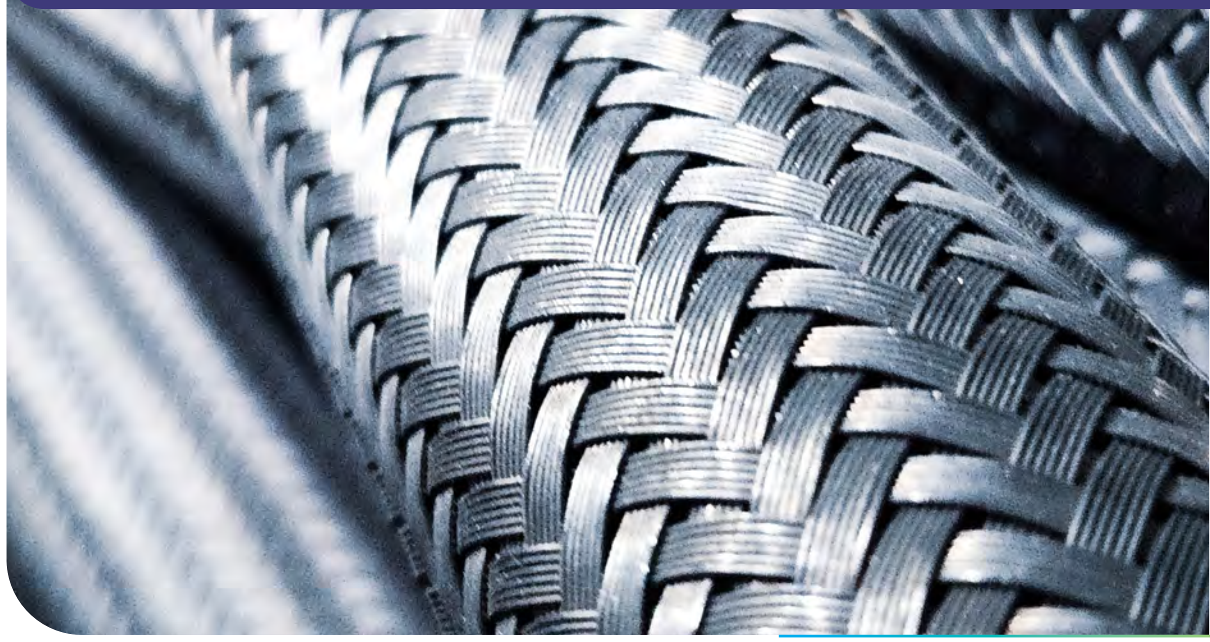
Global impact

With a strong presence across domestic and international markets, the Company continues to expand its footprint and strengthen its position in the global flexible flow solutions industry.

65.47%
AEL's stake

Navi Mumbai, India

Read More on PG 26



Innovative packaging

Aeroflex Neu

With a legacy spanning over three decades, Aeroflex Neu has established itself as a trusted leader in bulk packaging and polymer solutions. The Company offers a comprehensive portfolio that includes PP woven bags, FIBCs and BOPP laminated bags, delivering innovative and sustainable packaging solutions to meet the evolving needs of its customers.

Strengthened by Fibcorp Polyweave

Through its subsidiary Fibcorp Polyweave, Aeroflex Neu benefits from strong operational expertise and manufacturing capabilities, reinforcing its competitive positioning in the bulk packaging industry.

Strategic milestone

The Company's IPO in FY23 marked a transformative phase in its growth journey, paving the way for capacity expansion and new opportunities, while further strengthening its role within the AEL ecosystem.

55.50% AEL's stake

Udaipur, India

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Engineering services

M.R.ORGANISATION LTD.
MANUFACTURER, EXPORTER, IMPORTER & SUPPLIER OF AIR / GAS COMPRESSOR KITS/PARTS

M.R. Organisation (MRO) stands as India's largest multi-brand independent provider of aftermarket, replacement and turnkey servicing solutions for air compressors. Backed by ISO-certified operations, the Company delivers consistently high standards of quality, reliability, and service excellence.

Comprehensive portfolio

MRO maintains an extensive inventory of over 60,000 aftermarket parts and kits for air, gas, and vacuum compressors, supporting more than 35 global brands.

Global footprint

The Company serves customers in over 75 countries across six continents, backed by a robust network of 70 multi-brand experts spanning 29 states across India.

Innovation-led value

Through the re-engineering of machine components, MRO delivers cost-efficient solutions that enhance operational performance while strengthening customer satisfaction.

68%* AEL's stake

Ahmedabad, India

*AEL completed the transfer and sale of its entire 68% equity stake in MRO to Ingersoll-Rand Industrial US, Inc on 30 April 2026 (post financial year-end

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Financial services

Aeroflex Finance, a wholly owned subsidiary, operates as a Type-II NBFC registered with the Reserve Bank of India (RBI). Focused on empowering MSMEs and individuals through customised financial services solutions designed to support growth, enhance access to capital and address evolving funding needs.

AEROFLEX FINANCE

100% AEL's stake

Mumbai, India

Technology-enabled lending

Strategic partnerships with platforms such as Vartis Platforms (formerly LenDenClub) and FinAGG streamline loan origination, underwriting and lifecycle management, enhancing efficiency and reach.

Growth enabler

The Company offers tailored financing solutions for working capital and expansion, supporting MSME growth and strengthening business scalability.

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Global commerce

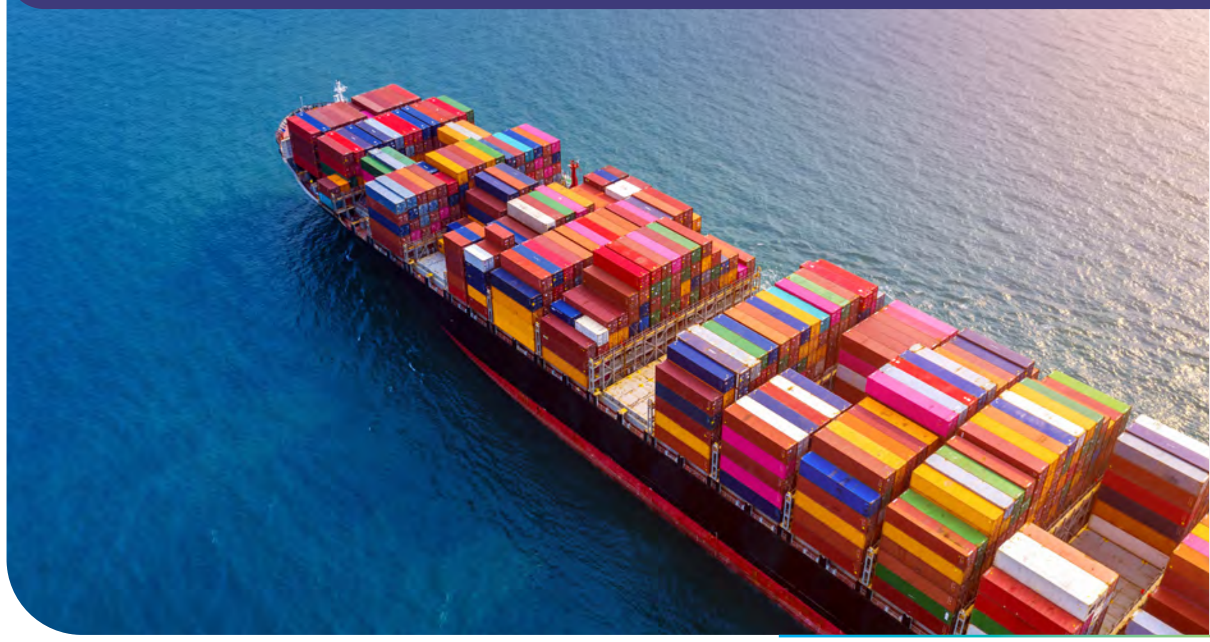
Italica Global FZC serves as AEL's strategic hub for global commerce and general trading. As a wholly owned subsidiary, it also oversees international start-up investments, strengthening AEL's global footprint and expanding its cross-border growth opportunities.

Strategic gateway

The company enables seamless access to global markets while advancing the Group's international investment initiatives.

100% AEL's stake

UAE



From vision to value
Powering scalable growth

AEL is uniquely positioned as an investment platform, enabling stakeholders to participate in high-potential opportunities across unlisted companies, start-ups and business transformation ventures while benefiting from the structure, transparency and accessibility of a listed entity.

Its portfolio companies act as powerful engines that translate this vision into measurable outcomes, reflecting strong strategic progress and operational performance. Each business embodies a disciplined approach to value creation, combining innovation, operational excellence and market expansion to unlock sustainable, long-term growth. Together, they form a diversified yet cohesive ecosystem that drives resilience and consistently delivers value across cycles.

Enabling innovation. **Accelerating growth.**

Vision

To foster the spirit of entrepreneurship and provide fuel for the growth of young, innovative companies.

AEL has established itself as a strategic enabler within India's rapidly evolving start- up ecosystem. Guided by a robust investment framework, rigorous due diligence and a forward-looking vision, the Group nurtures entrepreneurship, fosters innovation and drives growth across emerging sectors.

With clearly defined processes and a dedicated team of analysts, AEL undertakes comprehensive evaluation and research, while also providing operational guidance and the necessary bandwidth to effectively manage its start-up portfolio. In a progressive step to widen access to capital, the Group has introduced a dedicated "Get Funded" platform on its website, enabling founders across diverse sectors to connect with AEL and explore funding opportunities. The platform allows entrepreneurs to present their ideas and access funding support, reinforcing the Company's commitment to nurturing and enabling India's entrepreneurial ecosystem. AEL also actively participates in industry events, summits and incubator platforms, connecting with emerging entrepreneurs and staying at the forefront of innovation.

Focused on early-stage ventures, AEL combines structured execution with hands-on support, delivering both capital and capability to help businesses scale and succeed. Through a dedicated team, the Company provides strategic guidance, operational expertise and access to industry networks, enabling portfolio companies to grow efficiently and sustainably. Active collaboration, business development support and fundraising facilitation form a core part of this approach, ensuring start-ups are equipped with the resources and mentorship needed to accelerate growth. In doing so, AEL contributes meaningfully to India's emergence as the world's third-largest start-up ecosystem, aligning with the broader momentum of innovation and private investment in the country.

35+
Sectors invested in

168
Total investments

7
New investments in FY26

3
Profitable exits* in FY26

*SPA signed before 31st March, 2026

#1 Deal origination

AEL sources opportunities through its extensive network, trusted intermediaries and direct founder outreach via the 'Get Funded' platform, creating a strong and diverse pipeline across sectors.

#2 Initial screening

The team conducts a focused assessment of the business model, market dynamics and financial profile, complemented by management interactions and on-ground evaluations.

#3 Comprehensive due diligence

A dedicated team undertakes rigorous analysis, including deep-dive research, competitive benchmarking, financial modelling and holistic risk assessment.

#4 Investment Committee review

Opportunities that meet AEL's criteria are presented to the Investment Committee, where insights are deliberated and final approvals are accorded.

#5 Transaction execution

Post-approval, definitive agreements are concluded, capital is deployed and equity participation is formalised.

#6 Active portfolio stewardship

AEL maintains close engagement with its portfolio companies, offering strategic direction, operational expertise and ongoing support for growth and future fundraising initiatives.

Investment philosophy

AEL focuses on investing in asset- light, India-centric start-ups with strong scalability potential and robust unit economics. The Company partners with capable and driven entrepreneurs building "must-have" products and services, backed by clear pathways to scale and value realisation. Each investment is guided by a disciplined lens, prioritising sustainable competitive advantages, regulatory resilience and well-defined exit opportunities.

Investing across high-growth frontiers

AEL's portfolio reflects a sector-agnostic investment philosophy, spanning a wide spectrum of high-growth and innovation-led industries. The Company extends its reach through strategic partnerships with leading venture capital funds, including India Quotient Fund, 100 Unicorns, Artha Venture Fund and Beams FinTech Fund. These collaborations enhance access to curated deal flow and enable participation in a broader landscape of disruptive and scalable opportunities.

Investments in key companies

Rare Planet

Ethereal Machines

Vartis Platforms

ePlane

ChargeZone

CynLr

Zingbus

Pandorum

Xetgo

Autocracy

Investments made in FY26

ZebraLearn

AkashaLabdhi

H_2C_0

Modulus Housing

SportVot

Maapan Labs

Kingdom of Chess

Successful exits in FY26

9.39x
Pee Safe

Horizon: ~8 years

Pee Safe secured $32 Mn in its Series C round from OrbiMed, a global healthcare-focused private equity firm

1.20x
PensionBox

Horizon: ~3 years

Zerodha-backed Rainmatter acquired majority stake in PensionBox

9.28x
EMO Energy

Horizon: ~3 years

EMO Energy secured an undisclosed amount from a venture capital fund

Key funds invested in

India Quotient

Artha Venture

100 Unicorns Fund

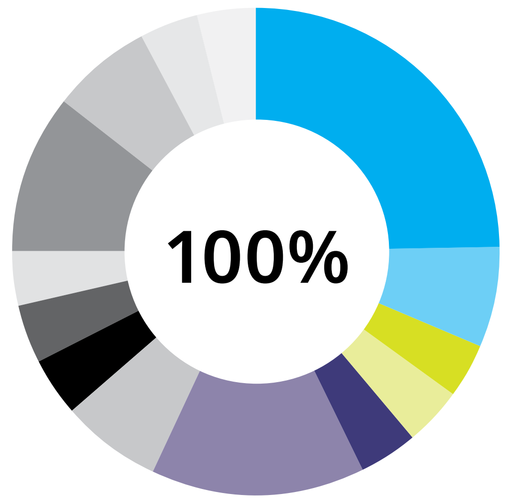
Beams Fintech Fund

Blinc Fund II

IIOF

ZTOF

Sector exposure (%)



Funds	26	Healthcare and Bio-Tech	4
VC Funds	7	Refurbishment	4
SaaS	4	AR-VR	4
Deep Tech	4	Engineering	11
Consumer	4	Tech	7
Fin Tech	15	Holistic Wellness	4
Logi-Tech	7	Hospitality	4

Data as of 31st March 2026

Testimonials from founders

Aeroflex Enterprises has been a valued partner in our journey, providing strategic support that has accelerated our vision of building next-generation space infrastructure. Their confidence in deep-tech innovation continues to empower startups like Akashalabdhi Space to transform ambitious ideas into impactful technologies.
— Siddharth Jen, AkashaLabdhi

Aeroflex Enterprises has been the kind of partner every founder hopes for, genuinely invested in our journey, wise in their counsel, and steadfast in their belief in us. Their support has made the hard road of building feel a lot less lonely. — Shree Ram Ravichandran, Modulus Housing

Aeroflex are among our earliest backers, and Mr Asad Daud's trust came in the first meeting itself. They have been consistently supportive and have kept every process smooth.
— Chandrajeet Rajawat, Kingdom Of Chess

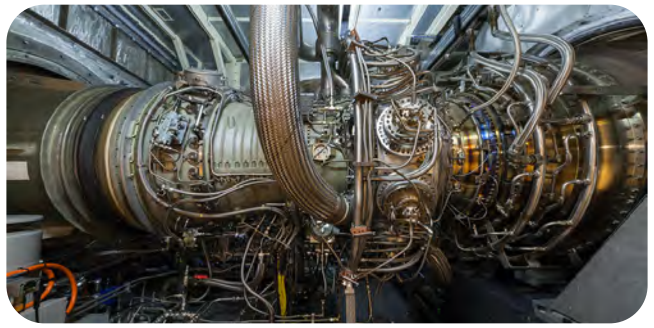
Knowledge-based engineering: Aeroflex Industries

Engineering precision. Powering global flow solutions.

3,200+
SKUs

Global customer accreditations

₹443 cr
Total Income



Customised solution provider

17.5 million metres
Annual hose production capacity

16 products
In R&D related to data centre (liquid cooling) applications

90+ countries
Export presence across Asia, Americas, Europe and Africa

690+
Skilled workforce

Vision
To build and consolidate our leadership position through successful collaboration, market intelligence, and thorough research & development.

Purpose
Commitment to excellence

Mission
To excel and become a world leader in the field of flexible flow solutions by offering total customer satisfaction.

Values
Aeroflex is a people-centric organisation that strongly believes in empowering professionals with strong character and ethics

Aeroflex Industries is a global manufacturer of high-precision flexible flow solutions designed for the safe and efficient transfer of solids, liquids and gases across demanding industrial applications. Serving customers in over 90 countries, it combines advanced engineering, specialised manufacturing and customer- focused innovation to deliver reliable, customised flow technologies to sectors such as data centres, marine, aerospace, oil & gas, chemicals, semi- conductor and renewable energy.

Engineered for the safe and efficient transfer of solids, liquids, and gases, these solutions are built to perform reliably under extreme temperatures, vibrations, and mechanical stress. Underpinned by cutting-edge technology, world-class manufacturing infrastructure, and deep technical expertise, Aeroflex Industries ensures consistent quality, rigorous process control, and adherence to stringent international standards.

As industries evolve and new-age technologies accelerate, Aeroflex Industries' flexible flow solutions are supporting the infrastructure that powers the digital economy, spanning AI-ready data centres and high-precision sectors such as aerospace, robotics and semiconductor manufacturing. Further, the strategic acquisition of Hyd-Air Engineering in April 2024 further strengthened Aeroflex Industries' capabilities, enabling the integration of complementary products into its flow control assemblies. This expansion unlocked entry into high- potential sectors such as railways, shipbuilding and heavy industries, while also enhancing access to a marquee customer base.

Entering the future of cooling
A strategic foray into data centre infrastructure

Aeroflex has entered into a long-term agreement with a listed U.S. corporation valued at over USD ~130 billion to supply advanced flow-control components for high-performance liquid-cooling solutions. Our precision-engineered metallic hoses, piping systems and expansion joints support the Secondary Fluid Network (SFN), a critical layer that ensures safe, stable and efficient coolant distribution across data centre infrastructure. Our fully welded metallic systems offer inherent advantages, including zero permeation, enhanced fire safety and predictable lifecycle performance. Combined with controlled clean manufacturing processes and rigorous testing protocols, these capabilities support long-term reliability and thermal stability in mission-critical environments.

At the India AI Impact Summit held in New Delhi in February 2026, Aeroflex showcased advanced liquid- cooling solutions designed for high-density AI and data-centre environments. As part of this display, the complete product category supplied by the Company for liquid-cooling applications was unveiled.

Leveraging Hyd-Air's expertise

In 2024, Aeroflex Industries acquired Hyd-Air Engineering Private Limited, marking a strategic step toward expanding capabilities in advanced flow solutions. Hyd-Air's expertise in hydraulic products strengthened its design capabilities and enabled it to offer more comprehensive solutions across applications.

Following the acquisition, the facility has undergone significant upgrades to further fortify its capabilities. Hyd-Air brings strong product capabilities in hydraulic fittings, fluid connectors and flanges, enabling Aeroflex to provide complete flow solutions to customers. It also adds a prestigious client base across sectors such as railways, shipbuilding and heavy industries, while supporting infrastructure optimisation and improved EBITDA margins.

Products of Aeroflex Industries

Our extensive product portfolio includes:

- Stainless steel flexible hoses
- Assemblies, fittings and others
- Value added products like metal bellows & high-performance liquid cooling solutions

With a diverse portfolio of over 3,200 SKUs, spanning flexible flow solutions from ¼" to 14", Aeroflex Industries caters to a wide spectrum of industrial requirements, enabling the safe and controlled transfer of solids, liquids and gases across applications.

Industries served

Major industries

- Steel and metal
- Solar
- Petrochemicals and oil refineries
- Bulk terminal handling
- Chemicals, food and pharmaceuticals
- Paper & pulp

New Age Industries

- Data centres
- Aerospace and defence
- Semi-conductors
- Robotics and automation
- Hydrogen
- Fire sprinklers and firefighting solutions
- Electric mobility
- HVAC

Innovating for emerging frontiers

Aeroflex Industries' unwavering commitment to quality is reinforced by its ISO 9001:2015 and ISO 14000 certifications, reflecting robust systems and disciplined processes. Its products are engineered for demanding applications, delivering consistent performance, durability and reliability. Backed by a stringent quality management framework and continuous investment in R&D, the Company sustains a distinct competitive edge over peers across China and Southeast Asia.

Demonstrating strong adaptability, Aeroflex Industries is steadily expanding into high- growth sectors such as electric mobility, robotics, semiconductors and aerospace. These emerging domains present significant opportunities, enabling the Company to leverage its advanced engineering capabilities and innovation-driven approach to capture new avenues of growth.

58
Products under various stages of R&D

14
R&D specialists

Key products under development

Product Name	Field of Application
Monel Hose	Marine & Offshore, Chemical Processing, Aerospace & Defence, Hydrogen Applications, Nuclear, Oil & Gas, Automotive, Pharmaceuticals
Hastelloy Hose	Marine & Offshore, Chemical Processing, Aerospace & Defence, Hydrogen Applications, Nuclear, Oil & Gas, Automotive, Pharmaceuticals
Spiral Hose Assembly	Fire Suppression Systems
High-Pressure Braided Hose Assembly	Aerospace – Space Vehicles, Hydraulic Systems
Windmill Piping System	Wind Energy Generation
Hose Assemblies with Customised Bend Pipes	Compressor Applications

Advancing engineering solutions

Aeroflex Industries' entry into the manufacturing of metal bellows and expansion joints marks a significant advancement in its capabilities. Engineered to absorb vibrations, thermal expansion and mechanical misalignment, these products enhance the durability and reliability of complex piping systems. Manufactured using high-performance materials such as stainless steel, nickel alloys and Inconel, they are designed to perform in demanding industrial environments, extending system lifespan and ensuring operational stability.

Redefining flow solutions

Aeroflex Industries continues to lead with sustainable engineering solutions through its metallic flexible flow products, which increasingly replace conventional rubber hoses. Designed for superior durability, safety and environmental efficiency, these solutions withstand extreme temperatures, high pressure and intense vibrations while maintaining consistent performance. By reducing system strain, lowering maintenance requirements and extending service life, Aeroflex Industries' offerings contribute to improved operational efficiency, enhanced safety standards, and a reduced environmental footprint.

Recent developments

- Secured a long-term supply agreement with a leading U.S. corporation for liquid cooling solutions for data centres.
- Showcased flexible flow solutions for liquid cooling systems at Data Center World Exhibition, USA.
- Expanded its skid assembly capacity to 6,000 skids, with plans to scale up to 15,000 skids by Q2FY27.

Packaging expertise. Driving sustainable solutions.

9,120 MTPA
Total capacity
(including 1,200 MTPA of Fibcorp)

85+
Customers

850+
Skilled workforce

30+ countries
Skilled workforce

₹134 Cr
Total Income

Presence in 14 states, 1 Union Territory and 24 cities

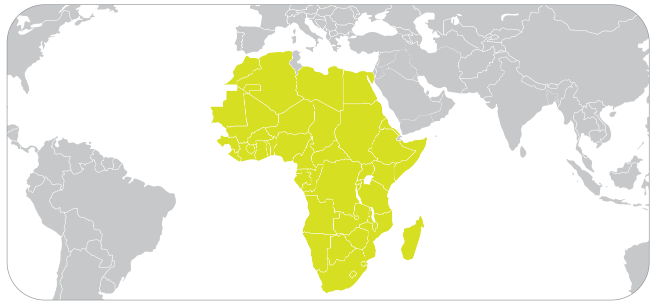
Aeroflex Neu (formerly Sah Polymers), a key subsidiary of the Aeroflex Group, brings over three decades of expertise in the bulk packaging and polymer industry, establishing itself as a reliable, innovative, and forward-looking player. Since its inception in 1992, the Company has continuously evolved its capabilities, offering a comprehensive portfolio that includes Flexible Intermediate Bulk Containers (FIBCs), polypropylene (PP) woven bags, high-density polyethylene (HDPE) bags, box bags, BOPP laminated bags and technical textiles, designed to meet diverse and evolving global requirements.

Backed by a skilled team and advanced manufacturing technologies, Aeroflex Neu delivers consistent quality and innovation, reinforcing its strong market position. Its subsidiary, Fibcorp Polyweave Private Limited, further enhances this ecosystem with its specialised focus on FIBC manufacturing and exports to over 18 countries, along with recognition as a Star Export House by the Government of India. Its comprehensive range of FIBCs include simple builder bags, advanced C-panel designs and circular baffle bags.

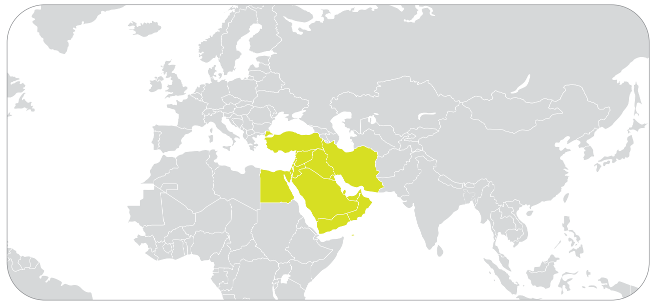
Together, they strengthen the Group's packaging capabilities, underpinned by a commitment to quality, customer satisfaction and sustained growth.

Aeroflex Enterprises

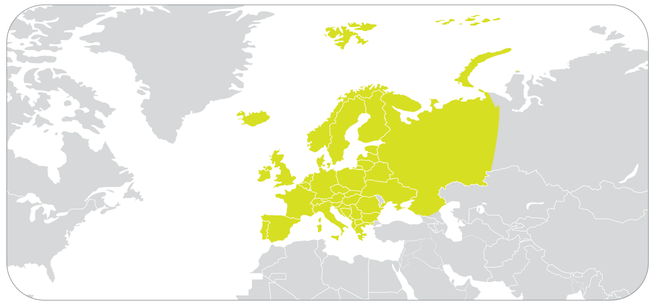
Global Presence



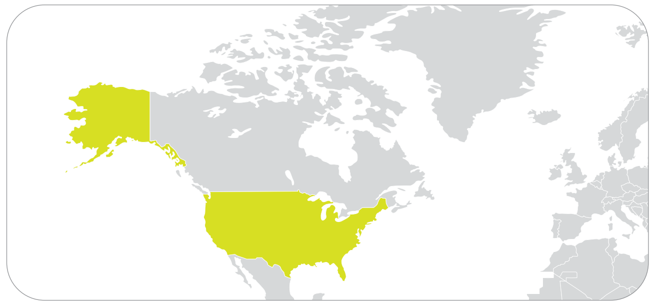
Africa



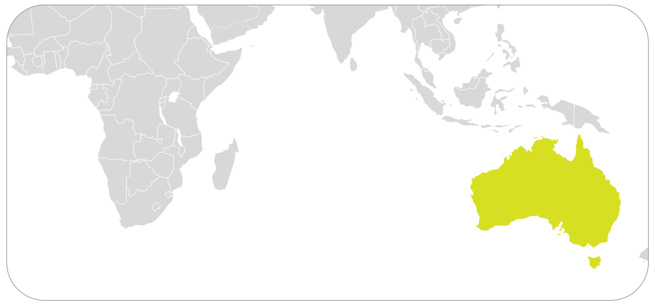
Middle East



Europe



USA



Australia

Revenue Split

Exports 67%

Domestic 33%

Advancing quality and compliance

With a strategic emphasis on quality, compliance, and sustainability, Aeroflex Neu is well positioned to expand into the high-value food and pharma-grade bulk packaging segments — industries that demand stringent standards and offer attractive margin potential. This progression aligns with AEL's long-term growth vision, strengthening its role as a trusted partner in critical and regulated sectors.

Reinforcing this shift, the Company has enhanced its operational excellence through upgraded processes and standard operating procedures, culminating in the achievement of the prestigious BRC Audit Certification. Following a rigorous audit by Intertek Certification Limited (UKAS014), the certification validates compliance across key manufacturing processes, including tape extrusion, weaving, extrusion, lamination, cutting and stitching. Covering FIBCs made from polypropylene (PP), UV stabilisers and specialised additives, the certification enables Aeroflex Neu to cater to both food-grade and non-food-grade applications, unlocking access to high-growth sectors such as food, pharmaceuticals and beverages. Membership in leading industry bodies such as FIBCA (USA) and iFIBCA (India) reflects Aeroflex Neu's commitment to global best practices, fostering international collaboration, and staying aligned with evolving industry standards and innovations.

Trusted by the industry

The Company's commitment to quality is reinforced by its ISO 9001:2015 certification and its recognition as a Star Export House by the Government of India. These distinctions underscore its credibility and reliability, strengthening its position as a preferred partner across a wide spectrum of industries, including agro-pesticides, pharmaceuticals, cement, textiles and food products.

Key industries

- Agro pesticides
- Bulk drug
- Cattle feed
- Cement
- Chemical
- Food products
- Metal
- Mineral
- Paper mill
- Textile
- Tyre
- Fertiliser
- Salt

Expanding market reach

Research and development remain central to Aeroflex Neu's growth strategy, driving the creation of specialised products such as Peanut Food Grade Bags and Type C FIBCs tailored for niche, high-value applications. Supported by its BRC certification, the Company is well positioned to enter premium segments, strengthening its presence in the high-end FIBC market and unlocking new avenues for value creation.

Sustainable solutions for responsible progress

Aeroflex Neu is committed to advancing sustainable practices through eco-friendly packaging solutions designed to enhance logistical efficiency and minimise environmental impact. By aligning its operations with global sustainability priorities, the Company delivers value not only to its customers but also to the broader ecosystem.

Strengthening business resilience through diversified operations

Beyond its core manufacturing and export activities, Aeroflex Neu has expanded its business model by serving as a Del Credere Associate and Consignment Stockist for Indian Oil Corporation Limited (IOCL). Through the operation of a Dealer Operated Polymer Warehouse (DOPW) for IOCL's polymer division, the Company reinforces its operational versatility while creating an additional, stable revenue stream.

Engineering services: M. R. Organisation

Expanding reach. Strengthening service leadership.

64
Products and service centres across India

75+
Countries served

35+
Brands supported

24x7
Customer support

₹116 Crore
Total Income

60,000+
SKUs

2,000+
Industrial plants access

3,000+
Customer base

6+
Warehouses

Core Values

- **Quality**
- **Integrity**
- **Creativity**
- **Collaboration**
- **Cost Prudence**
- **Safety**
- **Speed**

Key Certifications

ISO 9001:2015

TÜV India

Founded in 1984, M.R. Organisation (MRO) is a market leader in tech- enabled utility and industrial services for end-user industries. With a strong pan-India footprint spanning all 29 states through an extensive network of service locations and strategically positioned distribution hubs, the Company ensures rapid, reliable last-mile delivery. Its global presence is equally robust, with subsidiaries in the USA, UK, Belgium and Portugal, and exports to over 75 countries, serving a diverse international customer base.

MRO specialises in the manufacturing and servicing of air compressor parts and kits, with a portfolio of over 60,000 products compatible with all major global brands. Supported by a team of highly skilled, multi-brand and multi-technology experts, the Company ensures seamless product availability and service excellence. Operating on a debt-free, asset-light model with efficient global inventory management, MRO combines scale with agility.

The acquisition of MRO by Aeroflex Enterprises, effective July 29, 2024, marked a strategic milestone, reinforcing AEL's approach of integrating steady, cash flow-generating businesses with high-growth investments. On July 24, 2025, AEL purchased an additional 13% equity stake in MRO under the Share Purchase Agreement, taking its holding to 64%. Over the holding period, this addition strengthened the portfolio and supported AEL's aim of building a balanced, sustainable growth trajectory, before culminating in the strategic exit to Ingersoll-Rand Industrial US, Inc. in April 2026.

Engineering services: M. R. Organisation

AEL divested its entire 68% stake in MRO to Ingersoll- Rand Industrial US, Inc. for ₹ 227.42 Cr on 30 April 2026.

The divestment yielded a return of approximately 3x over about 21 months, equating to a ~107% XIRR. Over the holding period, AEL scaled the business into a global organisation, completed inorganic acquisitions in centrifugal compressor technology that extended its reach, and strengthened governance, all culminating into an attractive strategic exit.

MRO's expansive presence through its subsidiaries

- ABP Impex, Portugal
- Madhura Compressors
- MRO Europe BV
- MRO USA, LLC
- Standard Air UK

Acquisitions

Madhura Compressors

On May 12, 2025, MRO acquired a 51% equity stake in Madhura Compressors Private Limited, and subsequently purchased the remaining 49% in April 2026. This strategic investment strengthened MRO's compressor portfolio, expanded its presence in the high-margin centrifugal compressor segment and unlocked opportunities for cross-selling as well as growth in the global aftermarket space.

ABP Impex, Portugal

On June 11, 2025, MRO acquired a 51% equity stake in ABP Impex, Portugal, and subsequently purchased the remaining 49% in April 2026. This strategic acquisition marked MRO's entry into the high-pressure compressor segment, leveraging ABP Impex's specialised global service capabilities across Latin America and Europe. It positioned MRO to build a strong international presence anchored in technical excellence and robust service support.

Strength at the core

MRO's core strength lies in its expertise in the manufacturing and servicing of air compressor parts and kits, supported by a comprehensive portfolio of over 60,000 products compatible with all major air compressor brands. The Company continues to enhance its value proposition through a robust pipeline of high-margin, value-added offerings, including blowers and vacuum systems, which are expected to further improve operating performance. Backed by a skilled team of multi-brand, multi-technology specialists deployed across locations, MRO ensures seamless last-mile availability and delivers consistent, high-quality customer service.

Portfolio: Products, technologies and supported brands

- Electrical
- Cooler
- Controller
- Tune-up Parts
- Oil-Free Airend
- Airend Rebuild Kit
- Filters and Oil
- Valves, Kits
- Coupling Element
- Belts
- MD Drums

Technologies

- High Pressure
- Lubricated
- Oil Free
- Centrifugal
- Reciprocating Compressors

Brands

Atlas Copco, Ingersoll Rand, CompAir, ELGi (Always Better), Sullair, Kaeser Kompressoren, Gardner Denver, Chicago Pneumatic, Bauer Compressors (Quality. Our DNA), Puska Aire Comprimido, Bottarini (A Gardner Denver Product), Ceccato, Alup Kompressoren, ABAC Air Compressors, Boge Compressed Air Systems, Dresser-Rand

Divestment in MRO - AEL Playbook

The MRO investment illustrates AEL's incubation model through a full cycle. Entering in July 2024 with a 51% stake, and an additional 13% equity stake in July 2025 & 4% equity stake in April 2026, AEL worked with the management team to strengthen operations, pursue targeted inorganic growth through the acquisitions of Madhura Compressors and ABP Impex, Portugal, and build capability in centrifugal compressor technology alongside a wider global footprint. Governance and mentorship were tightened over the holding period, and AEL raised its stake in stages to 68% ahead of the exit. In April 2026, AEL divested its entire holding to Ingersoll-Rand Industrial US, Inc., a NYSE-listed global leader in compressed air, for ₹227.42 Cr. The transaction delivered a return of approximately 3x over about 21 months, equating to a ~107% XIRR.

Beyond the financial outcome, the exit validated the AEL playbook of identifying steady, cash flow-generating businesses, scaling them into globally competitive organisations, and realising value through a well-timed strategic sale. MRO now serves as a working reference for how AEL builds and unlocks value across its portfolio.

Engineering services: M. R. Organisation

Divestment in MRO- The AEL Playbook

227.42 Cr[*]
Deal Value - **68% stake sold** to Ingersoll-Rand Industrial US, Inc. | 30 Apr 2026

~3x	~21	~107%
Multiple	Months	XIRR

Aeroflex Enterprises Limited (AEL)

Dynamic & diversified incubator combining cash flow- generating businesses with high-growth investments

Ingersoll-Rand Industrial US, Inc.

- Global leader-160+ years in compressed air
- NYSE-listed Market cap: USD 29.6 Bn | Fortune 500 Company (Industrial)
- Air compressors, nitrogen generators, PET compressors
- Wide presence across global industrial markets

Corporate Structure-MRO Group

68%[2] AEL

M.R. Organisation (MRO)

- 100%[3] MRO USA LLC
  - 100%[3] ABP Impex Portugal
- 100% MRO Europe BV
- 100% Standard Air UK
- 100%[4] Madhura Compressors

MRO's Journey with AEL

Jul 2024	AEL acquired 51% stake in MRO
May 2024	MRO acquired 51% in Madhura Compressors
Jun 2025	MRO USA acquired 51% in ABP Impex. Portugal
Jul 2025	AEL acquired additional 13% stake in MRO
Apr 2026	AEL acquired additional 4% stake in MRO MRO acquired remaining 49% in Madhura and ABP Impex AEL stake increased to 68% and sold to Ingersoll Rand for 227.42 crore

Transformational M&A | The AEL Playbook

Turnaround & Scalability
Process excellence & global-ready manufacturing

Inorganic Acquisitions
Centrifugal compressor technology & global reach

Continued Guidance
Active mentorship & governance optimisation

Strategic Exit
Made MRO transaction-ready, validated AEL's model

The divestment to a global compressed air major validates AEL's track record of **identifying**, **scaling**, and **exting high-value businesses**

[2] +51% Jul'24, +13% Jul'25, +4% Apr'26 = 68% total
[3] MRO USA acquired remaining 49% in ABP Impex, Apr'26
[4] MRO purchased remaining 49% of Madhura Compressors, Apr'26
[*] Subject to customary closing conditions

Financial services: Aeroflex Finance

Financing growth. Empowering futures.

33,769
Unique borrowers

₹44.49 cr
Loan book

₹407.13 cr
Disbursements

₹385.96 cr
Collections

22.02%
Net interest margin

5.82%
ROA

16.04%
ROE

33.50%
Capital adequacy ratio (CAR)

12.33%
Net profit margin

0.00%
Net non-performing assets (NNPA)

Vision
Aeroflex Finance's vision is to be a trusted financial partner, empowering businesses and individuals to achieve their financial goals.

Mission
The mission is to deliver innovative and tailored financial solutions that cater to the diverse needs of its clients, thereby fostering growth and prosperity.

Aeroflex Finance, a wholly owned subsidiary of AEL, operates as a dynamic Type-II non-deposit-taking Non-Banking Financial Company (NBFC), duly registered with the Reserve Bank of India (RBI). Reflecting a forward-looking strategic foray into financial services, the Company is focused on transforming challenges into opportunities while unlocking new avenues for growth. Recognised for its consultative and innovative approach, Aeroflex Finance serves as a trusted partner to individuals and Micro, Small and Medium Enterprises (MSMEs), offering a diverse suite of technology- driven financial solutions tailored to meet working capital and expansion needs.

Leveraging strategic collaborations with leading fintech platforms such as Vartis Platforms and FinAGG, Aeroflex Finance integrates advanced infrastructure and digital capabilities to streamline loan origination and lifecycle management, ensuring a seamless and efficient customer experience. By combining innovation, partnerships, and a customer-centric approach, the Company is strengthening its role in enabling business growth, enhancing financial access, and contributing meaningfully to the broader vision of sustainable value creation across the Aeroflex Group.

Financial services: Aeroflex Finance

Enabling growth for MSMEs and individuals

Aeroflex Finance plays a pivotal role in supporting Micro, Small, and Medium Enterprises (MSMEs) by offering a comprehensive suite of financial solutions tailored to address critical funding needs, including working capital and business expansion. By bridging access to timely and flexible financing, the Company enables MSMEs to unlock their growth potential, strengthen operations and achieve long-term sustainability.

Beyond enterprises, Aeroflex Finance also caters to individuals through thoughtfully designed consumer financing solutions, including loans for vehicle purchases and personal financial requirements. Through this dual focus, the Company continues to broaden financial access, empowering both businesses and individuals to progress with confidence.

Offerings

Aeroflex Finance's comprehensive range of loan offerings include:

Business and SME financing

Aeroflex Finance offers customised financing solutions to support the diverse needs of start-ups, SMEs and established enterprises. Designed to fuel growth ambitions, these loans cater to a wide range of requirements, including business expansion, capital investments, and operational needs, enabling enterprises to scale with confidence.

Working capital solutions

Efficient working capital management is critical to sustaining day-to-day operations and capturing growth opportunities. Aeroflex Finance provides swift and seamless access to working capital, empowering businesses to maintain liquidity, enhance agility, and respond effectively to evolving market dynamics.

Consumer financing

Extending its reach beyond businesses, Aeroflex Finance offers tailored consumer loans to meet a variety of individual financial needs. From home purchases and property renovations to vehicle acquisitions and personal expenses, these solutions are designed to help individuals achieve their aspirations with ease and flexibility.

Powering progress through fintech alliances

Aeroflex Finance leverages strategic collaborations with leading fintech platforms such as Vartis Platforms (formerly LenDenClub) and FinAGG to deliver advanced, technology-driven financial solutions. These partnerships enhance the Company's service capabilities and expand its market reach by integrating robust digital infrastructure and sophisticated tech stacks for seamless loan origination and end-to-end lifecycle management. The result is a faster, more efficient and customer-centric lending experience, alongside strengthened operational capabilities for the Company.

Driving MSME financing innovation – FinAGG

Through its partnership with FinAGG, Aeroflex Finance offers innovative, invoice-based financing solutions tailored for MSMEs. FinAGG's flagship 'Quick Cash Flow' product (popularly known as the 'Stock Now, Pay Later' solution) enables businesses to optimise inventory while maintaining healthy cash flows. This collaboration allows Aeroflex Finance to address the unique financing challenges of MSMEs with agility, empowering them to scale operations and drive sustainable growth.

Enhancing consumer lending – Vartis Platforms (formerly LenDenClub)

In collaboration with Vartis Platforms (formerly LenDenClub), an RBI-registered NBFC-P2P platform, Aeroflex Finance strengthens its presence in the consumer and personal loans segment. Leveraging LenDenClub's Fractional Matchmaking Peer-to-Peer model, powered by advanced Artificial Intelligence (AI) and Machine Learning (ML), the Company ensures precise borrower-lender matching and efficient credit delivery. This partnership enhances the accessibility, speed and personalisation of lending solutions, enabling Aeroflex Finance to better serve evolving customer needs.

AEL has strengthened these collaborations through strategic equity investments, reinforcing its commitment to empowering businesses and individuals. Aeroflex Finance remains a key driver of the Group's long-term growth and success.

Financial excellence in action

Aeroflex Finance reflects the Group's commitment to financial excellence through a technology-led, customer- centric approach that bridges the gap between traditional banking and specialised financial needs. With a strong focus on flexibility and customisation, the Company delivers solutions aligned to each client's unique requirements.

Expanding horizons in financial services

Aeroflex Group's foray into financial services marks a strategic step toward unlocking new growth opportunities. Leveraging advanced technology and fintech partnerships, Aeroflex Finance is well-positioned as a catalyst for the Group's continued success, aligned with its mission to empower individuals and small businesses.

Aeroflex Enterprises

Strong momentum. **Sustained growth.**

Aeroflex Enterprises delivered a strong and resilient performance, underpinned by the effective convergence of innovation, technology- driven initiatives and disciplined execution. The Company continued to strengthen its operating foundation, leveraging its capabilities to drive consistent growth while navigating a dynamic business environment.

Its performance reflects a focused strategic direction, scaling tech-enabled ventures, enhancing operational efficiencies and fostering a culture of continuous innovation. These efforts have not only reinforced the Company's competitive positioning but also enabled it to respond with agility to evolving market opportunities.

Supported by visionary leadership and a forward-looking approach, Aeroflex Enterprises remains well-positioned to sustain its growth trajectory, delivering long-term outcomes through a balanced emphasis on technological advancement and responsible business practices.

Read more about our efforts to deliver robust performance in these sections:

Letter to Shareholders

Where Value is Built and Unlocked

Dear Shareholders,

It gives me great pleasure to write to you at the close of what has been a defining year for Aeroflex Enterprises Limited, with healthy performance across our subsidiaries and business verticals. More importantly, the year demonstrated, through a completed investment cycle, exactly how Aeroflex Enterprises' platform creates and realises value.

The theme of this year's Annual Report, "An Ecosystem of Enduring Enterprises", captures what Aeroflex Enterprises has become: a listed platform on which high-potential startups, robust businesses and strategic investments are held, funded and operated under one structure, with a common objective of building value that lasts.

The MRO Divestment: The AEL Playbook, Proven

The most recent and important highlight has been the successful divestment of our controlling stake in M.R. Organisation, an investment that illustrates our incubation model through a full cycle. We entered MRO in July 2024 with a 51% equity stake. Over our holding period, we worked closely with the management team to strengthen operations, pursued targeted inorganic growth through the acquisitions of Madhura Compressors and ABP Impex, Portugal, and built capability in centrifugal compressor technology alongside a wider global footprint. Governance and mentorship were tightened throughout our association, and we raised our stake in stages to 68% equity ownership ahead of the exit in April 2026.

The results of this work were visible in MRO's performance. In FY26, MRO achieved a 48% YoY increase in Total Income, with a 26% EBITDA margin and ₹20 Crores in PAT, driven by newly acquired subsidiaries and robust domestic and export demand.

In April 2026, AEL divested its entire 68% holding to Ingersoll-Rand Industrial US, Inc., a NYSE-listed global leader in compressed air solutions, for ₹227.42 Crores. The transaction delivered a return of ~3x over about 21 months, equating to an XIRR of ~107%. Beyond the financial outcome, the exit validated the AEL playbook: identify steady, cash flow-generating businesses, scale them into globally competitive organisations, and realise value through a well-timed strategic divestment. MRO now serves as a working reference for how AEL builds and unlocks value across its portfolio.

Core Business Momentum

Aeroflex Industries, our flagship subsidiary, delivered its highest-ever quarterly and annual performance across all key financial metrics. EBITDA reached ~₹100 Crore, registering 26% YoY growth, while cash profit stood at ₹ 82 Crore, up 28% YoY. Manufacturing capacity expanded to 17.5 million meters of hoses during the year, and investments in automation continued with the addition of two robotic welding lines and the planned commissioning of an automatic welding station and annealing plant by December 2026.

The most promising development is Aeroflex Industries' strategic entry into skid assemblies and advanced flow control solutions for high-performance liquid cooling applications, catering to the growing demand from global data centre and AI infrastructure industries. The Company signed a long-term contract with a listed U.S. corporation valued at over USD ~130 billion for its liquid cooling solutions for data centres, expanded skid assembly capacity to 6,000 units per annum with plans to scale up to 15,000 units by Q2FY27, and showcased its advanced flexible flow solutions at Data Center World, Washington, USA. We believe this vertical carries immense growth potential and positions Aeroflex Industries at the centre of one of the most significant infrastructure build-outs of our time.

Hyd-Air Engineering continued to strengthen our presence in hydraulic fittings, fluid connectors and flanges, supporting our expansion into flow control assemblies. Its capabilities complement the liquid cooling opportunity and open new end-user segments across fluid transmission systems and complex industrial assemblies.

Consolidation and Repositioning at Aeroflex Neu

For Aeroflex Neu, FY26 was a year of consolidation. The subsidiary reported Total Income of ₹134.18 Crore and PAT of ₹1.75 Crore. Our focus remained on strengthening capabilities, product and facility certifications, and a strategic shift towards the high-compliance food, pharma and beverage packaging sectors. In recent developments, Aeroflex Neu's Modi Unit received the prestigious BRCGS Grade A+ certification, strengthening its credibility with global customers and its positioning in regulated packaging applications. These sectors offer higher margin potential due to stringent quality norms and growing demand, aligning well with our sustainability and quality-first approach.

Continued Thrust on Startup Investments

Our startup portfolio expanded to 168 investments across 35+ sectors, with 7 new investments added in FY26 across EdTech, SpaceTech, Clean Energy and other high-potential sectors. The year also saw 3 successful exits, in Pee Safe (9.39x in ~8 years), PensionBox (1.2x in ~3 years), and EMO Energy* (9.28x in ~3 years), reflecting strong investment selection and disciplined execution. We continue to evaluate opportunities across a wide range of high-growth themes.

Three Engines, One Ecosystem

Our ecosystem rests on three engines. Our startup portfolio gives public-market investors exposure to early-stage opportunities that are usually confined to private markets. Our value creation engine acquires undervalued and high-potential businesses, improves their operations and governance, and prepares them for value realisation, as M.R. Organisation divestment has now demonstrated. Our strategic investments deepen India's manufacturing capability for global markets under the Make in India approach, as Aeroflex Industries' performance shows. These engines are inter-connected: deal flow, operational expertise and capital move across the platform, and each strengthens the whole.

The MRO transaction and Aeroflex Industries' record year offer a glimpse of the value creation embedded across our platform. We remain committed to disciplined capital allocation, active operatorship and long-term compounding of shareholder value.

On behalf of the Board and management, I thank our shareholders for their steadfast trust, and our employees for their dedication. As we look ahead to FY27, we remain focused on building enduring enterprises and sustainable value for all stakeholders.

With warm regards,

Harikant Turgalia
CFO & Whole-Time Director

*SPA was signed before March 31, 2026

Strategic Priorities

Focused strategy. Future ready.

AEL operates as a dynamic business incubator, and an ecosystem of business enterprises, with interests across diverse industries and investment verticals, guided by a clear and forward-looking strategic vision. Its approach is anchored in strengthening core operations, pursuing high-potential investments and fostering innovation across its businesses. Through a balanced focus on operational excellence and disciplined capital allocation, the Company aims to drive consistent performance while enabling each business to grow independently. At the same time, a cohesive group framework ensures synergies are leveraged effectively, positioning AEL for sustained, long-term growth and value creation.

Strengthening core businesses for growth

AEL continues to drive the sustainable expansion of its core businesses through a balanced mix of organic and inorganic growth. Its key subsidiaries, Aeroflex Industries, M.R. Organisation, Aeroflex Neu and Aeroflex Finance, are strengthening their market positions while capitalising on emerging opportunities.

Aeroflex Industries

Aeroflex Industries has scaled significantly in recent years through product portfolio expansion, capacity addition and the acquisition of Hyd- Air Engineering. It is advancing into high-value products such as liquid cooling solutions for data centres, metal and miniature bellows, while expanding its presence across emerging sectors, including fire safety, electric mobility, robotics, semiconductors and aerospace.

M.R. Organisation

M.R. Organisation witnessed strong growth in FY26, driven by its technology-enabled last-mile utility and industrial services. Strategic acquisitions, including Madhura Compressors and ABP Impex (Portugal), have enhanced its technical capabilities, expanded its product portfolio, and unlocked cross-selling opportunities.

Aeroflex Neu

Aeroflex Neu continues to strengthen its leadership in customised bulk packaging. Its BRC certification enables entry into food- and pharma- grade segments, while its focus on sustainable, reclaim-based products aligns with growing global demand for eco-friendly solutions.

Aeroflex Finance

Aeroflex Finance is scaling rapidly in the financial services space, delivering innovative financial solutions that complement the Group's core businesses.

Together, these businesses underscore AEL's disciplined growth strategy and its focus on building resilient, future-ready operations.

AEL backs disruptive ideas across sectors, building a thoughtfully curated portfolio.

Fostering a thriving start-up ecosystem

As a forward-looking conglomerate, AEL actively fosters innovation through strategic investments in high- potential start-ups. By deploying surplus capital, the Company supports emerging ventures while creating avenues for superior returns. AEL backs disruptive ideas across sectors, building a thoughtfully curated portfolio. This approach not only positions the Company at the forefront of future industries but also reinforces its role in nurturing entrepreneurial ecosystems and next- generation innovation.

Enabling independent growth with focus

AEL follows a decentralised operating model that empowers its businesses to operate independently while benefiting from the Group's strategic oversight and support. This structure enables each entity to scale at its own pace, pursue distinct opportunities and build sustainable strengths. The successful public listings of Aeroflex Industries (FY24), Aeroflex Neu (FY23) and strategic divestments of M.R. Organisation (FY27 - April 2026) highlights AEL's ability to nurture businesses to market maturity and investor confidence. Going forward, the Company remains focused on developing its portfolio into strong, independent entities anchored in robust governance, transparency and operational resilience.

Optimising value through divestments

AEL's ability to identify the right time to unlock value is a key strategic strength. Its disciplined approach to strategic exits has consistently delivered strong returns, enhancing shareholder outcomes while creating capacity for reinvestment. The Company has achieved average returns of 30–35% IRR per annum from successful start- up exits. Going forward, AEL will continue to pursue timely exits alongside actively identifying new investment opportunities, ensuring a dynamic portfolio and sustained growth.

30-35% IRR/ annum

The Company has achieved average returns of 30– 35% IRR per annum from successful start- up exits.

Developing distinctive solutions for market leadership

AEL and its subsidiaries are united by a shared focus on differentiation through excellence, delivering high-quality, customised solutions that strengthen long-term customer relationships and set industry benchmarks.

1 **Aeroflex Industries** is advancing cutting-edge solutions for specialised applications across data centres, electric mobility, robotics, solar, semiconductors, and fire safety.

2 **M.R. Organisation** delivers reliable, technology-enabled engineering services through a skilled, multi-brand network, ensuring seamless last-mile availability.

3 **Aeroflex Neu** caters to niche requirements with innovative, eco-friendly packaging solutions, building a strong competitive edge.

Together, these initiatives reflect AEL's emphasis on innovation, adaptability and customer-centricity, enabling its businesses to consistently outperform in evolving markets.

Integration & Divestment of M.R. Organisation

The acquisition of M.R. Organisation by Aeroflex Enterprises, effective July 29, 2024, marked a strategic milestone, reinforcing AEL's approach of integrating steady, cash flow-generating businesses with high-growth investments. On July 24, 2025, AEL purchased an additional 13% equity stake in MRO under the Share Purchase Agreement, taking its holding to 64%. Over the holding period, this addition strengthened the portfolio and supported AEL's aim of building a balanced, sustainable growth trajectory, before culminating in the strategic exit to Ingersoll-Rand Industrial US, Inc. in April 2026. The transaction delivered a return of approximately 3x over about 21 months, equating to a ~107% XIRR. Beyond the financial outcome, the exit validated the AEL playbook of identifying steady, cash flow-generating businesses, scaling them into globally competitive organisations.

Driving value creation with a balanced approach

At its core, Aeroflex Group is guided by a philosophy of balanced growth and long-term value creation. By combining stable, cash-generating businesses with high-growth investments and disciplined exits, AEL builds a resilient and dynamic portfolio that drives consistent returns. This approach positions AEL as a leader in innovation-led solutions, a catalyst for entrepreneurial growth and a platform for sustainable, scalable opportunities for all stakeholders.

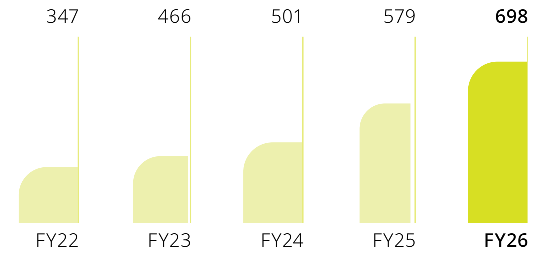
Financial Performance

Proven resilience. **Sustained momentum.**

During the year, Aeroflex Enterprises delivered a robust financial performance, marked by significant growth in total income and profitability across its business segments. This reflects the strength of its operating model and disciplined execution. Backed by a resilient capital structure and prudent capital allocation, the Company has sustained growth while maintaining financial stability and a balanced approach to shareholder returns.

19% CAGR

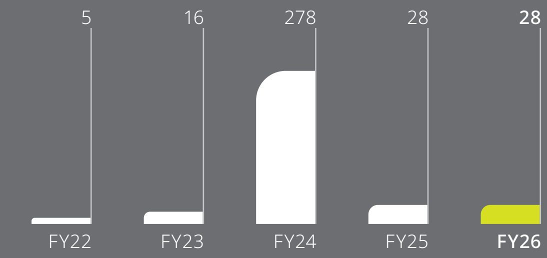
Revenue from Operations
(₹ in Crores)



Final Dividend Recommended (FY26)

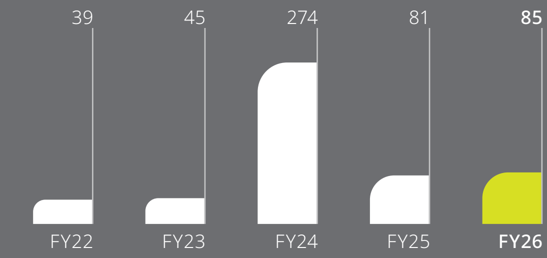
20%

Other Income
(₹ in Crores)

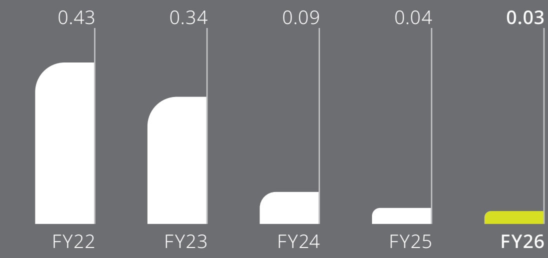


21% CAGR

Profit After Taxes
(₹ in Crores)

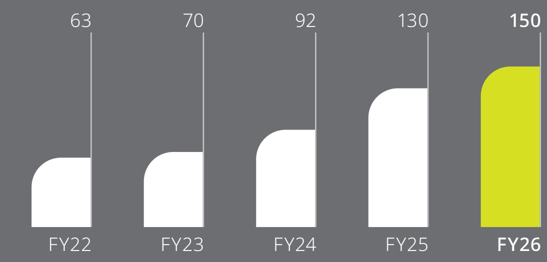


Total Debt to Equity
(times)

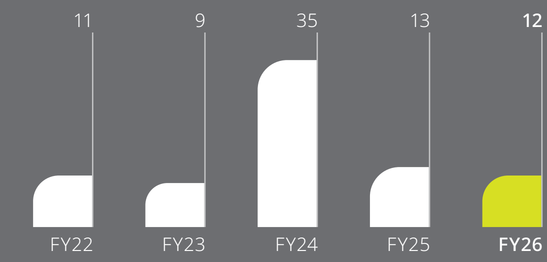


24% CAGR

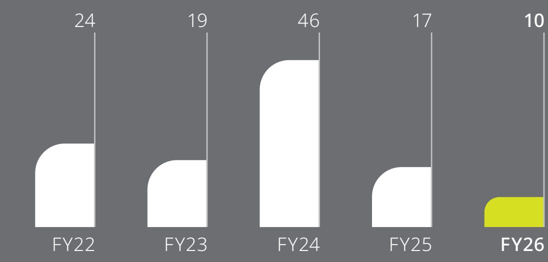
Operating Profit
(₹ in Crores)



Profit After Taxes Margin
(%)



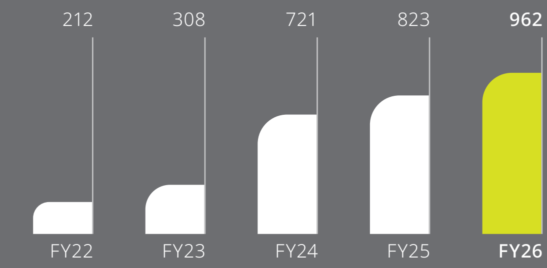
ROCE
(%)



Operating Profit Margin
(%)

46% CAGR

Equity
(₹ in Crores)



ROE
(%)

People first.
Purpose always.

At AEL, sustainable growth is anchored in a deep commitment to people, purpose and principled governance. The Company fosters an employee-centric culture that prioritises well-being, continuous learning and empowerment, enabling its people to thrive and contribute meaningfully to organisational success.

Beyond business, AEL remains dedicated to creating a positive societal impact through its focused CSR initiatives, supporting communities and advancing inclusive development. This sense of responsibility is complemented by a strong governance framework built on transparency, accountability and ethical conduct.

Together, these pillars shape a business that not only delivers performance but also upholds fairness, trust and integrity at every level.

Empowered people. **Accelerated excellence.**

AEL fosters an employee-centric culture that prioritises growth, well-being and empowerment, enabling its people to perform at their best and drive sustained organisational success.

Independence Day

Independence Day was celebrated with pride and unity, as teams gathered to honour our nation's freedom and reaffirm a shared commitment to progress.

Christmas

Christmas was celebrated with festive decorations, gift exchanges and shared moments of cheer, bringing teams together to close the calendar year on a note of warmth and goodwill.

Diwali

AEL celebrated the festival of lights with great enthusiasm, enjoying sweets, exchanging gifts and embracing cultural traditions across the workplace.

Fun Friday

Our Fun Friday sessions offered a blend of entertainment, teamwork and engagement, building stronger bonds and making every weekend on a memorable note.

Driving change. **Enabling futures.**

At Aeroflex Enterprises Limited, we are committed to creating meaningful and lasting social impact through our corporate social responsibility initiatives. Guided by a well-defined CSR framework, our efforts are focused on advancing healthcare, strengthening education and enabling sustainable livelihoods, thereby driving inclusive progress within the communities we serve.

Our CSR contributions for FY26 continue to be channelled through SAT Foundation, supporting projects that generate income and provide assistance for education, nutrition and healthcare to underprivileged communities.

₹15.82 Lakhs

Total Capital Outlay Towards CSR (FY26)

St. Anthony's Home for Children in Need

We supported the Home by providing essential groceries, helping ensure nutritious meals and daily necessities for the children in its care.

Bal Asha Trust

Our contribution to Bal Asha Trust supports abandoned and underprivileged children, helping provide nutritious meals, care and a secure environment.

Education for Tribal Children

In Vanga, we supported school-going tribal children through educational initiatives, enabling access to quality learning opportunities and encouraging sustained school attendance.

Asha Dham Care Center, Udaipur

Our most recent initiative extends support to the Asha Dham Care Center, reflecting our commitment to caring for vulnerable members of the community across every stage of life.

Management **Discussion and Analysis**

FY26 tested global businesses against a renewed wave of macroeconomic uncertainty and Aeroflex Enterprises met the moment by proving its model works twice over: exiting a mature business at a premium multiple and entering the frontier of global AI infrastructure through the fast-growing data centre liquid-cooling market.

Global Economy Overview

The global economic outlook for 2026 and beyond reflects a cautious stabilisation interrupted by a fresh external shock. Global growth is projected to moderate from 2.9% in 2025 to 2.5% in 2026, the slowest pace since the onset of the pandemic, as the conflict in the Middle East has driven a sharp increase in energy prices, renewed inflationary pressure, and expectations of tighter monetary policy across major economies. Brent crude is projected to average USD 94 per barrel in 2026, approximately 36% above 2025 levels, while global inflation is expected to rise to 4.0% from 3.3% in 2025. Growth in developing economies is expected to ease to a post-pandemic low of 3.6% in 2026 before recovering to 4.2% in 2027, even as these economies continue to account for the majority of global growth.

Investment in artificial intelligence and allied infrastructure is partly offsetting the drag on global trade, with activity expected to firm through 2027–28 as energy supplies normalise and trade recovers, lifting global growth to 2.8% in 2027. Risks remain skewed to the downside: a renewed escalation in West Asia or a prolonged disruption to commodity flows could push growth as low as 1.3% in 2026 under a severe scenario. Coordinated policy action on energy security, inflation containment, and private investment mobilisation remains essential to restoring momentum.

Sources: World Bank Global Economic Prospects (June 2026); IMF World Economic Outlook

Indian Economy

India retained its position as the world's fastest-growing major economy in FY26. Real GDP grew 7.7% in FY26, against 7.1% in the preceding year and ahead of earlier official projections, with the momentum sustained into the fourth quarter, where GDP expanded 7.8%. Manufacturing and services led the expansion, aided by GST rationalisation, earlier personal income tax changes, sustained public capital expenditure, and more accommodative monetary conditions. The general government deficit consolidated from 7.7% of GDP in FY25 to 7.4% in FY26, foreign exchange reserves stood at approximately USD 698 billion as of March 31, 2026, and formal job creation strengthened during the year.

The outlook for FY27 remains healthy in relative terms, though it has moderated on account of external conditions. The Reserve Bank of India lowered its FY27 growth forecast to 6.6% from 6.9%, held the repo rate at 5.25%, and raised its FY27 inflation projection to 5.1% from 4.6%, citing the prolonged West Asia conflict, elevated energy prices, and supply chain disruption. The World Bank likewise projects 6.6% for FY27, improving to 7.2% in FY28, a marginal upgrade delivered even as forecasts for most major economies were reduced. India's most significant exposure is its dependence on imported crude oil, which transmits energy price movements directly into inflation, the current account, and the currency. Sustaining the growth trajectory will therefore depend on energy and trade diversification, prudent fiscal management, and continued structural reform, even as India remains a central contributor to global economic momentum.

Sources: Ministry of Statistics and Programme Implementation, Government of India; Reserve Bank of India; World Bank Global Economic Prospects (June 2026) and India Development Update (April 2026)

Industry Overview

Global and Indian Stainless Steel Flexible Hose Market

The global market for stainless steel flexible hoses is valued at approximately USD 2,182 million in CY2025 and is projected to reach approximately USD 4,380 million by CY2035, registering a CAGR of 7.2%. Growth reflects the ongoing migration toward corrosion-resistant, long-life fluid transfer solutions across industrial end markets, alongside industrialisation, infrastructure development, and rising energy consumption. Within the segment, corrugated flexible hoses lead on the strength of their reliability in high-pressure and high-temperature service, while strip-wound flexible hoses are the fastest-growing category at a CAGR of 7.7%, favoured for harsh environments such as oil and gas and industrial manufacture.

Demand is led by oil and gas, followed by chemical and petrochemical, power generation, pharmaceutical, and food and beverage. Oil and gas remains the largest end-use sector at 39% of value in 2025, and together with chemical and petrochemical and power generation accounts for 81% of the market. In India, growth is supported by the versatility of stainless steel hoses across automotive, oil and gas, and chemical processing, and by the steady shift away from rubber, PTFE, and polymer alternatives. The market is fragmented, with leading global players holding 20% to 30% share alongside specialised manufacturers competing on customisation and performance in critical applications.

Key industry trends include the integration of IoT and smart sensors for real-time monitoring of pressure, temperature, and flow; sector-specific customisation for aerospace, pharmaceutical, and food and beverage applications; a shift toward recyclable materials and lower-impact manufacture; and advances in hoses engineered for extreme pressures and temperatures.

Source: FMI Analysis

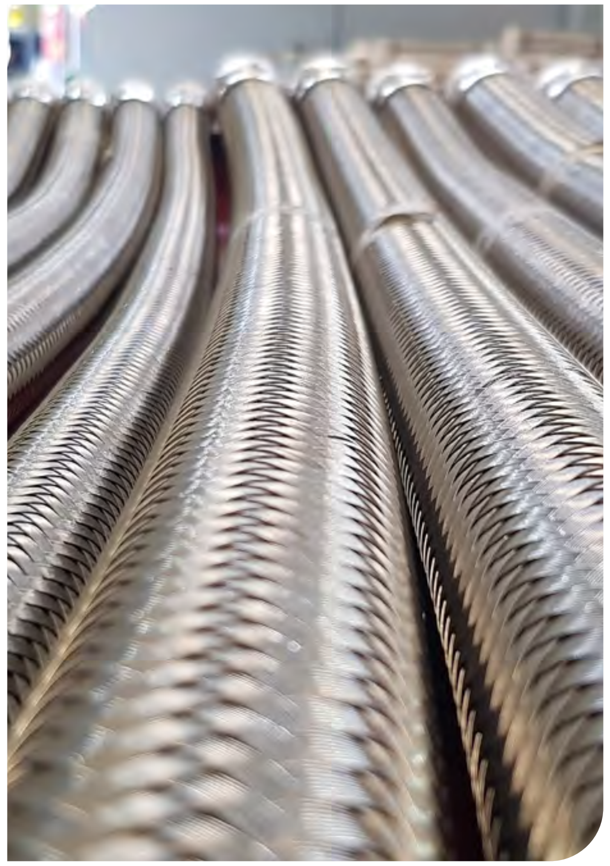
7.7% CAGR
Expected growth in global stainless steel flexible hoses

Global and India Metal Bellows Market

The global metal bellows market is gaining traction on account of the flexibility, durability, and adaptability of these components across industries. The global market is estimated at USD 3,012 million in 2025, growing at a 6.4% CAGR to USD 5,608 million by 2035; the India market is growing faster still, at a 7.3% CAGR, from USD 161 million in 2024 to USD 348 million by 2035. Demand from data centres, semiconductors, and clean energy is layering onto established aerospace and industrial use.

Source: FMI Analysis Analysis

6.4% CAGR
Expected growth in global metal bellows market



Global Data Centre Liquid Cooling Market

The build-out of AI and high-performance computing infrastructure has created a new demand vector for precision flow solutions. As rack power densities rise beyond what air cooling can economically handle, liquid cooling is becoming a core requirement for modern data centres. Under the realistic scenario, the global data centre liquid cooling market is estimated at USD 5,655 million in 2024 and is projected to reach USD 48,427 million by 2034, at a CAGR of 24%. North America dominated the market in 2023 and is expected to retain that position, with adoption led by direct-to-chip and immersion cooling and driven by hyperscale data centre expansion, high-performance computing, and edge computing; Asia-Pacific is expected to record the fastest growth.

Every liquid-cooled deployment requires an ecosystem of flexible hoses, manifolds, quick-connect fittings, skid assemblies, and coolant distribution infrastructure, each demanding leak-proof performance under sustained pressure and thermal cycling. This places precision stainless steel flow solutions at the centre of the opportunity and opens a multi-year growth avenue for qualified suppliers with the engineering capability and certifications to serve global data centre customers.

Source: BIS Research Analysis

Within the data centre cooling landscape, liquid cooling is increasingly being preferred over conventional air-cooling methods on account of its superior efficiency and sustainability profile. Liquid cooling's higher thermal conductivity enables more effective heat transfer, reducing energy consumption by over 27% relative to air-cooling systems, while also allowing for more compact, higher-density rack designs and lower auxiliary capital requirements. Liquid-cooled systems are also quieter, less susceptible to dust and contaminants, and support longer component lifespans with fewer hardware failures.

Although capital expenditure for liquid-cooling systems is higher upfront, the payback period is typically short, ranging from less than a year to about three years depending on regional electricity costs, and is supported by operating expenditure savings of up to 31–37% compared to air cooling.

Source: McKinsey & Company, "Keeping Cool in the Data Age"

Global FIBC Market

The global Flexible Intermediate Bulk Container (FIBC) market continues to grow with the expanding needs of modern supply chains and the shift toward cost-effective, sustainable bulk packaging. As per industry estimates of 2026, the market is valued at approximately USD 6.0–6.6 billion in 2025 and is projected to reach USD 10.4–11.9 billion by 2036, at a CAGR in the range of 4.2% to 6.4% depending on the source and forecast horizon. Demand is spread across agriculture, chemicals, food and beverage, pharmaceuticals, construction, and mining, each drawing on the cost, handling, and storage advantages of bulk containers over rigid packaging.

Structural shifts are reshaping the category. Tightening hazardous-goods regulations are lifting demand for Type C and Type D electrostatic-safe bags; food-grade and pharmaceutical-grade certification requirements are opening premium pricing tiers for coated and laminated formats; and circular-economy policies and extended producer responsibility rules are accelerating adoption of recycled-content polypropylene, moving the industry away from virgin-polymer dependency. The scale-up of battery metals, rare-earth, and lithium supply chains has emerged as a newer source of demand for high-specification bulk packaging.

Source: Future Market Insights (2026); Mordor Intelligence (2026)

Indian FIBC Market

India is both a leading global supplier and a growing domestic consumer of FIBC solutions. Demand in India is projected to grow at approximately 5.8% to 8.1% CAGR over the coming decade, ahead of global averages, supported by industrialisation, capacity expansion under Make in India, and export momentum, with India ranked among the fastest-growing FIBC markets globally. The domestic industry is evolving from a low-cost volume supplier into a base for higher-technology, sustainable packaging, driven by the specification requirements of Western customers.

Policy support continues to strengthen export competitiveness, including the adjustment of the RoSCTL rate for FIBCs to 2.3%. Demand across agriculture, chemicals, pharmaceuticals, and food processing remains healthy, with food-grade FIBCs gaining share as hygiene, tamper-evidence, and moisture resistance become procurement priorities. Polypropylene price volatility, environmental scrutiny of plastics and end-of-life disposal, and trade uncertainty remain the principal challenges. Investment in recyclable materials, international certifications, and value-added designs positions Indian manufacturers as preferred partners for multinational customers.

Source: Future Market Insights (2026)

Indian Startup Ecosystem

India remains the world's third-largest technology startup ecosystem, and 2025 marked a strategic inflection point. Competitiveness now depends less on the number of startups formed and more on how efficiently the ecosystem converts innovation into commercialisation, growth, and exits. Entrepreneurial momentum, expanding DeepTech activity, and improving exit opportunities continue to define the ecosystem, even as it enters a more disciplined phase characterised by selective funding, greater investor scrutiny, and a sharper focus on commercial traction.

1. **Market Resilience Amid Selective Funding**
2. **Ecosystem Maturity: Profitability, Exits, and Global Expansion**
3. **Policy Support and Institutional Enablers**
4. **Innovation in Business Models and Customer Engagement**
5. **Challenges and Risks**
6. **Outlook: The Road Ahead**

1 Market Resilience Amid Selective Funding

Following the funding contraction of earlier years, capital has stabilised in a more disciplined global environment. Indian tech startup funding reached USD 9.1 billion in 2025, an increase of 23% over the previous year, indicating that investor confidence has been rebuilt on the basis of fundamentals rather than momentum. Approximately 74% of deal activity took place at seed and early stages, reflecting the depth of India's innovation pipeline even as growth-stage capital has become more demanding of demonstrated traction.

2 Ecosystem Maturity: Profitability, Exits, and Global Expansion

Exit pathways have deepened materially. The ecosystem recorded over 140 technology M&A deals in 2025, nearly double the number in 2024, with corporates accounting for approximately 36% of activity as enterprises increasingly acquire capability rather than build it internally. Venture capital in India now prioritises validated business models, clear paths to monetisation, and demonstrated execution capability, and exit readiness is receiving greater institutional attention as a measure of organisational strength rather than merely a precursor to sale.

3 Policy Support and Institutional Enablers

Government policy continues to shape the ecosystem. The Startup India initiative provides regulatory easing, tax incentives, and funding access for early-stage ventures, and state governments have supplemented this with dedicated startup policies, incubation programmes, and funding schemes. A network of incubators, accelerators, and industry associations offers mentorship, seed funding, and market access, and specialising these institutions by lifecycle role, together with post-incubation stewardship, has been identified as a priority for improving progression rates.

4 Innovation in Business Models and Customer Engagement

Indian startups continue to lead in business model innovation, with direct-to-consumer brands, subscription services, and platform marketplaces reshaping traditional industries. Data analytics, AI, and automation are being applied to personalise offerings, optimise customer journeys, and improve retention, while community building and experiential commerce are altering how customers are acquired and held.

5 Challenges and Risks

India's challenge is no longer startup formation but scale conversion. The transition from Seed to pre-Series A remains the most fragile point in the lifecycle. Rather than failing quickly, many startups remain stuck at the same stage for extended periods, pointing to structural gaps in progression rather than a shortage of innovation. Startups typically reach technical readiness well before commercial readiness, and securing early customers has become a greater constraint than attracting talent or building product. Unclear pilot-to-procurement pathways and the absence of transition-stage capital instruments compound this friction.

6 Outlook: The Road Ahead

The priorities for the ecosystem are structured pilot-to-revenue pathways, demand activation mechanisms, and new forms of transition-stage and blended capital to bridge early traction and scalable growth. If prototypes can be systematically converted into paying customers, India will move from being one of the world's largest startup hubs to one of the most globally competitive. For sector-agnostic, long-horizon investors, this recalibrated environment offers more rational entry valuations, higher-quality deal flow, and, with M&A activity at record levels, materially improved pathways to monetisation.

Source: Nasscom-Zinnov, India Tech Start-up Report 2025 (February 2026)

Company Overview

Aeroflex Enterprises Limited (AEL) is a diversified conglomerate with interests spanning knowledge-driven engineering and advanced manufacturing, tech-enabled industrial and utility services, financial services, strategic investments and mergers and acquisitions, as well as a vibrant portfolio of start-up investments. The Company operates through a network of subsidiaries and step-down subsidiaries, curating a portfolio that balances established, cash-generating businesses with strategic investments in high-growth startups and venture capital funds. Listed since 1985, the Group has evolved into a dynamic incubator, taking on new opportunities while maintaining a strong foundation in its core businesses.

AEL is publicly listed on both BSE (since 1985) and NSE (since 2022), with a reputation built on trust, transparency, ethical practice, and consistent stakeholder value creation. Its business model integrates traditional manufacture, including stainless steel flow solutions and flexible bulk packaging, with new-age growth engines, including a fresh entry into data centre liquid-cooling infrastructure, alongside fintech-enabled financial services and investments in disruptive startups across fintech, engineering, SaaS, healthcare, and spacetech. The Company maintains a global footprint, with international offices in five countries and sales touchpoints in over 100 countries, and a workforce of over 2,000 individuals across its businesses as of March 31, 2026.

FY26 was defined by global uncertainty and India's relative resilience, a backdrop against which the Group's operating model delivered its clear proof-point: the divestment of the MRO business to Ingersoll-Rand, a Fortune 500 acquirer, at a ~3x multiple and ~107% XIRR, validating the Group's approach of building and exiting the right businesses at the right time.

Financial Performance

On a consolidated basis, Total Income for FY26 stood at ₹726.10 crore as against ₹606.09 crore in FY25, an increase of 19.80%. EBITDA rose to ₹149.81 crore from ₹129.95 crore, an increase of 15.28%, with the EBITDA margin at 20.63% in FY26 compared with 21.44% in the previous year. Profit after tax was ₹85.33 crore as against ₹80.73 crore and the PAT margin stood at 11.75% compared with 13.32% in FY25. Diluted earnings per share were ₹5.68 as against ₹4.70.

₹726.1 Cr
Total Income

The moderation in the PAT margin is primarily attributable to a higher depreciation and amortisation charge of ₹32.96 crore in FY26 as against ₹15.27 crore in FY25, arising from the substantial capital expenditure undertaken across the Group during the year. Cash PAT, which more closely reflects underlying earnings during a period of heavy investment, was ₹118.29 crore as against ₹96.01 crore, an increase of 23.21%, with the Cash PAT margin improving to 16.29% from 15.84%. Finance costs remained contained at ₹5.26 crore as against ₹5.58 crore in the previous year.

Over the five-year period from FY21 to FY26, consolidated Total Income has grown at a CAGR of 29%, Operating EBITDA at 42%, and Profit before Tax at 55%, and Profit after Tax at 55%.

During the year, the Company declared a dividend of ₹0.40 per share, representing 20% of the face value, underscoring its consistent track record of shareholder returns.

Financial Ratios

Particulars	Formula Used	As at March 31, 2026	As at March 31, 2025	Explanation for change > 25% vs previous year
(a) Current ratio	Current assets / Current liabilities	142.30	168.65	Due to increase in term borrowings and a reduction in cash and cash equivalents .
(b) Debt equity ratio	Total Debt / Shareholders' Equity	0.0018	0.0002	
(c) Debt service coverage ratio	Earnings available for debt service (before taxes) / Debt service	112.68	0.47	Higher earnings available for debt servicing compared to the previous year
(d) Return on equity ratio	Net profit after tax / Average shareholders' equity	3.06%	2.92%	Increase due to improvement in revenue compared to the previous year
(e) Inventory turnover ratio	COGS / Average inventory	–	–	Not applicable
(f) Trade receivables turnover ratio	Net credit sales / Average accounts receivable	0.80	0.38	Due to increase in credit sale and reduction in accounts receivables.
(g) Trade payables turnover ratio	Net credit purchases / Average trade payables	3.65	–	Not comparable — no credit purchases in the previous year
(h) Net capital turnover ratio	Net Sales / Average working capital	0.09	0.15	Due to drastic increase average working capital
(i) Net profit ratio	Net profit / Total income	54.84%	46.82%	Increase due to improved profitability and operational performance compared to the previous year
(j) Return on capital employed	Operating earnings before interest and tax / Average capital employed	2.10%	2.01%	–
(k) Return on investment	Income generated from investment / Time-weighted average investment	–	–	Not calculated — investments in start-ups and subsidiaries are made with a long-term wealth-creation view and are not expected to generate immediate returns

Operational Performance

Flow Solutions: Aeroflex Industries

FY26 marked the Company's entry into skid assemblies and advanced flow control solutions for high-performance liquid cooling, addressing demand from the global data centre and AI infrastructure industries. A long-term contract was signed with a listed United States corporation with a market capitalization of approximately $118.99 billion (as of 30 April 2026)., and the Company presented its flexible flow solutions at Data Center World, Washington. Skid assembly capacity was established at 6,000 units per annum, with plans to scale to 15,000 units by Q2FY27.

Manufacturing capacity for hoses was expanded to 17.5 million metres during the year, enhancing operational scale and execution capability. Investment in automation continued, with two robotic welding lines added and an automatic welding station and annealing plant scheduled for commissioning by December 2026. The core hose and assemblies business recorded steady growth through the year, supported by long-standing global customer relationships and diversified end-user demand across oil and gas, chemicals, pharmaceuticals, and food and beverage.

17.5 Million Metres
Hoses Capacity

Aeroflex Neu

Innovative Packaging: Aeroflex Neu

The packaging business continued its process of consolidation and upgradation, with a focus on operating discipline and product mix rather than volumes alone. Consolidated capacity, including that of subsidiary Fibcorp Polyweave, stood at 9,120 MTPA. Having secured BRC certification, the business is positioned to supply the food, pharma, and beverage grade bulk packaging market, and is directing its efforts toward the high-end FIBC segment where realisations and margins are materially better. Exports accounted for ~67% of revenue during the year, with the business serving over 30 countries and maintaining a domestic presence across 14 states and one union territory.

M.R.ORGANISATION LTD.

Tech-Enabled Utility and Industrial Services: M.R. Organisation

MRO operated as India's largest multi-brand independent provider of after-market, replacement, and turnkey servicing solutions for air compressors, with a portfolio of over 60,000 engineered products covering 35 or more global brands, a service network spanning 64 locations across India, and exports to more than 75 countries. Growth during the year was driven by newly acquired subsidiaries alongside domestic and export demand. Subsequent to the year end, on April 30, 2026, the Company announced the sale of its 68% stake in MRO to Ingersoll-Rand Industrial US, Inc.

AEROFLEX FINANCE

Financial Services: Aeroflex Finance

The Company's wholly owned RBI-registered Type-II non-deposit-taking NBFC scaled its lending operations through the year, serving 33,769 unique borrowers as of March 31, 2026 as against 9,512 a year earlier. Disbursements for FY26 were ₹407.13 crore against ₹226.79 crore in FY25, and collections were ₹385.96 crore against ₹216.23 crore. The loan book stood at ₹44.49 crore as against ₹23.26 crore. Asset quality and returns were maintained through this expansion, with a Net Interest Margin of 22.02%, Return on Assets of 5.82%, Return on Equity of 16.04%, Capital Adequacy Ratio of 33.50%, and Net Non-Performing Assets of 0.00%. Operations continue to be supported by technology partnerships with Vartis Platforms (formerly LenDenClub) and FinAGG for loan origination and lifecycle management.

Startup Investments

The portfolio expanded to 168 investments across more than 35 sectors, with 7 new investments added during FY26. Three exits were realised during the year: PensionBox, at a 1.2x multiple over approximately 3 years; Pee Safe, at a 9.39x multiple over approximately 8 years; and Multiple, at a 9.28x multiple over approximately 3 years. The portfolio continues to be built on a sector-agnostic basis, alongside participation in venture capital funds, with a long-term horizon and diversification as the governing principles.

Risk and Risk Mitigation

The Company's risk management policy focuses on identifying and assessing risks across all operational areas in line with organisational objectives, with ongoing monitoring of risk responses across strategic, operational, financial, and compliance dimensions.

Significant uncertainties persist, including geopolitical tension, the West Asia conflict, trade and tariff disputes, inflationary pressure, energy market volatility, commodity price movements, and currency fluctuation. The Company tracks domestic and international markets relevant to its products and raw materials, alongside global socio-economic trends. While the Board is confident that no risks threaten the Company's continued existence, it remains vigilant in identifying and mitigating typical business risks.

R1 Safety Risk

Our manufacturing operations are subject to stringent safety regulations that protect business continuity and reputation. Non-compliance, particularly with standards concerning process and workforce safety, can have serious repercussions.

At Aeroflex Group, we have established a strong governance framework for safety, health, environment, and sustainability, featuring regular multi-level reviews. To cultivate a culture of safety excellence, we have introduced comprehensive protocols for machinery operation, regular inspections of tools and equipment, ongoing training and awareness programmes, and routine medical check-ups for our employees.

R2 Regulatory Risk

Our operations are governed by a wide range of regulations covering the environment, climate change, trade, competition, and taxation, as well as the RBI framework applicable to our lending business. Non-compliance can affect operational performance and damage reputation, and the evolving nature of these frameworks adds to the complexity of compliance.

At AEL, we are committed to full compliance with all relevant laws and regulations. We ensure our teams are well-informed about regulatory changes and take proactive steps to prevent non-compliance across every jurisdiction in which we operate.

R3 Commodity Fluctuation Risk

Our performance is closely linked to a range of industries, making it susceptible to shifts in global and domestic demand-supply dynamics. Movements in stainless steel, polypropylene, and other input prices directly affect results, and the energy price shock during the year added to this volatility.

To address commodity price inflation and protect profitability, we have implemented structured cost-reduction initiatives over recent years. We nonetheless remain committed to production stability and do not compromise operational continuity in pursuit of lower input costs.

R4 Supply Chain Risk

Our supply chain is exposed to physical and environmental damage, trade restrictions arising from geopolitical tension, and supply disruption. Infrastructure constraints across rail, road, and port facilities, together with dependence on external partners, can also disrupt operations.

To counter these risks, we focus on strengthening supply chain resilience and ensuring efficient delivery to market. We work closely with suppliers to set inventory standards, maintain safety stocks, and explore localisation and alternative sourcing. We also reinforce partnerships with key suppliers, seek substitutes, employ hedging strategies to manage volatility, and implement measured price adjustments to offset cost increases.

R5 Credit Risk

Volatility in financial markets and changes in interest rates can affect our ability to service debt. We are also exposed to currency risk from substantial import and export activity, and, through our lending business, to counterparty credit risk.

We adopt a comprehensive market analysis approach covering foreign exchange, interest rate, and credit risks, seeking to create a stable business planning environment, improve earnings predictability through proactive financial assessment, and mitigate foreign exchange risk through natural hedging, drawing on our balanced foreign currency inflows and outflows.

R6 Investment Risk

Investing in startups within disruptive sectors carries the risk of capital loss, and private market holdings can be illiquid and slow to realise.

To address this, we have established clear investment objectives and maintain a diversified portfolio across sectors and stages to spread risk. Supported by an experienced internal team, we draw on our expertise to make informed investment decisions, deploying capital in stages with a long-term horizon rather than seeking near-term returns.

Internal Control Systems and Their Adequacy

The Company places strong emphasis on maintaining a comprehensive internal control system to safeguard its assets against unauthorised use or disposal. All transactions are carefully authorised, accurately recorded, and properly reported, ensuring a high level of transparency and accountability throughout the organisation. Through this control framework, the Company ensures optimal resource utilisation, smooth operational processes, continuous monitoring, and strict compliance with applicable laws and regulations. The system is commensurate with the size, scale, and complexity of the Company's operations. The auditors have confirmed their satisfaction with the adequacy and effectiveness of the Company's internal controls, reflecting the Company's commitment to rigorous financial and operational standards.

Human Resources Development and Industrial Relations

At Aeroflex Group, considerable emphasis is placed on the role of human resources in the Company's achievements. Ongoing initiatives are directed toward employee engagement, skill enhancement, and knowledge development across the workforce. The Company has invested in building its employer brand in order to attract and retain talent, and maintains cordial and collaborative relations with employees at every level. As of March 31, 2026, the Group's workforce totals over 2,000 individuals, including permanent and contractual employees, across its businesses. The Group regards its human capital as a key driver of sustained performance and remains committed to developing its people as part of its long-term strategy.

Corporate Social Responsibility

Aeroflex views Corporate Social Responsibility as a core expression of its values as a responsible listed company. The Company administers its CSR activities through the SAT Foundation, the Aeroflex Group's CSR arm. The Company fully discharged its CSR obligation for FY26 with no amount remaining unspent. Key initiatives undertaken during the year included nutritional support for abandoned and rescued children through Bal Asha Trust, distribution of school kits and educational supplies to tribal children in Vangao, provision of daily essentials to children in need through St. Anthony Home, and continued support for the reconstruction of Ashadham, a care facility for the elderly and differently challenged.

Cautionary Statement

This document contains forward-looking statements regarding anticipated future events, financial outcomes, and operational performance of Aeroflex Enterprises Limited. Actual results could differ materially from those expressed or implied. Important factors that could cause a difference include economic conditions affecting demand and supply, price conditions in domestic and international markets, changes in government regulations and tax regimes, raw material and energy costs, exchange rate movements, geopolitical developments, and other incidental factors. The Company assumes no responsibility to publicly amend, modify, or revise any forward-looking statements on the basis of subsequent developments, information, or events.

Corporate Information

BOARD MEMBERS

Mrs. Shehnaz D Ali
Whole-time Director

Mr. Harikant Ganeshlal Turgalia
Whole-time Director & Chief financial Officer

Mr. Asad Daud
Non-Executive Director

Mr. Parthasarathi Sarkar
Non-Executive Independent Director

Mr. Arpit Khandelwal
Non-Executive Independent Director

Mrs. Uma Manoj Mandavgane
Non-Executive Independent Director

KEY MANAGERIAL PERSONNEL

Mr. Harikant Ganeshlal Turgalia
Chief Financial Officer

Ms. Alka Premkumar Gupta
Company Secretary & Compliance Officer

AUDIT COMMITTEE

Mr. Parthasarathi Sarkar
Chairman

Mr. Harikant Turgalia
Member

Mr. Arpit Khandelwal
Member

NOMINATION, REMUNERATION & COMPENSATION COMMITTEE

Mr. Arpit Khandelwal
Chairman

Mr. Parthasarathi Sarkar
Member

Mr. Asad Daud
Member

STAKEHOLDER GRIEVANCE COMMITTEE

Mr. Arpit Khandelwal
Chairman

Mr. Harikant Turgalia
Member

Mr. Asad Daud
Member

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Mr. Parthasarathi Sarkar
Chairman

Mr. Harikant Turgalia
Member

Mr. Arpit Khandelwal
Member

AUDITORS

Statutory Auditors
M/s. Ajay Paliwal & Company, Chartered Accountants

Internal Auditors
M/s. S S N & Co., Chartered Accountants

Secretarial Auditors
M/s. G H V & Co, Practicing Company Secretaries

Registered Office Address
53, C-Wing, Mittal Tower, Nariman Point, Mumbai, Mumbai, Maharashtra, India, 400021

BANKERS

Kotak Mahindra Bank Limited

HDFC Bank Limited

RBL Bank Limited

Board's Report

To,
The Members,
Aeroflex Enterprises Limited
(Formerly known as SAT Industries Limited)

The Board of Directors ("the Board") is pleased to present the Forty-First (41st) Annual Report of the Company, detailing the Business Performance and Operations, together with the Audited Financial Statements for the financial year ended March 31, 2026.

1. FINANCIAL SUMMARY AND HIGHLIGHTS:

The Company's Financial Performance, both Standalone and Consolidated, for the year ended March 31, 2026, is summarized below:

(₹ in Lakhs, except EPS data)

Particulars	Standalone		Consolidated	
	FY 2025-26	FY 2024-25	FY 2025-26	FY 2024-25
Total Revenue	2,010.97	2,192.43	72,609.77	60,608.75
Profit before tax, depreciation, exceptional items and interest	1,198.48	1,658.95	14,980.67	12,995.35
Less: Interest	3.61	71.79	525.56	558.31
Less: Depreciation	36.79	41.67	3,295.78	1,527.32
Profit before Tax and Exceptional Items	1,158.08	1,545.49	11,159.33	10,909.72
Less: Exceptional Items Diminishing in value of Investment	42.47	Nil	(95.67)	(12.81)
Profit before Tax	**1,115.61**	**1,545.49**	**11,063.66**	**10,896.91**
Less: Provisions for tax:				
Current Tax	210.44	449.68	2,792.92	2,692.01
Deferred Tax (Assets)/Liability	(167.41)	51.17	(250.54)	123.84
Taxation of Earlier Year	(30.28)	18.07	(11.84)	7.87
Profit after tax	**1,102.86**	**1,026.57**	**8,533.12**	**8,073.19**
Earnings per equity share:				
Basic	0.98	0.91	5.68	4.70
Diluted	0.97	0.91	5.68	4.70

2. FINANCIAL PERFORMANCE AND THE STATE OF COMPANY'S AFFAIRS:

Your Company, through its group Companies operates across a diversified portfolio of businesses, underscoring its commitment to innovation, sustainability and long-term value creation. The Group's operations encompass advanced manufacturing and stainless-steel solutions, complemented by sustainable packaging initiatives that align with global environmental objectives. Through its subsidiaries, the Company also delivers smart utility services designed to enhance operational efficiency and reliability, while offering a comprehensive range of financial services to address diverse stakeholder requirements. In addition, the Group engages in international trade to strengthen its global market presence and actively invests in startups, fostering innovation initiatives that support emerging ventures and new technologies.

The Company's strategic priorities are further reinforced through global partnerships, targeted investments and mergers & acquisitions that expand the Group's portfolio and drive sustainable growth. Collectively, these initiatives reflect the Company's vision of creating enduring stakeholder value while contributing meaningfully to broader economic development and environmental progress.

Through its broad spectrum of businesses, the Company continues to balance stability with innovation, ensuring resilience in a dynamic environment while creating sustained value for both shareholders and stakeholders.

Consolidated Financial Performance of your Company:

Your Company has during the FY 2025-26 achieved consolidated revenue of ₹72,609.77 lakhs, marking an increase from ₹60,608.75 lakhs in the corresponding previous financial year.

The consolidated net profit for FY 2025-26 stood at ₹8,533.12 lakhs, compared to ₹8,073.19 lakhs in the previous financial year, underscoring robust operational performance and a sustained focus on cost efficiencies.

Earnings per share stood at ₹5.68, both on a basic and diluted basis, calculated on a face value of ₹2 each.

With your Company's strong top-line growth and enhanced profitability, the results underscore resilience and operational efficiency across the portfolio.

Standalone Financial Performance of your Company:

Your Company has recorded a standalone total revenue to the tune of ₹2,010.97 lakhs during the FY 2025-26 as compared to ₹2,192.43 lakhs in the corresponding previous financial year.

The standalone net profit for the year stood at ₹1,102.86 lakhs, as compared to ₹1,026.57 lakhs in the previous financial year, reflecting strong operational performance and continued focus on cost efficiencies.

Earnings per share were ₹0.98 (basic) and ₹0.97 (diluted), calculated on a face value of ₹2 each.

Even with slightly lower revenue, your Company earned higher profit due to better cost control and efficient operations.

3. CHANGES IN THE NATURE OF BUSINESS OF THE COMPANY:

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

4. MATERIAL CHANGES AND COMMITMENT AFFECTING THE FINANCIAL POSITION:

Subsequent to the close of the financial year under review, the Company completed the disinvestment of its entire stake in M.R. Organisation Limited, which was the material unlisted subsidiary of the Company during FY 2025–26. Consequently, M.R. Organisation Limited has ceased to be a subsidiary of the Company and is no longer associated with it.

Save as aforesaid, there have been no other material changes or commitments affecting the financial position of the Company that have occurred between the end of the financial year to which these financial statements relate and the date of this Report.

5. CONSOLIDATED FINANCIAL STATEMENT:

Pursuant to the provisions of Section 129(3) of the Companies Act, 2013 read with Rule 6 of the Companies (Accounts) Rules, 2014, the Consolidated Financial Statements of the Company have been prepared in accordance with the Indian Accounting Standards ("Ind AS") prescribed under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time.

The Audited Consolidated Financial Statements, together with the Independent Auditors' Report thereon, form an integral part of this Annual Report and are presented along with the Standalone Financial Statements of the Company.

The Board of Directors confirms that the Consolidated Financial Statements present a true and fair view of the consolidated financial position, performance and cash flows of the Company and its Subsidiaries for the financial year ended March 31, 2026.

6. PUBLIC DEPOSITS:

The Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 and the rules made thereunder. Accordingly, no amount of principal or interest was outstanding as on the Balance Sheet date and there were no deposits in violation of the requirements prescribed under Chapter V of the Companies Act, 2013.

7. PARTICULARS OF LOANS, INVESTMENT, GUARANTEES AND SECURITIES:

In accordance with the provisions of Section 186 of the Companies Act, 2013, details of loans granted, investments made, guarantees provided and securities offered, along with the purpose for which such loans, guarantees or securities have been or are proposed to be utilized by the recipients, are disclosed in the Notes to the financial statements, which form part of this Annual Report.

8. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES:

Your Company operates through its group companies, each contributing strategically to the diversified portfolio. As on March 31, 2026, the Company had following Subsidiary Companies:

Sr. No.	Name of the Subsidiary	Status	Business
1.	Aeroflex Industries Limited	Material Subsidiary	Aeroflex Industries Limited is a trusted manufacturer of metallic flexible flow solutions, serving industries like oil and gas, aerospace, petrochemicals, renewable energy and electric mobility. Known for quality and reliability, the company further strengthens its offerings with advanced cooling center technologies, including the development of liquid cooling solutions for Data Centres and AI infrastructure applications, ensuring efficient thermal management and high performance across demanding environments.
2.	Aeroflex Neu Limited *(Formerly known as Sah Polymers Limited)*	Material Subsidiary	Aeroflex Neu Limited, based in Udaipur, Rajasthan, is a premier manufacturer and exporter of PP Woven Bags in India. The company specializes in producing PP Woven Bags, HDPE Box Bags, Flexible Intermediate Bulk Containers (FIBCs) and BOPP Bags. Renowned for its quality and reliability, Aeroflex Neu Limited stands among the leading exporters of woven bags, fabrics, and box bags worldwide.
3.	Aeroflex Finance Private Limited	Wholly Owned Subsidiary	Aeroflex Finance Private Limited is a Non-Banking Financial Company (NBFC) dedicated to delivering a comprehensive range of financial services for individuals, businesses and institutions. Positioned as a vital subsidiary, the NBFC division bridges the gap between conventional banking and specialized financial needs. Its focus lies in providing tailored financial solutions for small businesses, entrepreneurs, and individuals, while also offering consumer loans, education loans (covering primary, secondary, higher education and skill development), as well as loans to corporations and firms.
4.	Italica Global FZC, UAE	Wholly Owned Subsidiary	Italica Global FZC, headquartered in the UAE, operates in the field of general trading with a strong focus on import and export activities. The company is engaged in facilitating diverse trade opportunities, connecting markets and businesses across regions through its expertise in international commerce.
5.	* M.R. Organisation Limited	Material Subsidiary	MRO, previously a subsidiary of the Company, continues to operate independently as an ISO-certified export house with its headquarters, manufacturing facility and air-end rebuilding workshop located in Ahmedabad, Gujarat. The entity also maintains office-cum-warehouse facilities in the USA, Belgium, and the UK to support its international operations. Following the Company's disinvestment, MRO is no longer a subsidiary and has no ongoing association with the Company.

**Ceased to be the Subsidiary of the Company w.e.f. 30th April, 2026 pursuant to disinvestment.*

There has been no material change in business of the Subsidiaries.

A Statement containing the salient features of the financial performance of the subsidiary Companies pursuant to Section 129 of the Companies Act, 2013 read with the Rule 5 of the Companies (Accounts) Rules, 2014, are given in **Annexure – "A"** in Form No. AOC-1 and the same forms part of this Annual Report.

During the financial year ended March 31, 2026, there were no Associates or Joint Venture Companies within the meaning of Section 2(6) of the Companies Act, 2013 ("the Act"). Accordingly, the disclosure requirements relating to Associate Companies and Joint Ventures are not applicable to the Company for the year under review.

9. MATERIAL SUBSIDIARY:

In accordance with the criteria set out under Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company has adopted a policy for determining material subsidiaries, which is available on its website at https://aeroflexgroup.in/wp-content/uploads/2023/03/Material-Subsidiaries-Policy.pdf.

10. PARTICULARS OF EMPLOYEES AND REMUNERATION:

The information required under Section 197 of the Act, read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, relating to percentage increase in remuneration, ratio of remuneration of each Director and Key Managerial Personnel to the median of employees' remuneration are provided in **Annexure - "B"** of this report.

As per Section 136(1) of the Companies Act 2013, the Annual Report is being sent to the shareholders and others entitled thereto, after excluding the disclosure on remuneration of employees as required u/s 197(12), read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, which is available for inspection by the shareholders at the Registered Office of your Company during business hours. If any shareholder is interested in obtaining a copy thereof such shareholder may write to the Company Secretary in this regard.

11. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

All contracts, arrangements and transactions entered into by the Company with related parties during the financial year under review were in the ordinary course of business and on an arm's length basis and were in compliance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Audit Committee reviews the Related Party Transactions on a periodic basis.

The Company has formulated a policy on dealing with Related Party Transactions. The same is available on the Company's website at https://aeroflexgroup.in/wp-content/uploads/2026/05/Policy-on-Materiality-of-and-Dealing-with-Related-Party-Transactions.pdf.

Details of all transactions with related parties are disclosed in the accompanying Standalone Financial Statements in Note No. 32, which provides the related party disclosures in accordance with Ind AS 24.

Since all Related Party Transactions entered into by the Company during the year were in the ordinary course of business and on an arm's length basis, the disclosure of particulars of contracts or arrangements with related parties in Form AOC-2, as prescribed under Section 134(3)(h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014, is not applicable to the Company.

12. TRANSFER TO RESERVES:

No amount has been transferred to any reserve during FY 2025–26.

13. DIVIDEND:

Your Board has, on the basis of the Company's performance, recommended a dividend of Re. 0.40 (Forty paisa) per Equity Share of face value ₹2/- each (i.e. at the rate of 20%) for the FY 2025-26, subject to the approval of the Members.

Further, in accordance with the Finance Act, 2020, as amended from time to time, dividend income is taxable in the hands of the Members. Accordingly, the Company is required to deduct tax at source on dividend payments to Members at the rates prescribed under the Income Tax Act, 1961.

14. INVESTOR AWARENESS – SAKSHAM NIVESHAK CAMPAIGN:

The Ministry of Corporate Affairs (MCA), through the Investor Education and Protection Fund Authority (IEPFA), has launched Saksham Niveshak, a 100-day campaign focused on strengthening investor awareness and protection. The initiative encourages shareholders to update their KYC details, claim any unpaid or unclaimed dividends and take timely action to prevent the transfer of their shares and funds to IEPF.

Your Company fully supports this campaign and urges all shareholders to actively participate by ensuring compliance with the prescribed requirements. This will safeguard their investments and ensure uninterrupted access to dividends and entitlements. Detailed guidance is available on the Company's website at https://aeroflexgroup.in/investor-relations/#saksham-niveshak.

15. SHARE CAPITAL:

During the year under review, there was no change in the Authorized and Paid-up share capital of your Company. Authorized Capital of the Company stands at ₹29,00,00,000/- (Twenty-Nine Crores Only) divided into 14,50,00,000 equity shares of ₹2/- each and the total Issued, Subscribed and Paid-up capital of the Company stands at ₹22,61,70,000/- (Twenty-Two Crores Sixty-One Lakh Seventy Thousand Only) divided into 11,30,85,000 equity shares of ₹2/- each.

The above equity shares are listed on BSE Limited and National Stock Exchange of India Limited.

The Company does not have any equity shares with differential rights and hence disclosures as required in Rule 4(4) of the Companies (Share Capital and Debentures) Rules, 2014 are not required. The Company has not issued any sweat equity during the year under review.

16. DETAILS OF EMPLOYEE STOCK OPTIONS:

The Company has implemented SIL Employees Stock Option Plan, 2024 ("the Scheme") for the eligible employees of the Company, pursuant to the Special

Resolution passed by the members at the 39th Annual General Meeting of the Company held on July 19, 2024.

During the year under review, your Company has granted 2,64,000 Employee Stock Options to its eligible employees as determined by the Nomination, Remuneration and Compensation Committee, in line with the approved vesting schedule. These options are convertible into fully paid-up equity shares of ₹2/- each, subject to the terms of the Plan and applicable laws and regulations.

17. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

As on 31st March 2026, the Board comprised of 6 (Six) Directors including 3 (Three) Independent Directors. The composition reflects an appropriate balance of Executive and Non-Executive members, along with one Independent Woman Director. This structure is in full compliance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and is aligned with the highest standards of Corporate Governance.

During the year under review, there were no changes in the composition of the Company's Board of Directors.

Retirement by Rotation:

In accordance with the provisions of Section 152 of the Companies Act, 2013 read with Companies (Management & Administration) Rules, 2014 and Articles of Association of the Company, Mr. Harikant Ganeshlal Turgalia (DIN: 00049544), Director of the Company, retires by rotation at the ensuing Annual General Meeting of the Company and being eligible, has offered himself for re-appointment.

Based on the recommendation of the Nomination, Remuneration and Compensation Committee and taking into account his experience, expertise and significant contributions to the Company, the Board recommends his re-appointment for the approval of the Members at the ensuing Annual General Meeting.

Key Managerial Personnel (KMP):

As on the date of this report, following are the KMPs of your Company as per Sections 2(51) and 203 of the Act:

- Mr. Harikant Ganeshlal Turgalia, CFO & Whole-time Director
- Mrs. Shehnaz D. Ali, Whole-time Director
- Ms. Alka Premkumar Gupta, Company Secretary & Compliance Officer

During the year under review, there was no change in the KMPs of your Company.

18. DECLARATION FROM INDEPENDENT DIRECTORS:

Your Company has received declarations from all the Independent Directors of your Company confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Act and Regulation 16(1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and there has been no change in the circumstances which may affect their status as an Independent Director. The Independent Directors have also given declaration of compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to their name appearing in the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

Based on the declarations received from the Independent Directors and after undertaking due assessment of the veracity of the same, the Board is of the opinion, that all the Independent Directors possess the requisite qualifications, expertise, experience, proficiency and integrity and fulfil the conditions specified under the Act and the Rules made thereunder as well as the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Board is satisfied that the Independent Directors are independent of the management.

19. COMMITTEES OF THE BOARD:

As mandated under the Companies Act 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has constituted various statutory committees to oversee its business operations and governance practices.

As on March 31, 2026, the Board has constituted the following committees:

- Audit Committee
- Nomination Remuneration & Compensation Committee
- Stakeholder Grievance Committee
- Corporate Social Responsibility Committee

In addition to the aforesaid Committees, the Company has also constituted Banking, Finance and Investment Committee to facilitate efficient dealings with banks and financial institutions.

Details of all the committees such as terms of reference, composition and meetings held during the year under review are disclosed in the Corporate Governance Report, which forms part of this Annual Report.

20. NUMBER OF MEETINGS OF THE BOARD:

During the year under review, the Board convened 8 (Eight) meetings in compliance with the requirements of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the interval between any two meetings did not exceed 120 days. Detailed information on Board meetings and Directors' attendance is provided in the Corporate Governance Report, which forms part of this Annual Report.

21. BOARD EVALUATION:

Pursuant to the provisions of Section 134(3)(p) of the Companies Act, 2013, the applicable Rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Nomination Remuneration and Compensation Committee has laid down the criteria and framework for carrying out the annual performance evaluation of the Board of Directors, its Committees, Individual Directors and Independent Directors.

The annual performance evaluation was conducted through a structured questionnaire covering various aspects of the functioning of the Board and its Committees, including the composition of the Board, diversity of skills and experience, effectiveness of Board processes, quality and timeliness of information flow, strategic oversight, governance practices, participation in discussions, decision-making processes and overall Board effectiveness. The evaluation framework also included specific criteria for assessing the performance and contribution of Individual Directors.

All the Directors participated in the evaluation process and provided their feedback through the prescribed evaluation mechanism. The performance of the Board, its Committees and Individual Directors was evaluated based on the responses received.

In accordance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate meeting of the Independent Directors was held on March 25, 2026, wherein the performance of the Non-Independent Directors and the Board as a whole was reviewed. The Independent Directors also assessed the quality, quantity and timeliness of the flow of information between the management and the Board, which is necessary for the Board to effectively and reasonably perform its duties.

The performance of each Independent Director was evaluated by the entire Board, excluding the Director being evaluated, taking into account factors such as attendance, participation and contribution at Board and Committee meetings, exercise of independent judgment, safeguarding the interests of stakeholders and contribution towards strengthening corporate governance practices within the Company.

The Nomination Remuneration and Compensation Committee reviewed the evaluation process and its outcomes and was satisfied that the evaluation framework remained objective, comprehensive and effective.

The Board reviewed the outcome of the evaluation process and noted with satisfaction the overall effectiveness of the Board, its Committees and Individual Directors. No material concerns or adverse observations were identified during the evaluation process. The suggestions and feedback received, wherever applicable, were discussed by the Board and will be considered for further strengthening the governance framework and enhancing Board effectiveness.

22. FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS:

Pursuant to Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Schedule IV of the Companies Act, the Company has established a Familiarization Program for its Independent Directors. This program is designed to acquaint them with the Company's operations, governance framework, business model and their specific roles and responsibilities. Through structured sessions and the provision of relevant information, Independent Directors are enabled to gain a comprehensive understanding of the Company's affairs and thereby contribute effectively to the deliberations of the Board and its Committees.

During the year under review, your Company organized one such program for all the Independent Directors of the Company on Wednesday, March 25, 2026.

Details of the Familiarization Program for Independent Directors are also made available on the Company's website at https://aeroflexgroup.in/investor-relations/#familiarisation-program-to-independent-directors.

23. POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION:

In accordance with the provision of Section 178(3) of the Act, your Company has framed a policy on Directors' appointment and remuneration and other matters ("Remuneration Policy") which is available on the website of your Company at https://aeroflexgroup.in/wp-content/uploads/2024/06/Nomination-and-Remuneration-Policy.pdf.

The Remuneration Policy governing the selection of Directors and determination of their independence outlines the guiding principles for the Nomination Remuneration & Compensation Committee in identifying individuals qualified to serve as Directors. The Company's Remuneration Policy is designed to reward performance, based on a review of achievements and is aligned with prevailing industry practices.

We affirm that the remuneration / sitting fees paid to the Directors/Independent Directors are fully in accordance with the terms and principles laid out in the Company's Remuneration Policy.

24. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 134(5) of the Act, the Board, to the best of their knowledge and based on the information and explanations received from the management of your Company, confirm that:

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

b) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year 31st March, 2026 and of the profit and loss of the company for the financial year ended 31st March, 2026;

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

d) the Directors have prepared the annual accounts/ financial statements on a going concern basis;

e) the Directors have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and

f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

25. INTERNAL FINANCIAL CONTROLS SYSTEMS AND ITS ADEQUACY:

The Company has established internal financial controls system that is both adequate and commensurate with the nature, size and complexity of the Company's Business operations. These controls are designed to ensure reliability in financial reporting, compliance with applicable accounting principles and the safeguarding of assets.

The framework includes documented policies and procedures to promote orderly and efficient conduct of business, prevent and detect frauds and errors and ensure accuracy and completeness of accounting records.

Periodic reviews are undertaken to evaluate the effectiveness of these controls and the Board affirms that the internal financial controls are operating effectively and provide reasonable assurance of sound governance.

26. RISK MANAGEMENT:

The Company has implemented a robust Risk Management framework to ensure effective identification, assessment, monitoring and mitigation of diverse risks inherent in its operations. The framework provides a structured approach for managing risks across business and operational areas.

The Risk Management framework encompasses risk identification, risk mapping, trend analysis, assessment of risk exposure, evaluation of potential impact and implementation of appropriate risk mitigation measures. The Company undertakes periodic review of key risks and mitigation strategies to ensure effective management of business and operational risks.

As on March 31, 2026, your Company is not required to constitute a Risk Management Committee in terms of Regulation 21 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

27. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Management Discussion and Analysis Report for the financial year under review, as required under Regulation 34 read with Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is presented in a separate section, forming part of the Annual Report.

28. CORPORATE GOVERNANCE:

The Company is committed to maintaining the highest standards of governance and has adopted several exemplary practices in this regard. The Report on Corporate Governance, together with a certificate from a Practicing Company Secretary confirming compliance with the requirements of Corporate Governance under Regulation 34(3) read with Para C of Schedule V of the Listing Regulations, is presented in a separate section of this Annual Report as the Corporate Governance Report.

29. ANNUAL RETURN:

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, the Annual Return of the Company as on March 31, 2026 is available on the Company's website and can be accessed at https://aeroflexgroup.in/wp-content/uploads/2026/08/Annual-Return-2025-26.pdf.

30. AUDITORS:

Statutory Auditor

In accordance with the provisions of Section 139 of the Companies Act, 2013, M/s. Ajay Paliwal & Company, Chartered Accountants (FRN: 012345C), was appointed as the Statutory Auditors of the Company for a term of five (5) consecutive years commencing from the conclusion of the 37th AGM till the conclusion of the 42nd AGM to be held in the year 2027. The Statutory Auditor has confirmed that they are not disqualified to continue as Statutory Auditors and are eligible to hold office as Statutory Auditors of your Company.

Statutory Auditors have expressed their unmodified opinion on the Financial Statements (Standalone and Consolidated) for the Financial Year ended March 31, 2026 and their reports do not contain any qualifications, reservations, adverse remarks or disclaimers.

The Notes to the financial statements referred in the Auditors' Report are self-explanatory.

Secretarial Auditor

Pursuant to section 204 of the Act, read with the rule made thereunder and Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, M/s. G H V & Co, Practicing Company Secretaries (CP No. 11663) and Peer Review No. 2495/2022 were appointed as Secretarial Auditors of the Company for a term of 5 (Five) consecutive years from FY 2025-26 till FY 2029-30. M/s. G H V & Co have confirmed that they are not disqualified to continue as a Secretarial Auditors and are eligible to hold office as Secretarial Auditors of your Company.

The Secretarial Auditors Report for the year under review is provided as **Annexure - "C"** of this report.

A Secretarial Compliance Report for the financial year ended March 31, 2026, on compliance with all applicable SEBI Regulations and circulars/guidelines issued thereunder, pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, has obtained from M/s. G H V & Co (CP No. 11663), Practicing Company Secretaries, Secretarial Auditor of the Company.

Internal Auditor

The Board of Directors of the Company has appointed M/s. S S N & Co. Chartered Accountants (FRN: 024352N) as the Internal Auditor of the Company for FY 2025 - 26. The Internal Auditors undertake periodic review of the Company's internal control systems, processes, risk management framework and compliance mechanisms. The quarterly reports submitted by the Internal Auditors are placed before the Audit Committee for its review, deliberation and necessary guidance/action.

Cost Audit & Cost Records

Pursuant to Section 148 of the Companies Act, 2013 read with Companies (Cost Records and Audit) Amendment Rules, 2014, maintenance of cost records and requirement of cost audit are not applicable for the business activities carried out by the Company.

31. CEO/CFO CERTIFICATE:

The Certifications required as stipulated under Regulation 17(8) and in terms of Part B, Schedule II of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, from Mrs. Shehnaz D. Ali, Whole-time Director and Mr. Harikant Ganeshlal Turgalia, Whole-time Director & Chief Financial Officer of the Company for the Financial Year 2025-2026 is annexed as **Annexure - "D"**.

32. CORPORATE SOCIAL RESPONSIBILITY ("CSR"):

The Company remains committed to fulfilling its CSR obligations by supporting projects and initiatives that contribute to social and community development, in alignment with its CSR Policy and the provisions of the Companies Act, 2013 and are directed towards the projects specified under Schedule VII of the Act.

The Board of Directors has approved the Corporate Social Responsibility (CSR) Policy of the Company, as formulated and recommended by the CSR Committee. The Policy is available on the Company's website for public reference at https://aeroflexgroup.in/wp-content/uploads/2023/05/CSR-Policy.pdf.

The brief outline of the Corporate Social Responsibility (CSR) Policy of your company along with the initiative taken by it are set out in **Annexure - "E"** of this report in the format prescribed under Section 134 and 135 of the Companies Act, 2013 read with Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 (as amended) and Rule 9 of the Companies (Accounts) Rules, 2014.

33. SECRETARIAL STANDARDS:

Your Company has complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI) on Meetings of Board of Directors (SS-1) and General Meetings (SS-2) under Section 118(10) of the Companies Act, 2013, during the financial year under review.

34. REPORTING OF FRAUDS BY AUDITORS:

During the year under review, neither the Statutory Auditors, the Cost Auditor nor the Secretarial Auditors of the Company have reported any instances of fraud committed by the Company's officers or employees that are required to be disclosed to the Audit Committee under Section 143(12) of the Act.

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

Your Company is firmly committed to maintaining a harassment-free workplace and enforces a zero-tolerance approach toward sexual harassment. To safeguard all of its employees (permanent, contractual, temporary, trainees), the Company has implemented a Policy on Prevention, Prohibition, and Redressal of Sexual Harassment, ensuring that all individuals are protected and that complaints are addressed promptly and effectively.

The policy is supported by duly constituted Internal Committees in accordance with the provision relating to the constitution of Internal Complaints Committees under POSH, 2013, ensuring confidentiality, impartiality, fairness and timely resolution of complaints in accordance with applicable laws and internal governance standards.

During the year under review, your Company has not received any complaint pertaining to sexual harassment.

36. COMPLIANCE WITH THE MATERNITY BENEFIT ACT, 1961:

The Company has complied with the provisions of the Maternity Benefit Act, 1961, including all applicable amendments and rules framed thereunder. The Company is committed to providing a safe, inclusive and supportive workplace and ensuring that eligible employees are provided maternity benefits in accordance with the applicable statutory requirements.

37. VIGIL MECHANISM:

The Company has established a Vigil Mechanism / Whistle Blower Policy in accordance with the provisions of Section 177(9) and (10) of the Companies Act, 2013, Regulation 22 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Regulation 9A of the SEBI (Prohibition of Insider Trading) Regulations, 2015.

The vigil mechanism of your Company provides for adequate safeguards against victimization of whistle blowers who avail of the mechanism and also provides for direct access to the Chairman of the Audit Committee in exceptional cases.

No person has been denied access to the Chairman of the Audit Committee.

The details of the Whistle Blower Policy is available on the website of the Company and can be accessed at https://aeroflexgroup.in/wp-content/uploads/2023/03/WHISTLE-BLOWER-AND-VIGIL-MECHANISM-POLICY.pdf.

During the year under review there were no cases received by the Company under the said mechanism.

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

Your Company is not engaged in energy-intensive operations, therefore there are no significant particulars to be reported with respect to conservation of energy and technology absorption. However, the Company recognizes the importance of sustainable business practices and remains committed to the efficient utilization of resources. It continues to adopt prudent operational practices aimed at minimizing wastage, optimizing resource utilization and promoting environmental responsibility wherever feasible.

During the financial year under review, there were no foreign exchange earnings or outgo for the Company.

Accordingly, the particulars relating to conservation of energy, technology absorption and foreign exchange earnings and outgo, as prescribed under the applicable provisions of the Companies Act, 2013 and the rules made thereunder, are not applicable to the Company, considering the nature and scale of its business activities.

39. GENDER-WISE COMPOSITION OF EMPLOYEES

Your Company acknowledges and values the significance diversity, equity and inclusion and providing equal opportunities to all employees. The gender-wise composition of employees as on March 31, 2026, is as follows:

Sr. No.	Particulars	No. of Employees
1.	Male Employees	11
2.	Female Employees	8
3.	Transgender Employees	Nil

The Company is dedicated to nurturing a workplace culture that is inclusive, equitable and merit driven.

40. GENERAL:

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

a) Issue of equity shares with differential rights as to dividend, voting or otherwise.

b) None of the Whole-time Directors of the Company receive any remuneration or commission from any of its subsidiaries.

c) No application was filed under the Insolvency and Bankruptcy Code, 2016.

d) No significant and material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

e) No instance of one-time settlement with any Bank or Financial Institution.

41. ACKNOWLEDGEMENT:

The Board of Directors places on record its sincere appreciation and gratitude to the Company's employees, customers, vendors, investors and other stakeholders for their continued support, trust and contribution towards the growth and success of the Company.

The Board also acknowledges the valuable support and co-operation extended by the Government of India, various State Governments, regulatory authorities, government departments and agencies.

For and on behalf of Board of Directors of
AEROFLEX ENTERPRISES LIMITED

Harikant Ganeshlal Turgalia
Whole-time Director & CFO
DIN: 00049544

Shehnaz D. Ali
Whole-time Director
DIN: 00185452

Date: August 11, 2026
Place: Mumbai

ANNEXURE – "A"

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

PART "A": SUBSIDIARIES

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

Sr.No.	Particulars	Details				
1.	Name of the subsidiary	Aeroflex Neu Limited (Formerly known as Sah Polymers Limited)	Aeroflex Industries Limited	Aeroflex Finance Private Limited	Italica Global FZC, UAE	M.R. Organisation Limited*
2.	Date of becoming subsidiary of the Company or the date of its acquisition	July 1, 2015	April 2, 2018	June 24, 2016	June 1, 2017	July 30, 2024
3.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	NA	N.A.	NA	NA	NA
4.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	NA	NA	NA	AED Exch Rate 1 AED =₹25.55	NA
5.	Share capital (₹ in lakhs)	2,579.60	2,646.62	1,010	AED 1,85,000	258.38
6.	Reserves & surplus (₹ in lakhs)	7,501.40	42,006.99	536.49	AED 1,18,29,918	4,694.56
7.	Total assets (₹ in lakhs)	12,946.43	55,953.35	5,170.88	AED 2,25,75,721	8,552.89
8.	Total Liabilities (₹ in lakhs)	2,865.43	11,299.75	3,624.39	AED 1,05,60,803	3,599.95
9.	Investments (in ₹)	560.78	2,780.65	-	AED 1,59,910	1,878.17
10.	Turnover (₹ in lakhs)	10,125.09	41,247.20	1,862.50	AED 1,05,14,407	7,105.84
11.	Profit before taxation (₹ in lakhs)	233.82	7,397.67	327.22	AED 1,27,966	858.01
12.	Provision for taxation (₹ in lakhs)	116.79	1,869.45	97.52	-	215.79
13.	Profit after taxation (₹ n lakhs)	117.03	5,528.22	229.70	AED 1,27,966	642.22
14.	Proposed Dividend	-	Re. 0.40 (20%) per share	-	-	-
15.	% of shareholding	55.50%	59.84%	100%	100%	51.00%

**Ceased to be the Subsidiary of the Company w.e.f. 30th April, 2026 pursuant to disinvestment.*

PART "B": ASSOCIATES AND JOINT VENTURES

Not Applicable as the Company does not have any Associate and Joint Venture.

For and on behalf of Board of Directors of
AEROFLEX ENTERPRISES LIMITED

Shehnaz D. Ali Whole-time Director DIN: 00185452	**Harikant Ganeshlal Turgalia** Whole-time Director & CFO DIN: 00049544

Alka Premkumar Gupta
Company Secretary
M. No. A35442

Date: August 11, 2026
Place: Mumbai

ANNEXURE – "B"

PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

Part A: Information pursuant to Section 197(12) of the Companies Act, 2013

[Read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

i. Ratio of remuneration of each Director to the median remuneration of the employees for the financial year 2025-26 and the percentage increase in remuneration of each Director, Chief Financial Officer, Whole Time Director, Company Secretary in the financial year 2025-26.

Sr. No.	Name and Designation of the Director/ Key Managerial Personnel (KMP)	Ratio of remuneration of each director to median remuneration of employees	Percentage increase in remuneration
1.	Mrs. Shehnaz D Ali - Whole Time Director	2.64:1	20.06%
2.	Mr. Harikant Turgalia - CFO & Whole Time Director	2.12:1	9.99%
3.	Ms. Alka Premkumar Gupta - Company Secretary & Compliance Officer	1.56:1	30.56%

ii. The percentage increase in the median remuneration of employees in the financial year 2025-26: 14.86%

iii. The number of permanent employees on the rolls of the Company: 19

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

a. Average increase in remuneration of employees: 18.76%

b. Average increase in remuneration of managerial personnel: 22.85%

Justification: The increment given to each individual employee including managerial personnel is based on employees' performance and the Company's overall performance.

v. The Company affirms remuneration is as per the Remuneration Policy of the Company.

For and on behalf of Board of Directors of
AEROFLEX ENTERPRISES LIMITED

Date: August 11, 2026
Place: Mumbai

Harikant Ganeshlal Turgalia
Whole-time Director & CFO
DIN: 00049544

Shehnaz D. Ali
Whole-time Director
DIN: 00185452

Annexure – "C"

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2026

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

To,
The Members,
Aeroflex Enterprises Limited
(formerly known as SAT Industries Limited).
53, C-Wing, Mittal Tower, Nariman Point,
Mumbai-400021, Maharashtra, India

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Aeroflex Enterprises Limited (formerly known as SAT Industries Limited) (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

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, confirmations and representations provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the Financial Year from 01st April, 2025 to 31st March, 2026 (hereinafter called 'Audit Period'), complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minutes books, forms and returns filed and other records maintained by the Company for the Audit Period 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 there under;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws Framed there under;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial borrowings - **Not Applicable to the extent of External Commercial Borrowings;**

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

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

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

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

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

e) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 - **Not Applicable to the Company during the Audit Period**;

f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 - **Not Applicable to the Company during the Audit Period**;

g) The SEBI (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 - **Not Applicable to the Company during the Audit Period**;

h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 - **Not Applicable to the Company during the Audit Period;**

i) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - **Not Applicable to the Company during the Audit Period.**

We have also examined the compliance with the applicable clauses of Secretarial Standard on Meetings of Board of Directors (SS-1) and Secretarial Standard on General Meetings (SS-2) issued by The Institute of Company Secretaries of India and listing agreements entered into by the Company with BSE Limited and NSE Limited, during the audit period;

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

We further report that,

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

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

All decisions made at Board Meetings and Committee Meetings have unanimous consent as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

We further report that having regard to the compliance system prevailing in the Company and as per explanations including management representations obtained and relied upon by us, 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, we have relied on reports given by statutory auditors for compliance with other laws like Income Tax, Customs, and GST matter of the Company.

We further report that, during the audit period, the Company has exercised Employee Stock option to eligible Employees, which has a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

Gopika Shah - Partner
GHV & Co.,
Practising Company Secretaries
FCS No.: 10416
C P No.: 11663
Peer Review No.: 2495/2022
UDIN: F010416H000356630

Date: 14th May, 2026
Place: Mumbai

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

'ANNEXURE A'

To,
The Members,
Aeroflex Enterprises Limited
(formerly known as SAT Industries 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, 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.

Gopika Shah - Partner
GHV & Co.,
Practising Company Secretaries
FCS No.: 10416
C P No.: 11663
Peer Review No.: 2495/2022
UDIN: F010416H000356630

Date: 14th May, 2026
Place: Mumbai

FORM NO. MR-3

Secretarial Audit Report

For the financial year ended on March 31, 2026

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

To,
The Members,
M.R.Organisation Limited
B-8, Capital Commercial Centre, Near Patang Hotel,
Ashram Road, Ahmedabad-380009, Gujarat, India

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M.R. Organisation Limited**. (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

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, confirmations and representations provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the Financial Year from 01st April, 2025 to 31st March, 2026 (hereinafter called 'Audit Period'), complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minutes books, forms and returns filed and other records maintained by the Company for the Audit Period according to the provisions of:

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

(ii) The Depositories Act, 1996 and the Regulations and Bye-laws Framed there under;

(iii) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial borrowings: **Not Applicable to the extent of Foreign Direct Investment and External Commercial Borrowings**;

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

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

We have also examined the compliance with the applicable clauses of Secretarial Standard on Meetings of Board of Directors (SS-1) and Secretarial Standard on General Meetings (SS-2) issued by The Institute of Company Secretaries of India.

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

We further report that,

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

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

All decisions made at Board Meetings and Committee Meetings have unanimous consent as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

We further report that having regard to the compliance system prevailing in the Company and as per explanations and management representations obtained and relied upon by me, the Company has adequate systems and processes 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, we have replied on reports given by statutory auditors for compliance with other laws like Income Tax, Customs, and GST matter of the Company.

Gopika Shah - Partner
GHV & Co.,
Practising Company Secretaries
FCS No.: 10416
C P No.: 11663
UDIN: F010416H000223046

Date: 28th April, 2026
Place: Mumbai

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

'ANNEXURE A'

To,
The Members,
M.R.Organisation 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. My 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, 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.

Gopika Shah - Partner
GHV & Co.,
Practising Company Secretaries
FCS No.: 10416
C P No.: 11663
UDIN: F010416H000223046

Date: 28th April, 2026
Place: Mumbai

Annexure – "D"

CEO/CFO CERTIFICATION

To,
The Members,
Aeroflex Enterprises Limited
(formerly known as SAT Industries Limited)

Compliance Certificate as required under Regulation 17(8) read with Part B of Schedule II and Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We hereby certify that:

1. We, Mr. Harikant Ganeshlal Turgalia, Whole-time Director & Chief Financial Officer and Ms. Shehnaz D Ali, Whole-time Director of Aeroflex Enterprises Limited ("the Company"), have reviewed the financial statements and the cash flow statements (standalone and consolidated) of the Company for the year ended March 31, 2026 and, to the best of our knowledge and belief, state that:
    i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
    ii. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and have evaluated the effectiveness of the Company's internal control systems pertaining to financial reporting. We have not come across, nor are we aware of, any reportable deficiencies in the design or operation of such internal controls.
4. We have indicated to the Auditors and the Audit Committee that:
    i. significant changes, if any, in internal control over financial reporting during the year;
    ii. significant changes, if any, in accounting policies during the year; and
    iii. instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

FOR **AEROFLEX ENTERPRISES LIMITED**

	Harikant Ganeshlal Turgalia	**Shehnaz D. Ali**
Date: August 11, 2026	Whole-time Director & CFO	Whole-time Director
Place: Mumbai	DIN: 00049544	DIN: 00185452

Annexure – "E"

ANNUAL REPORT ON CSR ACTIVITIES FOR FY 2025-26

(Pursuant to Section 135 of the Companies Act, 2013 and Rules made thereunder)

1. BRIEF OUTLINE OF CSR POLICY OF THE COMPANY:

The Company strongly upholds the value of reliability and conducts its business in a fair, ethical and transparent manner while striving to make a positive impact on society. Recognizing society as an essential stakeholder and the very purpose of its existence, the Company is deeply committed to enhancing the quality of life in the communities where it operates, considering Corporate Social Responsibility (CSR) not just a statutory obligation but a moral duty.

The Company diligently ensures compliance with the provisions of the Companies Act, 2013 and all applicable rules and regulations, thereby reaffirming its commitment to responsible corporate citizenship and sustainable development. Its CSR initiatives are carried out in alignment with Section 135 of the Companies Act, 2013, together with the Companies (Corporate Social Responsibility Policy) Rules, 2014. These initiatives are primarily executed through the SAT Foundation, the dedicated CSR arm of the Aeroflex Group, and/or other eligible implementing agencies, as duly approved by the CSR Committee and the Board of Directors.

Our Policy emphasizes the following priority areas:

1. Collaboration with organizations engaged in medical and health related projects, including sanitation programs, medical camps and support for old age homes.

2. Collaboration with organizations engaged in protection of national heritage, art and culture, including restoration of historical sites, promotion of traditional arts and handicrafts and sponsorship of heritage exhibitions and cultural activities.

3. Supporting underprivileged children's education through scholarships, admission to quality schools, and post school coaching and counselling.

4. Contribution to the Prime Minister's National Relief Fund, PM CARES Fund or other Central Government funds established for socio economic development, relief and welfare of scheduled castes, scheduled tribes, backward classes, minorities and women.

5. Providing employment enhancing vocational skills, including financial education programmes, to improve employability and productivity of the general public. The Company supports job placement, career progression, and skill development for impoverished and unemployed youth.

2. COMPOSITION OF CSR COMMITTEE:

In accordance with the provisions of Section 135 of the Companies Act, 2013, read together with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Company duly constituted its CSR Committee comprising of the following members:

Sr. No.	Name of Director	Designation in the Committee	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr. Asad Daud*	Chairman	1	1
2.	Mr. Parthasarathi Sarkar**	Chairman	-	-
3.	Mr. Harikant Ganeshlal Turgalia	Member	1	1
4.	Mr. Arpit Khandelwal	Member	1	1

Note:

**Mr. Asad Daud ceased to be a Chairman of the Corporate Social Responsibility Committee upon his resignation from the Committee with effect from August 12, 2025.*

***Mr. Parthasarathi Sarkar, Independent Director of the Company was appointed as the Chairman of the Committee with effect from August 12, 2025.*

3. THE WEB-LINK WHERE COMPOSITION OF CSR COMMITTEE, CSR POLICY AND CSR PROJECTS APPROVED BY THE BOARD ON THE WEBSITE OF THE COMPANY:

Sr. No.	Particular	Web-link
1.	Composition of the CSR Committee	https://aeroflexgroup.in/investor-relations/#committee/corporate-social-responsibility-committee
2.	CSR Policy	https://aeroflexgroup.in/wp-content/uploads/2023/05/CSR-Policy.pdf
3.	CSR Projects	https://aeroflexgroup.in/csr/

4. EXECUTIVE SUMMARY ALONG WITH WEB-LINK(S) OF IMPACT ASSESSMENT OF CSR PROJECTS CARRIED OUT IN PURSUANCE OF SUB-RULE (3) OF RULE 8, IF APPLICABLE):

Not Applicable during the year under review.

5.	**a.**	**Average net profit of the company as per Section 135(5):**	₹8,56,50,040.57
	b.	**Two percent of average net profit of the company as per Section 135(5):**	₹17,13,000
	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, if any:**	₹1,31,665.20
	e.	**Total CSR obligation for the financial year (b+c-d):**	₹15,81,334.8

6.	**a.**	**Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project):**	₹15,82,000
	b.	**Amount spent in Administrative overheads:**	NIL
	c.	**Amount spent on Impact Assessment, if applicable:**	NIL
	d.	**Total amount spent for the Financial Year [(a)+(b)+(c)]:**	₹15,82,000
	e.	**CSR amount spent or unspent for the Financial Year:**	

Total Amount Spent for the Financial Year (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of Transfer	Name of the Fund	Amount	Date of Transfer
₹15,82,000			NA		

f. EXCESS AMOUNT FOR SET-OFF, IF ANY:

Sr. No.	Particulars	Amount (in ₹)
1.	Two percent of average net profit of the company as per section 135(5)	17,13,000/-
2.	Total amount spent for the Financial Year	*17,13,000/-
3.	Excess amount spent for the financial year [(ii)-(i)]	NIL
4.	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	NIL
5.	Amount available for set off in succeeding financial years[(iii)-(iv)]	NIL

This includes ₹15,82,000/- for the current financial year and ₹1,31,000/- adjusted towards the excess CSR contribution made during FY 2023–24.

7. 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 section 135 (6) (in ₹)	Balance Amount in Unspent CSR Account under sub-section (6) of section 135 (in ₹)	Amount Spent in the Financial Year (in ₹)	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 Years (in ₹)	Deficiency, if any
					Amount (in ₹)	Date of Transfer		
1	2024-2025							
2	2023-2024				NIL			
3	2022-2023							

8. WHETHER ANY CAPITAL ASSETS HAVE BEEN CREATED OR ACQUIRED THROUGH CORPORATE SOCIAL RESPONSIBILITY AMOUNT SPENT IN THE FINANCIAL YEAR:

☐ Yes ☑ No

9. SPECIFY THE REASON(S), IF THE COMPANY HAS FAILED TO SPEND TWO PER CENT OF THE AVERAGE NET PROFIT AS PER SUB-SECTION (5) OF SECTION 135: Not Applicable

For and on behalf of Board of Directors of
AEROFLEX ENTERPRISES LIMITED

Harikant Ganeshlal Turgalia
Whole-time Director & CFO
DIN: 00049544

Mr. Parthasarathi Sarkar
Chairman, CSR Committee
DIN: 00047272

Date: August 11, 2026
Place: Mumbai

Corporate Governance Report

[In accordance with Regulation 34(3) read with Section C of Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

1. COMPANY'S CORPORATE GOVERNANCE PHILOSOPHY

Aeroflex Group (formerly **Sat Group**) is a future-forward industrial and investment platform at the intersection of engineering precision and visionary enterprise. Powered by people and driven by innovation, the Group builds, scales and invests in businesses that are shaping the industries of tomorrow.

At Aeroflex, corporate governance is not merely as a matter of regulatory compliance, but as a fundamental way of conducting business. Our governance framework is built on strong ethical principles, responsible leadership and a commitment to protecting the interests of all stakeholders.

At the heart of our approach are our core values that define who we are and guide every aspect of our conduct:

1. **Integrity:** We conduct our business with honesty, fairness and accountability, ensuring that every decision and action reflects the highest standards of professional and ethical conduct. Integrity forms the foundation of our relationships with stakeholders and guides us in doing what is right, even in challenging circumstances.

2. **Transparency:** We believe in maintaining openness, clarity and accuracy in our communications and disclosures. By providing timely, reliable and relevant information, we enable stakeholders to make informed decisions and reinforce trust in the Company's governance practices.

3. **Trusteeship:** We recognize that the resources and responsibilities entrusted to us must be managed with care, prudence and a long-term perspective. The Company remains committed to safeguarding stakeholder interests, enhancing sustainable value creation and acting as a responsible custodian of the trust placed in it.

4. **Ethical stewardship:** We are committed to leading with responsibility, fairness and respect for all stakeholders. Our approach to stewardship emphasizes ethical decision-making, regulatory compliance, responsible business practices and social responsibility, thereby supporting sustainable growth and long-term organizational resilience.

The Company remains steadfast in its commitment to creating sustainable long-term value for shareholders and other stakeholders, including customers, employees, business partners, communities, and regulators. We believe that enduring value creation can only be achieved through responsible leadership, sound governance practices, and unwavering adherence to ethical principles. Accordingly, our business strategies and operational decisions are aligned with our core values, balancing financial performance with responsible business practices, social responsibility, and strong governance principles.

2. BOARD OF DIRECTORS

a. Composition and Category of Director:

The Company's Board structure ensures an appropriate balance between strategic direction, operational efficiency, and effective oversight.

The Board of Directors, supported by its committees, provides independent guidance and supervision over the Company's affairs, ensuring that management decisions are aligned with the Company's strategic objectives and the interests of all stakeholders.

The Company endeavours to follow best practices in Board governance to ensure effective oversight and decision making. It believes that a diverse and well-balanced Board, with a blend of experience, expertise and perspectives is critical to driving long-term stakeholder value, safeguarding stakeholder interests and upholding high standards of corporate governance.

As of March 31, 2026, the Board comprised six Directors, categorized as follows:

Sr. No.	Name of the Director	Promoter/ Non-Promoter	Category
i.	Mrs. Shehnaz D. Ali	Promoter	Executive Director
ii.	Mr. Asad Daud	Promoter	Non-Executive Director
iii.	Mr. Harikant Ganeshlal Turgalia	Non-Promoter	Executive Director

As of March 31, 2026, the Board comprised six Directors, categorized as follows: (Contd.)

Sr. No.	Name of the Director	Promoter/ Non-Promoter	Category
iv.	Mr. Parthasarathi Sarkar*	Non-Promoter	Non-Executive Independent Director
v.	Mr. Arpit Khandelwal	Non-Promoter	Non-Executive Independent Director
vi.	Mrs. Uma Manoj Mandavgane	Non-Promoter	Non-Executive Independent Women Director

**Mr. Parthasarathi Sarkar (DIN: 00047272) was re-appointed as a Non-Executive Independent Director of the Company for a second term of five (5) consecutive years with effect from 26th July 2025 to 25th July 2030. The said re-appointment was duly approved by the Members at the Annual General Meeting ("AGM") held on September 16, 2025.*

The brief profiles of the Board of Directors, including details of their qualifications, experience, expertise and directorships are available on the website of the Company. The same can be accessed at https://aeroflexgroup.in/who-we-are/

All Directors have complied with the applicable provisions relating to the number of directorships and committee memberships:

- None of the Directors holds directorships in more than twenty (20) companies, including ten (10) public companies, in accordance with Section 165 and disclosures made under Section 184 of the Companies Act, 2013.
- None of the Independent Directors serves as an Independent Director in more than seven (7) listed entities.
- In compliance with Regulation 26 of the SEBI Listing Regulations, none of the Directors is a Member in more than ten (10) or acts as Chairman of more than five (5) Audit and Stakeholders' Relationship Committee across all public companies in which they are Directors.

b. Attendance of each Director at the Meetings of the Board of Directors and the last Annual General Meeting:

Sr. No.	Name of the Director	No. of meetings held	No. of meetings attended	Whether attended last AGM held on September 16, 2025
i.	Mrs. Shehnaz D. Ali	8	4	Yes
ii.	Mr. Asad Daud	8	8	Yes
iii.	Mr. Harikant Ganeshlal Turgalia	8	8	Yes
iv.	Mr. Parthasarathi Sarkar	8	8	Yes
v.	Mr. Arpit Khandelwal	8	7	Yes
vi.	Mrs. Uma Manoj Mandavgane	8	8	Yes

c. Number of Committees in which a Director is a member or Chairman:

Name of the Director	Directorships in Other Public Companies *	Memberships of Committees of Other Companies*	Chairmanships of Committees of other Companies**	Holding in Company's shares & other convertible instruments	Names of the other listed entities where the person is a director and the category of directorship
Mrs. Shehnaz D. Ali	-	-	-	-	-
Mr. Asad Daud	2	3	-	-	i. Aeroflex Industries Limited - Managing Director ii. Aeroflex Neu Limited *(Formerly as Sah Polymers Limited)* - Non-Executive Non-Independent Director

c. Number of Committees in which a Director is a member or Chairman: (Contd.)

Name of the Director	Directorships in Other Public Companies *	Memberships of Committees of Other Companies*	Chairmanships of Committees of other Companies**	Holding in Company's shares & other convertible instruments	Names of the other listed entities where the person is a director and the category of directorship
Mr. Harikant Ganeshlal Turgalia	2	1	1	12,000 equity shares^	i. Aeroflex Industries Limited - Non-Executive Non-Independent Director ii. Aeroflex Neu Limited *(Formerly as Sah Polymers Limited)*- Non-Executive Non-Independent Director
Mr. Parthasarathi Sarkar	1	1#	-	70,200 equity shares	i. Aeroflex Industries Limited - Non-Executive Independent Director
Mr. Arpit Khandelwal	2##	2	-	-	i. Aeroflex Industries Limited - Non-Executive Independent Director
Mrs. Uma Mandavgane	3	4	1	-	i. Carraro India Limited – Independent Director ii. Aegis Vopak Terminals Limited – Independent Director iii. Electronica Finance Limited- Independent Director

**The directorship and number of Committee positions held by directors as mentioned above does not include directorships and committee positions in private companies, companies incorporated under Section 8 of the Act, foreign companies as on March 31, 2026.*

***Membership/Chairmanship of only the Audit Committee and Stakeholders' Relationship Committee of all public companies, as provided under Regulation 26(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements),2015 have been considered.*

#Mr. Parthasarathi Sarkar was appointed as the Member of the Audit Committee of Aeroflex Industries Limited on July 27, 2026.

##Mr. Arpit Khandelwal ceased to be the Director of M.R. Organisation Limited on April 30, 2026 pursuant to his resignation.

^Shares alloted on June 26, 2026 pursuant to Employee Stock Option Plan (ESOP).

d. Meetings of the Board of Directors held and dates on which held:

The Board of Directors met Eight (8) times during the financial Year 2025-26, i.e. on May 07, 2025, May 24, 2025, June 12, 2025, August 12, 2025, October 18, 2025, November 13, 2025, December 24, 2025 and February 12, 2026. The intervening gap between any two consecutive meetings did not exceed one hundred and twenty (120) days.

e. Disclosure of relationships between Directors inter-se:

Mrs. Shehnaz D. Ali and Mr. Asad Daud, are related to each other as mother and son.

Except for the relationship as mentioned above, none of the Directors of the Company are related to each other.

f. Number of shares and convertible instruments held by Non-Executive Directors:

None of the Non-Executive Directors of the Company holds any shares in the Company, except Mr. Parthasarathi Sarkar who holds 70,200 equity shares in the Company.

The Company has not issued any convertible instruments.

g. Web link where details of familiarization programs imparted to Independent Directors is disclosed:

The Independent Directors are, from time to time, familiarized with the Company, their roles, rights and responsibilities within the Company, the nature of the industry in which the Company operates, its business model, and other relevant aspects.

The details of the familiarization programs imparted to the Independent Directors, pursuant to Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are available on the website of the Company at https://aeroflexgroup.in/investor-relations/#familiarisation-program-to-independent-directors.

h. Matrix of Core Skills/Experience/Competence of the Board of Directors:

The Board of Directors of the Company comprises individuals with diverse professional backgrounds, extensive experience and a wide range of skills and competencies relevant to the Company's business operations and strategic objectives.

The Board has identified the key skills, expertise and competencies required for effective governance and oversight of the Company. In accordance with the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company confirms that the Board collectively possesses the requisite skills, expertise and competencies necessary to guide the Company's strategic direction, support sustainable growth and create long-term value for stakeholders.

The key areas of skills, experience and competencies of the Board are set out below:

Sr. No.	Experience/ Expertise/Attribute	Comments
1	Leadership & Strategic Vision	Strong leadership capabilities with the ability to define strategic priorities, drive business growth and provide effective guidance for building scalable and sustainable enterprises. Supports long-term value creation through strategic planning, innovation and responsible decision-making.
2	Industry Knowledge & Business Experience	The Board possesses extensive understanding of engineering, manufacturing and diversified business operations. Through its experience and oversight of the Company and its subsidiaries, the Board brings relevant industry knowledge, business acumen and strategic insights across various sectors. This enables the Board to provide effective guidance on business strategy, operational excellence, growth initiatives and long-term value creation.
3	Strategic Investments & Growth Initiatives	Experience in evaluating investment opportunities, capital allocation, business expansion strategies and partnerships. Provides guidance in identifying and developing future-ready businesses through strategic investments and value-enhancing initiatives.
4	Innovation & Emerging Business Models	Exposure to innovation-led businesses, startup ecosystems and technology-driven platforms. Supports the evaluation of new opportunities and encourages entrepreneurial thinking to strengthen the Company's growth objectives.
5	Corporate Governance, Compliance & Ethics	Possesses comprehensive knowledge of corporate governance practices, legal and regulatory requirements, compliance frameworks, applicable to listed entities.
6	Finance, Accounting, Audit & Risk Management	Sound knowledge of finance, accounting, audit and risk management. Contributes towards effective financial oversight, evaluation of business risks, strengthening of internal controls and ensuring financial discipline.
7	Global Business Perspective & International Exposure	Understanding of global markets, international business practices and cross-border opportunities. Provides strategic insights into global trade, international partnerships and expansion opportunities.

The mapping of the Skill Matrix for the Directors is as follows:

Sr. No.	Name of the Director	Leadership & Strategic Vision	Industry Knowledge & Business Experience	Strategic Investments & Growth Initiatives	Innovation & Emerging Business Models	Corporate Governance, Compliance & Ethics	Finance, Accounting, Audit & Risk Management	Global Business Perspective & International Exposure
1	Mr. Asad Daud	√	√	√	√	×	√	√
2	Mr. Harikant Ganeshlal Turgalia	√	√	√	√	×	√	√
3	Mrs. Shehnaz D Ali	√	√	√	√	×	√	√

The mapping of the Skill Matrix for the Directors is as follows: (Contd.)

Sr. No.	Name of the Director	Leadership & Strategic Vision	Industry Knowledge & Business Experience	Strategic Investments & Growth Initiatives	Innovation & Emerging Business Models	Corporate Governance, Compliance & Ethics	Finance, Accounting, Audit & Risk Management	Global Business Perspective & International Exposure
4	Mr. Arpit Khandelwal	√	×	√	√	√	√	√
5	Mr. Partha Sarathi Sarkar	√	×	√	√	√	√	√
6	Mrs. Uma Manoj Mandavgane	√	×	√	√	√	√	√

Note: *Absence of any skill does not necessarily mean that the Director does not possess the skill but may not form his/her core skill.*

i. Confirmation that in the opinion of the Board, the Independent Directors fulfill the conditions specified in these regulations and are independent of the management:

In the opinion of the Board, all the Independent Directors on the Board fulfil the conditions of independence as specified under Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended. The Independent Directors have submitted the requisite declarations and disclosures confirming their independence in accordance with Section 149(7) of the Companies Act, 2013 and Regulation 25(8) of the SEBI Listing Regulations.

The Board is of the opinion that the Independent Directors are persons of integrity and possess the relevant expertise and experience. All Independent Directors are independent of the Management and are not related to any other Director on the Board.

j. Detailed reasons for the resignation of the independent director who resigns before the expiry of his/her tenure along with a confirmation by such director that there are no other material reasons other than those provided:

During the year under review, none of the Independent Directors resigned from the Board of the Company before the expiry of their respective tenure.

k. Separate Meeting of The Independent Directors:

During the reporting financial year, a separate Meeting of the Independent Directors of the Company, was held on March 25, 2026 as enumerated under Schedule IV to the Companies Act, 2013 and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

l. Company's Policy on Prohibition of Insider Trading:

The Company has formulated a Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons and a Code of Practices for Fair Disclosure of Unpublished Price Sensitive Information (UPSI), in accordance with the SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended.

The Code of Conduct for prevention of insider trading lays down detailed guidelines for Promoters, Directors, Key Managerial Personnel, Designated Persons and other Connected Persons, specifying the procedures to be followed and disclosures to be made while dealing in the securities of the Company. The Code also sensitizes such persons about the consequences of any non-compliance or violation. Further, the Code provides for a structured process to be followed in case of any inquiry relating to the leak or suspected leak of UPSI.

The Code of Practices and Procedures for Fair Disclosure of UPSI outlines the framework adopted by the Company for ensuring timely, adequate and fair disclosure of unpublished price sensitive information, in accordance with the principles of transparency and equitable dissemination of information to all stakeholders.

The full text of the Code is available on the website of Company at https://aeroflexgroup.in/wp-content/uploads/2022/04/Insider-Trading-Prohibition-Code.pdf.

The trading window was closed during the time of declaration of results and occurrence of any material events as per the applicable regulations. The Company Secretary has been appointed as Compliance Officer of the Company and is responsible for adherence to the Code.

m. Subsidiary Companies:

As on March 31, 2026, the Company has 5 subsidiaries which includes 4 Indian and 1 Foreign Subsidiary namely:

Sr. No.	Name of the Subsidiary	Status
1.	Aeroflex Industries Limited	Material Subsidiary
2.	Aeroflex Neu Limited	Material Subsidiary
3.	Aeroflex Finance Private Limited	Wholly Owned Subsidiary
4.	Italica Global FZC, UAE	Wholly Owned Subsidiary
5.	M.R. Organisation Limited*	Material Subsidiary

Note:

**M.R. Organisation Limited has ceased to be the subsidiary of the Company w.e.f. April 30, 2026.*

The Company has formulated a Policy for determining material subsidiaries in accordance with the applicable provisions of the SEBI Listing Regulations. The said Policy is available on the Company's website at https://aeroflexgroup.in/wp-content/uploads/2023/03/Material-Subsidiaries-Policy.pdf.

Please refer to the Directors' Report for further details regarding subsidiaries.

3. AUDIT COMMITTEE

The Audit Committee of the Company is constituted in accordance with the provisions of Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, read with Section 177 of the Companies Act, 2013.

Extract of Terms of Reference of the Audit Committee inter alia, includes but not limited to the following:

A. Functions of the Audit Committee

- Oversight of financial reporting process and disclosures to ensure correctness, sufficiency, and credibility.
- Recommendation for appointment, remuneration, and terms of statutory auditors; approval of payments for non-audit services.
- Review of annual and quarterly financial statements with management, including auditor's report, accounting policies, estimates, adjustments, compliance, related party transactions, and modified opinions.
- Monitoring auditor independence, performance, and effectiveness of audit process.
- Approval/modification of related party transactions; scrutiny of inter-corporate loans and investments; valuation of undertakings/assets where necessary.
- Evaluation of internal financial controls and risk management systems; review of statutory and internal auditors' performance and adequacy of internal audit function.
- Discussion of significant audit findings, internal investigations, suspected frauds, and post-audit concerns.
- Monitoring utilisation of funds raised through public/rights/preferential issues, including deviations and reports of monitoring agencies.
- Review of whistle blower mechanism, reasons for substantial defaults in payments, and appointment of CFO after assessing qualifications and background.
- Review of loans/advances/investments in subsidiaries exceeding ₹100 crore or 10% of subsidiary asset size.
- Consideration of rationale, cost-benefits, and impact of merger/demerger/amalgamation schemes.
- Carrying out any other functions as per terms of reference or as referred by the Board.

B. Mandatory Reviews by the Audit Committee

- Management discussion and analysis of financial condition and results of operations.
- Management letters/internal control weakness letters issued by statutory auditors.
- Internal audit reports relating to internal control weaknesses.
- Appointment, removal, and remuneration terms of the Chief Internal Auditor.
- Statement of deviations:
  - Quarterly deviation reports including monitoring agency reports (Regulation 32(1).
  - Annual statement of funds utilised for purposes other than those stated in offer documents (Regulation 32(7).

(a) Composition, Name of Members and Chairman:

The Audit Committee comprises of one Executive Director and two Non-Executive Independent Directors. All members of the Committee are financially literate and possess the requisite expertise in accounting, finance, audit and related matters.

The Statutory Auditors and Internal Auditors of the Company, or their authorized representatives, are invited to attend the meetings of the Committee, as and when required. The Company Secretary and Compliance Officer acts as the Secretary to the Audit Committee.

The composition of the Audit Committee as on March 31, 2026 is set out below:

Name	Category	Designation
Mr. Parthasarathi Sarkar	Non-Executive Independent Director	Chairman
Mr. Harikant Ganeshlal Turgalia	Executive Director	Member
Mr. Arpit Khandelwal	Non-Executive Independent Director	Member

(b) Meetings and attendance:

The Audit Committee met five (5) times during the financial year 2025–26, i.e., on May 07, 2025, May 23, 2025, August 12, 2025, November 13, 2025 and February 11, 2026. The intervening gap between any two consecutive meetings did not exceed one hundred and twenty (120) days.

The requisite quorum was present at all the meetings of the Committee. The details of attendance of each member are provided below:

Name	No. of meeting held	No. of meeting attended
Mr. Parthasarathi Sarkar	5	5
Mr. Harikant Ganeshlal Turgalia	5	5
Mr. Arpit Khandelwal	5	5

4. NOMINATION, REMUNERATION AND COMPENSATION (NRC) COMMITTEE

The Nomination, Remuneration and Compensation Committee ("NRC") of the Company has been constituted in accordance with the provisions of Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, read with Section 178 of the Companies Act, 2013.

Extract of Terms of Reference of the NRC Committee inter alia, includes but not limited to the following:

- Formulate criteria for qualifications, positive attributes, and independence of directors; recommend a remuneration policy for directors and Key Managerial Personnel (KMP),
- For appointment of independent directors, evaluate Board's skill/knowledge balance, prepare role descriptions, ensure candidates meet required capabilities, and may use external agencies, consider diverse backgrounds, and assess time commitments.
- Formulate criteria for evaluation of performance of independent directors and the Board.
- Devise a policy on Board diversity.
- Identify qualified persons for directorships and senior management positions; recommend their appointment or removal.
- Decide on extension/continuation of independent directors' term based on performance evaluation.
- Recommend to the Board all forms of remuneration payable to senior management.

(a) Composition, Name of members and Chairman:

As on March 31, 2026, the Nomination, Remuneration and Compensation Committee comprised of Non – Executive Directors. The Company Secretary and Compliance Officer of the Company acts as Secretary to the Committee. The Composition of Nomination, Remuneration and Compensation Committee as on March 31, 2026 is given below:

Name	Category	Designation
Mr. Parthasarathi Sarkar	Non-Executive Independent Director	Member*
Mr. Arpit Khandelwal	Non-Executive Independent Director	Chairman**
Mr. Asad Daud	Non-Executive - Non-Independent Director	Member

** Mr. Parthasarathi Sarkar ceased to be Chairman of the NRC with effect from May 13, 2026.*

***Mr. Arpit Khandelwal, was designated as the Chairman of the NRC with effect from May 13, 2026.*

(b) Meetings and attendance:

The Nomination, Remuneration and Compensation Committee met one (1) time during the financial year 2025–26, i.e., on June 12, 2025.

The requisite quorum was present for the meetings. The attendance of each member of the Company is given below:

Name	No. of meeting held	No. of meeting attended
Mr. Parthasarathi Sarkar	1	1
Mr. Arpit Khandelwal	1	1
Mr. Asad Daud	1	1

(c) Performance evaluation criteria for Independent Directors:

The Nomination, Remuneration and Compensation Committee has formulated the criteria for the annual performance evaluation of the Board of Directors, its Committees, and individual Directors, in accordance with the provisions of the Companies Act, 2013 and the

SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

Pursuant to the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors undertook an annual performance evaluation of its own performance, that of its Committees, and of the individual Directors for the financial year 2025–26, based on the evaluation framework approved by the Nomination, Remuneration and Compensation Committee.

The performance evaluation was carried out through a structured internal assessment process using comprehensive questionnaires covering various aspects of the functioning and effectiveness of the Board, its Committees, and individual Directors, with the objective of facilitating a balanced, objective, and meaningful evaluation.

5. STAKEHOLDERS' GRIEVANCES COMMITTEE (SGC)

The terms of reference and scope of powers of the Stakeholders' Grievances Committee are aligned with the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 read with Part D of Schedule II to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

The Company is committed to ensuring the prompt, efficient, and effective resolution of shareholder queries, requests, and grievances. The status of investor complaints, together with the actions taken for their resolution, is periodically placed before the Stakeholders' Grievances Committee for its review and oversight. This facilitates continuous monitoring of the investor grievance redressal process and supports the Company's commitment to maintaining high standards of investor service and stakeholder satisfaction.

Extract of Terms of Reference of the SGC inter alia, includes but not limited to the following:

- Resolving grievances of security holders, including complaints related to transfer/transmission of shares, non-receipt of annual reports, declared dividends, issue of new/duplicate certificates, and matters relating to general meetings.
- Reviewing measures taken to ensure effective exercise of voting rights by shareholders.
- Reviewing adherence to service standards adopted by the Company in respect of services rendered by the Registrar and Share Transfer Agent.
- Reviewing initiatives taken to reduce unclaimed dividends and ensure timely receipt of dividend warrants, annual reports, and statutory notices by shareholders.
- Resolving grievances of debenture holders relating to creation of charge, payment of interest/principal, maintenance of security cover, and compliance with covenants.

(a) Composition, Name of members and Chairman:

As on March 31, 2026, the Stakeholder's Grievances Committee comprised of three members (including one Independent Director). The Chairman of the Committee is a Non-Executive Director.

The Committee consists of the following:

Name	Category	Designation
Mr. Arpit Khandelwal	Non-Executive Independent Director	Chairman
Mr. Asad Daud	Non-Executive Director	Member
Mr. Harikant Ganeshlal Turgalia	Executive Director	Member

(b) Meetings and attendance:

The Stakeholders' Grievances Committee met Four (4) times during the financial year, on May 23, 2025, August 12, 2025, November 13, 2025 and February 11, 2026.

The requisite quorum was present for the meetings. The attendance of each member of the Company is given below:

Name	No. of meeting held	No. of meeting attended
Mr. Arpit Khandelwal	4	4
Mr. Asad Daud	4	4
Mr. Harikant Ganeshlal Turgalia	4	4

(c) Name and designation of Compliance Officer:

Ms. Alka Premkumar Gupta, Company Secretary and Compliance Officer, acts as the Compliance Officer of the Company.

(d) Number of shareholders' complaints received during the financial year:

During the financial year 2025–26, no shareholder complaints were received by the Company.

(e) Number of complaints not solved to the satisfaction of shareholders:

Nil

(f) Number of pending complaints:

Nil

5(A). RISK MANAGEMENT COMMITTTEE

The requirement to constitute the Risk Management Committee was not applicable to the Company for the financial year 2025-26.

5(B). KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT

The particulars of the Key Managerial Personnel and Senior Management of the Company, including changes therein since the close of the previous financial year, are detailed below:

Name of the Key Managerial Personnel	Designation
Mrs. Shehnaz D Ali	Whole-time Director
Mr. Harikant Ganeshlal Turgalia	Whole-time Director and Chief Financial Officer
Ms. Alka Premkumar Gupta	Company Secretary & Compliance Officer

Name of the Senior Management Personnel (SMP)	Designation
Mr. Nitesh Sharma	Financial Controller

5(C). CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Corporate Social Responsibility ("CSR") Committee of the Company has been duly constituted in accordance with the provisions of Section 135 of the Companies Act, 2013, read with the rules framed thereunder.

(a) Terms of reference:

CSR Committee of the Company has been constituted in line with the provisions of Section 135 of the Act.

Extract of Terms of Reference of the CSR Committee inter alia, includes but not limited to the following:

- Formulate and recommend to the Board the CSR Policy and Annual Action Plan, covering eligible activities under Schedule VII of the Companies Act, 2013, implementation modalities, timelines and monitoring mechanisms;
- Recommend the amount of CSR expenditure, review allocation of funds across approved projects and oversee effective implementation;
- Periodically monitor progress of CSR projects, review utilization of funds, impact and outcome of initiatives, and place appropriate updates before the Board;
- Ensure CSR activities comply with applicable statutory requirements, disclosure obligations and Board-approved policies, and perform such other CSR-related functions as may be assigned by the Board or required under applicable law.

The Company is committed to conducting and growing its business in a socially responsible manner, while continuously striving to minimize the environmental impact of its operations and enhance its positive contribution to society. The Company endeavors to achieve sustainable growth by promoting responsible practices and encouraging individuals to adopt small, meaningful actions that collectively create a significant impact.

The Corporate Social Responsibility ("CSR") Policy of the Company is guided by the following vision:

i. The Company completely endorses reliability. It is committed to conduct business in a true, fair and ethical manner and takes up the responsibility to create a good impact in the society it belongs.

ii. The Company is committed towards improving the quality of lives of people in the communities in which it operates, because society is an essential stakeholder and the purpose of its existence. The Company believes that giving it back to society through CSR activities is its moral duty.

iii. The Company aims to fulfill the requirements laid down under the Companies Act, 2013 and act diligently to comply with all its Rules and Regulations on CSR.

(b) Composition, Name of members and Chairman:

As on March 31, 2026, the Committee comprised Three (3) members, including two Independent Directors. The Committee is chaired by an Non-Executive Director.

Name	Category	Designation
Mr. Asad Daud*	Non-Executive Director	Member
Mr. Parthasarathi Sarkar**	Non-Executive Independent Director	Chairman
Mr. Arpit Khandelwal	Non-Executive Independent Director	Member
Mr. Harikant Ganeshlal Turgalia	Executive Director	Member

** Mr. Asad Daud ceased to be a member of the Committee with effect from August 12, 2025.*

***Mr. Parthasarathi Sarkar, was inducted as the Chairman of the Corporate Social Responsibility Committee, of the Company with effect from August 12, 2025 pursuant to the reconstitution of the Committee.*

(c) Meetings and attendance:

The Corporate Social Responsibility Committee met once during the financial year 2025–26, i.e., on August 12, 2025.

The requisite quorum was present for the meeting. The attendance of each member of the Company is given below:

Name	No. of meeting held	No. of meeting attended
Mr. Asad Daud*	1	1
Mr. Parthasarathi Sarkar**	-	-
Mr. Arpit Khandelwal	1	1
Mr. Harikant Ganeshlal Turgalia	1	1

** Mr. Asad Daud ceased to be a member of the Committee with effect from August 12, 2025.*

***Mr. Parthasarathi Sarkar was inducted as the Chairman in the Corporate Social Responsibility Committee, of the Company with effect from August 12, 2025 pursuant to the reconstitution of the Committee.*

5(D). BANKING, FINANCE AND INVESTMENT COMMITTEE

(a) Terms of reference:

The Banking, Finance and Investment Committee has been constituted on April 21, 2026 to facilitate efficient dealing with banks and financial institutions and to ensure that the Company's financial operations are conducted in a smooth, efficient and prudent manner, in alignment with its overall business objectives.

The extract of the terms of reference of the Banking, Finance and Investment Committee, inter alia, include the following:

- To review and approve banking arrangements, credit facilities, bank guarantees, banking documents and related operational finance matters;
- To monitor cash flows, utilisation of credit facilities, bank charges, interest rates, lender covenants and foreign exchange risk management;
- To review and approve deployment of surplus funds and investments, including strategic, financial and non-treasury investments, within limits approved by the Board;
- To evaluate investment opportunities, monitor investment performance and review valuation and reporting of investments;
- To ensure compliance with banking covenants, financing agreements, regulatory requirements and internal controls relating to banking and financial operations.

(b) Composition:

The Committee comprises three (3) members. The Committee is chaired by an Executive Director.

Name	Category	Designation
Mr. Harikant Ganeshlal Turgalia	Whole-time Director and Chief Financial Officer	Chairman
Mrs. Shehnaz D Ali	Whole-time Director	Member
Mr. Asad Daud	Director	Member

(c) Meetings and attendance:

The Committee was constituted on April 21, 2026. No meetings have been held till the date of this report.

6. REMUNERATION OF DIRECTORS

a. All pecuniary relationships or transactions of the Non-Executive Directors vis-à-vis the Company:

There is no pecuniary relationship or transactions of the non-executive director vis-à-vis the company.

b. Criteria of making payments to non-executive directors:

The Non-Executive Directors are entitled to receive remuneration by way of sitting fees, reimbursement of expenses for participation in the Board Meetings.

A Non-Executive Director shall be entitled to receive sitting fees for each meeting of the Board attended by him/her of such sum as may be approved by the Board of Directors within the overall limits prescribed under the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

The Policy is also available on the website of the Company at https://aeroflexgroup.in/wp-content/uploads/2024/06/Nomination-and-Remuneration-Policy.pdf.

c. Details of remuneration and sitting fees paid to the directors:

Details of remuneration/sitting fees paid to the Directors during the financial year 2025–26, are provided below:

(₹ in lakhs per annum)

Name of the Director	Designation	Salary & Perquisites	Performance/ Incentive/ Bonus/Stock option/ Bonus/	Sitting	Total	Service contracts, notice period, severance fees
Mrs. Shehnaz D. Ali	Whole-time Director	34.33	NIL	NIL	34.33	***
Mr. Harikant Ganeshlal Turgalia	Whole-time Director and Chief Financial Officer	27.67	NIL	NIL	27.67	***
Mr. Parthasarathi Sarkar	Non-Executive - Independent Director	-	-	2.80	2.80	-
Mrs. Uma Manoj Mandavgane	Non-Executive - Independent Director	-	-	2.80	2.80	-

***

Service Contract: 3 years with effect from the date of appointment i.e. 01-01-2025

Notice Period: Three months either side

Severance Fees: Three months salary

The remuneration payable to the Directors is recommended by the Nomination, Remuneration and Compensation Committee to the Board of Directors for its consideration and approval as per the Nomination and Remuneration Policy.

The Policy is available on the website of the Company at https://aeroflexgroup.in/wp-content/uploads/2024/06/Nomination-and-Remuneration-Policy.pdf.

7. GENERAL BODY MEETINGS

i. Details of the Annual General Meetings (AGM) of the Company held during the last 3 years are as follows:

Date & Time	Special Resolution(s) Passed
September 16, 2025 at 11:00 a.m.	Re-appointment of Mr. Parthasarathi Sarkar (DIN: 00047272) as an Independent Director of the Company.
July 19, 2024, at 11: 00 a.m.	1. To appoint Mrs. Uma Mandavgane (DIN: 03156224) as an Independent Woman Director of the Company. 2. Re-appointment of Mr. Harikant Ganeshlal Turgalia (DIN: 00049544) as Whole-Time Director of the Company. 3. Re-appointment of Mrs. Shehnaz D. Ali (DIN: 00185452) as Whole-Time Director of the Company. 4. To Approve 'SIL Employee Stock Option Plan 2024' for the employees of the Company. 5. 'SIL Employee Stock Options Plan 2024' (ESOP 2024) for the Employees of Existing and Future Subsidiary Company/ies.
July 18, 2023 at 11: 00 a.m.	To re-appoint Mr. Arpit Khandelwal (DIN: 09684341) as an Independent Director of the Company for a second term of Five years

ii. Extra-ordinary General Meeting:

Details in respect of the last three Extra-Ordinary General Meeting (EOGM) held and special resolutions passed thereat:

Date & Time	Special Resolution(s) passed
January 27, 2026, at 11:00 a.m.	Disinvestment of Company's Stake in M.R. Organisation Limited (MRO), a Material Subsidiary Company.
April 21, 2025 at 11:00 a.m.	1. To consider and approve change in the name of the Company from 'SAT Industries Limited' to 'Aeroflex Enterprises Limited'. 2. Amendment in Object Clause of the Memorandum of Association of the Company.

All the AGM and EOGMS were held through Mode of Meeting through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM").

Deemed Venue: Registered Office of the Company situated at 53, C-Wing, Mittal Tower, Nariman Point, Mumbai, Maharashtra, India, 400021.

iii. Special Resolution passed last year through postal ballot – details of voting pattern and procedure thereof:

During the Financial Year 2025-26, no Special Resolution was passed through postal ballot.

iv. Person who conducted the postal ballot exercise:

Not Applicable.

v. Special Resolution proposed to be conducted through postal ballot:

No special Resolution is proposed to be conducted through postal ballot process.

8. MEANS OF COMMUNICATION

Timely disclosure of accurate, consistent and reliable information regarding the Company's financial performance is a cornerstone of sound corporate governance and reinforces transparency, accountability and stakeholder confidence.

(a) Quarterly Results:

The Company publishes limited reviewed unaudited standalone and consolidated financial results on a quarterly basis. For the fourth quarter, the Company publishes audited standalone and consolidated financial results for the entire financial year.

(b) Newspapers wherein results are published:

Quarterly financial results are regularly submitted to the Stock Exchanges in accordance with the Listing Regulations and published in following newspapers:

- Free Press Journal (English)
- Navshakti (Marathi)

The results are published in accordance with the requirements of Regulations 33 and 47 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, in widely circulated newspapers. The same are also submitted to the Stock Exchanges and displayed on the Company's website.

(c) Website, where displayed:

The financial results are placed on the Company's website in the investor relations under Corporate Announcements – Newspaper Advertisement section and can be accessed from https://aeroflexgroup.in/investor-relations/#corporate-announcements/newspaper-advertisement.

(d) Official news releases:

The Company regularly publishes an information update on its financial results and also displays official news releases in the 'Investor Relations' section as mentioned in point b and c above.

(e) Presentations made to institutional investors or to the analysts:

During the financial year, the Company has not made any presentation to Institutional Investors and Analysts.

However, the Company on a quarterly basis, sends Investor Presentation on its operational and financial performance to those shareholders whose email address is registered with the Company/Depository.

The Investor Presentations are submitted to the Stock Exchanges through their respective portals and are also made available on the Company's website under Earning Updates Section in Investor Relations and can be accessed from https://aeroflexgroup.in/investor-relations/#earning-reports.

(f) Reminders:

Reminder letters have been dispatched to the shareholders requesting them to register/update their PAN, KYC, nomination, and bank account details. The communication also advises shareholders about the process for claiming any unclaimed dividends and/or shares.

(g) Framework for handling and monitoring investor complaints:

Shareholders are requested to follow the below process to register their queries if any:

1. Approach the Company's Registrar and Share Transfer Agent ("RTA") as the first point of contact for any investor-related queries, requests, or grievances.

2. In the event that the grievance is not resolved by the RTA or the Company within the prescribed timelines, or if the shareholder is dissatisfied with the response provided, the shareholder may lodge a complaint with the Securities and Exchange Board of India ("SEBI") through the SEBI Complaints Redress System (SCORES), the centralized online platform for filing and tracking investor complaints, accessible at https://scores.sebi.gov.in.

   The Company is registered on the SCORES platform and remains committed to the timely and effective resolution of investor complaints received through this mechanism,

3. To further strengthen the investor grievance redressal framework, SEBI has introduced a common Online Dispute Resolution (ODR) Portal, accessible at https://smartodr.in, under the aegis of the Stock Exchanges and Depositories. The ODR Portal facilitates online conciliation and arbitration for the resolution of disputes between investors and listed entities, including their Registrars and Share Transfer Agents.

4. Investors may note that where a dispute is initiated on the ODR Portal while the corresponding complaint is pending on SCORES, such complaint shall be deemed to have been disposed of on the SCORES platform in accordance with the applicable SEBI framework.

5. In addition, pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has designated investor.relations@aeroflexgroup.in for investor correspondence. The mailbox is monitored by the Company Secretary and Compliance Officer to ensure prompt handling and resolution of investor queries, requests, and grievances.

(h) Shareholder queries at the AGM:

At the AGM, Shareholders are provided with an opportunity to present questions to the Board and Management, which are duly addressed. To avail this opportunity, the shareholders are requested to register as speaker shareholder's by sending an email at corporate@aeroflexgroup.in.

(i) Other Information:

The Company ensures timely disclosure to the Stock Exchanges of all information required under Regulation 30 read with Part A and Part B of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended. This includes disclosure of all material events and information having a bearing on the performance or operations of the Company, as well as other price sensitive information.

9. GENERAL INFORMATION FOR SHAREHOLDER

a. 41st Annual General Meeting:

Day	Tuesday
Date	September 08, 2026
Time	11:00 A.M. IST
Venue	**Mode of Meeting:** Through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") or as permitted by the applicable statutory authorities. **Deemed Venue:** Registered Office of the Company situated at 53, C-Wing, Mittal Tower, Nariman Point, Mumbai, Maharashtra, India, 400021.

b. Financial Year:

The financial year of the Company commences on April 1 and ends on March 31 of the following year.

c. Dates of Book Closure/Record Date:

Record date: The Company has fixed September 01, 2026 as the Record Date.

Book Closure: The Register of Members and Share Transfer Books of the Company shall be closed from Wednesday, September 02, 2026 to Tuesday, September 08, 2026 (both days inclusive)

d. Dividend Payment Date:

The Board of Directors of the Company have recommended a final dividend of Re. 0.40 (Forty Paise) per equity share of ₹2/- each (i.e., 20%) for the financial year 2025–26.

The dividend, if approved by the Members at the ensuing Annual General Meeting, will be paid within 30 days from the date of declaration i.e. on or before October 07, 2026.

e. The name and address of each stock exchange(s) at which the listed entity's securities are listed and a confirmation about payment of annual listing fee to each of such stock exchange(s):

The equity shares of the Company are listed on the following stock exchanges:

Name of Stock Exchange	Address	Scrip Code	ISIN
BSE Limited	Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001	511076	INE065D01027
National Stock Exchange of India Limited	Exchange Plaza, Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051	AEROENTER	

Listing Fees: For the financial year 2025-26, the Company has paid the Listing Fees to the above Stock Exchanges and the Custody Fees to National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

f. In case the securities are suspended from trading, the Directors' Report shall explain the reason thereof:

The Company confirms that its securities were not suspended from trading on any Stock Exchange during the financial year under review.

g. Registrar to an issue and Share Transfer Agents (RTA):

Name: **M/s. MUFG Intime India Private Limited**
(Formerly known as Link Intime India Private Limited)

Address: C-101, 247 Park, L.B.S Marg, Vikhroli (West) Mumbai- 400 083.

Phone: +91 81081 16767

Fax: +91-22- 49186060

E-mail: investor.helpdesk@in.mpms.mufg.com

Website: www.in.mpms.mufg.com

h. Share transfer system:

As mandated by SEBI, securities of the Company can be transferred/traded only in dematerialised form.

Accordingly, 100% of the Company's shares are traded in dematerialized form on NSE and BSE as on March 31, 2026.

Shares held in the dematerialized form are electronically traded in NSDL/CDSL (Depository). The Registrar and Share Transfer Agent of the company periodically receive from the depository the beneficiary holdings to enable them to update their records and to send out corporate communications.

i. Distribution of Shareholding as on March 31, 2026:

Serial	Shares Range			Number of Shareholders	% Of Total Shareholders	Total Shares For The Range	% Of Issued Capital
1	1	to	500	29,279	81.3260	35,89,809	3.1744
2	501	to	1000	3,162	8.7828	25,39,597	2.2457
3	1001	to	2000	1,696	4.7108	25,64,669	2.2679
4	2001	to	3000	573	1.5916	14,61,382	1.2923
5	3001	to	4000	280	0.7777	10,01,103	0.8853
6	4001	to	5000	253	0.7027	11,99,461	1.0607
7	5001	to	10000	368	1.0222	27,20,777	2.4060
8	10001	to	Above	391	1.0861	9,80,08,202	86.6677

ii. Categories of equity shareholding:

Sr. No.	Category	Number of shares	Percentage
A	**PROMOTERS**		
1	Indian Body Corporates	5,83,35,000	51.59
B	**PUBLIC**		
1	Individual/Hindu Undivided Family		
	i. Indian	3,50,36,659	30.98
2	Government		
	i. Central Government	550	-
3	Non-Resident Indians (NRI)	6,24,235	0.55
4	Foreign institutional investors		
	i. FPI (Corporate) – I	5,57,118	0.49
	ii. FPI (Corporate) – II	54,260	0.05
5	Alternate Investment Funds - III	69,522	0.06
6	Other Body Corporates	1,15,84,365	10.24
7	Limited Liability Partnership	60,17,775	5.32
8	Others		
	i. Investor Education and Protection Fund	41,250	0.04
	ii. Clearing Members	7,64,266	0.68
	Total	**11,30,85,000**	**100**

j. Dematerialization of shares and liquidity:

100% of the Company's shares are compulsorily traded in dematerialized form on NSE and BSE as on March 31, 2026.

k. Outstanding GDRs/ADRs/Warrants or any convertible instruments, conversion date and likely impact on equity:

The Company has not issued any GDRs, ADRs, warrants or any convertible instruments in the past and, accordingly, as on March 31, 2026, there are no outstanding GDRs, ADRs, Warrants or any convertible instruments.

l. Commodity price risk or foreign exchange risk and hedging activities:

The Company does not deal in commodities price risk or foreign exchange risk and hedging activities, hence the disclosure pursuant to SEBI Circular dated November 15, 2018 is not required to be given.

m. Plant Locations:

The Company does not have any plant.

n. Address for Correspondence:

- **Registrar and Share Transfer Agent:**

Name: M/s. MUFG Intime India Private Limited *(Formerly known as Link Intime India Private Limited)*

Address: C-101, 247 Park, L.B.S Marg, Vikhroli (West) Mumbai- 400 083.

Phone: +91 81081 16767

Fax: +91-22- 49186060

E-mail: investor.helpdesk@in.mpms.mufg.com

Website: www.in.mpms.mufg.com

- **Investor Relation Department of the Company**

Name: Ms. Alka Premkumar Gupta

Designation: Company Secretary and Compliance Officer

Address: 53, C-Wing, Mittal Tower, Nariman Point, Mumbai - 400 021, India.

Phone: +91-22- 6520 9500

Email: investor.relations@aeroflexgroup.in

- **Nodal Officer for IEPF**

Name: Ms. Alka Premkumar Gupta

Designation: Company Secretary & Compliance Officer

Email: corporate@aeroflexgroup.in

Contact: 022-6520 9500

Address: 53, C-Wing, Mittal Tower, Nariman Point, Mumbai - 400 021, India.

o. List of all credit ratings obtained by the entity along with any revisions thereto during the relevant financial year, for all debt instruments of such entity or any fixed deposit programme or any scheme or proposal of the listed entity involving mobilization of funds, whether in India or abroad:

During the financial year under review, the Company has not obtained any credit rating from any credit rating agency.

10. OTHER DISCLOSURES

a. Disclosures on materially significant related party transactions that may have potential conflict with the interests of listed entity at large:

The Company has not entered into any materially significant related party transactions which may have a potential conflict with the interests of the Company at large.

The Policy on Materiality of and on dealing with Related Party Transactions (RPT Policy) is available on the website of the Company and can be accessed at https://aeroflexgroup.in/wp-content/uploads/2026/05/Policy-on-Materiality-of-and-Dealing-with-Related-Party-Transactions.pdf.

All the contracts/arrangements/transactions entered by the Company during the financial year with related parties were in its ordinary course of business and on an arm's length basis.

During the FY 2025-26, contracts/arrangements/transactions were entered into with related parties in accordance with the RPT Policy.

The Company has made full disclosure of transactions with the related parties as per Ind AS 24 in Note 32 of Standalone Financial Statement, forming part of the Annual Report.

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

The Company has consistently complied with all applicable requirements under the securities laws. During the last three years, there has been no instance of non-compliance, nor has any penalty, stricture or adverse action been imposed on the Company by the Stock Exchanges, the Securities and Exchange Board of India or any other statutory authority in respect of any matter relating to the capital markets.

c. Whistle-Blower Policy/Vigil Mechanism and affirmation that no personnel has been denied access to the Audit Committee:

» The Company has a Whistle Blower and Vigil Mechanism Policy and has established the necessary vigil mechanism for Employees, Directors and Stakeholders in conformation with the provisions of Section 177(9) of the Act and Regulation 22 of SEBI Listing Regulations, to report genuine concerns about unethical behaviour and to ensure strict compliance with ethical and legal standards across the Company. This Policy is available on the Company's website under 'Policies and Codes under Corporate Governance' in the 'Investor relation' section and can be accessed at https://aeroflexgroup.in/wp-content/uploads/2023/03/WHISTLE-BLOWER-AND-VIGIL-MECHANISM-POLICY.pdf.

» The Policy aims to provide:

- A Whistle Blower Committee with appropriate reporting mechanisms for instances of any actual or suspected incidents of unethical practices, violation of applicable laws and regulations.
- For adequate safeguards against victimization of the whistleblower, all Employees and Directors have been given access to Chairman of the Audit Committee.

» The Whistle Blower Committee on quarterly basis, reports to the Audit Committee, the complaints outstanding at the beginning of the quarter, received during the quarter, resolved during the quarter and unresolved as at the end of the quarter.

During the financial year 2025–26, no director or employee was denied access to the Audit Committee, and the Company affirms that effective access to the Audit Committee was available to all.

d. Details of compliance with mandatory requirements and adoption of the non-mandatory requirements:

The Company has complied with all the mandatory requirements specified under Regulation 27 and Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In addition, the Company has adopted the following non-mandatory requirements as specified under Regulation 27 and Part E of Schedule II of the aforesaid Regulations as mentioned point 14 below.

e. Web link where policy for determining 'material' subsidiaries is disclosed:

During the financial year under review, the Company has 3 Material subsidiaries, which falls within the criteria prescribed under Regulation 16(1)(c) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for a material subsidiary namely:

Sr. No.	Name of the material subsidiary Company
1	Aeroflex Industries Limited
2	Aeroflex Neu Limited *(formerly known as SAH Polymers Limited)*
3	#M.R. Organisation Limited

Note: *#M.R. Organisation Limited has ceased to be the Subsidiary of the Company w.e.f. April 30, 2026.*

The policy for determining 'material' subsidiaries is available on the website of the Company under ' Policies and Codes under Corporate Governance' in the 'Investor relation' section and can be accessed at https://aeroflexgroup.in/wp-content/uploads/2023/03/Material-Subsidiaries-Policy.pdf.

f. Web link where policy on dealing with related party transactions:

The Company has adopted 'Materiality of and Dealing with Related Party Transactions' (Policy) in accordance with Regulation 23(1) of SEBI (Listing Obligations and Disclosure Requirements), 2015.

The Policy is available on the website of the Company under 'Policies and Codes under Corporate Governance' in the 'Investor relation' section and can be accessed at https://aeroflexgroup.in/wp-content/uploads/2026/05/Policy-on-Materiality-of-and-Dealing-with-Related-Party-Transactions.pdf.

g. Disclosure of commodity price risks and commodity hedging activities:

The Company does not deal in commodities price risks and commodity hedging activities, hence the disclosure pursuant to SEBI Circular dated November 15, 2018 is not required to be given.

h. Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A):

During the year under review, the Company did not raise any funds through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A).

i. Certificate from a Company Secretary in Practice about disqualification of Director/s by SEBI/MCA/any other statutory body:

A Certificate has been received from M/s. GHV & Co., Practicing Company Secretaries and Secretarial Auditor of the Company, that none of the Directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such statutory authority. Certificate is annexed herewith as **"Annexure - I"**.

j. Where the Board had not accepted any recommendation of any Committee of the board which is mandatorily required, in the relevant financial year, the same to be disclosed along with reasons thereof:

During the financial year 2025–26, all recommendations made by the Committees of the Board were duly accepted by the Board, and there were no instances of non-acceptance.

k. The total audit and taxation fees paid by the Company and its subsidiaries, on a consolidated basis, for the financial year 2025–26 is as follows:

Particulars	Amount (₹ in Lakhs)
Statutory Audit Fee	26.96
Tax Audit Fee	0.12
Reimbursement Expenses	0.03
Total	**27.11**

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

The Company is committed to fostering a workplace culture founded on dignity, respect and equal opportunity for all employees, and follows a zero-tolerance approach towards any form of harassment.

In compliance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules framed thereunder, the Company has adopted a Prevention of Sexual Harassment ("POSH") Policy. The Policy is available on the Company's website at: https://aeroflexgroup.in/wp-content/uploads/2025/02/POSH-Policy.pdf.

The POSH Policy is gender-neutral and is regularly communicated to employees through awareness and sensitisation programmes.

The Company hereby confirms that no complaints were received under the POSH framework during the financial year 2025-26.

m. Disclosure by listed entity and its subsidiaries of 'Loans and advances in the nature of loans to firms/companies in which directors are interested by name and amount:

There are no loans and advances given by the Company and its subsidiaries to firms/companies in which directors are interested.

n. Details of material subsidiaries of the listed entity; including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries:

Sr. No.	Name of the material subsidiary Company	Date of Incorporation	Place of Incorporation	Name of statutory auditor	Date of appointment of Statutory Auditor
1.	*Aeroflex Industries Limited	19/10/1993	Navi Mumbai, Maharashtra, India	M/s. Shweta Jain & Co, LLP	30/09/2021
2.	Aeroflex Neu Limited *(formerly known as Sah Polymers Limited)*	20/04/1992	Udaipur, Rajasthan, India	M/s. H.R. Jain & Co.	30/09/2022
3.	#M.R. Organisation Limited	05/04/2013	Ahmedabad, Gujarat, India	M/s. Shah Sanghvi & Associates	05/08/2024

Note:

**Aeroflex Industries Limited in their AGM to be held on July 21, 2026, have proposed the re-appointment of M/s. Shweta Jain & Co, LLP as the Statutory Auditors for further term of 5 consecutive financial years from FY: 2026-27 to FY: 2030-31.*

#M.R. Organisation Limited has ceased to be the Subsidiary of the Company w.e.f. April 30, 2026.

11. NON-COMPLIANCE OF ANY REQUIREMENT OF CORPORATE GOVERNANCE REPORT, WITH REASONS THEREOF SHALL BE DISCLOSED

There is no instance of non-compliance of any requirement of Corporate Governance report of sub-paras (2) to (10) of para C of Schedule-V of SEBI Listing Regulations.

12. DISCLOSURE OF THE EXTENT TO WHICH THE DISCRETIONARY REQUIREMENTS AS SPECIFIED IN PART E OF SCHEDULE II

a. The Board of Directors:

(i) The Company has no Chairman either executive or non-executive.

(ii) The company has one Independent Woman Director viz. Mrs. Uma Manoj Mandavgane.

b. Shareholder Rights:

The Company ensures that disclosure of all the information is made available to all the shareholders on a non-discretionary basis at https://aeroflexgroup.in/investor-relations/.

For the benefit of the shareholders, the Company sends the following through email to those shareholders whose email address is registered with the Company/ Depository:

- on quarterly basis - the financial results along with investor presentation
- on yearly basis - the Annual report

c. Audit Qualifications:

The Auditors have raised no qualification on the financial statements for the year ended March 31, 2026.

d. Separate posts of Chairman and the Managing Director or the CEO:

The Company doesn't have regular Chairman. Accordingly, the Board of Directors, in every Board Meeting, elects a Chairman. The Company has 2 Whole-time Directors, Mrs. Shehnaz D Ali and Mr. Harikant Ganeshlal Turgalia.

Further there is no Managing Director in the Company.

e. Reporting of Internal Auditor:

The Internal Auditor of the Company reports directly to the Audit Committee.

f. Independent Directors:

During FY 2026, the Independent Directors Meeting was held on March 25, 2026, without the presence of Non-Independent Directors and Management.

g. Risk Management Committee:

The Constitution of Risk Management Committee is not applicable to the Company.

13. DISCLOSURE OF COMPLIANCE OF REGULATION 17 TO 27 AND CLAUSES (B) TO (I) OF SUB REGULATION (2) OF REGULATION 46

The Company has complied with all the mandatory requirements specified in Regulations 17 to 27 and clauses (b) to (i) of sub–regulation (2) of Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

14. DECLARATION SIGNED BY THE CHIEF EXECUTIVE OFFICER STATING THAT THE MEMBERS OF BOARD OF DIRECTORS AND SENIOR MANAGEMENT PERSONNEL HAVE AFFIRMED COMPLIANCE WITH THE CODE OF CONDUCT OF BOARD OF DIRECTORS AND SENIOR MANAGEMENT

The Company is committed to conduct its business in accordance with the applicable laws, rules and regulations and with the highest standards of business ethics.

The Board has adopted a Code of conduct for Directors and Senior Management of the Company.

The Code is available on the website of the Company under 'Corporate Governance' in the 'Investor relation' section and can be accessed at https://aeroflexgroup.in/wp-content/uploads/2023/03/Code-of-Conduct-for-Directors-and-Senior-Management-Personnel.pdf.

15. DECLARATION ON COMPLIANCE WITH CODE OF CONDUCT

As per Regulation 17 and Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I, Shehnaz D Ali, Whole-Time Director of the Company do hereby confirm and declare that all the Board Members and the Senior Management Personnel of the Company has affirmed compliance with the Code of Conduct of Board of Directors and Senior Management during the financial year ended 31st March, 2026.

16. CERTIFICATE ON CORPORATE GOVERNANCE

A certificate from GHV & CO, Practicing Company Secretaries and Secretarial Auditor of the Company, certifying compliance with the conditions of Corporate Governance is annexed **"Annexure-II"** and forms an integral part of this Report.

17. DEMAT SUSPENSE ACCOUNT/UNCLAIMED SUSPENSE ACCOUNT

During the entire financial year under review and as of March 31, 2026, there were no shares held in the Unclaimed Suspense Account of the Company.

Consequently, the disclosure requirements under Regulation 34(3) read with Part F of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are not applicable.

In view of the absence of any such shares, the provisions relating to freezing of voting rights are also not applicable.

18. DISCLOSURE OF CERTAIN TYPES OF AGREEMENTS BINDING LISTED ENTITIES

During the financial year under review, the Company has not entered into any agreements falling within the scope of Clause 5A of paragraph A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, with shareholders, promoters, promoter group entities, related parties, directors, key managerial personnel, employees of the Company or its holding, subsidiary or associate company, whether among themselves, with the Company, or with any third party, either solely or jointly, which, directly or indirectly or potentially, have the purpose or effect of impacting the management or control of the Company or impose any restriction or create any liability upon the Company.

19. OTHER USEFUL INFORMATION FOR SHAREHOLDERS

i. Update E-mails for receiving notice/documents in e-mode:

- The Ministry of Corporate Affairs (MCA), vide its circulars issued in 2011, has permitted service of documents by companies, including notices of general meetings and annual reports, to shareholders through electronic mode as part of its 'Green Initiative' aimed at reducing paper consumption and promoting environmental sustainability. The Company, being a responsible corporate citizen, fully supports this initiative.

- Accordingly, the Company has adopted the practice of sending notices of general meetings, annual reports and other communications to its shareholders in electronic mode at their registered e-mail addresses. Shareholders who wish to receive such documents in physical form are requested to inform the Company accordingly.

- The Annual Report along with the Notice of the Meeting is being sent to the shareholders in electronic mode at their registered e-mail addresses. Shareholders who have not yet registered their e-mail addresses are requested to do so. Members holding shares in dematerialized form may register their e-mail address with their respective Depository Participants.

ii. Nomination Facility:

Shareholders holding shares in dematerialized form are requested to register their nominations with their respective Depository Participants in accordance with the applicable provisions.

iii. Update your Correspondence Address/Bank Mandate/Email Id:

Shareholders holding shares in dematerialized form are requested to intimate any change in their bank details, address or e-mail address directly to their respective Depository Participants.

iv. Quote Folio No./DP ID No:

Shareholders/Beneficial Owners are requested to quote their Folio Number or DP ID and Client ID, as applicable, in all correspondence with the Company. They are also requested to furnish their e-mail address, contact details and fax number, if any, to facilitate prompt response to their communications.

v. SWAYAM developed by Registrar and Share Transfer Agents:

Security holders may register on 'SWAYAM', the Registrar and Transfer Agent's (RTA) online investor self-service portal, which enables them to conveniently access information through a dashboard and avail various services in digital mode- SWAYAM Portal - https://swayam.in.mpms.mufg.com/.

Also, you can raise your request directly through service request https://web.in.mpms.mufg.com/helpdesk/Service_Request.html.

vi. Transfer of unclaimed/unpaid amounts to the Investor Education and Protection Fund ("IEPF"):

Pursuant to Sections 124 and 125 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), dividends, if not claimed for a period of seven years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to IEPF.

Further, all the shares in respect of which dividend has remained unclaimed for seven consecutive years or more from the date of transfer to unpaid dividend account shall also be transferred to IEPF Authority.

The details of unclaimed dividend and shares transferred to IEPF during F.Y. 2025-26 are as follows:

Financial Year	Type of Dividend	Amount of unclaimed dividend transferred	Number of shares transferred
2017-18	Final Dividend	₹32,274/-	41,250

vii. Initiatives taken to prevent transfer for unclaimed/unpaid Dividend and related Shares to IEPF:

In line with the IEPF Authority's Saksham Niveshak 100-day campaign launched in July 2025 to enhance investor awareness and expedite resolution of pending matters relating to unclaimed dividends, shares transferred to IEPF, and updating of KYC/nomination details, the Company undertook the following measures:

- **Shareholder Communication:** Reminder letters were sent to shareholders urging them to update their KYC details and claim unclaimed dividends.

- **Public Notices:** Advertisements were published in Free Press Journal (English) and NavShakti (Marathi) newspapers, highlighting the importance of updated records and timely claims.

Objectives of the Initiative:

- **Updating KYC details:** Shareholders were requested to update PAN, address, email ID, mobile number, bank account details, nomination, and specimen signature (where applicable) to ensure seamless communication and timely credit of dividends.

- **Claiming unclaimed dividends:** Shareholders were encouraged to claim unpaid dividends before the statutory seven-year period, after which both dividends and corresponding shares are transferred to the IEPF.

- **Enhancing investor awareness:** The campaign emphasized the importance of monitoring investments and maintaining updated records to safeguard shareholder entitlements.

The Communication regarding the Saksham Niveshak Campaign can be accessed from the website of the company at https://aeroflexgroup.in/investor-relations/#saksham-niveshak.

Additionally, the IEPF Authority has introduced an **integrated digital platform** to streamline claim processes and grievance redressal accessible through https://iepfa.gov.in/login"IEPFA.

Shareholders/claimants may also contact the Authority through the **24×7 IVRS helpline (short code 14453)**, with call centre support available from **9:30 a.m. to 5:30 p.m. (IST), Monday to Friday**.

For and on behalf of the Board of Directors of
AEROFLEX ENTERPRISES LIMITED

Harikant Ganeshlal Turgalia
Whole-time Director & CFO
DIN: 00049544

Shehnaz D. Ali
Whole-time Director
DIN: 00185452

Date: August 11, 2026
Place: Mumbai

Annexure – I

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS
For the financial year ended on March 31, 2026

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

To,
The Members,
Aeroflex Enterprises Limited
(Formerly known as Sat Industries Limited)
53, C-Wing, Mittal Tower, Nariman Point,
Mumbai-400021, Maharashtra, India.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **AEROFLEX ENTERPRISES LIMITED (Formerly known as Sat Industries Limited)** having **CIN: L25199MH1984PLC034632** and having registered office at 53, C-Wing, Mittal Tower, Nariman Point, Mumbai-400021, Maharashtra, India (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Sr. No.	Name	DIN	Date of Appointment	Remarks
1.	Mrs. Shehnaz D. Ali	00185452	27/09/2001	NA
2.	Mr. Harikant Ganeshlal Turgalia	00049544	27/09/2001	NA
3.	Mr. Asad Daud	02491539	22/04/2014	NA
4.	Mr. Partha Sarathi Sarkar	00047272	26/07/2022	NA
5.	Mr. Arpit Khandelwal	09684341	26/07/2022	NA
6.	Ms. Uma Manoj Mandavgane	03156224	31/05/2024	NA

Ensuring the eligibility of for the appointment/continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification.

This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Gopika Shah – Partner
GHV & Co.,
(Practising Company Secretaries)
FCS No.: 10416
C P No.: 11663
Peer Review No.: 2495/2022
Registration No.: P2016MH057400
UDIN: F010416H001035407

Place: Mumbai
Date: 06.08.2026

Annexure – II

CERTIFICATE ON CORPORATE GOVERNANCE

Of Aeroflex Enterprises Limited

(Formerly known as SAT Industries Limited)

For the financial year ended March 31, 2026

To,
The Members,
Aeroflex Enterprises Limited
(Formerly known as Sat Industries Limited)
53, C-Wing, Mittal Tower, Nariman Point,
Mumbai-400021, Maharashtra, India.

1. We have examined the compliance of conditions of Corporate Governance by M/s. AEROFLEX ENTERPRISES LIMITED, (Formerly known as SAT Industries Limited) for the year ended on March 31, 2026, as stipulated under the relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as referred to in the Listing Regulations for the period April 1, 2025 to March 31, 2026, with the relevant records and documents maintained by the Company and furnished to us and the Report on Corporate Governance as approved by the Board of Directors. Compliance under Regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of Regulation 46 and para-C, D & E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") was compiled by the company.

2. The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to review of procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of corporate governance as stipulated in the said clause. It is neither an audit nor an expression of opinion on the financial statements of the Company.

3. Based on the aforesaid examination and according to the information and explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Regulations.

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

Gopika Shah – Partner
GHV & Co.,
(Practising Company Secretaries)
FCS No.: 10416
C P No.: 11663
Peer Review No.: 2495/2022
Registration No.: P2016MH057400
UDIN: F010416H001035462

Place: Mumbai
Date: 06.08.2026

Independent Auditor's Report

Report on the Audit of the Consolidated Financial Statements

To the Members of **Aeroflex Enterprises Limited** (formerly SAT Industries Limited)

OPINION

We have audited the accompanying consolidated financial statements **Aeroflex Enterprises Limited** (formerly Sat Industries Limited) (hereinafter referred to as the "Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), which comprise the consolidated balance sheet as at 31st March 2026, and the consolidated statement of profit and loss, the consolidated statement of changes in equity and the consolidated cash flows statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies (hereinafter referred to as "the consolidated financial statements").

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

BASIS FOR OPINION

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

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period.

On the facts and circumstances of the Group and the audit, we determine that there are no key Audit matters to communicate.

OTHER INFORMATION

The Holding Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Holding Company's annual report, but does not include the consolidated financial statements and our auditors' report thereon.

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

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

RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE CONSOLIDATED FINANCIAL STATEMENTS

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

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group 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 Group or to cease operations, or has no realistic alternative but to do so.

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

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

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

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

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

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

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

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

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

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group entities to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors.

For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

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

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

OTHER MATTERS

We did not audit the financial statements/financial information of 5 subsidiaries included in the consolidated financial results, whose financial statements/financial information reflect total assets of ₹ 92,982.66 lakhs as at March 31, 2026 and total revenues of ₹ 20,913.27 lakhs and ₹ 73,874.41 lakhs for the quarter and year ended March 31, 2026 respectively, total net profit after tax of ₹ 2,420.71 lakhs and ₹ 7,978.25 lakhs for the quarter and year ended March 31, 2026 respectively and total comprehensive income of ₹ 2,597.86 lakhs and ₹ 8,680.29 lakhs for the quarter and year ended March 31, 2026, respectively and net cash flows of ₹ 371.87 lakhs for the year ended March 31, 2026, as considered in the Statement.

These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion and conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries is based solely on the reports of the other auditors and the procedures performed by us as stated under Auditor's Responsibilities section above.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS AS REQUIRED BY SECTION 143(3) OF THE ACT, WE REPORT, TO THE EXTENT APPLICABLE, THAT

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

2. (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.

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

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

   (d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act.

   (e) On the basis of the written representations received from the directors of the Holding Company as on 31st March, 2026 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies incorporated in India, none of the directors of the Group companies incorporated in India is disqualified as on 31st March, 2026 from being appointed as a director in terms of Section 164 (2) of the Act.

   (f) With respect to the adequacy of internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate report in **"Annexure B"**.

   (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 Group to its directors during the year is in accordance with the provisions of section 197 of the Act.

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

      (i) The Group has disclosed the impact of pending litigations on its financial position in its consolidated financial statements – Refer Note 34 (a) to the consolidated Ind AS financial statements;

      (ii) The Group did not have any material foreseeable losses on long-term contracts including derivative contracts.

      (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiary companies incorporated in India.

      (iv) (a) The respective Managements of the Parent Company and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, has represented to us and to the other auditors of such subsidiaries that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company and its subsidiary companies to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company and its subsidiary companies ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The respective Managements of the Parent Company and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, has represented to us and to the other auditors of such subsidiaries that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the Holding Company and its subsidiary companies from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company and its subsidiary companies shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c) Based on such audit procedures that the auditor has considered reasonable and appropriate in the circumstances, nothing has come to their notice that has caused them to believe that the representations under sub-clause (i) and (ii) contain any material misstatement.

(v) During the year the Holding Company and its subsidiary companies have complied with Section 123 of the Act, wherever applicable, with regard to dividend declared and paid.

(vi) Based on our examination which included test checks and that performed by the auditors of the subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act, the company and subsidiaries have used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we and the auditors of the above referred subsidiaries did not come across any instance of the audit trail feature being tampered with. Additionally, the audit trail has been preserved by the company and above referred subsidiaries as per the statutory requirements for record retention.

For **AJAY PALIWAL & Co.**
Chartered Accountants
Firm's Registration No. 12345C

Ajay Paliwal
Proprietor
M. No. 403290

Place of signature: Mumbai
Dated: May 13, 2026
UDIN: 26403290IIRVXZ8890

"ANNEXURE - A" TO THE INDEPENDENT AUDITOR'S REPORT (REFERRED TO IN PARAGRAPH 8 UNDER 'REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS' SECTION OF OUR REPORT OF EVEN DATE)

In terms of the information and explanations sought by us and given by the Company and to the best of our knowledge and belief, we state that:

(i) There have been no qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order (CARO) reports of the companies included in the consolidated financial statements.

For **AJAY PALIWAL & Co.**
Chartered Accountants
Firm's Registration No. 12345C

Ajay Paliwal
Proprietor
M. No. 403290

Place of signature: Mumbai
Dated: May 13, 2026
UDIN: 26403290IIRVXZ8890

"ANNEXURE B" TO THE INDEPENDENT AUDITOR'S REPORT (REFERRED TO IN PARAGRAPH 2 (F) UNDER 'REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS' SECTION OF OUR REPORT OF EVEN DATE)

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

In conjunction with our audit of the consolidated Ind AS financial statements of the Company as of and for the year ended 31st March, 2026, we have audited the internal financial controls over financial reporting of **Aeroflex Enterprises Limited** (formerly Sat Industries Limited) (hereinafter referred to as "the Parent") and its subsidiary companies, which are companies incorporated in India, as of that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

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

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Parent, its subsidiary companies and its associate company, which are companies incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under Section 143(10) of the 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 of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors of the subsidiary companies and associate company, which are companies incorporated in India, in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Parent, its subsidiary companies and its associate company, which are companies incorporated in India.

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 (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected.

Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

OPINION

In our opinion to the best of our information and according to the explanations given to us and based on the consideration of the other auditors referred to in the Other Matters paragraph below, the Parent and its subsidiary companies, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 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.

OTHER MATTERS

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

For **AJAY PALIWAL & Co.**
Chartered Accountants
Firm's Registration No. 12345C

Ajay Paliwal
Proprietor
M. No. 403290

Place of signature: Mumbai
Dated: May 13, 2026
UDIN: 26403290IIRVXZ8890

Consolidated Balance Sheet

As at March 31, 2026

(₹ in lakhs)

Particulars	Note	As at March 31, 2026		As at March 31, 2025	
ASSETS					
(1) Non-current assets					
(a) Property, plant and equipment	3		26,767.32		23,029.65
(b) Capital work-in-Progress	3		2,310.04		984.22
(c) Right-of-use assets	3		1,357.53		204.14
(d) Investment property			-		-
(e) Goodwill on consolidation			6,236.83		3,779.77
(f) Other intangible assets	3		113.94		111.66
(g) Intangible assets under development			-		-
(h) Biological assets other than bearer plants			-		-
(i) Financial Assets			-		-
(i) Investments	4	2,725.43		2,165.89	
(ii) Trade receivables		-		-	
(iii) Loans	5	5,337.83		4,616.05	
(iv) Others	6	535.28	8,598.54	430.40	7,212.34
(i) Deferred tax assets (net)					
(j) Other non-current assets	7		419.39		348.17
(2) Current assets					
(a) Inventories	8		15,944.46		13,078.48
(b) Financial assets					
(i) Investments		-		-	
(ii) Trade receivables	9	21,372.05		18,984.65	
(iii) Cash and cash equivalents	10	5,042.50		4,487.00	
(iv) Bank balances other than (iii) above	11	9,562.98		14,875.83	
(v) Loans	5	10,191.88		4,369.50	
(vi) Others	6	417.20	46,586.61	231.42	42,948.40
(c) Current tax assets (net)	12		37.12		18.74
(d) Other current assets	7		7207.47		5,794.62
Total Assets			**1,15,579.25**		**97,510.19**
EQUITY AND LIABILITIES					
Equity					
(a) Equity share capital	13		2,261.70		2,261.70
(b) Other equity	14	80,416.10		80,043.91	
Equity attributable to the owners of the parent		80,416.10		67,810.49	
Non Control ling interest		13,560.99	93,977.09	12,233.42	80,043.91
Total Equity			**96,238.79**		**82,305.61**
LIABILITIES					
(1) Non-current liabilities					
(a) Financial liabilities					
(i) Borrowings	15	353.09		461.81	
(ia) Lease liabilities	16	1,019.65		137.77	
(ii) Trade payables		-		-	
(iii) Other financial liabilities	17	1,316.56	2,689.30	1,372.69	1,972.27
(b) Provisions	18	-	62.90	-	35.11
(c) Deferred tax liabilities (net)	19		187.14		365.62
(d) Other non-current liabilities			-		-
(2) Current liabilities					
(a) Financial liabilities					
(i) Borrowings	20	2,297.90		2,435.53	
(ia) Lease liabilities	16	388.38		71.54	
(ii) Trade payables	21			-	
(A) total outstanding dues of micro enterprises and small enterprises; and		1,110.18		923.38	
(B) total outstanding dues of creditors other than micro enterprises and small enterprises.		9,042.13		6,178.81	
(iii) Other financial liabilities(other than those specified in item (c)	17	1.94	12,840.53	1.93	9,611.19
(b) Other current liabilities	22		2,755.09		2,365.72
(c) Provisions	18		173.29		116.32
(d) Current tax liabilities (net)	23		632.21		738.35
Total Equity and Liabilities			**1,15,579.25**		**97,510.19**
See accompanying notes to financial statements	1 to 72				

As per our report attached

For **AJAY PALIWAL & Co.**
Chartered Accountants
Firm's Registration No. 12345C

Signatures to the Financial Statements and Notes

AJAY PALIWAL
Proprietor
M. No. 403290

ALKA PREMKUMAR GUPTA
Company Secretary
M.No. A35442

SHEHNAZ D ALI
Wholetime Director
DIN: 00185452

HARIKANT TURGALIA
Wholetime Director and CFO
DIN: 00049544

Place of signature: Mumbai
Dated: May 13, 2026
UDIN: 26403290IIRVXZ8890

Consolidated Statement of Profit and Loss

For the year ended March 31, 2026

(₹ in lakhs)

	Particulars	Note	Year ended March 31, 2026		Year ended March 31, 2025	
Income:						
I	Revenue from operations	24		69,783.06		57,853.77
II	Other income	25		2,826.71		2,754.98
III	**Total income (I+II)**			**72,609.77**		**60,608.75**
IV	**Cost of materials consumed**	**26**		**39,617.31**		**32,093.64**
	Purchases of stock-in-trade	27		1,089.90		1,819.99
	Changes in inventories of finished goods, work-in-progress and stock-in-trade	28		(1,689.46)		(684.69)
	Employee benefits expense	29		7,357.59		5,678.18
	Finance costs	30		525.56		558.31
	Depreciation and amortisation expense	3		3,295.78		1,527.32
	Other expenses	31		11,253.76		8,706.28
	Total expenses (IV)			**61,450.44**		**49,699.03**
V	Profit before share of profit/(loss) of an associate and exceptional items (III-IV)			11,159.33		10,909.72
VI	Share of profit/(loss) of an associate			-		-
VII	Profit before exceptional items and tax (V+VI)			11,159.33		10,909.72
VIII	Exceptional items			(95.67)		(12.81)
IX	Profit before tax (VII+VIII)			11,063.66		10,896.91
X	Tax expense:					
	(1) Current tax		2,725.66		2,694.35	
	Less: MAT Adjustments (refer to note 70)		(67.26)		2.34	
			2,792.92		**2,692.01**	
	(2) Prior period income tax		(11.84)		7.87	
	(3) Deferred tax		(250.54)	2,530.54	123.84	2,823.72
XI	Profit for the period from continuing operation (IX-X)			8,533.12		8,073.19
XII	Profit/(Loss) from discontinued operations.			-		-
XIII	Tax expense of discontinued operations			-		-
XIV	Profit/(loss) from discontinued operation (after tax) (XII-XIII)			-		-
XV	Profit for the period (XV+XVI)			8,533.12		8,073.19
XVI	Other Comprehensive Income					
	A (i) Item that will not be reclassified to profit or loss		-		-	
	Re-measurement gains (losses) on shares of securities and shares		14.08		5.13	
	Re-measurement gains (losses) on actuarial valuation of gratuity		(4.72)		1.78	
	Equity instrument through other comprehensive income				-	
	(ii) Income tax relating to item that will not be reclassified to profit or loss		(27.06)		(0.95)	
	B (i) Item that will be reclassified to profit or loss			-		-
	Exchange difference in translating the financial instatement of foreign operations		692.68		212.41	
	(ii) Income tax relating to item that will be reclassified to profit or loss		-	674.98	-	218.37
XVII	**Total Comprehensive Income for the period (XVI+XVII)**			9,208.10		8,291.56
	Attributable to					
	a) Owners of the parent			7,097.43		5,530.37
	(b) Non-controlling interests			2,110.67		2,761.19
	Of the Total Comprehensive income					
	Profit for the year attributable to:					
	Owners of the parent			6,422.45		5,312.00
	Non-controlling interests			2,110.67		2,761.19
	of the Total comprehensive income above					
	Other Comprehensive income attributable to:					
	Owners of the parent			674.98		218.37
	Non-controlling interests					-
XVIII	Earnings per equity share: (for continued operation):					
	(1) Basic	33		5.68		4.70
	(2) Diluted	33		5.68		4.70
XIX	Earnings per equity share: (for discontinued operation):					
	(1) Basic					-
	(2) Diluted					-
XX	Earnings per equity share: (for discontinued & continuing operations)					
	(1) Basic	33		5.68		4.70
	(2) Diluted	33		5.68		4.70

See accompanying notes to the financial statement 1 to 72

As per our report attached

For **AJAY PALIWAL & Co.**
Chartered Accountants
Firm's Registration No. 12345C

Signatures to the Financial Statements and Notes

AJAY PALIWAL
Proprietor
M. No. 403290

ALKA PREMKUMAR GUPTA
Company Secretary
M.No. A35442

SHEHNAZ D ALI
Wholetime Director
DIN: 00185452

HARIKANT TURGALIA
Wholetime Director and CFO
DIN: 00049544

Place of signature: Mumbai
Dated: May 13, 2026
UDIN: 26403290IIRVXZ8890

Consolidated Cash Flow Statement

For the year ended March 31, 2026

(₹ in lakhs)

Sr. No.	Particulars	Year ended March 31, 2026	Year ended March 31, 2025
A	**Cash flow from operating activities**		
	Net profit before tax	11,063.66	10,896.91
	Adjustments for:		
	Depreciation	3,295.78	1,527.32
	Interest paid	373.85	534.88
	Interest received	(757.62)	(1,541.71)
	Loss/(profit) on sale of property, plant and equipment	(25.61)	(150.39)
	Share based employee expenses	65.61	-
	Diminution in investment	42.47	-
	Foreign exchange on translation	371.46	212.41
	Unrealised exchange rate difference	3.20	(53.28)
	Provision of gratuity and leave encashment	84.76	-
	Provision for bad debts	368.08	238.97
	(Profit)/loss on sale of investments	(61.74)	(155.17)
	Operating profit before working capital changes	**14,823.90**	**11,509.94**
	Adjustment for:		
	Inventories	(2,865.98)	(1,597.41)
	Trade receivables	(2,387.39)	(3,134.28)
	Trade payables	3,050.21	146.29
	Loans	(6,544.16)	(36.21)
	Other financial assets	(185.78)	(18.75)
	Other non-current financial assets	(4.51)	(363.46)
	Financial liabilities	(56.12)	799.80
	Current liabilites	389.37	(862.73)
	Increase in current tax assets	(18.38)	(5.46)
	Increase/(decrease) in non-current assets	(71.22)	345.81
	Increase in other current assets	(1,412.85)	(441.85)
	Cash generated from operations	**4,717.09**	**6,341.69**
	Income tax paid	2,887.22	2,640.88
	Net cash inflow/(out flow) from operations (A)	**1,829.87**	**3,700.81**
B	**Cash Flow from Investing Activities:**		
	Sale of property, plant and equipment	83.30	674.17
	Purchase of property, plant and equipment including CWIP	(7,884.48)	(10,365.56)
	Purchase of intangible assets	(49.98)	(76.96)
	Deposit with banks (net)	5,312.85	10,264.14
	Purchase of investments - Non current	(668.71)	(270.41)
	Sale of investment	153.05	241.61
	Interest received	757.62	1,541.71
	Net cash inflow/(outflow) from investing activities (B)	**(2,296.35)**	**2,008.70**
C	**Cash flow from financing activities**		
	Increase in borrowings	414.32	133.32
	Repayment of borrowings	(480.35)	(3,528.16)
	Amalgamation expenses	-	(5.37)
	Dividend payment	(628.21)	(276.17)
	Capital issue expenses	(179.01)	(8.70)
	Capital and premium raised by subsidiary	5,500.00	-
	Money against share warrants	810.00	-
	Lease liabilites payments	(470.14)	-
	Interest on lease liabilities	(124.25)	
	Acquisition of subsidiary	(3,290.09)	(5,668.72)
	Interest paid	(249.60)	(534.88)
	Net cash inflow/(out flow) from financing activities (C)	**1,302.67**	**(9,888.68)**
	Net increase/decrease in cash & cash equivalents (A+B+C)	**836.19**	**(4,179.17)**
	As at the beginning of the year	4,386.63	8,579.88
	Less: Cash credit	1,757.03	1,771.11
	As at the end of the year	5,042.50	4,386.63
	Less: Cash credit	1,576.71	1,757.03
	Net Increase/(decrease) in cash & cash equivalents	**836.19**	**(4,179.17)**

Consolidated Cash Flow Statement (Contd.)

For the year ended March 31, 2026

(₹ in lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
I. Cash and cash equivalents as per above comprise of the following:		
Cash on hand	17.65	16.01
Balances with scheduled banks:		
- On current accounts	3,219.10	2,560.00
- On deposit accounts (deposits having an original maturity of 3 months or less)	1,805.75	1,810.62
Cash and cash equivalent as per note 10	**5,042.50**	**4,386.63**

II. The above Statement of Cash Flows has been prepared under the 'Indirect Method' as set out in the Indian Accounting Standard (Ind AS) 7 - "Statement of Cash Flows" specified under Section 133 of the Companies Act, 2013.

The notes 1 to 72 form an integral part of the financial statements.

This is the Statement of Cash Flows referred to in our report of even date attached.

As per our report attached

For **AJAY PALIWAL & Co.**
Chartered Accountants
Firm's Registration No. 12345C

Signatures to the Financial Statements and Notes

AJAY PALIWAL
Proprietor
M. No. 403290

ALKA PREMKUMAR GUPTA
Company Secretary
M.No. A35442

SHEHNAZ D ALI
Wholetime Director
DIN: 00185452

HARIKANT TURGALIA
Wholetime Director and CFO
DIN: 00049544

Place of signature: Mumbai
Dated: May 13, 2026
UDIN: 26403290IIRVXZ8890

Consolidated Statement of Changes in equity

A) EQUITY SHARE CAPITAL

(1) Current reporting period

(₹ in lakhs)

	Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
For the year ended on 31/03/2026	2,261.70	-	-	-	2,261.70

(2) Previous reporting period

(₹ in lakhs)

	Balance at the beginning of the previous reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the previous reporting period	Changes in equity share capital during the previous year	Balance at the end of the previous reporting period
For the year ended on 31/03/2025	2,261.70	-	-	-	2,261.70

Consolidated Statement of Changes in equity (Contd.)

B) OTHER EQUITY

(₹ in lakhs)

	Reserves & Surplus						Equity Instruments through other Comprehensive Income	Share base payment reserve	Exchange difference on translating financial difference on foreign operation	Capital Issue expenses	Attributable to owners of the parent	Non-controlling interest	Total
	Statutory reserve	Capital reserve	Securities premium	General reserve	Money against share warrant	Retained earnings							
Balance at the beginning of the reporting period - 01/04/2024	13.12	5,698.29	20,597.93	127.04		35,004.36	(28.68)		1,158.30	-	62,570.36	7,234.70	69,805.06
Profit for the year	-	-	-	-		5,312.00	-		-	-	5,312.00	2,761.19	8,073.19
Total Comprehensive income for the year	**-**	**-**	**-**	**-**		**-**	**5.96**		**212.41**	**-**	**218.37**	**-**	218.37
On acquisition of subsidiary												2,237.53	2,237.53
Transfer to/from	-	-		-		(8.70)	-		-		(8.70)	-	(8.70)
Dividend						(276.17)					(276.17)		(276.17)
Statutory reserves as per section 45-IC of RBI Act,1934	32.00					(32.00)					-		-
Amalgamation Expenses						(5.37)					(5.37)		(5.37)
Balance at the end of the reporting period - 31/03/2025	45.12	5,698.29	20,597.93	127.04		39,994.12	(22.72)		1,370.71	-	67,810.49	12,233.42	80,043.91
Profit for the year	-	5,439.79	-	-		6,422.45	-		-	-	11,862.24	2,160.02	14,022.26
Total Comprehensive income for the year	**-**	**-**	**-**	**-**			**(17.70)**		**692.68**	**-**	**674.98**	**-**	**674.98**
On initial public offer of subsidiary		-	-								-		-
On acquisition of subsidiary						-					-	-	-
Transfer to/from	-	(179.01)	-	-		-	-		-	-	(179.01)	(832.45)	(1,011.46)
Dividend					810.00	(628.21)					181.79		181.79
Share base payment reserve								65.61			65.61		65.61
Statutory reserves as per section 45-IC of RBI Act,1934	60.70					(60.70)					-		-
Balance at the end of the reporting period - 31/03/2026	**105.82**	**10,959.07**	**20,597.93**	**127.04**	**810.00**	**45,727.66**	**(40.42)**	**65.61**	**2,063.39**	**-**	**80,416.10**	**13,560.99**	**93,977.09**

See accompanying notes to financial statements

As per our report attached

For **AJAY PALIWAL & Co.**
Chartered Accountants
Firm’s Registration No. 12345C

Signatures to the Financial Statements and Notes

AJAY PALIWAL
Proprietor
M. No. 403290

ALKA PREMKUMAR GUPTA
Company Secretary
M.No. A35442

SHEHNAZ D ALI
Wholetime Director
DIN: 00185452

HARIKANT TURGALIA
Wholetime Director and CFO
DIN: 00049544

Place of signature: Mumbai
Dated: May 13, 2026
UDIN: 26403290IIRVXZ8890

Notes to the Consolidated Financial Statements

1. COMPANY INFORMATION

Aeroflex Enterprises Limited (formerly SAT Industries Limited) (AEL) - parent - is a public limited Company domiciled in India and is incorporated under the provisions of the Companies Act,1956. AEL is engaged in the business of knowledge based engineering, engineering services, innovative packaging, fintech lending, investments and global commerce on its own and through subsidiary companies.

2. SIGNIFICANT ACCOUNTING POLICIES

Statement of Compliance

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013. The financial statements have also been prepared in accordance with the relevant presentation requirements of the Companies Act, 2013.

Basis of Preparation

The financial statements are prepared in accordance with the historical cost convention, except for certain items that are measured at fair values, as explained in the accounting policies.

Fair Value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of Ind AS 102 – Share-based Payment, leasing transactions that are within the scope of Ind AS 116 – Leases, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 – Inventories or value in use in Ind AS 36 – Impairment of Assets.

The preparation of financial statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the application of the accounting policies and the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the year. Actual results could differ from those estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period; they are recognised in the period of the revision and future periods if the revision affects both current and future periods.

Basis of Consolidation

The Consolidated Financial Statements (CFS) include the financial statements of the Company and its subsidiaries and together with the share of the total comprehensive income of associates.

Subsidiaries are entities controlled by the Group. Associate is an entity over which the Group exercise significant influence but does not control.

Control and significant influence is assessed annually with reference to the voting power (usually arising from equity shareholdings and potential voting rights) and other rights (usually contractual) enjoyed by the Group in its capacity as an investor that provides it the power and consequential ability to direct the investee's activities and significantly affect the Group's returns from its investment. Such assessment requires the exercise of judgement and is disclosed by way of a note to the Financial Statements. The Group is considered not to be in control of entities where it is unclear as to whether it enjoys such power over the investee.

The assets, liabilities, income and expenses of subsidiaries are aggregated and consolidated, line by line, from the date control is acquired by any Group entity to the date it ceases. Profit or loss and each component of other comprehensive income are attributed to the Group as owners and to the non-controlling interests. The Group presents the non-controlling interests in the Balance Sheet within equity, separately from the equity of the Group as owners. The excess of the Group's investment in a subsidiary over its share in the net worth of such subsidiary on the date control is acquired is treated as goodwill while a deficit is considered as a capital reserve in the CFS. On disposal of the subsidiary, attributable amount on goodwill is included in the determination of the profit or loss and recognised in the Statement of Profit and Loss.

Impairment loss, if any, to the extent the carrying amount exceeds the recoverable amount is charged off to the Statement of Profit and Loss as it arises and is not reversed. For impairment testing, goodwill is allocated to Cash Generating Unit (CGU) or a group of CGUs to which it relates, which is not larger than an operating segment, and is monitored for internal management purposes. An investment in an associate is initially recognized at cost on the date of the investment, and inclusive of any goodwill/capital reserve embedded in the cost, in the Balance Sheet. The proportionate share of the Group in the net profits/losses as also in the other comprehensive income is recognised in the Statement of Profit and Loss and the carrying value of the investment is adjusted by a like amount (referred as 'equity method').

Notes to the Consolidated Financial Statements (Contd.)

All intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

Operating Cycle

All assets and liabilities have been classified as current or non-current as per the Group's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013 and Ind AS 1 – Presentation of Financial Statements based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents.

Property, Plant and Equipment – Tangible Assets

Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation and impairment, if any. For this purpose, cost includes deemed cost which represents the carrying value of property, plant and equipment recognised as at 1st April, 2016 measured as per the previous GAAP. Cost is inclusive of inward freight, duties and taxes and incidental expenses related to acquisition. In respect of major projects involving construction, related pre-operational expenses form part of the value of assets capitalised. Expenses capitalised also include applicable borrowing costs for qualifying assets, if any. All up gradation/ enhancements are charged off as revenue expenditure unless they bring similar significant additional benefits.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of asset.

Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss.

Depreciation of these assets commences when the assets are ready for their intended use which is generally on commissioning. Items of property, plant and equipment are depreciated in a manner that amortises the cost (or other amount substituted for cost) of the assets after commissioning, less its residual value, over their useful lives as specified in Schedule II of the Companies Act, 2013 on a straight line basis. Land is not depreciated.

The estimated useful lives of property, plant and equipment of the Group are as follows:

Buildings	30 Years
Plant and equipment	7 – 25 Years
Furniture and fixtures	8 – 10 Years
Vehicles	8 – 10 Years
Office equipment	5 Years

No write off is made in respect of leasehold land.

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets or, where shorter, the term of the relevant lease.

Property, plant and equipment's residual values and useful lives are reviewed at each Balance Sheet date and changes, if any, are treated as changes in accounting estimate.

Goodwill on Consolidation

Goodwill arising on consolidation is stated at cost less impairment losses, where applicable. On disposal of a subsidiary, attributable amount of goodwill is included in the determination of the profit or loss recognised in the Statement of Profit and Loss. On acquisition of an associate, the goodwill/capital reserve arising from such acquisition is included in the carrying amount of the investment and also disclosed separately.

Impairment loss, if any, to the extent the carrying amount exceed the recoverable amount is charged off to the Statement of Profit and Loss as it arises and is not reversed. For impairment testing, goodwill is allocated to Cash Generating Unit (CGU) or group of CGUs to which it relates, which is not larger than an operating segment, and is monitored for internal management purposes.

Intangible Assets

Intangible assets that the Company controls and from which it expects future economic benefits are capitalised upon acquisition and measured initially:

a. for assets acquired in a business combination or by way of a government grant, at fair value on the date of acquisition/grant

b. for separately acquired assets, at cost comprising the purchase price (including import duties and non-refundable taxes) and directly attributable costs to prepare the asset for its intended use.

Internally generated assets for which the cost is clearly identifiable are capitalised at cost. Research expenditure is recognised as an expense when it is incurred. Development costs are capitalised only after the technical and commercial feasibility of the asset for sale or use has been established. Thereafter, all directly attributable expenditure incurred to prepare the asset for its intended use are recognised as the cost of such assets. Internally generated brands, websites and customer lists are not recognised as intangible assets.

The carrying value of intangible assets includes deemed cost which represents the carrying value of intangible assets recognised as at 1st April, 2016 measured as per the previous GAAP.

Intangible assets that have finite lives are amortised over their estimated useful lives by the straight line method unless it is practical to reliably determine the pattern of

Notes to the Consolidated Financial Statements (Contd.)

benefits arising from the asset. An intangible asset with an indefinite useful life is not amortised.

All intangible assets are tested for impairment. Amortisation expenses and impairment losses and reversal of impairment losses are taken to the Statement of Profit and Loss.

Thus, after initial recognition, an intangible asset is carried at its cost less accumulated amortisation and/ or impairment losses. The useful lives of intangible assets are reviewed annually to determine if a reset of such useful life is required for assets with finite lives and to confirm that business circumstances continue to support an indefinite useful life assessment for assets so classified. Based on such review, the useful life may change or the useful life assessment may change from indefinite to finite. The impact of such changes is accounted for as a change in accounting estimate.

Impairment of Assets

Impairment loss, if any, is provided to the extent, the carrying amount of assets or cash generating units exceed their recoverable amount.

Recoverable amount is higher of an asset's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset or cash generating unit and from its disposal at the end of its useful life.

Impairment losses recognised in prior years are reversed when there is an indication that the impairment losses recognised no longer exist or have decreased. Such reversals are recognised as an increase in carrying amounts of assets to the extent that it does not exceed the carrying amounts that would have been determined (net of amortisation or depreciation) had no impairment loss been recognised in previous years.

Inventories

Inventories are stated at lower of cost and net realisable value. The cost is calculated on FIFO method. Cost comprises expenditure incurred in the normal course of business in bringing such inventories to its present location and condition and includes, where applicable, appropriate overheads based on normal level of activity. Net realisable value is the estimated selling price less estimated costs for completion and sale.

Obsolete, slow moving and defective inventories are identified from time to time and, where necessary, a provision is made for such inventories.

Foreign Currency Transactions

The presentation currency of the Group is Indian Rupee. Transactions in foreign currency are accounted for at the exchange rate prevailing on the transaction date. Gains/ losses arising on settlement as also on translation of monetary items are recognised in the Statement of Profit and Loss.

Exchange differences arising on monetary items that, in substance, form part of the Group's net investment in a foreign operation (having a functional currency other than Indian Rupee) are accumulated in foreign currency translation reserve.

For the preparation of the consolidated financial statements:

(a) assets and liabilities of foreign operations, together with goodwill and fair value adjustments assumed on acquisition thereof, are translated to Indian Rupees at exchange rates prevailing at the reporting period; end

(b) income and expense items are translated at the average exchange rates prevailing during the period; when exchange rates fluctuate significantly the rates prevailing on the transaction date are used instead.

Differences arising on such translation are accumulated in foreign currency translation reserve and attributed to non-controlling interests proportionately

On the disposal of a foreign operation, all of the exchange differences accumulated in equity in respect of that operation attributable to the owners of the Group is reclassified to the Statement of Profit and Loss. In relation to a partial disposal, that does not result in losing control over the subsidiary, the proportionate exchange differences accumulated in equity is reclassified to the Statement of Profit and Loss

Investment in Subsidiary and Associate

Investment in Associate is accounted for using the 'equity method' less accumulated impairment, if any.

Financial instruments, Financial assets, Financial liabilities and Equity instruments

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the relevant instrument and are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities measured at fair value through profit or loss) are added to or deducted from the fair value on initial recognition of financial assets or financial liabilities. Purchase or sale of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date when the Company commits to purchase or sell the asset.

Notes to the Consolidated Financial Statements (Contd.)

Financial Assets

Recognition:

Financial assets include investments, trade receivables, advances, security deposits, cash and cash equivalents. Such assets are initially recognised at transaction price when the Group becomes party to contractual obligations. The transaction price includes transaction costs unless the asset is being fair valued through the Statement of Profit and Loss.

Classification:

Management determines the classification of an asset at initial recognition depending on the purpose for which the assets were acquired. The subsequent measurement of financial assets depends on such classification.

Financial assets are classified as those measured at:

(a) amortised cost, where the financial assets are held solely for collection of cash flows arising from payments of principal and/or interest.

(b) fair value through other comprehensive income (FVTOCI), where the financial assets are held not only for collection of cash flows arising from payments of principal and interest but also from the sale of such assets. Such assets are subsequently measured at fair value, with unrealised gains and losses arising from changes in the fair value being recognised in other comprehensive income.

(c) fair value through profit or loss (FVTPL), where the assets are managed in accordance with an approved investment strategy that triggers purchase and sale decisions based on the fair value of such assets. Such assets are subsequently measured at fair value, with unrealised gains and losses arising from changes in the fair value being recognised in the Statement of Profit and Loss in the period in which they arise.

Trade receivables, Advances, Security Deposits, Cash and cash equivalents etc. are classified for measurement at amortised cost while investments may fall under any of the aforesaid classes. However, in respect of particular investments in equity instruments that would otherwise be measured at fair value through profit or loss, an irrevocable election at initial recognition may be made to present subsequent changes in fair value through other comprehensive income.

Impairment:

The Group assesses at each reporting date whether a financial asset (or a group of financial assets) such as investments, trade receivables, advances and security deposits held at amortised cost and financial assets that are measured at fair value through other comprehensive income are tested for impairment based on evidence or information that is available without undue cost or effort. Expected credit losses are assessed and loss allowances recognised if the credit quality of the financial asset has deteriorated significantly since initial recognition.

Reclassification:

When and only when the business model is changed, the Group shall reclassify all affected financial assets prospectively from the reclassification date as subsequently measured at amortised cost, fair value through other comprehensive income, fair value through profit or loss without restating the previously recognised gains, losses or interest and in terms of the reclassification principles laid down in the Ind AS relating to Financial Instruments.

De-recognition:

Financial assets are derecognised when the right to receive cash flows from the assets has expired, or has been transferred, and the Company has transferred substantially all of the risks and rewards of ownership. Concomitantly, if the asset is one that is measured at:

(a) amortised cost, the gain or loss is recognised in the Statement of Profit and Loss;

(b) fair value through other comprehensive income, the cumulative fair value adjustments previously taken to reserves are reclassified to the Statement of Profit and Loss unless the asset represents an equity investment in which case the cumulative fair value adjustments previously taken to reserves is reclassified within equity.

Income Recognition:

Interest income is recognised in the Statement of Profit and Loss using the effective interest method. Dividend income is recognised in the Statement of Profit and Loss when the right to receive dividend is established.

Financial Liabilities

Borrowings, trade payables and other financial liabilities are initially recognised at the value of the respective contractual obligations. They are subsequently measured at amortised cost. Any discount or premium on redemption/settlement is recognised in the Statement of Profit and Loss as finance cost over the life of the liability using the effective interest method and adjusted to the liability figure disclosed in the Balance Sheet.

Financial liabilities are derecognised when the liability is extinguished, that is, when the contractual obligation is discharged, cancelled and on expiry.

Offsetting Financial Instruments

Financial assets and liabilities are offset and the net amount is included in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

Equity Instruments

Equity instruments are recognised at the value of the proceeds, net of direct costs of the capital issue.

Notes to the Consolidated Financial Statements (Contd.)

Revenue

Revenue is measured at the fair value of the consideration received or receivable for goods supplied and services rendered, net of returns and discounts to customers. Revenue from the sale of goods includes excise and other duties which the Group pays as a principal but excludes amounts collected on behalf of third parties, such as goods and service tax.

Revenue from the sale of goods is recognised when significant risks and rewards of ownership have been transferred to the customer, which is mainly upon delivery, the amount of revenue can be measured reliably and recovery of the consideration is probable. Revenue from services is recognised in the periods in which the services are rendered.

Government Grant

The Group may receive government grants that require compliance with certain conditions related to the Group's operating activities or are provided to the Group by way of financial assistance on the basis of certain qualifying criteria.

Government grants are recognised when there is reasonable assurance that the grant will be received, and the Group will comply with the conditions attached to the grant. Accordingly, government grants:

(a) related to or used for assets are included in the Balance Sheet as deferred income and recognised as income over the useful life of the assets.

(b) related to incurring specific expenditures are taken to the Statement of Profit and Loss on the same basis and in the same periods as the expenditures incurred.

(c) by way of financial assistance on the basis of certain qualifying criteria are recognised as they become receivable.

In the unlikely event that a grant previously recognised is ultimately not received, it is treated as a change in estimate and the amount cumulatively recognised is expensed in the Statement of Profit and Loss.

Employee Benefits

i) Short-term employee benefits liabilities for wages and salaries including non monetary benefits that are expected to be settled wholly within twelve months after the end of the period in which the employees render the related service are classified as short term employee benefits and are recognised as an expense in the Statement of Profit and Loss as the related service is provided. A liability is recognised for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

iii) Post-Employment Benefits Defined Contribution Plans

Payments made to a defined contribution plan such as Provident Fund maintained with Regional Provident Fund Office and Superannuation Fund are charged as an expense in the Statement of Profit and Loss as they fall due.

Defined Benefit Plans

Gratuity Fund

The Group has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. Gratuity is payable to all eligible employees on death or on separation/termination in terms of the provisions of The Payment of the Gratuity (Amendment) Act, 1997 or as per the Company's scheme whichever is more beneficial to the employees.

Provident Fund

The contributions to the Provident Fund of employees are made to a Government administered Provident Fund and there are no further obligations beyond making such contribution.

iv) Other Long Term Employee Benefits

The liabilities for earned leave and sick leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by the employees upto the end of the reporting period using the projected unit credit method

Re-measurements are recognised in profit or loss in the period in which they arise. Actuarial gains and losses in respect of such benefits are charged to Statement of Profit and Loss in the period in which they arise.

Leases

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

Group as a Lessee

Assets used under finance leases are recognised as property, plant and equipment in the Balance Sheet for an amount that corresponds to the lower of fair value and the present value of minimum lease payments determined at the inception of the lease and a liability is recognised for an equivalent amount.

The minimum lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised in the Statement of Profit and Loss.

Notes to the Consolidated Financial Statements (Contd.)

Rentals payable under operating leases are charged to the Statement of Profit and Loss on a straight-line basis over the term of the relevant lease unless the payments to the lessor are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

Group as a Lessor

Leases in which the Group does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Where the Group is a lessor under an operating lease, the asset is capitalised within property, plant and equipment and depreciated over its useful economic life. Payments received under operating leases are recognised in the Statement of Profit and Loss at the rate of cost of funds over the term of the lease.

Taxes on Income

Taxes on income comprises of current taxes and deferred taxes. Current tax in the Statement of Profit and Loss is provided as the amount of tax payable in respect of taxable income for the period using tax rates and tax laws enacted during the period, together with any adjustment to tax payable in respect of previous years.

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities and the amounts used for taxation purposes (tax base), at the tax rates and tax laws enacted or substantively enacted by the end of the reporting period.

Deferred tax assets are recognised for the future tax consequences to the extent it is probable that future taxable profits will be available against which the deductible temporary differences can be utilised.

Income tax, in so far as it relates to items disclosed under other comprehensive income or equity, are disclosed separately under other comprehensive income or equity, as applicable.

Deferred tax assets and liabilities are offset when there is legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances related to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on net basis, or to realise the asset and settle the liability simultaneously.

Claims

Claims against the Group not acknowledged as debts are disclosed after a careful evaluation of the facts and legal aspects of the matter involved.

Provisions

Provisions are recognised when, as a result of a past event, the Group has a legal or constructive obligation; it is probable that an outflow of resources will be required to settle the obligation; and the amount can be reliably estimated. The amount so recognised is a best estimate of the consideration required to settle the obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation. In an event when the time value of money is material, the provision is carried at the present value of the cash flows estimated to settle the obligation.

Operating Segments

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker (CODM). The CODM, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Corporate Management Committee.

Segments are organised based on business which have similar economic characteristics as well as exhibit similarities in nature of products and services offered, the nature of production processes, the type and class of customer and distribution methods.

Segment revenue arising from third party customers is reported on the same basis as revenue in the financial statements. Inter-segment revenue is reported on the basis of transactions which are primarily market led. Segment results represent profits before finance charges, unallocated corporate expenses and taxes.

"Unallocated Corporate Expenses" include revenue and expenses that relate to initiatives/costs attributable to the enterprise as a whole and are not attributable to segments.

Financial and Management Information Systems

The Group's accounting system is designed to comply with the relevant provisions of the Companies Act, 2013, to provide financial information appropriate to the businesses and facilitate internal control.

Use of estimates and judgements

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period end. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Notes to the Consolidated Financial Statements (Contd.)

A. Judgements in applying accounting policies

The following are the judgements, apart from those involving estimations (see note below), that the Group have made in the process of applying the accounting policies and that have a significant effect on the amounts recognised in the consolidated financial statements:

1. Control:

The Group assessed whether or not it has control on its investees based on whether, as an investor, it has the power/rights and consequently the practical ability to direct the relevant activities of its investees unilaterally. In making this judgement, the Group considered the absolute size of its holding, the relative size of and dispersion of other shareholders, and whether any contractual arrangements exist between the Company (and its subsidiaries) and other shareholders of the investees. Based on this, and in accordance with its accounting policy, the Group has determined that the entities listed in the notes to the financial statements are the only entities over which Group has control.

2. Significant influence:

The Group assessed whether or not it has significant influence on its investees based on its practical ability to participate in the financial and operating policy decisions of the investee, though it is not in control of these policies. Based on such assessment, the Group determined that the entities listed in the notes to the financial statements are the only entities over which the Group has significant influence, and accordingly associates.

3. Useful life of Intangible Assets:

The Group is required to determine whether its intangible assets have indefinite or finite life which is a subject matter of judgement.

B. Key sources of estimation uncertainty

The following are the key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

1. Useful lives of property, plant and equipment and intangible assets:

As described in the significant accounting policies, the Group reviews the estimated useful lives of property, plant and equipment and intangible assets at the end of each reporting period.

2. Fair value measurements and valuation processes:

Some of the Group's assets and liabilities are measured at fair value for financial reporting purposes. In estimating the fair value of an asset or a liability, the Group uses market-observable data to the extent it is available. Where Level 1 inputs are not available, the Group engages third party valuers, where required, to perform the valuation. Information about the valuation techniques and inputs used in determining the fair value of various assets, liabilities and share based payments are disclosed in the notes to the financial statements.

3. Actuarial Valuation:

The determination of Group's liability towards defined benefit obligation to employees is made through independent actuarial valuation including determination of amounts to be recognised in the Statement of Profit and Loss and in other comprehensive income. Such valuation depend upon assumptions determined after taking into account inflation, seniority, promotion and other relevant factors such as supply and demand factors in the employment market. Information about such valuation is provided in notes to the financial statements.

4. Claims, Provisions and Contingent Liabilities:

In respect of litigations where an outflow of funds is believed to be probable and a reliable estimate of the outcome of the dispute can be made based on management's assessment of specific circumstances of each dispute and relevant external advice, management provides for its best estimate of the liability. Such accruals are by nature complex and can take number of years to resolve and can involve estimation uncertainty. Information about such litigations is provided in notes to the financial statements.

Notes to the Consolidated Financial Statements (Contd.)

NOTE 3: PROPERTY, PLANT AND EQUIPMENT

(₹ in lakhs)

Particulars	Owned Assets											Under Operating Lease		Total
	Land-Free hold	Land: leasehold*	Building	Plant and equipment	Furniture and fixtures	Vehicle	Office equipment	D.G.Set	Tube well	Computer	DEM	Moulds	Plant and equipment	
Year ended March 31, 2025														
GROSS CARRYING AMOUNT														
Opening gross carrying amount	345.2	3,374.0	6,969.0	20,474.8	836.50	475.83	473.5	58.2	7.3	371.7	7.8	-	-	33,393.95
Additions	-	-	-	-	-	-	-	-	-	-	-	-	-	-
On acquisition of subsidiary	5.77	-	306.55	5,452.79	155.71	315.46	117.66	-	-	204.60	-	-	-	6,558.54
Foreign currency translation reserve	-	-	-	-	0.07	0.18	0.14	-	-	0.36	-	-	-	0.75
Disposals/adjustment	-	-	-	131.65	-	19.94	12.20	-	-	-	-	-	-	163.79
Closing gross carrying amount	**350.99**	**3,374.03**	**7,275.59**	**25,795.95**	**992.28**	**771.53**	**579.11**	**58.24**	**7.28**	**576.66**	**7.79**	**-**	**-**	**39,789.45**
ACCUMULATED DEPRECIATION														
Opening accumulated depreciation	-	-	2,432.82	6,545.12	413.32	286.94	331.23	37.07	1.01	315.78	1.01	-	-	10,364.30
Depreciation charge during the year	-	-	649.56	1,773.21	103.85	88.96	84.38	2.55	0.24	60.08	1.23	-	-	2,764.06
Foreign currency translation reserve	-	-	-	-	0.01	0.02	0.01	-	-	0.09	-	-	-	0.13
Disposals/adjustments	-	-	-	85.12	-	12.42	8.56	-	-	-	-	-	-	106.10
Closing accumulated depreciation	**-**	**-**	**3,082.38**	**8,233.21**	**517.16**	**363.46**	**407.04**	**39.62**	**1.25**	**375.77**	**2.24**	**-**	**-**	**13,022.13**
Net carrying amount	**350.99**	**3,374.03**	**4,193.21**	**17,562.74**	**475.12**	**408.07**	**172.07**	**18.62**	**6.03**	**200.89**	**5.55**	**-**	**-**	**26,767.32**
Year ended March 31, 2025														
GROSS CARRYING AMOUNT														
Opening gross carrying amount	312.61	2,198.03	4,901.67	13,429.32	543.31	366.87	330.29	58.24	7.28	335.17	-	509.59	319.70	23,312.08
Additions	32.61	60.00	1,894.90	7,220.06	253.09	83.74	134.63	-	-	32.89	-	-	-	9,711.92
On acquisition of subsidiary	0.00	1,116.00	172.47	89.29	40.07	41.48	8.55	-	-	4.67	7.79	-	-	1,480.32
Disposals/adjustment	0.00	-	-	263.86	(0.03)	16.26	(0.04)	-	-	1.03	-	509.59	319.70	1,110.37
Closing gross carrying amount	**345.2**	**3,374.0**	**6,969.0**	**20,474.8**	**836.5**	**475.8**	**473.5**	**58.2**	**7.3**	**371.7**	**7.8**	**-**	**-**	**33,393.95**
ACCUMULATED DEPRECIATION														
Opening accumulated depreciation	0.00	-	2,077.38	5,916.79	357.93	250.17	285.54	34.52	0.78	270.14	-	168.73	112.75	9,474.73
Depreciation charge during the year	0.00	-	355.44	856.23	55.39	48.79	45.70	2.55	0.23	45.23	1.01	9.99	6.79	1,427.35
Disposals/adjustments	0.00	-	-	227.90	-	12.02	0.01	-	-	0.41	-	178.72	119.54	538.60
Closing accumulated depreciation	**0.00**	**-**	**2,432.82**	**6,545.12**	**413.32**	**286.94**	**331.23**	**37.07**	**1.01**	**315.78**	**1.01**	**-**	**-**	**10,364.30**
Net carrying amount	**345.22**	**3,374.03**	**4,536.22**	**13,929.69**	**423.18**	**188.89**	**142.28**	**21.17**	**6.27**	**55.92**	**6.78**	**-**	**-**	**23,029.65**

** No write off has been made in respect of leasehold land.*

Notes to the Consolidated Financial Statements (Contd.)

Intangible Assets

(₹ in lakhs)

Particulars	Owned Assets			Total
	Computer software	Trademark	Know-how	
Year ended March 31, 2026				
GROSS CARRYING AMOUNT				
Opening gross carrying amount	267.55	0.16	-	267.71
Additions	49.03	0.35	0.6	49.98
On acquisition of subsidiary	-	-	-	-
Disposals/adjustment	-	-	-	-
Closing gross carrying amount	**316.58**	**0.51**	**0.60**	**317.69**
ACCUMULATED DEPRECIATION				
Opening accumulated depreciation	156.03	0.02	-	156.05
Depreciation charge during the year	47.56	0.11	0.03	47.70
Disposals/adjustments	-	-	-	-
Closing accumulated depreciation	**203.59**	**0.13**	**0.03**	**203.75**
Net carrying amount	**112.99**	**0.38**	**0.57**	**113.94**
Year ended March 31, 2025				
GROSS CARRYING AMOUNT				
Opening gross carrying amount	177.93	-	-	177.93
Additions	80.58	0.16	-	80.74
On acquisition of subsidiary	2.75	-	-	2.75
Disposals/adjustment	(6.29)	-	-	(6.29)
Closing gross carrying amount	**267.55**	**0.16**	**-**	**267.71**
ACCUMULATED DEPRECIATION				
Opening accumulated depreciation	116.57	-	-	116.57
Depreciation charge during the year	39.46	0.02	-	39.48
Disposals/adjustments	-	-	-	-
Closing accumulated depreciation	**156.03**	**0.02**	**-**	**156.05**
Net carrying amount	**111.52**	**0.14**	**-**	**111.66**

Right-of use assets

(₹ in lakhs)

Particulars	Building	Total
Year ended March 31, 2026		
GROSS CARRYING AMOUNT		
Opening gross carrying amount	264.63	264.63
Additions	1,668.86	1,668.86

Notes to the Consolidated Financial Statements (Contd.)

Right-of use assets (Contd.)

(₹ in lakhs)

Particulars	Building	Total
Foreign currency translation reserve	12.33	12.33
Disposals/adjustment	123.88	123.88
Closing gross carrying amount	**1,821.94**	**1,821.94**
ACCUMULATED DEPRECIATION		
Opening accumulated depreciation	60.49	60.49
Depreciation charge during the year	484.02	484.02
Disposals/adjustments	81.64	81.64
Foreign currency translation reserve	1.54	1.54
Closing accumulated depreciation	464.41	461.33
Net carrying amount	**1,357.53**	**1,357.53**
Year ended March 31, 2025		
GROSS CARRYING AMOUNT		
Opening gross carrying amount		
Additions	259.29	259.29
On acquisition of subsidiary	5.34	5.34
Disposals/adjustments	-	-
Closing gross carrying amount	**264.63**	**264.63**
ACCUMULATED DEPRECIATION		
Opening accumulated depreciation	-	-
Depreciation charge during the year	60.49	60.49
Disposals/adjustments	-	-
Closing accumulated depreciation	**60.49**	**60.49**
Net carrying amount	**204.14**	**204.14**

Capital Work-In-Progress

(₹ in lakhs)

F.Y. 2025-26	2,310.04
F.Y. 2024-25	984.22

Intangible assets under developent

(₹ in lakhs)

F.Y. 2025-26	-
F.Y. 2024-25	-

Notes to the Consolidated Financial Statements (Contd.)

Note:

(i) There is no immovable properties whose title deeds are not held in the name of the Parent and subsidiary companies respectively.

(ii) The Group has not revalued its property, plant and equipment.

(iii) The Group has not revalued its intangible assets.

(iv) Capital-Work-in Progress (CWIP):

(a) CWIP ageing schedule

(₹ in lakhs)

Particulars	Amount in CWIP for a current period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in progress	2,310.04	-	-	-	2,310.04
Projects temporarily suspended	-	-	-	-	-

(₹ in lakhs)

Particulars	Amount in CWIP for a previous period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in progress	984.22	-	-	-	984.22
Projects temporarily suspended	-	-	-	-	-

(b) Intangible assets under development:

Intangible assets under development ageing schedule:

(₹ in lakhs)

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

(₹ in lakhs)

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

Notes to the Consolidated Financial Statements (Contd.)

NOTE 4: NON-CURRENT INVESTMENTS

(₹ in lakhs)

Particulars	As at March 31, 2026		As at March 31, 2025	
	Units	Value	Units	Value
Investments in equity instruments				
i) Unquoted				
(a) Investment in CCD				
Positive Food Ventures Pvt Ltd - CCD	**3,394**	4.75	**3,394**	4.75
(Face value of ₹ 10/- each)				
Gozing Technology Pvt Ltd - CCD	**35**	2.10	**35**	2.10
(Face value of ₹ 10/- each)				
Legalpay Technology Pvt Ltd - CCD	**500**	5.00	**500**	5.00
(Face value of ₹ 10/- each)				
Ncome Tech Solutions Pvt Ltd - CCD	**-**	-	**-**	-
(Face value of ₹ 10/- each)				
Artha Energy Projects Pvt Ltd - CCD	**50**	50.00	**50**	50.00
(Face value of ₹ 10/- each)				
Giggle Galaxy Private Limited - CCD	**30**	4.50	**30**	4.50
(Face value of ₹ 10/- each)				
(b) Investment in CCPS				
Globalvalue Food And Condiments Pvt Ltd	**26**	2.50	**26**	2.50
(Face value of ₹ 10/- each)				
Aubotz Labs Pvt Ltd	**39**	7.01	**39**	7.01
(Face value of ₹ 10/- each)				
Botson Labs Private Limited	**1,902**	12.52	**1,902**	12.51
(Face value of ₹ 10/- each)				
Broomees India Pvt Ltd	**112**	16.26	**112**	16.26
(Face value of ₹ 10/- each)				
Carter Porter Pvt Ltd	**44**	3.60	**44**	3.60
(Face value of ₹ 10/- each)				
Chakshu.AI Pvt Ltd	**985**	10.01	**985**	10.00
(Face value of ₹ 10/- each)				
Comfypets Pvt Ltd	**-**	-	**-**	-
(Face value of ₹ 10/- each)				
Crescere Technologies Pvt Ltd	**10**	7.00	**10**	7.00
(Face value of ₹ 10/- each)				
Devnagri AI Private Limited	**94**	10.92	**94**	10.92
(Face value of ₹ 10/- each)				
DVDP Technologies Pvt Ltd	**79**	7.01	**79**	7.01
(Face value of ₹ 10/- each)				
Ensuredit Technologies Pvt Ltd	**120**	2.48	**120**	2.48
(Face value of ₹ 10/- each)		-		

Notes to the Consolidated Financial Statements (Contd.)

NOTE 4: NON-CURRENT INVESTMENTS (Contd.)

(₹ in lakhs)

Particulars	As at March 31, 2026		As at March 31, 2025	
	Units	Value	Units	Value
Expertrons Technologies Pvt Ltd	**12**	10.73	**12**	10.73
(Face value of ₹ 10/- each)				
Frello Technology Pvt Ltd	**39**	9.23	**39**	9.23
(Face value of ₹ 10/- each)				
Giggle Galaxy Private Limited	**27,064**	6.22	**27,064**	6.22
(Face value of ₹ 10/- each)				
Joule Consulting Private Limited	**240**	6.69	**240**	6.69
(Face value of ₹ 10/- each)				
Meliorism Switchism Pvt Ltd	**129**	10.07	**129**	10.07
(Face value of ₹ 10/- each)				
Mothersense Technologies Pvt Ltd	**-**	-	**2**	4.28
(Face value of ₹ 10/- each)				
Ncome Tech Solutions Pvt Ltd	**89**	12.53	**89**	12.53
(Face value of ₹ 10/- each)				
Pinbox Inclusion Pvt Ltd	**11**	11.69	**11**	11.69
(Face value of ₹ 10/- each)				
Prescinto Technologies Pvt Ltd	**-**	-	**-**	-
(Face value of ₹ 10/- each)				
Qzense Labs Pvt Ltd	**41**	3.94	**41**	3.94
(Face value of ₹ 10/- each)				
Sampatra Technologies Pvt Ltd	**750**	7.61	**750**	7.61
(Face value of ₹ 10/- each)				
Seygnux Solutions Pvt Ltd	**39**	5.59	**39**	5.59
(Face value of ₹ 10/- each)				
Shrikar Datakund Pvt Ltd	**-**	-	**-**	-
(Face value of ₹ 10/- each)				
SPV Laboratories Pvt Ltd	**7,400**	7.03	**7,400**	7.03
(Face value of ₹ 10/- each)				
Tecso Charge Zone Private Limited	**2,191**	4.60	**2,191**	4.60
(Face value of ₹ 10/- each)				
Wizzy Softech Pvt Ltd	**97**	11.11	**97**	11.11
(Face value of ₹ 10/- each)				
Asht Capital Pvt Ltd - CCPS	**-**	-	**174**	16.07
(Face value of ₹ 10/- each)				
Cyberviking Ventures Pvt Ltd/Nooble - CCPS	**-**	-	**-**	-
(Face value of ₹ 10/- each)				
DCG Tech Limited - CCPS	**4,340**	25.00	**4,340**	25.00
(Face value of ₹ 10/- each)				

NOTE 4: NON-CURRENT INVESTMENTS (Contd.)

(₹ in lakhs)

Particulars	As at March 31, 2026		As at March 31, 2025	
	Units	Value	Units	Value
Globalvalue ₹ Food And Condiments Pvt Ltd - CCPS	**26**	2.50	**26**	2.50
(Face value of ₹ 10/- each)				
Gozing Technology Pvt Ltd - CCPS	**115**	4.25	**115**	4.25
(Face value of ₹ 10/- each)				
Mestis Energy Pvt Ltd - CCPS	**54**	5.72	**104**	11.01
(Face value of ₹ 10/- each)				
Red Basil Technologies Pvt Ltd - CCPS	**904**	11.01	**904**	11.01
(Face value of ₹ 10/- each)				
Riverus Technology Solutions Pvt Ltd - CCPS	**1,25,148**	20.18	**1,25,148**	20.18
(Face value of ₹ 10/- each)				
Snippt Media Pvt Ltd - CCPS	**1,248**	10.01	**1,248**	10.01
(Face value of ₹ 10/- each)				
Sunfox Technologies Pvt Ltd - CCPS	**53**	6.99	**53**	6.99
(Face value of ₹ 10/- each)				
Text Mercato Solutions Pvt Ltd - CCPS	**15**	5.02	**15**	5.02
(Face value of ₹ 10/- each)				
Thermal Energy Service Solutions Pvt Ltd - CCPS	**155**	11.05	**155**	11.05
(Face value of ₹ 10/- each)				
Zoofresh Foods Pvt Ltd - CCPS	**5,175**	25.97	**5,175**	25.97
(Face value of ₹ 10/- each)				
Easy To Pitch Networks Pvt Ltd	**13**	9.09	**13**	9.09
(Face value of ₹ 10/- each)				
Thinkmetal Pvt Ltd	**116**	11.02	**116**	11.02
(Face value of ₹ 10/- each)				
Bugbase Security Pvt Ltd	**64**	11.14	**64**	11.14
(Face value of ₹ 10/- each)		-		
Dr. Jackfruit India Pvt Ltd	**10**	11.96	**10**	11.96
(Face value of ₹ 10/- each)				
Fifty Fintech Private Limited	**79**	11.13	**79**	11.13
(Face value of ₹ 10/- each)				
Geoalgo Technologies Pvt. Ltd.	**305**	11.03	**305**	11.03
(Face value of ₹ 10/- each)				
Imagine Healthfin Pvt Ltd - CCPS	**3,895**	11.00	**3,895**	11.00
(Face value of ₹ 10/- each)				
Metashop Pvt Ltd - CCPS	**68**	11.15	**68**	11.15
(Face value of ₹ 10/- each)				

Notes to the Consolidated Financial Statements (Contd.)

NOTE 4: NON-CURRENT INVESTMENTS (Contd.)

(₹ in lakhs)

Particulars		As at March 31, 2026		As at March 31, 2025	
		Units	Value	Units	Value
	Super Saiyan Labs Pvt Ltd	**66**	11.14	**66**	11.14
	(Face value of ₹ 10/- each)		-		
	Toroi Technologies Pvt Ltd	**217**	0.04	**217**	32.28
	(Face value of ₹ 10/- each)		-		
	XETGO Pvt Ltd - CCPS	**294**	40.10	**294**	40.10
	(Face value of ₹ 10/- each)		-		
	Dolf Labs Pvt Ltd - EQ	**-**	-		-
	(Face value of ₹ 10/- each)		-		
	Gesports Pvt Ltd - EQ	**-**	0.01		
	(Face value of ₹ 10/- each)		-		
	Inflict Technologies Private Limited - EQ	**-**	7.69		
	(Face value of ₹ 10/- each)		-		
	Flickstree Productions Pvt Ltd. - CCPS	**10**	11.64	**10**	11.64
	(Face value of ₹ 10/- each)		-		
	Lorien Business Management Pvt Ltd - CCPS	**1,00,000**	10.00	**1,00,000**	10.00
	(Face value of ₹ 10/- each)				
	Vested Finance Inc	**22,050.00**	4.56	**22,050.00**	4.56
	Mycelium Software	**6.17**	-	**6.17**	-
	Laminar Global	**1,32,300.00**	27.39	**1,32,300.00**	27.39
	Field Proxy Inc.	**454.00**	0.10	**454.00**	0.10
	Bugbase Pre.Ltd		0.02		0.02
(c)	**Investments in equity shares (fully paid up)**				
	(At fair value through other comprehensive income):		-		
	Ensuredit Technologies Pvt Ltd - E/s	**23**	0.47	**23**	0.47
	(Face value of ₹ 10/- each)		-		
	Positive Food Ventures Private Limited - E/S	**178**	0.25	**178**	0.25
	(Face value of ₹ 10/- each)				
	Urbtranz Technologies Pvt Ltd	**279**	3.11	**279**	3.11
	(Face value of ₹ 10/- each)				
	Zeva Capsol Private Limited	**19,634**	20.01	**19,634**	20.01
	(Face value of ₹ 10/- each)		-		
	Recconext Labs Private Limited	**16**	2.11	**16**	2.11
	(Face value of ₹ 10/- each)		-		
	Eduvanz Financing Private Limited	**4,294**	31.40	**4,294**	31.40
	(Face value of ₹ 10/- each)		-		
	Flickstree Productions P Ltd	**50**	6.19	**50**	6.19
	(Face value of ₹ 10/- each)		-		

Notes to the Consolidated Financial Statements (Contd.)

NOTE 4: NON-CURRENT INVESTMENTS (Contd.)

(₹ in lakhs)

Particulars	As at March 31, 2026		As at March 31, 2025	
	Units	Value	Units	Value
Metro politan Exchange Limited	**5,00,000**	6.10	**5,00,000**	6.10
(Face value of ₹ 1/- each)		-		
Nuve Pro Technologies Pvt Ltd	**76,920**	20.00	**76,920**	20.00
(Face value of ₹ 1/- each)				
Bohri Kitchen Pvt Ltd	**55**	4.73	**55**	4.73
(Face value of ₹ 10/- each)				
Karma Primary Healthcare Services Pvt Ltd	**1,188**	5.95	**1,188**	5.97
(Face value of ₹ 1/- each)				
Opti Health Innovation Pvt Ltd	**52**	0.01		
(Face value of ₹ 10/- each)				
Truelan Textiles Pvt Ltd	**32**	3.15	**32**	3.15
(Face value of ₹ 10/- each)				
SynThera Biomedical Private Limited	**82**	5.03	**82**	5.03
(Face value of ₹ 10/- each)				
Swirchme Technologies and Services Pvt Ltd	**103**	5.00	**103**	5.00
(Face value of ₹ 10/- each)				
Insorce Operational Optimizers Pvt Ltd	**34,165**	5.00	**34,165**	5.00
(Face value of ₹ 1/- each)				
Mynvax Private Limited	**51**	5.00	**51**	5.00
(Face value of ₹ 10/- each)				
Machfox Hydraulics And Lubrication System Pvt Ltd	**28,572**	50.00		-
(Face value of ₹ 10/- each)				
Lenden Club Techserve P Ltd	**1,011**	0.01	**1,011**	0.01
(Face value of ₹ 1/- each)				
Lightsaber Food Ventures Private Limited	**51**	5.82	**51**	5.82
(Face value of ₹ 10/- each)				
Rare Plant Handicrafts Limited	**514**	19.44	**514**	19.44
(Face value of ₹ 10/- each)				
Irida Interative Private limited	**30**	5.53	**30**	5.53
(Face value of ₹ 10/- each)				
Wi Digital Services Private Limited	**2,825**	0.28	**2,825**	0.29
(Face value of ₹ 10/- each)				
Rocktium Com Technology Private Limited	**84**	0.01	**84**	0.01
(Face value of ₹ 10/- each)				
Instoried Research Labs Pvt Ltd	**344**	0.03	**344**	0.03
(Face value of ₹ 10/- each)				

Notes to the Consolidated Financial Statements (Contd.)

NOTE 4: NON-CURRENT INVESTMENTS (Contd.)

(₹ in lakhs)

Particulars		As at March 31, 2026		As at March 31, 2025	
		Units	Value	Units	Value
	Ramtirth Leasing and Finance Co.P Ltd	**9,265**	0.93	**9,265**	0.93
	(Face value of ₹ 10/- each)				
	My Aashiana Management Services Pvt Ltd	**25,480**	26.31	**25,480**	26.31
	(Face value of ₹ 10/- each)				
	Zoofresh Foods Pvt Ltd	**244**	1.42	**244**	1.42
	(Face value of ₹ 10/- each)				
(d)	**Investment in convertible preference shares**				
	Duronto Technologies Private Limited	**1,122**	10.00	**1,122**	10.00
	(Face value of ₹ 45/- each)				
	Lithasa Technologies Pvt Ltd	**83**	19.03	**83**	19.03
	Pre - Series A1 cumulative convertible preference shares of ₹ 100/- each fully paid up				
	Text Mercato Solutions Pvt Ltd	**32**	5.18	**32**	5.18
	(Face value of ₹ 10/- each)				
	Entellus Business Solutions Pvt Ltd	**17**	2.89	**17**	2.89
	(Face value of ₹ 10/- each)				
	Mynvax Pvt Ltd	**24**	4.70	**24**	7.69
	(Face value of ₹ 10/- each)				
	Trudel Faishion Private Limited	**33**	5.19	**33**	5.19
	(Shares of ₹ 10/- each)				
	Modaviti E-Marketing Pvt Ltd	**25**	0.00	**25**	0.01
	(Face value of ₹ 10/- each)				
	Skilancer Solar Private Limited	**36**	2.08	**36**	2.09
	(Face value of ₹ 10/- each)				
	Getsup for Change Service Pvt ltd	**-**	-	**84**	0.01
	(Face value of ₹ 300/- each)				
	Mynvax Private Limited	**-**	-	**17**	4.70
	(Face value of ₹ 10/- each)				
	Zebralearn Pvt Ltd	**52**	24.86	**-**	-
	(Face value of ₹ 10/- each)				
	Mynvax Private Limited	**-**	-	**17**	4.70
	(Face value of ₹ 10/- each)				
	Zebralearn Pvt Ltd	**52**	24.86	**-**	-
	(Face value of ₹ 10/- each)				
(e)	**Investment in Funds**				
	Venture Capital Fund				
	9Unicorns Accelerator Fund - I	**1,00,000**	97.93	**1,00,000**	97.93
	(Units of ₹100/- each)				

Aeroflex Enterprises

Notes to the Consolidated Financial Statements (Contd.)

NOTE 4: NON-CURRENT INVESTMENTS (Contd.)

(₹ in lakhs)

Particulars	As at March 31, 2026		As at March 31, 2025	
	Units	Value	Units	Value
Blinc Fund II	**850**	84.85	**850**	84.85
(Units of ₹10,000/- each)				
Z Nation Lab Growth Fund	**3,415**	305.26	**3,400**	300.14
(Units of ₹100/- each)				
Artha Select Fund	**15,000**	14.98	**15,000**	14.98
(Units of ₹100/- each)				
Beams Fintech Fund I	**60**	59.99	**60,000**	59.99
(Units of ₹100/- each)				
Siriusone Capital Fund	**25,000**	25.50	**25,000**	25.50
(Units of ₹100/- each)				
Chessshiksha Ed-Tech Private Limited	**333**	14.99	**-**	-
(Units of ₹4,500/- each)				
DSP Mutual Funds	**-**	250.00	**-**	-
(Units of ₹3,872/- each)				
India Quotient Fund II - Venture Capital Fund	**-**	56.34	**100**	66.99
(Units of ₹1,00,000/- each)				
Artha Continuum Fund	**15,000**	15.44	**15,000**	15.44
(Units of ₹100/- each)				
Axis Overnight Fund	**-**	250.00	**-**	-
(Units of ₹ 3,020/- each)				
AkashaLabdhi (1 Funds Trust 2)	**15**	15.00	**-**	-
(Units of ₹ 1,00,000/- each)				
Cloudworx Technologies Pvt Ltd (1 Funds Trust 2)	**11**	11.00	**11**	11.00
(Units of ₹1,00,000/- each)				
Gostops Hospitality Private Limited	**16**	16.00	**16**	16.00
(Units of ₹1,00,000/- each)				
Grand Anicut Angel Fund	**15**	15.00		-
(Units of ₹1,000/- each)				
India Inflection Opportunity Trust	**252**	252.18	**252**	252.18
(Units of ₹1,00,000/- each)				
Simyog Technology Private Limited	**8**	8.00	**8**	8.00
(Units of ₹1,00,000/- each)				
Artha Venture Fund 1	**38,830**	87.88	**39,750**	88.80
(Units of ₹100/- each)				
LV Angel Fund	**11**	5.36	**11**	5.36
(Units of ₹1,00,000/- each)				
Maapan Labs Pvt Ltd (1 Fund Trust 2)	**15**	15.00		
(Units of ₹1,00,000/- each)				

Notes to the Consolidated Financial Statements (Contd.)

NOTE 4: NON-CURRENT INVESTMENTS (Contd.)

(₹ in lakhs)

Particulars	As at March 31, 2026		As at March 31, 2025	
	Units	Value	Units	Value
Haystack Analytics Pvt Ltd (1 Fund Trust 2)	**15**	15.00	**15**	15.00
Xyma Analytics Pvt Ltd (1 Fund Trust 2)	**25**	25.00	**25**	25.00
Real Time Angel Fund	**7,090**	70.90	**5,090**	50.90
(B) Investments in LLP				
Rubis Capital Advisors LLP	**-**	-	**-**	5.12
3.13 % Share				
EQUIPACT ADVISORY LLP	**-**	100.00	**-**	100.00
6.67 % Share				
(C) Investments in Equity Instruments				
i) Quoted				
(a) Others				
Tirupati Sarjan Limited	**3,75,000**	24.68	**3,75,000**	51.35
(Face value of ₹ 10/- each)				
BCL Industries	**800**	0.21	**580**	0.33
(Face value of ₹ 10/- each)				
Hindustan Construction Company Ltd	**600**	0.08	**300**	0.08
(Face value of ₹ 10/- each)				
New India Assurance Company Ltd.	**100**	0.12	**10**	0.02
(Face value of ₹ 10/- each)				
Gandhi Special Tubes Ltd	**11**	0.08		-
(Face value of ₹ 10/- each)				
HDFC Life Insurance Company Ltd	**20**	0.12		-
(Face value of ₹ 10/- each)				
NBCC India Ltd	**50**	0.04		-
(Face value of ₹ 10/- each)				
Tata Consultancy Service Ltd	**7**	0.17	**2**	0.06
(Face value of ₹ 10/- each)				
ELGI Equipments Ltd	**50**	0.34		-
(Face value of ₹ 10/- each)				
Sterling and Wilson Renewable Energy Ltd	**100**	0.21		-
(Face value of ₹ 10/- each)				
		2,725.43		2,165.89

Notes to the Consolidated Financial Statements (Contd.)

NOTE 4: NON-CURRENT INVESTMENTS (Contd.)

(₹ in lakhs)

Particulars		As at March 31, 2026	As at March 31, 2025
(a)	Total investment	2,725.43	2,165.89
(b)	Aggregate amount of unquoted investments	2,699.94	2,114.05
(c)	Aggregate amount of quoted investments	76.32	75.45
(d)	Aggregate provision for diminution in value-quoted	50.29	23.61
(e)	Market value of quoted investment	26.04	51.84

NOTE 5: LOANS

(₹ in lakhs)

Particulars		As at March 31, 2026		As at March 31, 2025	
		No. of shares	Amount	No. of shares	Amount
(Unsecured, considered good)					
(a)	Loan considered good - secured	-	-	-	-
(b)	Loan considered good - unsecured	10,239.94	5,337.83	4,388.03	4,616.05
(c)	Loans which have significant increase in credit risk	-	-	-	-
(d)	Loans - credit impaired	-	-	-	-
		10,239.94	**5,337.83**	**4,388.03**	**4,616.05**
	Less: Allowance for doubtful debts	48.06	-	18.53	-
	Total	**10,191.88**	**5,337.83**	**4,369.50**	**4,616.05**

Note 5.1:

No loans are due from directors or other officers of the Company or any of them either severally or jointly with any other person. Further, no loans are due from firms or private companies in which any director is a partner, a director or a member, other than dues from related parties disclosed as mentioned in note 37.

Loans or advances in the nature of loans granted to promoters, directors, KMPS and the related parties.

(a) Repayable on demand or (b) without specifying terms of period of repayment

Type of Borrower	Promoters	KMP's	Total
Amount of loan or advance in the nature of outstanding	0.00 (0.00)	0.00 (0.65)	0.00 (0.65)
Percentage to the total loans & advances in the nature of loans	0.00 (0.00)	0.00 (0.02)	0.00 (0.02)

**amount in bracket represents previous year's figures.*

Notes to the Consolidated Financial Statements (Contd.)

NOTE 6: OTHER FINANCIAL ASSETS:

(₹ in lakhs)

Particulars	As at March 31, 2026		As at March 31, 2025	
	Current	Non - current	Current	Non - current
Bank deposit with more than 12 months maturity	2.00	-	2.00	-
Other financial assets				
- Deposit	-	535.28	11.33	429.95
- Interest accrued on loan, deposit prepaid expenses etc.	411.84	-	217.67	-
Advance	-	-	-	0.45
- Other receivables	3.36	-	-	-
Legal deposit	-	-	0.42	-
Total	**417.20**	**535.28**	**231.42**	**430.40**

NOTE 7: OTHER ASSETS

(₹ in lakhs)

Particulars	As at March 31, 2026		As at March 31, 2025	
	Current	Non - current	Current	Non - current
Capital advances:	-	60.00	-	2.67
Advances other than capital advances	1.58		1,248.91	-
Security deposit				
- With statutory authorities	-	6.01	-	0.92
- Others	-	50.57	-	-
Other Advances:				
Advance against share		-	-	50.01
Advance against expenses	2,529.03	219.34	21.65	224.52
- Statutory authorities employees-paid expenses etc.	1,665.52	57.07	1,882.17	38.02
Other receivables	3,011.34	26.40	2,641.89	32.03
Total	**7,207.47**	**419.39**	**5,794.62**	**348.17**

NOTE 8: INVENTORIES

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
At lower of cost and net realisable value		
(a) Raw materials	4,523.94	3,714.09
(b) Work-in-progress	5,550.50	4,392.60
(c) Finished goods	5,166.74	4,546.12

Notes to the Consolidated Financial Statements (Contd.)

NOTE 8: INVENTORIES (Contd.)

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
(d) Stores and spares	639.84	364.72
(e) Printing ink	55.57	58.21
(f) Goods in transit	7.87	2.74
Total	**15,944.46**	**13,078.48**

NOTE 9: TRADE RECEIVABLES

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Trade Receivables considered good - secured	-	-
(b) Trade Receivables considered good - unsecured	21,438.36	18,969.25
(c) Trade Receivables which have significant increase in credit risk	-	15.40
(d) Trade Receivables - credit impaired	-	-
	21,438.36	**18,984.65**
Less: Allowance for doubtful debts	66.31	-
Total	**21,372.05**	**18,984.65**

Trade receivables ageing schedule as at 31st March 2026

(₹ in lakhs)

Particulars	Outstanding for following periods					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade receivables – considered good	3,596.35	1,815.15	2,046.16	467.60	30.01	21,438.34
(ii) Undisputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed trade receivables – credit impaired	-	-	-	-	-	-
(iv) Disputed trade receivables – considered good	-	-	-	-	-	-
(v) Disputed trade receivables – credit impaired	-	-	-	-	-	-
(vi) Disputed trade receivables – which have significant increase in credit risk	-	-	63.33	2.96	-	66.29
Total	**3,596.35**	**1,815.15**	**1,982.83**	**464.64**	**30.01**	**21,372.05**

Notes to the Consolidated Financial Statements (Contd.)

Trade receivables ageing schedule as at 31st March 2025

(₹ in lakhs)

Particulars		Outstanding for following periods					Total
		Less than 6 months	**6 months - 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	
(i)	Undisputed trade receivables – considered good	-	990.08	1,466.46	30.53	5.35	18,969.25
(ii)	Undisputed trade receivables – which have significant increase in credit risk	-	-	7.85	0.08	-	7.93
(iii)	Undisputed trade receivables – credit impaired	-	-	-	-	-	-
(iv)	Disputed trade receivables – considered good	-	-	-	-	3.04	3.04
(v)	Disputed trade receivables – credit impaired	-	-	-	-	15.40	15.40
(vi)	Disputed trade receivables – which have significant increase in credit risk	-	-	(7.85)	(0.08)	(3.04)	(10.97)
Total		**-**	**990.08**	**1,466.46**	**30.53**	**20.75**	**18,984.65**

Note 9.1:

No trade receivables are due from directors or other officers of the Company or any of them either severally or jointly with any other person. Further, no trade receivables are due from firms or private companies in which any director is a partner, a director or a member, other than dues from related parties disclosed as mentioned in note 37.

NOTE 10: CASH AND CASH EQUIVALENTS

(₹ in lakhs)

Particulars			As at March 31, 2026	As at March 31, 2025
a)	Balances with banks			
	i)	in current accounts	3,219.10	2,560.00
	ii)	cheques on hand	-	-
	iii)	in fixed deposit account with original maturity upto 3 months*	1,805.75	1910.99
			5,024.85	**4,470.99**
b)	Cash on hand		17.65	16.01
Total			**5,042.50**	**4,487.00**

**includes accrued interest ₹ 53.85 lakhs (previous year ₹ 6.28 lakhs).*

There are no repatriation restrictions with regard to cash and cash equivalents as at the end of the reporting period and prior period.

Notes to the Consolidated Financial Statements (Contd.)

NOTE 11: OTHER BANK BALANCES

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Bank deposits with original maturity for more than 3 months but not more than 12 months*	9,562.98	14,875.83
Total	**9,562.98**	**14,875.83**

**includes accrued interest ₹ 9.68 lakhs (previous year ₹ 5.22 lakhs) out of deposit ₹ 70.68 lakhs (₹ 72.38 lakhs) liened with the bank for Guarantee.*

NOTE 12: CURRENT TAX ASSETS

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Income tax refund	37.12	18.74
Total	**37.12**	**18.74**

NOTE 13: SHARE CAPITAL

(₹ in lakhs)

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of shares	Amount	No. of shares	Amount
Authorised				
Equity shares of ₹ 2/- each	14,50,00,000	2,900.00	14,50,00,000	2,900.00
	14,50,00,000	**2,900.00**	**14,50,00,000**	**2,900.00**
Issued subscribed and paid up				
Equity shares of ₹ 2/- each fully paid up	11,30,85,000	2,261.70	11,30,85,000	2,261.70
Total	**11,30,85,000**	**2,261.70**	**11,30,85,000**	**2,261.70**

Note 13.1: Reconciliation for no. of shares outstanding during the year

(₹ in lakhs)

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of shares	Amount	No. of shares	Amount
Shares outstanding at the beginning of the year	11,30,85,000	2,261.70	11,30,85,000	2,261.70
Shares issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	**11,30,85,000**	**2,261.70**	**11,30,85,000**	**2,261.70**

Notes to the Consolidated Financial Statements (Contd.)

Note 13.2: Details of shareholders holding more than 5%

(₹ in lakhs)

Name of shareholder	As at March 31, 2026		As at March 31, 2025	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
1. Sat Invest Private Limited	5,08,35,000	44.95%	5,08,35,000	44.95%
3. A Flex Invest Private Limited	75,00,000	6.63%	75,00,000	6.63%

Note 13.3:

The Company has only one class of shares referred to as the equity shares having face value of ₹ 2/- each. Each holder of equity share is entitled to one vote per share. The holders of equity shares are entitled to dividends, if any, proposed by the Board of Directors and approved by the shareholders at the annual general meting.

note 13.4:

There are no calls unpaid on equity shares.

Note 13.5:

No equity shares have been forfeited.

Note 13.6: Details of shares reserved for issue under options etc. are as under:

(a) During the year the company has granted 2,64,000 (pr. yr. nil) options at a price of ₹ 42.50/- per option plus all applicable taxes, as may be levied on the company in this regard to eligible employees. The options would vest over a maximum period of 1 year from the date of grant based on specific criteria.

(b) In respect of stock options granted pursuant to the company's stock options schemes, the intrinsic value of the options (excess of market price of the share over the exercise price of the option) is treated as discount and accounted as employee compensation over the vesting period.

(c) Expense on employee stock option schemes debited to the statement of profit and loss during 2025-26 is ₹ 65,60,704/- (previous year:₹ nil), pursuant to the employee stock option schemes (Note 29). The entire amount pertains to equity-settled employee share-based payment plans.

Note 13.7:

The Company has not allotted any shares pursuant to contract without payment being received in cash.

Shares held by promoters at the end of the year

(₹ in lakhs)

Particulars	As at March 31, 2026		% Change during the year	As at March 31, 2025		% Change during the year
	No. of shares	% of total shares		No. of shares	% of total shares	
Promoter name						
Sat Invest Pvt Ltd	5,08,35,000	44.95	NIL	5,08,35,000	44.95	NIL
A Flex Invest Pvt Ltd	75,00,000	6.38	NIL	75,00,000	6.38	NIL
Total	**5,08,35,000**	**51.33**	**-**	**5,83,35,000**	**51.33**	**-**

Considered as per the information filed by the company with stock exchanges for the year ended March 31, 2026 and annual return filed by the company for the year ended March 31, 2025.

Notes to the Consolidated Financial Statements (Contd.)

NOTE 14: OTHER EQUITY

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
1. Securities premium		
As per the last year accounts	20,597.93	20,597.93
Add: Addition/(deduction) during the year	5,439.79	-
Less: Capital issue expenses*	(179.01)	-
	25,858.71	**20,597.93**
2. Capital reserve		
As per the last year accounts	5,698.29	5,698.29
Add: Addition/(deduction) during the year	-	-
Less: Capital issue expenses*	-	-
	5,698.29	**5,698.29**
3. General reserve		
As per the last year accounts	127.04	127.04
Add: Addition/(deduction) during the year	-	-
	127.04	**127.04**
4. Money against share warrants		
As per the last year accounts	-	-
Add: Addition/(deduction) during the year	810.00	-
	810.00	**-**
5. Retained earnings		
As per the last year accounts	39,994.12	35,004.36
Add: Surplus for the year	6,422.45	5,312.00
Transfer to/from	-	(8.70)
Dividend	(628.21)	(276.17)
Statutory reserves as per section 45-IC of RBI Act,1934	(60.70)	(32.00)
Amalgamation expenses	-	(5.37)
	45,727.66	**39,994.12**
6. Foreign currency translation reserve		
As per the last year accounts	1,370.71	1,158.30
Add: Addition during the year	692.68	212.41
	2,063.39	**1,370.71**
7. Share base payment reserve		
As per the last year accounts	-	
Add: Addition during the year	65.61	-
	65.61	**-**

Notes to the Consolidated Financial Statements (Contd.)

NOTE 14: OTHER EQUITY (Contd.)

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
8. Equity instruments through other comprehensive income		
As per the last year accounts	(22.72)	(28.68)
Add: Addition during the year	(12.98)	5.96
Less: Incometax re-mesurement benefit plan	(4.72)	-
	(40.42)	**(22.72)**
9. Statutory reserve		
As per the last year accounts	45.12	13.12
Add: Addition during the year	60.70	32.00
	105.82	**45.12**
Equity attributable to the owners of the parent	**80,416.10**	**67,810.49**
Non-controlling interest	**13560.99**	**12233.42**
Total	**93,977.09**	**80,043.91**

** Issue expenses amounting to ₹ 179.01 lakhs (NIL) have been adjusted against securities premium in accordance with the provisions of section 52 of the Companies Act, 2013.*

Nature and purpose of reserves

1) Securities premium

The amount received in excess of face value of the equity shares is recognised in securities premium reserve. The reserve is utilised in accordance with the provisions of the Companies Act, 2013.

2) General reserve

This reserve is created by an appropriation from one component of equity (generally retained earnings) to another, not being an item of other comprehensive income. The same can be utilised in accordance with the provisions of the Companies Act, 2013.

3) Capital reserve

Capital reserve represents the amount forfeited on not exercising the option attached to the conversion of warrants into equity shares within a scheduled time and also includes amount arising on consolidation of subsidiary company.

4) Retained earnings

This reserve represents the cumulative profits of the Company and effects of re-measurement of defined benefit obligations. This Reserve can be utilised in accordance with the provisions of the Companies Act, 2013.

5) Equity instruments through other comprehensive income

This Reserve represents the cumulative gains (net of losses) arising on the revaluation of equity instruments measured at fair value through other comprehensive income, net of amounts reclassified, if any, to retained earnings when those instruments are disposed of.

6) Statutory reserve

Statutory reserve created pursuant to section 45IC of the Reserve Bank of India Act, 1934, being 20% of the profit of the non-banking finance company and can be utilised as provided in the said Act.

Notes to the Consolidated Financial Statements (Contd.)

NOTE 15: BORROWINGS - NON CURRENT

(₹ in lakhs)

Particulars	As at March 31, 2026		As at March 31, 2025	
	Current	Non-current	Current	Non-current
Secured				
From Bank				
UCO Bank - term loan (a)	-	-	34.67	6.82
UCO Bank - term loan (b)	200.00	133.18	200.00	333.25
UCO Bank - term loan (c)	-	-	4.31	5.58
UCO Bank - term loan for solar plant (d)	37.50	25.00	37.50	62.41
HDFC Bank (e)	-	-	5.06	8.88
HDFC Bank (f)	-	-	2.45	7.45
Kotak Mahindra Bank (g)	7.97	15.88	6.34	-
Kotak Mahindra Bank (h)	10.71	4.77	9.77	15.48
Kotak Mahindra Bank (i)	10.54	6.62	9.60	17.16
Kotak Mahindra Bank (j)	7.87	17.28	-	-
Kotak Mahindra Bank (k)	7.87	17.28	-	-
Kotak Mahindra Bank (l)	15.79	45.41	-	-
Yes Bank (m)	4.45	0.50	4.08	4.78
Other loan	-	87.17	-	-
	302.70	**353.09**	**313.78**	**461.81**
	302.70	**-**	**313.78**	**-**

(a) Secured against equitable mortgage of land and building of the Company situated at E-260-261, Mewar Industrial Area, Madri, Udaipur-313003 and Vill: Modi, District: Udaipur and also by way of first charge on all current assets such as raw material, finished goods, work-in-process, stores and spares, book debts, and packing materials etc. The loan is repayable in 36 equal monthly instalments ₹ 2,63,376.35 each commencing from December 15, 2023 and the last instalment is repayable on December 15,2026. Rate of interest as on 31.03.2026 is 8.75 % per annum. It is also secured by way of corporate guarantee of Aeroflex Enterprises Limited, (formerly Sat Industries Limited).

(b) Secured against equitable mortgage of land and building of the Company situated at E-260-261, Mewar Industrial Area, Madri, Udaipur-313003 and Vill: Modi, District: Udaipur and also by way of first charge on all current assets such as raw material, finished goods, work-in-process, stores and spares, book debts, and packing materials etc. The loan is repayable in 36 equal monthly instalments ₹ 16,66,667.00 each commencing from December 15, 2023 and the last instalment is repayable on June 15, 2028. Rate of interest as on 31.03.2026 is 8.75 % per annum.It is also secured by way of corporate guarantee of Aeroflex Enterprises Limited, (formerly known as Sat Industries Limited).

(c) Secured against hypothecation of vehicle No. RJ 27 UE 0279. The loan is repayable in 60 equal monthly instalment ₹ 40,649.00 each commencing from June 06, 2022 and the last instalment is repayable on May 31,2027. Rate of interest as on 31.03.2026 is 9.20 % per annum.

(d) Secured against equitable mortgage of land and building of the Company situated at E-260-261, Mewar Industrial Area, Madri, Udaipur-313003 and Vill: Modi, District: Udaipur and also by way of first charge on all current assets such as raw material, finished goods, work-in-progress, stores and spares, book debts, and packing materials etc. The loan is repayable in 48 equal monthly instalments ₹ 3,12,500.00 each commencing from September 30, 2023 and the last instalment is repayable on September 30,2028. Rate of interest as on 31.03.2026 is 8.75 % per annum. It is also secured by way of corporate guarantee of Aeroflex Enterprises Limited, (formerly Sat Industries Limited).

Notes to the Consolidated Financial Statements (Contd.)

(e) Secured against hypothecation of vehicle No. RJ 27 GE 0153. The loan is repayable in 60 equal monthly instalment ₹ 49,946.00 each commencing from November 15, 2022 and the last instalment is repayable on October 15, 2027. Rate of interest as on 31.03.2026 is 8.02 % per annum.

(f) Secured against hypothecation of vehicle No. RJ 27 UC 2292. The loan is repayable in 60 equal monthly instalments ₹ 27,050.00 each commencing from November 05,2023 and the last instalment is repayable on October 05, 2028. Rate of interest as on 31.03.2026 is 9.10 % per annum.

(g) Term loan from Kotak Bank is secured against hypothecation of Car No. MH 01 FB 5312. The loan is repayable in 60 equated monthly instalments of ₹ 1,31,564/- each commencing from 05.12.2025 and the last instalment is payble on 05.10.2030. Rate of Interest as on 31.03.2026 is @ 8.00 % per annum. There was no continuing default in the repayment of instalment and interest thereon.

(h) Term loan from Kotak Mahindra Bank Limited is secured against hypothecation of Bus No. MH 46 CL 7668. The loan is repayable in 38 equated monthly instalments of ₹ 97,550/- each commencing from 20-July-2024 and the last instalment is payble on 20-Aug-2027 Rate of Interest as on 31.03.2026 is @ 9.30% per annum. There was no continuing default in the repayment of instalment and interest thereon.

(i) Term loan from Kotak Mahindra Bank Limited is secured against hypothecation of Bus No. MH 46 CL 9456. The loan is repayable in 38 equated monthly instalments of ₹ 97,550/- each commencing from 15-Sep-2024 and the last instalment is payble on 15-Oct-2027 Rate of Interest as on 31.03.2026 is @ 9.30% per annum. There was no continuing default in the repayment of instalment and interest thereon.

(j) Term loan from Kotak Mahindra Bank Limited is secured against hypothecation of Bus No. MH 46 DC 1572, MH 46 DC 2382 & MH 46 DC 2383. The loan is repayable in 38 equated monthly instalments of ₹ 82,305/- each commencing from 10-Nov-2025, 05-Jan-2026 & 05-Jan-2026 respectively and the last instalment is payble on 10-Dec-2028, 05-Feb-2029 & 05-Feb-2029 respectively. Rate of Interest as on 31.03.2026 is @ 9.05% per annum. There was no continuing default in the repayment of instalment and interest thereon.

(m) Term loan from Yes Bank is secured against hypothecation of car no. MH01 DX 9934. The loan is repayable in 60 equated monthly instalments of ₹ 37,079/- each commencing from 15.06.2023 and the last instalment is payble on 15.05.2027. Rate of Interest as on 31.03.2026 is @7.51% per annum. There was no continuing default in the repayment of instalment and interest thereon.

There is no continuing default in repayment of instalment and interest thereon.

NOTE 16: LEASE LIABILITIES

(₹ in lakhs)

Particulars	As at March 31, 2026		As at March 31, 2025	
	Current	Non-current	Current	Non-current
Lease liability	388.38	1,019.65	71.54	137.77
Total	**388.38**	**1,019.65**	**71.54**	**137.77**

NOTE 17: OTHER FINANCIAL LIABILITIES

(₹ in lakhs)

Particulars	As at March 31, 2026		As at March 31, 2025	
	Current	Non-current	Current	Non-current
Other payables	1.94	1,316.56	1.93	1,372.69
	1.94	**1,316.56**	**1.93**	**1,372.69**

Aeroflex Enterprises

Notes to the Consolidated Financial Statements (Contd.)

NOTE 18: PROVISIONS

(₹ in lakhs)

Particulars	As at March 31, 2026		As at March 31, 2025	
	Current	Non-current	Current	Non-current
Provision for gratuity and leave encashment etc.	173.29	62.90	116.32	35.11
	173.29	**62.90**	**116.32**	**35.11**

NOTE 19: DEFERRED TAX LIABILITIES

(₹ in lakhs)

Particulars		As at March 31, 2026	As at March 31, 2025
a)	Deferred tax liabilities		
	Opening balance	430.57	459.49
	(+) Opening balance of subsidiaries	(23.18)	(112.41)
	(+) Current year deferred tax liabilities	42.00	150.57
	(-) Current deferred tax assets for leave encashment	(380.40)	19.88
	(-) Deferred tax asset created on losses now reversed	115.76	(86.96)
	Total	**187.14**	**430.57**
b)	MAT credit entitlement		
	Opening	67.26	64.92
	Addition	-.00	2.34
	Less: Reveral of MAT credit (refer to note no. 70)	67.26	-.00
	Balance	-.00	67.26
		187.14	**365.62**

NOTE 20: CURRENT BORROWINGS

(₹ in lakhs)

Particulars	As at March 31, 2026		As at March 31, 2025	
	Current	Non-current	Current	Non-current
Secured				
Current maturity of long term debt	302.70	-	313.78	-
(*for security refer to Note 15)				
From Bank				
Repayable on demand	-	-	-	-
UCO Bank cash credit (a) & (ai)	1,390.80	-	1,757.03	-
ICICI Bank Ltd - overdraft (b)	0	-	69.32	-
State Bank of India cash credit (c)	185.91	-	-	-
State Bank of India EPC (d)	198.49	-	-	-

Notes to the Consolidated Financial Statements (Contd.)

NOTE 20: CURRENT BORROWINGS (Contd.)

(₹ in lakhs)

Particulars	As at March 31, 2026		As at March 31, 2025	
	Current	Non-current	Current	Non-current
Unsecured				
From Bank				
ICICI Bank (e)	220.00	-	295.00	-
Others				
Others	-	-	0.40	-
	2,297.90	**-**	**2,435.53**	**-**

(a) Secured against equitable mortgage of land and building of the Parent Company situated at E-260-261, Mewar Industrial Area, Madri, Udaipur-313003 and at Vill: Modi, District: Udaipur by way of first charge on all current assets such as raw material, finished goods, work-in-process, stores and spares, book debts, and packing materials etc. of the Parent Company. It is also secured by way of corporate guarantee of Aeroflex Enterprises Limited, (formerly Sat Industries Limited). Rate of interest as on 31.03.2026 is 8.75% per annum.

(ai) Includes also cash credit facilities availed by the subsidiary company - Fibcorp Polyweave Private Limited amounting to ₹ 293.61 lakhs. The same is secured by way of the first charge on all current assets such as raw material, finished goods, work-in-process, stores and spare parts, book debts, and packing materials etc. of the subsidiary Company situated at G-1 202-203, IID center RIICO, Kaladwas, Udaipur. It is also secured by way of personal guarantee of Mr. Murtaza Ali Moti, Director and corporate guarantee of Aeroflex Neu Ltd.

(b) Secured against lien of fixed deposit with ICICI Bank and also secured by ways of corporate guarantee of Aeroflex Enterprises Ltd, (formerly Sat Industries Limited) Rate of interest as on 31.03.2026 is 8.25% per annum.

(c&d) Borrowings from SBI Bank is a fund based cash credit facility and it is secured by Pari-Passu Charge along with UCO Bank by way of hypothecation over entire current assets in form of inventory (Raw material, consumables, store & spare, stock in process, finished goods and other lying in the factory premises, godowns, elsewhere and including inventory in transit) receivables and other current assets (existing & future) created/acquired out of bank finance.

(e) Guaranteed by Mr. Asad Daud, Director and Mr. Hakim Sadiq Ali Tidiwala, Wholetime Director of the Company. Rate of interest as on 31.03.2026 is 9.25% per annum.

(f) There is no continuing default in the payment of interest.

NOTE 21: TRADE PAYABLE - CURRENT

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Total outstanding dues of micro enterprises and small enterprises	1,110.18	923.38
Total outstanding dues of creditors other than micro enterprises and small enterprises	9,042.13	6,178.81
	10,152.31	**7,102.19**

Notes to the Consolidated Financial Statements (Contd.)

Note: There are no unbilled and not due trade payables, hence the same are not disclosed in the ageing schedule

Trade payables ageing schedule as at 31st March 2026

(₹ in lakhs)

Particulars		Outstanding for following periods						Total
		Less than 6 months	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i)	Undisputed - Micro & small enterprises	164.64	945.54	-	-	-	-	1,110.18
(ii)	Undisputed Others	1,112.08	7,897.63	-	29.46	0.56	2.40	9,042.13
(iii)	Disputed dues – Micro & small enterprises	-	-	-	-	-	-	-
(iv)	Disputed dues - Others	-	-	-	-	-	-	-
Total		**1,276.72**	**8,843.17**	**-**	**29.46**	**0.56**	**2.40**	**10,152.31**

Trade payables ageing schedule as at 31st March 2025

(₹ in lakhs)-

Particulars		Outstanding for following periods						Total
		Less than 6 months	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i)	Undisputed - Micro & small enterprises	921.96	-	-	-	-	1.42	923.38
(ii)	Undisputed Others	6,146.66	-	25.78	3.97	-	2.40	6,178.81
(iii)	Disputed dues – Micro & small enterprises	-	-	-	-	-	-	-
(iv)	Disputed dues - Others	-	-	-	-	-	-	-
Total		**7,068.62**	**-**	**25.78**	**3.97**	**-**	**3.82**	**7,102.19**

NOTE 22: OTHER CURRENT LIABILITIES

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Statutory liabilities	372.59	188.84
Advance received from customers	616.37	685.48
Other payable*	1,766.13	1,491.40
	2,755.09	**2,365.72**

** Other payables include unpaid dividend of ₹ 0.28 Lakhs (Previous year: 0.22 Lakhs)*

Notes to the Consolidated Financial Statements (Contd.)

NOTE 23: CURRENT TAX LIABILITIES

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Income tax (net of advance tax)	632.21	738.35
	632.21	**738.35**

NOTE 24: REVENUE FROM OPERATIONS

(₹ in lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2025
Sale of Products:		
(a) Manufactured goods	62,712.42	54,155.47
(b) Traded goods	3,731.07	2,286.04
(c) Sale of services:		
(i) Commission received (on DOPW sales - IOCL)	126.84	58.93
ii) Lease rent	-	53.05
iii) Jobwork	245.72	-
iv) Export services	195.68	-
(d) Interest income (business)	1,345.20	808.71
(e) Other operating income		
i) Miscellaneous income	1,426.13	491.57
	69,783.06	**57,853.77**

NOTE 25: OTHER INCOME

(₹ in lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2025
Income from interest on fixed deposits at amortised cost	757.62	1,541.07
Interest on income tax refund	1.67	0.64
Export incentive	48.92	39.29
Foreign exchange fluctuation	1,773.28	828.20
Miscellaneous income	157.87	41.71
Profit on sales of property, plant and equipment	25.61	148.90
Profit on sales of investment	61.74	155.17
Total	**2,826.71**	**2,754.98**

Notes to the Consolidated Financial Statements (Contd.)

NOTE 26: COST OF MATERIALS CONSUMED

(₹ in lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2025
Opening stock	3,714.09	2,592.70
Add: Purchases and adjustments	40,427.16	33,019.44
Acquisition of subsidary	-	195.59
	44,141.25	**35,807.73**
Less: Closing stock	4,523.94	3,714.09
	39,617.31	**32,093.64**

NOTE 27: PURCHASE OF STOCK-IN-TRADE

(₹ in lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2025
Purchases - traded goods	1,089.90	1819.99
	1,089.90	**1819.99**

NOTE 28: CHANGE IN INVENTORIES

(₹ in lakhs)

Particulars	For the year ended March 31, 2025		For the year ended March 31, 2025	
Opening Stock:				
Finished goods	4,546.12		756.95	
Add: Acquistion of subsidary	89.06	4,635.18	2,264.16	3,021.11
Work-in-progress	4,392.60		5,232.92	-
Add: Acquistion of subsidary	-	4,392.60	-	5,232.92
		9,027.78		**8,254.03**
Less: Closing Stock:				
Finished Goods	5,166.74		4,546.12	
Work-in-progress	5,550.50	10,717.24	4,392.60	8,938.72
(Increase)/decrease in inventories		**(1,689.46)**		**(684.69)**

Notes to the Consolidated Financial Statements (Contd.)

NOTE 29: EMPLOYEE BENEFITS

(₹ in lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2025
(i) Salaries, wages and bonus	6,703.78	5,056.95
(ii) Contribution to provident and other funds	247.39	200.97
(iii) Gratuity fund contributions	99.32	86.96
(iv) Staff welfare expenses	241.49	333.30
(v) Employee compensation expense (ESOP)	65.61	-
Total	**7,357.59**	**5,678.18**

NOTE 30: FINANCE COST

(₹ in lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2025
(a) Interest expense:		
(i) on lease liabilities	124.25	6.85
(ii) on financial liabilities measured at amortised cost	351.16	477.17
(iii) others (to statutory authorities etc.)	22.73	57.71
(b) Other borrowing costs - bank/processing charges	27.42	16.58
Total	**525.56**	**558.31**

NOTE 31: OTHER EXPENSES

(₹ in lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2025
Consumption of stores and spare parts	258.76	122.39
Electric & power	1,043.67	1,053.72
Processing labour charges	132.15	159.84
Platform & service fee	1,140.74	-
Factory expenses	1,045.65	-
Fuel & lubricant	-	37.55
Fabric weaving expenses	120.96	128.45
Bag stitching expenses	170.96	918.45
Bag printing expenses	29.38	20.55
Printing ink	48.76	34.36
Repairs & maintenance:		
Plant and machinery	329.14	433.09
Building	40.74	30.68
Others	5.07	10.18
Job charges	640.53	50.04

Notes to the Consolidated Financial Statements (Contd.)

NOTE 31: OTHER EXPENSES (Contd.)

(₹ in lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2025
Packing materials	57.07	145.05
Carriage outward	411.64	245.96
Export freight, insurance & other expenses	1,042.21	1,453.68
Rebate, claim & discounts	43.18	21.40
Shorting and counting charges	120.86	65.00
Commission on sales	210.09	217.17
Office expense	497.85	459.49
Insurance charges	147.24	121.33
CSR activity	154.35	139.50
Legal & professional exp.	365.01	166.53
Payment to auditors		
(i) As auditor	26.96	32.02
(ii) for taxation matters	0.12	0.20
(iii) for reimbursement expenses	0.03	-
Other manufacturing exp.	262.22	271.78
Bank commission	135.65	102.20
Sundry balances written off and provisions	368.08	238.97
Subscription and membership	35.41	73.70
Lease rent	164.45	185.46
Business promotion expenenses	41.26	232.13
Printing & stationery expenses	5.60	43.42
Trunk & telephone	78.50	62.06
Selling and distributors	161.18	77.04
Consultancy charges	267.31	237.36
Conveyance & travelling expenses	678.51	573.34
Miscellaneous expenses	972.47	542.19
Total	**11,253.76**	**8,706.28**

NOTE 32: DEPRECIATION AND AMORTISATION EXPENSES

(₹ in lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2025
(i) Depreciation		
(a) On property, plant and equipment	2,764.06	1,427.35

Notes to the Consolidated Financial Statements (Contd.)

NOTE 32: DEPRECIATION AND AMORTISATION EXPENSES (Contd.)

(₹ in lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2025
(ii) Amortisation		
(a) On intangible assets	47.70	39.48
(b) On right of use assets	484.02	60.49
	3,295.78	**1,527.32**

NOTE 33: EARNINGS PER SHARE

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Earning per share has been computed as under		
(a) Profit for the year	6,422.45	5,312.00
(b) Weighted average number of ordinary shares outstanding for the purpose of basic earnings per share	11,30,85,000	11,30,85,000
(c) Effect of potential equity shares on account of employee stock options	73,229.93	-
(d) Weighted average number of equity shares in computing diluted earnings per share [(b) + (c)]	11,31,58,230	11,30,85,000
(e) Earnings per share on profit for the year (Face Value ₹ 2 per share)		
- Basic (a/b)	5.68	4.70
- Diluted (a/d)	5.68	4.70

NOTE 34: CONTINGENT LIABILITIES AND COMMITMENTS

(a) Contingent liabilities:

**Claims not acknowledged as debts:*

GST for the F Y 2017-18 including interest and penalty ₹ 226.20 lakhs (pr.yr.₹ 226.20 lakhs)

GST for the F Y 2018-19 including interest and penalty ₹151.94 lakhs (pr.yr.₹ 151.94 lakhs)

Income Tax for the FY 2022-23 including interest and penalty ₹ 19.86 lakhs (pr.yr. NIL)

**Net of deposit.*

**It is not practicable for the Group to estimate the closure of these issues and the consequential timings of cash flows, if any, in respect of the above.*

(b) (i) Aeroflex Industries Limited, a subsidiary, has received Assessment order from the GST department for demand for financial year 2023-24 for ₹ 359.47 Lakhs towards the disallowance of the GST input credit claimed for the IPO expenses and has also raised demand towards the penalty for ₹ 359.47 Lakhs against the said disallowances and has also raised demand of ₹ 0.23 Lakhs towards inadmissible input tax credit & demand of ₹ 0.23 Lakhs towards penalty for such inadmissible input tax credit. The said demand has been raised by GST department vide order dated 30.03.2026. The company is in process of filing appeal with the higher authority related to the demand so raised by the assessing officer.

Notes to the Consolidated Financial Statements (Contd.)

(ii) Aeroflex Industries Limited, a subsidiary, has further received assessment order from the GST department for demand for financial year 2019-20 for ₹ 136.18 Lakhs which includes ₹ 43.38 Lakhs of CGST & SGST towards the tax not paid on consideration received as per registered agreement with respect to transfer or assignment of lease right by transferor to any person and ₹ 49.42 Lakhs for the interest on the GST liability so determined & penalty of ₹ 43.38 lakhs. The said demand has been raised by GST department vide order dated 27.03.2026. The company is in process of filing appeal with the higher authority related to the demand so raised by the assessing officer.

(iii) Aeroflex Industries Limited, a subsidiary, has received assessment order from the income tax department towards the assessment dues for the AY 2018-19 for ₹ 4175.89 Lakhs towards the waiver of interest on working capital loans by the financial institution at the time of one-time settlement amounting to ₹ 6091.81 Lakhs has been added in the total income of the company under the head "undisclosed business income" for the AY 2018-19. Penalty proceedings under sections 270A has been initiated for under reporting of income. The said demand has been raised by Income Tax department vide Order dated 25.03.2026. The company has filed appeal with Commissioner of Income Tax (Appeals) on dated 8th April 2026 and the matter is subjudice.

(iv) Aeroflex Industries Limited, a subsidiary, has received notice of demand from the Panvel Muncipal Corporation towards the property tax of ₹ 72.10 Lakhs for the FY 2025-26 vide their notice dated 16.02.2026. The management is producing the documents related to the payment of the property tax of earlier year to the then Gram Panchayat authority therefore the muncipal corporation should not charge the additional amount as arrear but the matter is still pending to conclude till the date of the balance sheet.

(b) Commitments:

NIL

Guarantees

(₹ in lakhs)

Particulars	March 31, 2026	March 31, 2025
c) Guarantees given on behalf of subsidiary		
i) Guarantee given by the holding Company to ICICI Bank, Kotak Mahindra Bank and UCO Bank to secure facilities given to the subsidiary companies	3,870.99	3,870.99

NOTE 35: THE COMPANIES CONSIDERED IN THE CONSOLIDATED FINANCIAL STATEMENT ARE

Name	Country of incorporation	% of ownership interest as at 31/03/2026	% of ownership interest as at 31/03/2025
Subsidiaries:			
Aeroflex Neu Limited (formerly Sah Polymers Limited)	India	55.50	55.50
Aeroflex Industries Limited*/**	India	65.47	66.99
Aeroflex Finance Private Limited	India	100.00	100.00
M.R. Organisation Limited	India	64.00	51.00
Italica Global FZC, UAE	UAE	100.00	100.00

**including 5.63% held through Italica Global FZC, UAE, a wholly owned subsidiary company.*

***Ownership decreased due to further issue of share capital by Aeroflex Industries Limited.*

Notes to the Consolidated Financial Statements (Contd.)

NOTE 36: FINANCIAL INSTRUMENTS AND RELATED DISCLOSURES

A. Capital management:

The Group's financial strategy aims to support its strategic priorities and provide adequate capital to its businesses for growth and creation of sustainable stakeholder value. The Group funds its operations through internal accruals, borrowings etc. The Group aims at maintaining a strong capital base largely towards supporting the future growth of its businesses as a going concern.

The Group's capital management is intended to create value for shareholders by facilitating the meeting of long term and short term goals of the Group.

The Group's objectives when managing capital are to:

- Safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and

- Maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets.

The Group determines the amount of capital required on the basis of annual business plan also taking into consideration any long term strategic investment and expansion plans. The funding needs are met through equity and cash generated from operations.

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Non-current borrowings	353.09	461.81
Current borrowings	2,297.90	2,435.53
Gross debt	**2,650.99**	**2,897.34**
Less: Cash and cash equivalents	5,042.50	4,487.00
Less: Other bank deposits	9,562.98	14,875.83
Adjusted net debt (A)	**(11,954.49)**	**(16,465.49)**
Total equity (B)	**96,238.79**	**82,305.61**
Adjusted net debt to equity ratio	(12.42)	(20.01)
Total capital (A)+(B)	84,284.30	65,840.12
Gearing ratio	2.75	3.52

Notes to the Consolidated Financial Statements (Contd.)

B. Categories of financial instruments and fair value:

Carrying amounts and fair value of financial assets and financial liabilities, including their levels in the fair value hierarchy, are presented below. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

(₹ in lakhs)

Particulars	As at March 31, 2026		As at March 31, 2025	
	Carrying Value	Fair Value	Carrying Value	Fair Value
A) Financial assets				
a) Measured at amortised cost				
i) Cash and cash equivalent	5,042.50	5,042.50	4,487.00	4,487.00
ii) Other bank balance	9,562.98	9,562.98	14,875.83	14,875.83
iii) Loans	15,529.71	15,529.71	8,985.55	8,985.55
iv) Debenture	66.35	66.35	66.35	66.35
v) Funds etc.	1,711.58	1,711.58	1,138.06	1,138.06
vi) Trade receivables	21,372.05	21,372.05	18,984.65	18,984.65
vii) Other financial assets	952.48	952.48	661.82	661.82
Sub Total	**54,237.65**	**54,237.65**	**49,199.26**	**49,199.26**
b) Measured at fair value through OCI				
Through OCI				
i) Equity instrument - unquoted	2,699.39	2,699.39	2,114.05	2,114.05
ii) Equity instruments - quoted	25.49	25.49	51.84	51.84
Sub Total	2,724.88	2,724.88	2,165.89	2,165.89
Total financial assets	**56,962.53**	**56,962.53**	**51,365.15**	**51,365.15**
B) Financial liabilities				
a) Measured at amortised cost				
i) Borrowings	2,650.99	2,650.99	2,897.34	2,897.34
ii) Trade payables	10,152.31	10,152.31	7,102.19	7,102.19
iii) Other financial liabilities	1,318.50	1,318.50	1,374.62	1,374.62
Total financial liabilities	**14,121.80**	**14,121.80**	**11,374.15**	**11,374.15**

Level 1: Quoted price (unadjusted) in active market for identities assets or liabilities.

Level 2: Inputs other than quoted prices included in Level 1 that are observable for the asset or liability either directly (i.e. prices) or indirectly (i.e. derived from prices).

Level 3: Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Notes to the Consolidated Financial Statements (Contd.)

C) Financial risk management

The Group has a system-based approach to risk management, anchored to policies and procedures and internal financial controls aimed at ensuring early identification, evaluation and management of key financial risks (such as market risk, credit risk and liquidity risk) that may arise as a consequence of its business operations as well as its investing and financing activities. Accordingly, the Group's risk management framework has the objective of ensuring that such risks are managed within acceptable and approved risk parameters in a disciplined and consistent manner and in compliance with applicable regulation. It also seeks to drive accountability in this regard.

The activities of the Group exposes it to a number of financial risks namely market risk, credit risk and liquidity risk and currency risk. The Group seeks to minimise the potential impact of unpredictability of the financial markets on its financial performance. The Group does regularly monitor, analyse and manage the risks faced by the Group and to set and monitor appropriate risk limits and controls for mitigation of the risks.

1. Management of market risk:

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of three types of risks: interest rate risk, price risk and currency rate risk. Financial instruments affected by market risk includes borrowings and investments instruments. The Company is exposed to a variety of market risks, including currency and interest rate risks.

(i) Management of interest rate risk:

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group does not have any exposure to interest rate risks since its borrowings and investments are all in fixed rate instruments. Investments are largely in subsidiaries and associates and others are on long term basis.

(ii) Management of price risk:

The Group invests its surplus funds in deposits with banks on short term tenors on fixed interest rate and the same is not exposed to any price risk. This risk is mitigated by the Group by investing the funds in various tenors depending on the liquidity needs of the Group.

(iii) Management of currency risk:

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Group has foreign currency trade receivables, trade payables and borrowings and is therefore exposed to foreign exchange risk. The Group mitigates the foreign exchange risk by setting appropriate exposure limits, periodic monitoring of the exposures etc.. The exchange rates have been volatile in the recent years and may continue to be volatile in the future. Hence the operating results and financials of the Group may be impacted due to volatility of the rupee against foreign currencies.

Exposure to currency risk (The Group has exposure in USD/EUR/GBP/CNY/AED converted to functional currency i.e. INR)

The currency profile of financial assets and financial liabilities as at March 31, 2026 and March 31, 2025 are as below:

(₹ in lakhs)

		Exposure currency	As at 31.03.2025	As at 31.03.2025
Financial assets (A)				
(i)	Trade receivables	USD	8,792.80	8,380.61
		EUR	1,871.25	3,237.83
		GBP	425.22	217.95
	Total (i)		**11,089.27**	**11,836.39**
(ii)	Advance to suppliers	USD	309.55	148.84
	Total (ii)		**309.55**	**148.84**
Total (i+ii)			**11,398.82**	**11,985.23**
Financial liabilities (B)				
(i)	Trade payable	USD	816.22	632.14
		EUR	-	73.02
		GBP	-	47.53
	Total (i)		**816.22**	**752.69**

Notes to the Consolidated Financial Statements (Contd.)

The currency profile of financial assets and financial liabilities as at March 31, 2026 and March 31, 2025 are as below: (Contd.)

(₹ in lakhs)

	Exposure currency	As at 31.03.2025	As at 31.03.2025
(ii) Advance - Customers	USD	479.76	475.54
	EUR	38.07	45.39
Total (ii)		**517.83**	**520.93**
Total (i to ii)		**1,334.05**	**1,273.62**
Net exposure (A-B)		**10,064.77**	**10,711.61**

Sensitivity analysis

A reasonably possible 5% strengthening (weakening) of the Indian Rupee against USD/EUR/GBP at March 31 would have affected the measurement of financial instruments denominated in USD/EUR/GBP and affected profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases.

(₹ in lakhs)

	As at	Strengthening	Weakening
Profit/(loss)	31.03.2026	503.24	503.24
Profit/(loss)	31.03.2025	535.58	535.58

Credit risk refers to the risk of default on its obligations by a counterparty to the Group resulting in a financial loss to the Group. The Group is exposed to credit risk from its operating activities (trade receivables) and from its financing activities including investments in deposits with banks.

Credit risk from trade receivables and loans is managed through the Group's policies, procedures and controls relating to customer credit risk management by establishing credit limits, credit approvals and monitoring creditworthiness of the customers to which the Group extends credit in the normal course of business. Outstanding customer receivables are regularly monitored. The Group has no concentration of credit risk as the customer base is widely distributed.

The Group's customer base is large enough and does not have risk of credit concentration. Further, credit is extended in business interest.

C. Management of liquidity risk:

Liquidity risk is the risk that the Group may not be able to meet its present and future cash obligations without incurring unacceptable losses. The Group's objective is to maintain at all times, optimum levels of liquidity to meet its obligations. The Group closely monitors its liquidity position and has a cash management system. The Group maintains adequate sources of financing including debt and overdraft from domestic and international banks and financial markets at optimised cost.

The Group's current assets aggregate to ₹ 69,775.66 lakhs (2025 –₹ 61,7840.24 lakhs) including cash and cash equivalents and other bank balances of ₹ 5,042.50 lakhs (2025 –₹ 4,487.00 lakhs) against an aggregate current liability of ₹ 16,401.12 lakhs (2025 –₹ 12,831.58 lakhs); non-current liabilities due between one year to three years amounting to ₹ 2,939.00 lakhs (2025 –₹ 2,373.00 lakhs) and non-current liability due after three years amounting to ₹ 2,939.00 lakhs (2025 –₹ 2,373.00 lakhs) on the reporting date. Further, while the Group’s total equity stands at ₹ 96,238.79 lakhs (2025 –₹ 82,305.61 lakhs), it has borrowings of ₹ 2,650.99 lakhs (2025 -₹ 2,897.34 lakhs). In such circumstances, liquidity risk or the risk that the Group may not be able to settle or meet its obligations as they become due does not exist.

Notes to the Consolidated Financial Statements (Contd.)

NOTE 37: DISCLOSURES IN RESPECT OF RELATED PARTIES PURSUANT TO IND AS 21

(i) Key Managerial Persons

01) Mrs. Shehnaz D Ali, Wholetime Director

02) Mr.Harikant Turgalia, Wholetime Director and Chief Financial Officer

03) Ms. Alka Premkumar Gupta, Company Secretary

(ii) Sat Foundation (formerly Taha Charitable Trust)

During the year following transactions were carried out with the related parties in the ordinary course of business at arm's length price:

(₹ in lakhs)

Name of related party	Nature of relation	2025-26	2024-25	Nature of transaction
Mr. Harikant Turgalia	Wholetime Director	27.67	25.09	Remuneration
Mrs. Shehnaz D. Ali	Wholetime Director	34.33	28.64	Remuneration
Ms. Alka Premkumar Gupta	Company Secretary	20.05	18.38	Remuneration
Sat Invest Pvt. Ltd.	Promoter Company & Major Shareholder	0.00	0.05	i) Fees paid on behalf
		152.51	76.25	ii) Dividend Paid
A Flex Invest Pvt Ltd	Promoter		14.17	i) Rent Paid
		22.50	11.25	ii) Dividend Paid
Sat Foundation (formerly Taha Charitable Trust)	Director is trustee	126.82	122.96	CSR expenditure

Closing balances

(₹ in lakhs)

Name	31.03.2026	31.03.2025
Mrs. Shehnaz D. Ali*	2.57	1.81
Ms. Alka Premkumar Gupta*	1.11	3.97
Mr. Harikant Turgalia*	1.87	1.54

**credit balance*

In case of other parties balance is NIL.

No amount in respect of the related parties has been written off/back are provided for during the year.

NOTE 38: EMPLOYEE BENEFITS

a) Defined Contribution Plan:

Provident Fund:

The contributions to the Provident Fund of employees are made to a Government administered Provident Fund and there are no further obligations beyond making such contribution.

Notes to the Consolidated Financial Statements (Contd.)

b) Defined Benefit Plan:

Gratuity:

The Group participates in the Employees' Group Gratuity-Scheme of Life Insurance Corporation Limited, a funded defined benefit plan for qualifying employees. Gratuity is payable to all eligible employees on death or on separation/termination in terms of the provisions of The Payment of Gratuity (Amendment) Act, 1997, or as per the Group's scheme whichever is more beneficial to the employees.

The liability for the Defined Benefit Plan is provided on the basis of a valuation, using the Projected Unit Credit Method, as at the Balance Sheet date, carried out by an independent actuary.

Provident Fund:

The Group makes Provident Fund contribution to the Government administered Provident fund. The Group has no part to play in this respect.

c) Amounts Recognised as Expense:

i) Defined Contribution Plan:

Employer's Contribution to Provident Fund including contribution to Family Pension Fund amounting to ₹ 203.81 Lakhs (previous year ₹ 152.25 Lakhs) has been included under Contribution to Provident and Other Funds.

ii) Defined Benefit Plan:

Gratuity cost amounting to ₹ 107.68 Lakhs (previous year ₹ 85.02 Lakhs). has been included in note 29 under contribution to prividendt and other Funds.

NOTE 39:

The Government of India notified the four Labour Codes ('New Labour Codes') effective November 21, 2025. The Ministry of Labour & Employment has also issued draft Central Rules and FAQS to help assess the financial impact of these changes. The Group has ascertained its estimated obligations under the New Labour Codes based on actuarial valuation, best estimates and consistent with guidance provided by the Institute of Chartered Accountants of India. Considering the regulatory-driven and non-recurring nature of this impact, the Group has recognised incremental estimated obligations aggregating to ₹ 52.41 lakhs as an exceptional item on account of employees past services in the financial statement for the year ended March 31, 2026. The Company continues to monitor the finalisation of Central/State Rules and clarifications from the Government on other aspects of the New Labour Codes and would recognise the impact of change in the estimate in that period, as needed.

NOTE 40:

There are no Micro, Small and Medium Enterprises, to whom the Group owes dues (principal and/or interest), which are outstanding for more than 45 days as at the balance sheet date. During the year, there have been no payments made to Micro, Small and Medium Enterprises beyond 45 days. There were no amounts on account of interest due that were payable for the period where the principal has been paid but interest under the MSMED Act, 2006 not paid. Further, there were no amounts towards interest accrued that were remaining unpaid at the end of accounting year. Accordingly, there were no amounts due to further interest due and payable in the succeeding years. The above information regarding Micro, Small and Medium Enterprises has been determined to the extent such parties have been identified on the basis of information available with the Group.

Information relating to the Micro, Small and Medium Enterprises:

(₹ in lakhs)

Particulars		As at March 31, 2026	As at March 31, 2025
(a)	The principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year;	1,110.18	923.38
	(i) Principal amount		
	(ii) Interest		
(b)	The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	NIL	NIL
(c)	The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	NIL	NIL

Notes to the Consolidated Financial Statements (Contd.)

Information relating to the Micro, Small and Medium Enterprises: (Contd.)

(₹ in lakhs)

Particulars		As at March 31, 2026	As at March 31, 2025
(d)	The amount of interest accrued and remaining unpaid at the end of each accounting year; and	NIL	NIL
(e)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	NIL	NIL

NOTE 41:

The Group has elected not to apply the Indian Accounting Standard (Ind AS) 116 - Leases to account for those leases where underlying assets is of low value.

NOTE 42:

Disclosures pursuant to section 186 (4) of the Companies Act, 2013:

(i) For investment refer to Note 4.

(ii) For guarantee refer to Note 33(b). Guarantee has been utilised by the recipient for business.

(iii) No security has been provided.

(iv) Details of the loans provided during the year are as under:

(₹ in lakhs)

Name of the borrower	Amount given during the year (₹ in lakhs)	Tenure	Rate of interest	Utilised
Park Continental Pvt. Ltd.	4,609.00	5 Year	6% per annum	For Business purpose
Fibcorp Polyweave Private Limited	276(312)	Repayable on demand	12% per annum	Business
Burgeon Flexipack Private Limited	120 (0)	One year	9% per annum	Business
VMVS Textile Private Limited	75(0)	One year	9% per annum	Business
Manak Consultants Private Limited	75 (0)	One year	9% per annum	Business
Goyal Resorts and Hotels Private Limited	300(0)	Three year	12% per annum	Business

**figures in bracket represents previous year's figures.*

Notes to the Consolidated Financial Statements (Contd.)

NOTE 43:

As per Ind AS 108 "Operating Segment", the segments details (after elimination of intra group transactions) are as under:

(₹ in lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Revenue		
(a) Flexible packging	12,565.46	12,828.35
(b) Flexible flow solutions	42,690.79	36,985.95
(c) Engineering services	11,699.28	5,286.69
(d) Financing	2,465.52	864.11
(e) Others	362.01	1,888.67
Total	**69,783.06**	**57,853.77**
Less: Inter-segment revenue		-
Total	**69,783.06**	**57,853.77**
Segment results (profit/(loss) before interest and tax):		
(a) Flexible pacakging	(234.64)	131.64
(b) Flexible flow solutions	5902.35	6445.04
(c) Engineering services	2,886.95	1,518.67
(d) Financing	1,105.74	310.64
(e) Others	(62.20)	386.79
Total	**9,598.20**	**8,792.78**
Finance costs	659.96	565.70
Unallocable income net of expenditure	2,221.09	2,682.64
Profit before exceptional items and tax	11,159.33	10,909.72
Exceptional items (net of tax)	(95.67)	(12.81)
Profit before tax	11,063.66	10,896.91
Tax expenses:		
Current tax	2780.14	2699.88
Deferred tax	(249.60)	123.84
Profit afer tax	8,533.12	8,073.19
Share in profit/(loss) after tax of associate (net):		
Profit for the year	8533.12	8073.19
Non-controlling interest	2110.67	2761.19
Profit for the year attributable to Owners of the Company	6,422.45	5,312.00
Total other comprenshive income	**674.98**	**218.37**

Notes to the Consolidated Financial Statements (Contd.)

NOTE 43: (Contd.)

(₹ in lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Other comprenshive income attibutable to:		
Owners of the parent	674.98	218.37
Non-controlling interest	2,110.67	2,761.19
Total comprenshive income for the period	**9,208.10**	**8,291.56**
Ownners of the parent	7,097.43	5,530.37
Non-controlling interest	2,110.67	2,761.19
Capital employed	**96,239.01**	**82,305.61**

Geographical Information

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Non Current Assets		
– Within India	45,803.59	35,669.95
– Outside India	-	-
1. Revenue from external customers	30,260.91	
– Within India ₹	42,348.86	20,256.88
– Outside India	40,351.87	40,351.87

NOTE 44:

Balances of banks, sundry debtors and trade payables, current liabilities etc. as on 31.03.2026 are subject to confirmation and reconciliation.

NOTE 45:

In the opinion of the Management of the parent company and subsidiary companies, there is no impairment of assets in accordance with the Ind AS-36 as on the Balance Sheet date.

NOTE 46:

The financial statements were authorised for issue by the Board of Directors of the parent company on May 13, 2026.

NOTE 47:

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs and decimal thereof as per the requirements of Schedule III, unless otherwise stated.

NOTE 48:

Previous year's figures have been reclassified/regrouped wherever necessary to conform with the current Financial Statements. The figures of the previous year are not comparable with the current year's figures due to acquisition of and change in shareholding of the subsidiary companies.

NOTE 49:

There are no amounts due to be credited to Investor Education and Protection Fund in accordance with Section 125 of the Companies Act, 2013 as at the year end.

NOTE 50:

No proceeding has been initiated or pending against the Parent Company and its subsidiaries for holding any benami property under the Benami Transactions (Prohibition) Act,1988 and rules made thereunder.

NOTE 51:

The Group has borrowings from banks on the basis of security of current assets and the quarterly returns or statements of current assets filed by the Group with banks or financial institutions are in agreement with the books of accounts.

Notes to the Consolidated Financial Statements (Contd.)

NOTE 52:

Neither holding company nor any of its subsidiary companies is a declared wilful defaulter by any bank or financial institution or other lender.

NOTE 53:

The Group has no transaction with companies struck off under section 248 of the Companies Act 2013 or section 560 of Companies Act,1956.

NOTE 54:

There is no charges or satisfaction yet to be registered with ROC beyond the statutory period.

NOTE 55:

The Group has complied with the number of layers, wherever applicable, prescribed under clause (87) of section 2 of the Companies Act,2013 read with the Companies (Restriction on number of Layers) Rules,2017.

NOTE 56:

No Scheme of Arrangement has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.

NOTE 57:

Utilisation of Borrowed funds and share premium :

(a) The Group has not advanced or loaned or invested funds (either borrowed funds or share premium or any other source or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary (i) 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 (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(b) The Group has not received any fund from any other person(s) or entity(ies), including foreign entities (intermediaries) with the understanding (whether recorded in writing or otherwise) that the Company shall (i) 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 (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

NOTE 58:

There is no transaction not recorded in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961. Further there is no previously unrecorded income and related assets requiring recording in the books of account during the year.

NOTE 59:

The Group has used the borrowings from banks and financial institutions for the specific purpose for which it was taken at the balance sheet date.

NOTE 60:

Revenue from contract with customers differ from the revenue as per contracted price due to factors such as taxes recovered, volume rebate, discounts, etc.

NOTE 61:

The Group has neither long-term contracts nor derivatives as at March 31, 2026.

NOTE 62:

The Group has not traded or invested in crypto currency or virtual currency during the financial year.

NOTE 63:

There is no charges or satisfaction yet to be registered with ROC beyond the statutory period.

NOTE 64: CORPORATE SOCIAL RESPONSIBILITY (CSR)

(₹ in lakhs)

Particulars		As at March 31, 2026	As at March 31, 2025
(i)	Amount required to be spent by the company during the year	155.93	124.37
(ii)	Amount of expenditure incurred	154.35	139.50
(iii)	Shortfall at the end of the year	-	-
(iv)	Total of previous years shortfall	1.04	-
(v)	Reasons for shortfall	Not applicable	Not applicable

Notes to the Consolidated Financial Statements (Contd.)

NOTE 64: CORPORATE SOCIAL RESPONSIBILITY (CSR) (Contd.)

(₹ in lakhs)

Particulars			As at March 31, 2026	As at March 31, 2025
(vi)	Nature of CSR activities		Activities Specified in Schedule VII of the Act.	
	(a)	Construction/acquisition of any asset	-	-
	(b)	On purposes other than (a) above	-	-
		Education and Health including contributed to Sat Foundation	129.37	124.46
		Smt. Manjulaben Indukumar Ratilal Kamdar Charitable Trust	26.30	-
(vii)	Details of related party transactions: Out of (i) above,₹ 128.13 lakhs (Previous Year ₹ 124.46) contributed to Sat Foundation which is related party.			
(viii)	The Company does not carry any provisions for corporate social responsibility expenses for the current year and the previous year.			

NOTE 65:

Offsetting financial assets and liabilities

The Group has not offset any financial asset and financial liability. It offsets a financial asset and a financial liability when it currently has a legal enforceable right to set-off the recognised amounts and it intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

NOTE 66:

Disclosure pursuant to Indian Accounting Standards (IND AS) - 10 : Events after reporting period

(A) The Board of Directors of the holding Company approved the Financial Statements for issue for the year ended 31.03.2026 on 13.05.2026. The following events, being non-adjusting and the effect thereof have not been given in the Financial Statements, occurred between the end of the reporting period (i.e. 31.03.2026) and the date when the Financial Statements were approved by the Board of Directors of the Company (i.e. 13.05.2026):

(a) Recommended a final dividend of ₹ 0.40 (20%) per equity share of ₹ 2/- each for the financial year 2025-26 entailing a cash outflow of ₹ 452.34 lakhs subject to the approval of the members.

(b) On 21.04.2026 the Company further acquired 1,03,350 equity shares of ₹ 10/- each in M R Organisation Limited, a subsidiary company, for a purchase consideration of ₹ 557.57 lakhs, increasing its stake in the latter from 64% to 68%.

(c) Consequent upon the sale of the Company's entire stake in MR Organisation Limited (MRO) (68%) to Ingersoll-Rand Industrial U.S. Inc for a sale consideration of ₹ 22,742 lakhs, MRO ceased to be a subsidiary of the Company with effect from 30/04/2026. The financial impact of the transaction presently indeterminable has not been computed. The following financials of MRO for the year ended 31.03.2026 have, however, been considered for consolidation of the accounts for the year ended 31.03.2026:

Particulars		(₹ in lakhs)
(a)	Non-current assets	3,257.64
(b)	Current assets	8,050.72
(c)	Minority interest	307.32
(d)	Non-current liabilities	2,178.18
(e)	Current liabilities	1,138.41
(f)	Total income	11,575.45
(g)	Total comprehensive income	2,040.10

(B) The Board of Directors of the Aeroflex Industries Limited, subsidiary has also recommended a final dividend of ₹ 0.40 (20%) per equity share of ₹ 2/- each for the financial year 2025-26.

Notes to the Consolidated Financial Statements (Contd.)

NOTE 67:

Collateral against borrowings

The Group has hypothecated/mortgaged assets as collateral against a number of its sanctioned line of credit (Refer Note 15 and 20 for further information on assets hypothecated/mortgaged as security). In case of default as per borrowing arrangement, such collateral can be adjusted against the amounts due.

NOTE 68:

Maintenance of Books of account under Section 128 of the Companies Act, 2013:

The Group has defined process to take daily back-up of books of account maintained electronically and complied with the provisions of The Companies (Accounts) Rules, 2014 (as amended).

NOTE 69:

During the year, Aeroflex Neu Limited, subsidiary, on preferential basis allotted 72,00,000 warrants at a price of ₹ 90/- per warrant aggregating to ₹ 6,480 lakhs, convertible into equal number of equity shares having face value of ₹ 10/- per equity share with the option to the holders of the warrants to exercise the option of conversion within 18 months from the date of allotment of warrants. Out of the issued price being ₹ 90/- per warrant,₹ 22.50/- being 25 % of the issued price was paid on application (up-front) and the balance being 75% of the issued price is to be paid at the time exercise of the option of conversion of warrant. Accordingly the Company received ₹ 1,620 lakhs on allotment of warrants. Till close of the year, none of the warrant holders has exercised the option of conversion. Details of amount raised, utilised etc. during the year are as under:

(₹ in lakhs)

Nature of the fund raised	Purpose for which funds were raised	Proposed allocation of amount	Amount utilised for the purpose during the year out of the amount received *	Unutilised balance as at Balance sheet date (based on amount received)	Remark
Preferential allotment of convertible warrants	To construct, build, operate, establish, develop, acquire, purchase of land for, and invest in, Plug and Play Office complex, AI Park, IT Park, residential and industrial complexes through self, subsidiary(ies) or in joint collaboration	4,000.00	-	₹ 1,334.67 lakhs (1,620 lakhs - 285.33 lakhs)	Unutilised balance has been deposited with the scheduled bank in fixed deposit
	Long-term working capital requirements	1,200.00	275.00		
	General corporate purpose	1,255.00	-		
	Preferential issue expenses	25.00	10.33		
Total		**6,480.00**	**285.33**	**1,334.67**	**-**

**₹ 1,620 lakhs*

NOTE 70:

During the previous year 2024-2025 relevant to the assessment year 2025-2026, Aeroflex Neu Limited, subsidiary, opted taxation under section 115 BAA of Income tax Act, 1961, accordinglyit is not entitled to the MAT credit as available under the provision of the section 115 JAA of the Income tax Act, 1961, hence the MAT balance available as on 01/04/2025 was reversed.

NOTE 71:

Aeroflex Industries Limited, subsidiary, has over due receivables against the export realisation of goods for INR equivalent to ₹ 3,921.57 lakhs (pr. yr.₹ 5,337.13 Lakhs) due to the various business reasons. As per the information available and as intimated by the management, the company is in process of availing extension from RBI through its authorised dealers for the overdue realisations however till the date of the balance sheet such extension has not been made.

Notes to the Consolidated Financial Statements (Contd.)

NOTE 72:

Additional information, as required under schedule III to the Companies Act, 2013, of enterprises controlled as subsidiary and associate (after elimination):

Name of the enterprises	Net assets (i.e. total assets minus total liabilities)		Share in profit/loss account		Share in other comprehensive income		Share in total comprehensive income
	As % of consolidated net assets	Amount (₹ lakhs)	As % of consolidated net assets	Amount (₹ lakhs)	As % of consolidated other comprehensive income amount (₹ in lakhs)	Amount (₹ in lakhs)	As % of consolidated total comprehensive income amount (₹ in lakhs)
Parent							
Aeroflex Enterprises Limited (formerly known as Sat Industries Limited)	22.12	25,571.32	7.41	632.65	(4.01)	(27.06)	6.58
Subsidiary							
Indian							
Aeroflex Neu Limited (formerly known as Sah Polymers Limited)	12.26	14,168.82	2.06	175.99	-	-	1.91
Aeroflex Industries Limited	48.00	55,482.26	39.06	3,333.12	-	-	36.20
M.R. Organisation Limited	8.17	9,447.58	22.06	1,882.52	55.18	372.45	24.49
Aeroflex Finance Private Limited	4.46	5,149.95	3.28	280.11	-	-	3.04
Foreign							
Italica Global FZC	4.98	5,759.32	26.12	2,228.73	48.83	329.59	27.78
Total	**100.00**	**1,15,579.25**	**100.00**	**8,533.12**	**100.00**	**674.98**	**100.00**

As per our report attached

For **AJAY PALIWAL & Co.**
Chartered Accountants
Firm's Registration No. 12345C

Signatures to the Financial Statements and Notes

AJAY PALIWAL
Proprietor
M. No. 403290

ALKA PREMKUMAR GUPTA
Company Secretary
M.No. A35442

SHEHNAZ D ALI
Wholetime Director
DIN: 00185452

HARIKANT TURGALIA
Wholetime Director and CFO
DIN: 00049544

Place of signature: Mumbai
Dated: May 13, 2026
UDIN: 26403290IIRVXZ8890

Independent Auditor's Report

Report on the Audit of the Standalone Financial Statements

To the Members of **Aeroflex Enterprises Limited** (formerly SAT Industries Limited)

OPINION

We have audited the standalone financial statements of **Aeroflex Enterprises Limited** (formerly Sat Industries Limited "the Company"), which comprise the balance sheet as at 31st March 2026, and the statement of profit and loss, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of 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 standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2026, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

BASIS FOR OPINION

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the 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 Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

OTHER INFORMATION

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Integrated Report, Board's Report along with its Annexures and Financial Highlights included in the Company's Annual Report but does not include the financial statements and our auditor's report thereon.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements, or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

On the facts and circumstances of the Company and the audit, we determine that there are no key Audit matters to communicate.

MANAGEMENT'S RESPONSIBILITY FOR THE STANDALONE FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, changes in equity 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 Board of Directors is also responsible for overseeing the Company's financial reporting process.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

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

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

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

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

- Evaluate the overall presentation, structure and content of the 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.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the **"Annexure A"** a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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

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

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

   (f) With respect to the 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 year is in accordance with the provisions of section 197 of the Act.

   (g) 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 B"**.

   (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2015, in our opinion and to the best of our information and according to the explanations given to us:

      (i) The Company does not have any pending litigations which would impact its financial position except disclosed in note 30(a) to the accounts.

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

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

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

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

      (c) Based on such audit procedures that the auditor has considered reasonable and appropriate in the circumstances, nothing has come to their notice that has caused them to believe that the representations under sub-clause (i) and (ii) contain any material misstatement.

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

(vi) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the company as per the statutory requirements for record retention.

For **AJAY PALIWAL & Co.**
Chartered Accountants
Firm's Registration No. 12345C

Ajay Paliwal
Proprietor
M. No. 403290
UDIN: 26403290PZMHYN6099

Place of signature: Mumbai
Dated: May 13, 2026

"ANNEXURE - A" TO THE INDEPENDENT AUDITOR'S REPORT (REFERRED TO IN PARAGRAPH 8 UNDER 'REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS' SECTION OF OUR REPORT OF EVEN DATE)

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and the situation of property, plant and equipment.

(B) The Company has maintained proper records showing full particulars of Intangible Assets.

(b) These property, plant and equipment were physically verified during the year by the Management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of all the property, plant and equipment at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) The title deeds of all the immovable properties (other than properties where the Company is lessee and the lease agreements are duly executed in favour of the lessee), are held in the name of the Company.

(d) The Company has not revalued its property, plant and equipment (including right of use assets) or intangible assets or both during the year. Consequently, the question of our commenting on whether the revaluation is based on the valuation by a Registered Valuer; specifying the amount of change, if change is 10% or more in the aggregate of the net carrying value of each class of property, plant and equipment or intangible assets does not arise.

(e) Based on the information and explanations furnished to us, no proceedings have been initiated or are pending against the company as at 31.03.2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in its financial statement does not arise.

(ii) (a) The Company does not have inventory. Accordingly, reporting under clause 3(ii) (a) of the Order is not applicable.

(b) During the year the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets and accordingly, the question of our commenting on whether the quarterly returns or statements filed by the Company with such banks or financial institutions are in agreement with the books of account of the Company does not arise.

(iii) During the year, the Company has made investments in, provided guarantee and granted unsecured loans to companies, firms, Limited Liability Partnerships or other parties but has not provided security to any other entity,

a) During the year, the Company has provided loans or provided advances and provided guarantee but has not provided security to any other entity:

(A) The aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans or advances and guarantees to subsidiaries, joint ventures and associates;

Loan to	**Aggregate amount during the year (₹ in lakhs)**	**Amount outstanding as on 31/03/2026 (₹ in lakhs)**
Subsidiaries	3,679.00	3,315.00
Joint venture	NIL	NIL
Associates	NIL	NIL

Guarantee to	**Aggregate amount during the year (₹ in lakhs)**	**Amount outstanding as on 31/03/2026 (₹ in lakhs)**
Subsidiaries	NIL	3,870.99
Joint venture	NIL	NIL
Associates	NIL	NIL

(B) The aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans or advances, but has not stood guarantees or provided security, to parties other than subsidiaries, joint ventures and associates.

	Aggregate amount during the year (₹ in lakhs)	Amount outstanding as on 31/03/2026 (₹ in lakhs)
Loan to others	4,609.00	9,946.83

(b) The investments made, guarantee provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans, except wherever interest free loans have been granted, are not prejudicial to the Company's interest.

(c) In respect of loans and advances in the nature of loans, no schedule of repayment of principal and payment of interest has been stipulated.

(d) In respect of aforesaid loans, there is no amount overdue for more than ninety days.

(e) During the year no loan or advance in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties.

(f) During the year the Company has granted loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment, the aggregate amount, percentage thereof to the total loans granted, aggregate amount of loans granted to Promoters, related parties as defined in clause (76) of section 2 of the Companies Act, 2013 are as under.

Aggregate amount (₹ in lakhs)	% of the total loans granted	Aggregate amount of loans granted to Promoters, related parties as defined in clause (76) of section 2 of the Companies Act, 2013 (₹ in lakhs)
8,288.00	100.00%	3,870.99

(iv) In our opinion and according to the information and explanations given to us the Company has complied with the provisions of section 185 and 186 of the Companies Act, 2013, in respect of loans granted, investments made, guarantees, and security provided.

(v) According to the information and explanations given to us, the Company has not accepted any deposit during the year and accordingly the question of complying with Sections 73 and 76 of the Companies Act, 2013 does not arise. In respect of unclaimed deposits, the Company has complied with the provisions of Sections 74 and 75 or any other relevant provisions of the Companies Act, 2013. According to the information and explanations given to us, no Order has been passed by the Company Law Board or the National Company Law Tribunal or the Reserve Bank of India or any Court or any other Tribunal on the Company.

(vi) The maintenance of cost records has not been prescribed by the Central Government under Section 148(1) of the Companies Act, 2013 in respect of products of the Company.

(vii) (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities.

(b) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, details of statutory dues referred to in sub-clause (a) have not been deposited as on 31st March 2026 on account of disputes are given below:

Name of statutes	Nature of dues	Amount ₹ in Lakhs	The period to which the amount relates	Forum where dispute is pending
CGST ACT,2017	GST demand	226.20	2017-18	*
CGST ACT,2017	GST demand	151.94	2018-19	*
Income tax Act,1961	Income tax demand	19.86	2022-23	CIT Appeal

* *the Company is preferring a second appeal pursuant to the order in the first appeal within the statutory period available to appeal. Hence the amount outstanding treated as disputed.*

(viii) According to the information and explanations given to us and the records of the Company examined by us, there are no transactions in the books of account that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961), that has not been recorded in the books of account.

(ix) (a) According to the information and explanations given to us and the records of the Company examined by us, the Company has not defaulted on repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(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 Wilful Defaulter by any bank or financial institution or other lender.

(c) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, term loans were applied for the purpose for which the loans were obtained.

(d) According to the information and explanations given to us, and the procedure 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 utilised for long term purposes by the Company.

(e) According to the information and explanations given to us, and the procedure performed by us, we report that the Company has taken no funds from any entity or person on account of or meet the obligations of its subsidiaries, associates or joint venture. Accordingly, reporting under clause 3(ix) of the Order is not applicable.

(f) According to the information and explanations given to us, and the procedure performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause 3(ix)(f)of the Order is not applicable.

(x) (a) The Company has raised no money by way of an initial public offer or further public offer (including debt instruments) during the year. Accordingly, reporting under clause 3(x)(a) of the Order is not applicable.

(b) The Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially, or optionally convertible) during the year. Accordingly, reporting under clause 3(x)(b) of the Order is not applicable to the Company.

(xi) (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanation given to us, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.

(b) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanation given to us, a report under section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014, was not required to be filed with the Central Government. Accordingly, reporting under clause 3(xi)(b) of the Order is not applicable to the Company.

(c) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanation given to us, the Company has received no whistle-blower complaints during the year. Accordingly, reporting under clause 3(xi)(c)of the Order is not applicable to the Company.

(xii) (a) As the Company is not a Nidihi company, therefore, the clauses (xii)(a), (b) and (c) of the Order are not applicable to the Company.

(xiii) All transactions with the related parties are in compliance with sections 177 and 188 of Companies Act and the details have been disclosed in the financial statements, etc., as required by the Indian Accounting Standard 24 “Related Party Disclosures” specified under section 133 of the Act.

(xiv) (a) In our opinion and According to the information and explanation given to us, the Company has an internal audit system commensurate with the size and nature of its business.

(b) The reports of the Internal Auditors for the period under audit were considered by us.

(xv) The Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, the reporting under clause 3(xv) of the Order is not applicable to the Company.

(xvi) (a) In our opinion and according to the information and explanation given to us the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934);

(b) The Company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934; Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India, Accordingly, the reporting under clause 3(xv)(c) of the Order is not applicable to the Company.

(d) Based on the information and explanations provided by the Management of the Company, the Group does not have any CIC, which is part of the Group. We have not, however, separately evaluated whether the information provided by the management is accurate and complete. Accordingly, the reporting under clause 3(xv)(d) of the Order is not applicable to the Company.

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

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

(xix) According to the information and explanation given to us and on the basis of the financial ratios (also refer note 53 to the financial statements), ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumption, 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 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 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) (a) In respect of other than ongoing projects, there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act (the Act), in compliance with second proviso to sub section 5 of section 135 of the Act. This matter has been disclosed in note 38 to the financial statements.

(b) There are no unspent amounts in respect of ongoing projects, that are required to be transferred to a special account in compliance of provision of sub section (6) of section 135 of Companies Act.

(xxi) The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements. Accordingly, no comment in respect of the said clause has been included in this report.

For **AJAY PALIWAL & Co.**
Chartered Accountants
Firm's Registration No. 12345C

Ajay Paliwal
Proprietor
M. No. 403290
UDIN: 26403290PZMHYN6099

Place of signature: Mumbai
Dated: May 13, 2026

"ANNEXURE - B" TO THE INDEPENDENT AUDITOR'S REPORT ON THE INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENT 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 **Aeroflex Enterprises Limited** (formerly SAT Industries Limited) ("the Company") as of 31st March 2026 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

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

AUDITOR'S 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") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

OPINION

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 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 **AJAY PALIWAL & Co.**
Chartered Accountants
Firm's Registration No. 12345C

Ajay Paliwal
Proprietor
M. No. 403290
UDIN: 26403290PZMHYN6099

Place of signature: Mumbai
Dated: May 13, 2026

Standalone Balance Sheet

As at March 31, 2026

(₹ in lakhs)

Particulars	Note	As at March 31, 2026		As at March 31, 2025	
ASSETS					
(1) Non-current assets					
(a) Property, plant & equipment	3		751.17		709.60
(b) Capital work-in-progress			-		-
(c) Investment property			-		-
(d) Goodwill			-		-
(e) Other intangible assets	4		0.53		0.78
(f) Intangible assets under development					
(g) Biological assets other than bearer plants					
(h) Financial assets					
(i) Investments	5	15,374.26		12,333.90	
(ii) Trade receivables		-		-	
(iii) Loans	6	5,337.83		4,314.05	
(iv) Others			20,712.09		16,647.95
(i) Deferred tax assets (net)			-		-
(j) Other non-current assets	7		107.65		77.28
(2) Current assets					
(a) Inventories			-		-
(b) Financial assets					
(i) Investments					
(ii) Trade receivables	8	1,037.02		1,067.10	
(iii) Cash and cash equivalents	9	80.63		37.88	
(iv) Bank balances other than (iii) above	10	4,415.28		14,312.49	
(v) Loans	11	7,924.00		1,589.62	
(vi) Others	12	236.65	13,693.58	131.05	17,138.14
(c) Current tax assets (net)			-		-
(d) Other current assets	13		1,332.72		1,351.55
Total Assets			**36,597.73**		**35,925.30**
EQUITY AND LIABILITIES					
Equity					
(a) Equity share capital	14	2,261.70		2,261.70	
(b) Other equity	15	34,159.66		33,356.91	
			36,421.36		**35,618.61**
LIABILITIES					
(1) Non-current liabilities					
(a) Financial liabilities					
(i) Borrowings	16	45.91		4.78	
(ia) Lease liabilities		-		-	
(ii) Trade payables		-		-	
(iii) Other financial liabilities (other than those specified in item (b) to be specified)		-	45.91	-	4.78
(b) Provisions			-		-
(c) Deferred tax liabilities (net)	17		24.87		192.28
(d) Other non-current liabilities			-		-
(2) Current liabilities					
(a) Financial liabilities					
(i) Borrowings	18	20.24		4.08	
(ia) Lease liabilities		-		-	
(ii) Trade payables		-		-	
(A) Total outstanding dues of micro enterprises and small enterprises; and		-		-	
(B) Total outstanding dues of creditors other than micro enterprises and small enterprises.	19	68.12		58.27	
(iii) Other financial liabilities (other than those specified in item (c))		-	88.36	-	62.35
(b) Other current liabilities	20		4.50		4.12
(c) Provisions			-		-
(d) Current tax liabilities (net)	21		12.74		43.16
Total Equity and Liabilities			**36,597.73**		**35,925.30**
See accompanying notes to financial statements	1 to 59				

As per our report attached

For **AJAY PALIWAL & Co.**
Chartered Accountants
Firm's Registration No. 12345C

Signatures to the Financial Statements and Notes

AJAY PALIWAL
Proprietor
M. No. 403290

ALKA PREMKUMAR GUPTA
Company Secretary
M.No. A35442

SHEHNAZ D ALI
Wholetime Director
DIN: 00185452

HARIKANT TURGALIA
Wholetime Director and CFO
DIN: 00049544

Place of signature: Mumbai
Dated: May 13, 2026
UDIN: 26403290PZMHYN6099

Standalone Statement of Profit and Loss

For the year ended March 31, 2026

(₹ in lakhs)

	Particulars	Note	Year ended March 31, 2026		Year ended March 31, 2026	
Income:						
I	Revenue from operations	22		845.63		428.36
II	Other income	23		1,165.34		1,764.07
III	**Total Income (I+II)**			**2,010.97**		**2,192.43**
IV	**Expenses:**					
	Purchases of stock-in-trade	24		230.81		-
	Employee benefits expense	25		354.01		246.82
	Finance costs	26		3.61		71.79
	Depreciation and amortisation expense	28		36.79		41.67
	Other expenses	27		227.67		286.66
	Total expenses			**852.89**		**646.94**
V	Profit before exceptional items and tax (III-IV)			1,158.08		1,545.49
VI	Exceptional items			-		-
	Diminution in value of investments			42.47		
VII	Profit/(loss) before tax (V-VI)			1,115.61		1,545.49
VIII	Tax expense:					
	(1) Current tax		210.44		449.68	
	(2) (Excess)/short provision for tax of earlier years		(30.28)		18.07	
	(3) Deferred tax		(167.41)	12.75	51.17	518.92
IX	Profit/(loss)for the period from continuing operation (VII-VIII)			1,102.86		1,026.57
X	Profit/(loss) from discontinued operations.			-		-
XI	Tax expense of discontinued operations			-		-
XII	Profit/(loss) from discontinued operation (X-XI)			-		-
XII	Profit/(loss) for the period (IX+XII)			1,102.86		1,026.57
XIV	Other comprehensive Income					
	A (i) Item that will not be reclassified to profit or loss					
	Equity instrument through other comprehensive			(27.06)		5.13
	(ii) Income tax relating to item that will not be reclassified to profit or loss			-		-
	B (i) Item that will be reclassified to profit or loss			-		-
	(ii) Income tax relating to item that will be reclassified to profit or loss			-		-
XV	Total comprehensive income for the period (XII+XIV) (Comprising profit (loss) and other comprehensive income for the period)			1,075.81		1,031.70
XVI	Earnings per equity share: (for continued operation):					
	(1) Basic	29		0.98		0.91
	(2) Diluted	29		0.97		0.91
XVII	Earnings per equity share: (for discontinued operation):					
	(1) Basic			-		-
	(2) Diluted			-		-
XVII	Earnings per equity share: (for discontinued & continuing operations)					
	(1) Basic	29		0.98		0.91
	(2) Diluted	29		0.97		0.91

See accompanying notes to the financial statement 1 to 59

As per our report attached

For **AJAY PALIWAL & Co.**
Chartered Accountants
Firm's Registration No. 12345C

Signatures to the Financial Statements and Notes

AJAY PALIWAL
Proprietor
M. No. 403290

ALKA PREMKUMAR GUPTA
Company Secretary
M.No. A35442

SHEHNAZ D ALI
Wholetime Director
DIN: 00185452

HARIKANT TURGALIA
Wholetime Director and CFO
DIN: 00049544

Place of signature: Mumbai
Dated: May 13, 2026
UDIN: 26403290PZMHYN6099

Standalone Cash Flow Statement

For the year ended March 31, 2026

(₹ in lakhs)

Sr. No.	Particulars	Year ended March 31, 2026	Year ended March 31, 2026
A	**Cash flow from operating activities**		
	Net profit before tax	1,158.08	1,545.49
	Adjustments for:		
	Depreciation	36.79	41.67
	Interest paid	3.61	71.79
	Dividend received	(525.28)	(197.95)
	Profit/loss on sale of property, plant and equipment	-	(169.12)
	Profit/loss on sale of investments	(62.97)	(95.71)
	Bad debts	-	4.17
	Diminuation in investment	42.47	
	Income tax refund	(15.90)	
	Share based employee expenses	65.61	
	Realisation in foreign exchange gain/loss	(0.12)	
	TDS not recoverable	-	0.39
	Operating profit before working capital changes	**702.29**	**1,200.73**
	Adjustment for:		
	Trade receivables	30.08	114.66
	Trade payables	9.85	(103.24)
	Loans	(7,358.16)	1,040.73
	Changes in inventories	-	-
	Other financial assets	(105.60)	(82.42)
	Non-financial liabilities	-	-
	Current liabilities	0.38	(458.03)
	Increase/(decrease) non-current assets	(30.36)	(50.26)
	Increase/(decrease) in other current assets	18.82	809.98
	Cash generated from operations	(6,732.70)	2,472.16
	Income tax paid	180.16	467.75
	Net cash inflow/(outflow) from operation (A)	**(6,912.86)**	**2,004.41**
B	**Cash flow from investing activities:**		
	Purchase of property, plant and equipment	(78.73)	(484.52)
	Dividend	525.28	197.95
	Withdrawal/(investment) in other bank deposits (net)	9,897.21	6,616.91
	Sale of property, plant and equipment		700.00
	Sale of investments	38.14	239.00
	Investment in others	(659.96)	(327.27)
	Investment in subsidiary	(2,481.38)	(5,763.27)
	Net cash inflow/(outflow) from investing activities (B)	**7,240.56**	**1,178.80**
C	**Cash flow from Financing Activities**		
	Increase in borrowings	57.28	(2,937.33)
	Dividend paid	(338.62)	(169.63)
	Interest paid	(3.61)	(71.79)
	Net cash inflow/(outflow) from financing activities (C)	**(284.95)**	**(3,178.74)**
	Net increase/decrease in cash & cash equivalents (A+B+C)	**42.75**	**4.47**
	Cash and cash equivalents at the beginning of the year	**37.88**	**33.42**
	Cash and cash equivalents at the end of the year	**80.63**	**37.88**

Standalone Cash Flow Statement (Contd.)

For the year ended March 31, 2026

(₹ in lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2026
I. Cash and cash equivalents as per above comprise of the following:		
Cash on hand	0.43	0.25
Balances with scheduled banks:		
On current accounts	80.20	37.63
On deposit accounts (deposits having an original maturity of 3 months or less)	-	-
Cash and cash equivalents as per note 9	**80.63**	**37.88**

II. The above Statement of Cash Flows has been prepared under the 'Indirect Method' as set out in the Indian Accounting Standard (Ind AS) 7 - "Statement of Cash Flows" specified under Section 133 of the Companies Act, 2013.

The notes 1 to 59 form an integral part of the financial statements.

This is the Statement of Cash Flows referred to in our report of even date.

As per our report attached

For **AJAY PALIWAL & Co.**
Chartered Accountants
Firm's Registration No. 12345C

Signatures to the Financial Statements and Notes

AJAY PALIWAL
Proprietor
M. No. 403290

ALKA PREMKUMAR GUPTA
Company Secretary
M.No. A35442

SHEHNAZ D ALI
Wholetime Director
DIN: 00185452

HARIKANT TURGALIA
Wholetime Director and CFO
DIN: 00049544

Place of signature: Mumbai
Dated: May 13, 2026
UDIN: 26403290PZMHYN6099

Standalone Statement of Changes in equity

A) EQUITY SHARE CAPITAL

(1) Current reporting period

(₹ in lakhs)

Balance at the beginning of the current reporting period	Changes in equity share capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current reporting period	Balance at the end of the current reporting period
2,261.70	-	-	-	2,261.70

(2) Previous reporting period

(₹ in lakhs)

Balance at the beginning of the previous reporting period	Changes in equity share capital due to prior period errors	Restated balance at the beginning of the previous reporting period	Changes in equity share capital during the current reporting period	Balance at the end of the previous reporting period
2,261.70	-	-	-	2,261.70

B) OTHER EQUITY

(₹ in lakhs)

	Reserves & Surplus					Equity instruments through other comprehensive income	Total
	Capital reserve	Securities premium	General reserve	Shared based payment reserve	Retained earnings		
Balance at the end of the reporting period - 31/03/2024	338.25	7,898.00	47.40	-	24,239.87	(28.68)	32,494.84
Profit for the year	-	-	-	-	1,026.57	-	1,026.57
Other comprehensive income	-	-	-	-	-	5.13	5.13
Dividend	-	-	-	-	169.63	-	169.63
Total comprehensive income for the year	-	-	-	-	-	-	-
Balance at the end of the reporting period - 31/03/2025	338.25	7,898.00	47.40	-	25,096.81	(23.55)	33,356.91
Profit for the year	-	-	-	65.61	1,102.86	(27.07)	1,141.40
Other comprehensive income	-				-	-	-
Dividend	-	-	-	-	338.63	-	338.63
Total comprehensive income for the year	-	-	-	-	-	-	-
Balance at the end of the reporting period - 31/03/2026	**338.25**	**7,898.00**	**47.40**	**65.61**	**25,861.04**	**(50.62)**	**34,159.66**

See accompanying notes to financial statements

As per our report attached

For **AJAY PALIWAL & Co.**
Chartered Accountants
Firm's Registration No. 12345C

Signatures to the Financial Statements and Notes

AJAY PALIWAL
Proprietor
M. No. 403290

ALKA PREMKUMAR GUPTA
Company Secretary
M.No. A35442

SHEHNAZ D ALI
Wholetime Director
DIN: 00185452

HARIKANT TURGALIA
Wholetime Director and CFO
DIN: 00049544

Place of signature: Mumbai
Dated: May 13, 2026
UDIN: 26403290PZMHYN6099

Notes to the Standalone Financial Statements

1. COMPANY INFORMATION

a) Aeroflex Enterprises Limited (formerly Sat Industries Limited) (the company), is a public limited company domiciled in India and is incorporated under the provisions of the companies act applicable in India. Its shares are listed on two recognised stock exchanges in India. The registered office of the company is located at 53, C-wing, Mittal Tower, Nariman Point, Mumbai - 400 021.

b) The company is engaged in the business of international trading, investment and finance, leasing of assets, manufacturing of flexible packaging, hose pipes, engineering services etc. through it own or through subsidiary companies.

2. SIGNIFICANT ACCOUNTING POLICIES

Statement of Compliance

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013. The financial statements have also been prepared in accordance with the relevant presentation requirements of the companies Act, 2013.

Basis of Preparation

The financial statements are prepared in accordance with the historical cost convention, except for certain items that are measured at fair values, as explained in the accounting policies.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of Ind AS 102 – Share-Based Payment, leasing transactions that are within the scope of Ind AS 116 – Leases, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 – Inventories or value in use in Ind AS 36 – Impairment of Assets.

The preparation of financial statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the application of the accounting policies and the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the year. Actual results could differ from those estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period; they are recognised in the period of the revision and future periods if the revision affects both current and future periods.

Operating Cycle

All assets and liabilities have been classified as current or non-current as per the company’s normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013 and Ind AS 1 – Presentation of Financial Statements based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents.

Property, Plant and Equipment – Tangible Assets

Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation and impairment, if any. For this purpose, cost includes deemed cost which represents the carrying value of property, plant and equipment recognised as at 1st April, 2016 measured as per the previous GAAP.

Cost is inclusive of inward freight, duties and taxes and incidental expenses related to acquisition. In respect of major projects involving construction, related pre-operational expenses form part of the value of assets capitalised. Expenses capitalised also include applicable borrowing costs for qualifying assets, if any. All up gradation/enhancements are charged off as revenue expenditure unless they bring similar significant additional benefits.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss.

Notes to the Standalone Financial Statements (Contd.)

Depreciation of these assets commences when the assets are ready for their intended use which is generally on commissioning. Items of property, plant and equipment are depreciated in a manner that amortises the cost (or other amount substituted for cost) of the assets after commissioning, less its residual value, over their useful lives as specified in schedule II of the companies Act, 2013 on a written-down value basis.

The estimated useful lives of property, plant and equipment of the company are as follows:

Plant and equipment	7 – 25 Years
Furniture and fixtures	8 – 10 Years
Vehicles	8 – 10 Years
Office equipment	5 Years

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets or, where shorter, the term of the relevant lease.

Property, plant and equipment's residual values and useful lives are reviewed at each balance sheet date and changes, if any, are treated as changes in accounting estimate.

Intangible Assets

Intangible assets that the company controls and from which it expects future economic benefits are capitalised upon acquisition and measured initially:

a. for assets acquired in a business combination or by way of a government grant, at fair value on the date of acquisition/grant.

b. for separately acquired assets, at cost comprising the purchase price (including import duties and nonrefundable taxes) and directly attributable costs to prepare the asset for its intended use.

Internally generated assets for which the cost is clearly identifiable are capitalised at cost. Research expenditure is recognised as an expense when it is incurred. Development costs are capitalised only after the technical and commercial feasibility of the asset for sale or use has been established. Thereafter, all directly attributable expenditure incurred to prepare the asset for its intended use are recognised as the cost of such assets. Internally generated brands, websites and customer lists are not recognised as intangible assets.

The carrying value of intangible assets includes deemed cost which represents the carrying value of intangible assets recognised as at 1st April, 2016 measured as per the previous GAAP.

The useful life of an intangible asset is considered finite where the rights to such assets are limited to a specified period of time by contract or law (e.g., patents, licenses, trademarks, franchise and servicing rights) or the likelihood of technical, technological obsolescence (e.g., computer software, design, prototypes) or commercial obsolescence (e.g., lesser known brands are those to which adequate marketing support may not be provided). If, there are no such limitations, the useful life is taken to be indefinite. Intangible assets that have finite lives are amortises over their estimated useful lives by the written-down value method unless it is practical to reliably determine the pattern of benefits arising from the asset. An intangible asset with an indefinite useful life is not amortises.

All intangible assets are tested for impairment. Amortisation expenses and impairment losses and reversal of impairment losses are taken to the Statement of Profit and Loss. Thus, after initial recognition, an intangible asset is carried at its cost less accumulated amortisation and/or impairment losses.

The useful lives of intangible assets are reviewed annually to determine if a reset of such useful life is required for assets with finite lives and to confirm that business circumstances continue to support an indefinite useful life assessment for assets so classified. Based on such review, the useful life may change or the useful life assessment may change from indefinite to finite. The impact of such changes is accounted for as a change in accounting estimate.

Impairment of Assets

Impairment loss, if any, is provided to the extent, the carrying amount of assets or cash generating units exceed their recoverable amount.

Recoverable amount is higher of an asset's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset or cash generating unit and from its disposal at the end of its useful life.

Impairment losses recognised in prior years are reversed when there is an indication that the impairment losses recognised no longer exist or have decreased. Such reversals are recognised as an increase in carrying amounts of assets to the extent that it does not exceed the carrying amounts that would have been determined (net of amortisation or depreciation) had no impairment loss been recognised in previous years.

Inventories

Inventories are stated at lower of cost and net realisable value. The cost is calculated on FIFO basis. Cost comprises expenditure incurred in the normal course of business in bringing such inventories to its present location and condition and includes, where applicable, appropriate overheads based on normal level of activity. Net realisable value is the estimated selling price less estimated costs for completion and sale.

Notes to the Standalone Financial Statements (Contd.)

Obsolete, slow moving and defective inventories are identified from time to time and, where necessary, a provision is made for such inventories.

Foreign Currency Transactions

The functional and presentation currency of the Company is Indian Rupee.

Transactions in foreign currency are accounted for at the exchange rate prevailing on the transaction date. Gains/ losses arising on settlement as also on translation of monetary items are recognised in the statement of profit and loss.

Exchange differences arising on monetary items that, in substance, form part of the company's net investment in a foreign operation (having a functional currency other than Indian Rupee) are accumulated in foreign currency translation reserve.

Investment in Subsidiary and Associate

Investment in subsidiary and associate are carried at cost less accumulated impairment, if any.

Financial instruments, Financial assets, Financial liabilities and Equity instruments

Financial assets and financial liabilities are recognised when the company becomes a party to the contractual provisions of the relevant instrument and are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities measured at fair value through profit or loss) are added to or deducted from the fair value on initial recognition of financial assets or financial liabilities. Purchase or sale of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date when the company commits to purchase or sell the asset.

Financial Assets

Recognition:

Financial assets include investments, trade receivables, advances, security deposits, cash and cash equivalents. Such assets are initially recognised at transaction price when the company becomes party to contractual obligations. The transaction price includes transaction costs unless the asset is being fair valued through the statement of profit and loss.

Classification:

Management determines the classification of an asset at initial recognition depending on the purpose for which the assets were acquired. The subsequent measurement of financial assets depends on such classification.

Financial assets are classified as those measured at:

(a) amortised cost, where the financial assets are held solely for collection of cash flows arising from payments of principal and/or interest.

(b) fair value through other comprehensive income (FVTOCI), where the financial assets are held not only for collection of cash flows arising from payments of principal and interest but also from the sale of such assets. Such assets are subsequently measured at fair value, with unrealised gains and losses arising from changes in the fair value being recognised in other comprehensive income.

(c) fair value through profit or loss (FVTPL), where the assets are managed in accordance with an approved investment strategy that triggers purchase and sale decisions based on the fair value of such assets. Such assets are subsequently measured at fair value, with unrealised gains and losses arising from changes in the fair value being recognised in the statement of profit and loss in the period in which they arise.

Trade receivables, advances, security deposits, cash and cash equivalents etc. are classified for measurement at amortised cost while investments may fall under any of the aforesaid classes. However, in respect of particular investments in equity instruments that would otherwise be measured at fair value through profit or loss, an irrevocable election at initial recognition may be made to present subsequent changes in fair value through other comprehensive income.

Impairment:

The Company assesses at each reporting date whether a financial asset (or a group of financial assets) such as investments, trade receivables, advances and security deposits held at amortised cost and financial assets that are measured at fair value through other comprehensive income are tested for impairment based on evidence or information that is available without undue cost or effort. Expected credit losses are assessed and loss allowances recognised if the credit quality of the financial asset has deteriorated significantly since initial recognition.

Reclassification:

When and only when the business model is changed, the Company shall reclassify all affected financial assets prospectively from the reclassification date as subsequently measured at amortised cost, fair value through other comprehensive income, fair value through profit or loss without restating the previously recognised gains, losses or interest and in terms of the reclassification principles laid down in the Ind AS relating to financial instruments.

Notes to the Standalone Financial Statements (Contd.)

De-recognition:

Financial assets are derecognised when the right to receive cash flows from the assets has expired, or has been transferred, and the Company has transferred substantially all of the risks and rewards of ownership. Concomitantly, if the asset is one that is measured at:

(a) amortised cost, the gain or loss is recognised in the statement of profit and loss;

(b) fair value through other comprehensive income, the cumulative fair value adjustments previously taken to reserves are reclassified to the statement of profit and loss unless the asset represents an equity investment in which case the cumulative fair value adjustments previously taken to reserves is reclassified within equity.

Income Recognition:

Interest income is recognised in the statement of profit and loss using the effective interest method. Dividend income is recognised in the statement of profit and loss when the right to receive dividend is established.

Financial Liabilities

Borrowings, trade payables and other financial liabilities are initially recognised at the value of the respective contractual obligations. They are subsequently measured at amortised cost. Any discount or premium on redemption/settlement is recognised in the statement of profit and loss as finance cost over the life of the liability using the effective interest method and adjusted to the liability figure disclosed in the balance sheet.

Financial liabilities are derecognised when the liability is extinguished, that is, when the contractual obligation is discharged, cancelled and on expiry.

Offsetting Financial Instruments

Financial assets and liabilities are offset and the net amount is included in the balance aheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

Equity Instruments

Equity instruments are recognised at the value of the proceeds, net of direct costs of the capital issue.

Revenue

Revenue is measured at the fair value of the consideration received or receivable for goods supplied and services rendered, net of returns and discounts to customers. Revenue from the sale of goods includes excise and other duties which the company pays as a principal but excludes amounts collected on behalf of third parties, such as good and services tax.

Revenue from the sale of goods is recognised when significant risks and rewards of ownership have been transferred to the customer, which is mainly upon delivery, the amount of revenue can be measured reliably and recovery of the consideration is probable. Revenue from services is recognised in the periods in which the services are rendered.

Employee Benefits

i) Short-term employee benefits liabilities for wages and salaries including non monetary benefits that are expected to be settled wholly within twelve months after the end of the period in which the employees render the related service are classified as short term employee benefits and are recognised as an expense in the Statement of Profit and Loss as the related service is provided. A liability is recognised for the amount expected to be paid if the company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Defined Benefit Plans

Gratuity Fund

The Company has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. Gratuity is payable to all eligible employees on death or on separation/termination in terms of the provisions of The Payment of Gratuity (Amendment) Act, 1997 or as per the company's scheme whichever is more beneficial to the employees.

Leases

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

Company as a Lessee

Assets used under finance leases are recognised as property, plant and equipment in the balance sheet for an amount that corresponds to the lower of fair value and the present value of minimum lease payments determined at the inception of the lease and a liability is recognised for an equivalent amount.

The minimum lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised in the statement of profit and loss.

Rentals payable under operating leases are charged to the statement of profit and loss on a straight-line basis over the term of the relevant lease unless the payments to the lessor are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

Notes to the Standalone Financial Statements (Contd.)

Company as a Lessor

Leases in which the company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Where the company is a lessor under an operating lease, the asset is capitalised within property, plant and equipment and depreciated over its useful economic life. Payments received under operating leases are recognised in the Statement of Profit and Loss on a straight-line basis over the term of the lease.

Taxes on Income

Taxes on income comprises of current taxes and deferred taxes. Current tax in the statement of profit and loss is provided as the amount of tax payable in respect of taxable income for the period using tax rates and tax laws enacted during the period, together with any adjustment to tax payable in respect of previous years.

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities and the amounts used for taxation purposes (tax base), at the tax rates and tax laws enacted or substantively enacted by the end of the reporting period.

Deferred tax assets are recognised for the future tax consequences to the extent it is probable that future taxable profits will be available against which the deductible temporary differences can be utilised.

Income tax, in so far as it relates to items disclosed under other comprehensive income or equity, are disclosed separately under other comprehensive income or equity, as applicable.

Deferred tax assets and liabilities are offset when there is legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances related to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on net basis, or to realise the asset and settle the liability simultaneously.

Dividend

The Company recognises a liability for any dividend declared but not distributed at the end of the reporting period, when the distribution is authorised and the distribution is no longer at the discretion of the Company on or before the end of the reporting period. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

Claims against the Company not acknowledged as debts are disclosed after a careful evaluation of the facts and legal aspects of the matter involved.

Provisions

Provisions are recognised when, as a result of a past event, the company has a legal or constructive obligation; it is probable that an outflow of resources will be required to settle the obligation; and the amount can be reliably estimated. The amount so recognised is a best estimate of the consideration required to settle the obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation. In an event when the time value of money is material, the provision is carried at the present value of the cash flows estimated to settle the obligation.

Operating Segments

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker (CODM). The CODM, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Corporate Management Committee.

Segments are organised based on business which have similar economic characteristics as well as exhibit similarities in nature of products and services offered, the nature of production processes, the type and class of customer and distribution methods.

Segment revenue arising from third party customers is reported on the same basis as revenue in the financial statements. Inter-segment revenue is reported on the basis of transactions which are primarily market led.

Segment results represent profits before finance charges, unallocated corporate expenses and taxes. “Unallocated Corporate Expenses” include revenue and expenses that relate to initiatives/costs attributable to the enterprise as a whole and are not attributable to segments.

Financial and Management Information Systems

The Company’s accounting system is designed to comply with the relevant provisions of the companies Act, 2013, to provide financial and cost information appropriate to the businesses and facilitate Internal control.

Use of estimates and judgements

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period end. Although these estimates are based upon management’s best knowledge of current events and actions, actual results could differ from these estimates.

Notes to the Standalone Financial Statements (Contd.)

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

A. Judgements in applying accounting policies

The judgements, apart from those involving estimations (see note below), that the company has made in the process of applying its accounting policies and that have a significant effect on the amounts recognised in these financial statements pertain to useful life of intangible assets. The company is required to determine whether its intangible assets have indefinite or finite life which is a subject matter of judgement. Certain trademarks have been considered of having an indefinite useful life taking into account that there are no technical, technological or commercial risks of obsolescence or limitations under contract or law. Other trademarks have been amortised over their useful economic life. Refer notes to the financial statements.

B. Key sources of estimation uncertainty

The following are the key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

1. **Useful lives of property, plant and equipment and intangible assets:**

   As described in the significant accounting policies, the company reviews the estimated useful lives of property, plant and equipment and intangible assets at the end of each reporting period.

2. **Fair value measurements and valuation processes:**

   Some of the company's assets and liabilities are measured at fair value for financial reporting purposes. In estimating the fair value of an asset or a liability, the company uses market-observable data to the extent it is available. Where level 1 inputs are not available, the company engages third party valuers, where required, to perform the valuation. Information about the valuation techniques and inputs used in determining the fair value of various assets, liabilities and share based payments are disclosed in the notes to the financial statements.

3. **Actuarial Valuation:**

   The determination of company's liability towards defined benefit obligation to employees is made through independent actuarial valuation including determination of amounts to be recognised in the statement of profit and loss and in other comprehensive income. Such valuation depend upon assumptions determined after taking into account inflation, seniority, promotion and other relevant factors such as supply and demand factors in the employment market. Information about such valuation is provided in notes to the financial statements.

4. **Claims, Provisions and Contingent Liabilities:**

   In respect of litigations where an outflow of funds is believed to be probable and a reliable estimate of the outcome of the dispute can be made based on management's assessment of specific circumstances of each dispute and relevant external advice, management provides for its best estimate of the liability. Such accruals are by nature complex and can take number of years to resolve and can involve estimation uncertainty. Information about such litigations is provided in notes to the financial statements.

Notes to the Standalone Financial Statements (Contd.)

NOTE 3: PROPERTY, PLANT AND EQUIPMENT

(₹ in lakhs)

Particulars	Owned Assets						Under Operating Lease		Total
	Office premises	Land - freehold	Furniture and fixtures	Vehicle	Computers	Office equipment	Moulds	Plant and equipment	
Year ended March 31st, 2026									
GROSS CARRYING AMOUNT									
Opening gross carrying mount	354.45	229.25	67.98	216.55	16.45	38.47	-	-	923.15
Additions	-	5.00	-	70.43	2.87	0.44	-	-	78.73
Disposals/adjustments	-	-	-	0.64	-	-	-	-	0.64
Closing gross carrying amount	**354.45**	**234.25**	**67.98**	**286.34**	**19.31**	**38.91**	**-**	**-**	**1,001.25**
ACCUMULATED DEPRECIATION									
Opening accumulated depreciation	4.21	-	2.79	184.23	11.58	10.74	-	-	213.54
Depreciation charged during the year	5.62	-	6.46	15.88	2.52	6.06	-	-	36.54
Disposals/adjustments	-	-	-	-	-	-	-	-	-
Closing accumulated depreciation	**9.83**	**-**	**9.25**	**200.10**	**14.10**	**16.80**	**-**	**-**	**250.08**
Net carrying amount	**344.62**	**234.25**	**58.73**	**86.24**	**5.21**	**22.11**	**-**	**-**	**751.17**
Year ended March 31st, 2025									
GROSS CARRYING AMOUNT									
Opening gross carrying mount	-	196.65	2.83	216.55	14.31	11.87	509.59	319.70	1,271.50
Additions	354.45	32.61	66.21	-	3.15	27.42	-	-	483.84
Disposals/adjustments	-	-	-	-	1.02	-	509.59	319.70	830.31
Closing gross carrying amount	**354.45**	**229.26**	**69.04**	**216.55**	**16.44**	**39.29**	**-**	**-**	**925.03**
ACCUMULATED DEPRECIATION									
Opening accumulated depreciation	-	-	2.17	170.33	9.76	8.75	168.74	112.75	472.50
Depreciation charged during the year	4.21	-	1.72	13.90	2.25	2.76	9.99	6.79	41.62
Disposals/adjustments	-	-	-	-	0.42	-	178.73	119.54	298.69
Closing accumulated depreciation	**4.21**	**-**	**3.89**	**184.23**	**11.59**	**11.51**	**-**	**-**	**812.81**
Net carrying amount	**350.24**	**229.26**	**65.15**	**32.32**	**4.85**	**27.78**	**-**	**-**	**709.60**

Note:

(a) There are no immoveable properties whose title deeds are not in the name of the company.

(b) The company has not revalued property, plant and equipment.

(c) The company has not revlaued its intangible assets.

(d) The company has no capital work in progress.

(e) There is no intangible assets under development.

Notes to the Standalone Financial Statements (Contd.)

NOTE 4: INTANGIBLE ASSETS

(₹ in lakhs)

	Software	Total
Year ended March 31st, 2026		
GROSS CARRYING AMOUNT		
Opening gross carrying amount	0.83	0.83
Additions	-	-
Disposals/adjustments	-	-
Closing gross carrying amount	**0.83**	**0.83**
ACCUMULATED DEPRECIATION		
Opening accumulated depreciation	0.06	0.06
Depreciation charged during the year	0.25	0.25
Disposals/adjustments	-	-
Closing accumulated depreciation	**0.31**	**0.31**
Net carrying amount	**0.53**	**0.53**
Year ended March 31st, 2025		
GROSS CARRYING AMOUNT		
Opening gross carrying amount	0.16	0.16
Additions	0.68	0.68
Disposals/adjustments	-	-
Closing gross carrying amount	**0.84**	**0.84**
ACCUMULATED DEPRECIATION		
Opening accumulated depreciation	0.01	0.01
Depreciation charged during the year	0.05	0.05
Disposals/adjustments	-	-
Closing accumulated depreciation	**0.06**	**0.06**
Net carrying amount	**0.78**	**0.78**

NOTE 5: INVESTMENTS - NON CURRENT

(₹ in lakhs)

Particulars	**As at March 31, 2026**		**As at March 31, 2025**	
	No of units	**Amount**	**No of units**	**Amount**
A) Investments in equity instruments				
i) Unquoted				
(a) Investments in subsidiary (fully paid up)				
(Carried at cost)				
Italica Global FZC	**100**	34.04	**100**	34.04
(Shares of AED 1,850 each)				

Notes to the Standalone Financial Statements (Contd.)

NOTE 5: INVESTMENTS - NON CURRENT (Contd.)

(₹ in lakhs)

Particulars		As at March 31, 2026		As at March 31, 2025	
		No of units	Amount	No of units	Amount
	Aeroflex Finance Private Limited	**1,01,00,000**	1,010.00	**1,01,00,000**	1,010.00
	(Face value of ₹ 10/- each)				
	M.R.Organisation Ltd	**16,53,608**	7,134.65	**13,17,720**	5,463.27
	(Face value ₹ 10/-)				
(b)	**Investment in CCD**				
	Positive Food Ventures Pvt Ltd - CCD	**3,394**	4.75	**3,394**	4.75
	(Face value of ₹ 10/- each)				
	Gozing Technology Pvt Ltd - CCD	**35**	2.10	**35**	2.10
	(Face value of ₹ 10/- each)				
	Legalpay Technology Pvt Ltd - CCD	**500**	5.00	**500**	5.00
	(Face value of ₹ 10/- each)				
	Ncome Tech Solutions Pvt Ltd - CCD	**-**	-	**-**	-
	(Face value of ₹ 10/- each)				
	Artha Energy Projects Pvt Ltd - CCD	**50**	50.00	**50**	50.00
	(Face value of ₹ 10/- each)				
	Giggle Galaxy Private Limited - CCD	**30**	4.50	**30**	4.50
	(Face value of ₹ 10/- each)				
(c)	**Investment in CCPS**				
	Global value Food and Condiments Pvt Ltd	**26**	2.50	**26**	2.50
	(Face value of ₹ 10/- each)				
	Aubotz Labs Pvt Ltd	**39**	7.01	**39**	7.01
	(Face value of ₹ 10/- each)				
	Botson Labs Private Limited	**1,902**	12.52	**1,902**	12.51
	(Face value of ₹ 10/- each)				
	Broomees India Pvt Ltd	**112**	16.26	**112**	16.26
	(Face value of ₹ 10/- each)				
	CarterPorter Pvt Ltd	**44**	3.60	**44**	3.60
	(Face value of ₹ 10/- each)				
	Chakshu.AI Pvt Ltd	**985**	10.01	**985**	10.00
	(Face value of ₹ 10/- each)				
	Comfypets Pvt Ltd	**-**	-	**-**	-
	(Face value of ₹ 10/- each)				
	Crescere Technologies Pvt Ltd	**10**	7.00	**10**	7.00
	(Face value of ₹ 10/- each)				
	Devnagri AI Private Limited	**94**	10.92	**94**	10.92
	(Face value of ₹ 10/- each)				

Notes to the Standalone Financial Statements (Contd.)

NOTE 5: INVESTMENTS - NON CURRENT (Contd.)

(₹ in lakhs)

Particulars	As at March 31, 2026		As at March 31, 2025	
	No of units	Amount	No of units	Amount
DVDP Technologies Pvt Ltd	**79**	7.01	**79**	7.01
(Face value of ₹ 10/- each)				
Ensuredit Technologies Pvt Ltd	**120**	2.48	**120**	2.48
(Face value of ₹ 10/- each)				
Expertrons Technologies Pvt Ltd	**12**	10.73	**12**	10.73
(Face value of ₹ 10/- each)				
Frello Technology Pvt Ltd	**39**	9.23	**39**	9.23
(Face value of ₹ 10/- each)				
Giggle Galaxy Private Limited	**27,064**	6.22	**27,064**	6.22
(Face value of ₹ 10/- each)				
Joule Consulting Private Limited	**240**	6.69	**240**	6.69
(Face value of ₹ 10/- each)				
Meliorism Switchism Pvt Ltd	**129**	10.07	**129**	10.07
(Face value of ₹ 10/- each)				
Mothersense Technologies Pvt Ltd	**-**	-	**2**	4.28
(Face value of ₹ 10/- each)				
Ncome Tech Solutions Pvt Ltd	**89**	12.53	**89**	12.53
(Face value of ₹ 10/- each)				
Pinbox Inclusion Pvt Ltd	**11**	11.69	**11**	11.69
(Face value of ₹ 10/- each)				
Prescinto Technologies Pvt Ltd	**-**	-	**-**	-
(Face value of ₹ 10/- each)				
Qzense Labs Pvt Ltd	**41**	3.94	**41**	3.94
(Face value of ₹ 10/- each)				
Sampatra Technologies Pvt Ltd	**750**	7.61	**750**	7.61
(Face value of ₹ 10/- each)				
Seygnux Solutions Pvt Ltd	**39**	5.59	**39**	5.59
(Face value of ₹ 10/- each)				
Shrikar Datakund Pvt Ltd	**-**	-	**-**	-
(Face value of ₹ 10/- each)				
SPV Laboratories Pvt Ltd	**7,400**	7.03	**7,400**	7.03
(Face value of ₹ 10/- each)		-		
Tecso Charge Zone Private Limited	**2,191**	4.60	**2,191**	4.60
(Face value of ₹ 10/- each)		-		
Wizzy Softech Pvt Ltd	**97**	11.11	**97**	11.11
(Face value of ₹ 10/- each)				
Asht Capital Pvt Ltd - CCPS	**-**	-	**174**	16.07
(Face value of ₹ 10/- each)				

Notes to the Standalone Financial Statements (Contd.)

NOTE 5: INVESTMENTS - NON CURRENT (Contd.)

(₹ in lakhs)

Particulars	As at March 31, 2026		As at March 31, 2025	
	No of units	Amount	No of units	Amount
Cyberviking Ventures Pvt Ltd/ Nooble - CCPS	**-**	-	**-**	-
(Face value of ₹ 10/- each)				
DCG Tech Limited CCPS	**4,340**	25.00	**4,340**	25.00
(Face value of ₹ 10/- each)				
Global value Food and Condiments Pvt Ltd - CCPS	**26**	2.50	**26**	2.50
(Face value of ₹ 10/- each)				
Gozing Technology Pvt Ltd - CCPS	**115**	4.25	**115**	4.25
(Face value of ₹ 10/- each)				
Mestis Energy Pvt Ltd - CCPS	**54**	5.72	**104**	11.01
(Face value of ₹ 10/- each)				
Red Basil Technologies Pvt Ltd - CCPS	**904**	11.01	**904**	11.01
(Face value of ₹ 10/- each)				
Riverus Technology Solutions Pvt Ltd - CCPS	**1,25,148**	20.18	**1,25,148**	20.18
(Face value of ₹ 10/- each)				
Snippt Media Pvt Ltd - CCPS	**1,248**	10.01	**1,248**	10.01
(Face value of ₹ 10/- each)				
Sunfox Technologies Pvt Ltd - CCPS	**53**	6.99	**53**	6.99
(Face value of ₹ 10/- each)				
Text Mercato Solutions Pvt Ltd - CCPS	**15**	5.02	**15**	5.02
(Face value of ₹ 10/- each)				
Thermal Energy Service Solutions Pvt Ltd - CCPS	**155**	11.05	**155**	11.05
(Face value of ₹ 10/- each)				
Zoofresh Foods Pvt Ltd - CCPS	**5,175**	25.97	**5,175**	25.97
(Face value of ₹ 10/- each)				
Easy To Pitch Networks Pvt Ltd	**13**	9.09	**13**	9.09
(Face value of ₹ 10/- each)				
Thinkmetal Pvt Ltd	**116**	11.02	**116**	11.02
(Face value of ₹ 10/- each)				
Bugbase Security Pvt Ltd	**64**	11.14	**64**	11.14
(Face value of ₹ 10/- each)				
Dr. Jackfruit India Pvt Ltd	**10**	11.96	**10**	11.96
(Face value of ₹ 10/- each)				
Fifty Fintech Private Limited	**79**	11.13	**79**	11.13
(Face value of ₹ 10/- each)				

Notes to the Standalone Financial Statements (Contd.)

NOTE 5: INVESTMENTS - NON CURRENT (Contd.)

(₹ in lakhs)

Particulars		As at March 31, 2026		As at March 31, 2025	
		No of units	Amount	No of units	Amount
	Geoalgo Technologies Pvt Ltd	**305**	11.03	**305**	11.03
	(Face value of ₹ 10/- each)				
	Imagine Healthfin Pvt Ltd - CCPS	**3,895**	11.00	**3,895**	11.00
	(Face value of ₹ 10/- each)				
	Metashop Pvt Ltd - CCPS	**68**	11.15	**68**	11.15
	(Face value of ₹ 10/- each)				
	Super Saiyan Labs Pvt Ltd	**66**	11.14	**66**	11.14
	(Face value of ₹ 10/- each)				
	Toroi Technologies Pvt Ltd	**217**	0.04	**217**	32.28
	(Face value of ₹ 10/- each)				
	XETGO Pvt Ltd - CCPS	**294**	40.10	**294**	40.10
	(Face value of ₹ 10/- each)				
	Dolf Labs Pvt Ltd - EQ	**-**	-	**-**	-
	(Face value of ₹ 10/- each)				
	Gesports Pvt Ltd - EQ	**-**	0.01	**-**	-
	(Face value of ₹ 10/- each)				
	Inflict Technologies Private Limited - EQ	**-**	7.69	**-**	-
	(Face value of ₹ 10/- each)				
	Flickstree Productions Pvt Ltd - CCPS	**10**	11.64	**10**	11.64
	Lorien Business Management Pvt Ltd - CCPS	**1,00,000**	10.00	**1,00,000**	10.00
(d)	**Investments in Others (fully paid up)**				
	(At fair value through other comprehensive income):				
	Ensuredit Technologies Pvt Ltd - E/s	**23**	0.47	**23**	0.47
	(Face value of ₹ 10/- each)				
	Positive Food Ventures Private Limited - E/S	**178**	0.25	**178**	0.25
	(Face value of ₹ 10/- each)				
	Vphrase Analytics Solution Pvt Ltd	**-**	-	**-**	-
	(Face value of ₹ 10/- each)				
	Ideope Media Pvt Ltd	**-**	-	**-**	-
	(Face value of ₹ 10/- each)				
	Urbtranz Technologies Pvt Ltd	**279**	3.11	**279**	3.11
	(Face value of ₹ 10/- each)				
	Creditas Solutions Private Limited	**-**	-	**-**	-
	(Face value of ₹ 10/- each)				

Notes to the Standalone Financial Statements (Contd.)

NOTE 5: INVESTMENTS - NON CURRENT (Contd.)

(₹ in lakhs)

Particulars	As at March 31, 2026		As at March 31, 2025	
	No of units	Amount	No of units	Amount
Zeva Capsol Private Limited	**19,634**	20.01	**19,634**	20.01
(Face value of ₹ 10/- each)				
Recconext Labs Private Limited	**16**	2.11	**16**	2.11
(Face value of ₹ 10/- each)				
Eduvanz Financing Private Limited	**4,294**	31.40	**4,294**	31.40
(Face value of ₹ 10/- each)				
Flickstree Productions P Ltd	**50**	6.19	**50**	6.19
(Face value of ₹ 10/- each)				
Metro politan Exchange Limited	**5,00,000**	6.10	**5,00,000**	6.10
(Face value of ₹ 1/- each)				
Nuve Pro Technologies Pvt Ltd	**76,920**	20.00	**76,920**	20.00
(Face value of ₹ 1/- each)				
Kalpnik Technologies Pvt Ltd	**-**	-	**-**	-
(Face value of ₹ 1/- each)				
Bohri Kitchen Pvt Ltd	**55**	4.73	**55**	4.73
(Face value of ₹ 10/- each)				
Karma Primary Healthcare Services Pvt Ltd	**1,188**	5.95	**1,188**	5.97
(Face value of ₹ 1/- each)				
Opti Health Innovation Pvt Ltd	**52**	0.01		
(Face value of ₹ 10/- each)				
Truelan Textiles Pvt Ltd	**32**	3.15	**32**	3.15
(Face value of ₹ 10/- each)				
SynThera Biomedical Private Limited	**82**	5.03	**82**	5.03
(Face value of ₹ 10/- each)				
Swirchme Technologies and Services Pvt Ltd	**103**	5.00	**103**	5.00
(Face value of ₹ 10/- each)				
Insorce Operational Optimizers Pvt Ltd	**34,165**	5.00	**34,165**	5.00
(Face value of ₹ 1/- each)				
Mynvax Private Limited	**51**	5.00	**51**	5.00
(Face value of ₹ 10/- each)				
Machfox Hydraulics and Lubrication System Pvt Ltd	**28,572**	50.00	**-**	-
(Face value of ₹ 10/- each)				
Supa Star Foods P Ltd	**-**	-		
(Face value of ₹ 10/- each)				
Lenden Club Techserve P Ltd	**1,011**	0.01	**1,011**	0.01
(Face value of ₹ 1/- each)				

Notes to the Standalone Financial Statements (Contd.)

NOTE 5: INVESTMENTS - NON CURRENT (Contd.)

(₹ in lakhs)

Particulars		As at March 31, 2026		As at March 31, 2025	
		No of units	Amount	No of units	Amount
	Lightsaber Food Ventures Private Limited	**51**	5.82	**51**	5.82
	(Face value of ₹ 10/- each)				
	Rare Planet Handicrafts Limited	**514**	19.44	**514**	19.44
	(Face value of ₹ 10/- each)				
	Irida Interactive Private limited	**30**	5.53	**30**	5.53
	(Face value of ₹ 10/- each)				
	Wi Digital Services Private Limited	**2,825**	0.28	**2,825**	0.29
	(Face value of ₹ 10/- each)				
	Rocketium Com Technology Private Limited	**84**	0.01	**84**	0.01
	(Face value of ₹ 10/- each)				
	Instoried Research Labs Pvt Ltd	**344**	0.03	**344**	0.03
	(Face value of ₹ 10/- each)				
	Ramtirth Leasing and Finance Co.P Ltd	**9,265**	0.93	**9,265**	0.93
	(Face value of ₹ 10/- each)				
	My Aashiana Management Services Pvt Ltd	**25,480**	26.31	**25,480**	26.31
	(Face value of ₹ 10/- each)				
	Zoofresh Foods Pvt Ltd	**244**	1.42	**244**	1.42
	(Face value of ₹ 10/- each)				
(e)	**Investment in convertible preference shares:**				
	Duronto Technologies Private Limited	**1,122**	10.00	**1,122**	10.00
	(Face value of ₹ 45/- each)				
	Lithasa Technologies Pvt Ltd	**83**	19.03	**83**	19.03
	Pre - Series A1 cumulative convertible preference shares of ₹ 100/- each fully paid up				
	Manali E-Business Pvt Ltd	**-**	-	**-**	-
	0.01% (Face value ₹ 10/- each)				
	Reverus Technology Solutions Pvt Ltd	**-**	-	**-**	-
	0.01% (Face value ₹ 10/- each)				
	Text Mercato Solutions Pvt Ltd	**32**	5.18	**32**	5.18
	(Face value of ₹ 10/- each)				
	Entellus Business Solutions Pvt Ltd	**17**	2.89	**17**	2.89
	(Face value of ₹ 10/- each)				

Notes to the Standalone Financial Statements (Contd.)

NOTE 5: INVESTMENTS - NON CURRENT (Contd.)

(₹ in lakhs)

Particulars		As at March 31, 2026		As at March 31, 2025	
		No of units	Amount	No of units	Amount
	Mynvax Pvt Ltd	**24**	4.70	**24**	7.69
	(Face value of ₹ 10/- each)				
	Trudel Fashion Private Limited	**33**	5.19	**33**	5.19
	(Shares of ₹ 10/- each)				
	Modaviti E-Marketing Pvt Ltd	**25**	0.00	**25**	0.01
	(Face value of ₹ 10/- each)				
	Skilancer Solar Private Limited	**36**	2.08	**36**	2.09
	(Face value of ₹ 10/- each)				
	Getup for Change Services Pvt ltd	**-**	-	**84**	0.01
	(Face value of ₹ 300/- each)				
	Mynvax Private Limited	**-**	-	**17**	4.70
	(Face value of ₹ 10/- each)				
	Zebralearn Pvt Ltd	**52**	24.86		
	(Face value of ₹ 10/- each)				
(f)	**Investment in Funds**				
	Venture Capital Fund				
	9Unicorns Accelerator Fund - I	**1,00,000**	97.93	**1,00,000**	97.93
	(Units of ₹100/- each)				
	Blinc Fund II	**850**	84.85	**850**	84.85
	(Units of ₹10,000/- each)				
	Z Nation Lab Growth Fund	**3,415**	305.26	**3,400**	300.14
	(Units of ₹100/- each)				
	Artha Select Fund	**15,000**	14.98	**15,000**	14.98
	(Units of ₹100/- each)				
	Beams Fintech Fund I	**60**	59.99	**60,000**	59.99
	(Units of ₹100/- each)				
	Siriusone Capital Fund	**25,000**	25.50	**25,000**	25.50
	(Units of ₹100/- each)				
	Chessshiksha Ed-Tech Private Limited	**333**	14.99	**-**	-
	(Units of ₹4,500/- each)				
	DSP Mutual Funds	**6,456**	250.00	**-**	-
	(Units of ₹ 3,872/- each)				
	India Quotient Fund II-Venture Capital Fund	**-**	56.34	**100**	66.99
	(Units of ₹1,00,000/- each)				
	Artha Continuum Fund	**15,000**	15.44	**15,000.00**	15.44
	(Units of ₹100/- each)				

Notes to the Standalone Financial Statements (Contd.)

NOTE 5: INVESTMENTS - NON CURRENT (Contd.)

(₹ in lakhs)

Particulars	As at March 31, 2026		As at March 31, 2025	
	No of units	Amount	No of units	Amount
Axis Overnight Fund	**8,278**	250.00	**-**	-
(Units of ₹ 3,020/- each)				
AkashaLabdhi (1 Funds Trust 2)	**15**	15.00	**-**	-
(Units of ₹ 1,00,000/- each)				
Cloudworx Technologies Pvt Ltd (1 Funds Trust 2)	**11**	11.00	**11**	11.00
(Units of ₹1,00,000/- each)				
Gostops Hospitality Private Limited	**16**	16.00	**16**	16.00
(Units of ₹1,00,000/- each)				
Grand Anicut Angel Fund	**15**	15.00	**-**	-
(Units of ₹1,000/- each)				
India Inflection Opportunity Trust	**252**	252.18	**252**	252.18
(Units of ₹1,00,000/- each)				
Simyog Technology Private Limited	**8**	8.00	**8**	8.00
(Units of ₹1,00,000/- each)				
Artha Venture Fund-1	**38,830**	87.88	**39,750**	88.80
(Units of ₹100/- each)				
LV Angel Fund	**11**	5.36	**11**	5.36
(Units of ₹1,00,000/- each)				
Maapan Labs Pvt Ltd (1 Fund Trust 2)	**15**	15.00	**-**	-
(Units of ₹1,00,000/- each)				
Haystack Analytics Pvt Ltd (1 Fund Trust 2)	**15**	15.00	**15**	15.00
Xyma Analytics Pvt Ltd (1 Fund Trust 2)	**25**	25.00	**25**	25.00
Real Time Angel Fund	**7,090**	70.90	**5,090**	50.90
(B) Investments in LLP				
Rubis Capital Advisors LLP	**-**	-	**-**	5.12
3.13 % Share				
EQUIPACT ADVISORY LLP	**-**	100.00	**-**	100.00
6.67 % Share				
(C) Investments in equity instruments				
i) Quoted				
(a) Investments in subsidiary (fully paid up)				
(Carried at cost)				
Aeroflex Industries Ltd.	**7,91,81,833**	1,837.81	**7,91,81,833**	1,837.81
(Face value of ₹ 2/- each)				

Notes to the Standalone Financial Statements (Contd.)

NOTE 5: INVESTMENTS - NON CURRENT (Contd.)

(₹ in lakhs)

Particulars			As at March 31, 2026		As at March 31, 2025	
			No of units	**Amount**	**No of units**	**Amount**
		Aeroflex Neu Limited (formerly Sah Polymers Limited)	**1,43,16,000**	1,854.95	**1,43,16,000**	1,854.95
		(Face value of ₹ 10/- each)				
		Investments in share warrants				
		Aeroflex Neu Limited (formerly Sah Polymers Limited)	**-**	810.00	**-**	-
	(b)	**Others**				
		Tirupati Sarjan Limited	**3,75,000**	24.68	**3,75,000**	51.38
		(Face value of ₹ 10/- each)				
		BCL Industries	**800**	0.21	**580**	0.33
		(Face value of ₹ 10/- each)				
		Hindustan Construction Company Ltd	**600**	0.08	**300**	0.08
		(Face value of ₹ 10/- each)				
		New India Assurance Company Ltd.	**100**	0.12	**10**	0.02
		(Face value of ₹ 10/- each)				
		Gandhi Special Tubes Ltd	**11**	0.08	**-**	-
		(Face value of ₹ 10/- each)				
		HDFC Life Insurance Company Ltd	**20**	0.12	**-**	-
		(Face value of ₹ 10/- each)				
		NBCC India Ltd	**50**	0.04	**-**	-
		(Face value of ₹ 10/- each)				
		Tata Consultancy Service Ltd	**7**	0.17	**2**	0.06
		(Face value of ₹ 10/- each)				
Total			**-**	15,374.26	**-**	12,333.90

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Total investment	**15,374.26**	**12,333.90**
Aggregate amount of unquoted investments	10,846.01	8,589.29
Aggregate amount of quoted investments	4,578.54	3,768.21
Aggregate provision for diminution in value - quoted	50.29	23.58
Market value of the quoted investments	2,00,031.77	1,46,070.88

Notes to the Standalone Financial Statements (Contd.)

NOTE 6: FINANCIAL ASSETS - LOANS NON-CURRENT

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Other loans:		
(a) Loan considered good - secured	-	-
(b) Loan considered good - unsecured	5,337.83	4,314.05
(c) Loans which have significant increase in credit risk	-	-
(d) Loans - credit impaired	-	-
	5,337.83	**4,314.05**
Less: Allowance for doubtful debts	-	-
Total	**5,337.83**	**4,314.05**

Note 6.1:

No loans are due from directors or other officers of the Company or any of them either severally or jointly with any other person. Further, no loans are due from firms or private companies in which any director is a partner, a director or a member, other than dues from related parties.

NOTE 7: OTHER NON CURRENT ASSETS

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Advances other than capital advances		
- Others	0.57	0.57
Other advances		
- With statutory authorities	57.07	26.70
- Advance against shares	-	50.01
Legal deposit	50.00	-
Total	**107.65**	**77.28**

NOTE 8: TRADE RECEIVABLES

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Trade receivables considered good - secured	-	-
(b) Trade receivables considered good - unsecured	1,037.02	1,067.10
(c) Trade receivables which have significant increase in credit risk	-	-
(d) Trade receivables - credit impaired	-	-
	1,037.02	**1,067.10**
Less: Allowance for doubtful debts	-	-
Total	**1,037.02**	**1,067.10**

Notes to the Standalone Financial Statements (Contd.)

Note 8.1:

No trade receivables are due from directors or other officers of the company or any of them either severally or jointly with any other person. Further, no trade receivables are due from firms or private companies in which any director is a partner, a director or a member, other than dues from related parties.

Trade receivables ageing schedule as at 31st March 2026

(₹ in lakhs)

Particulars		Outstanding for following periods from due date of payment				Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	
(i)	Undisputed trade receivables - considered good	0.02	-	-	1,037.00	1,037.02
(ii)	Undisputed trade receivables - which have significant increase in credit risk	-	-	-	-	-
(iii)	Undisputed trade receivables - credit impaired	-	-	-	-	-
(iv)	Disputed trade receivables - considered good	-	-	-	-	-
(v)	Disputed trade receivables - credit impaired	-	-	-	-	-
(vi)	Disputed trade receivables - which have significant increase in credit risk	-	-	-	-	-
Total		**0.02**	**-**	**-**	**1,037.00**	**1,037.02**

Trade receivables ageing schedule as at 31st March 2025

(₹ in lakhs)

Particulars		Outstanding for following periods from due date of payment				Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	
(i)	Undisputed trade receivables - considered good	0.10	13.18	1,053.82	-	1,067.10
(ii)	Undisputed trade receivables - which have significant increase in credit risk	-	-	-	-	-
(iii)	Undisputed trade receivables - credit impaired	-	-	-	-	-
(iv)	Disputed trade receivables - considered good	-	-	-	-	-
(v)	Disputed trade receivables - credit impaired	-	-	-	-	-
(vi)	Disputed trade receivables - which have significant increase in credit risk	-	-	-	-	-
Total		**0.10**	**13.18**	**1,053.82**	**-**	**1,067.10**

Notes to the Standalone Financial Statements (Contd.)

NOTE 9: CASH AND CASH EQUIVALENTS

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
a) Balances with banks		
i) In current accounts	80.20	37.63
ii) In fixed deposit*	-	-
b) Cash in hand	0.43	0.25
Total	**80.63**	**37.88**

** There are no repatriation restrictions with regard to cash and cash equivalents as at the end of the reporting period and prior period.*

NOTE 10: BANK BALANCE OTHRES

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Bank deposit with less than 12 months maturity	4,350.00	14,000.00
- Interest accrued on deposit etc.	65.28	312.49
Total	**4,415.28**	**14,312.49**

NOTE 11: FINANCIAL ASSETS: LOANS-CURRENT

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Loan considered good - secured		
(b) Loan considered good - unsecured (Note 11.1)	7,924.00	1,589.62
(c) Loans which have significant increase in credit risk	-	-
(d) Loans - credit impaired	-	-
	7,924.00	**1,589.62**
Less: Allowance for doubtful debts		
Total	**7,924.00**	**1,589.62**

Note 11.1:

No loans are due from directors or other officers of the company or any of them either severally or jointly with any other person. Further, no loans are due from firms or private companies in which any director is a partner, a director or a member, other than dues from related parties disclosed as mentioned in Note No. 32.

No loans and advances are due from directors or other officers and related party of the company.

Notes to the Standalone Financial Statements (Contd.)

Loans or advances in the nature of loans granted to promoters, directors, KMPs and the related parties.

(a) Repayable on demand or (b) without specifying terms of period of repayment

(₹ in lakhs)

Type of Borrower	Amount of loan or advance in the nature of outstanding as at March 31, 2026	Amount of loan or advance in the nature of outstanding as at March 31, 2025
Promoters	-	-
Directors	-	-
KMP's	-	-
Related parties	3,315.00	361.00
Total	**3,315.00**	**361.00**

NOTE 12: OTHER CURRENT FINANCIAL ASSETS:

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Bank deposit with more than 12 months maturity	2.00	2.00
Other financial assets		
- Interest accrued on loan, deposit etc.	234.65	129.05
Total	**236.65**	**131.05**

NOTE 13: OTHER CURRENT ASSETS:

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Advances other than capital advances		
- Others	1.58	17.40
Other advances		
- With statutory authorities	63.43	54.56
- Prepaid expenses	12.35	23.80
- Employees	2.33	5.77
- Other receivables	1,250.02	1,250.02
Advance against land purchase	3.00	-
Total	**1,332.72**	**1,351.55**

Notes to the Standalone Financial Statements (Contd.)

NOTE 14: SHARE CAPITAL

(₹ in lakhs)

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of shares	Amount	No. of shares	Amount
Authorised				
Equity shares of ₹ 2/- each	14,50,00,000	2,900.00	14,50,00,000	2,900.00
	14,50,00,000	**2,900.00**	**14,50,00,000**	**2,900.00**
Issued				
Equity shares of ₹ 2/- each fully paid up	11,30,85,000	2,261.70	11,30,85,000	2,261.70
Total	**11,30,85,000**	**2,261.70**	**11,30,85,000**	**2,261.70**

Note 14.1: Reconciliation for no. of shares outstanding during the year

(₹ in lakhs)

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of shares	Amount	No. of shares	Amount
Shares outstanding at the beginning of the year	11,30,85,000	2,261.70	11,30,85,000	2,261.70
Shares issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	**11,30,85,000**	**2,261.70**	**11,30,85,000**	**2,261.70**

Note 14.2: Details of shareholders holding more than 5%

(₹ in lakhs)

Name of shareholder	As at March 31, 2026		As at March 31, 2025	
1. Sat Invest Private Limited	5,08,35,000	44.95%	5,08,35,000	44.95%
3. A Flex Invest Private Limited	75,00,000	6.63%	75,00,000	6.63%

Note 14.3:

The Company has only one class of equity shares having face value of ₹ 2/- each. The holder of the equity share is entitled to dividend right and voting right in the same proportion as the capital paid-up on such equity share bears to the total paid-up equity share capital of the company. The dividend proposed by Board of Directors is subject to approval of the shareholders in the ensuing annual general meeting, except in case of interim dividend. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the company in the same proportion as the capital paid-up on the equity shares held by them bears to the total paid-up equity share capital of the company.

Note 14.4: ESOPs

(a) During the year the company has granted 2,64,000 (pr. yr. nil) options at a price of ₹ 42.50/- per option plus all applicable taxes, as may be levied on the company in this regard to eligible employees. The options would vest over a maximum period of 1 year from the date of grant based on specific criteria.

(b) In respect of stock options granted pursuant to the company's stock options schemes, the intrinsic value of the options (excess of market price of the share over the exercise price of the option) is treated as discount and accounted as employee compensation over the vesting period.

(c) Expense on employee stock option schemes debited to the statement of profit and loss during 2025-26 is ₹ 65,60,704/- (previous year:₹ nil), pursuant to the employee stock option schemes (Note 26). The entire amount pertains to equity-settled employee share-based payment plans.

Notes to the Standalone Financial Statements (Contd.)

Note 14.5:
There are no calls unpaid on equity shares.

Note 14.6:
No equity shares have been forfeited.

Note 14.7:
No shares have been reserved for issue under options.

Note 14.8:
The company has not allotted any shares pursuant to contract without payment being received in cash.

Shares held by promoters at the end of the year

(₹ in lakhs)

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of shares	% of holding	No. of shares	% of holding
M/s. Sat Invest Pvt Ltd	5,08,35,000	44.95%	5,08,35,000	44.95%
M/s. A Flex Invest Pvt Ltd	75,00,000	6.38%	75,00,000	6.38%
Total	**5,83,35,000**	**51.33%**	**5,83,35,000**	**51.33%**

Considered as per the information filed by the company with stock exchanges for the year ended March 31, 2026 and annual return filed by the company for the year ended March 31, 2025.

NOTE 15: OTHER EQUITY

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
1. Securities premium		
As per the last year accounts	7,898.00	7,898.00
Add: Addition during the year	-	-
	7,898.00	**7,898.00**
2. Capital reserve		
As per the last year accounts	338.25	338.25
3. General reserve		
As per the last year accounts	47.40	47.40
4. Share based payment reserve		
As per the last year accounts	-	-
Add: Surplus for the year	65.61	-
	65.61	**-**
5. Retained earnings		
As per the last year accounts	25,096.81	24,239.87
Add: Surplus for the year	1,102.86	1,026.57
	26,199.67	**25,266.44**

Notes to the Standalone Financial Statements (Contd.)

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Less: Dividend on equity shares	338.63	169.63
	25,861.03	**25,096.81**
6. Equity instruments through other comprehensive income:		
As per the last year accounts	(23.55)	(28.68)
Add: Addition during the year	(27.07)	5.13
	(50.62)	**(23.55)**
Total	**34,159.66**	**33,356.91**

Nature and purpose of reserves

1) Securities premium

The amount received in excess of face value of the equity shares is recognised in securities premium. The reserve is utilised in accordance with the provisions of the Companies Act, 2013.

2) General reserve

This reserve is created by an appropriation from one component of equity (generally retained earnings) to another, not being an item of other comprehensive income. The same can be utilised in accordance with the provisions of the Companies Act, 2013.

3) Capital reserve

Capital reserve represents the amount forfeited on not exercising the option attached to the conversion of warrants into equity shares within a scheduled time.

4) Retained earnings

This reserve represents the cumulative profits of the Company and effects of re-measurement of defined benefit obligations. This reserve can be utilised in accordance with the provisions of the companies act, 2013.

5) Equity instruments through other comprehensive income

This reserve represents the cumulative gains (net of losses) arising on the revaluation of equity instruments measured at fair value through other comprehensive income, net of amounts reclassified, if any, to retained earnings when those instruments are disposed of.

NOTE 16: BORROWINGS - NON CURRENT

(₹ in lakhs)

Particulars	As at March 31, 2026		As at March 31, 2025	
	Current	Non-current	Current	Non-current
Secured				
Term loan				
From bank				
Yes Bank (a)	4.45	0.50	4.08	4.78
Kotak Bank (b)	15.79	45.41		
	20.24	**45.91**	**4.08**	**4.78**

Notes to the Standalone Financial Statements (Contd.)

(a) Term loan from Yes Bank is secured against hypothecation of car no. MH 01 DX 9934. The loan is repayable in 60 equated monthly instalments of ₹ 37,079/- each commencing from 15.06.2023 and the last instalment is payble on 15.05.2027. Rate of Interest as on 31.03.2026 is @7.51% There was no continuing default in the repayment of instalment and interest thereon.

(b) Term loan from Kotak Bank is secured against hypothecation of car no. MH 01 FB 5312. The loan is repayable in 60 equated monthly instalments of ₹ 1,31,564/- each commencing from 05.12.2025 and the last instalment is payble on 05.10.2030. Rate of Interest as on 31.03.2026 is @ 8.00 % There was no continuing default in the repayment of instalment and interest thereon.

NOTE 17: DEFERRED TAX LIABILITIES

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Opening balance	192.28	141.11
Deferred tax liability		
Depreciation	-	51.17
Gratuity	-	-
Deferred tax assets		
Depreciation	167.41	
Gratuity	-	-
Net amount charged to profit & loss	(167.41)	51.17
Total	**24.87**	**192.28**

NOTE 18: BORROWINGS-CURRENT

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Current maturity of long term debt *	20.24	4.08
Others	-	-
	20.24	**4.08**

** for security etc. refer NOTE 16*

NOTE 19: TRADE PAYABLE

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Total outstanding dues of micro enterprises and small enterprises		
Total outstanding dues of creditors other than micro enterprises and small enterprises	63.62	58.27
	63.62	**58.27**

Notes to the Standalone Financial Statements (Contd.)

Trade payables ageing schedule as at 31st March 2026

(₹ in lakhs)

Particulars	Outstanding for following periods from due date of payment			Total
	Less than 6 months	6 months - 1 year	1-2 years	
(i) Undisputed - micro & small enterprises	-	-	-	-
(ii) Undisputed others	37.64	-	25.98	63.62
(iii) Disputed dues - micro & small enterprises	-	-	-	-
(iv) Disputed dues - others	-	-	-	-
Total	**37.64**	**-**	**25.98**	**63.62**

Trade payables ageing schedule as at 31st March 2025

(₹ in lakhs)

Particulars	Outstanding for following periods from due date of payment			Total
	Less than 6 months	6 months - 1 year	1-2 years	
(i) Undisputed - micro & small enterprises	-	-	-	-
(ii) Undisputed others	31.90	22.91	3.46	58.27
(iii) Disputed dues - micro & small enterprises	-	-	-	-
(iv) Disputed dues - others	-	-	-	-
Total	**31.90**	**22.91**	**3.46**	**58.27**

NOTE 20: OTHER CURRENT LIABILITIES

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Statutory liabilities	4.50	4.12
Total	**4.50**	**4.12**

NOTE 21: CURRENT TAX LIABILITIES

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Income tax (net of advance tax)	12.74	43.16
Total	**12.74**	**43.16**

Notes to the Standalone Financial Statements (Contd.)

NOTE 22: REVENUE FROM OPERATIONS

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
i) Trading	237.73	-
ii) Services		
a) Income from equipment uses charges	-	53.05
b) Income from interest	583.50	325.31
c) Income from professional fees	24.40	50.00
Total	**845.63**	**428.36**

NOTE 23: OTHER INCOME

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Profit from sale of investment in shares	74.59	155.17
Income from interest on fixed deposit	551.97	1,223.01
Other income	12.29	6.89
Profit on sale of property, plant and equipment	-	181.05
Dividend	525.28	197.95
Rent income	1.20	
Total	**1,165.34**	**1,764.07**

NOTE 24: PURCHASE OF STOCK-IN-TRADE

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Traded goods	230.81	-
Total	**230.81**	**-**

NOTE 25: EMPLOYEE BENEFITS

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Salary, wages, bonus & other benefits	284.68	244.63
Gratuity fund contributions	3.73	2.19
Employee compensation expense (ESOP)	65.61	-
Total	**354.01**	**246.82**

Notes to the Standalone Financial Statements (Contd.)

NOTE 26: FINANCE COST

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Interest on borrowing	1.99	44.01
Interest on delayed payment of tax	1.62	27.78
Total	**3.61**	**71.79**

NOTE 27: OTHER EXPENSES

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Payment to auditor	0.50	0.50
Advertisement, publicity & marketing	1.65	2.85
Bad debts written off	-	4.17
Bank charges and commission	0.01	1.15
Conveyance & travelling expenses	25.54	13.64
Depository charges	4.26	2.13
CSR activities	15.82	14.00
Electricity and power	0.85	1.63
Listing fees	5.85	5.35
ROC filing fees	1.50	0.55
Insurance charges	1.53	2.08
Professional tax	0.12	0.08
Web development expenses	-	3.05
Office expenses	10.23	18.15
Printing & stationery	2.88	1.89
Legal & professional fees	86.08	84.52
Miscellaneous expenses	-	-
Rent expenses	0.43	14.41
TDS not recoverable	-	0.39
Directors sitting fees	5.60	4.65
Loss on sale of investments	12.85	59.46
Rebate, claim and discount	-	8.04
Loss on sale of mould	-	11.93
Telephone & communication expenses	6.68	6.83
Demat charges	0.03	0.03
Repairs & maintenance (others)	2.11	8.11
Other expenses	43.15	17.07
Total	**227.67**	**286.66**

Notes to the Standalone Financial Statements (Contd.)

NOTE 28: DEPRECIATION AND AMORTISATION EXPENSES

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
(i) Depreciation	36.54	41.62
(ii) Amortisation	0.25	0.05
	36.79	**41.67**

NOTE 29: EARNINGS PER SHARE

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Earning per share has been computed as under		
(a) Profit for the year	1,102.86	1,026.57
(b) Weighted average number of ordinary shares outstanding for the purpose of basic earnings per share	11,30,85,000.00	11,30,85,000.00
(c) Effect of potential equity shares on conversion of outstanding share warrants	-	-
(d) Weighted average number of equity shares in computing diluted earnings per share [(b)+(c)]	11,30,85,000.00	11,30,85,000.00
(e) Earnings per share on profit for the year (Face value ₹ 2.00 per share)		
- Basic (a/d)	0.98	0.91
(f) Weighted average number of Ordinary shares outstanding for the purpose of basic earnings per share	11,30,85,000	-
Add: Weighted average number of potential equity shares on account of employee stock options	73,230	-
(g) Weighted average number of shares outstanding for diluted EPS	11,31,58,230	
- Diluted (a/g)	0.97	0.91

NOTE 30: CONTINGENT LIABILITIES AND COMMITMENTS

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Contingent liabilities - claim not acknowledged as debt		
GST for the FY 2017-18 including interest and penalty	226.20	226.20
GST for the FY 2018-19 including interest and penalty	151.94	151.94
Income tax for the FY 2022-23 including interest and penalty	19.86	-
Total	**398.00**	**378.14**

Notes to the Standalone Financial Statements (Contd.)

Guarantees

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
(b) Guarantee given on behalf of subsidiary		
i) Guarantee given by the company to ICICI Bank Ltd against loan provided to Aeroflex Neu Limited (formerly Sah Polymers Limited)	410.00	410.00
ii) Guarantee given by the company to UCO Bank against loan provided to Aeroflex Neu Limited (formerly Sah Polymers Limited)	3,460.99	3,460.99
(c) Commitments		
• Estimated amount of contracts remaining to be executed on capital accounts and not provided for	-	-

NOTE 31: DETAILS OF SUBSIDIARIES

Name	Country of incorporation	% of ownership interest as at 31/03/2026	% of ownership interest as at 31/03/2025
Aeroflex Neu Limited (formerly Sah Polymers Limited)	India	55.50%	55.50%
Aeroflex Finance Private Limited	India	100.00%	100.00%
Aeroflex Industries Limited *	India	65.47%	66.99%
M.R.Organisation Limited	India	64.00%	51.00%
Italica Global FZC, UAE	UAE	100.00%	100.00%

** including 5.63% held through Italica Global FZC, UAE, a wholly owned subsidiary company.*

Financial instruments and related disclosures

1. Capital management:

The Company's financial strategy aims to support its strategic priorities and provide adequate capital to its businesses for growth and creation of sustainable stakeholder value. The company funds its operations through internal accruals, borrowings etc. The company aims at maintaining a strong capital base largely towards supporting the future growth of its businesses as a going concern.

2. Categories of financial instruments and fair value:

Carrying amounts and fair value of financial assets and financial liabilities, including their levels in the fair value hierarchy, are presented below. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

(₹ in lakhs)

Particulars	As at March 31, 2026		As at March 31, 2025	
	Carrying Value	Fair Value	Carrying Value	Fair Value
A) Financial assets				
a) Measured at amortised cost				
i) Cash and cash equivalent	80.63	80.63	37.88	37.88
ii) Other bank balance	-	-	-	-

Notes to the Standalone Financial Statements (Contd.)

2. Categories of financial instruments and fair value:(Contd.)

(₹ in lakhs)

Particulars	As at March 31, 2026		As at March 31, 2025	
	Carrying Value	Fair Value	Carrying Value	Fair Value
iii) Loans	13,261.83	13,261.83	5,903.67	5,903.67
iv) Trade receivables	1,037.02	1,037.02	1,067.10	1,067.10
v) Other financial assets	236.65	236.65	131.05	131.05
Sub Total	**14,616.13**	**14,616.13**	**7,139.70**	**7,139.70**
b) Measured at fair value through OCI				
i) Equity instrument	2,692.81	2,692.81	2,133.36	2,133.36
Sub Total	**2,692.81**	**2,692.81**	**2,133.36**	**2,133.36**
Total financial assets	**17,308.94**	**17,308.94**	**9,273.06**	**9,273.06**
B) Financial liabilities				
a) Measured at amortised cost				
i) Borrowings	66.15	66.15	8.86	8.86
ii) Trade payables	68.12	68.12	58.27	58.27
iii) Other financial liabilities	-	-	-	-
Total financial liabilities	**134.27**	**134.27**	**67.13**	**67.13**

Level 1: Quoted price (unadjusted) in active market for identities assets or liabilities.

Level 2: Inputs other than quoted prices included in Level 1 that are observable for the asset or liability either directly (i.e. prices) or indirectly (i.e. derived from prices).

Level 3: Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

C) Financial Risk Management

The Company has a system-based approach to risk management, anchored to policies and procedures and internal financial controls aimed at ensuring early identification, evaluation and management of key financial risks (such as market risk, credit risk and liquidity risk) that may arise as a consequence of its business operations as well as its investing and financing activities. Accordingly, the company's risk management framework has the objective of ensuring that such risks are managed within acceptable and approved risk parameters in a disciplined and consistent manner and in compliance with applicable regulation. It also seeks to drive accountability in this regard.

The activities of the company exposes it to a number of financial risks namely market risk, credit risk and liquidity risk. The company seeks to minimise the potential impact of unpredictability of the financial markets on its financial performance. The company does regularly monitor, analyse and manage the risks faced by the company and to set and monitor appropriate risk limits and controls for mitigation of the risks.

A. Management of market risk:

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of three types of risks: interest rate risk, price risk and currency rate risk. Financial instruments affected by market risk includes borrowings and investments instruments. The company is exposed to a variety of market risks, including currency and interest rate risks.

(i) Management of interest rate risk:

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The company does not have any major exposure to interest rate risks since its borrowings and investments are majorly in fixed rate instruments. Investments are largely in subsidiaries and associates and are on long term basis.

(ii) Management of price risk:

The Company invests its surplus funds in deposits with banks on short term tenors on fixed interest rate and the same is not exposed to any price risk. This risk is mitigated by the company by investing the funds in various tenors depending on the liquidity needs of the company.

Notes to the Standalone Financial Statements (Contd.)

(iii) Management of currency risk:

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company has no foreign currency transactions and is, therefore, not exposed to foreign exchange risk.

The Company is not an active investor in equity markets; it continues to hold certain investments in equity for long term value accretion which are accordingly measured at fair value through other comprehensive income. The value of investments in such equity instruments as at 31st March, 2026 is ₹ 3,141.34 lakhs (PY - ₹6,090.54 lakhs). Accordingly, fair value fluctuations arising from market volatility is recognised in other comprehensive income.

As the company is virtually debt-free and its deferred payment liabilities do not carry interest, the exposure to interest rate risk from the perspective of financial liabilities is negligible. The investment is guided by tenets of liquidity, safety and returns. This ensures that investments are only made within acceptable risk parameters after due evaluation.

Fixed deposits are held with highly rated banks and have a short tenure and are not subject to interest rate volatility.

B. Management of credit risk:

Credit risk refers to the risk of default on its obligations by a counterparty to the company resulting in a financial loss to the company. The Company is exposed to credit risk from its operating activities (trade receivables) and from its financing activities including investments in deposits with banks.

Credit risk from trade receivables is managed through the company's policies, procedures and controls relating to customer credit risk management by establishing credit limits, credit approvals and monitoring creditworthiness of the customers to which the company extends credit in the normal course of business. Outstanding customer receivables are regularly monitored.

Further, credit is extended in business interest.

C. Management of liquidity risk:

Liquidity risk is the risk that the company may not be able to meet its present and future cash obligations without incurring unacceptable losses. The company's objective is to maintain at all times, optimum levels of liquidity to meet its obligations. The company closely monitors its liquidity position and has a robust cash management system. The company maintains adequate sources of financing including debt and overdraft from domestic and international banks and financial markets at optimised cost.

The Company's current assets aggregate to ₹ 15,026.30 lakhs (PY –₹ 18,489.69 lakhs) including cash and cash equivalents and other bank balances of ₹ 80.63 lakhs (PY –₹ 37.88 lakhs) against an aggregate current liability of ₹ 105.59 lakhs (PY –₹ 109.23 lakhs); non-current liabilities due between one year to three years amounting to ₹ 45.91 lakhs (PY ₹ 4.78 lakhs) and non-current liability due after three years amounting to ₹ NIL (PY NIL) on the reporting date. Further, while the company's total equity stands at ₹ 36,421.36 lakhs (PY –₹ 35,618.61 lakhs), it has current borrowings of ₹ 20.24 lakhs (PY –₹ 4.08 lakhs). In such circumstances, liquidity risk or the risk that the company may not be able to settle or meet its obligations as they become due does not exist.

NOTE 32: DISCLOSURES IN RESPECT OF RELATED PARTIES PURSUANT TO IND AS 24

(i) Subsidiary:

01) Aeroflex Neu Limited (formerly Sah Polymers Limited)

02) Aeroflex Finance Private Limited

03) Aeroflex Industries Limited

04) Italica Global, FZC, UAE

05) M.R. Organisation Limited

(ii) Step down subsidiary:

Fibcorp Polyweave Private Limited

Hyd Air Engineering Private Limited

M.R. Organisation (USA) LLC

M.R. Organisation Europe BVBA

Standard Air Limited UK

Madhura Compressors Private Limited

ABP Impex Unipessoal LDA

(iii) Key Managerial Persons

01) Mrs. Shehnaz D Ali, Wholetime Director

02) Mr. Harikant Turgalia, Wholetime Director and Chief Financial Officer

03) Ms. Alka Premkumar Gupta, Company Secretary

Notes to the Standalone Financial Statements (Contd.)

During the year following transactions were carried out with the related parties in the ordinary course of business at arm's length price:

(₹ in lakhs)

Name of related party	2025-26	2024-25	Nature of transaction
Mr. Harikant Turgalia	27.67	25.09	Remuneration
Mrs. Shehnaz D. Ali	34.33	28.64	Remuneration
Ms. Alka Premkumar Gupta	20.05	18.38	Remuneration
Sat Invest Pvt. Ltd.	-	0.05	i) Fees paid on behalf
	152.51	76.25	ii) Dividend paid
Aeroflex Finance Pvt. Ltd.	2,104.00	106.00	i) Unsecured loan given
	364.00	467.00	ii) Loan repayment received
	49.23	-	iii) Interest charged
	18.43	-	iv) Interest received
	-	300.00	v) Investment in equity
	-	0.70	vi) Sale of assets
	1.20	0.10	vii) Rent received
	-	0.02	viii) Fees paid on behalf
Aeroflex New Limited (formerly Sah Polymers Limited)	-	700.00	i) Unsecured loan given
	-	700.00	ii) Unsecured loan repaid
	-	13.87	iii) Interest received
	0.24	0.24	iv) Rent paid
	810.00	-	v) Share warrants
Aeroflex Industries Ltd.	237.55	197.95	Dividend received
M. R. Organisation Ltd.	24.40	-	i) Consulting & advisory services provided
	1,575.00	-	ii) Unsecured loan given
	108.08	-	iii) Interest charged
	73.13	5.40	iv) Interest received
	287.73	-	v) Dividend received
A Flex Invest Pvt Ltd.	-	14.17	i) Rent paid
	22.50	11.25	ii) Dividend paid
SAT Foundation (formerly Taha Charitble Trust)	15.82	14.00	CSR expenditure

Notes to the Standalone Financial Statements (Contd.)

Closing balances

(₹ in lakhs)

Name	31.03.2026	31.03.2025
Mrs. Shehnaz D. Ali*	2.57	1.81
Mr. Harikant Turgalia*	1.87	1.54
Ms. Alka Premkumar Gupta*	1.11	3.97
Aeroflex Finance Pvt Ltd	1,740.00	-
M. R. Organisation Ltd	1,575.00	-

** credit balance.*

In case of other parties balance is NIL.

No amount in respect of the related parties have been written off/back are provided for during the year.

NOTE 33: DISCLOSURES PURSUANT TO SECTION 186 (4) OF THE COMPANIES ACT, 2013

(i) For investment refer to NOTE 5.

(ii) For guarantee refer to NOTE 30(b). Guarantee has been utilised by the recipient for business.

(iii) No security has been provided.

(iv) Details of the loans provided during the year are as under:

Name of the borrower	Amount given during the year (₹ in lakhs)	Tenure	Rate of interest	Utilised
M. R. Organisation Ltd.	1,575.00	Repayable on demand	9% per annum	For business purpose
Aeroflex Finance Pvt. Ltd.	2,104.00	5 years	9% per annum	For business purpose
Park Continental Pvt. Ltd.	4,609.00	5 years	6% per annum	For business purpose

NOTE 34: TAX RECONCILIATIONS

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Tax expenses recognised in the statement of profit and loss		
Current Tax:		
Current tax on profits for the year	180.16	467.75
Deferred tax (net)	(167.41)	51.17
Total income tax expenses	**12.75**	**518.92**

Notes to the Standalone Financial Statements (Contd.)

Reconciliation of tax expenses and the accounting profit:

The reconciliation between estimated income tax at statutory income tax rate into income tax expenses reported in statement of profit and loss is given below:

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Profit before income tax	1,158.08	1,545.49
Current tax for the year	210.44	449.68
Indian statutory income tax rate @25.17%	25.17%	25.17%
Expected income tax expenses	291.49	389.00
Tax effect of adjustment to reconcile expected income tax expenses to reported Income ax expenses		
Tax effects of amounts which are not deductible for taxable income	7.62	28.75
Effect of depreciation under income tax	7.43	(8.88)
Effect of capital gain tax under income tax	4.13	(41.39)
Others	61.86	(39.17)
	81.05	**(60.68)**
Total expense as per statement of profit and loss	**210.44**	**449.68**

Deferred Tax (Liabilities)/Assets

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Property plant and equipment	(167.41)	51.17
Gratuity	-	-
Total deferred tax liabilities	**(167.41)**	**51.17**

Net Deferred Tax (Liabilities)/Assets

Movement in deferred tax liabilities/assets

Particular	Property, Plant and equipmint	Other Deferred tax Assets	Property, Plant and equipmint
As at 31st March, 2024	141.11	-	141.11
(Charged)/credited to profit and loss	51.17	-	51.17
As at 31st March, 2025	192.28	-	192.28
(Charged)/credited to profit and loss	(167.41)	-	(167.41)
As at 31st March, 2026	24.87	-	24.87

NOTE 35: EMPLOYEE BENEFITS

a) Defined Benefit Plan

Gratuity:

The Company participates in the employees' group gratuity-scheme of Life Insurance Corporation Limited, a funded defined benefit plan for qualifying employees. Gratuity is payable to all eligible employees on death or on separation/ termination in terms of the provisions of The Payment of Gratuity (Amendment) Act, 1997, or as per the company's scheme whichever is more beneficial to the employees.

Notes to the Standalone Financial Statements (Contd.)

b) Amounts Recognised as Expense:

i) Defined Benefit Plan

Gratuity cost amounting to ₹ 3.73 lakhs (Previous Year ₹ 2.19 lakhs) has been included in NOTE 25 under contribution to other funds.

NOTE 36:

The Government of India has notified the four Labour Codes ("New Labour Codes") effective November 21, 2025. The Ministry of Labour & Employment has also issued draft Central Rules and FAQs to facilitate assessment of the financial impact arising from implementation of the New Labour Codes. Based on an valuation, management's best estimates and the guidance issued by the Institute of Chartered Accountants of India, The Company continues to monitor the finalisation of the Central/State Rules and further clarifications from the Government on various aspects of the New Labour Codes, and any resulting impact on the estimates will be recognised in the period in which such changes become ascertainable.

NOTE 37:

There are no micro, small and medium enterprises, to whom the company owes dues (principal and/or interest), which are outstanding for more than 45 days as at the balance sheet date. During the year, there have been no payments made to micro, small and medium enterprises beyond 45 days. There were no amounts on account of interest due that were payable for the period where the principal has been paid but interest under the MSMED Act, 2006 not paid. Further, there were no amounts towards interest accrued that were remaining unpaid at the end of accounting year. Accordingly, there were no amounts due to further interest due and payable in the succeeding years. The above information regarding micro, small and medium enterprises has been determined to the extent such parties have been identified on the basis of information available with the company.

(₹ in lakhs)

	Particulars	As at March 31, 2026	As at March 31, 2025
(a)	The principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year; (i) Principal amount (ii) Interest	NIL	NIL
(b)	The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	-	-
(c)	The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	-	-
(d)	The amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	-
(e)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

NOTE 38: SEGMENT INFORMATION

Segment information in accordance with Ind AS 108, 'Operating Segments', segment information has been given in the consolidated financial statements of Aeroflex Enterprises Limited (sssformerly Sat Industries Limited) and, therefore, no separate disclosure on segment information is given in the standalone financial statements.

Notes to the Standalone Financial Statements (Contd.)

NOTE 39: CORPORATE SOCIAL RESPONSIBILITY (CSR):

(₹ in lakhs)

Particulars		As at March 31, 2026	As at March 31, 2025
(i)	Amount required to be spent by the company during the year	17.13	13.94
(ii)	Amount of expenditure incurred	15.82	14.00
(iii)	Shortfall at the end of the year	-	-
(iv)	Total of previous years shortfall	-	-
(v)	Previous years excess paid (set- off)	1.32	
(vi)	Reasons for shortfall	Not applicable	Not applicable
(vii)	Nature of CSR activities		
	(a) Construction/acquisition of any asset	-	-
	(b) On purposes other than (a) above	-	-
	Health and education	17.14	14.00
		17.14	**14.00**
(vii)	Details of related party transactions		
	Out of (i) above, ₹ 17.13 lakhs (Previous Year ₹ 14.00 lakhs) contributed to Sat Foundation (formerly Taha Charitable Trust) which is related party.		
(viii)	The Company does not carry any provisions for corporate social responsibility expenses for the current year and the previous year.		

NOTE 40:

Balances of banks, sundry debtors and trade payables, current liabilities etc. as on 31.03.2026 are subject to confirmation and reconciliation.

NOTE 41:

In the opinion of the management, there is no impairment of assets in accordance with the Ind AS - 36 as on the balance sheet date.

NOTE 42:

There are no significant subsequent events that would require adjustments or disclosures in the financial statements as on the balance sheet date.

NOTE 43:

These financial statements were approved for issue with a resolution of the board of directors on May 13, 2026.

NOTE 44:

All amounts disclosed in the financial statements and NOTEs have been rounded off to the nearest lakhs and decimal thereof as per the requirements of schedule III to the companies Act, 2013, unless otherwise stated.

NOTE 45:

Previous year's figures have been reclassified/regrouped wherever necessary to conform with the current financial statements.

NOTE 46:

No proceeding has been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act,1988 and rules made thereunder.

Notes to the Standalone Financial Statements (Contd.)

NOTE 47:

The Company has taken no borrowings from banks on the basis of security of current assets of the company.

NOTE 48:

The Company is not a declared willful defaulter by any bank or financial institution or other lender.

NOTE 49:

The Company has no transaction with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act,1956.

NOTE 50:

There is no charges or satisfaction yet to be registered with ROC beyond the statutory period.

NOTE 51:

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

NOTE 52: RATIOS

(₹ in lakhs)

	Particulars	Formuale used	As at March 31, 2026	As at March 31, 2025	Explanation for any change in ratio by more than 25% as compared to previous year.
(a)	Current ratio	Current assets/ Current liabilities	142.30	168.65	Due to increase in term borrowings and a reduction in cash and cash equivalents .
(b)	Debt equity ratio	Total Debt/ Shareholder's equity	0.0018	0.0002	-
(c)	Debt service coverage ratio	Earnings available for debt service (before taxes)/Debt service	112.68	0.47	Higher earnings available for debt servicing as compared to previous year.
(d)	Return on equity ratio	Net profit after taxes/Average shareholder's equity	3.06%	2.92%	Increase in ratio because of improvement in reveneu as compared to previous year
(e)	Inventory turnover ratio	COGS/Average inventory	-	-	-
(f)	Trade receivables turnover ratio	Net credit sales/ Average accounts receivable	0.80	0.38	Due to increase in credit sale and reduction in accunts receibavels.
(g)	Trade payables turnover ratio	Net credit purchase/ Average trade payables	3.65	-	Not comparable as there were no credit purchases in the previous year.
(h)	Net capital turnover ratio	Net Sales/Average working capital	0.09	0.15	Due to drastic increase in average working capital.
(i)	Net profit ratio	Net profit/Total income	54.84%	46.82%	Increase in ratio due to improvement in profitability and operational performance compared to previous year.

Notes to the Standalone Financial Statements (Contd.)

NOTE 52: RATIOS (Contd.)

(₹ in lakhs)

	Particulars	Formuale used	As at March 31, 2026	As at March 31, 2025	Explanation for any change in ratio by more than 25% as compared to previous year.
(j)	Return on capital employed	Operating earning before interest and taxes/Average capital employed	2.10%	2.01%	
(k)	Return on investment	Income generated from investment/ Time weighted average investment	-	-	Not calcualted as investment in start up are made with a long term view which do not give return immediately. The same is also with investments in subsidiary companies which are made with the purpose of acquisition of business and long term wealth creation strategy

NOTE 53: SIGNIFICANT ARRANGEMENTS IN TERMS OF SECTION 230 TO 237 OF THE COMPANIES ACT, 2013 DURING THE YEAR

During the year no scheme of arrangement has been approved by the competent authority in terms of sections 230 to 237 of the Companies Act, 2013.

NOTE 54: UTILISATION OF BORROWED FUNDS AND SHARE PREMIUM:

(a) The Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other source or kind of funds) to any other person(s) or entity(ies), including foreign entities (intermediaries) with the understanding (whether recorded in writing or otherwise) that the intermediary (i) 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 (ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(b) The Company has not received any fund from any other person(s) or entity(ies), including foreign entities (intermediaries) with the understanding (whether recorded in writing or otherwise) that the company shall (i) 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 (ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

NOTE 55:

There is no transaction not recorded in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961. Further there is no previously unrecorded income and related assets requiring recording in the books of account during the year.

NOTE 56:

The Company has done an assessment to identify core investment company (CIC) [including CICs in the group] as per the necessary guidelines of Reserve Bank of India [including Core Investment Companies (Reserve Bank) Directions, 2016]. The company is not a CIC and no entities have been identified as CIC in the group, of which company is a part.

NOTE 57:

The Company has not traded or invested in crypto curency or virtual currency during the finanxcial year.

NOTE 58:

The board of directors of the company has recommended a final dividend of ₹ 0.40 (20%) per equity share for the financial year ended 31st March, 2026 (for the year ended 31st March, 2025 -₹ 0.30 (15%) per euity share) to be paid on fully paid equity shares amounting to ₹ 452.34 lakhs. The final dividend is subject to the approval of shareholders at the annual general meeting and has not been included as a liability in these financial statements.

(a) As approved by the shareholders a dividend of ₹ 0.30 (15%) per equity share aggregating to ₹ 339.26 lakhs in respect of year ended 31st March, 2025 has been paid during the year.

NOTE 59: DISCLOSURE PURSUANT TO INDIAN ACCOUNTING STANDARDS (IND AS) - 10: EVENTS AFTER REPORTING PERIOD

(a) The board of directors have recommended dividend of ₹ 0.40 (20%) per fully paid up equity share of ₹ 2/- each for the financial year 2025-26.

Notes to the Standalone Financial Statements (Contd.)

(b) On 21.04.2026 the Company further acquired 1,03,350 equity shares of ₹ 10/- each in M R Organisation Limited, a subsidiary company, for a purchase consideration of ₹ 557.57 lakhs, increasing its stake in the latter from 64% to 68%.

(c) Consequent upon the sale of the Company's entire stake in MR Organisation Limited (MRO) (68%) to Ingersoll-Rand Industrial U.S. Inc for a sale consideration of ₹ 22,742 lakhs, MRO ceased to be a subsidiary of the Company with effect from 30.04.2026. The financial impact of the transaction presently indeterminable has not been computed.

The Notes referred to above form an integral part of the financial statements.

As per our report attached

For **AJAY PALIWAL & Co.**
Chartered Accountants
Firm's Registration No. 12345C

Signatures to the Financial Statements and Notes

AJAY PALIWAL	**ALKA PREMKUMAR GUPTA**	**SHEHNAZ D ALI**	**HARIKANT TURGALIA**
Proprietor	Company Secretary	Wholetime Director	Wholetime Director and CFO
M. No. 403290	M.No. A35442	DIN: 00185452	DIN: 00049544

Place of signature: Mumbai
Dated: May 13, 2026
UDIN: 26403290PZMHYN6099

Aeroflex
Enterprises

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