FRUITION VENTURE LIMITED
CIN : L74899DL1994PLC058824

www.fruitionventure.com
info@fruitionventure.com

October 29, 2026

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Rotunda Bldg, Dalal Street,
Fort, Mumbai– 400 001

Scrip ID: FRUTION **Scrip Code: 538568** **ISIN: INE836C01015**

SUB: UPLOADING OF ANNUAL REPORT FOR THE FINANCIAL YEAR 2025-26

Dear Sir/Madam,

Pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Annual Report of the Company for the Financial Year 2025-26, along with the Notice of the 32nd Annual General Meeting, was duly submitted to the Exchange within the prescribed timeline through the Corporate Announcements tab on August 28, 2026.

Upon a subsequent review, the Company is uploading the same Annual Report, without any changes, under the designated Annual Report tab on the Exchange portal for completeness of records.

You are requested to kindly take the same on record and acknowledge receipt.
Thanking you,

For FRUITION VENTURE LIMITED

NITIN AGGARWAL
Digitally signed by NITIN AGGARWAL
Date: 2026.10.29 12:38:29 +05'30'

NITIN AGGARWAL
MANAGING DIRECTOR
DIN: 01616151

REGD. OFFICE
1301, Padma Tower-1, Rajendra Place,
New Delhi-110008
011 2571 0171

FACTORY
511, Phase-IV, Industrial Estate, Sector-57,
Kundli, Sonipat, Haryana-131028
0130 4615 832

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CIN : L74899DL1994PLC058824

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August 28, 2026

To,
BSE Limited
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Rotunda Bldg, Dalal Street,
Fort, Mumbai– 400 001

Scrip ID: FRUTION **Scrip Code: 538568** **ISIN: INE836C01015**

SUB: SUBMISSION OF ANNUAL REPORT FOR THE FINANCIAL YEAR 2025-26

Dear Sir/ Madam,

Pursuant to the provisions of Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, kindly find enclosed h/w the copy of Annual Report of the Company for the Financial Year 2025-26 along with Notice of 32nd Annual General Meeting.

This is for the information of the Exchange and members thereof.

You are requested to take same on record.

For FRUITION VENTURE LIMITED

NITIN AGGARWAL

Digitally signed by NITIN AGGARWAL
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Date: 2026.08.28 17:30:47 +05'30'

NITIN AGGARWAL
MANAGING DIRECTOR
DIN: 01616151

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1301, Padma Tower-1, Rajendra Place,
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011 2571 0171

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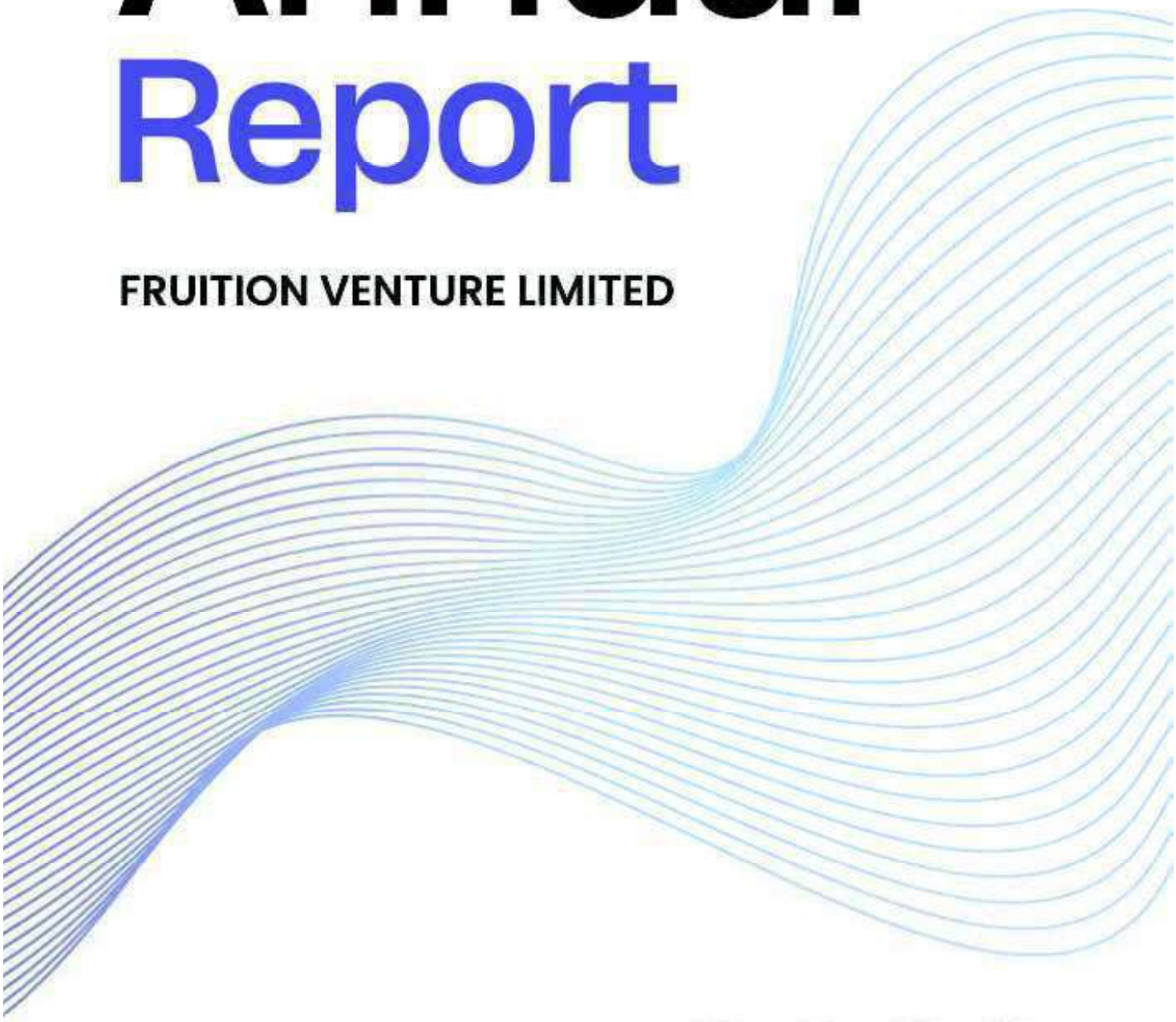
0130 4615 832

Annual Report

FRUITION VENTURE LIMITED



2026

Contact us:
011 -25710171
cs@fruitionventure.com

FRUITION VENTURE LIMITED

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FRUITION VENTURE LIMITED

CORPORATE INFORMATION

Board of Directors and Key Managerial Personnel

Mr. Nitin Aggarwal	Managing Director
Mr. Krishan Kumar Aggarwal	Non-Executive Director
Mrs. Shefali Kesarwani	Independent Director (Resigned w.e.f. 25th June, 2026)
Ms. Shivi Jindal	Independent Director (Appointed w.e.f. 23rd June, 2026)
Mr. Amit Singh Tomar	Independent Director
Mr. Jitender Kumar	Chief Financial Officer
Mr. Arihant Sukhlecha	Company Secretary & Compliance Officer (Resigned w.e.f. 27th April, 2026)
Mr. Amit Jain	Company Secretary & Compliance Officer (Appointed w.e.f. 20th July, 2026)

COMMITTEES

Audit Committee
Amit Singh Tomar (Chairman)
Shefali Kesarwani (Member)
(ceased w.e.f. 23rd June, 2026)
Nitin Aggarwal (Member)
Shivi Jindal (Member)
(Associated w.e.f. 23rd June, 2026)

Nomination and Remuneration Committee
Amit Singh Tomar (Chairman)
Shefali Kesarwani (Member)
(ceased w.e.f. 23rd June, 2026)
Krishan Kumar Aggarwal (Member)
Shivi Jindal (Member)
(Associated w.e.f. 23rd June, 2026)

Stakeholder Relationship Committee
Krishan Kumar Aggarwal (Chairman)
Amit Singh Tomar (Member)
Shefali Kesarwani (Member)
(ceased w.e.f. 25th June, 2026)
Shivi Jindal (Member)
(Associated w.e.f. 23rd June, 2026)

BANKERS

HDFC Bank	AU Small Finance Bank	RBL Bank Ltd
G-14, Kirti Nagar Extension, Delhi 110015	B-15, Derawal Nagar, New Delhi 110009	21/48, Malcha Marg Market, New Delhi-110021

Bank of Baroda	Kotak Mahindra Bank
Rajendra Place, Delhi 110008	1/11, East Patel Nagar, New Delhi 110008

AUDITORS

Statutory Auditor	Internal Auditor	Secretarial Auditor
M/s Sunil K Gupta & Associates Chartered Accountants	Ms. Pooja Mittal Chartered Accountant	M/s Jinu Jain Company Secretaries

REGISTERED OFFICE	REGISTRAR & SHARE TRANSFER AGENTS
Fruition Venture Limited 1301, Padma Tower-1 Rajendra Place, New Delhi-110008	**RCMC Share Registry Private Limited** B-25/1, 1st Floor, Phase-2, Okhla Industrial Area, New Delhi-110020
Email: cs@fruitionventure.com	Email: investor.services@rcmcdelhi.com
Tel: 011-25710171	Tel: 0120-4015880
Website: www.fruitionventure.com	Website: www.rcmcdelhi.com
Fax: 011-45084858	Fax: 0120-2444346

EQUITY SHARES LISTING

Bombay Stock Exchange Limited
(BSE Limited)
Security Code: 538568

MESSAGE FROM THE DESK OF MANAGING DIRECTOR

Dear Shareholders,

It gives me pleasure to present the Annual Report of the Company for the financial year ended 31 March 2026.

The year under review was an important period for the Company as we continued to strengthen our focus on the polymer manufacturing business, while our other trading activities continued to contribute to the Company's performance.

During the year, the Company operated through two reportable segments — Business of Polymers and Other Trading Activities. The Polymer segment recorded revenue of ₹187.81 lakhs, while Other Trading Activities recorded revenue of ₹332.60 lakhs.

Our key strategic focus remains the development of the polymer moulding business through injection moulding operations. The Company has invested in creating the necessary manufacturing infrastructure, including injection moulding machines and related facilities. Our present focus is on improving utilisation of these facilities, expanding the customer base, developing suitable products and exploring opportunities with institutional customers, OEMs and contract manufacturing partners.

We recognise that building a manufacturing business requires sustained efforts in customer development, quality, operating efficiency and prudent utilisation of capital. Accordingly, future investments will continue to be evaluated based on commercial viability and expected returns.

During the year, the Company also issued convertible warrants on a preferential basis with a view to strengthening its financial resources and supporting its business objectives.

Looking ahead, we remain focused on developing the polymer business in a measured and sustainable manner, while continuing to evaluate suitable opportunities in our trading activities.

I would like to thank our shareholders, employees, customers, suppliers, bankers and other stakeholders for their continued support and confidence in the Company.

Warm Regards,

Managing Director
Fruition Venture Limited

OVERVIEW OF COMPANY

Building a diversified enterprise with a growing manufacturing focus

Fruition Venture Limited is a listed company engaged in **polymer manufacturing and other trading activities**. The Company has been progressively strengthening its operating base with an increasing focus on building a sustainable manufacturing-led business, while continuing to evaluate opportunities for further diversification.

Our Businesses

Polymer Manufacturing
The Polymer business is presently an important area of strategic focus for the Company. The Company has established manufacturing infrastructure comprising injection moulding machines and related facilities for manufacture of polymer-based products and components.
The manufacturing platform provides opportunities to cater to a variety of applications across sectors such as consumer products, packaging, automotive, electrical and electronic products and other industrial applications.

The Company's current focus is on improving utilisation of its manufacturing facilities, developing new customers and products, enhancing operating efficiencies and exploring opportunities with institutional customers, OEMs and contract manufacturing partners.

Other Trading Activities
The Company also undertakes trading activities in products other than polymer products. Such opportunities are evaluated selectively, keeping in view commercial viability, expected returns, working-capital requirements and associated risks.

Our Strategic Direction
The Company is focused on building a stronger and more diversified business platform through:

- increasing utilisation of its manufacturing infrastructure;
- broadening its customer and product base;
- developing OEM and contract manufacturing opportunities;
- improving operational and cost efficiencies;
- maintaining prudent capital allocation and financial discipline; and
- pursuing opportunities capable of contributing to sustainable long-term growth.

Exploring New Growth Opportunities
While polymer manufacturing continues to be an important area of focus, the Company also intends to explore opportunities for further diversification with a view to broadening its business base and creating additional avenues for growth.

The Company will evaluate opportunities across businesses and sectors having long-term growth potential, scalability and appropriate returns on capital. Any future diversification initiative will be pursued in a measured manner after considering its commercial viability, strategic relevance, resource requirements and associated risks.

Our Approach
Manufacturing Focus • Diversification • Customer Development • Operational Efficiency • Financial Discipline • Sustainable Growth
The Company seeks to progressively strengthen its existing businesses while remaining open to new opportunities that can broaden its operating base and contribute to long-term stakeholder value.

NOTICE

Notice is hereby given that the Thirty-Second Annual General Meeting of the Members of the Fruition Venture Limited ('the company') will be held on Tuesday, 22nd September, 2026 at 03:00 p.m. through video conferencing (VC)/other audio –visual means ("OVAM") to transact the following business.

ORDINARY BUSINESS:

1. **To receive, consider and adopt the Financial Statements for the year ended 31st March, 2026, together with the Reports of the Board of Directors and the Auditors thereon.**

2. **To appoint Director in place of Mr. Nitin Aggarwal (DIN: 01616151), who retires by rotation and, being eligible, offers himself for re-appointment.**

SPECIAL BUSINESS:

3. **To approve the appointment of the secretarial auditors of the company for a first term of five years.**

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

   "**RESOLVED THAT** provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 ("the Act") Regulation 24A of SEBI (LODR), 2015 and other rules and regulations prescribed thereunder, (including any statutory modification(s) or re-enactment(s) thereof for time being in force), and any other applicable provisions and based on the recommendation of the Audit Committee and the approval of the Board of Directors of the Company, consent of the members of the Company be and is hereby accorded for appointment of M/s. B. K. Pradhan & Associates, Company Secretaries (FRN: S2012MH172500 & Peer Review No. 2022/2022) as the Secretarial Auditors of the Company for the first term of 5 (Five) consecutive years commencing from FY 2026-27 to FY 2030-31, to conduct Secretarial Audit of the Company and to furnish the Secretarial Audit Report.

   RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to fix the annual remuneration plus applicable taxes and out-of pocket expenses payable to them during their tenure as the Secretarial Auditors of the Company, as determined by the Audit Committee in consultation with the Secretarial Auditors.

   RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to take such steps and do all such acts, deeds, matters and things as may be considered necessary, proper, and expedient to give effect to this Resolution."

4. **To appoint Ms. Shivi Jindal (DIN:07625672) as a Non-Executive Independent Director.**

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

   "RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160, 161 and all other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') read with Schedule IV to the Act and rules made thereunder and applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI Listing Regulations"), (including any statutory modification(s) or re-enactment thereof for the time being in force) and upon recommendation of the Nomination and Remuneration

Committee and approval of the Board of Directors, Ms. Shivi Jindal (DIN:07625672) who was appointed by the Board of Directors as an Additional as well as Non-Executive Independent Director of the company with effect from 23rd June, 2026 in terms of Section 161(1) of the Act and in respect of whom the Company has received a notice in writing from a Member under section 160 of the Act proposing her candidature for the office of a Director, and who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16 of SEBI Listing Regulations, and who has consented to act as a Director of the Company and who is eligible for appointment under the provisions of the Act and the Rules framed thereunder and the Listing Regulations, be and is hereby appointed as a Non- Executive Independent Director of the Company, who is not liable to retire by rotation, to hold office for a term of Five (5) consecutive years commencing from 23rd June, 2026 through 22nd June, 2031 (both days inclusive).

RESOLVED FURTHER THAT the Board, be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including finalising the terms and conditions, methods and modes in respect thereof and finalising and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental or regulatory authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

5. To enter into related party transactions pursuant to the Section 188 of the Companies Act, 2013

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

"**RESOLVED THAT** pursuant to the provisions of Regulations 2(1)(zc), 23(4) and other applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, Section 2(76) and other applicable provisions of the Companies Act, 2013 ('Act') read with the Rules framed thereunder [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and other applicable laws / statutory provisions, if any, the Company's Policy on Related Party Transactions as well as subject to such approval(s), consent(s) and/or permission(s), as may be required and based on the recommendation of the Audit Committee, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include the Audit Committee or any other Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this Resolution) to the Material Related Party Transaction(s) / Contract(s) / Arrangement(s) / Agreement(s) entered into / proposed to be entered into (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), as mentioned in detail in the Explanatory Statement annexed herewith, between the Company and parties mentioned below on such terms and conditions as may be mutually agreed in the Financial Year 2026-27, provided that such transaction(s) / contract(s) / arrangement(s) / agreement(s) is being carried out at an arm's length pricing basis and in the ordinary course of business:

Sl. No	Nature of Transactions as per section 188 of the Companies Act, 2013	Up to Amount	Name of the Director/KMP who is related and nature of their relationship	Name of the Related Party
1.	Sale, Purchase of Stocks & Securities- 188(1)(a)	50 Crore	Mr. Nitin Aggarwal & Mr. Krishan Kumar Aggarwal, Directors and shareholders of the company are Directors & Members of Mindex Capital Market Private Limited	Mindex Capital Market Private Limited
2.	Availing or rendering of any services- 188(1)(d)	2 Crore		
3.	Availing or rendering of any services- (Payment of Rent) 188(1)(d)	10 Lakh		
4.	Availing or rendering of any services- (Reimbursement of expenses)- 188(1)(d)	25 Lakh	Mr. Krishan Kumar Aggarwal, Director of the Company is partner in KPSP & Associates, Chartered Accountants	KPSP & Associates, Chartered Accountants
5.	Availing or rendering of any services- (Payment of Interest)- 188(1)(d)	25 Lakh	Mr. Nitin Aggarwal & Mr. Krishan Kumar Aggarwal, Directors and shareholders of the company are Directors & Members of Mindex Fincap Private Limited	Mindex Fincap Private Limited

RESOLVED FURTHER THAT the Board be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including but not limited to, finalizing the terms and conditions, methods and modes in respect of executing necessary documents, including contract(s) / arrangement(s) / agreement(s) and other ancillary documents; seeking necessary approvals from the authorities; settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred; and delegate all or any of the powers herein conferred to any Director, Chief Financial Officer, Company Secretary or any other Officer / Authorised Representative of the Company, without being required to seek further consent from the Members and that the Members shall be deemed to have accorded their consent thereto expressly by the authority of this Resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this Resolution, be and is hereby approved, ratified and confirmed in all respect."

For and on Behalf of the Board of Directors
Fruition Venture Limited

Nitin Aggarwal
Managing Director
DIN-01616151

Date: 28.08.2026

Place: Delhi

NOTES:

1. Pursuant to General Circular No.09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs (MCA), Circular dated October 3, 2024 issued by SEBI and such other applicable circulars issued by MCA and SEBI (the Circulars), the Company is convening the 31st Annual General Meeting (AGM) through Video Conferencing (VC)/Other Audio Visual Means (OAVM), without the physical presence of the Members at a common venue.

2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited ("CDSL"), for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

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

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

5. Since this AGM is being held through VC / OAVM, pursuant to the MCA Circulars:
   a. Members can attend the AGM through login credentials provided to them for this purpose. Physical attendance of the Members at the AGM venue is not required and accordingly attendance slip is not annexed to this Notice.

   b. Appointment of proxy to attend and cast vote on behalf of the Member is not available and hence the Proxy Form is also not annexed to this Notice.

   c. However, Body Corporate are entitled to appoint authorised representatives to attend the AGM through VC / OAVM and participate thereat and cast their votes through e-Voting.

   Further, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC and cast their votes through e-voting.

6. Since the AGM will be held through VC / OAVM, the route map of the venue of the AGM is not annexed to this Notice.

7. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.fruitionventure.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e., BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.cdslindia.com.

8. In compliance with the aforesaid MCA Circulars and SEBI Circular, Notice of the AGM inter-alia, indicating the process and manner of voting through electronic means along with the

Annual Report 2025-26 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories and whose names appear in the Register of Members/list of Beneficial Owners as received from National Securities Depository Limited (NSDL)/Central Depository Services (India) Limited (CDSL).

9. The Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 setting out facts concerning the business of the Notice is annexed hereto, wherever required.

10. All documents referred to in the Notice will be available for inspection electronically and as such the Members are requested to send an email to cs@fruitionventure.com up to date of the AGM.

11. The register of members and transfer books of the Company shall remain closed from <<September 16, 2026>> to <<September 22, 2026>> (both days inclusive) for the purpose of Annual General Meeting.

12. Any query relating to accounts or any other items of business set out in the agenda of the meeting must be sent to the Company's email cs@fruitionventure.com .

13. The Securities and Exchange Board of India has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company's Registrars & Transfer Agents, RCMC Share Registry Private Limited.

14. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to the Company's Registrars & Transfer Agents, RCMC Share Registry Private Limited for consolidation into a single folio.

15. Members are requested to:
-Intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts and holding shares in physical form are requested to advise any change of address immediately to the Company's Registrars & Transfer Agents, RCMC Share Registry Private Limited
-Communicate on all matters pertaining to their shareholdings with the Company or Registrars & Transfer Agents, RCMC Share Registry Private Limited quoting their respective Ledger Folio Numbers, Client ID and DP ID.

16. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified. SEBI has also mandated that for registration of transfer of securities, the transferee(s) as well as transferor(s) shall furnish a copy of their PAN card to the Company for registration of transfer of securities.

17. Members who have not registered their contact no. and e-mail addresses, so far, are requested to register their contact no. and e-mail addresses, in respect of their electronic holdings with the Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to register their e-mail addresses with the Company's Registrar & Transfer Agents, M/s RCMC Share Registry Private Limited by sending an e-mail to investor.services@rcmcdelhi.com along with details like Name, Folio No., Scanned Certificate, ID Proof etc.

18. Additional information, pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the directors seeking appointment/ reappointment at the AGM, is furnished as annexure to the Notice. The

directors have furnished consent/declaration for their appointment/ reappointment as required under the Companies Act, 2013 and the Rules there under.

19. The Board of Directors of the Company has appointed M/s B K Pradhan & Associates, Practicing Company Secretary (FCS-8879 | CP: 10179), as Scrutinizer to scrutinize the Remote e-Voting & e-Voting during the AGM in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.

20. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member / beneficial owner (in case of electronic shareholding) as on the cut-off/record date.

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

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

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

(i)The voting period begins on 19th September, 2026 at 9:00 A.M. (IST) to 21st September, 2026 at 5:00 P.M.(IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 15th September, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

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

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

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

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

STEP 1 : ACCESS THROUGH DEPOSITORIES CDSL/NSDL E-VOTING SYSTEM IN CASE OF INDIVIDUAL SHAREHOLDERS HOLDING SHARES IN DEMAT MODE.

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

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

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

	Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	1. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.comor contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

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

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

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

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

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

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

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

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

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

(ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

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

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

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

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

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

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

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

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

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

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

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

Invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **cs@fruitionventure.com/RTA email id** investor.services@rcmcdelhi.com

2. For Demat shareholders - Please update your email id & mobile no. with your respective **Depository Participant (DP).**

3. **For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.**
   If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

   All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai-400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 22 55 33.

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

ITEM NO. 3:

Pursuant to the provisions of Section 204 and other applicable provisions of the Companies Act, 2013 ("Act"), read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, every listed company and certain other prescribed classes of companies are required to annex a Secretarial Audit Report issued by a Practising Company Secretary to its Board's Report.

Further, SEBI, vide notification dated 12th December, 2024, amended Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). The amended Regulation 24A, read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated 31st December, 2024, inter alia prescribes the eligibility, qualifications, disqualifications and tenure of appointment of Secretarial Auditors of listed entities.

As per the amended Regulation 24A of the Listing Regulations, every listed entity is required to undertake Secretarial Audit and annex the Secretarial Audit Report to its Annual Report. Further, a Secretarial Audit firm may be appointed for a maximum of two terms of five consecutive years, subject to the approval of the Members. In case of an individual Practising Company Secretary, the appointment may be for not more than one term of five consecutive years. The tenure of appointment cannot be for a period of less than five years.

The existing Secretarial Auditor of the Company, Ms. Jinu Jain, has tendered her resignation from the office of Secretarial Auditor of the Company on 27th August, 2026. Accordingly, the Company proposes to appoint M/s B K Pradhan & Associates, Company Secretaries, Mumbai as the Secretarial Auditor of the Company for its first term of five (5) consecutive years commencing from the financial year 2026-27 and ending with the financial year 2030-31, subject to the approval of the Members of the Company.

The Board of Directors, based on the recommendation of the Audit Committee, has considered and approved the proposed appointment of M/s B K Pradhan & Associates, Company Secretaries, as the Secretarial Auditor of the Company for the aforesaid term, subject to the approval of the Members.

B K Pradhan & Associates, has provided its consent to act as the Secretarial Auditor of the Company and has confirmed that it is eligible for appointment under the applicable provisions of the Act, the Companies Secretaries Act, 1980, the rules and regulations made thereunder, the Listing Regulations and the applicable SEBI circulars. B K Pradhan & Associates has further confirmed that it is a Peer Reviewed Secretarial Audit Firm holding a valid Peer Review Certificate and that it has not incurred any disqualification prescribed under the applicable laws and regulations.

The proposed appointment is in accordance with the applicable provisions of Regulation 24A of the Listing Regulations and the applicable SEBI circulars. The Board recommends the resolution set out at Item No. 3 of the accompanying Notice for approval of the Members.

None of the Directors and Key Managerial Personnel of the Company and their relatives is in any way concerned or interested, financially or otherwise in the resolution except to the extent of their directorship and shareholding in the body corporate(s) in which investment may be made or loan/ guarantees may be given pursuant to this special resolution.

ITEM NO 4:

Based on the recommendation of the Nomination and Remuneration Committee (NRC), the Board of Directors at its meeting held on 23rd June, 2026 Ms. Shivi Jindal (DIN:07625672) as an Additional as well as Non-Executive Independent Director of the Company, not liable to retire by rotation for a term of 5 (five) years commencing from 23rd June, 2026 through 22nd June, 2031 (both days inclusive), subject to the approval of the Members. According to the provision of Section 161(1) of the Companies Act, 2013 ('the Act') Ms. Shivi Jindal shall hold office as an Additional Director till 3 (three) months from the date of appointment or up to the date of ensuing General Meeting, whichever is earlier and is eligible to be appointed as a Non-Executive Independent Director.

The Company has, in terms of Section 160(1) of the Act, received in writing a notice from Member, proposing her candidature for the office of Director. Ms. Shivi Jindal confirmed that she is not disqualified from being appointed as Director in terms of Section 164 of the Act and not debarred from holding office as Directors of the company by virtue of any SEBI Order or any other such authority and given his consent to act as a director. The Company has also received declaration from her that she meets the criteria of independence as prescribed both under Section 149(6) of the Act and under regulation 16 and other applicable Regulation of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. In the opinion of the Board, she is independent from management and possesses appropriate skills, experience and knowledge and she fulfils the conditions for appointment as an Independent Director as specified in the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015. The Board of Directors have taken on record the declarations and confirmations submitted by her.

Further, Ms. Shivi Jindal has confirmed that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge duties as Independent Directors of the Company and also confirmed that she is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to her registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

The brief profile of Ms. Shivi Jindal who is proposed to be appointed as Non-Executive Independent Director is annexed with this notice. The copy draft appointment letter in relation to her appointment setting out the terms and conditions of the appointment would be made available for inspection to the Members on sending a request along with their DP/Client ID or Folio No. from their registered e-mail address to the company at cs@fruitionventure.com.

None of the Director(s) and/or Key Managerial Personnel of the Company and/or their respective relatives, except Ms. Shivi Jindal and her relatives, to whom the Resolution relates, are concerned or interested either directly or indirectly, financially or otherwise to the extent of their directorship and shareholding interest in the Company, if any, in the Resolution set out at Item No. 4 of the Notice.

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

INFORMATION PURSUANT TO SECRETARIAL STANDARD ON GENERAL MEETING (SS-2) AND REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

Name of Director	Ms. Shivi Jindal
DIN	07625672
Date of Birth	30th Oct 1986
Age	40 Years
Qualification	Post Graduate
Shareholding in the Company including as a beneficial owner	NIL
Date of Appointment on the Board	23.06.2026
Expertise	She holds a Master of Commerce (M.Com.), Post Graduate Diploma in Business Administration (HR), and Bachelor of Laws (LL.B.) and has successfully passed the Independent Director Proficiency Test conducted under the Independent Directors Databank framework. She is having multidisciplinary experience in human resources, business administration, insurance, compliance support, and business advisory services.
Remuneration proposed to be paid	NIL
Remuneration last drawn	NIL
Names of other company's directorships	None
Names of listed companies in which resigned in the past three years	None
Relationships with Directors, Manager and other Key Managerial Personnel of the company	None
Audit Committee	Member
Nomination and Remuneration Committee	Member
Stakeholders Relationship Committee	Member
Number of Board Meetings attended during the year	Nil
Terms and Conditions of Appointment/ Re-appointment	Appointed with effect from June 23, 2026, for a term of five (5) consecutive years up to June 22, 2031, subject to approval of shareholders, wherever applicable.
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	She holds a Master of Commerce (M.Com.), Post Graduate Diploma in Business Administration (HR), and Bachelor of Laws (LL.B.). She has also successfully passed the Independent Director Proficiency Test conducted under the Independent Directors Databank framework. As a board professional, she is committed to promoting sound corporate governance, ethical leadership, accountability, and long-term stakeholder value creation.
Brief Resume	Shivi Jindal is a commerce and law professional with multidisciplinary

	experience in human resources, business administration, insurance, compliance support, and business advisory services. She possesses practical exposure to organizational management, labour and employment matters, due diligence processes, and strategic business planning. She holds a Master of Commerce (M.Com.), Post Graduate Diploma in Business Administration (HR), and Bachelor of Laws (LL.B.). She has also successfully passed the Independent Director Proficiency Test conducted under the Independent Directors Databank framework. As a board professional, she is committed to promoting sound corporate governance, ethical leadership, accountability, and long-term stakeholder value creation.

ITEM NO: 5

Regulation 23 of the SEBI Listing Regulations, inter alia, states that effective from April 1, 2022, all Material Related Party Transactions ('RPT') shall require prior approval of the shareholders by means of an Ordinary Resolution, even if such transaction(s) are in the ordinary course of business and at an arm's length pricing basis. A transaction with a Related Party shall be considered material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds Rs.1,000 crore or 10% of the annual consolidated turnover of a listed entity as per the last audited financial statements of the listed entity, whichever is lower. Regulation 2(1)(zc) of the SEBI Listing Regulations defines related party transaction to mean a transaction involving transfer of resources, services or obligations between a listed entity or any of its subsidiaries on one hand and a related party of the listed entity, regardless of whether a price is charged or not.

In view of the aforesaid mentioned regulatory changes the Resolutions No. 4 to 7 are placed for approval by the Members.

The Management has provided the Audit Committee with relevant details of the proposed RPTs, including material terms and basis of pricing. The Audit Committee, after reviewing all necessary information, has granted its approval for entering into the below mentioned RPTs. The Audit Committee has noted that the said transaction(s) will be at an arm's length pricing basis and will be in the ordinary course of business.

Details of the proposed transactions of the Company pursuant to the SEBI circular no. SEBI/HO/CFD/CFD- PoD-2/P/CIR/2025/93 dated June 26, 2025, are as follows:

SR	Description	Mindex Capital Market Private Limited	KPSP & Associates, Chartered Accountants	Mindex Fincap Private Limited
a	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise);	A private limited company where Mr. Nitin Aggarwal and Mr. Krishan Aggarwal, Managing Director and Director of the company respectively are	Mr. Krishan Kumar Aggarwal, Director of the Company is partner in KPSP & Associates, Chartered Accountants, and consequently, a related party of the FVL	Mr. Nitin Aggarwal & Mr. Krishan Kumar Aggarwal, Managing Director and Director of the Company respectively are Directors & Members of

		Member and Director in the Company and consequently, a related party of the FVL		Mindex Fincap Private Limited, and consequently, a related party of the FVL
b	Name of the director or key managerial personnel who is related, if any, and nature of relationship	Mr. Nitin Aggarwal and Mr. Krishan Aggarwal, Managing Director and Director of the company respectively are Member and Director in the Company	Mr. Krishan Kumar Aggarwal, Director of the Company is partner in KPSP	Mr. Nitin Aggarwal and Mr. Krishan Aggarwal, Managing Director and Director of the company respectively are Member and Director in the Company
c	Nature, material terms, monetary value and particulars of contracts or arrangement	Sale, Purchase of Stocks & Securities, Availing or rendering of any services (Payment of Rent), any transfer of resources, services, investments or obligations to meet its objectives/ requirements	Availing or rendering of any services (Reimbursement of expenses), any transfer of resources, services, investments or obligations to meet its objectives/ requirements	Availing or rendering of any services (Payment of Interest), any transfer of resources, services, investments or obligations to meet its objectives/ requirements
d	Material terms	Transactions in the ordinary course of business with terms and conditions that are generally prevalent in the industry segments that the Company operates in.		
e	Tenure of the Transaction	FY 2026-27	FY 2026-27	FY 2026-27
f	Value of the proposed Transaction	Up to 50 Crores for sale/purchase of stocks and securities, up to 2 Crores for Availing or rendering of any services and up to 10 Lakhs for payment of Rent.	Up to 25 lakhs	Up to 25 Lakhs
g	Interest rate	Not Applicable	Not Applicable	Not Applicable
h	Repayment Terms	Not Applicable	Not Applicable	Not Applicable
i	The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction	• Approx 1378.09% for sale/purchase of stocks and securities • Approx 55.12% rendering of any services for	Approx 6.89%	Approx 6.89%

		• Approx 2.77% For Rent Payment		
j	Justification as to why the RPT is in the interest of the listed entity	The proposed Related Party Transaction is being undertaken in the ordinary course of business and on an arm's length basis, as it is necessary for ensuring operational efficiency, cost optimization, and business continuity. The arrangement will provide strategic and commercial benefits without adversely impacting the interests of the Company or its minority shareholders, and is fully compliant with applicable laws and regulations.		
k	Whether the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity	No		
l	Any valuation or other external report relied upon by the listed entity in relation to the transactions	Not Applicable		
m	Purpose	The purpose of entering into the Related Party Transaction is to leverage the expertise, resources, and infrastructure of the related party to support the Company's business requirements, improve operational efficiency, and create long-term value for stakeholders while ensuring compliance with applicable laws.		
n	Any other information that may be relevant	None		

None of the Directors, Key Managerial Personnel of the Company and their relatives except Mr. Nitin Aggarwal and Mr. Krishan Kumar Aggarwal are in any way concerned or interested in passing of resolution.

FRUITION VENTURE LIMITED

Information pursuant to Secretarial Standard on General Meeting (SS-2) and Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Name of Director	**Mr. Nitin Aggarwal**
DIN	01616151
Date of Birth	07th May 1980
Age	46 Years
Qualification	B.Com(H), ACA, ACS, LLB.
Shareholding in the Company including as a beneficial owner	570490
Date of Appointment on the Board	19.12.2022
Expertise	Nitin is a Commerce Graduate with professional qualifications in the field of Commerce and Law. He is having vast experience of more than two decades in the field of business management, Legal & regulatory framework, administration and business development.
Remuneration proposed to be paid	NIL
Remuneration last drawn (FY2025-26)	NIL
Names of other company's directorships	1. Mindex Capital Market Pvt Ltd 2. Mindex Fincap Pvt Ltd 3. MKN Commodity Brokers Pvt Ltd
Names of listed companies in which resigned in the past three years	None
Relationships with Directors, Manager and other Key Managerial Personnel of the company	Mr. Nitin Aggarwal is brother of Mr. Krishan Kumar Aggarwal, Director of the Company.
Audit Committee	Yes
Nomination and Remuneration Committee	No
Stakeholders Relationship Committee	No
Number of Board Meetings attended during the year	8
Terms and Conditions of Appointment/ Re-appointment	Mr. Nitin Aggarwal was appointed w.e.f. 19th December, 2022 on Board, liable to retire by rotation.

For and on Behalf of the Board of Directors
For Fruition Venture Limited

Nitin Aggarwal
Managing Director
DIN-01616151

Date: 28.08.2026
Place: Delhi

DIRECTORS' REPORT

To,
The Members,
Fruition Venture Limited

Your directors have pleasure in presenting the 32nd Annual Report of your Company together with the Audited Financial Statements for the financial year ended 31st March, 2026.

1. FINANCIAL RESULTS

The Company's financial performance for the year under review along with previous year's figures are given hereunder:

(Amount in lakhs)

Particulars	Financial Year ended 31st March, 2026	Financial Year ended 31st March, 2025
Net Sales /Income from Business Operations	520.42	362.82
Other Income	0.58	1.04
Total Revenue	521.10	363.86
Less:-Expense	482.57	378.79
Profit before Tax	38.53	-14.93
Net Profit after Tax	-98.27	-21.92
Other Comprehensive Income	20.09	-11.96
Net Profit/Loss for the year	-78.17	-33.88
Amount transferred to General Reserve	-	-
Balance carried to Balance Sheet	-78.14	-33.88

2. REVIEW OF BUSINESS OPERATIONS AND FUTURE PROSPECTS

- **Company performance-**

During the year ended 31st March, 2026 under review the total revenue of the Company was Rs.521.10 Lakh as against Rs. 363.86 Lakh for year ended 31st March, 2025. The Company having a net loss of Rs. 78.17 Lakh for the year ended 31st March, 2026 against a loss of Rs. 33.88 Lakh for year ended 31st March, 2025.

- **State of company affairs-**

The Company is engaged in the business of trading in its own proprietary brands and manufacturing of plastic products. The company is having its manufacturing unit at Kundli Industrial Area, Haryana. The unit is consisting of injection moulding machines for manufacturing of plastic products.

Your Management is putting in their best efforts to improve the performance of the Company. The Company is performing well and therefore future prospects looks bright and, in the years, to come, the Company will strive to achieve the projected profitability and increase its scale of operation.

- **Material changes and commitment if any affecting the financial position of the company occurred between the end of the financial year to which these financial statements relate and the date of the report**

There has been no material changes and commitments which affects the financial position of the Company occurred between the end of the financial year of the Company and date of this report.

3. Segment-wise Business Performance

During the financial year 2025-26, based on the nature of business activities and the manner in which the operating performance is reviewed by the management, the Company has identified the following two reportable operating segments in accordance with Ind AS 108 – Operating Segments:

1. Business of Polymers; and
2. Other Trading Activities (other than polymer products).

During the previous financial year ended 31 March 2025, the Company had only one reportable operating segment.

During the year under review, the Polymer segment, which primarily comprises manufacturing activities through polymer moulding processes, recorded revenue of ₹187.81 lakhs and segment profit before finance costs and tax of ₹4.52 lakhs. The Company continues to focus on developing this business and improving utilisation of the manufacturing infrastructure established for polymer moulding activities.

The Other Trading Activities segment recorded revenue of ₹332.60 lakhs and segment profit before finance costs and tax of ₹77.88 lakhs during the year.

The aggregate revenue of the two reportable segments amounted to ₹520.41 lakhs, while their aggregate segment profit before finance costs and tax amounted to ₹82.40 lakhs.

The Polymer business continues to be an important area of strategic focus for the Company. The Company is endeavouring to expand its customer base, improve utilisation of its manufacturing facilities and explore opportunities for contract manufacturing and supply of polymer-based products and components to institutional and other customers.

Detailed information relating to segment revenue, segment results, segment assets and segment liabilities, together with the disclosures required under Ind AS 108, is provided in the Notes forming part of the Financial Statements. The performance and outlook of the respective business segments are also discussed in the Management Discussion and Analysis Report forming part of this Annual Report.

4. DIVIDEND

In light of the current economic conditions and the company's cash requirements, the Board of Directors has chosen not to recommend a dividend for the financial year ending March 31, 2026.

5. RESERVES

During the year, the Board has not transferred any amount to the Reserves of the Company.

6. CHANGE IN NATURE OF BUSINESS, IF ANY

During the financial year under review, there were no change(s) in the nature of the business carried out by the Company. The Company carried out the same business mentioned in the memorandum of association of the Company.

7. SUBSIDIARY, ASSOCIATE AND JOINT VENTURE COMPANIES, THEIR HIGHLIGHTS OF PERFORMANCE AND THEIR CONTRIBUTION TO OVERALL PERFORMANCE OF THE COMPANY

The Company has no subsidiaries and no associate companies within the meaning of Section 2(87) and 2(6) respectively of the Companies Act, 2013 (“Act”) as on March 31, 2026. The Company has not entered into any joint venture during the year.

8. SHARE CAPITAL AND LISTING

The Authorized Share Capital of the company was Rs. 10,00,00,000 (Rs. Ten Crores Only) and Paid-up Capital was RS. 4,00,00,000 (Rs. Four Crores Only) as on 31st March, 2026, which is fully listed over Bombay Stock Exchange (BSE).

During the period under review, the company allotted 25,00,000 (Twenty-Five Lakhs) Equity Convertible Warrants on preferential basis to persons belonging to promoters and non-promoters' category. Each warrant is convertible in to one equity share.

After the reporting period, on 25th June, 2026, the company has allotted 6,00,000 (Six Lakh) Equity Shares pursuant to the conversion of warrants on receipt of outstanding 75% of the issue price to person belonging to promoters and non-promoters' category, for which listing approval received on 07th August, 2026 and trading approval received on 18th August, 2026.

9. WEB-LINK FOR ANNUAL RETURN

Pursuant to the provisions of Section 92(3) and Section 134(3)(a) of the Companies Act, 2013, the Annual Return is available on the website of the Company at www.fruitionventure.com. By virtue of amendment to Section 92(3) of the Companies Act, 2013, the Company is not required to provide extract of Annual Return (Form MGT-9) as part of the Board's report.

10. CONSOLIDATED FINANCIAL STATEMENTS

The requirement to present Consolidated Financial Statements is not applicable during the period under review. The company operates as a single entity, and there are no subsidiaries or associated entities that necessitate the consolidation of financial statements in accordance with the relevant accounting standards.

11. REVISION IN FINANCIAL STATEMENTS

In terms of section 131 of the Companies Act, 2013, the Financial Statements and Board's Report are in compliance with the provisions of section 129 or section 134 of the act and that no revision has been made during any of the three preceding Financial Years.

12. DEPOSITS

The Company has not accepted any deposits from public and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet. However, company is having unsecured loan from Directors of the company for which proper declaration has been furnished by them as required under Rule 2(viii) of the Companies (Acceptance of Deposits) Rules, 2014 during the period under review.

13. MATERIAL CHANGES AND COMMITMENTS

No material changes have occurred subsequent to the close of the financial year of the Company to which the Balance Sheet relates and the date of the report.

14. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

No significant and material orders have been passed by any Regulator or Court or Tribunal which can have an impact on the going concern status and the Company's operations in future.

15. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, confirm that:

a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
b) Company has selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
c) Company has 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) Company has prepared the annual accounts on a going concern basis;
e) proper internal financial controls laid down by the Directors were followed by the Company and that such internal financial controls are adequate and were operating effectively; and
f) Company has devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

16. THE COMPOSITION OF BOARD OF DIRECTORS AND KMP OF THE COMPANY AS ON MARCH 31, 2026 IS AS FOLLOWS

Sr. No.	Name of Director	DIN/PAN	Date of Appointment	Designation
1	Krishan Kumar Aggarwal	02452405	December 19, 2022	Director
2	Nitin Aggarwal	01616151	May 12, 2023	Managing Director
3	Shefali Kesarwani*	10259458	September 25, 2023	Independent Director
4	Amit Singh Tomar	10063772	September 25, 2023	Independent Director
5	Jitender Kumar	AWBPK7952Q	May 30, 2023	Chief Financial Officer
6	Arihant Sukhlecha#	DIRPS7998D	November 27, 2023	Company Secretary

*Ms. Shefali Kesarwani, Non-Executive Independent Director of the Company has resigned w.e.f. 25th June, 2026.

#Mr. Arihant Sukhlecha, Company Secretary of the Company has resigned w.e.f. 27th April, 2026.

17. CHANGES IN DIRECTORS AND KEY MANAGERIAL PERSONNEL

During the period under review, there were no changes in the Board of Director and Key Managerial Personnel, except, Mr. Kishan Kumar Aggarwal (DIN: 02452405), who retired by rotation, have been re-appointed in the 31st Annual General Meeting held on 28th September, 2025.

However, after the reporting period, Ms. Shefali Kesarwani, Non-Executive Independent Director of the Company has resigned w.e.f. 25th June, 2026. Ms. Shivi Jindal (DIN:07625672) has been appointed as Additional Non-Executive Independent Director w.e.f. 23rd June, 2026 and on recommendation of Nomination and Remuneration Committee and Board, proposed to be appointed as Non-Executive Independent Director for a term of 5 consecutive years commencing from 23rd June, 2026 to 22nd June, 2031 in the ensuing Annual General Meeting.

Further, Mr. Arihant Sakhlecha, Company Secretary of the Company has resigned w.e.f. 27th April, 2026. Mr. Amit Jain has been appointed as Company Secretary of the company w.e.f. 20th July, 2026.

18. NUMBER OF BOARD MEETINGS

For the financial year in review, the Board of Directors had 8 (Eight) Board Meetings which were in compliance with the relevant provisions of all the applicable laws and rules. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013 and Secretarial Standards-I. The dates of the Board Meetings were: 13th May, 2025, 28th May, 2025, 13th August, 2025, 29th August, 2025, 13th November, 2025, 31st December 2025, 12th January, 2026 and 14th February, 2026.

Name of Director	Meeting held during tenure	Meeting attended during tenure	Attendance at the last AGM held on 28th September, 2025
Krishan Kumar Aggarwal	8	8	Yes
Nitin Aggarwal	8	8	Yes
Shefali Kesarwani	8	8	Yes
Amit Singh Tomar	8	8	Yes

19. DECLARATION BY AN INDEPENDENT DIRECTOR(S) AND RE- APPOINTMENT, IF ANY

Pursuant to provisions of Section 134(3)(d) of the Companies Act, 2013, with respect to statement on declaration given by Independent Directors under Section 149(6) of the Act and under Regulation 16 and 25 of SEBI Listing Regulations, the Board hereby confirms that all the Independent Directors of the Company have given a declaration and have confirmed that they meet the criteria of Independence and there has been no change in the circumstances affecting their status as Independent Director of the Company.

The Company has also received a declaration from all the Independent Directors that they have registered their names in the Independent Director data bank and pass/ exempt requisite proficiency test conducted by Ministry of Corporate Affairs.

After undertaking a due assessment of their disclosures, in the opinion of the Board of Directors, all the Independent Directors fulfilled the requirements of the Companies Act, 2013 and the Listing Regulations and were Independent of the management of the Company.

20. DISCLOSURE OF DECLARATION FOR DISQUALIFICATIONS BY DIRECTORS

During the year declarations were received from the Directors of the Company pursuant to Section 164 of the Companies Act, 2013. Board appraised the same and found that none of the director is disqualified for holding office as director.

21. SEPARATE MEETING OF INDEPENDENT DIRECTORS

As mandated by Clause VII of Schedule IV of the Companies Act, 2013, a separate meeting of Independent Directors was held on 13th November, 2025. The Independent Directors in the said meeting has reviewed the performance of Non-Independent directors and Board as a whole including the performance of the Chairperson of the company after accounting the views of executive directors and non-executive directors and also assessed the quality, quantity and timeliness of flow of information between the management of the listed entity and the board of directors that is necessary for the board of directors to effectively and reasonably perform their duties. The Composition of Independent Directors Committee on 31st March, 2026 was as follows:

Sr. No.	Name of the Members	Nature of Membership	No. of Meetings Attended/Eligible to attend
1	Amit Singh Tomar	Chairman	1/1
2	Shefali Kesarwani	Member	1/1

22. PERFORMANCE EVALUATION & NOMINATION AND REMUNERATION POLICY

Pursuant to section 134(3)(p) of Companies Act 2013 and rule 8(4) of Companies (Accounts) Rules, 2014 and clause 17(10) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an evaluation of its own performance, the directors individually as well as the evaluation of its Committees as per the criteria laid down in the Nomination, Remuneration and Evaluation policy. The said policy available on the Company's website i.e. www.fruitionventure.com.

23. COMMITTEES OF THE BOARD

- **Audit Committee:**

The Audit Committee reviews the audit reports submitted by Statutory Auditor, financial results, effectiveness of audit processes and the Company's risk management strategy. It reviews the Company's established systems and the Committee is governed by a Charter which is in line with the regulatory requirements mandated by the Companies Act, 2013 and Regulation 18 read with part C of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Committee met 4 (Four) times during the financial year on May 28, 2025; August 13, 2025; November 13, 2025 and February 14, 2026.

Composition, Name of Members and Attendance during the year is as follows:

Sr. No.	Name of the Members	Nature of Membership	No. of Meetings Attended/Eligible to attend
1	Amit Singh Tomar	Chairman	4/4
2	Shefali Kesarwani	Member	4/4
3	Nitin Aggarwal	Member	4/4

After the reporting period, the Audit Committee was reconstituted during the Board Meeting on 23rd June, 2026. As Ms. Shefali Kesarwani (DIN: 10259458) has tendered her resignation w.e.f. 25th June, 2026, Ms. Shivi Jindal has been appointed as a member of Audit Committee w.e.f. 23rd June, 2026.

- **Nomination and Remuneration Committee**

This Committee shall identify the persons, who are qualified to become Directors of the Company / who may be appointed in Senior Management in accordance with the criteria laid down, recommend to the Board a policy, relating to the remuneration of the Directors, Key Managerial Personnel and other employees.

The Remuneration policy as adopted by the Company envisages payment of remuneration according to qualification, experience and performance at different levels of the organization. The employees in the Company including those rendering clerical, administrative and professional services are suitable remunerated according to Industry norms.

During the financial year 2025-26, the Committee met 2 times on: August 13, 2025, and February 14, 2026.

Composition, Name of Members and Attendance during the year is as follows:

Sr. No.	Name of the Members	Nature of Membership	No. of Meetings Attended/Eligible to attend
1	Amit Singh Tomar	Chairman	2/2
2	Shefali Kesarwani	Member	2/2
3	Krishan Kumar Aggarwal	Member	2/2

After the reporting period, the Audit Committee was reconstituted during the Board Meeting on 23rd June, 2026. As Ms. Shefali Kesarwani (DIN: 10259458) has tendered her resignation w.e.f. 25th June, 2026, Ms. Shivi Jindal has been appointed as a member of Nomination and Remuneration Committee w.e.f. 23rd June, 2026.

- **STAKEHOLDERS RELATIONSHIP COMMITTEE**

The Stakeholders Relationship Committee is constituted in accordance with Section 178 of the Companies Act, 2013 and applicable rules thereto and as per Regulation 20 of SEBI Listing Regulations.

The Committee met during the financial year on February 14, 2026.

Composition, Name of Members and Attendance during the year is as follows:

Sr. No.	Name of the Members	Nature of Membership	No. of Meetings Attended/Eligible to attend
1	Krishan Kumar Aggarwal	Chairman	1/1
2	Amit Singh Tomar	Member	1/1
3	Shefali Kesarwani	Member	1/1

After the reporting period, the Audit Committee was reconstituted during the Board Meeting on 23rd June, 2026. As Ms. Shefali Kesarwani (DIN: 10259458) has tendered her resignation w.e.f. 25th June, 2026, Ms. Shivi Jindal has been appointed as a member of Stakeholders Relationship Committee w.e.f. 23rd June, 2026.

24. REPORTING OF FRAUD UNDER SECTION 143(12)

No fraud has been reported by auditors under Section 143(12) of the Companies Act, 2013:
a. Nature of the Fraud: NA
b. Parties involved: NA
c. Financial impact: NA
d. Corrective actions: NA

25. DISCLOSURE RELATING TO REMUNERATION OF DIRECTORS, KEY MANAGERIAL PERSONNEL AND PARTICULARS OF EMPLOYEES

The information required under Section 197(2) of the Companies Act 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 is attached as per "**Annexure-1**".

26. STATUTORY AUDITORS

M/s Sunil K Gupta & Associates, Chartered Accountants, New Delhi have been appointed as the statutory auditor for a period of five years from the conclusion of 29th Annual General Meeting.

There are no audit qualifications, reservations, disclaimers, or adverse remarks, or reporting of fraud in the statutory auditors' report given by M/s Sunil K Gupta & Associates.

The observations and comments given by the Auditors in their report read together with notes on Financial Statements are self-explanatory and hence do not call for any further comments under Section 134 of the Companies Act, 2013.

Board's comment on the Auditors' Report:

The observations of the statutory auditors when read together with the relevant notes to the accounts and accounting policies are self-explanatory.

27. SECRETARIAL AUDITORS

Under the provisions of Section 204 of the Companies Act, 2013 and the rules made thereunder M/s Jinu Jain, Company Secretaries, Practicing Company secretary has given secretarial audit report for financial year 2025-26, There are no qualifications, reservations, disclaimers, or adverse remarks in the said Secretarial Audit Report. Secretarial audit report forms part of the Board Report as "**Annexure -3".**

Further, the existing Secretarial Auditor of the Company, Ms. Jinu Jain, has tendered her resignation from the office of Secretarial Auditor of the Company on 27th August, 2026. Accordingly, the Company proposes to appoint M/s B K Pradhan & Associates, Company Secretaries, Mumbai as the Secretarial Auditor of the Company for its first term of five (5) consecutive years commencing from the financial year 2026-27 and ending with the financial year 2030-31, subject to the approval of the Members of the Company.

28. INTERNAL AUDITORS

Pursuant to provisions of Section 138 of the Companies Act, 2013 read with Rule 13 of the Companies (Accounts) Rule, 2014 as amended from time to time, the Company is required to appoint an internal auditor of the Company to conduct internal audit of the functions and activities of the Company. In compliance with the above provisions, your Company has complied with the provisions.

The Internal Audit conducted the internal audit as per internal audit standards and places before the board the Internal audit report from time to time.

29. COST RECORDS AND COST AUDITORS

Requirement of Cost Audit as stipulated under the provisions of Section 148 of the Act, are not applicable for the business activities carried out by the Company.

30. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

The detail of Loan and Investments made by Company as at end of the financial year is as under:

Amount in Lakhs

Description	Loans/Advance/ Investments as at 31.03.2026	Loans/Advance/ Investments as at 31.03.2025
Loan & Advances	3.82	2.76
Investment	25.00	5.33

31. STATEMENT CONCERNING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY OF THE COMPANY

The Company has adopted a Risk Management Policy after identifying the elements of risks which in the opinion of the Board may threaten the very existence of the Company itself. The policy for Risk Management is attached on the website of Company.

32. DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

As per the provisions of Section 135 of the Companies Act, 2013, the requirement to undertake Corporate Social Responsibility (CSR) activities is not applicable to the Company. Consequently, the Company is not obligated to carry out or report any CSR activities during the financial year.

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

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo as stipulated in Section 134(3)(m) of the Companies Act, 2013 and rules framed there under is enclosed herewith as "**Annexure - 2**".

34. INTERNAL FINANCIAL CONTROLS

The requirements concerning the adequacy and operating effectiveness of **Internal Financial Controls** have been reinforced. The Board provides the following:

a. A detailed account of risk management strategies- The Board has necessary policy to mitigate the risk involved in the operations of the Company.
b. A commentary on any material weaknesses identified during the year- NA
c. Changes made to the internal control systems- NA
d. Reporting any fraud or irregularities detected by internal or statutory auditors- NA

This ensures that stakeholders are aware of the financial discipline and risk management integrity followed by the company.

35. DETAILS OF APPLICATION UNDER INSOLVENCY AND BANKRUPTCY CODE (IBC)

Since there are no corporate insolvency resolution process or initiations are pending against the Company under the Insolvency and Bankruptcy Code, 2016, disclosures relating to the same are not applicable to your Company.

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

Pursuant to the legislation The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act,2013, the Company has a Policy on Prevention of Sexual Harassment at Workplace.

Your Company has constituted an Internal Complaints Committee (ICC) to investigate and resolve sexual harassment complaints.

The Company in its endeavour for zero tolerance towards any kind of harassment, including sexual harassment, or discrimination at the workplace has in accordance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

During the year under review, the Company has not received any complaint under the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013.

The Company has in place a policy for Prevention of Sexual Harassment at the Workplace in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The details of the complaints pertaining to sexual harassment of women received during the year are as under:

Sr. No.	Particulars	No. of complaints
1	No. of complaints filed during the financial year	NIL
2	No. of complaints disposed off during the financial year	NA
3	No. of complaints pending as at the end of the financial year	NIL

37. IMPACT OF AMENDMENTS IN COMPANIES (ACCOUNTS) RULES, 2024

With the introduction of Companies (Accounts) Second Amendment Rules, 2024, the following disclosures are as follows:

a. Statement on compliance with Secretarial Standards- The Company has complied with the secretarial standards as applicable on the Company.

b. **Emphasis on digital records maintenance, audit trails, and data security compliance-**The Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2026 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software.

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended March 31, 2026.

All sensitive information is being protected against unauthorized access, loss, or misuse at all times

38. SHARES

I. **Issue of equity shares with differential rights:**
The Company has not issued any shares with differential voting rights and accordingly the provisions of Section 43 read with Rule 4(4) of the Companies (Share Capital and Debentures) Rules, 2014 of the Companies Act, 2013 and rules framed there under are not applicable for the year.

II. Issue of sweat equity shares:
The Company has not issued any sweat equity shares and accordingly the provisions of Section 54 read with Rule 8(13) of the Companies (Share Capital and debentures) Rules, 2014 of the Companies Act, 2013 and rules framed there under are not applicable for the year.

III. Issue of employee stock options:
The Company has not granted stock options and accordingly the provisions of Section 62(1)(b) read with Rule 12(9) of the Companies (Share Capital and Debentures) Rules, 2014 of the Companies Act, 2013 and rules framed there under are not applicable for the year.

IV. Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees:
The Company has not made any purchase or provision of its own shares by employees or by trustees for the benefit of employees during the financial year 2025-26.

V. Increase in Authorized Share Capital of Shares:
During the year, the Company have not increased in its Authorized Share Capital.

VI. Issue of Equity Shares:
During the year, the Company had made no issue of securities and had no variations or alterations in its Register of Members.

However, after the reporting period, on 25th June, 2026, the company has allotted 6,00,000 (Six Lakh) Equity Shares pursuant to the conversion of warrants on receipt of outstanding 75% of the issue price to person belonging to promoters and non-promoters' category, for which listing approval received on 07th August, 2026 and trading approval received on 18th August, 2026.

39. CERTIFICATE ON NON-DISQUALIFATION OF DIRECTORS

None of the Directors on the Board of the Company for the FY ended March 31, 2026, have been debarred or disqualified from being appointed or continuing as Director of the Company.

Further, Regulation 15(2) of the SEBI LODR Regulations is applicable to the Company and, accordingly, the provisions of Para C of Schedule V, including clause 10(i) relating to the Certificate of Non-Disqualification of Directors, are not applicable to the Company

40. VIGIL MECHANISM AND WHISTLE BLOWER POLICY

The Company has adopted a Vigil Mechanism and Whistle Blower Policy, to provide a formal mechanism to the Directors and employees to report their concerns about unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct or ethics policy. The Policy provides for adequate safeguards against victimization of employees who avail of the mechanism and also provides for direct access to the Chairman of the Audit Committee.
It is affirmed that no personnel of the Company have been denied access to the Audit Committee.

41. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

The related party transactions, which were in ordinary course of business and at arm's length basis.

All related party transactions that were entered into during the financial year ended 31st March, 2026 were on an arm's length basis and were in the ordinary course of business.

Therefore, the provisions of Section 188 of the Companies Act, 2013 were not attracted. Further, there are no materially significant related party transactions during the year under review made by the Company with Promoters, Directors, or other designated persons which may have a potential conflict with the interest of the Company at large.

The suitable disclosures as required by the Accounting Standards (IND AS 24) have been made in the notes to the Financial Statements forming part of this annual report.

42. SIGNIFICANT/MATERIAL ORDERS PASSED BY THE REGULATORS

There were no significant/material orders passed by the Regulators or Courts or Tribunals impacting the going concern status of your Company and its operations in future.

43. COMPLIANCE WITH MATERNITY BENEFIT ACT, 1961

The provisions of the **Maternity Benefit Act, 1961**, are applicable to the Company. The Company has taken necessary measures to ensure compliance with the applicable provisions of the Act and to provide maternity benefits and related protections to eligible women employees.

44. DESIGNATED PERSON AS PER SECTION-90 OF COMPANIES ACT, 2013

The Board of Directors hereby designates Mr. Nitin Aggarwal, Managing Director as the "Designated Person" under Section 90, read with Sub-rule (5) of Rule 9 of the Companies (Significant Beneficial Ownership) Rules, 2018. The appointment is effective until further notice.

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

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no dividend declared and paid last year.

46. INDIAN ACCOUNTING STANDARDS (IND-AS)

Financial Statements of your Company for the financial year ended 31st March, 2026, are prepared in accordance with Indian Accounting Standards (IND-AS), as notified under Section 133 of the Companies Act, 2013 ('the Act') read with the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time.

47. CORPORATE GOVERNANCE

The Company is not required to submit Corporate Governance Report as the equity share capital and net worth of the Company is less than required limits as on the last date of the previous financial year. Provided that where the provision of the Act becomes applicable to the Company at a later date, the Company shall comply with the requirements within six months from the date on which the provisions become applicable to the Company.

The Compliance certificate from the practicing company secretary regarding non applicability of corporate governance has been received and noted.

48. MANAGEMENT DISCUSSION & ANALYSIS

Management Discussion and Analysis as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is presented in a separate section forming part of this Annual Report. It speaks about overall industry structure, global and domestic economic scenarios, developments in business operations, internal controls and their adequacy, risk management systems and other material developments during the Financial Year 2025-26.

49. ANNUAL SECRETARIAL COMPLIANCE REPORT

Annual Secretarial Compliance Report for the financial year ended 31st March, 2026 was not applicable on our company.

50. BUSINESS RESPONSIBILITY REPORT

Your Company is not required to submit Business Responsibility Report for the year ended 31st March, 2026 as stipulated under Regulation 34 of the SEBI Listing Regulations,

provided that where the provision of the Act becomes applicable to the Company at a later date, the Company shall comply with the requirements within stipulated time from the date on which the provisions become applicable to the Company.

51. DEMATERIALIZATION OF SHARES

Trading in the Equity Shares of the Company is only permitted in the dematerialized form as per the Securities and Exchange Board of India (SEBI) circular dated May 29, 2000. The Company has established connectivity with both the Depositories viz. National Security Depository Ltd. (NSDL) as well as Central Depository Services (India) Ltd. (CDSL) to facilitate the demat trading. As on 31st March, 2026, 74.6% of the Company's Share Capital is in dematerialized form.

The ISIN allotted to the equity shares of the Company is INE836C01015. The Company's shares are frequently traded on BSE Limited.

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

There are no instances of one-time settlement during the financial year under review.

53. CODE OF CONDUCT TO REGULATE, MONITOR AND REPORT TRADING BY INSIDERS

In terms of SEBI (Prohibitions of Insider Trading) Regulations, 2015, as amended from time to time, the Company has adopted a Code of Conduct for Prevention of Insider Trading (Insider Code) as approved by the Company's Board. Any Insiders (as defined in Insider Code) including designated employees & persons and their relatives are, inter-alia, prohibited from trading in the shares and securities of the Company or counsel any person during any period when the "unpublished price sensitive information" are available with them. The Insider Code also requires pre-clearance for dealing in the Company's shares and prohibits dealing in Company's shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed.

54. COMPLIANCE WITH SECRETARIAL STANDARDS ON BOARD AND ANNUAL GENERAL MEETINGS.

The Company has complied with Secretarial Standards issued by the Institute of Company Secretaries of India on Board meetings and Annual General Meetings.

55. STOCK EXCHANGE LISTING & COMPLIANCES:

The Equity Shares of your company are continued to be listed on Bombay Stock Exchange Limited, Mumbai. The company confirms that the Annual Listing fees to Bombay Stock Exchange Limited has been paid and is up to date. NSDL & CDSL, Depositories are providing their services to our valued shareholders/ members. Your company has paid Annual Fees to all of them for the financial year 2025-2026.

56. CFO CERTIFICATION:

Pursuant to Regulation 17(8) read with Schedule II Part B of the Listing Regulations, a certificate from the Chief Financial Officer ('CFO') of the Company have certified and confirming the correctness of the Financial Statements (Standalone) and Cash Flow Statements (Standalone), adequacy of the internal control measures for financial reporting for the year ended March 31, 2026. The certificate forms part of this report as "**Annexure-4".**

57. ACKNOWLEDGEMENTS

Your directors place on records their sincere thanks to bankers, business associates, consultants and various Government Authorities for their continued support extended to your Company's activities during the year under review. Your directors also acknowledge gratefully the shareholders for their support and confidence reposed on your Company.

For and on Behalf of the Board of Directors
For Fruition Venture Limited

Date: 28-08-2026
Place: New Delhi

Nitin Aggarwal
Managing Director
DIN: 01616151

Krishan Kumar Aggarwal
Director
DIN: 02452405

ANNEXURES FORMING PART OF THE DIRECTOR'S REPORT

The Annexures referred to in this Report and other information which are required to be disclosed are annexed herewith and form a part of this Report.

Annexures	**Particulars**
Annexure-1	Particulars of Employees Remuneration
Annexure-2	Particulars of Conservation of Energy, Technology Absorption and Foreign and Outgo
Annexure-3	Secretarial Audit Report
Annexure-4	CEO/CFO Certificate

ANNEXURE-1

Details of remuneration as per Section 197(12) of Companies Act, 2013

(I) The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year is not applicable on the Company: -

Sr. No.	Name of Director	Ratio of Remuneration to the Median remuneration of the employees
1.	Mr. Nitin Aggarwal	NA
2.	Mr. Krishan Kumar Aggarwal	NA

(II) The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year 2025-26:

Sr. No	Name of Director/KMP	% increase over last FY 2025-26
1.	Mr. Nitin Aggarwal	NIL
2.	Mr. Krishan Kumar Aggarwal	NIL
3.	Mr. Arihant Sukhlecha	NIL
4.	Mr. Jitender Kumar	11.59%

(III) The percentage increase in the median remuneration of employees in the financial year 2025-26: **-62.83%**

"For the purpose of computation of median remuneration, remuneration of employees who were employed for part of the financial year has been annualised to ensure comparability. Employees engaged through third-party contractors have not been considered for this purpose."

(IV) The number of permanent employees on the payroll of company as on March 31, 2026: **Thirteen**

(V) Average percentile increases 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: Independent Directors were paid sitting Fee. Other executive/non-executive directors were not paid any remuneration during the current year

We hereby confirm that the remuneration paid is as per the remuneration policy recommended by the Nomination and Remuneration Committee of the Company and as adopted by the Company.

For and on Behalf of the Board of Directors
Fruition Venture Limited

Date: 28-08-2026
Place: New Delhi

Nitin Aggarwal
Managing Director
DIN: 01616151

Krishan Kumar Aggarwal
Director
DIN: 02452405

ANNEXURE-2

Statement of Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo pursuant to provisions of section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014:

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

A) Conservation of energy:

(i) **The steps taken or impact on conservation of energy:** Your Company takes all reasonable steps to save and conserve the energy in terms of provisions of Section 134 (3) of Companies Act, 2013, read with Rule 8 of Companies (Accounts) Rules, 2014 requiring furnishing of information regarding conservation of energy. The company does lay a great deal of emphasis on conservation of energy in all phases of its operation.

(ii) **The steps taken by the company for utilizing alternate sources of energy:** Using LED/CFL Tube lights and Bulbs instead of Mercury lights and bulbs. The Company has also initiated to conserve electricity by promoting the usage of Coolers rather than A. C's and maintaining the factory temperature at relatively low level.

(iii) The capital investment on energy conservation equipment; **NIL**

B) Technology absorption:

(i) The efforts made towards technology absorption; **Efforts were made to fully utilize the latest technology.**

(ii) The benefits derived like product improvement, cost reduction, product development or import substitution; **NIL**

(iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-**No such technology imported**

(a) the details of technology imported: **NA**
(b) the year of import: **NA**
(c) whether the technology been fully absorbed: **NA**
(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; **NA;** and

(iv) the expenditure incurred on Research and Development.
(a) Capital: **NA**
(b) Recurring: **NA**
(c) Total: **NA**

C) Foreign exchange earnings and Outgo:

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows is as mentioned in below table:

Sr. No		Foreign Exchange Inflow (FOB Value of exports (*excluding deemed export)		Foreign Exchange Outflow (Import And Other Expenses)	
		FY 2025-26 (IN Rs.)	FY 2024-25 (IN Rs.)	FY 2025-26 (IN Rs.)	FY 2024-25 (IN Rs.)
		NIL	NIL	NIL	NIL
TOTAL		NIL	NIL	NIL	**NIL**

For and on Behalf of the Board of Directors
For Fruition Venture Limited

Date: 28-08-2026
Place: New Delhi

Nitin Aggarwal
Managing Director
DIN: 01616151

Krishan Kumar Aggarwal
Director
DIN: 02452405

ANNEXURE -3

Secretarial Audit Report
For the Financial Year ended 31st March, 2026

To
The Members
Fruition Venture Limited
1301, Padma Tower-1 Rajendra Place,
New Delhi-110008

In terms of the provisions of section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014, and other applicable provisions, if any, we have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Fruition Venture Limited, a Company incorporated under the provisions of the Companies Act, 1956, vide CIN L74899DL1994PLC058824 and having its registered office at 1301, Padma Tower-1 Rajendra Place, South Delhi, New Delhi-110008 (hereinafter referred to as "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 Fruition Venture Limited books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of the Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2026, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Fruition Venture Limited for the financial year ended on 31st March, 2026, The Companies Act, 2013 (the Act) and the rules made thereunder;

The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;

The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

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

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

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

The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; Not applicable since there has been no activity relating to issue of Capital during the period under review.

The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; Not Applicable as the Company has not issued/proposed to issue any Employee Stock Option Scheme and Employee Stock Purchase Scheme during the financial year under review.

The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;

The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2025 regarding the Companies Act and dealing with client;
The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; Not Applicable as the Company has not delisted/proposed to delist its equity shares from any stock exchange during the financial year under review.

The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; Not Applicable as the Company has not bought back/proposed to buy back any of its securities during the financial year under review.

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

The Company has confirmed that except the above-mentioned statutes, no other law is applicable, specifically, to the Company.

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

Secretarial Standards issued by The Institute of Company Secretaries of India;
The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.

Adequate notices are given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent adequately in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes, wherever applicable.

We further report that during the audit period, there were no instances of except those mentioned below:
(1) Public / Rights / Preferential issue of Shares / Debentures / Sweat Equity
(2) Redemption/Buy Back of Securities.
(3) Foreign Technical Collaborations.
(4) Merger / Amalgamation / Reconstruction etc.
** During the audit period, The Company has issued 25,00,000 Warrants (Equity Convertible Warrants) preferential basis to entities belonging to the promoter & non-promoter category.

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

We further report that during the audit period, the Company has not entered into/carried out any specific events/actions which may have a major bearing on the Company's affairs.

For Jinu Jain
Company Secretaries

Place: Ghaziabad
Date: 26.08.2026

Jinu Jain
FCS No.: 9058; CP No: 10379

UDIN: F009058H001231554

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
Fruition Venture Limited
1301, Padma Tower-1 Rajendra Place,
South Delhi, New Delhi-110008

Our Secretarial Audit Report of even date, for the financial year 2025-26 is to be read along with this letter.

Management's Responsibility
It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

Auditor's Responsibility

1. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.

2. We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.

3. Wherever required, we have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.

Disclaimer

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.

We have not verified the correctness and appropriateness of financial records and books of account of the Company.

For Jinu Jain
Company Secretaries

Place: Ghaziabad
Date: 26.08.2026

Jinu Jain
FCS No.: 9058; CP No: 10379

ANNEXURE- 4

CEO/CFO Certificate

We the undersigned, in our respective capacities as Managing Director and CFO of Fruition Venture Limited to the best of our knowledge and belief certify that:

A. We have reviewed the Financial Statements for the financial year ended 31 March 2026 and that to the best of our knowledge and belief:

1. These Statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

2. These Statements together present a true and fair view of the Company and are in compliance with existing Indian Accounting Standards, applicable laws and regulations.

B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the financial year which are fraudulent, illegal or violative of the Company's code of conduct.

C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

D. We have indicated to the auditors and the Audit committee
1. Significant changes in internal control over financial reporting during the financial year;
2. Significant changes in accounting policies during the financial year and that the same have been disclosed in the notes to the accounts; and
3. 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.

Nitin Aggarwal
Managing Director
DIN: 01616151

Jitender Kumar
Chief Financial Officer
PAN : AWBPK7952Q

Date: 28-08-2026
Place: New Delhi

MANAGEMENT DISCUSSION AND ANALYSIS

During the year under review, the Company continued its strategic diversification towards the **polymer manufacturing business**, while also carrying on other trading activities. The Company considers polymer manufacturing as an important area of focus for its future growth and has invested in creating manufacturing infrastructure for polymer moulding activities.

1. Industry Structure and Developments
2. Polymer Manufacturing Business

The polymer industry has applications across a wide spectrum of industries, including consumer products, packaging, automotive components, electrical and electronic products, industrial components and other engineered products.
Polymer moulding is a manufacturing-oriented business requiring investment in machinery, moulds, tooling, utilities and supporting infrastructure. The competitiveness of the business is influenced by scale of operations, utilisation of installed capacities, product quality, process efficiency, raw material costs, product mix and ability to meet customer-specific requirements.

During the financial year 2025-26, the Company continued to develop its presence in the polymer industry with a focus on **manufacturing through injection moulding processes**. The Company has established manufacturing infrastructure comprising injection moulding machines and related plant, equipment and facilities for manufacture of polymer-based products and components.

The Company views the polymer manufacturing business as an important strategic area for its future development. Investments made in manufacturing infrastructure provide the Company with a platform for developing business across multiple product categories and end-user industries.

The polymer industry is, however, sensitive to movements in the prices of polymer resins and petrochemical products. Raw material prices are influenced by crude oil prices, global and domestic demand-supply conditions, import prices, foreign exchange movements and other macroeconomic factors.

Apart from pricing considerations, customers increasingly focus on consistent quality, product specifications, timely delivery, cost efficiency and reliability of supply. These factors create opportunities for organised and professionally managed manufacturers capable of developing long-term relationships with institutional and industrial customers.

Other Trading Activities
The Company's other trading activities comprise trading in products other than polymer products.

The nature and level of trading activities depend upon availability of commercially viable opportunities, prevailing market conditions, expected margins, counterparty creditworthiness and working-capital considerations.

The Company undertakes trading activities selectively, keeping in view the risk-return profile of individual transactions and overall liquidity requirements.

2. Opportunities and Threats

Opportunities in Polymer Manufacturing

The Company's investment in polymer manufacturing infrastructure provides an opportunity to develop a sustainable manufacturing business across different product and customer segments.

Injection moulding technology allows utilisation of a common manufacturing platform for production of a variety of polymer-based components and products, subject to availability of appropriate moulds, tooling and technical capabilities.

The Company sees opportunities in areas such as:

- manufacture of polymer-based components and products for industrial and institutional customers;
- contract manufacturing for established businesses and brand owners;
- development of business relationships with Original Equipment Manufacturers ("OEMs");
- supply of components to consumer goods, packaging, automotive, electrical and electronic industries;
- development of new products using the Company's existing manufacturing infrastructure;
- improvement in utilisation of installed manufacturing capacity;
- addition of suitable moulds and tooling for commercially viable products;
- expansion of the customer base; and
- improvement in operating efficiency and product mix.

The Company intends to progressively strengthen its manufacturing capabilities and explore opportunities for long-term customer relationships rather than depending solely upon transactional business.

Improvement in capacity utilisation has the potential to result in better absorption of fixed manufacturing costs and consequently improve the operating performance of the Polymer segment.

Opportunities in Other Trading Activities

The Company will continue to evaluate trading opportunities that offer acceptable margins and risk-adjusted returns.

Trading activities also provide the Company with flexibility to take advantage of market opportunities without necessarily committing substantial long-term capital.

Threats and Challenges

The Company's businesses are exposed to various risks and uncertainties, including:

- volatility in prices of polymer raw materials;
- fluctuations in demand from end-user industries;
- competitive pricing pressure;
- lower-than-anticipated capacity utilisation;
- customer concentration;
- development and cost of moulds and tooling;
- changes in customer specifications;
- working-capital requirements;
- delay in collection of receivables;
- operational breakdowns or production interruptions;
- changes in environmental and regulatory requirements;
- foreign exchange movements and import costs, wherever applicable; and
- general economic and market conditions.

The Company continuously evaluates these factors while formulating its business and investment decisions.

3. Segment-wise / Product-wise Performance

During the financial year 2025-26, based on the nature of business activities and the manner in which operating performance is reviewed by the management, the Company identified two reportable operating segments:

1. **Business of Polymers**
2. **Other Trading Activities**

During the previous financial year ended 31 March 2025, the Company had only one reportable operating segment.

Business of Polymers

The Polymer segment represents the Company's **manufacturing-focused business** and is an area of strategic importance for the Company's future growth.

During the financial year ended 31st March 2026, the Polymer segment recorded revenue of **₹187.81 lakhs** and a profit before finance costs and tax of **₹4.52 lakhs**.

The Company has invested financial and managerial resources in developing the polymer manufacturing business and establishing the necessary manufacturing infrastructure. The facilities include injection moulding machines and related plant and equipment required for carrying on polymer moulding operations.

The business is presently in a development and scale-up phase. Accordingly, management's principal focus is on increasing utilisation of the manufacturing facilities, developing a diversified customer base, adding commercially viable products, improving operating efficiencies and strengthening the order pipeline.

The capital-intensive nature of the business results in a significant level of fixed costs associated with the manufacturing infrastructure. Consequently, capacity utilisation and product mix are important determinants of profitability and return on capital employed.

The Company is also exploring opportunities for developing business with institutional customers and OEMs and for undertaking contract manufacturing of polymer-based products and components.

Management expects that development of sustainable customer relationships, improved utilisation of the installed facilities and enhancement of operational efficiency will be important factors in the future growth of this segment.

Other Trading Activities

The Other Trading Activities segment comprises trading in products other than polymer products.

During the financial year ended 31st March 2026, the segment recorded revenue of **₹332.60 lakhs** and a profit before finance costs and tax of **₹77.88 lakhs**.

The Company continues to undertake trading activities based on availability of commercially attractive opportunities. Management evaluates such transactions having regard to expected margins, counterparty risk, working-capital requirements and overall liquidity.

While trading activities made a significant contribution to the Company's performance during the year, the Company intends to remain selective in undertaking transactions and maintain appropriate risk controls.

Overall Segment Performance

During the financial year ended 31st March 2026, the two reportable segments recorded aggregate segment revenue of **₹520.41 lakhs** and aggregate segment profit before finance costs and tax of **₹82.40 lakhs**.

After considering unallocated income and expenses having a net adverse impact of **₹43.87 lakhs**, the aggregate result before finance costs and tax amounted to **₹38.53 lakhs**.

Detailed information relating to segment revenue, segment results, segment assets and segment liabilities is provided in the Note on **Operating Segments** forming part of the Financial Statements in accordance with Ind AS 108 – Operating Segments.

4. Business Strategy and Outlook

Polymer Manufacturing

The Polymer business is expected to remain a **key strategic focus area of the Company**.

Having established the basic manufacturing infrastructure, management's immediate priorities include:

- increasing utilisation of installed manufacturing facilities;
- developing a sustainable order book;
- broadening the customer base;
- adding suitable products and applications;
- pursuing contract manufacturing opportunities;
- developing business relationships with OEM and institutional customers;
- improving manufacturing efficiency and cost competitiveness; and
- achieving better utilisation of capital employed in the business.

The Company intends to use its existing manufacturing platform to cater to different end-use industries and product categories rather than remain dependent upon any single product.

Future investments in machinery, moulds, tooling and supporting infrastructure will be evaluated having regard to identified business opportunities, customer requirements, expected utilisation and anticipated returns.

Management recognises that development of the manufacturing business is a gradual process involving customer development, product trials, mould development, quality approvals and establishment of recurring business volumes.

The Company therefore intends to pursue growth in a measured manner while maintaining financial discipline.

Other Trading Activities

The Company will continue to evaluate trading opportunities based on prevailing market conditions and commercial viability.

Management intends to maintain flexibility in this segment and will undertake transactions after considering expected profitability, credit risk, liquidity and working-capital requirements.

Overall Outlook

The Company's strategy is to progressively strengthen its manufacturing operations while continuing to evaluate complementary trading opportunities.

The future performance of the Company will depend, among other factors, upon growth in manufacturing volumes, capacity utilisation, development of customers, raw material

prices, competitive conditions, working-capital availability and overall economic environment.
The Company remains focused on developing sustainable business operations, improving utilisation of resources and enhancing long-term shareholder value.

5. Risks and Concerns
Risk management forms an integral part of the Company's business planning and decision-making process. The principal risks relating to the Company's operations include the following:

Capacity Utilisation Risk
The Polymer business involves investment in manufacturing infrastructure and consequently carries a level of fixed operating costs. Lower utilisation of installed machinery may adversely affect margins, profitability and return on capital employed.
Management is therefore focused on developing additional customers and products to improve utilisation of the manufacturing facilities.

Raw Material Price Risk
Polymer resin prices are subject to fluctuations arising from movements in crude oil and petrochemical prices, demand-supply conditions, import prices and foreign exchange rates.
Increases in raw material costs may affect margins where the Company is unable to immediately pass such increases on to customers.

Customer Development and Concentration Risk
Growth of the manufacturing business depends upon successful development and retention of customers.
Dependence on a relatively limited number of customers may expose the Company to fluctuations in business volumes. The Company therefore seeks to progressively broaden its customer base.

Mould and Tooling Risk
Injection moulding generally requires product-specific moulds and tooling. Development of moulds may involve investment, technical evaluation and lead time.
Changes in product design or customer requirements may require modification or replacement of moulds and consequently involve additional expenditure.

Plant and Machinery Risk
Manufacturing operations are dependent upon proper functioning of machinery and supporting utilities.
Equipment breakdown, maintenance requirements, power interruptions or other operational disruptions may affect production schedules, operating efficiency and customer deliveries.
The Company seeks to mitigate these risks through appropriate maintenance and operational practices.

Quality Risk
Institutional and OEM customers generally require adherence to defined product specifications and quality standards.
Failure to maintain the required standards could result in product rejection, claims or loss of future business.
The Company therefore places emphasis on process controls, product quality and adherence to customer specifications.

Technology and Product Obsolescence Risk
Changes in product designs, materials, manufacturing technology, customer preferences or regulatory requirements may require changes in production processes, moulds or equipment.
The Company evaluates such developments while planning its manufacturing activities and future investments.

Working Capital and Liquidity Risk
Manufacturing and trading activities require effective management of inventory, receivables and other working-capital components.
Delays in collection from customers or increased inventory holding may adversely affect liquidity.

Credit Risk
The Company is exposed to credit risk arising from customers and counterparties.
Management seeks to mitigate this risk through evaluation of counterparties, monitoring of receivables and appropriate credit controls.

Regulatory and Environmental Risk
The polymer industry may be affected by changes in environmental regulations, restrictions relating to use of particular plastic products, waste-management requirements, taxation policies and other regulatory developments.
The Company endeavours to monitor relevant regulatory developments and take appropriate measures to ensure compliance.

6. Internal Control Systems and Their Adequacy
The Company has established internal control systems commensurate with the size and nature of its operations.
The internal control framework is designed to provide reasonable assurance regarding:

- safeguarding of assets;
- prevention and detection of fraud and errors;
- proper authorisation and recording of transactions;
- accuracy and completeness of accounting records;
- reliability of financial reporting;
- compliance with applicable laws and regulations; and
- efficient conduct of business operations.

With the expansion of manufacturing activities, the Company continues to strengthen operational controls relating to procurement, inventory, production, fixed assets, quality, sales, receivables and other manufacturing processes.
The internal control systems are periodically reviewed and areas requiring strengthening are identified and addressed.
The internal audit function reviews financial and operational processes in accordance with the scope determined by the management and the Audit Committee, as applicable. Significant observations and corrective measures are reviewed periodically.
The management believes that the internal financial controls and other internal control systems prevailing during the year were adequate considering the nature and size of the Company's operations.

7. Financial Performance with Respect to Operational Performance
During the financial year 2025-26, the Company's financial performance reflected contribution from both its Polymer Manufacturing business and Other Trading Activities.

The reportable operating segments generated aggregate segment revenue of **₹520.41 lakhs** during FY 2025-26.

The Polymer segment contributed revenue of **₹187.81 lakhs**, while Other Trading Activities contributed revenue of **₹332.60 lakhs**.

The reportable segments generated aggregate profit before finance costs and tax of **₹82.40 lakhs**. After considering net unallocated expenses of **₹43.87 lakhs**, the result before finance costs and tax amounted to **₹38.53 lakhs**.

The financial performance of the Company should be read together with the audited Financial Statements and Notes forming part thereof.

8. Capital Investment and Fund Raising
During the year, the Company continued to deploy financial resources towards development of its business operations, including the Polymer manufacturing business. The Company has created manufacturing infrastructure requiring investment in plant, machinery and related facilities. Management intends to utilise these resources for developing and scaling the Polymer business and improving the utilisation of the installed manufacturing facilities.

During FY 2025-26, the Company also issued **convertible warrants on a preferential basis** in accordance with applicable provisions of law and regulatory requirements.
The amount received against such warrants has been utilised/is proposed to be utilised towards the objects approved by the shareholders.

The warrants remaining outstanding as at 31st March 2026 are convertible into equity shares in accordance with the terms of the issue.

Detailed information regarding the preferential issue, amount received, utilisation of proceeds and outstanding warrants is provided elsewhere in the Annual Report and in the Notes forming part of the Financial Statements.

9. Human Resources and Industrial Relations
The Company recognises that skilled and committed human resources are important for development of its manufacturing and other business activities.
With the increased focus on polymer manufacturing, the Company continues to develop technical, operational and managerial capabilities appropriate for its manufacturing operations.

The Company endeavours to maintain a professional and conducive work environment and encourages accountability, operational discipline and continuous improvement.
Industrial relations remained cordial during the year.
As at 31st March 2026, the Company had **13 employees** on its rolls.

10. Cautionary Statement

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

Actual results may differ materially from those expressed or implied due to various factors, including economic conditions, market conditions, changes in government policies and regulations, raw material prices, customer demand, competitive conditions, operating efficiencies and other factors affecting the Company's businesses.

The Company does not undertake any obligation to publicly amend, modify or revise any forward-looking statements on the basis of subsequent developments, information or events, except as may be required under applicable laws.

Independent Auditor's Report

To
The Members,
Fruition Venture Limited

Opinion

We have audited the accompanying financial statements of Fruition Venture Ltd. ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the 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 March 31, 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 of the financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). 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 (ICAI) together with the independence requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the 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.

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

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's Report, Management Discussion and Analysis, Corporate Governance Report and Business Responsibility Report in the Annual Report but does not include the financial statements and our auditor's reports thereon. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with

the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors are 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 the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

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

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

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

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in

(i) planning the scope of our audit work and in evaluating the results of our work; and
(ii) to evaluate the effect of any identified misstatements in the financial statements.

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

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

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

Report on Other Legal and Regulatory Requirements

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

2. As required by section 143(3) of the Companies Act, 2013, we report that:

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

b. In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books

c. The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

d. On the basis of written representations received from the directors as on March 31, 2026, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026, from being appointed as a director in terms of section 164(2) of the Companies Act, 2013.

e. 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". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

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

(i) The Company has disclosed that there are no pending litigations on its financial position in its financial statements.

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

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

(iv) a) The Management has represented that, to the best of it's knowledge and belief, other than as disclosed in the notes forming part of standalone financial statements, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever 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 it's knowledge and belief, other than as disclosed in the notes forming part of standalone financial statements, no funds (which are material either individually or in the aggregate) have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

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

v. The Company has not declared or paid any dividend during the year and has not proposed final dividend for the year.

vi. Based on our examination which included test checks and in accordance with requirements of Implementation Guide on Reporting on Audit Trail under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014, the Company, has implemented accounting softwares incorporating the transactions for the entire year and has maintained its books of account which have a feature of recording audit trail (edit log) facility and the same was operational for all relevant transactions recorded in the software. Further, during the course of audit we did not come across any instance of audit trail feature being tampered with.

For Sunil K Gupta & Associates
Chartered Accountants
FRN No. 002154N

Sd/-
CA. Mahesh Chandra Agrawal
(Partner)
M. No. 088025
UDIN: 26088025UCLJQK9841

Place: New Delhi
Date: 29.05.2026

Annexure - A to the Auditors' Report

The Annexure referred to in Independent Auditors' Report to the members of the Company on the financial statements for the year ended 31 March 2026, we report that:

(i) In respect of fixed assets:
(a) The company has maintained proper records showing full particulars, including quantitative details and situation of its fixed assets.
(b) As explained to us, fixed assets have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification.
(c) The title deeds of immovable properties are held in the name of the company.
(ii) As explained to us, inventories have been physically verified during the year by the management at reasonable intervals. No material discrepancy was noticed on physical verification of stocks by the management as compared to book records.
(iii) According to the information and explanation provided to us and based on our examination of the records of the company, during the year the company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the companies Act 2013. Accordingly the provisions of clause 3(iii)(a),(b),(c) of the Order are not applicable.
(iv) According to the information and explanation provided to us and based on our examination of the records of the company, the company has not made any investment, provided guarantee or security or granted any loan during the year within the meaning of the provisions of Section 185 and 186 of the Act.
(v) In our opinion and according to the information and explanation provided to us, the company has not accepted any deposits from the public covered under section 73 to 76 of the Companies Act, 2013.
(vi) As per information & explanation given by the management, maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013.
(vii) In respect of statutory dues:
(a) According to the records of the company and information and explanations given to us the company has been regular in depositing with the statutory authorities undisputed statutory dues including Provident Fund, Employees State Insurance, Income-tax, Sales-tax, Service Tax, Custom Duty, Excise Duty, value added tax, cess and any other statutory dues to the extent applicable to it. "Undisputed Statutory Dues" including Provident Fund, Employees State Insurance, Income-tax, Sales-tax, Service Tax, Custom Duty, Excise Duty, value added tax, cess and any other statutory dues have been regularly deposited with the appropriate authorities.

(b) According to the information and explanations given to us the dues in respect of Income Tax that have not been deposited with the appropriate authorities on account of dispute and forum where the disputes are pending are given below:

Statute	Nature of Dues	Amount(INR)	Period to which Amount relates	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	25,03,695/-	AY 2016-17	Commissioner of Income Tax (Appeals), New Delhi

The company has opted for amnesty scheme under Vivad se Vishwas Tak to settle the dispute.

(viii) In our opinion and according to the information and explanations given by the management, we are of the opinion that, the Company has not defaulted in repayment of dues to a financial institution, bank, Government or debenture holders, as applicable to the company.

(ix) a. Based on our audit procedures and according to the information given by the management, the company has not raised any money by way of initial public offer or further public offer (including debt instruments) or taken any term loan during the year.

b. Based on our audit procedures the company has issued 25,00,000 convertible warrants during the year and requirements of section 42 and section 62 of the Companies Act, 2013 have been complied with and the funds raised have been used for the purposes for which the funds were raised.

(x) According to the information and explanations given to us, we report that no fraud by the company or any fraud on the Company by its officers or employees has been noticed or reported during the year.

(xi) (i) (a) According to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.

(b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(c) No whistle-blower complaints has been received during the year by the company.

(xii) The company is not a Nidhi Company. Therefore clause xii) of the order is not applicable to the company.

(xiii) (In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

(xiv) (a) In our opinion the Company has an adequate internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures..

(xv) The company has not entered into non-cash transactions with directors or persons connected with him.

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

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

(xviii) There has been resignation of the statutory auditors during the year. There were no issues, objections or concerns raised

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

(xx) The provisions of section 135 towards corporate social responsibility are not applicable on the company. Accordingly, the provisions of clause 3(xx) of the order is not applicable

(xxi) The company is not required to prepare Consolidate financial statement hence this clause is not applicable.

For Sunil K Gupta & Associates
Chartered Accountants
FRN No. 002154N

Sd/-
CA. Mahesh Chandra Agrawal
(Partner)
M. No. 088025
UDIN: 26088025UCLJQK9841

Place: New Delhi
Date: 29.05.2026

Annexure - B to the Auditors' Report
(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Fruition Venture Limited of even date)

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

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

Management's Responsibility for Internal Financial Controls

The Board of Directors of the Company 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 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.

Auditors' Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's 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 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 authorizations of management and directors of the company; and
(3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls 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, 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 31 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 Sunil K Gupta & Associates
Chartered Accountants
FRN No. 002154N

Sd/-
CA. Mahesh Chandra Agrawal
(Partner)
M. No. 088025
UDIN: 26088025UCLJQK9841

Place: New Delhi
Date: 29-05-2026

FRUITION VENTURE LIMITED

CIN- L74899DL1994PLC058824

BALANCE SHEET AS AT MARCH 31, 2026

In Rs."Lakhs"unless stated otherwise

Particulars	Note	As at 31st March, 2026 (Audited)	As at 31st March, 2025 (Audited)
ASSETS			
(1) Non Current Assets			
(a) Property, Plant and Equipment	2	417.51	362.70
(b) Capital Work in Progress	2A	22.56	14.90
(c) Financial Assets			
(i) Investments	3	25.00	5.33
(d) Deferred Tax Assets (Net)		-	33.76
(e.) Other Non Current Assets	5	-	107.89
Total Non Current Assets		**465.07**	**524.57**
(2) Current Assets			
(a) Inventories	6	67.45	56.97
(b) Financial Assets			
(i) Trade Receivables	7	27.37	35.52
(ii) Cash and Cash Equivalents	8	12.05	4.19
(iii) Bank Balances other than (ii) above	9	-	-
(iv) Loans	10	3.82	2.76
(c) Current Tax Assets (Net)	11	-	-
(d) Other Current Assets	12	43.24	14.53
Total Current Assets		**153.92**	**113.97**
Total Assets		**618.99**	**638.54**
Equity And Liabilities			
(1) Equity			
(a) Equity Share capital	13	400.00	400.00
(b) Other Equity	14	125.64	78.81
Equity attributable to Owners of the Company		**525.64**	**478.81**
Total Equity		**525.64**	**478.81**
(2) Non Current Liabilities			
(a) Borrowings	15	-	49.11
Total Non Current Liabilities		**-**	**49.11**
(3) Current Liabilities			
(a) Financial Liabilities			
(i) Trade Payables	16	15.54	14.17
(b) Other Current liabilities	17	28.70	7.96
(c) Current Tax Liabilities (Net)			-
(d) Borrowings	15	49.11	88.48
Total Current Liabilities		**93.35**	**110.61**
Total Equity and Liabilities		**618.99**	**638.54**

Significant Accounting Policies & Notes on Financial Stat 1

The accompanying Notes are Integral Part of the Financial Statements

As per our report of even date annexed hereto

For Sunil K Gupta & Associates
Chartered Accountants
FRN: 002154N

Sd/-
CA Mahesh Chandra Agarwal
Partner
M No : 088025

For and on behalf of the Board of Directors

Sd/-
Nitin Aggarwal
Managing Director
DIN: 01616151

Sd/-
Krishan Kumar Aggarwal
Director
DIN: 02452405

Sd/-
Jitender Kumar
CFO
PAN : AWBPK7952Q

Place: New Delhi
Date: 29.05.2026
UDIN: 26088025UCLJQK9841

FRUITION VENTURE LIMITED

CIN- L74899DL1994PLC058824

STATEMENT OF PROFIT AND LOSS FOR THE PERIOD ENDED MARCH 31, 2026

In Rs."Lakhs"unless stated otherwise

Particulars	Note	Year ended 31st March, 2026	Year ended 31st March, 2025
I. REVENUES			
Revenue from Operations	18	520.42	362.82
Other Income	19	.29	1.04
Other Gains/(Losses)	20	.39	-
Total Revenue (I)		**521.10**	**363.86**
II. EXPENSES			
Purchase of Stock-in-Trade	21(a)	354.94	274.41
Changes in Inventories of Finished goods, Work-in-Progress and Stock-in-Trade	21(b)	-10.48	4.08
Employee Benefits Expense	22	24.89	16.58
Finance Costs	23	-	-
Depreciation and Amortization Expense	24	28.65	29.43
Other Expenses	25	84.56	54.29
Total Expenses (II)		**482.57**	**378.79**
III. Profit before Exceptional Items, share of net profits of associates and Tax (I - II)		38.53	-14.93
IV. Share of net profit of associates accounted for using the equity			-
V. **Profit before Exceptional Items and Tax (III + IV)**		**38.53**	**-14.93**
VI. Exceptional Items			
VII. Profit Before Tax (V + VI)		**38.53**	**-14.93**
VIII. Tax Expense			
(i) Current Tax (including MAT Credit Entitlement)			-
(ii) MAT Adjustment		103.04	-
(iii) Deferred Tax		33.76	-6.39
(iv) Prior period items			13.38
VIII. Total Tax Expenses		**136.79**	**6.99**
IX. Profit/(Loss) for the Year (VII - VIII)		**-98.27**	**-21.92**
X. Other Comprehensive Income			
A Items that will not be reclassified to profit or loss			
- Remeasurements of defined benefit obligations			-
- Change in Fair Value of Equity Instruments		20.09	-11.96
- Bargain Purchase Gain			-
- Income tax relating to these items			-
B **Items that may be reclassified to profit or loss**			
- Exchange difference on translation of foreign operations			-
- Income tax relating to these items			-
Other Comprehensive Income for the year, net of tax		**20.09**	**-11.96**
XI. Total Comprehensive Income For the year (IX + X)		**-78.17**	**-33.88**
XII. Earnings per Equity Share:			
Earnings per Share (Basic) on Net Profit, attributable to owners of Company		-2.46	-0.55
Earnings per Share (Diluted) on Net Profit, attributable to owners of Company		-2.28	-0.55

Significant Accounting Policies & Notes on Financial Statements
The accompanying Notes are Integral Part of the Financial Statements

As per our report of even date annexed hereto

For Sunil K Gupta & Associates
Chartered Accountants
FRN: 002154N

Sd/-
CA Mahesh Chandra Agarwal
Partner
M No : 088025

For and on behalf of the Board of Directors

Sd/-
Nitin Aggarwal
Managing Director
DIN: 01616151

Sd/-
Krishan Kumar Aggarwal
Director
DIN: 02452405

Sd/-
Jitender Kumar
CFO
PAN : AWBPK7952Q

Place: New Delhi
Date: 29.05.2026
UDIN: 26088025UCLJQK9841

FRUITION VENTURE LIMITED

CIN- L74899DL1994PLC058824

Cash Flow Statement for the year ended 31st March, 2026

In Rs."Lakhs"unless stated otherwise

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
A. Cash flow from operating activities		
Profit before Tax	38.53	-14.93
Adjustments for:		
Depreciation and amortisation	28.65	29.43
Interest income/Gain on Investments	-.67	-.98
Dividend Income	-.01	-.05
Prior period tax adjustments		-
Operating profit / (loss) before working capital changes	66.49	13.46
Changes in working capital:		
Adjustments for (increase) / decrease in operating assets:		
Inventories	-10.48	4.08
Short term loans and advances	-1.06	5.00
Other current assets	-28.71	8.28
Trade Receivables	8.15	-14.00
other Non current assets	141.64	-.08
Adjustments for increase / (decrease) in operating liabilities:		
Trade payable & Other current liabilities	22.11	19.40
Short term provisions		-
Cash generated from operations	198.15	36.13
Less :- Direct Taxes	136.79	13.38
Net cash flow from / (used in) operating activities (A)	**61.36**	**22.75**
B. Cash flow from investing activities		
Sale of Investment	.42	-
Interest received		
- Others	.67	.98
Dividend/Capital Gain		
- Others	.01	.05
Purchase of Fixed Asset	-83.46	-85.65
Addition in CWIP	-7.66	-14.90
	-90.01	-99.51
Cash flow from extraordinary items	-	-
Net cash flow from / (used in) investing activities (B)	**-90.01**	**-99.51**
C. Cash flow from financing activities		
Change in Borrowings	-88.48	-42.48
Proceed from Issuance of Convertible Warrants	125.00	-
Net cash flow from / (used in) financing activities (C)	**36.52**	**-42.48**
Net increase / (decrease) in Cash and cash equivalents (A+B+C)	**7.86**	**-119.24**
Add: Cash and cash equivalents at the beginning of the year	4.19	123.43
Cash and cash equivalents at the end of the year	**12.05**	**4.19**
Reconciliation of Cash and cash equivalents with the Balance Sheet:		
Cash and cash equivalents as per Balance Sheet	12.05	4.19
Cash and cash equivalents at the end of the year *	**12.05**	**4.19**
Net Inflow	7.86	-119.24

The accompanying Notes are Integral Part of the Financial Statements

As per our report of even date annexed hereto

For Sunil K Gupta & Associates
Chartered Accountants
FRN: 002154N

Sd/-
CA Mahesh Chandra Agarwal
Partner
M No : 088025

Place: New Delhi
Date: 29.05.2026
UDIN: 26088025UCLJQK9841

For and on behalf of the Board of Directors

Sd/-
Nitin Aggarwal
Managing Director
DIN: 01616151

Sd/-
Krishan Kumar Aggarwal
Director
DIN: 02452405

Sd/-
Jitender Kumar
CFO
PAN : AWBPK7952Q

Company Informations

Company have its registered office at 1301, Padma Tower-1 Rajendra Place,New Delhi-110008. Company is engaged in the business of trading and manuufacturing activities in commodities.

Company is listed on Bombay Stock Exchange with effect from 30.07.2014

1. Summary of Significant Accounting Policies

1.1 Basis of Preparation

The Financial Statements have been prepared in accordance with Indian Accounting Standards (Ind-AS) notified under section 133 of the Companies Act 2013 (The Companies (Indian Accounting Standards) Rules, 2015) and comply in all material aspects with their provisions.

1.2 Classification of Assets and Liabilities

All assets and liabilities are classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Ind-AS 1 notified under the Companies (Indian Accounting Standards) Rules, 2015. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, twelve months has been considered by the Company for the purpose of current/ non-current classification of assets and liabilities. However certain liabilities such as trade payables and some accruals for employee and other operating costs are part of the working capital used in the Company's normal operating cycle, accordingly classified as current liabilities.

1.3 Accounting Estimates and Judgements

Due to the nature of the Company's operations, critical accounting estimates and judgements principally relate to the:

• Tangible fixed assets (estimate useful life);

The management of the Company makes assumptions about the estimated useful lives, depreciation methods or residual values of items of property, plant and equipment could impact the results of the Company based on past experience and information currently available. In addition, the management assesses annually whether any indications of impairment of intangible assets and tangible assets. The management of the Company believe that on balance sheet date no impairment indications were existing.

The management of the Company believe that the inventory balances on hand could be sold to the third parties at the disclosed value.

1.4 Presentation of income statement

The income statement is presented in the form based on the nature of expense and classifies expenses according to their function. Further detailed analyses of expenses are provided in notes to the financial statements.

1.5 Inventories

As per Ind AS-2, all inventories except financial instruments are valued at Cost or Net Realisable Value whichever is less. Due to the nature of inventories being Financial Instruments inventories are valued as per Ind AS 109,32.

1.6 Property, Plant and Equipment

Furniture, plant and equipment held for use in the business or for administrative purposes are stated at historical cost or deemed cost less accumulated depreciation and any accumulated impairment losses. Cost comprises of purchase price and any directly attributable cost of bringing the assets to its working condition for its intended use.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the group and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Transition to Ind AS

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognised as at 1 April 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

1.7 Impairment of Assets

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

1.8 Depreciation

Depreciation on buildings, machinery and equipment has been provided on straight-line basis over the estimated useful lives of the respective assets. Intangible assets are amortised over their estimated useful economic lives on straight line basis. Land and construction in progress are not depreciated. The estimated useful lives considered for providing depreciation on other substantial assets are as follows:

Machinery – 15 Years
Furniture and Fixtures – 10 Years
Computers - 3 Years
Server & Component - 6 Years
Further the residual values, estimated useful lives and depreciation methods of each items of property, plant and equipment are reassessed annually.

1.9 Investments and other financial assets

(a) Classification

The Investments and other financial assets has been classified as per Company's business model for managing the financial assets.

(b) Measurement

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

(b.1) Debt Instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company's classifies its debt instruments:

Amortised Cost:

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.

Fair value through other comprehensive income (FVOCI):

Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/ (losses). Interest income from these financial assets is included in other income using the effective interest rate method.

Fair value through profit or loss:
Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss is recognised in profit or loss and presented net in the statement of profit and loss within other gains/(losses) in the period in which it arises. Interest income from these financial assets is included in other income.

(b.2) Equity instruments

The Company\ subsequently measures all equity investments at fair value. Where the group's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognised in profit or loss as other income when the Company's right to receive payments is established.

Changes in the fair value of financial assets at fair value through profit or loss are recognised in other gain/ (losses) in the statement of profit and loss. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

(c) Impairment of financial assets

The group assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables only, the group applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

(d) Derecognition of financial assets

A financial asset is derecognised only when

- The group has transferred the rights to receive cash flows from the financial asset or
- retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

(e) Income recognition

(e.1) Interest Income

Interest income from debt instruments is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the group estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses.

(e.2) Dividends

Dividends are recognised in profit or loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the group, and the amount of the dividend can be measured reliably.

1.10 Cash and Cash Equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

1.11 Trade Receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

1.12 Borrowings.

Borrowings are recognized initially at fair value, less attributable transaction costs. Subsequent to initial recognition, interest-bearing borrowings are stated at amortized cost with any difference between cost and redemption value being recognized in the statement of profit or loss over the period of the borrowings on an effective interest basis.

1.13 Provisions.

Provisions are recognised when the company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Provisions in the nature of long term are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

1.14 Employee Benefits

All employee benefits payable within twelve months of rendering the service are classified as short term employee benefits. Benefits such as salaries, wages etc. and the expected cost of bonus, exgratia, incentives are recognized in the period during which the employee renders the related service.

1.15 Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable.

Sale of Stock

The Company recognizes revenue from sale of stock when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and significant risks and rewards of ownership have been transferred to the customer

Further revenue from sales is based on the price specified in the sales contracts. Accumulated experience is used to estimate and provide for the discounts and returns.

1.16 Finance Income

Finance income comprises interest receivable on funds invested, dividend income, foreign exchange gains and losses. Interest income is recognized in the income statement as it accrues, taking into account the effective yield on the asset. Dividend income is recognized in the income statement on the date the entity's right to receive payments is established.

1.17 Claims and Benefits

Claims receivable is accounted on accrual basis to the extent considered receivable.

1.18 Income Taxes

Income tax expense comprises current tax and deferred tax. It is recognised in the Statement of Profit and Loss except to the extent that it relates to items recognised in Other Comprehensive Income or directly in equity, in which case the tax is also recognised in Other Comprehensive Income or directly in equity, respectively.

Current Tax

Current tax is measured at the amount expected to be paid to or recovered from the taxation authorities in accordance with the provisions of the Income-tax Act, 1961, using the applicable tax rates and tax laws that have been enacted or substantively enacted at the reporting date.

Deferred Tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and their corresponding tax bases.

Deferred tax liabilities are recognised for all taxable temporary differences, except to the extent that recognition is specifically exempt under Ind AS 12. Deferred tax assets are recognised for deductible temporary differences, carry-forward of unused tax losses and unused tax credits to the extent that it is probable that future taxable profits will be available against which such deferred tax assets can be utilised.

Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

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

1.19 Borrowing Costs

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

Other borrowing costs are expensed in the period in which they are incurred.

1.20 Contingent Liability

Contingent Liabilities, if material, are disclosed by way of notes.

1.21 Previous Year Figures

Previous year figures have been regrouped and reclassified to make them comparable with the current year figures.

1.22 Mat Entitlement

The Company has exercised the option to be taxed under the concessional tax regime prescribed under Section 115BAA of the Income-tax Act, 1961. Consequently, the provisions of Minimum Alternate Tax under Section 115JB are not applicable to the Company and the unutilised MAT credit available under Section 115JAA is no longer available for set-off.

Accordingly, the MAT Credit Entitlement recognised as a deferred tax asset in earlier years has been derecognised during the year and the consequential impact has been recognised as deferred tax expense in the Statement of Profit and Loss.

1.23 Segmental Reporting

"Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker. Segment revenue, expenses, assets and liabilities include amounts directly attributable to the respective segments as well as amounts that can be allocated on a reasonable basis. Items which cannot be reasonably allocated are classified as unallocated."

FRUITION VENTURE LIMITED

Note 2 Fixed Assets

In Rs.

	Tangible assets	Gross block						Accumulated depreciation and impairment					Net Block	
		Gross Block as at 1 April, 2025	Additions	Disposals	Other adjustments(Profit /Loss on Sale of Fixed Assets)	Gross Block as at 31st March, 2026	Residual Value @ 5%	Provision as at 1 April, 2025	Depreciation / amortisation expense for the year	Eliminated on disposal of assets	Other adjustments	Total as at 31st March, 2026	Balance as at 31st March, 2026	Balance as at 31 March, 2025
			Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
(a)	**Computers**	**1.53**	**-**	**-**	**-**	**1.53**	**.08**	**1.30**	**.11**	**-**	**-**	**1.41**	**.12**	**.23**
	i) Computers	.58	-	-	-	.58	.03	.45	.09	-	-	.54	.05	.13
	ii) UPS	.95	-			.95	.05	.85	.02	-	-	.88	.07	.09
(b)	**Furniture & Fixture**	**.07**	**.54**	**-**	**-**	**.62**	**.03**	**.03**	**.01**	**-**	**-**	**.04**	**.58**	**.05**
	i) Furnitures	.07	.54	-	-	.62	.03	.03	.01	-	-	.04	.58	.05
(c)	**Office Equipment**	**-**	**.25**	**-**	**-**	**.25**	.01	**.00**	.00	**-**	**-**	**.00**	.24	**-**
(d)	**Plant & Machinery**	**107.49**	**82.67**	**-**	**-**	**190.16**	**9.51**	**20.80**	**20.59**	**-**	**-**	**41.39**	**148.78**	**86.69**
	i) Air Conditioner	2.15	-	-	-	2.15	.11	1.80	.16	-	-	1.96	.19	.35
	ii) CCTV Camera	1.05	-	-	-	1.05	.05	.51	.24	-	-	.76	.29	.54
	iii) Camera Night Vision	.06	-	-	-	.06	.00	.05	.00	-	-	.05	.01	.01
	iv) Inverter	.25	-	-	-	.25	.01	.20	.02	-	-	.23	.03	.05
	(v) Moulds	5.22	-	-	-	5.22	.26	1.08	.75	-	-	1.83	3.39	4.14
	(vi) Moulding Machines	96.28	82.67	-	-	178.96	8.95	16.38	18.55	-	-	34.93	144.03	79.90
	(vii) Other Machines	2.47	-	-	-	2.47	.12	.77	.86	-	-	1.63	.84	1.70
(f)	**Printer**	**.22**	**-**	**-**	**-**	**.22**	**.01**	**.13**	**.04**	**-**	**-**	**.17**	.05	.09
(g)	**Motor Vehicle**	**36.75**	**-**	**-**	**-**	**36.75**	**1.84**	**11.48**	**7.89**	**-**	**-**	**19.37**	17.38	25.28
(h)	**Land at Building Lindustrial Plot at Khushkhera, Bhiwari**	**250.37**	**-**	**-**	**-**	**250.37**	**242.51**	-	-	**-**	**-**	-	250.37	250.37
	Total	**396.43**	**83.46**	**-**	**-**	**479.90**	**253.99**	**33.74**	**28.65**	**-**	**-**	**62.38**	**417.51**	**362.70**

FRUITION VENTURE LIMITED **In Rs."Lakhs"**

Note-2A : CAPITAL WORK IN PROGRESS

Description	Less than 1 Year	1-2 Year	2-3 Years	More Than 3 Years	Total 2025-26
Project in Progress	7.66	14.90	-	-	22.56
Projects Suspended	-	-	-	-	-
Total	**7.66**	**14.90**	**-**	**-**	**22.56**

Description	Less than 1 Year	1-2 Year	2-3 Years	More Than 3 Years	Total 2024-25
Project in Progress	14.90	-	-	-	14.90
Projects Suspended	-	-	-	-	-
Total	**14.90**	**-**	**-**	**-**	**14.90**

FRUITION VENTURE LIMITED

CIN- L74899DL1994PLC058824

Note to Accounts of Balance Sheet as at 31.03.2026

3 Investments

Long Term Investments

	As at 31st March 2026		As at 31st March 2025	
	No of Shares	**Amount**	**No of Shares**	**Amount**
3.1 Equity Shares				
Take solutions	-	-	83511	5.33
	-	**-**	**83511**	**5.33**
3.2 Mutual Funds				
ICICI Pru Corporate Bond Fund	81,292	25.00	-	-
	81,292	**25.00**	**-**	**-**
	81,292	**25.00**	**83511**	**5.33**

Aggregate value of quoted Investments	-	5.33
Aggregate value of unquoted Investments	25.00	-
Aggregate Market Value of Quoted Investments	-	5.33
Aggregate Provision for Diminution in Value of Investments	-	-
Difference in Change in Value of Investment	-	11.96
Taken as Revaluation Reserve	-	

FRUITION VENTURE LIMITED
CIN- L74899DL1994PLC058824

Note to Accounts of Balance Sheet as at 31st March 2026

In Rs."Lakhs"

Particulars	Note	As at 31st March 2026	As at 31st March 2025
5 Other Non-Current Assets			
Security Deposits		-	4.85
MAT Credit Entitlement*		-	103.04
		-	107.89
6 Inventories			
Inventories		67.45	56.97
		67.45	56.97
7 Trade Receivables:			
Unsecured, Considered Good :			
Trade Receivables		27.37	35.52
Receivables from Related Parties			-
Less : Allowance for Doubtful Debts			-
		27.37	35.52
7.1 Trade Receivable ageing schedule-Refer No 33(c)			
8 Cash and Cash Equivalents			
Balances with banks:			
– In current accounts		9.90	3.11
– Deposits with original maturity of less than three months			-
Cash on hand		2.14	1.09
		12.05	4.19
9 Bank Balances other than (8) above			
Balances with banks:			
– Deposits with original maturity of more than three months			-
		-	-
10 Loans			
(Unsecured, considered Good)			
OTHERS		1.06	-
Advances to Employees		2.76	2.76
		3.82	2.76

10.1) Following disclosures shall be made where Loans or Advances in the nature of loans are granted to promoters, directors, KM parties (as defined under Companies Act, 2013)either severally or jointly with any other person that are:

(a) repayable on demand or

(b) without specifying any terms or period of repayment

Type Borrower			Amount of loan or advance in the nature of loan outstanding
Promoters			-
Directors			-
KMPs			-
Related Parties			-

11 Current Tax Assets (Net)

Income Tax Deducted (Net of Provision for Tax)		-
	-	-

12 Other Current Assets

Balance with I T Authorities	1.42	.57
GST INPUT	25.69	13.39
Interest Accrued on FD	-	-
Security Deposits	16.13	
Other Current Assets	-	-
TDS 24-25	-	.57
	43.24	14.53

FRUITION VENTURE LIMITED

CIN- L74899DL1994PLC058824

Note to Accounts of Balance Sheet as at 31st March 2026

Note 13 : Equity Share Capital and Other Equity

Amount in Rs. Lakhs

Particulars	As at 31 March, 2026		As at 31 March, 2025	
	Number of shares	Amount	Number of shares	Amount
(a) Authorised				
Equity shares of Rs.10 each with voting rights	10000000	1000.00	10000000	1000.00
(b) Issued, Subscribed and fully paid up				
Equity shares of Rs.10 each with voting rights	4000000	400.00	4000000	400.00
(c) Subscribed and fully paid up				
Equity shares of Rs.10 each with voting rights	4000000	400.00	4000000	400.00
(d) Subscribed but not fully paid up		-		-
(c) Par Value per Share		10.00		10.00
(f) Allotment money in arrears -By Directors		-		-
-By Others		-		-
Total	**40.00**	**400.00**	**40.00**	**400.00**

The Company presently has only one Class of Equity Shares. Each Shareholder is entitled to one vote per share and also to dividend as proposed and approved by the Directors and Members, respectively.

25,00,000 Convertible warrants have been issued during the year @ Rs. 20/- each convertible in to one equity share each warrant. The warrants are outstanding as at end of the year.

Share Capital Reconciliation

Particulars	Opening Balance	Addition during the year	Opening Balance	Addition during the year
Issued Capital				
Equity shares with voting rights				
Year ended 31 March, 2026				
- Number of shares	4000000	-	4000000	-
- Amount (.)	400.00	-	400.00	-
Year ended 31 March, 2025				
- Number of shares	4000000	-	4000000	-
- Amount (.)	400.00	-	400.00	-
Subscribed and fully paid up				
Equity shares with voting rights				
Year ended 31 March, 2026				
- Number of shares	4000000	-	4000000	-
- Amount (.)	400.00	-	400.00	-
Year ended 31 March, 2025				
- Number of shares	4000000		4000000	
- Amount ()	400.00		400.00	

Shareholders

Particulars				
(i) Details of shares held by each shareholder holding more than 5% shares:				
Class of shares / Name of Shareholder	**As at 31 March, 2026**		**As at 31 March, 2025**	
	Number of shares held	**% holding in that class of shares**	**Number of shares held**	**% holding in that class of shares**
Equity shares with voting rights				
Krishan Kumar Aggarwal	1463581	36.59%	1463581	36.59%
Nitin Aggarwal	570490	14.26%	570490	14.26%

Note :- 25,00,000 Convertible warrants have been issued during the year @ Rs. 20/- each convertible in to one equity share each warrant. The warrants are outstanding as at end of the year.

1) Shareholding of Promoters

Shares held by Promoters as at 31-03-2026				
S. No.	**Promoter Name**	**No. of Shares**	**%of total shares at 31-03-2026**	**Percentage Change during the year**
1	Krishan Kumar Aggarwal	1463581 at 31-03-2026 (1436581 at 31-03-2025)	36.59%	-
2	Nitin Aggarwal	570490 at 31-03-2026 570400 at 31-03-2025)	14.26%	-
Total		**20,34,071**	**50.85%**	**-**

FRUITION VENTURE LIMITED

CIN- L74899DL1994PLC058824

Note No. - 14 Other Equity

Statement of Change in Equity

In Rs."Lakhs"

Particulars	Share Application Money Pending Allotment	Amount received against convertible warrants	Reserve & Surplus							Debt instruments through Other Comprehensive Income	Equity Instruments through Other Comprehensive Income	Effective portion of Cash Flow Hedges	Revaluation Surplus	Exchange differences on translating the financial statements of a foreign operation	Other items of Other Comprehensive Income (specify nature)	Money received against share warrants	Non - Controlling Interests	Total
			Capital Reserve	Securities Premium Reserve	Capital Redemption Reserve	Revaluation Reserve	Amalgamation Reserve	General Reserve	Retained Earnings									
Balance as at 1st April 2025				7.87		-96.94			167.89									78.81
Changes in accounting policy or prior period errors																		-
Restated balance at the beginning of the reporting period	-	-		7.87		-96.94			167.89									78.81
Total Comprehensive Income for the year						20.09												20.09
Dividends																		-
Tax on Dividends																		-
Transfer to retained earnings						76.85			-175.11									-98.27
Amount received towards Warrants (Convertible into Equity)		125.00																125.00
Any other change (to be specified)																		-
Ind AS Adjustments																		-
Mega Subsidy & Sales Tax Benefits																		-
Balance as at 31st March, 2026		**125.00**		**7.87**		**-**			**-7.22**									**125.64**

15 Long Term Borrowings		
Loan from RIICO(Against Industrial Plot)	49.11	114.59
Less: Considered as Short Term Borrowings	49.11	65.48
Non Current Borrowings	-	49.11
Short Term Borrowings		
Loan from RIICO(Against Industrial Plot)	49.11	65.48
Loan from Directors	-	23.00
Non Current Borrowings	49.11	88.48
16 Trade Payables		
Trade Payable	15.54	14.17
	15.54	14.17

15.1 For Disclosure of outstanding dues to Micro Enterprises and Small Enterprises, Refer Note 33(a)

15.2 Trade Payable ageing schedule Refer Note 33(b)

17 Other Current liabilities		
Audit Fees Payable	.28	.28
Duties & Taxes	26.03	1.41
Others	2.39	6.27
	28.70	7.96

FRUITION VENTURE LIMITED
CIN- L74899DL1994PLC058824

Note to Accounts Statement of Profit and Loss For the period ended 31st March 2026

	Particulars	Year ended 31st March 2026	Year ended 31st March 2025
18	**Revenue From Operations**		
	Sale of shares	520.42	362.82
		520.42	**362.82**
	Other Income and Other Gains/(Losses)		
19	**Other Income**		
	Dividend Received	.01	.05
	Interest Received :-		
	FDR's	.28	.14
	Interest on Loan	-	.84
	Others	-	-
		.29	**1.04**
20	**Other Gains / (Losses)**		
	Gain on sale of Investment in Mutual Fund Units (Net)	.39	-
		.39	**-**
21(a)	**Purchase of traded goods**		
	Purchases	354.94	274.41
		354.94	**274.41**
21(b)	**Changes In Inventories Of Finished Goods,Work In Progress And Stock In Trade**		
	Opening Stock		
	Stock of Shares	56.97	61.05
		56.97	61.05
	Closing Stock		
	Stock in Hand	67.45	56.97
		67.45	56.97
		10.48	**-4.08**
22	**Employee Benefit Expense**		
	Salaries to Staff	23.69	15.38
	Director Sitting Fee	1.20	1.20
		24.89	**16.58**
23	**Finance Costs**		
	Financial Charges		-
		-	**-**

24	**Depreciation and Amortization Expenses**		
	Depreciation of Property, Plant and Equipment	28.65	29.43
		28.65	**29.43**

25	**OTHER EXPENSES**		
	Advertisement	.44	.37
	CDSL and NSDL Charges	.32	.20
	Repair & Maintainence	3.54	1.72
	Freight & Forwarding Charges	17.20	5.20
	Vehicle Runnig Charges	1.17	.39
	Electricity Expenses	25.03	17.61
	Listing Expneses	6.75	3.25
	Legal and professional	2.70	2.75
	Membership & Subscriptions	.12	-
	Misc Exp.	.99	.01
	Payments to auditors (Refer Note (i) below)	.28	.28
	Processing Fee Riico	.12	.21
	Rent Expenses	23.12	15.85
	ROC Fees	.05	5.71
	Insurance Expenses	.38	.27
	Security Expenses	1.16	-
	Share Transfer & E-Voting Expenses	.60	.20
	Telephone Exp.	.16	.09
	Software Expenses	.41	.15
	Bank Charges	.01	.05
		84.56	**54.29**

25(i)	**Auditors' Remuneration**		
	Particulars		
	As auditor	.28	.28
	Total	**.28**	**.28**

Note 26 Fair Value Measurement

In Rs."Lakhs"

Particulars	Carrying Value		Fair Value	
	As at 31st March 2026	As at 31st March 2025	As at 31st March 2026	As at 31st March 2025
Financial Assets				
FVTOCI Financial Investments	25.00	124.72	25.00	5.33
Total	**25.00**	**124.72**	**25.00**	**5.33**

All the Financial Assets held as Inventory or Investment are in Quoted Equity Shares. The Carrying amount indicates the cost incurred for purchasing the Financial Assets entered in the Books of Accounts. The Fair Value indicates the amount that is easily realisable if sold in the open market as on date, based on the market value of the shares available.

No Estimates are made in Valuation of Financial Assets on Fair Value. There are no financial Liabilities to be recognised in the Financial Statements

Note 27 Financial Risk Management

In the ordinary course of business, the Company is exposed to a different extent to a variety of financial risks: Market Fluctuations, Interest rate risk, Government Policies, liquidity risk, and price risk . In order to minimize any adverse effects on the financial performance of the group, Short Term & Long Term Deposits, Short Term & Long Term Advances are Kept with the Bank and other parties with fixed rate of Interest.

Note 28 Capital Management

The Company manages its capital to ensure that the Company entities will be able to continue as a going concern while maximizing the return to the equity holders through optimization of the debt to equity balance. The management of the Company reviews the capital structure on a regular basis. Based on the results of this review, the Company takes steps to balance its overall capital structure through repayments of existing debt liabilities.

Consistent with others in the industry, the group monitors capital on the basis of the optimum gearing ratio of Net debt (comprising total borrowings net of cash & cash equivalents and current investment) in proportion to Total Equity.

Note 29 Disclosures under Indian Accounting Standard 108 - Operating Segment

A. Basis of Segmentation

The Company has identified its operating segments in accordance with Ind AS 108 – *Operating Segments* for the purpose of allocation of resources and assessment of segment performance.

During the current year, based on the nature of business activities the Company has identified the following two reportable operating segments:

1. **Polymers** – comprising business activities relating to polymer products; and
2. **Other Trading Activities** – comprising trading activities in products other than polymer products.

During the previous year ended 31 March 2025, the Company had only one reportable operating segment, being trading activities. During the current year, consequent upon the identification of the polymer business as a separate operating segment, the comparative segment information has been regrouped/reclassified, wherever applicable, to conform to the current year's segment presentation.

Segment revenue, segment results, segment assets and segment liabilities represent amounts which are directly attributable to the respective segments or can be allocated to the respective segments on a reasonable basis. Income, expenses, assets and liabilities which are not directly attributable or reasonably allocable to any particular operating segment are classified as Unallocated.

The accounting policies adopted for segment reporting are consistent with the accounting policies adopted in the preparation of the financial statements of the Company.

B. Segment Revenue and Results

(₹ in lakhs)

Particulars	Polymers	Other Trading Activities	Unallocated	Total
Year ended 31 March 2026				
Segment Revenue	187.81	332.60	0.68	**521.10**
Segment Result – Profit/(Loss) before finance costs and tax	4.52	77.88	(43.87)	**38.53**
Year ended 31 March 2025				
Segment Revenue	–	363.85	–	**363.85**
Segment Result – Profit/(Loss) before finance costs and tax	–	(14.94)	–	**(14.94)**

C. Segment Assets and Liabilities

(₹ in lakhs)

Particulars	Polymers	Other Trading Activities	Unallocated	Total
As at 31 March 2026				
Segment Assets	235.37	21.57	362.05	**618.99**
Segment Liabilities	8.63	8.40	76.32	**93.35**

Particulars	Polymers	Other Trading Activities	Unallocated	Total
As at 31 March 2025				
Segment Assets	–	501.74	–	**501.74**
Segment Liabilities	–	159.72	–	**159.72**

D. Reconciliation of Segment Result

(₹ in lakhs)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Profit/(Loss) of reportable segments	82.40	--
Unallocated income/(expenses), net	(43.87)	(14.94)
Profit/(Loss) before finance costs and tax	**38.53**	**(14.94)**

E. Geographical Information

The Company's operations are predominantly carried out in India. Revenue from customers and non-current assets situated outside India, if any and material, are disclosed separately in accordance with the requirements of Ind AS 108.

F. Major Customers

Revenue from any external customer amounting to 10% or more of the Company's total revenue is disclosed, together with the reportable segment to which such revenue relates, in accordance with Ind AS 108. The identity of such customer is not required to be disclosed.

Other Notes -

Note 30 Disclosures under Ind AS 24 -Related Party Transactions

(A) Key Management Personnel (KMP)

S.N.	Name of Director	Designation
1	Mr. Nitin Aggarwal	Managing Director
2	Mr. Krishan Kumar Aggarwal	Non-Executive Director
6	Mr. Amit Singh Tomar	Independent Director
7	Ms. Shefali Kesarwani	Independent Director
8	Mr. Jitender Kumar	Chief Financial Officer
9	Mr. Arihant Sukhlecha	Company Secretary (Resigned w.e.f. 27th April 2026)
10	Mr. Aayush Aggarwal	Son of Director, Mr. Krishan Kumar Aggarwal
11	Mindex Capital Market Pvt Ltd	Entity having Common Directors

(B) Details of transaction undertaken with Related Party during the year 2024-25

In Rs."Lakhs"

S.N.	Name of Director/KMP	Nature of Transaction	For the year ended 31 March, 2026	For the year ended 31 March, 2025
1	Mr. Jitender Kumar	Salaries & Perquisites and Allowances	4.34	3.89
2	Mr. Arihant Sukhlecha	Salaries & Perquisites and Allowances	1.74	1.74
3	Ms. Shefali Kesarwani	Sitting Fee	.60	.60
4	Mr. Amit Singh Tomar	Sitting Fee	.60	.60
5	Nitin Aggarwal	Loan taken from Directors	21.00	13.00
6	Nitin Aggarwal	Loan Repaid to Directors	29.00	5.00
7	Krishan Kumar Aggarwal	Loan Repaid to Directors	15.00	15.00
8	Nitin Aggarwal	Received towards allotment of Warrants	30.00	-
9	Krishan Kumar Aggarwal	Received towards allotment of Warrants	30.00	-
10	Aayush Aggarwal	Received towards allotment of Warrants	2.50	-
11	Mindex Capital Market Pvt Ltd	Rent Paid	4.20	4.20

(C) Outstanding as at End

In Rs."Lakhs"

S.N.	Name of Director/KMP	Nature of payment	For the year ended 31 March, 2026	For the year ended 31 March, 2025
1	Nitin Aggarwal	Loan from Director	-	8.00
2	Krishan Kumar Aggarwal	Loan from Director	-	15.00

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Note 31 Disclosures under Indian Accounting Standards 33 :- Earnings Per share

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
Earnings per Equity Share(For Continuing Operation) :		
Net profit / (loss) for the year	-98.27	-21.92
Less: Preference dividend and tax thereon		-
Net profit / (loss) for the year attributable to the equity shareholders	-98.27	-21.92
Add: Interest expense and exchange fluctuation on convertible bonds (net)		-
Profit / (loss) attributable to equity shareholders (on dilution)	-98.27	-21.92
Weighted average number of equity shares for Basic EPS	4000000	4000000
Add: Effect of Warrants, ESOPs and Convertible bonds which are dilutive	313605	-
Weighted average number of equity shares - for diluted EPS	4313605	4000.00
Par value per share	10	10
Earnings per share - Basic	**-2.46**	**-0.55**
Earnings per share - Diluted	**-2.28**	**-0.55**

Note-32-Utilisation of Funds Raised through Preferential Issue

During the financial year 2025-26, the Company allotted 25,00,000 convertible warrants on a preferential basis at an issue price of ₹ 20/- per warrant, each warrant being convertible into one equity share of the Company, in accordance with the applicable provisions of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable laws.

Pursuant to Regulation 32(7A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details of utilisation of funds raised through the preferential allotment during the financial year ended 31 March 2026 are as under:

(₹ in lakhs)

Particulars	**Amount(In Lakhs)**
Total amount proposed to be raised upon full conversion of warrants	500.00
Amount received against warrants up to 31 March 2026	125.00
Balance consideration receivable upon conversion	375.00
Amount utilised during FY 2025-26	95.35
Cumulative amount utilised up to 31 March 2026	95.35
Unutilised amount as at 31 March 2026	**29.65**

Object-wise utilisation

Objects of the Preferential Issue	**Amount proposed to be utilised**	**Amount utilised during FY 2025-26**	**Cumulative utilisation up to 31 March 2026**	**Unutilised amount as at 31 March 2026**
To raise further capital in order to meet the funding and business requirements of the company including in relation to and for funding the business growth, capital expenditure, expansion plans and diversification of business model, working capital requirements and other general corporate purposes.	500.00	95.35	95.35	29.65
Total	**500.00**	**95.35**	**95.35**	**29.65**

The funds raised through the preferential issue have been utilised for the purposes for which they were raised. There has been no deviation or variation in the utilisation of the proceeds from the objects stated in the notice to the shareholders seeking approval for the preferential issue.

The balance amount payable against the outstanding convertible warrants will become due in accordance with the terms of the issue upon exercise of the option for conversion of such warrants into equity shares.

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Note 33(a) **Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006**

Particulars	As at 31 March, 2026	As at 31 March, 2025
	(in Rs.)	(in Rs.)
(i) Principal amount remaining unpaid to any supplier as at the end of the accounting year	NIL	NIL
(ii) Interest due thereon remaining unpaid to any supplier as at the end of the accounting year	NIL	NIL
(iii) The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day	NIL	NIL
(iv) The amount of interest due and payable for the year	NIL	NIL
(v) The amount of interest accrued and remaining unpaid at the end of the accounting year	NIL	NIL
(vi) The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid	NIL	NIL
Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.		

Note 33(b) **Trade Payable ageing schedule**

Particulars	Outstanding for following periods from due date of payment #				Total
	Less than 1 year	1-2 years	2-3 years	more than 3 years	
(i) MSME	Nil	Nil	Nil	Nil	Nil
(ii) Others	15.54	Nil	Nil	Nil	15.54
(iii) Disputed Dues- MSME	Nil	Nil	Nil	Nil	Nil
(iv) Disputed Dues- Others	Nil	Nil	Nil	Nil	Nil

Note 33(c) **Trade Receivable ageing schedule**

Particulars	Outstanding for following periods from due date of payment #					Total
	Less than 6 months	6 months- 1year	1-2 years	2-3 years	more than 3 years	
(i) Undisputed Trade receivables- considered good	27.37	Nil	Nil	Nil	Nil	27.37
(ii) Undisputed Trade receivables- considered doubtful	Nil	Nil	Nil	Nil	Nil	Nil
(iii) Disputed Trade receivables- considered good	Nil	Nil	Nil	Nil	Nil	Nil
(iv) Disputed Trade receivables- considered doubtful	Nil	Nil	Nil	Nil	Nil	Nil

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Note 33(d) Title deeds of Immovable property not held in name of Company

Relvant line item in the Balance sheet	Description of item of property	Gross Carrying value	Title deeds held in the name of	Whether title deed holder is a promoter,director or relative of promoter/director or employee of promoter/director	Property held since which date	Reason for not being in the name of the company
PPE	Land	NA	NA	NA	NA	NA
-	Building	NA	NA	NA	NA	NA
Investment Property	Land	NA	NA	NA	NA	NA
-	Building	NA	NA	NA	NA	NA
Property retired from active use and held for disposal	Land	NA	NA	NA	NA	NA
-	Building	NA	NA	NA	NA	NA
others		NA	NA	NA	NA	NA

Note 33(e) Registration of charges or satisfaction with Registrar of Companies

No changes or satisfaction yet to be registered with Registrar of Companies beyond the statutory period.

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Note 33(f) Financial Ratios :-

Particulars	Numerator	Denominator	Year ended 31st March, 2026	Year ended 31st March, 2025	Variation	Reason of Variation in Ratios with more than 25% variation
(a) Current Ratio(in Times)	Current Assets	Current Liabilities	1.65	1.03	60.03%	Due to Increase in Current Assets
(b) Debt-Equity Ratio(in Times)	Total Borrowings(i.e.Non-Current borrowings+Current borrowings)	Total equity	0.09	0.29	-67.49%	Due to decrease in Debt
(c) Debt Service Coverage Ratio (in Times)	Profit before tax+Depreciation and amortisation expenses+Interest on term loans	Interest on term loans+Scheduled principal	-	-		
(d) Return on Equity Ratio(%)	Net Profit before Tax	Average Networth	-18.69%	-4.58%	308.33%	Due to Higher amount of Loss in
(e) Inventory turnover ratio (No of days)	Average Inventory	Purchase of Stock in trade + changes in Inventory	65.92	77.34	-14.77%	
(f) Trade Receivables turnover Ratio (no. of days)	Average Trade Receivables*No. of days in the reporting year	Revenue from operations	22.05	28.69	-23.13%	
(g) Trade Payables turnover Ratio (no. of days)	Average trade payables*No of days in the reporting year	Cost of goods sold	15.28	9.43	62.08%	Increase in Average Trade Payable as at
(h) Net Capital turnover ratio (Times)	Revenue from operations	Working Capital	8.59	107.98	-92.04%	Increase in Working Capital
(i) Net Profit ratio (%)	Net profit for the year	Total Income	-18.86%	-6.02%	213.01%	Increase in Loss
(j) Return on Capital employed (%)	Profit before tax+Interest on Long term loans	Net worth+Total borrowing	7.33%	-3.12%	-335.06%	Change in Profit
(k) Return on investment (%)	Net profit	Shareholders funds	-18.70%	-4.58%	308.36%	Due to Increase in Loss

Note 33(g) Corporate Social Responsibility (CSR)

The company is not covered under section 135 of the Companies Act,2013, hence disclosure under this clause is not required

a) Amount required to be spent by the company during the year,-NA
b) Amount of expenditure incurred during the year,-NA
c) Shortfall at the end of the year,-NA
d) Total of previous years shortfall,-NA
e) Reason for shortfall,-NA
f) Nature of CSR activities,-NA
g) Details of related party transactions e.g., contribution to a trust controlled be the company in relation to CSR expenditure as per relevant accounting standard-NA
h) where a provision is made with respect to a liability incurred by entring into a contractual obligation, the movement in the provision during the year should be shown separately.-NA

Note 33(h) Additional Regulatory Information

(i) The Company has not revalued its Property, Plant and Equipment during the year.

(ii) During the year, the company has not granted Loans or Advances in the nature of loans to promoters, directors, KMPs and related parties (as defined under Companies Act, 2013), either severally or jointly with any other person.

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

(iv) The company has no transactions or outstanding balance (payable or receivable) with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

(v) The Company does not have any benami property held in its name. No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

(vi) The Company has complied with the requirement with respect to number of layers as prescribed under section 2(87) of the Companies Act, 2013 read with the Companies (Restriction on number of layers) Rules, 2017.

(vii) Utilisation of borrowed funds and share premium.

I. The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or

b) Provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries

II. The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(b) Provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

(viii) There is no income surrendered or disclosed as income during the year in tax assessments under the Income Tax Act, 1961 (such as search or survey), that has not been recorded in the books of account.

(ix) The Company has not traded or invested in crypto currency or virtual currency during the year.

(x) The Company does not have any charges or satisfaction of charges which is yet to be registered with Registrar of Companies beyond the statutory period.

The accompanying Notes are Integral Part of the Financial Statements

As per our report of even date annexed hereto

For Sunil K Gupta & Associates
Chartered Accountants
FRN: 002154N

Sd/-
CA Mahesh Chandra Agarwal
Partner
M No : 088025

For and on behalf of the Board of Directors

Sd/-
Nitin Aggarwal
Managing Director
DIN: 01616151

Sd/-
Krishan Kumar Aggarwal
Director
DIN: 02452405

Sd/-
Jitender Kumar
CFO
PAN : AWBPK7952Q

Place: New Delhi
Date: 29.05.2026
UDIN: 26088025UCLJQK9841