AVRO GOLD
AVRO ऐवरो फर्नीचर
JOY FURNITURE
SINCE 2002 TRUSTED BRAND

Date: September 08, 2026

To	To
The Manager Listing National Stock Exchange of India Ltd. Exchange Plaza, Plot No. C, Block G, Bandra Kurla Complex, Bandra (E), Mumbai-400051 **Symbol: AVROIND**	The Corporate Service Dept. BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001 **BSE Scrip Code: 543512**

Sub: Annual Report of the Company for the Financial Year 2025-26

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

Dear Sir/Madam,

We hereby inform you that the 30th Annual General Meeting ("AGM") of the Company will be held on Wednesday, September 30, 2026 at 01:00 p.m. (IST) through Video Conference/Other Audio-Visual Means only.

Please find enclosed herewith Annual Report of the Company for the Financial Year 2025-26 along with the Notice of 30th AGM which is being sent through electronic mode to all the member of the Company whose email addresses are registered with the Company/Registrar and Share Transfer Agent/ Depository Participant(s) in compliance with relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

The Annual report for the financial year 2025-26 along with the Notice of AGM is available on the website of the Company at www.avrofurniture.com.

This is submitted pursuant to Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

This is for your information and records.

Thanking You,

For Avro India Limited

Sumit Bansal Digitally signed by Sumit Bansal Date: 2026.09.08 18:15:36 +05'30'

Sumit Bansal
(Company Secretary & Compliance Officer)
Membership No: A42433

Encl: A/a

Avro India Limited
Annual Report
2025-26

AVRO FURNITURE

FORGING A SUSTAINABLE
TOMORROW

Building a responsible future through innovation, circularity and care for our planet.

INDEX

About Avro

Incorporated in 1996 and established in 2002, AVRO INDIA LIMITED is engaged into manufacturing of high quality Plastic moulded Furniture & Plastic Recycling. The company is based out at Ghaziabad, Uttar Pradesh.

The company sells it's products under brand name AVRO on PAN India basis through Online & Offline mode. The company is having one of the largest product range in the industry and AVRO is the first company in India which provides 3 year guarantee on selected

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MISSION

To run a sustainable Business for collective and inclusive growth for all stakeholders.

VISION

To become an industry leader delivering affordable, durable and sustainable furniture products for industry and household.

Core Values

Leadership in industry by building trust & brand equity

Ethical in doing business delivering value to customers

Agility to serve customers with team work

Driven by possion to achieve business goals

Excellence in business strategies and operations

Resilient to stay competitive and innovative

Our Products

SIGNATURE
GOLD CHAIR

ORCHID
CUSHION CHAIR

FANTASY
ARMLESS CHAIR

JOY
BABY CHAIR

TIP TOP
DOUBLE COLOR CHAIR

STEP STOOL
MATT & GLOSS

LUDO
BABY CHAIR

AMAZE GOLD
ROUND TABLE

DELTA
DINING TABLE

STAR PA -1

STAR MP -2

DESIRE

MARS

CAFE STOOL

MAGNA

Chairman's Message

MR. SUSHIL KUMAR AGGARWAL

Chairman & Wholetime Director

Dear Stakeholders,

FY 26 has tested the resilience across industries and markets globally. Heightened geopolitical tensions, volatile crude oil prices, inflationary pressures, and global supply chain disruptions created a challenging operating environment for businesses worldwide. Despite these challenges, India continued to remain one of the fastest growing major economies supported by strong domestic demand, rising urbanization and improving consumer aspirations.

We continued to focus on product innovation, manufacturing expansion, brand visibility, and market penetration.

Financial Performance

During FY 26, your Company delivered steady operational performance despite significant costs pressures arising from increase in prices of polymers and raw material process linked to volatility in global crude oil markets. Since raw materials constitute a substantial portion of the Company's operating costs, the industry witnessed pressure on margins during the year. Despite these challenges, the Company remain focused on operational efficiencies, optimization and disciplined cost management.

Your Company reported total income of Rs. 99.30 Crore on standalone basis during FY 26 as against Rs. 82.93 Crore in FY 25. EBITDA on standalone basis increased to Rs. 11.38 Crore as compared to Rs. 9.65 Crore in the previous year. The Net Profit after tax on standalone basis for FY 26 is 4.21 Crore as against Rs. 3.04 Crore in FY 25. The total income on consolidated basis for FY 26 is 103.68 Crore and net profit on consolidated basis for FY 26 is Rs. 4.60 Crore.

During the financial year 2025-26, the Company has incorporated M/s Avro Recycling Limited as its wholly owned subsidiary for exclusive focus on recycling of plastic scrap.

Over the last years, the Company has increased its footprint beyond its traditional strong markets and strengthened its Pan-India presence across Northern, Eastern, Southern and emerging regions. Our growing dealer and distribution ecosystem and focused market expansion initiatives continues to improve accessibility, product availability, and customer servicing standards across markets.

The long-term outlook for the Indian lifestyle furniture Industry continues to remain optimistic backed by increasing housing demand, rising urbanization and evolving consumer preferences. As we move forward, our focus remains firmly on strengthening market penetration, enhancing operational efficiencies, expanding manufacturing and distribution capabilities.

On behalf of the Board of Directors, I would like to sincerely thank our shareholders, customers, employees, bankers and all stakeholders for their continued trust, confidence, and unwavering support.

Corporate Information

BOARD OF DIRECTORS

Mr. Sushil Kumar Aggarwal
Chairman & Whole Time Director

Mr. Sahil Aggarwal
Managing Director

Mr. Nikhil Aggarwal
Whole Time Director

Mrs. Anita Aggarwal
Non-Executive Director

Mr. Pawan Dixit
Independent Director

Mrs. Richa Kathuria
Independent Director
(Ceased to be a director w.e.f.December 20, 2025)

Mr. Sushil Kumar Goyal
Independent Director

Mr. Mukul Jain
Independent Director

Mr. Sunil Duggal
Independent Director
(Ceased to be a director w.e.f. September 26, 2025)

Mrs. Nimisha Rohit Agarwal
Independent Director
(Appointed as a director w.e.f. January 02, 2026)

CHIEF FINANCIAL OFFICER

Mr. Ghanshyam Singh

COMPANY SECRETARY & COMPLIANCE OFFICER

Mr. Sumit Bansal

STATUTORY AUDITOR

M/s S A A R K AND CO.
Chartered Accountants
203, 301-302, Plot No. 7, 2nd & 3rd Floor,
Aggarwal Plaza, LSC-1, Mixed Housing
Complex, Mayur Vihar-III, Delhi-110096

SECRETARIAL AUDITOR

M/s Chaturvedi & Company
C0004, Ajnara Homes 121, Sector-121,
Noida, Uttar Pradesh-201301

INTERNAL AUDITOR

M/s Mayank Rajeev & Co.
Chartered Accountants
M/s Mayank Rajeev & Co.
Chartered Accountants
210-B, Raj Rajeshwari Palace,
West End Road, Meerut Cantt-250001

REGISTRAR & SHARE TRANSFER AGENT

MAS SERVICES LIMITED
T-34, IInd Floor, Okhla Industrial Area,
Phase-II, New Delhi-110020

SHARES LISTED AT

National Stock Exchange of India
Limited BSE Limited

BANKERS TO THE COMPANY

IDFC FIRST Bank
G-61 & G-62, Sector-18,
Noida-201301

AXIS BANK
Ghaziabad, Uttar Pradesh-201009

ICICI Bank
Sector-16, Noida,
Uttar Pradesh-201301

BOARD COMMITTEES

AUDIT COMMITTEE

Mr. Pawan Dixit	Chairman
Mr. Sushil Kumar Goyal	Member
Mrs. Richa Kathuria	Member (Ceased to be a director w.e.f. December 20, 2025)
Mrs. Nimisha Rohit Agarwal	Member (Appointed as a member w.e.f. January 02, 2026)

NOMINATION & REMUNERATION COMMITTEE

Mr. Pawan Dixit	Chairman
Mr. Sushil Kumar Goyal	Member
Mrs. Richa Kathuria	Member (Ceased to be a director w.e.f. December 20, 2025)
Mrs. Nimisha Rohit Agarwal	Member (Appointed as a member w.e.f. January 02, 2026)

STAKEHOLDERS RELATIONSHIP COMMITTEE

Mr. Pawan Dixit	Chairman
Mr. Sushil Kumar Goyal	Member
Mrs. Richa Kathuria	Member (Ceased to be a director w.e.f. December 20, 2025)
Mrs. Nimisha Rohit Agarwal	Member (Appointed as a member w.e.f. January 02, 2026)

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Mr. Sushil Kumar Goyal	Chairman
Mr. Pawan Dixit	Member
Mrs. Richa Kathuria	Member (Ceased to be a director w.e.f. December 20, 2025)
Mr. Mukul Jain	Member (Appointed as a member w.e.f. December 25, 2025)

CONTACT DETAILS

Ph. No. 0120-4376091
info@avrofurniture.com

WEBSITE

www.avrofurniture.com

AVRO INDIA LIMITED

CIN: L25200UP1996PLC101013
Regd. Office: A-7/36-39, South of G.T Road Industrial Area, Electrosteel Casting Compound, Ghaziabad-201009, Uttar Pradesh, Phone: 0120-4376091
Email: info@avrofurniture.com, Website: www.avrofurniture.com

NOTICE OF 30TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 30th Annual General Meeting ("AGM") of the members of Avro India Limited **("Company")** will be held on **Wednesday, 30th day of September, 2026 at 01:00 p.m.** through Video Conferencing ("VC")/other Audio-Visual means ("OAVM") facility to transact the following businesses:

ORDINARY BUSINESS:

1. **Adoption of the Audited Financial Statements of the Company**

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

"RESOLVED THAT the audited standalone financial statements of the Company for the financial year ended 31st March, 2026 together with the reports of board of directors and auditors thereon, be and are hereby received, considered and adopted."

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

"RESOLVED THAT the audited consolidated financial statements of the Company for the financial year ended 31st March, 2026 together with the reports of board of directors and auditors thereon, be and are hereby received, considered and adopted."

2. **Appointment of Mrs. Anita Aggarwal (DIN: 00248972), Director, who retires by rotation and being eligible offers herself for re-appointment.**

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

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, the approval of the members of the Company be and is hereby accorded to the reappointment of Mrs. Anita Aggarwal (DIN: 00248972) who retires by rotation and being eligible has offered herself for re-appointment as a Whole Time Director of the Company."

SPECIAL BUSINESS:

3. **To change the designation of Mr. Sahil Aggarwal (DIN: 02515025), Managing Director to Whole Time Director.**

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

"RESOLVED THAT pursuant to provisions of Section 196, 197, 203 and other applicable provisions, if any of the Companies Act, 2013 and Schedule V of the Act read with the Companies

(Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other rules framed under the Act (including any amendment(s), modification(s) or re-enactment(s) thereof for the time being in force), Articles of Association of the Company and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') including any statutory amendments, modifications or re-enactment thereof and all other statutory approvals, as may be required and based on the recommendations of the Nomination and Remuneration Committee and Board of directors, approval of the members of the Company be and is hereby accorded to the change in designation of Mr. Sahil Aggarwal (DIN: 02515025) from Managing Director to Whole Time Director of the Company, with effect from September 30, 2026 for the remaining period of his current tenure upto March 20, 2028 on the existing terms, conditions, and remuneration structure as approved earlier, or as modified and set out in the explanatory statement annexed to this notice.

RESOLVED FURTHER THAT except for change in designation as mentioned above, all other existing terms and conditions of his reappointment & remuneration as approved by the members shall remain unchanged.

RESOLVED FURTHER THAT Mr. Sushil Kumar Aggarwal (DIN:00248707), Chairman & Whole Time Director of the Company and Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, matters, and things, and to execute all such documents as may be required, to give effect to this resolution and to file necessary e-forms with the Registrar of Companies."

4. **To Change the designation of Mr. Nikhil Aggarwal (DIN: 03599964) from Whole Time Director to Managing Director.**

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

"RESOLVED THAT pursuant to provisions of Section 196, 197, 203 and other applicable provisions, if any of the Companies Act, 2013 and Schedule V of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other rules framed under the Act (including any amendment(s), modification(s) or re-enactment(s) thereof for the time being in force), Articles of Association of the Company and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') including any statutory amendments, modifications or re-enactment thereof and all other statutory approvals, as may be required and based on the recommendations of the Nomination and Remuneration Committee and Board of directors, Mr. Nikhil Aggarwal (DIN: 03599964) who was appointed as a Whole Time Director for a period of five years commencing from April 14, 2022 till April 13, 2027 be and is hereby re-designated as Managing Director of the Company w.e.f. September 30, 2026 for the remaining period of his current tenure upto April 13, 2027 on the existing terms, conditions, and remuneration structure as approved earlier, or as modified and set out in the explanatory statement annexed to this notice.

RESOLVED FURTHER THAT except for change in designation as mentioned above, all other existing terms and conditions of his reappointment & remuneration as approved by the members shall remain unchanged.

RESOLVED FURTHER THAT Mr. Sushil Kumar Aggarwal (DIN: 00248707), Chairman & Whole Time Director and Company Secretary of the Company be and are hereby authorized to do all such acts, deeds and things as may be necessary to give effect to this resolution and to file the necessary e-forms with Registrar of Companies."

For & on behalf of the Board of Directors
Avro India Limited

Sd/-
Sumit Bansal
(Company Secretary & Compliance Officer)
Membership No: A42433

Date: 04.09.2026
Place: Ghaziabad

NOTES:

1. Pursuant to General Circulars No.14/2020 dated April 08, 2020; 17/2020 dated April 13, 2020; 20/2020 dated May 05, 2020; 02/2021 dated January 13, 2021; 19/2021 dated December 8, 2021; 21/2021 dated December 14, 2021; General Circular No. 2/2022 dated May 5, 2022; General Circular No. 10/2022 dated December 28, 2022; General Circular No. 09/2023 dated September 25, 2023; General Circular No. 09/2024 dated September 19, 2024 and General Circular No. 03/2025 dated September 22, 2025 respectively issued by the Ministry of Corporate Affairs ("MCA") (hereinafter referred to as "MCA Circulars") and Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular no. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 and other applicable circular issued by the Securities and Exchange Board of India ("SEBI") (hereinafter referred to as "SEBI Circulars"), Companies are permitted to conduct the Annual General Meeting through Video Conferencing/Other Audio Visual Means ("VC/"OAVM") without the physical presence of members. Hence, in accordance with the MCA Circulars and SEBI Circulars, provisions of the Companies Act, 2013 ("the Act"), and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations"), 30th AGM of the Company is being held through VC/OAVM which does not require physical presence of members at a common venue. The proceedings of the AGM will be deemed to be conducted at the registered office of the Company which shall be deemed venue of the AGM.

2. The explanatory statement pursuant to Section 102 of the Act setting out the material facts concerning the special businesses of this notice is annexed hereto.

3. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM facility, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members under Section 105 of the Act will not be available for the AGM and hence the Proxy Form and Attendance slip are not annexed to this Notice.

4. Pursuant to the provisions of Section 113 of the Act, representatives of the Corporate members may be appointed for the purpose of voting through remote e-voting or for participation and

voting at the AGM through e-voting facility during the AGM. Institutional/Corporate Shareholders (i.e. other than Individuals/HUF, NRI, etc) are required to send a scanned copy (PDF/JPEG Format) of its Board Resolution or governing body resolution/authorisation etc. authorizing its representative to attend the Annual General Meeting through VC/OAVM facility on its behalf and to vote through remote e-voting. The said resolution/authorization shall be sent to the Scrutinizer by email through their registered email address to chaturvediandcompanycs@gmail.com with a copy marked to the Company at cs@avrofurniture.com, and to RTA at info@masserv.com. The institutional members are encouraged to attend and vote at the AGM.

5. Members attending the AGM through VC/OAVM facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

6. The members can login and join the AGM 30 minutes prior to the scheduled time to start the AGM and the window for joining shall be kept open till the expiry of 15 minutes after the scheduled time to start the AGM. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members, on first-come-first-served basis. However, the participation of large members (members holding 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel, the Chairman of the Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee, Corporate Social Responsibility Committee and Auditors can attend the AGM without restriction of first-come-first served basis. Instructions and other information for members for attending the AGM through VC/OAVM are given in this Notice.

7. In case of joint holders attending the AGM, the members whose name appears as the first holder in the order of names as per the Registrar of Members of the Company will be entitled to vote.

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

9. For ease of conduct, members who would like to ask questions/express their views on the items of the business to be transacted at the meeting can send in their questions/ comments in advance mentioning their name, demat account number/ folio number, email id, mobile number at cs@avrofurniture.com. The same will be replied by the Company suitably. Those members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

10. Voting rights shall be reckoned on the paid-up value of shares registered in the name of member/beneficial owners (in case of electronic shareholding) as on the Cut-off date i.e. Wednesday, 23rd September, 2026.

11. Pursuant to Section 91 of the Companies Act, 2013 and Regulation 42 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the Register of Members and Share Transfer Books of the Company will remain closed from Thursday, 24th September 2026 to Wednesday, 30th September 2026 (both days inclusive) for the purpose of 30th AGM of the Company.

12. Brief Details of Director seeking re-appointment, along with details of their other directorships, shareholding in the Company, nature of their expertise in specific functional area pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meeting (SS-2) issued by ICSI forms part of this Notice and is annexed hereto as **Annexure-I.**

13. Members holding shares in dematerialised mode are requested to register/update their email addresses with the relevant Depository Participants ("DP"). In case the of any queries/difficulty in registering their email address, members may write to cs@avrofurniture.com.

14. Members holding shares in dematerialized form are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone / mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as name of the Bank and branch details, bank account number, MICR Code, IFSC Code, etc., to their depository participant.

15. In compliance with the aforesaid MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report 2025-26 is being sent by electronic mode to those members whose e-mail addresses are registered with the Company/Registrar and Share Transfer Agent/Depository Participants and letter containing weblink showing exact path of Annual Report is being sent to those shareholders who have not registered their email addresses. Members may note that the Notice and Annual Report 2025-26 will also be available on the Company's website www.avrofurniture.com, websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com, National Stock Exchange of India Limited at www.nseindia.com and on the website of NSDL https://www.evoting.nsdl.com. Further, those members who have not registered their e-mail addresses and mobile nos. and in consequence could not be served the Notice of the AGM and Annual Report may temporarily get themselves registered with RTA by sending email for obtaining the same. Members are requested to support our commitment to environmental protection by choosing to receive the Company's communications through e-mail going forward.

16. In case a person has become a member of the Company after dispatch of the AGM Notice, but on or before the cut-off date for e-voting i.e. Wednesday, September 23, 2026, such person may obtain the User ID and Password from RTA by e-mail request on investor@masserv.com.

17. With a view to helping us serve the members better, members who hold shares in identical names and in the same order of names in more than one folio are requested to write to the Company to consolidate their holdings in one folio.

18. In terms of Section 72 of the Companies Act, 2013 and the applicable provisions, the shareholders of the Company may nominate a person in whose name the shares held by him/them shall vest in the event of his/their death. Shareholders desirous of availing this facility may submit the requisite nomination form.

19. In terms of SEBI Circular dated 09/12/2020, the depository shall send SMS/email alerts regarding the details of the upcoming AGM to the demat holders atleast 2 days prior to the date of commencement of e-voting. Hence members are requested to update the mobile no./email ID with their respective depository participants.

20. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 & the Register of Contracts or Arrangements, in which directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available electronically for inspection by the members during the ensuing Annual General Meeting.

21. The Board of Directors has appointed Mr. Lalit Chaturvedi (C.P. No. 13708), Practicing Company Secretary, proprietor of M/s Chaturvedi & Company, as the Scrutinizer to scrutinize the voting at the meeting and remote e-voting process in a fair and transparent manner.

22. The Scrutinizer shall immediately after the conclusion of e-voting at AGM unblock the votes cast through remote e-voting and e-voting at the AGM and submit a consolidated Scrutinizer's report of the total votes cast in favour or against, if any, not later than two working days in terms of the Listing Regulations or three days in terms of the Act, whichever is earlier, from the conclusion of AGM, to the Chairman of the Board or a person authorized by him in writing, who shall countersign the same and declare the results of the voting forthwith. The resolutions, if passed by the requisite majority, shall be deemed to be have been passed on the date of the AGM i.e. September 30, 2026.

23. The Results shall be declared by the Chairman or the person authorized by him in writing not later than two working days of the conclusion of AGM of the Company. The results declared along with the report of the scrutinizer shall be placed on the Company's website www.avrofurniture.com. The Company shall simultaneously forward the voting results to National Stock Exchange of India Limited and BSE Limited within two working days of the conclusion of Annual General Meeting.

24. The Company has not declared any dividend. Further, the Company does not have any unpaid or unclaimed dividend amount outstanding as on the closure of financial year 2025-26. Therefore, the Company is not required to upload the details of Unpaid and unclaimed dividend amounts.

    Further, during the year, the Company was not required to transfer any amount to fund established under Section 125 of the Companies Act, 2013.

25. Since AGM will be held through VC/OAVM facility, the route map is not annexed in this Notice and venue of AGM shall be deemed to be the registered office of the Company.

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

In terms of the provisions of section 108 of the Act, read with rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (hereinafter called 'the Rules' for the purpose of this section of the Notice) and regulation 44 of the SEBI Listing Regulations, the Company is providing facility of remote e-voting to exercise votes on the items of business given in the Notice of 30th Annual General Meeting (AGM) through electronic voting system, to members holding shares as on Wednesday, September 23, 2026 (end of day), being the cut-off date fixed for determining voting rights of members, entitled to participate in the remote e-voting process, through the e-voting platform provided by NSDL or to vote at the e-AGM.

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

The remote e-voting period begins on Sunday, September 27, 2026 at 9:00 A.M. and ends on Tuesday, September 29, 2026 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Wednesday, September 23, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Wednesday, September 23, 2026.

The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on resolution is casted by the Member, he shall not be allowed to change it subsequently as well as person who is not a member as on Cut-off date should treat this Notice for information purpose only.

<u>How do I vote electronically using NSDL e-Voting system?</u>

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

<u>Step 1: Access to NSDL e-Voting system</u>

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

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

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

<u>Type of shareholders</u>	**<u>Login Method</u>**
Individual Shareholders holding securities in demat mode with NSDL.	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 eVoting" under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or e-Voting service provider – NSDL and you will be re-directed to NSDL e-Voting 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 held 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 options available against company name or e-Voting service provider - NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders holding securities in demat mode with CDSL	1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi /Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in 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 provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
Individual shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once 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 options available against company name or e-Voting service provider-NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

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

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

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl. com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

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

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

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

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

c. How to retrieve your 'initial password'?

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

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

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

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

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

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

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

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

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

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

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

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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to chaturvediandcompanycs@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Amit Vishal at evoting@nsdl.co.in

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

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

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to investor@masserv.com or cs@avrofurniture.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**

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

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

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

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

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

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

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

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

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

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

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

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

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at cs@avrofurniture.com. The same will be replied by the company suitably.

For & on Behalf of the Board of Directors
Avro India Limited

Sd/-
Sumit Bansal
(Company Secretary and Compliance Officer)

Place: Ghaziabad
Date: 04.09.2026

EXPLANATORY STATEMENT UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013

ITEM NO. 3

The members vide special resolution passed in the Extraordinary General Meeting of the Company, held on March 17, 2023 approved the reappointment of Mr. Sahil Aggarwal (DIN:02515025) as a Managing Director of the Company from March 21, 2023 to March 20, 2028. The terms and conditions of his reappointment, including remuneration were approved by the members in accordance with the provisions contained in Section 196, 197, 203 read with Schedule V and all other applicable provisions of the Act.

The Company is presently undertaking initiatives for strengthening and consolidating its business operations, including through its wholly owned subsidiary, Avro Recycling Limited. The business of the M/s Avro Recycling Limited, wholly owned subsidiary has strategic relevance to the Company's overall business objectives and requires focused managerial attention, operational supervision and coordination with the Company's existing business activities. In this context, the Board has considered it appropriate to re-align the roles and responsibilities of the senior management with the evolving business requirements of the Company. Having regard to Mr. Sahil Aggarwal's knowledge of the Company's business, his experience in the manufacturing and operational functions and his involvement in the development of the Company's recycling-related business, the Board considers that his focused engagement as a Whole Time Director would facilitate more effective supervision of these identified business areas. The proposed re-designation is therefore part of an internal managerial restructuring aimed at improving functional accountability, strengthening operational oversight and enabling the senior management to devote focused attention to different business verticals of the Company and its subsidiary. The proposed change will also enable the Company to create a clearer division of responsibilities amongst its senior management, thereby facilitating faster decision-making, closer monitoring of business performance and more effective implementation of the Company's operational and strategic initiatives. There is no change in the existing tenure, remuneration or other material terms and conditions of Mr. Sahil Aggarwal's appointment. The proposed change is limited to his designation and corresponding allocation of managerial responsibilities.

The disclosures including brief resume and other details prescribed under Regulation 36(3) of the Listing Regulations read with the provisions of the Secretarial Standard-2 on General Meetings issued by 'The Institute of Company Secretaries of India' are provided in **Annexure-I** of the Notice.

Except Mr. Sahil Aggarwal being appointee and Mr. Sushil Kumar Aggarwal, Chairman & Whole Time Director, Mr. Nikhil Aggarwal and Mrs. Anita Aggarwal, Directors of the Company, being in blood relation, none of the other Director(s) or Key Managerial Personnel(s) of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

The Board, based on the recommendation of the Nomination and Remuneration Committee, is of the opinion that the proposed re-designation is in the best interests of the Company and its stakeholders and recommends the special resolution for approval of the members as set out at Item No. 3 of the Notice.

ITEM NO. 4

The members vide special resolution passed in the Extraordinary General Meeting of the Company, held on May 10, 2022 approved the reappointment of Mr. Nikhil Aggarwal (DIN:03599964) as a Whole Time Director of the Company for a period commencing from April 14, 2022 to April 13, 2027. The terms and conditions of his reappointment, including remuneration were approved by the members in accordance with the provisions contained in Section 196, 197, 203 read with Schedule V and all other applicable provisions of the Act.

The Company is presently focusing on strengthening its operating framework and enhancing coordination amongst its various business functions, particularly operations, sales, marketing and overall business development. In view of the Company's growth requirements and the need for a clearly identified leadership structure for its day-to-day business operations, the Board has considered it appropriate to entrust overall greater managerial responsibility to Mr. Nikhil Aggarwal. Mr. Nikhil Aggarwal has been closely associated with the Company's operations and has experience in sales, marketing, business operations and management. The Board believes that his understanding of the Company's products, markets and operating environment places him in a suitable position to assume responsibility for the overall management of the Company. The proposed re-designation is intended to strengthen the Company's executive management structure, provide clear accountability for business performance and facilitate coordinated decision-making across operations, sales, marketing and other key business functions. The Board also considers that a Managing Director with direct responsibility for the overall affairs of the Company would facilitate greater integration of business strategy with execution, quicker implementation of management decisions, improved monitoring of operational performance and more effective pursuit of growth opportunities. The proposed change is consequently part of the Company's broader objective of strengthening its management architecture and aligning leadership responsibilities with its present and future business requirements. There is no change in the existing tenure, remuneration or other material terms and conditions of Mr. Nikhil Aggarwal's appointment. The proposed change is limited to his designation and corresponding allocation of managerial responsibilities.

The disclosures including brief resume and other details prescribed under Regulation 36(3) of the Listing Regulations read with the provisions of the Secretarial Standard-2 on General Meetings issued by 'The Institute of Company Secretaries of India' are provided in Annexure-I of the Notice.

Except Mr. Nikhil Aggarwal being appointee and Mr. Sushil Kumar Aggarwal, Chairman & Whole Time Director, Mr. Sahil Aggarwal and Mrs. Anita Aggarwal, Directors of the Company, being in blood relation, none of the other Director(s) or Key Managerial Personnel(s) of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

The Board, based on the recommendation of the Nomination and Remuneration Committee, is of the opinion that the proposed re-designation will strengthen the Company's management structure and is in the best interests of the Company and its stakeholders and accordingly recommends the special resolution as set out at Item No. 4 of the Notice for approval of the members.

For & on behalf of the Board of Directors
Avro India Limited

Sd/-
Sumit Bansal
(Company Secretary and Compliance Officer)
M. No: A42433

Date: 04.09.2026
Place: Ghaziabad

ANNEXURE-I

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AS REQUIRED UNDER REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD-2

Name of Director	Anita Aggarwal	Sahil Aggarwal	Nikhil Aggarwal
DIN	00248972	02515025	03599964
Age	61 Years	36 years	33 years
Date of Appointment	December 26, 2017	December 02, 2009	April 14, 2022
Brief Resume including qualification, experience	She is a graduate from Kasturba Gandhi College, Telangana.	He is a Graduate and have experience of 15 years in the Plastic moulded furniture industry.	He has done Bachelor of Science in Business Administration from Ohio University, U.S.A. and have an experience in sales and marketing.
Nature of Expertise in specific functional areas	She has a vast experience in General Administration.	He looks after the quality, production and finance operations	He has expertise in managing operations, sales and marketing.
No. of equity shares held as on 31st March, 2026	22,13,400 shares	25,60,600 shares	2,91,439 shares
Relationship with directors and KMP's	She is the spouse of Mr. Sushil Kumar Aggarwal, Chairman & Whole Time Director and mother of Mr. Sahil Aggarwal, and Mr. Nikhil Aggarwal, Directors of the Company. She is not related to Company Secretary and Chief Financial officer of the Company.	He is the elder son of Mr. Sushil Kumar Aggarwal, Chairman & Whole Time Director and Mrs. Anita Aggarwal, Non-Executive Director. He is elder brother of Mr. Nikhil Aggarwal. He is not related to Company Secretary and Chief Financial officer of the Company.	He is the younger son of Mr. Sushil Kumar Aggarwal, Chairman & Whole Time Director and Mrs. Anita Aggarwal, Non-Executive Director and younger brother of Mr. Sahil Aggarwal. He is not related to any KMP's of the Company. He is not related to Company Secretary and Chief Financial officer of the Company.
Remuneration Last drawn by such person, if any	Sitting fees of Rs. 1,000 was paid for every board meeting	1,25,000 per month	1,25,000 per month
No. of meeting of the Board attended during the year	13 (FY 2025-26)	13 (FY 2025-26)	13 (FY 2025-26)
Terms and Conditions of Appointment	Mrs. Anita Aggarwal was appointed as a Non-Executive Director of the Company w.e.f. December 26, 2017.	Mr. Sahil Aggarwal was reappointed as a Managing Director of the Company for a period of five years w.e.f. March 21, 2023.	Mr. Nikhil Aggarwal was appointed as a Whole Time Director of the Company for a period of five years w.e.f. April 14, 2022.

Directorships of other listed Companies	Nil	Nil	Nil
Chairman / Member of the Committees of the Board of Directors of other listed company	Nil	Nil	Nil
Listed Companies from which the Director has resigned in the past three years	Nil	Nil	Nil
In case of Independent Directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	N/A	N/A	N/A

BOARD'S REPORT

To
The Members,

Your Directors are pleased to present to the valued stakeholders, the **30th** Annual Report of **AVRO INDIA LIMITED** along with the Audited Financial Statements of the Company for the Year ended **March 31, 2026**.

1. FINANCIAL HIGHLIGHTS

(Amount in Lakhs)

PARTICULARS	Standalone		Consolidated
	2024-25	**2025-26**	**2025-26**
Income from Business Operations	7,832.48	9,099.24	9,463.74
Other Income	460.02	830.53	904.40
Total Income	**8,292.50**	**9,929.77**	**10,368.14**
Less: Expenditure except Depreciation & Finance cost	7,325.34	8,780.33	9,126.70
Profit before Finance Cost, Depreciation and Tax	**967.16**	**1,149.44**	**1,241.44**
Less: Finance Cost	157.06	161.12	161.20
Profit before Depreciation and Tax	**810.10**	**988.32**	**1,080.24**
Less: Depreciation	392.03	442.91	456.29
Profit before Tax before Exceptional & Extraordinary item	**418.07**	**545.41**	**623.95**
Less: Exceptional Item	16.53	-	-
Less: Extraordinary item	-	-	-
Profit before Tax	**401.54**	**545.41**	623.95
Less: Current Tax	108.63	146.75	184.50
Less: Deferred Tax	(11.30)	(22.07)	(20.28)
Net Profit after Tax	**304.21**	**420.73**	**459.73**
Other Comprehensive Income, net of tax	**(11.71)**	**(11.65)**	**(11.65)**
Total Comprehensive Income	**292.50**	**409.08**	**448.08**
Earnings per share:			
Basic (in Rs.)	2.84	3.16	0.35
Diluted (in Rs.)	2.76	2.97	0.32

2. STATE OF COMPANY'S AFFAIR

During the financial year, the turnover of your company on standalone basis for the financial year ended March 31, 2026 was Rs. 9,099.24 lakhs as compared to Rs. 7,832.48 lakhs for the previous year ended March 31, 2025. The turnover on consolidated basis for the financial year ended March 31, 2026 was Rs. 9,463.74 lakhs. The Profit after tax on standalone basis for the financial year under review was Rs. 420.73 lakhs as compared to Rs. 304.21 lakhs for the previous year.

The Profit after tax on Consolidated basis for the financial year ended March 31, 2026 was Rs. 459.73 lakhs.

The Company is engaged in the manufacturing of plastic furniture and recycling of plastic scrap. During the financial year under review, the Company has purchased used injection moulding machine to scale up the production of plastic cabinets and purchased one of the India's largest washing line to increase the production and improve the quality of recycled granuels. During the financial year 2025-26, the Company has introduced upcycling technology that converts mixed color polymer into a high quality feedstock. On March 10, 2026, the Company has launched Operation Shuddhi, a nationwide mission to transform the plastic waste into economic opportunity through recycling and circular economy. During the financial year ended 2025-26, the turnover and profit of the Company has increased as compared to last financial year.

3. DIVIDEND

With a view to conserve the resources of Company for future growth, the Board has decided to retain the profits generated and has not recommended any dividend for the financial year ended March 31, 2026. Pursuant to provisions of Section 124 and 125 of the Act, there is no amount of dividend remaining unclaimed/unpaid for a period of 7 (seven) years and/or unclaimed equity shares which are required to be transferred to the Investor Education and Protection Fund (IEPF).

Pursuant to Regulation 43(A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Company does not fall under top 1000 listed Companies by market capitalisation as on March 31, 2026 and hence the requirement for adopting the Dividend Distribution Policy is not applicable to the Company.

4. CHANGE IN THE NATURE OF BUSINESS

There was no change in the nature of business during the year under review.

5. TRANSFER TO RESERVES

The Profit earned during the year has been carried to the reserves of the Company.

6. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THIS REPORT.

The Board of directors in its meeting held on March 25, 2026 approved the split of equity shares from Rs. 10 per equity share to Rs. 1 per equity share, which was further approved by the shareholders in Extraordinary general meeting held on April 18, 2026. The National Stock

Exchange of India Limited vide its letter NSE/CML/73983 dated April 30, 2026 and BSE Ltd vide its notice no. 20260430-52 dated April 30, 2026 held that new ISIN INE652Z01025 shall be effective for all trades done on and from the Ex-date May 05, 2026.

The Company has allotted 1,06,090 equity shares on April 18, 2026 pursuant to conversion equal no. of warrants and receipt of balance 75% amount from the respective warrant holders. The remaining 4,24,361 warrants were forfeited by the Company. The 3,23,450 warrants allotted to Mr. Nikhil Aggarwal on February 11, 2025 were forfeited due to non-receipt of balance payment from him.

Apart from the above, there are no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of this report.

7. PUBLIC DEPOSITS

Your Company has neither accepted nor renewed any deposits within the meaning of Section 73 of the Companies Act, 2013 ('the Act') read with Companies (Acceptance of Deposits) Rules, 2014. There were no deposits which remained unpaid or unclaimed by the Company as on March 31, 2026.

8. SHARE CAPITAL

During the year under review, the Company has not issued or allotted any equity shares with or without differential rights.

A. AUTHORISED SHARE CAPITAL:

During the year under review, there is no change in Authorized share capital of the Company. As on 31st March, 2026, the Authorized Share Capital of the Company is Rs. 15,00,00,000 (Rupees Fifteen Crores) divided into 1,50,00,000 equity shares Rs. 10/- each.

B. ISSUED, SUBSCRIBED & PAID-UP CAPITAL:

As on 31st March, 2026, the Issued, Subscribed and Paid-up Share Capital of the Company stood at Rs. 13,31,10,500/- divided into 1,33,11,050 equity shares of Rs. 10/- each.

C. ISSUE OF EQUITY SHARES WITH DIFFERENTIAL RIGHTS

The Company has not issued equity shares with differential rights during the year under review.

D. ISSUE OF SWEAT EQUITY SHARES

The Company has not issued sweat equity shares during the year under review.

9. SUBSIDIARY / ASSOCIATE/ JOINT VENTURES COMPANIES

During the financial year 2025-26, the Company has incorporated M/s Avro Recycling Limited as its Wholly Owned Subsidiary on May 14, 2025. M/s Avro Recycling is engaged in the business of recycling of plastic scrap. A statement containing the salient features of the financial statements of the subsidiaries in the prescribed form AOC-1 is annexed as **Annexure-A** to this report. As on 31st March, 2026, the Company does not have any joint-venture or associate companies.

In accordance with Reg. 24 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('Listing Regulations'), M/s Avro Recycling Limited is a material subsidiary for the financial year 2025-26 (based on the Turnover/Net worth for the financial year ended 2025-26).

Therefore, in accordance with Reg. 24A of the listing regulations, Secretarial Audit of M/s Avro Recycling Limited, unlisted material subsidiary, was conducted by M/s Chaturvedi & Company, Practicing Company Secretary for the financial year 2025-26. The Secretarial Audit Report submitted by the Practicing Company Secretary does not contain any qualification, reservation, or adverse remark. The Secretarial Audit Report of M/s Avro Recycling Limited is annexed as **Annexure-D** and forms part of the Annual Report.

10. LISTING

The equity shares of the Company are listed on National Stock Exchange of India Ltd and BSE Ltd.

The listing fees for the financial year 2026-27 has been paid to NSE Ltd & BSE Ltd. The ISIN for equity shares of the Company before split of equity shares is INE652Z01017 and after split of equity shares is INE652Z01025.

11. ANNUAL RETURN

Pursuant to Section 134(3(a) and Section 92(3) of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return for FY 2025-26 is available on Company's website and can be accessed through the link https://avrofurniture.com/aanual-report.php

12. CREDIT RATING

During the year under review, your Company has no outstanding instruments for which the credit rating needs to be obtained.

13. DIRECTORS AND KEY MANAGERIAL PERSONNEL

DIRECTORS

The Board of Directors of the Company has optimum combination of executive and non-executive directors including independent directors and women directors in compliance with the applicable provisions of the Act and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations').

As on 31st March, 2026, the Board of Directors comprises of 8 (Eight) Directors out of which 3 (three) are Executive Directors, 1 (One) is Non-Executive Director and 4 (four) are Independent Directors. A brief profile of the Directors is available on the website of the Company www.avrofurniture.com.

None of the Directors of Board was a member of more than ten Committees or Chairman of more than five committees across all the public companies in which they are Director. The necessary disclosures regarding Committee positions have been made by all the Directors.

Further, all the Directors of the Company have affirmed that they are not debarred from holding the office of a Director by virtue of any SEBI Order or any other such authority.

The details of composition of the Board as at March 31, 2026, the attendance record of the Directors at the Board Meetings held during the financial year 2025-26 and last Annual General Meeting are mentioned in the Corporate Governance Report.

Also, during the year under review, the non-executive directors of the Company had no pecuniary relationship or transaction with the Company other than sitting fees, reimbursement of expenses, if any.

Director Retire by Rotation

Pursuant to Section 152 of Companies Act, 2013 and in accordance with the Articles of Association of the Company, Mrs. Anita Aggarwal (DIN: 00248972), Non-Executive Director of the company retires by rotation at the ensuing Annual General Meeting and being eligible have offered herself for re-appointment. The Board of Directors on the recommendations of the Nomination and Remuneration Committee recommends her re-appointment.

The relevant details as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-III issued by Institute of Company Secretaries of India, of the directors seeking re-appointment at the ensuing AGM are annexed to the notice of the 30th annual general meeting.

Changes during the year

During the financial year 2025-26, Mrs. Sunil Duggal (DIN: 07291685) had resigned from the directorship of the Company w.e.f. September 26, 2025 and confirmed that there was no material reason for his resignation other than reason mentioned in his resignation letter. Mrs. Richa Kathuria (earlier known as Richa Kalra) (DIN: 07632571) had resigned from the directorship of the Company w.e.f. December 20, 2025 and confirmed that there was no material reason for her resignation other than reason mentioned in her resignation letter. During the financial year 2025-26, based on recommendations of Nomination and Remuneration Committee, the Board of Directors in their meeting held on January 02, 2026 have appointed Mrs. Nimisha Rohit Agarwal (DIN: 11442309) as an Additional (Independent) Director of the Company w.e.f. January 02, 2026.

Change in Designation

During the financial year 2025-26, the appointment of Mrs. Nimisha Rohit Agarwal was regularized as an Independent director by the shareholders of the company in Extraordinary General meeting held on February 04, 2026.

Key Managerial Personnel (KMP)

As on 31st March, 2026, following are the Key Managerial persons of the Company in accordance with the provisions of Section 2(51) and 203 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

S.No.	Name	Designation
1.	Mr. Sushil Kumar Aggarwal	Chairman & Whole Time Director
2.	Mr. Sahil Aggarwal	Managing Director
3.	Mr. Nikhil Aggarwal	WholeTime Director
4.	Mr. Ghanshyam Singh	Chief Financial Officer
5.	Mr. Sumit Bansal	Company Secretary & Compliance Officer

14. DECLARATION OF INDEPENDENCE BY INDEPENDENT DIRECTORS & ADHERENCE TO THE COMPANY'S CODE OF CONDUCT FOR INDEPENDENT DIRECTORS.

All the Independent Directors have confirmed to the Board that they meet the criteria of Independence as laid down under Section 149(6) of the Companies Act, 2013 and that they qualify to be independent directors pursuant to Rule 5 of the Companies (Appointment and Qualification of Directors) Rules, 2014. They have also confirmed that they meet the requirements of 'Independent Director' as mentioned under Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Further, in the opinion of Board, the independent directors fulfills the conditions specified in Listing Regulations and they are independent of the management. All the Independent Directors have affirmed that they have adhered and complied with the Company's Code of Conduct for Independent Directors prescribed in Schedule IV to the Act.

Further, the Independent Directors have confirmed that they are not aware of any circumstance, situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgement and without any external influence.

It may be noted that all the Independent Directors on the Board of the Company as on March 31, 2026 have been registered in the data bank of Independent Directors as per Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014. Further, in terms of Section 150 of the Companies Act, 2013 read with the Companies (Appointment & Qualification of Directors) Rules, 2014, Mr. Pawan Dixit, Mr. Sushil Kumar Goyal, Mr. Mukul Jain, and Mrs. Nimisha Rohit Agarwal, Independent Directors of the Company have passed the online proficiency self-assessment test and Mrs. Richa Kathuria (earlier known as Richa Kalra) was exempted and not required to undertake online proficiency self-assessment test.

The Board is of the opinion that the Independent Directors on the Board of the Company possess requisite qualifications, experience and expertise and that they hold highest standards of integrity and are independent of management.

15. NUMBER OF MEETINGS OF THE BOARD

The Board of Directors met 13 (thirteen) times during the financial year ended March 31, 2026 in accordance with the provisions of Companies Act 2013 and rules made thereunder. The intervening gap between two board meetings was within the period as prescribed under Companies Act 2013 and Secretarial Standard-1. The requisite quorum was present at all the meetings and directors have actively participated in the meetings and contributed valuable inputs on the matters brought before the board of Directors from time to time.

Date of Board meetings are i.e. 14.04.2025, 27.05.2025, 12.08.2025, 30.08.2025, 11.09.2025, 29.09.2025, 24.10.2025, 14.11.2025, 02.01.2026, 23.01.2026, 14.02.2026, 06.03.2026, 25.03.2026.

The details of attendance of each Director at the Board Meeting(s) and Annual General Meeting are given in the Report on Corporate Governance.

S. No	Name of Directors	No. of Board Meetings	
		Held	Attended
1.	Mr. Sushil Kumar Aggarwal	13	13
2.	Mr. Sahil Aggarwal	13	13
3.	Mrs. Anita Aggarwal	13	13
4.	Mr. Pawan Dixit	13	9

5.	Mr. Nikhil Aggarwal	13	13
6.	Mrs. Richa Kathuria*	8	8
7.	Mr. Sushil Kumar Goyal	13	12
8.	Mr. Mukul Jain	13	13
9.	Mr. Sunil Duggal**	5	1
10.	Mrs. Nimisha Rohit Agarwal***	5	5

*Mrs. Richa Kathuria (earlier known as Richa Kalra) had resigned from the directorship of the Company w.e.f. December 20, 2025.

**Mr. Sunil Duggal had resigned from the directorship of the Company w.e.f. September 26, 2025.

*** Mrs. Nimisha Rohit Agarwal was appointed as an Independent Director of the Company w.e.f. January 02, 2026.

16. COMMITTEES OF THE BOARD

The Board Committees play vital role in strengthening the Corporate Governance practices of the Company and focus effectively on the issues and expedient resolution of the diverse matters. The Committees also make specific recommendations to the Board on various matters as and when required. All observations, recommendations and decisions of the Committee were placed before the Board for information, noting and approval.

In compliance with applicable provisions of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has constituted following committees of the Board:

1. Audit Committee.
2. Nomination and Remuneration Committee
3. Stakeholders Relationship Committee
4. Corporate Social Responsibility Committee

The composition, terms of reference and number of meetings of the aforementioned Committees and the attendance of each Director in the Committee meetings are provided in the Corporate Governance Report which forms integral part of this Annual Report.

17. AUDIT COMMITTEE

Your Company has constituted an Audit Committee in compliance with the provisions of Section 177 of the Companies Act 2013 & Regulation 18 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Mrs. Richa Kathuria (earlier known as Richa Kalra) had resigned from the Board and committees w.e.f. December 20, 2025. Therefore, the Board of Directors in their meeting held on January 02, 2026 reconstituted the Audit Committee by appointing Mrs. Nimisha Rohit Agarwal as a member of the Committee w.e.f. January 02, 2026.

As on 31st March, 2026, the Audit Committee comprised of three Directors i.e. Mr. Pawan Dixit (Chairman), Mr. Sushil Kumar Goyal (Member) and Mrs. Nimisha Rohit Agarwal (Member).

The recommendations of Audit Committee, whenever given have been accepted by the Board of Directors.

18. FINANCIAL STATEMENTS

The standalone and consolidated financial statements for the financial year ended March 31, 2026 have been prepared in accordance with Indian Accounting Standards (Ind AS) as issued by the Institute of Chartered Accountants of India and as specified in Section 133 of the Act and the relevant rules thereof and in accordance with Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The estimates and judgements relating to the financial statements are made on a prudent basis, so as to reflect in a true and fair manner, the form and substance of transactions and reasonably present the Company's state of affairs as at March 31, 2026, and its profits and its cash flow statements for the financial year ended 31st March, 2026.

19. PERFORMANCE EVALUATION OF BOARD, ITS COMMITTEES AND INDIVIDUAL DIRECTORS.

In terms of the provisions of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, a formal annual performance evaluation has been done by the Board of its own performance, the Directors individually as well as the evaluation of its committees.

The performance of the Board was evaluated by the Board after seeking feedback from all the Directors on the basis of parameters/criteria such as Board Composition, Board Meetings and procedures, Board strategy and Risk Management, Board and Management Relations, Succession planning and Independence of Management from Board Committee. The performance evaluation of the Chairman was also carried out. The Performance evaluation of the Directors was carried out by the entire Board (excluding the director being evaluated). The Directors expressed their satisfaction with the evaluation process.

The performance of the Committees was evaluated by the Board after seeking feedback from committee members on the basis of parameters/criteria such as Adequacy of Committee Composition, effectiveness of the Committees, functions and duties of Committees, meetings, etc.

Independent Directors of the Company in their separate meeting held on March 18, 2026 reviewed the performance of the Non-Independent Directors and the Board as a whole. They have also reviewed the performance of the Chairman of the Company.

20. CORPORATE SOCIAL RESPONSIBILITY

Pursuant to Section 135 of the Companies Act, 2013, the Company has constituted Corporate Social Responsibility Committee ("the CSR Committee"). During the financial year 2025-26, Mrs. Richa Kathuria (earlier known as Richa Kalra) had resigned from the directorship and membership of the committees w.e.f. December 20, 2026. The Board of Directors have appointed Mr. Mukul Jain as a member of the committee w.e.f. December 25, 2025. As at 31st March, 2026, the CSR Committee comprised Mr. Sushil Kumar Goyal (Non-Executive Independent Director) as Chairman, Mr. Pawan Dixit (Non-Executive Independent Director) and Mr. Mukul Jain (Non-Executive Independent Director) as members of the Committee.

The CSR Committee is responsible for indicating the activities to be undertaken by the Company, monitoring the implementation of the framework of the CSR policy and recommending the amount to be spent on CSR activities.

During the year under review, CSR Committee met 1 (One) time on January 02, 2026.

The CSR policy adopted by the can be accessed at the web link https://avrofurniture.com/pdf1/240724/CSR%20Policy.pdf.

The Annual Report on CSR activities in prescribed format is annexed as an **Annexure-B.**

21. VIGIL MECHANISM/WHISTLE BLOWER POLICY

Your Company believes in ethical and lawful business conduct and strives to carry on its business activities in fair, transparent and professional manner. Pursuant to the provisions of Section 177 of the Companies Act, 2013 and Regulation 22 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has adopted a Vigil Mechanism/Whistle Blower Policy for securing/reporting/deterring/punishing/rectifying any unethical, unlawful acts, behaviour, leak/suspected leak of Unpublished Price Sensitive Information etc. and to address bona fide concern of malpractice, deviation from the policies of the Company internally in an effective and systematic manner after its discovery.

The Policy also provide for adequate safeguards against victimization of persons who use such mechanism and also make provisions for direct access to the chairperson of the Audit Committee in appropriate or exceptional cases. The functioning of the vigil mechanism is reviewed by the Audit Committee from time to time. During the year under review, no complaint pertaining to the company was received under the Whistle Blower Policy/Vigil mechanism.

The said policy is available on the Company's website and can be accessed through the link https://avrofurniture.com/pdf1/Whistle-Blower-Policy.pdf

22. RISK MANAGEMENT

The Board of Directors of the Company has evaluated a system of risk management to monitor the risk management plan for the Company. The audit Committee has additional oversight in the area of financial risks and control. Major risks identified by the business and functions are systematically address mitigating actions on a continuing basis.

The development and implementation of risk management has been convened in the Management Discussion and Analysis, which forms part of Annual Report.

23. PARTICULAR OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013

During the financial year ended 31st March, 2026, no loan and guarantee was given by the Company in terms of Section 186 of the Companies Act, 2013 and rules made thereunder. During the financial year 2025-26, the Company has incorporated M/s Avro Recycling Limited and invested Rs. 1,00,000 (Rupees One Lakh) by subscription of one lakh equity shares of Rs. 1 each. Further, the Company has invested Rs. 39,76,21,872 (Rupees Thirty-Nine Crores Seventy-Six Lakhs Twenty-One Thousand and Eight Hundred Seventy-Two) by way of subscription of right issue of 82,83,789 equity shares of Rs. 48 per equity share (including securities premium of Rs. 47 per equity share). The Company has also made investments in mutual funds, the details of which are given in notes to financial statements.

24. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES UNDER SECTION 188 OF THE COMPANIES ACT, 2013.

All transactions entered into with related parties during the financial year under review were in ordinary course of business and on an arm's length basis. The details of the transactions with related parties are provided in the notes to accompanying financial statements. Details of transactions pursuant to compliance of section 134(3)(h) of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014 are annexed herewith as per **Annexure-C** in the Form AOC-2.

All Related Party transactions are placed before the Audit Committee for approval. Prior omnibus approval of the Audit Committee is obtained for the transactions which are of a foreseen and repetitive nature. A statement giving details of all related party transactions entered into pursuant to the omnibus approval so granted is placed before the Audit Committee for their review on a periodical basis. The policy on materiality of Related Party Transactions and on dealing with Related Party Transactions, as approved by the Board, is available on the Company's website and can be accessed through the below link https://www.avrofurniture.com/pdf1/Policy_on_materiality_of_Related_Party_Transactions_and_on_dealing_with_Related_Party_Transactions.pdf

25. AUDITORS AND AUDITORS REPORT

A. STATUTORY AUDITORS

M/s S A A R K AND CO, Chartered Accountants, (Firm Reg. No. 021758N), a Firm peer reviewed by ICAI, was reappointed as a Statutory Auditors of the Company for another term of five consecutive years at the Annual General Meeting held on September 30, 2023 from the conclusion of the 27th Annual General Meeting of the Company till the conclusion of 32nd Annual General Meeting of the Company to be held in the year 2028.

M/s S A A R K AND CO. had provided their consent and a certificate of their eligibility under 139 and 141 of the Companies Act, 2013 and Companies (Audit and Auditors) Rule, 2014 for their continuance as the Statutory Auditors of the Company for the second term of 5 (five) years. In terms of the SEBI Listing Regulations, the Auditors have confirmed that they hold a valid certificate issued by the Peer Review Board of the ICAI. Accordingly, S A A R K AND CO was eligible for re-appointment as Statutory Auditors of the Company.

The Statutory Auditors Report on the Standalone and Consolidated financial statements of the Company for the financial year 2025-26 forms part of this Annual Report. The Auditors have expressed their unmodified opinion on the Standalone and Consolidated financial statements and their reports does not contain any qualifications, observations, adverse remarks or disclaimer. The notes on financial statements referred to in the Auditor’s Report are self-explanatory and need no further comments.

B. SECRETARIAL AUDITOR

The Secretarial Audit for the financial year 2025-26 was undertaken by M/s Chaturvedi & Company, the Secretarial Auditor of the Company.

The Secretarial Audit report for the financial year ended 31st March, 2026 under the Companies Act, 2013 read with rules made thereunder is annexed herewith as **Annexure-D.** The Secretarial Audit Report does not contain any qualification, reservation and adverse remark for the period under review.

Pursuant to provisions of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Company has obtained Annual Secretarial Compliance Report from M/s Chaturvedi & Company (CP No. 13708), Company Secretaries and the said compliance report was submitted by the Company to BSE Ltd and National Stock Exchange of India Limited within prescribed timeline and is annexed as **Annexure-E.** The said report forms part of this report is also available on the Company’s website and can be accessed at
https://avrofurniture.com/annual-secretarial-compliance-report.php

Pursuant to provisions of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and section 204 of the Companies act, 2013, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rule, 2014, the Board of Directors on the recommendation of the Audit Committee, approved the re-appointment of M/s Chaturvedi & Company, Practicing Company Secretary, a Firm peer reviewed by ICSI as a Secretarial Auditor to conduct the Secretarial Audit for the term of 5 (five) consecutive years from April 01, 2025 to 31st March 2030 which was confirmed by the shareholders at the 29th AGM. M/s Chaturvedi & Company, being eligible, has provided their consent to act as the Secretarial Auditors of the Company for term of 5 (five) consecutive years. M/s Chaturvedi & Co has confirmed that the firm is not disqualified and is eligible to be appointed as Secretarial Auditor in terms of Regulation 24A of the SEBI Listing Regulations.

C. INTERNAL AUDITOR

M/s NSH Co, Chartered Accountants (Firm Registration No: 033184N) had resigned from the post of Internal Auditors of the Company w.e.f. January 17, 2026 due to other professional commitments.

The Board of Directors in their meeting held on January 23, 2026 appointed M/s Mayank Rajeev & Co, Chartered Accountant (Firm Registration No: 021536C) as an Internal Auditor of the Company till the financial year 2026-27.

Pursuant to the provisions of Section 138 of the Companies Act, 2013 and rules made thereunder, M/s. NSH & Co., Chartered Accountants had carried out the Internal Audit of the Company for the quarter ended June, 2025, September, 2025 and M/s Mayank Rajeev & Co., Chartered Accountants, Internal Auditors of the Company carried out the Internal Audit of the Company for the quarter ended December, 2025 and March, 2026.

26. COMPLIANCE WITH SECRETARIAL STANDARDS

During the financial year under review, the Company has complied with all applicable Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI) pursuant to Section 118 of the Companies Act, 2013.

27. DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMAN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013.

The Company has zero tolerance towards sexual harassment at the Workplace and have a policy on prevention, prohibition and redressal of sexual harassment of women at workplaces in line with the provisions of Sexual Harassment of Woman at Workplace [Prevention, Prohibition and Redressal] Act, 2013 and the rules made thereunder. This policy is applicable to all its establishments located in India, encompassing all employees, and contract workers. As required under the law, an internal complaint committee has been constituted for reporting and conducting inquiry into the complaints made by the victim on the harassments at the work places. During the financial year under review, the Company has not received complaint of sexual harassment of women at Workplace.

The policy for prevention, prohibition and redressal of Sexual Harassment of women at Workplace is available on the Company's website and can be accessed through the following link: https://avrofurniture.com/img/Investor%20Desk-%20AVRO%202/Policies/Policy_on_Sexual_Harassment_of_Women_at_Workplace.pdf

28. INTERNAL FINANCIAL CONTROL SYSTEM AND THEIR ADEQUACY.

The Company has an adequate Internal Financial Control System, commensurate with size, scale and complexity of its operations. They have been designed to provide reasonable assurance with regard to recording and providing reliable financial and operational information, complying with applicable statues, safeguarding assets from unauthorized use, executing transactions with proper authorization and ensure compliance of corporate policies. It has continued its efforts to align all its process and controls with global best practices.

29. MAINTENANCE OF COST RECORDS

The Company has maintained Cost records as required to be maintained as specified by the Central Government under sub section (1) of section 148 of the Companies Act ,2013.

30. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

The Company has no employee who is in receipt of remuneration of Rs. 8,50,000 per month/- or Rs. 1,02,00,000 per annum and hence, the company is not required to give information as required under the provisions of Rule 5(2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014.

Further the details pursuant to Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are attached herewith as **Annexure-F** and names of top ten employees in terms of remuneration drawn by them pursuant to Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are attached herewith as **Annexure-G.**

31. NOMINATION AND REMUNERATION POLICY

The Board has adopted Nomination and Remuneration Policy relating to remuneration of the Directors, Key Managerial Personnel, Senior Management Personnel and other employees, along with the criteria for appointment and removal of Directors, Key Managerial personnel and Senior Management Personnel of the Company. The Nomination and Remuneration Committee is fully

empowered to determine/approve and revise, subject to necessary approvals, the remuneration of managerial personnel, after taking into account the financial position of the Company, trends in industry, qualification, experience, past performance etc. The Non-Executive Directors are paid sitting fees for every meeting of the Board and its committee attended by them. The Nomination and Remuneration Policy of the Company is available on the website of the Company at
https://www.avrofurniture.com/img/Investor%20Desk-%20AVRO%202/Policies/Nomination_and_Remuneration_Policy_1.pdf

32. CORPORATE GOVERNANCE REPORT

Your Company's Corporate Governance philosophy is governed by its commitment to run its business in legal, ethical and transparent manner. The Company believes that sound corporate governance is critical in enhancing and retaining investor trust. Transparency, accountability, fairness and intensive communication with stakeholders are integral to our functioning.

The Board has framed Code of Conduct for all Board Members and Senior Management of the Company and they have affirmed the compliance for the financial year ended March 31, 2026.

The Company has complied with the requirements of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding Corporate Governance. The compliance report on the Corporate Governance is annexed to the Board's Report as **Annexure-H** and a Certificate from M/s Chaturvedi & Company, Company Secretaries with regarding compliance with conditions of Corporate Governance as stipulated under Chapter IV of SEBI Listing Regulations forms part of the Annual report.

33. MANAGEMENT DISCUSSION & ANALYSIS REPORT

Management Discussion and Analysis Report for the financial year 2025-26, as stipulated under Regulation 34 and Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is presented in a separate section of this Annual Report as **"Annexure-I".**

34. POLICY OF PRESERVATION OF DOCUMENTS

Pursuant to the Regulation 9 of Securities and Exchange Board of India (Listing Obligations Disclosure Requirements) Regulations, 2015, the company has adopted the policy of preservation of documents to preserve the documents as per regulation 9(a) & 9(b) of SEBI Listing Regulations. The said policy is available on the website of the Company and can be accessed through the following link
https://www.avrofurniture.com/img/Investor%20Desk-%20AVRO%202/Policies/POLICY_ON_PRESERVATION_OF_DOCUMENTS_905190ca-7e3d-4da7-8052-07b34cc79d9b.pdf

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

During the financial year 2025-26, no significant and material orders were passed by Regulators or Courts or Tribunals which could impact the going concern status and company's operation in future.

36. PREVENTION OF INSIDER TRADING

The Company has adopted a Code of Conduct for prevention of Insider Trading with a view to regulate trading in securities by the Directors, KMP's and Designated employees of the Company. The Code requires pre-clearances for dealing in the Company's Shares and prohibits the purchase or sale of the shares of Company by the Directors, KMPs and designated employees of the Company while in possession of unpublished price sensitive information in relation to the Company and during the period when Trading window is closed.

37. DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 DURING THE YEAR ALONGWITH THEIR STATUS AT THE END OF THE FINANCIAL YEAR.

During the financial year 2025-26, no application was made under Insolvency and Bankruptcy Code, 2016. As on March 31, 2026, no proceeding is pending under the Insolvency and Bankruptcy Code, 2016.

38. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS AND OUT-GO

The requisite information with regard to conservation of energy, technology absorption and foreign exchange earnings and outgo, in terms of the Section 134(3)(m) of the Companies Act, 2013, read with Companies (Accounts) Rules, 2014 are mentioned below:

A. Conservation of Energy

(i) Steps taken or impact on Conservation of Energy:

The Company has been already using high end imported machines in manufacturing of plastic furniture, hence the consumption of energy is at minimal level. However, the Company has taken necessary steps in order to reduce the consumption of energy as much as it can and reduce the damage to the environment.

(ii) The Steps taken by the Company for utilizing alternate sources of energy:

During the financial year 2025-26, the Company has not utilized alternate source of energy.

(iii) The Capital Investment on energy conservation equipments:

During the financial year 2025-26, the company has not made any capital investment on energy conservation equipments.

B. Technology Absorption:

i. The efforts made towards technology absorption: The Company operates in an industry where the technology plays a major role in its output. We try to adopt the advance technology as per the need of the hour and teach the employees to implement it in the operations of the Company to increase the output and accuracy of its services.

ii. The benefits derived like product improvement, cost reduction, product development or import substitution: Improvement in overall productivity, quality of the services and reduced process scrap and cost.

iii. In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)- During the financial year 2024-25, the Company has imported Squeezer machine, the details of which are as follows:

(a) The details of technology imported: Squeezer Machine
(b) The date of import: 02/07/2024
(c) Whether the technology has been fully absorbed: Yes
(d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof: Not Applicable

During the financial year 2024-25, the Company has imported Grinder Machine, the details of which are as follows:

(a) The details of technology imported: Grinder Machine
(b) The date of import: 05/09/2024
(c) Whether the technology has been fully absorbed: Yes
(d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof: Not Applicable

iv. Expenditure incurred on Research and Development: Nil

C. Foreign Exchange Earnings and Outgo:

i. The foreign exchange earned in terms of actual inflows during the year: Nil

ii. The foreign exchange outgo during the year in terms of actual outflow: Rs. 2,29,30,136.84

39. INVESTOR EDUCATION AND PROTECTION FUND

During the year under review, the provision of Section 125(2) of the Act does not apply as the Company was not required to transfer any amount to the Investor Education and Protection Fund (IEPF) established by the Central Govt. of India.

40. GREEN INITIATIVES

In commitment to keep in line with the Green Initiatives and going beyond it, electronic copy of the Notice of 30th AGM of the Company including Annual Report for FY 2025-26 are being sent to all members whose email address are registered with the Company/Depository Participant(s).

41. GENERAL DISCLOSURE

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

a) Voluntary revision of Financial Statement or Board Reports.
b) Instance of Fraud which required the Statutory Auditors to report to the Audit Committee and or/Board under Section 143(12) of the Act and rules framed thereunder.
c) The Company does not have any Holding Company. The Company has incorporated M/s Avro Recycling Limited as its wholly owned subsidiary, but neither the Managing Director nor Whole Time Directors of the Company have received any remuneration or commission from M/s Avro Recycling Limited, wholly owned subsidiary.
d) The Company has not made any one-time settlement of loans taken from the Banks and financial institutions and hence the details of difference between the amount of valuation done at the time of one-time settlement and the valuation done while taking loans from the Banks of FIs along with the reason thereof is not applicable.

42. DIRECTOR'S RESPONSIBILITY STATEMENT

In terms of Section 134(3) of the Companies Act 2013, the Directors state that:

(a) In the preparation of the Annual Accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
(b) Appropriate accounting policies have been selected and applied consistently and have made judgments & estimates that are reasonable and prudent so as to give a true & fair view of the state of affairs of the company at March 31, 2026 and of the profit of the Company for the year ended March 31, 2026;
(c) Proper & sufficient care has been taken 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 & detecting fraud & other irregularities;
(d) The annual accounts have been prepared on a going concern basis;
(e) Proper Internal Financial Controls were followed by the Company and such internal financial controls are adequate and were operating effectively;
(f) Proper systems are devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

43. ACKNOWLEDGEMENT

Your Directors would like to express their sincere appreciation for assistance and co-operation received from the various stake holders including Banks, Governmental authorities and other business associates who have extended their valuable support and encouragement during the year under review.

Your Directors take the opportunity to place on record their deep appreciation of the committed services rendered by the employees at all levels of the Company, who have contributed significantly towards Company's performance and for enhancing its inherent strength. Your Directors also acknowledge with gratitude the encouragement and support extended by our valued stakeholders.

On behalf of the Board of Directors
For Avro India Limited

Sd/-	**Sd/-**
Sushil Kumar Aggarwal	**Sahil Aggarwal**
(Chairman & Whole-Time Director)	**(Managing Director)**
DIN:00248707	**DIN: 02515025**

Place: Ghaziabad
Date: 04.09.2026

Annexure-A

Form AOC-1

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

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

Part A – Subsidiaries

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

1. Number of subsidiaries 1

(Rs. In Lakhs)

Particulars	Name of the Subsidiary
CIN/any other registration number of subsidiary company	U22209UP2025PLC223821
Name of the subsidiary	**Avro Recycling Limited**
Date since when subsidiary was acquired	14/05/2025
Provisions pursuant to which the Company has become a subsidiary	Section 2(87)(ii)
Reporting period for the subsidiary concerned, if different from the holding company's reporting period.	14-05-2025 to 31-03-2026
Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries.	N/A
Share capital	83.84
Reserves and surplus	3952.14
Total assets	4108.84
Total liabilities	4108.84
Investments	Nil
Turnover	637.52
Profit before taxation	78.52
Provision for taxation	19.76
Profit after taxation	58.76
Proposed Dividend	Nil
% of shareholding	100%

2. Number of subsidiaries which are yet to commence operations: Nil

3. Number of subsidiaries which have been liquidated or have ceased to be a subsidiary during the year: Nil

Part B: Associates and Joint Ventures:
The Company does not have any Associate Company or Joint Venture during the financial year.

For and on behalf of the Board of Directors of
Avro India Limited

Sd/-	**Sd/-**
Sushil Kumar Aggarwal	**Sahil Aggarwal**
(Chairman & Whole-Time Director)	**(Managing Director)**
DIN:00248707	**DIN: 02515025**
Sd/-	**Sd/-**
Ghanshyam Singh	**Sumit Bansal**
Chief Financial Officer	**Company Secretary**
	Membership No: A42433

Place: Ghaziabad
Date: 30.05.2026

Annexure-B

CSR ANNUAL REPORT

1. **Brief outline of the Company's CSR Policy:** As per CSR Policy of the Company, the Company may engage in any of the activities related to Health, Education, Women Empowerment, Sports and others etc. The Company may also collaborate with other Companies/trust/societies for undertaking projects or programs or CSR activities in accordance with the provisions, amendments and rules specified in the Act. In addition, it may build CSR capacities of their own personnel as well as their implementing agencies through institutions while complying with respective provisions and amendments, if any, under the Companies Act, 2013.

2. **Composition of CSR Committee:**

   The Composition of Corporate Social Responsibility Committee as on March 31, 2026 is as follows:

S.No.	Name of Member	Category	Designation	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year.
1.	Mr. Sushil Kumar Goyal	Independent Director	Chairman	1	1
2.	Mr. Pawan Dixit	Independent Director	Member	1	1
3.	Mrs. Richa Kathuria*	Independent Director	Member	0	0
4.	Mr. Mukul Jain**	Independent Director	Member	1	1

*Mrs. Richa Kathuria (earlier known as Richa Kalra) had resigned from the directorship of the Company w.e.f. December 20, 2025.

** Mr. Mukul Jain was appointed as a member of the committee w.e.f. December 25, 2025.

3. **The web-link where composition of CSR Committee, CSR policy and CSR projects approved by the Board are disclosed on the website of the company:**

   The Composition of CSR Committee is available on the website at https://avrofurniture.com/pdf1/Corporate-Social-Responsibility-Committee-(1).pdf

   The CSR policy of the Company is available on the website at https://avrofurniture.com/pdf1/240724/CSR%20Policy.pdf

   The details of CSR projects as approved by the Board are available on the website at https://avrofurniture.com/pdf1/CSR_Project_2025-26.pdf

4. **Executive summary along with web-link(s) of Impact Assessment of CSR projects**

carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable: Not Applicable

5. **(a) Average net profit of the company as per sub-section (5) of section 135**: Rs. 5,08,36,106

   (b) Two percent of average net profit of the Company as per sub-section (5) of section 135: Rs. 10,16,722

   (c)Surplus arising out of the CSR Project or programmes or activities of the previous financial years: Nil

   (d) Amount required to be set off for the financial year, if any. 7,272.34

   (e) Total CSR obligation for the financial year [(b)+(c)-(d)]: Rs. 10,09,449.66

6. **(a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project):** Rs. 10,17,000
   (b) Amount spent in Administrative overheads: Nil
   (c) Amount spent on Impact Assessment, if applicable: Not Applicable
   (d) Total amount spent for the Financial year [(a)+(b)+(c)]: Rs. 10,17,000
   (e) CSR Amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year (in Rs)	**Amount Unspent (In Rs.)**				
	Total Amount transferred to Unspent CSR Account as per subsection (6) of section 135		**Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135**		
	Amount	**Date of transfer**	**Name of Fund**	**Amount**	**Date of transfer**
Rs. 10,17,000	Nil	Not Applicable	Not Applicable	Nil	Not Applicable

(f) Excess amount for set-off, if any:

SI. No.	**Particular**	**Amount (in Rs.)**
(i)	Two percent of average net profit of the company as per sub-section (5) of section 135	10,16,722
(ii)	Total amount spent for the financial year	10,17,000
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	278
(iv)	Surplus arising out of the CSR Projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	278

7. **Details of Unspent Corporate Social Responsibility amount for the preceding financial years:**

SI .No.	Preceding Financial Years(s)	Amount transferred to Unspent CSR Account under sub-section (6) of section 135 (in Rs.)	Balance Amount in Unpsent CSR Account under sub-section (6) of section 135 (in Rs.)	Amount spent in the Financial Year (in Rs)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub-section (5) of section 135, if any		Amount remaining to be spent in succeeding financial years (in Rs.)	Deficiency, if any
					Amount (in Rs.)	Date of Transfer		
1.	2024-25	Nil	Nil	10,15,000	Nil	Not Applicable	Nil	Not Applicable
2.	2023-24	Nil	Nil	8,00,000	Nil	Not Applicable	Nil	Not Applicable
3.	2022-23	Not Applicable	Nil	Nil	Nil	Not Applicable	Nil	Not Applicable

8. **Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the financial year:**

   (i) Yes **(ii) No ✓**

9. **Specify the reason(s), if the Company has failed to spend two percent of the average net profit as per subsection (5) of Section 135:** Not Applicable

On behalf of the Board of Directors
For Avro India Limited

Sd/-
Sushil Kumar Aggarwal
(Chairman & Whole-Time Director)
DIN:00248707

Sd/-
Sahil Aggarwal
(Managing Director)
DIN: 02515025

Date: 04.09.2026
Place: Ghaziabad

Annexure-C

FORM NO. AOC-2

(Pursuant to Clause (h) of sub-section (3) of Section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Forms for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto:

1. **Details of contracts or arrangements or transactions not at arm's length basis:**
The Company has not entered into contract/arrangement/transaction with its related parties which is not in ordinary course of business or at arm's length basis during FY 2025-26.

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

S.No.	Particulars	Details
1.	Corporate Identity Number (CIN) or any other registration number	U22209UP2025PLC223821
2.	Name of the related party	Avro Recycling Limited
3.	Nature of relationship	Wholly Owned Subsidiary
4.	Nature of contracts/arrangements/transactions	Investment in equity shares
5.	Salient terms of the contracts or arrangements or transactions including actual/expected contractual amount	Investment of Rs. 39,76,21,872 via subscription of 82,83,789 equity shares in the right issue of M/s Avro Recycling Limited
6.	Date of approval by the Board	30/08/2025
7.	Amount paid as advances, if any	Nil

On Behalf of the Board of Directors
For Avro India Limited

Sd/-	**Sd/-**
Sushil Kumar Aggarwal	**Sahil Aggarwal**
(Chairman & Whole-Time Director)	**(Managing Director)**
DIN: 00248707	**DIN: 02515025**

Date: 04.09.2026
Place: Ghaziabad

Annexure-D

Form No. MR-3
Secretarial Audit Report

FOR THE FINANCIAL YEAR ENDED 31st March, 2026

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

To
The Members
Avro India Limited
(CIN-L25200UP1996PLC101013)
A-7/36-39, South of G.T. Road Industrial Area,
Electrosteel Casting Compound,
Ghaziabad UP 201009

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

Based on our verification of the M/s Avro India Limited books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, it's officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 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 M/s Avro India Limited ("The Company") for the period ended on 31st March, 2026 according to the provisions of:

I. The Companies Act, 2013 (**the Act**) and the Rules made thereunder;

II. The Securities Contracts (Regulation) Act, 1956 (**'SCRA'**) and the Rules made there under;

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

IV. Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under to the extent of Foreign Direct Investment;

V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (**'SEBI Act')** to the extent applicable to the Company :-
   a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
   b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
d. The Securities and Exchange Board of India (Share based Employee Benefits) Regulation 2014. **NA**
e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008. **NA**
f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993: The Company is not registered as Registrar to an Issue & Share Transfer Agent. However, the Company has appointed M/s Mas Services Limited as Registrar & Share Transfer Agent as per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; and **NA**
h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **NA**
I. Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements Regulations), 2015

VI. The management has identified and confirmed the following laws as specifically applicable to Company.

1. The Factories Act, 1948.
2. The Contract Labour (Regulation and Abolition) Act, 1970
3. The Employees Provident Fund & Miscellaneous Provisions Act, 1952
4. The Employees State Insurance Act, 1948
5. The Maternity Benefit Act, 1961
6. The Payment of Wages Act, 1936
7. The Payment of Bonus Act, 1965
8. The Workman's Compensation Act, 1923
9. The Payment of Gratuity Act, 1972
10. The Water (Prevention and Control of Pollution) Act, 1974
11. The Air (Prevention and Control of Pollution) Act, 1981
12. The Environment (Protection) Act, 1986
13. The Sexual Harassment of Woman at work place (Prevention, Prohibition and Redressal) Act, 2013.
14. The Trade Marks Act, 1999
15. The Legal Metrology Act, 2009

With effect from 21 November 2025, the four Labour Codes, namely the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020 and the Occupational Safety, Health and Working Conditions Code, 2020, came into force and the compliance for the remaining period of the financial year has been ensured by the Company in terms of the Management Representation submitted.

We further report that the Compliance by the Company of applicable financial laws like Direct & Indirect tax laws have not been reviewed in this audit since the same was subject to review by the Statutory Auditors and other designated professionals. We have relied on the representations made by the Company, its Officers and Report issued by the Statutory Auditor.

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

I. Secretarial Standards issued by The Institute of Company Secretaries of India.;

II. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as 'SEBI LODR 2015') and the Listing Agreement entered into by the Company with the National Stock Exchange of India Limited (hereinafter referred as 'NSE') and BSE Limited (hereinafter referred as 'BSE')

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

1. During the financial year 2025-26, a wholly owned subsidiary Company namely M/s Avro Recycling Limited engaged in the collection, sorting, processing and recycling of plastic waste and manufacture and sale of recycle plastic material, has been incorporated on May 14, 2025.

2. The Company invested in 100000 equity shares which were initially subscribed at par and subsequently 8283789 number of Equity shares of Rs. 1.00/- each subscribed @ premium of Rs. 47.00/- per equity share constituted total Rs 3977.82 Lacs in Wholly Owned Subsidiary company i.e. AVRO Recycling Limited, a Material Subsidiary Company through subscription of a Right Issue of Equity shares under the provision of section 62(1)(a) of the Companies Act,2013. As per the Statutory Audit Report this Investment constitutes approximately 32%of the Company's total assets and 44% of total equity as at 31st March 2026 and represent single largest deployment of funds by the company during the year under review. Right issue of subsidiary company was subscribed through the funds lying in Bank account out of the accumulated proceeds of the preferential issue of equity shares of the company made in the previous year.

3. For all RPT's, prior approval was obtained except provided below:

   (i) RPT related to advance of Rs. 25,00,000 was ratified by Audit Committee and Board of Directors in their meeting(s) held on August 30, 2025.

   (ii) RPT related to Sale of Plastic scrap for Rs. 11,99,677 was ratified by Audit Committee and Board of Directors in their meeting(s) held on September 29, 2025.

4. Board of Directors in their meeting held on 25th March 2026 approved the split of Equity shares from the face value of Rs. 10.00/- per equity share to Rs.1.00 per equity share. Matter was approved by the shareholders in their EGM held on April,18, 2026. Record date was 05 May 2026.

5. Post reporting date i.e. on 18th April,2026 Board of Directors resolved to allott 106090 equity shares pursuant to conversion of equal number of outstanding warrants. Remaining 424361 warrants have been lapsed and we observed in the statutory auditor report that 25% amount received earlier in respect of forfeited warrants was forfeited.

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

All Board meetings and committee meetings were held on shorter notice however the same was conducted in compliance with the Act. A system exists for directors to seek and obtain further information and clarifications on the agenda items before the meetings for their meaningful participation at the meetings.

Decisions of Board and Committees were carried through majority. We are informed that there was no dissenting members' view on any of the matters during the year that were required to be captured and recorded as part of minutes.

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 there were no specific event/actions having a major bearing on Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

For Chaturvedi & Company

Sd/-
Lalit Chaturvedi
Practicing Company Secretaries
CP No. 13708
Membership No. F 5961
Peer Reviewed Unit: UIN S2018UP599000
UDIN: F005961H001309043
Place : Noida
Date : 31.08.2026

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

Annexure- A to the Secretarial Audit Report

To

The Members
Avro India Limited
(CIN-L25200UP1996PLC101013)
A-7/36-39, South of G.T.Road Industrial Area,
Electrosteel Casting Compound,
Ghaziabad UP 201009

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

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

For Chaturvedi & Company

Sd/-
Lalit Chaturvedi
Practicing Company Secretaries
CP No. 13708
Membership No. F 5961
Peer Reviewed Unit: UIN S2018UP599000
UDIN: F005961H001309043
Place : Noida
Date : 31.08.2026

Form No. MR-3
Secretarial Audit Report

FOR THE FINANCIAL YEAR ENDED 31st March, 2026

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

To
The Members
Avro Recycling Limited
(CIN-U22209UP2025PLC223821)
A-7/36-39, South of G.T. Road Industrial Area,
Electrosteel Casting Compound,
Ghaziabad, UP 201009

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

Based on our verification of the M/s Avro Recycling Limited books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, it's officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 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 M/s Avro Recycling Limited ("The Company") for the period ended on 31st March, 2026 according to the provisions of:

I. The Companies Act, 2013 (**the Act**) and the Rules made thereunder;

II. The Securities Contracts (Regulation) Act, 1956 (**'SCRA'**) and the Rules made there under; **NA**

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

IV. Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under to the extent of Foreign Direct Investment; **NA**

V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (**'SEBI Act'**) to the extent applicable to the Company:-

a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **NA**
b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; **NA**

c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **NA**
d. The Securities and Exchange Board of India (Share based Employee Benefits) Regulation 2014. **NA**
e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008. **NA**
f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993: **NA**
g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; and **NA**
h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **NA**
i. Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements Regulations), 2015

VI. The management has identified and confirmed the following laws as specifically applicable to Company.

1. The Factories Act, 1948.
2. The Contract Labour (Regulation and Abolition) Act, 1970
3. The Employees Provident Fund & Miscellaneous Provisions Act, 1952
4. The Employees State Insurance Act, 1948
5. The Maternity Benefit Act, 1961
6. The Payment of Wages Act, 1936
7. The Payment of Bonus Act, 1965
8. The Workman's Compensation Act, 1923
9. The Payment of Gratuity Act, 1972
10. The Water (Prevention and Control of Pollution) Act, 1974
11. The Air (Prevention and Control of Pollution) Act, 1981
12. The Environment (Protection) Act, 1986
13. The Sexual Harassment of Woman at work place (Prevention, Prohibition and Redressal) Act, 2013.

With effect from 21 November 2025, the four Labour Codes, namely the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020 and the Occupational Safety, Health and Working Conditions Code, 2020, came into force and the compliance for the remaining period of the financial year has been ensure by the Company in terms of the Management Representation submitted.

We further report that the Compliance by the Company of applicable financial laws like Direct & Indirect tax laws have not been reviewed in this audit since the same was subject to review by the Statutory Auditors and other designated professionals. We have relied on the representations made by the Company, its Officers and Report issued by the Statutory Auditor.

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

I. Secretarial Standards issued by The Institute of Company Secretaries of India.;

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

1. M/s Avro Recycling Limited was promoted by M/s AVRO India Limited and incorporated on 14.05.2025 with an Authorised share capital of Rs.5,00,000.00/- divided in to 500000 equity shares of Rs. 1.00/- each and Issued, subscribed and paid up capital of Rs.1,00,000 divided in to 100000 equity shares of Rs.1.00/- each as a Wholly owned subsidiary company.
2. The authorised share capital was increased from Rs.5,00,000 to Rs. 100,00,000 divided in to 10000000 equity shares of Rs. 1.00/- each vide Board resolution dated 13.08.2026 and shareholder resolution dated 14.08.2026.
3. The Holding Company i.e. Avro India Limited invested in 100000 nos of equity shares which were initially subscribed at par and subsequently 8283789 number of Equity shares of Rs. 1.00/- each subscribed @ premium of Rs. 47.00/- per equity share constituted total Rs 3977.82 lacs in Wholly Owned Subsidiary company i.e. AVRO Recycling Limited, a Material Subsidiary Company through subscription of a Right Issue of Equity shares under the provision of section 62(1)(a) of the Companies Act,2013.

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

All Board Meetings were held on shorter notice however the same was conducted in compliance with the Act. A system exists for directors to seek and obtain further information and clarifications on the agenda items before the meetings for their meaningful participation at the meetings. Decisions of Board were carried through majority. We are informed that there was no dissenting members' view on any of the matters during the year that were required to be captured and recorded as part of minutes.

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 there were no specific event/actions having a major bearing on Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc. This Report is issued in terms of the provision of Regulation 24A of SEBI (LODR) Regulation 2015.

For Chaturvedi & Company

Sd/-
Lalit Chaturvedi
Practicing Company Secretaries
CP No. 13708
Membership No. F 5961
Peer Reviewed Unit: UIN S2018UP599000
UDIN: F005961H001309384
Place : Noida
Date: 31.08.2026

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

Annexure- A to the Secretarial Audit Report

To

The Members
Avro Recycling Limited
(CIN-U22209UP2025PLC223821)
A-7/36-39, South of G.T.Road Industrial Area,
Electrosteel Casting Compound,
Ghaziabad, UP 201009

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

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

For Chaturvedi & Company

Sd/-
Lalit Chaturvedi
Practicing Company Secretaries
CP No. 13708
Membership No. F 5961
Peer Reviewed Unit: UIN S2018UP599000
UDIN: F005961H001309384
Place : Noida
Date : 31.08.2026

Annexure-E

Secretarial Compliance Report of

M/s AVRO INDIA LIMITED for the financial year ended 31st March, 2026

(Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,

The Board of Directors
AVRO India Limited
A-7/36-39, South of G.T. Road Industrial Area,
Electrosteel Casting Compound,
Ghaziabad-201009, UP

Sir

We have examined:

(a) all the documents and records made available to us and explanation provided by ***AVRO India Limited*** ("the listed entity"),

(b) all the filings/ (submissions made by the listed entity to the stock exchanges,

(c) website of the listed entity,

(d) any other document/ filing, as may be relevant, which has been relied upon to make this Report,

for the financial year ended 31st March, 2025 in respect of compliance with the provisions of:

(a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued there under; and

(b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued there under, have been examined, include:-

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

(b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

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

(d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **Not Applicable during the period under review**

(e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations,2021; **Not Applicable during the period under review**

(f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations,2021; **Not Applicable during the period under review**

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

(h) Securities and Exchange Board of India (Depository & Participants') Regulations, 2018; and circulars/guidelines issued thereunder;

(i) Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993

(j) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **Not Applicable during the period under review**

and circular/guidelines issued thereunder;
and based on the above examination, we hereby report that during the Review Period:

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

Sr. No.	**Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)**	**Regulation/ Circular No.**	**Deviations**	**Action Taken by**	**Type of Action**	**Details of Violation**	**Fine Amount**	**Observations/ Remarks of the Practicing Company Secretary**	**Management Response**	**Remarks**
1.	Prior approval of shareholders as per Reg. 23(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Reg. 23(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulati	The Company has not obtained prior approval of shareholders for material RPT,	Nil	Nil	Prior approval of shareholders was not obtained for RPT w.r.t person	-	The Company has not obtained prior approval of shareholders for RPT w.r.t Personal Guarantee	The Company has obtained prior approval from Audit committee and Board of	

		ons, 2015	however, the same was ratified by the shareholders on March 30, 2026.			al guarantees given to IDFC First Bank Ltd, however, the said transaction was ratified by shareholders on 30.06.2026.		given by Sushil Kumar Aggarwal, Sahil Aggarwal, Nikhil Aggarwal, Anita Aggarwal, Sushil Kumar Aggarwal HUF, Sahil Aggarwal HUF, Nikhil Aggarwal HUF for Rs. 21,08,00,000 to IDFC First Bank Ltd. However, the said RPT was ratified by the shareholders on March 30, 2026.	Directors. The shareholders of the Company have ratified the said RPT. No harm caused to any stakeholders of the Company.	

(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations/ Remarks of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended March 31, 2024	Compliance Requirement (Regulations/ circulars/ Guidelines including specific clause)	Details of Violation/ Deviations and actions taken/penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
Not Applicable						

(c) We hereby report that, during the review period the compliance status of the listed entity with the following requirements:

Sr.No.	Particulars	Compliance Status	Observations /Remarks by PCS*

		(Yes/No/NA)	
1.	**Secretarial Standards:** The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI).	YES	-
2.	**Adoption and timely updation of the Policies:** ● All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities. ● All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI.	YES	-
3.	**Maintenance and disclosures on Website:** ● The Listed entity is maintaining a functional website ● Timely dissemination of the documents/ information under a separate section on the website. ● Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re- directs to the relevant document(s)/ section of the website.	YES	-
4.	**Disqualification of Director:** None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	YES	-
5.	**Details related to Subsidiaries of listed entities** (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries	YES	During the financial year 2025-26, an wholly owned subsidiary company namely M/s Avro Recycling Limited has been incorporated on May 14, 2025.

6.	**Preservation of Documents:** The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per policy of preservation of Documents and archival policy prescribed under the SEBI LODR Regulations, 2015.	YES	-
7.	**Performance Evaluation:** The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations.	YES	-
8.	**Related Party Transactions:** **(a)** The listed entity has obtained prior approval of Audit Committee for all related party transactions; or **(b)** In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee	YES NA	For all RPT's, prior approval was obtained except provided as per 8(b) (i) RPT related to advance of Rs. 25,00,000 was ratified by Audit Committee in its meeting held on August 30, 2025. (ii) RPT related to Sale of plastic scrap for Rs. 11,99,677 was ratified by Audit Committee in its meeting held on September 29, 2025.
9.	**Disclosure of events or information:** The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	YES	-
10.	**Prohibition of Insider Trading:** The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	YES	-

11.	**Actions taken by SEBI or Stock Exchange(s), if any:** No action(s) has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder (or) ~~The actions taken against the listed entity/ its promoters/ directors/subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.~~	YES	No actions were taken by SEBI or Stock Exchange during the period under review.
12.	**Resignation of statutory auditors from the listed entity or its material subsidiaries** In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and/or its material subsidiary(ies) has/have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.	NA	No such event has occurred during the reporting period. Hence, the same is not applicable.
13.	**Additional Non-compliances, if any:** No additional non-compliance observed for any of the SEBI regulation/circular/guidance note etc.	YES	None

Observations/Remarks by PCS are mandatory if the Compliance status is provided as ‘No’ or ‘NA’

Assumptions and Limitation of Scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of the documents and information furnished are the responsibility of the management of listed entity.
2. Our responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the listed entity.
4. This report solely for the intended purpose of compliance in terms of Regulation 24(A)(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and neither an assurance to future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

Date: 28.05.2026 Place: Noida	**For Chaturvedi & Company** **Company Secretaries** **Sd/-** **Lalit Chaturvedi** **Mem. No. F5961** **C.O.P. No. 13708** **UDIN: F005961H000517661**
	Peer Reviewed Unit: UIN S2018UP599000

Annexure-F

Disclosures pursuant to Section 197(12) of the Companies Act, 2013 and Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

a) The ratio of remuneration of each director to the median remuneration of employees for the financial year:

Sr. No.	Name	Designation	Ratio against median employee's remuneration
1.	Mr. Sahil Aggarwal	Managing Director	4.88
2.	Mr. Sushil Kumar Aggarwal	Chairman & Whole-Time Director	4.88
3.	Mr. Nikhil Aggarwal	Whole Time Director	4.02
4.	Mrs. Anita Aggarwal	Non-Executive Director	0.05
5.	Mr. Pawan Dixit	Independent Director	0.10
6.	Mrs. Richa Kalra*	Independent Director	0.08
7.	Mr. Sushil Kumar Goyal	Independent Director	0.13
8.	Mr. Mukul Jain	Independent Director	0.06
9.	Mr. Sunil Duggal**	Independent Director	0.00
10.	Mrs. Nimisha Rohit Agarwal***	Independent Director	0.04

Note: For calculating the Median of employee's remuneration, the remuneration paid to all the employees has been considered irrespective of their date of joining and date of leaving.

*Mrs. Richa Kalra had resigned from the directorship of the Company w.e.f. December 20, 2025.

**Mr. Sunil Duggal had resigned from the directorship of the Company w.e.f. September 26, 2025.

***Mrs. Nimisha Rohit Agarwal was appointed as an Independent Director of the Company w.e.f. January 02, 2026.

b) The Percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:

S.No.	**Name of the Director/CFO/ CS/Manager**	**Category**	**% Increase in Remuneration in the financial year**
1.	Mr. Sahil Aggarwal	Managing Director	6.25%
2.	Mr. Sushil Kumar Aggarwal	Whole-Time Director	6.25%
3.	Mr. Nikhil Aggarwal	Whole Time Director	16.67%
4.	Mrs. Anita Aggarwal	Non-Executive Director	N/A
5.	Mr. Pawan Dixit	Independent Director	N/A

6.	Mrs. Richa Kathuria*	Independent Director	N/A
7.	Mr. Sushil Kumar Goyal	Independent Director	N/A
8.	Mr. Mukul Jain	Independent Director	N/A
9.	Mr. Sunil Duggal**	Independent Director	N/A
10.	Mrs. Nimisha Rohit Agarwal***	Independent Director	N/A
11.	Mr. Ghanshyam Singh	Chief Financial Officer	23.08%
12.	Mr. Sumit Bansal	Company Secretary	50.28%

* Mrs. Richa Kathuria (earlier known as Richa Kalra) has resigned from the directorship of the Company w.e.f. December 20, 2025.

**Mr. Sunil Duggal has resigned from the directorship of the Company w.e.f. September 26, 2025.

***Mrs. Nimisha Rohit Agarwal has resigned from the directorship of the Company w.e.f. January 02, 2026.

Note: Since Independent Director and Non-Executive Directors received no remuneration except sitting fees for attending Board/Committee meetings, the required details are not applicable.

c) The percentage increase in the median remuneration of employees in the financial year:

The Percentage increase in median remuneration of Employees in the financial year was -0.05%*

*For calculating the median remuneration of employees for both financial year 2025-26 and 2024-25, the remuneration paid to all the employees has been considered irrespective of their date of joining and date of leaving.

d) The number of permanent employees on the rolls of the Company: 77 Employees as on March 31, 2026.

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

The average increase in remuneration of the employees is 8.95%*. The average increase in overall managerial remuneration is 0.00%.

*For calculating the Percentage increase in remuneration of the employees, the CTC of all employees has been considered irrespective of date of joining and date of leaving.

f) Affirmation that remuneration is as per the remuneration policy of the Company.

The Company affirms that the remuneration is as per the remuneration policy of the Company.

Note- For the above calculations, the provision for Gratuity has not been considered as part of remuneration of directors and employees.

On Behalf of the Board of Directors
For Avro India Limited

Sd/-	**Sd/-**
Sushil Kumar Aggarwal	**Sahil Aggarwal**
(Chairman & Whole-Time Director)	**(Managing Director)**
DIN: 00248707	**DIN: 02515025**

Date: 04.09.2026
Place: Ghaziabad

Annexure-G

Information as per Rule 5(2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and forming part of the Board's Report for the year ended March 31, 2026.

Name of top ten employees in terms of remuneration drawn:

Employee Name	Designation	Qualifications and experience of the employee	Date of Commencement of employment	Remuneration Received[1]	Age	Last employment held by employee
Sahil Aggarwal	Managing Director	Graduate & more than 16 years	02/12/2009	12,75,000	36	N.A.
Sushil Kumar Aggarwal	Whole Time Director	Graduate & more than 32 years	28/09/2002	12,75,000	65	N.A.
Nikhil Aggarwal	Whole Time Director	Graduate & 9 Years	21/08/2020	10,50,000	33	Clippard Instrument Laboratory Inc.
Ajeet Vikram Bahadur Singh	Purchase Head	Engineering in chemical, MBA (Business strategy) & 30 years	01/01/2025	12,49,909	47	Jindal Poly Films Limited
Dushyant Kumar	Plant Head	B.Tech (Mechanical) & 15 years	01/06/2025	11,45,832	36	Sperry Plast Limited
Sumit Bansal	Company Secretary & Compliance Officer	CS, L.L.B, B.Com(H) & more than 10 years	15/01/2020	11,27,998	36	Trina NRE Transportation Ltd.
Kaushal Pareek	Plant Manager	MBA (Marketing) & 15 years	01/06/2025	10,86,802	43	Exigo Recycling Limited
Mukesh Kumar Singh	Area Sales Manager	Graduate & 21 years	06/04/2024	10,58,765	51	Alder Furniture Pvt. Ltd.
Ghanshyam Singh	Chief Financial officer	B. Com & 19 years	18/11/2011	10,27,707	39	Advance Stilmul Engineering Pvt Ltd.
Sushavan Chatterjee	Area Sales Manager	B. Com & more than 20 years	01/04/2023	9,51,932	47	Nilkamal Limited

[1] The remuneration received mentioned above does not include provision for gratuity.

Notes:

1) There was no such employee employed throughout the financial year who was in receipt of remuneration for that year which, in the aggregate, not less than one crore and two lakh rupees.
2) There was no such employee employed for a part of the financial year who was in receipt of remuneration for any part of that year, at a rate which, in the aggregate, not less than eight lakh and fifty thousand rupees per month.
3) None of the employees were in receipt of remuneration which in the aggregate, is in excess of that drawn by the managing director or whole-time director or manager except Mr. Sumit Bansal, Company Secretary and Mr. Ghanshyam Singh, who has drawn the remuneration in excess of Mr. Nikhil Aggarwal, Whole Time Director for very limited duration.
4) The equity shareholding of above employees in the Company does not exceed 2 percent except for Mr. Sushil Kumar Aggarwal, who holds 25,60,600 equity shares (19.24%), Mr. Sahil Aggarwal, who holds 13,95,000 equity shares (10.48%) and Mr. Nikhil Aggarwal, who holds 2,91,439 equity shares (2.19%) in the Company as on March 31, 2026.
5) None of the employees mentioned above are relative of any Director of the Company except Mr. Nikhil Aggarwal, Whole Time Director, Mr. Sahil Aggarwal, Managing Director and Mr. Sushil Kumar Aggarwal, Chairman & Whole Time Director of the Company. Mr. Nikhil Aggarwal, Whole Time Director and Mr. Sahil Aggarwal, Managing Director are the sons of Mr. Sushil Kumar Aggarwal, Chairman & Whole Time Director and Mrs. Anita Aggarwal, Non-Executive Director of the Company. Mr. Sushil Kumar Aggarwal, Chairman & Whole Time Director of the Company is the husband of Mrs. Anita Aggarwal, Non-Executive Director of the Company.

On Behalf of the Board of Directors
For Avro India Limited

Sd/-	**Sd/-**
Sushil Kumar Aggarwal	**Sahil Aggarwal**
(Chairman & Whole-Time Director)	**(Managing Director)**
DIN: 00248707	**DIN: 02515025**

Place: Ghaziabad
Date: 04.09.2026

Annexure-H

REPORT ON CORPORATE GOVERNANCE

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

The fundamental principle of Corporate Governance is achieving sustained growth ethically and in the best interest of all stakeholders. It is not a mere compliance of laws, rules and regulations but a commitment to values, best management practices and adherence to the highest ethical principles in all its dealings to achieve the objects of the Company, enhance stakeholder value and discharge its social responsibility.

The Company has a strong legacy of fair, transparent and ethical governance practices and it believes that good Corporate Governance is essential for achieving long-term goals and to enhance stakeholders value. In this pursuit, the Company's philosophy on Corporate Governance is based on the belief that effective Corporate Governance practices constitute a strong foundation on which successful commercial enterprises are built to last. Good Corporate Governance is indispensable to resilient and vibrant capital markets and is, therefore an important instrument of investor protection. As a good corporate citizen, the Company lays great emphasis on a corporate culture of conscience, integrity, fairness, transparency, accountability and responsibility for efficient and ethical conduct of its business. In addition, the Company has adopted a Code of Conduct for its Non-Executive Directors including Code of Conduct for Independent Directors which suitably incorporates the duties of Independent Directors as laid down in the Companies Act, 2013 ('the Act'). The same is available on website of the Company at www.avrofurniture.com

2. BOARD OF DIRECTORS

The Board of Directors ('the Board') is responsible for overall governance of the Company. They determine the company's overall strategy and follow up on its implementation, supervise the performance, ensure adequate management and organization. The Board of Directors provides strategic guidance and independent views to the Company's senior management while discharging its fiduciary responsibilities. The Company has put in place an internal governance structure with defined roles and responsibilities of every constituent within the system.

Constitution of Board

The Company has a balanced board with optimum combination of Executive and Non-Executive Directors, including Independent Directors, which plays a crucial role in Board processes and provides independent judgement on issues of strategy and performance. As on 31st March, 2026, Board comprises of 8 (Eight) Directors out of which 3(Three) Directors are Executive Directors, one (1) Director is Non-Executive Director and remaining 4(Four) are Non-Executive Independent Directors.

Independent Directors are non-executive directors as defined under Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and Section 149(6) of the Companies Act, 2013 ('the Act') as amended from time to time. The maximum tenure of the Independent Directors is in compliance with the Companies Act, 2013. All Independent Directors have confirmed that they meet the criteria as mentioned under Regulation 16(1)(b) of the Listing Regulations as amended from time to time and Section 149 of the Companies Act, 2013. In terms of Regulation 25(8) of the Listing Regulations, they have confirmed that they are not aware of any circumstance or situation which exists or may be reasonable anticipated that could impair or impact their ability to discharge their duties. The present strength of the Board reflects judicious mix of professionalism, competence and sound knowledge which enables the Board to provide effective leadership to the Company.

As mandated by Regulation 26 of the Listing Regulations, none of the Directors of the Company are members of more than 10(ten) board level committees in public companies nor they are chairperson of more than 5(five) board level committees in which they are directors.

The Composition of the Board is in conformity with the Regulation 17 of the SEBI Listing Regulations.

As at 31st March, 2026, the Board comprised of following Directors:

Name of Director	**Category Cum Designation**	**No. of directorship in other Indian Public Companies** [1]		**No. of Board Committee positions in other Indian Public Companies**[2]		**No. of Shares held as on March 31, 2026**	**No. of Convertible warrants**	**Inter-se Relation between Directors**
		Chairperson	**Member**	**Chairperson**	**Member**			
Mr. Sushil Kumar Aggarwal	Promoter, Chairman & Whole Time Director	1	-	-	-	25,60,600	-	Spouse of Mrs. Anita Aggarwal, Father of Mr. Sahil Aggarwal and Mr. Nikhil Aggarwal
Mr. Sahil Aggarwal	Promoter, Managing Director	-	1	-	-	13,95,000	-	Son of Mr. Sushil Kumar Aggarwal & Mrs. Anita Aggarwal and elder brother of Mr. Nikhil Aggarwal
Mrs. Anita	Promoter,	-	-	-	-			Spouse of Mr.

Name of Director	Category Cum Designation	No. of directorship in other Indian Public Companies [1]		No. of Board Committee positions in other Indian Public Companies[2]		No. of Shares held as on March 31, 2026	No. of Convertible warrants	Inter-se Relation between Directors
		Chairperson	Member	Chairperson	Member			
Aggarwal	Non-Executive Director					22,13,400	-	Sushil Kumar Aggarwal and mother of Mr. Sahil Aggarwal and Mr. Nikhil Aggarwal
Mr. Nikhil Aggarwal	Promoter, WholeTime Director	-	1	-	-	2,91,439	3,23,450	Son of Mr. Sushil Kumar Aggarwal & Mrs. Anita Aggarwal and younger brother of Mr. Sahil Aggarwal
Mr. Pawan Dixit	Non-Executive Independent Director	-	-	-	-	-	-	No Relation
Mrs. Richa Kathuria*	Non-Executive Independent Director	-	2	-	4	-	-	No Relation
Mr. Sushil Kumar Goyal	Non-Executive Independent Director	-	-	-	-	-	-	No Relation
Mr. Mukul Jain	Non-Executive Independent Director	-	3	2	3	-	-	No Relation
Mr. Sunil Duggal**	Non-Executive Independent Director	1	2	1	2	52,651	58,938	No Relation
Mrs. Nimisha Rohit Agarwal***	Non-Executive Independent Director	-	1	-	-	-	-	No Relation

[1]Directorships in Indian Public Companies (listed and unlisted) excluding Avro India Limited, Section 8 Companies and foreign Companies.

[2]In terms of Regulation 26(1)(b) of the SEBI Listing Regulations, the disclosure includes chairperson/membership of the Audit Committee and Stakeholders Relationship Committee in other Indian Public Companies (listed and unlisted) excluding Avro India Limited. Further, membership includes positions as chairperson of committee.

*Mrs. Richa Kathuria (earlier known as Richa Kalra) had resigned from the directorship of the Company w.e.f. December 20, 2025. Details of her directorship and membership of Committees in other public companies has been considered till the effective date of her resignation.
**Mr. Sunil Duggal had resigned from the directorship of the Company w.e.f. September 26,2025. Details of his directorship and membership of Committees in other public companies has been considered till the effective date of his resignation.
***Mrs. Nimisha Rohit Agarwal was appointed as an Independent Director of the Company w.e.f. January 02, 2026.

None of the Director of the Company is disqualified for being appointed as Director as specified in Section 164(2) of the Companies Act, 2013. A certificate from M/s Chaturvedi & Company, Practicing Company Secretaries as stipulated under Regulation 34 read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is attached as an Annexure to this report.

Names of other Listed Companies wherein the Directors of the Company were Directors as on March 31, 2026

Name of Directors	Names of other listed companies where he/she is a Director	Category of Directorship
Mr. Sushil Kumar Aggarwal	-	-
Mr. Sahil Aggarwal	-	-
Mrs. Anita Aggarwal	-	-
Mr. Nikhil Aggarwal	-	-
Mr. Pawan Dixit	-	-
Mrs. Richa Kalra	DCM Financial Services Limited	Non-Executive Independent Director
	Confidence Petroleum India Limited	Non-Executive Independent Director
Mr. Sushil Kumar Goyal	-	-
Mr. Mukul Jain	Mohini Health & Hygiene Limited	Non-Executive Independent Director
	Urja Global Limited	Non-Executive Independent Director

	Enviro Infra Engineers Limited	Non-Executive Independent Director
Mr. Sunil Duggal	Singer India Limited	Non-Executive Independent Director
	Godawari Power and Ispat Limited	Non-Executive Independent Director
Mrs. Nimisha Rohit Agarwal	Confidence Petroleum India Limited	Non-Executive Independent Director

Board Meetings

Meetings of the Board are held atleast once in a quarter, inter-alia to review the quarterly results of the Company. Additionally, Board Meetings are convened, as and when required, to discuss and decide on other businesses. The Board meetings are generally held at registered office of the Company.

During the year under review, the Board of Directors of the Company met 13 (thirteen) times, viz 14th April, 2025, 27th May, 2025, 12th August, 2025, 30th August, 2025, 11th September, 2025, 29th September, 2025, 24th October, 2025, 14th November, 2025, 02nd January, 2026, 23rd January, 2026, 14th February, 2026, 06th March, 2026 and 25th March, 2026.

The details of attendance of each director at the Board Meeting and Annual General Meeting are given below:

S.No.	Name of Director	No. of Board Meeting held	No. of Board Meeting eligible to attend	No. of Board Meeting attended	Presence at the previous AGM
1.	Mr. Sushil Kumar Aggarwal	13	13	13	Yes
2.	Mr. Sahil Aggarwal	13	13	13	Yes
3.	Mrs. Anita Aggarwal	13	13	13	No
4.	Mr. Nikhil Aggarwal	13	13	13	Yes
5.	Mr. Pawan Dixit	13	13	9	Yes
6.	Mrs. Richa Kathuria*	8	8	8	Yes
7.	Mr. Sushil Kumar Goyal	13	13	12	Yes
8.	Mr. Mukul Jain	13	13	13	Yes
9.	Mr. Sunil Duggal**	5	5	1	NA
10.	Mrs. Nimisha Rohit Agarwal***	5	5	5	NA

*Mrs. Richa Kathuria (earlier known as Richa Kalra) had resigned from the Company w.e.f. December 20, 2025.

** Mr. Sunil Duggal had resigned from the directorship of the Company w.e.f. September 26, 2025.

***Mrs. Nimisha Rohit Agarwal was appointed as an Independent Director of the Company w.e.f. January 02, 2026.

During the year, the Board of Directors accepted all recommendations of the Committees of the Board, which were statutory in nature and required to be recommended by the Committee. Hence, the Company is in compliance of condition of clause 10(j) of Schedule V of the Listing Regulations.

Independent Directors

In terms of Section 149 of the Companies Act, 2013 and rules made thereunder and Listing Regulations, the Company has five Non-Promoter Non-Executive Independent Directors. In the opinion of the Board of Directors, all Independent Directors of the Company meet all the criteria mandated by Section 149 of the Companies Act, 2013 and rules made thereunder and Listing Regulations and they are Independent of Management.

During the financial year 2025-26, a separate meeting of Independent Directors was held on March 18, 2026 without the presence of Non-Independent Directors to review the performance of Non-Independent Directors and Board as whole and performance of Chairman of the Company including assessment of quality, quantity and timeliness of flow of information between the Company management and Board that is necessary for the Board of Directors to effectively and reasonably perform their duties.

The terms and conditions for appointment of Independent Directors are incorporated on the website of the Company at https://cdn.shopify.com/s/files/1/0031/8809/7069/files/Terms_and_Conditions_of_Appointment_of_Director.pdf?v=1647946468.

The Company has received a declaration from the Independent Director from the Independent Directors of the Company under Section 149(7) of the Companies Act, 2013 and 16(1)(b) of Listing Regulations confirming that they meet the criteria of Independence as per relevant provisions of the Companies Act, 2013 for financial year 2025-26. The Board of Directors of the Company has taken on record the said declarations and confirmations submitted by the Independent Directors after undertaking due assessment of the veracity of the same. In the opinion of the Board, they fulfil the conditions for re-appointment as Independent Director and are Independent of the Management.

Board Diversity and Succession Planning

In compliance with the provisions of the SEBI Listing Regulations, the Company has a policy on Board Diversity in place. The directors are person of eminence in areas of governance, financial services, etc. and bring with them experience/skills which add value to the performance of the Board.

Further, one of the key functions of the Board of Directors is selecting, compensating, monitoring, and when necessary, replacing key managerial personnel and overseeing succession planning. Accordingly, the Company strives to maintain an appropriate balance of skills and experience within the organization. Further, pursuant to Regulation 17(4) of the Listing Regulations, the framework of succession planning for appointment of Board/senior management has been adopted by the Company.

Detailed reasons for the resignation of an Independent Director who resigns before the expiry of his tenure along with a confirmation by such director that there are no material reasons other than those provided.

During the financial year 2025-26, Mr. Sunil Duggal (DIN: 07291685) had resigned from the post of director due to pre-occupations and time constraint w.e.f. September 26, 2025 and confirmed that there was no material reason other than the reason mentioned in his resignation letter. During the financial year 2025-26, Mrs. Richa Kathuria (earlier known as Richa Kalra) had resigned from the directorship of the company due to pre-occupations w.e.f. December 20, 2025 and confirmed that there was no material reason other than the reason mentioned in her resignation letter.

Code of Conduct for the Board of Directors and Senior Management personnel

In terms of Regulation 17(5) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has adopted the Code of Conduct for the Board of Directors and Senior Management Personnel of the Company. The Compliance of the said code has been affirmed by them annually. The Code of Conduct also includes the duties of Independent Directors. A copy of the said Code has been put up on the Company's website and the same may be accessed at https://cdn.shopify.com/s/files/1/0031/8809/7069/files/Code_of_Conduct_for_Board_of_Directors_and_Senior_Management_Personnel.pdf?v=1661595040

A declaration signed by the Managing Director of the Company is attached with this report.

Familiarization Programmes for Board Members

In compliance with Reg. 25(7) of the Listing Regulations, the Company has put in place a familiarization programme for the Independent Directors to familiarize them with their roles, rights and responsibilities in the Company, nature of Industry in which the Company operates, business model of the Company etc. through various programmes. The details of such familiarization programme imparted to the Independent Directors during the financial year 2025-26 are disclosed on the website of the Company and the weblink for the same is https://www.avrofurniture.com/detail-of-familiarization-programmes-imported-to-independent-director.php

NON-EXECUTIVE DIRECTOR'S COMPENSATION AND DISCLOSURES:

Non-Executive Directors including Independent Directors are paid sitting fees in accordance with the applicable laws. The Company has paid sitting fees of Rs. 1,000/- for attending per meeting.

During the financial year 2025-26, the Company has paid sitting fees to Non-Executive Directors and Independent Directors for attending Board meetings and Committee meetings.

Skills/expertise competencies of the Board of Directors:

Skills	**Experience**	**Attributes**
Business Environment Knowledge	Ability to drive business success in the relevant markets.	Understanding of diverse business environments, economic conditions, cultures and regulatory frameworks.
Strategy/Business Leadership	Understanding of organizations, processes, strategic planning and risk management, driving change and long term growth.	Ability to think strategically and identify and critically assess strategic opportunities and threats and develop effective strategies in the context of the strategic objectives of the Company.
Financial Expertise	Experience in management or supervision of finance functions and financial reporting processes.	Ability to analyze key financial statements, critically assess financial viability and performance.
Sales and Marketing	Rich experience in sales & marketing and good understanding of commercial processes.	Ability to develop strategies to grow sales & market share.
Corporate Governance	Experience in implementing good corporate governance practices.	Willingness and commitment to devote the required time to duties & responsibilities of Board Membership; Willingness to represent the best interest of all stakeholders and objectively appraise Board and management performance; Maintaining Board and management accountability; and Protecting shareholders interest, and observing appropriate governance practices.
Practical Wisdom and Good Judgement	Specialized knowledge in a specific area; Ability to critically analyze complex and detailed information, distill key issues; and Develop innovative approaches solutions to problems.	Highest personal and professional ethical standards and honesty; Willingness to deal with tough issues; and Maturity and discipline to know and maintain the fine line between governance and managerial oversight.
Risk Management	Risk and Compliance Oversight	Ability to identify key risks to the Company in a wide range of areas including legal and regulatory compliance; and Monitor risk and compliance frameworks and systems.

In the table below, the specific areas of focus or expertise of individual Board members have been highlighted. These skills/competencies are broad-based, encompassing several areas of expertise/experience. Each Director may possess varied combinations of skills/experience within the described set of parameters and it is not necessary that all Directors possess all skills/experience listed therein.

Name of Director	**Areas of Skills/Expertise**						
	Business Environment Knowledge	Strategy/ Business Leadership	Financial Expertise	Sales and Marketing	Corporate Governance	Practical Wisdom and Good Judgement	Risk Management
Mr. Sushil Kumar Aggarwal	✓	✓	✓	✓	✓	✓	✓
Mr. Sahil Aggarwal	✓	✓	✓	✓	✓	✓	✓
Mrs. Anita Aggarwal	✓	✓	-	-	✓	✓	✓
Mr. Nikhil Aggarwal	✓	✓	✓	✓	✓	✓	✓
Mr. Pawan Dixit	-	-	✓	-	✓	✓	✓
Mrs. Richa Kalra	-	-	✓	-	✓	✓	✓
Mr. Sushil Kumar Goyal	-	-	✓	-	✓	✓	✓
Mr. Mukul Jain	-	✓	✓	✓	✓	✓	✓
Mr. Sunil Duggal	✓	✓	✓	✓	✓	✓	✓
Mrs. Nimisha Rohit Agarwal	-	-	✓	-	✓	✓	✓

PROHIBITION OF INSIDER TRADING

The Company has devised a Code of Conduct of Insider Trading Regulations which is applicable to all the Designated persons of the Company who are expected to have access to the unpublished price sensitive information relating to the Company and is available on the website of the Company https://avrofurniture.com/pdf1/Insider%20Trading%20Code.pdf

The said code lays down guidelines which advise them on procedures to be followed and disclosures to be made while dealing in the shares of the Company.

3. COMMITTEES OF THE BOARD

Presently, the Board has four committees i.e. Audit Committee, Nomination and Remuneration Committee, Stakeholder's Relationship Committee and Corporate Social Responsibility Committee. Each Committee has its defined terms of reference which is reviewed by the Board from time to time in order to determine the appropriateness of the purpose for which the committee was formed. Committee composition confirms to applicable laws and regulations. Minutes of all the Committee meetings are placed before the Board members for noting in the subsequent board meeting.

All decisions pertaining to the constitution of the Committees, appointment of members and fixing of terms of reference for committee members are taken by the Board of Directors. Details on the role and composition of these committees, including number of meetings held during the financial year and the related attendance are provided below:

There were no instances during the financial year 2025-26, wherein the Board had not accepted recommendations made by any committee of the Board.

A. Audit Committee

The Company has formed audit Committee in line with the provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of Listing Regulations for the purpose of assisting the Board in fulfilling its overall responsibilities of monitoring financial reporting processes, reviewing the Company's established systems and processes for internal financial controls, governance and reviewing the Company's statutory and internal audit activities.

During the year, the Committee carried out its functions as per the powers and roles given under Regulation 18 read with Part C of Schedule II of the Listing Regulations, 2015 and the Companies Act, 2013.

Composition, Meetings & Attendance for the financial year 2025-26

Mrs. Richa Kathuria (earlier known as Richa Kalra), Independent Director had resigned from the directorship of the Company w.e.f. December 20, 2025. Therefore, the Board of Directors in their meeting held on January 02, 2026 have reconstituted the Audit Committee by appointing Mrs. Nimisha Rohit Agarwal as a member of the Committee w.e.f. January 02, 2026.

The Committee met 13 (Thirteen) times during the year under review. The Committee meetings were held on 14th April, 2025, 27th May, 2025, 12th August, 2025, 30th August, 2025, 11th September, 2025, 29th September, 2025, 24th October, 2024, 14th November, 2025, 02nd January, 2026, 23rd January, 2026, 14th February, 2026, 06th March, 2026 and 25th March, 2026. The gap between any two meetings has been less than four months. The composition of the Audit Committee of the Board of the Company along with the details of meetings held and attended during the financial year 2025-26 are detailed below:

The details of composition, meetings and attendance at the Audit Committee meetings are given below:

Name of Members	Category	Designation	No. of Meetings during Financial Year 2025-26	
			Held	Attended
Mr. Pawan Dixit	Independent Director	Chairman	13	9
Mrs. Richa Kathuria*	Independent Director	Member	8	8
Mr. Sushil Kumar Goyal	Independent Director	Member	13	12

Mrs. Nimisha Rohit Agarwal**	Independent Director	Member	4	4

*Mrs. Richa Kathuria (earlier known as Richa Kalra) had resigned from the directorship of the Committee w.e.f. December 20, 2025.

Mrs. Nimisha Rohit Agarwal was appointed as a member of the committee w.e.f. January 02, 2026.

The Company Secretary of the Company acts as a Secretary to the Committee.

The Statutory Auditors of the Company is invited in the meeting of the Committee wherever requires. The Chief Financial Officer of the Company is a regular invitee at the meeting.

Mr. Pawan Dixit, Chairman of the Committee had attended last Annual General Meeting of the Company held on September 30, 2025.

Recommendations of the Audit Committee have been accepted by the Board of wherever/whenever given.

Brief Description of Terms of Reference:

The terms of reference of the Audit Committee are as under:

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;

2. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company and review and monitor the auditor's independence, performance and effectiveness of audit process;

3. Approval of payment to Statutory Auditors for any other services rendered by the Statutory Auditors;

4. Reviewing with the management, the annual financial statements and auditor's report thereon before submission to the board for approval with particular reference to:

    a) Matters required to be included in the director's responsibility statement to be included in the Board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;

    b) Changes, if any, in accounting policies and practices and reasons for the same;

    c) Major Accounting entries involving estimates based on the exercise of judgement by management;

    d) Significant adjustments made in the financial statements arising out of Audit;

    e) Compliance with listing and other legal requirements relating to financial statements;

    f) Disclosure of any related party transactions;

    g) Modified opinion(s) in the draft audit report

5. Reviewing with the management, the quarterly financial statements before submission to the Board for approval;

6. Reviewing with the management, the statement of uses/application of funds raised through an issue (public issues, right issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a [public issue or rights issue or preferential issue or qualified institution placement], and making appropriate recommendations to the Board to take up steps in this matter;

7. Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;

8. Approval or any subsequent modification of transactions of the Company with related parties;

9. Scrutiny of Inter-Corporate loans and investments;

10. Valuation of undertakings or assets of the Company, wherever it is necessary;

11. Evaluation of Internal Financial Controls and Risk Management Systems;

12. Reviewing with the management, performance of statutory and internal auditors, adequacy of the internal control systems;

13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;

14. Discussion with Internal Auditors of any significant findings and follow up there on;

15. Reviewing with findings of any internal investigations by the Internal Auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;

16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;

17. To look into the reasons for substantial defaults in the payment to the depositors, debentureholders, shareholders (in case of non-payment of declared dividends) and creditors;

18. To Review the functioning of the whistle blower mechanism;

19. Approval of Appointment of Chief Financial Officer after assessing the qualifications, experience and background, etc. of the candidate;

20. Carrying out any other function as is mentioned in the terms of reference of the audit committee.

21. Reviewing the utilization of loans and/or advances from investment by the holding company in the subsidiary exceeding rupees crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans/advances/investments.

22. Consider and comment on rationale, cost benefits and impact of schemes involving merger, demerger, amalgamation etc., on the Company and its shareholders.

Review of Information by the Committee:

The Audit Committee shall mandatorily review the following information:

1. Management discussion and analysis of financial condition and results of operations;

2. Management letters/letter of Internal Control Weakness issued by the Statutory Auditors;

3. Internal Audit Reports relating to Internal Control Weakness;

4. The Appointment, removal and terms of remuneration of the Chief Internal Auditor shall be subject to review by the Audit Committee and

5. Statement of Deviations:

   (a) Quarterly Statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1)

   (b) Annual Statement of funds utilized for purposes other than those stated in the offer documents/prospectus/notice in terms of Regulation 32(7).

6. Review and monitor the auditor's independence and performance and effectiveness of audit process;

7. Examination of the financial statement and auditor's report thereon;

8. Approval of any subsequent modifications of transactions of the Company with related parties;

9. Scrutiny of Inter-Corporate loans and investment;

10. Valuation of undertakings or assets of the Company, wherever it is necessary;

11. Evaluation of Internal Financial Controls and risk management systems;

12. Monitoring the end use of funds raised through public offers and related matters;

13. Any other matters as prescribed by law from time to time.

Powers of Committee:

The Committee

1. May call for comments of Auditors about Internal Control system, scope of audit, including observations of auditors and review of financial statement before their submission to board;

2. May discuss any related issues with internal and statutory auditors and management of the Company;

3. To seek information from any employee;

4. To secure attendance of outsiders with relevant expertise, if it considers necessary;

5. Any other power as may be delegated to the committee by way of operation of law.

B. Nomination and Remuneration Committee

The Company has formed Nomination and Remuneration Committee in line with the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 read with Part D of Schedule II of Listing Regulations.

Composition of Committee, Meetings and Attendance Details for FY 2025-26:

Mrs. Richa Kathuria (earlier known as Richa Kalra) had resigned from the directorship of the Company w.e.f. December 20, 2025. Therefore, the Board of Directors in their meeting held on January 02, 2026 have reconstituted the committee by appointing Mrs. Nimisha Rohit Agarwal as a member of the Committee w.e.f. January 02, 2026.

Nomination and Remuneration Committee meeting is generally held at atleast once in year. Additional meetings are held for the purpose of recommending appointment/re-appointment of Directors and Key Managerial Personnel and their remuneration. During the year under review, Nomination and Remuneration Committee met 4 (four) times viz, 14th April, 2025, 30th August, 2025, 24th October, 2025 and 02nd January, 2026.

The details of composition, meetings and attendance at the Nomination and Remuneration Committee meetings are given below:

Name of Members	**Category**	**Designation in Committee**	**Number of meetings during financial year 2025-26**	
			Held	**Attended**
Mr. Pawan Dixit	Independent Director	Chairman	4	3
Mr. Sushil Kumar Goyal	Independent Director	Member	4	4
Mrs. Richa Kathuria*	Independent Director	Member	3	3
Mrs. Nimisha Rohit Agarwal**	Independent Director	Member	0	0

*Mrs. Richa Kathuria (earlier known as Richa Kalra) had resigned from the directorship of the Company w.e.f. December 20, 2025.

***Mrs. Nimisha Rohit Agarwal was appointed as a member of the Committee w.e.f. January 02, 2026.

TERMS OF REFERENCE:

The Terms of reference of Nomination and Remuneration committee are briefed hereunder;

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;

(1A). For every appointment of an Independent Director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an Independent Director. The Person recommended to the Board for appointment as an Independent Director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:

b. Use the services of an external agencies, if required;
c. consider candidates from a wide range of backgrounds, having due regard to diversity; and
d. consider the time commitments of the candidates.

2. Formulation of criteria for evaluation of performance of Independent Directors and the Board of Directors;

3. Devising a policy on diversity of board of directors;

4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal;

5. Whether to extend or continue the term of appointment of the Independent Director, on the basis of the report of performance evaluation of independent directors.

6. Recommend to the board, all remuneration, in whatever form, payable to senior management.

Board and Director Evaluation and criteria for evaluation

In terms of the requirement of the Act and Listing Regulations, an annual performance evaluation of the Board is undertaken where the Board formally assesses its own performance with the aim to improve the effectiveness of the Board and the Committees. During the year under review, the Board has carried out an annual evaluation of its own performance, performance of the Directors, as well as evaluation of working of the committees.

The NRC has defined the evaluation criteria, procedure and time schedule for the Performance evaluation process for the Board, its Committees and Directors. The criteria for evaluation of Board, Individual Directors and Committees include, interalia the following:

Board Evaluation	**Evaluation of Individual Directors**	**Committee Evaluation**
Board Structure- Qualifications,	Professional Qualifications and	Adequacy of Committee

Experience and competencies	experience	Composition
Meetings-regularity, frequency Agenda, discussion and recording of minutes	Knowledge, skills and Competencies	Effectiveness of the Committee
Functions-strategy, governance Compliances, evaluation of risks Stakeholder value and Responsibility, conflict of Interest	Fulfillment of functions, ability to function as a team	Function and Duties of the Committee
Board and Management Relations	Attendance	Meetings-regularity, frequency, Agenda, discussion and dissent, Recording of minutes
Succession Planning	Commitment, contribution, Integrity and Independence	Independence of the Committee from the Board and contribution to the decisions of the Board
Independence of management from the Board, access of Board and management to each other	In Addition to the above, the Chairman of the board meetings is also evaluated on key aspects of his role, including effectiveness of leadership and ability to steer meetings, impartiality and ability to keep shareholders interest in mind	

Remuneration of Directors:

The criteria for making payment to Non-Executive Directors are provided under the Nomination and Remuneration policy of the Company which is hosted on the website of the Company viz; https://avrofurniture.com/img/Investor%20Desk-%20AVRO%202/Policies/Nomination_and_Remuneration_Policy_1.pdf

During the year under review, the Company has paid remuneration to executive directors of the Company, the details of which are as under:

S.No.	Name of Directors	Designation	Component of payment	Remuneration Paid (Rs. In Lakh)	Tenure
1.	Sushil Kumar Aggarwal	Chairman & Whole Time Director	Fixed Salary	Rs. 12.75 For FY 2025-26	5 Years w.e.f. 21st March, 2023
2.	Sahil Aggarwal	Managing Director	Fixed Salary	Rs. 12.75 For F.Y. 2025-26	5 Years w.e.f. 21st March, 2023

3.	Nikhil Aggarwal	Whole Time Director	Fixed Salary	Rs. 10.50 For FY 2025-26	5 Years w.e.f. 14th April, 2022

The remuneration paid to the Directors is decided by the Nomination and Remuneration Committee based on the performance of the Company in accordance with the Nomination and Remuneration policy within the limit approved by the board or members. The Directors are not paid any performance linked incentive.

Apart from sitting fees, Non-Executive Directors do not receive any other consideration. Further, the Non-Executive Directors and Independent Directors are paid sitting fees within the limits as stipulated under Section 197 of the Companies Act, 2013 for attending Board/Committee meetings. Sitting fees to Directors did not require the approval of shareholders and Central Government. Details of Sitting fees paid to the Non-Executive Directors and Independent Directors are given below:

S.No.	**Name of Directors**	**Sitting Fees paid during FY 2025-26**
1.	Mrs. Anita Aggarwal	13,000
2.	Mr. Pawan Dixit	26,000
3.	Mrs. Richa Kathuria*	22,000
4.	Mr. Sushil Kumar Goyal	33,000
5.	Mr. Mukul Jain	15,000
6.	Mr. Sunil Duggal**	1,000
7.	Mrs. Nimisha Rohit Agarwal***	10,000

* Mrs. Richa Kathuria (earlier known as Richa Kalra) had resigned from the post of Director of the Company w.e.f. December 20, 2025.

**Mr. Sunil Duggal had resigned from the directorship of the Company w.e.f. September 26, 2025.

***Mrs. Nimisha Rohit Agarwal was appointed as an Independent Director of the Company w.e.f. January 02, 2026.

The Company does not enter into service contracts with the Directors as they are appointed/re-appointed with the approval of shareholders for the period permissible under the applicable provisions of the Act and/or Listing Regulations. Independent Directors have been issued an appointment letter which prescribes terms and conditions of appointment. The Company does not pay any severance fees or any other payment to the Directors. The Notice period of the Directors is governed by the applicable policies.

None of the Non-Executive Directors had any pecuniary relationship or transactions vis-à-vis the Company, other than the payment of remuneration as explained above.

Shares held by the Non-Executive Directors

The details of the equity shares held by the Non-Executive Directors as on March 31, 2026 are given below:

S.No.	Name	No. of Equity Shares	Percentage to total Paid-up Capital
1.	Mrs. Anita Aggarwal	22,13,400	16.63
2.	Mr. Pawan Dixit	Nil	0.00
3.	Mrs. Richa Kathuria*	Nil	0.00
4.	Mr. Sushil Kumar Goyal	Nil	0.00
5.	Mr. Mukul Jain	Nil	0.00
6.	Mr. Sunil Duggal**	52,651	0.40
7.	Mrs. Nimisha Rohit Agarwal***	Nil	0.00

* Mrs. Richa Kathuria (earlier known as Richa Kalra) has resigned from the directorship of the Company w.e.f. December 20, 2025.

**Mr. Sunil Duggal has resigned from the directorship of the Company w.e.f. September 26, 2025.

*** Mrs. Nimisha Rohit Agarwal has been appointed as an Independent director of the Company w.e.f. January 02, 2026.

The Company has not granted any stock options to its directors.

PARTICULARS OF SENIOR MANAGEMENT PERSONNEL AND CHANGES SINCE THE CLOSE OF PREVIOUS FINANCIAL YEAR

The details of Senior Management Personnel as on 31st March, 2026 are as follows:

S.No.	Name	Designation	Qualification	Appointment Date
1.	Ghanshyam Singh	Chief Financial Officer	B. Com	24.01.2019
2.	Sumit Bansal	Company Secretary and Compliance Officer	B. Com (H), L.L.B, Company Secretary	21.08.2020
3.	Akshita Aggarwal	Head Communication	Post Graduation in Fashion Management	01.04.2022

Note: During the financial year 2025-26, Mr. Umesh Kumar Gupta cased to be a Senior Management person of the Company as he was appointed as Senior Accounts Manager of M/s Avro Recycling Limited, wholly owned subsidiary w.e.f. October 01, 2025 and Chief Financial Officer of M/s Avro Recycling Ltd w.e.f. March 06, 2026.

C. Stakeholder's Relationship Committee

The Board has a Stakeholders Relationship Committee, pursuant to the requirements of Section 178 of the Act read with rules notified thereunder and Regulation 20 of the Listing Regulations, to look into various aspects of interest of shareholders.

The Committee specifically looks into redressing shareholders'/investors' complaints/grievances pertaining to transfer of shares/transmission, non-receipt of annual reports and other related issues etc. in order to provide timely and efficient service to the stakeholders.

Composition, Meetings and Attendance Details of Stakeholders Relationship Committee for FY 26:

Mrs. Richa Kathuria (earlier known as Richa Kalra) had resigned from the directorship of the Company w.e.f. December 20, 2025. Therefore, the Board of Directors in their meeting held on January 02, 2026 have reconstituted the Stakeholders Relationship Committee by appointing Mrs. Nimisha Rohit Agarwal as a member of the Committee w.e.f. January 02, 2026.

The Committee met four (4) times during the year under review. The Committee meetings were held on 27th May, 2025, 12th August, 2025, 14th November, 2025 and 14th February, 2026. The gap between any two meetings has been less than four months.

The details of composition, meetings and attendance of the Stakeholders Relationship Committee meetings are given below:

S.No.	Name of the Member	Category	Designation	No. of meetings attended	
				Held	Attended
1.	Mr. Pawan Dixit	Independent Director	Chairman	4	2
2.	Mr. Sushil Kumar Goyal	Independent Director	Member	4	3
3.	Mrs. Richa Kathuria*	Independent Director	Member	3	3
3.	Mrs. Nimisha Rohit Agarwal**	Independent Director	Member	1	1

**Mrs. Richa Kathuria (earlier known as Richa Kalra) had resigned from the post of Director of the Company w.e.f. December 20, 2025.
***Mrs. Nimisha Rohit Agarwal was appointed as a member of the Committee w.e.f. January 02, 2026.

Mr. Sumit Bansal, Company Secretary and Compliance Officer of the Company also acts as the Secretary to the Committee.

Terms of Reference

1. To Resolve the grievances of the securityholders of the Company including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.

2. Review of measures taken for effective exercise of voting rights by shareholders.

3. Review of adherence to the services standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent.

4. Review of various measures taken by the ensuing Company for reducing the quantum of declared dividends and ensuing timely receipt of dividend warrants/statutory notices by the shareholders of the Company.

Details of grievances received and attended by the Company during the financial year 2025-26 are given in the Table below:

Complaints pending as on April 01, 2025	Complaints received during the year	Complaints resolved during the year	Complaints pending as on March 31, 2026
Nil	1	1	Nil

D. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Pursuant to Section 135 of the Companies Act, 2013, the Company has constituted Corporate Social Responsibility Committee ("the CSR Committee") with object to recommend the Board a policy on Corporate Social Responsibility and amount to be spent towards Corporate Social Responsibility. The CSR Committee is responsible for indicating the activities to be undertaken by the Company, monitoring the implementation of the framework of the CSR Policy and recommending the amount to be spent on CSR activities.

During the year under review, CSR Committee met 1 (one) time on 02nd January, 2026. The meeting was held to approve the expenditure to be incurred by the Company towards CSR activities.

Brief Description of Terms of Reference:

1. Formulate and recommend to the Board CSR policy which shall indicate the activities to be undertaken by the Company in areas or subject specified in Schedule VII of the Companies Act, 2013;

2. Identify and recommend to the Board, from time to time, the activities/projects in line with such CSR policy;

3. To recommend the expenditure that can be incurred for CSR;

4. Formulate and recommend to the Board an annual action plan which will include

- the CSR Project/programme which will be undertaken by the Company in the relevant financial year and the manner of execution of such CSR project/programmes;

- the modalities of utilization of funds and implementation schedules for such CSR project/programmes;

5. To Prepare a transparent monitoring mechanism for ensuring implementation of the projects/programs/activities proposed to be undertaken by the Company;

6. To ensure that all kind of income/surplus accrued to the Company by way of CSR activities should be credited back to the community or CSR corpus and shall not form part of the business profit of a Company.

The composition of the Committee during the year and the details of meetings attended by its members are given below:

Name of Member	Category	Designation	Number of meetings during the financial year 2025-26	
			Held	**Attended**
Mr. Sushil Kumar Goyal	Independent Director	Chairman	1	1
Mr. Pawan Dixit	Independent Director	Member	1	1
Mrs. Richa Kathuria*	Independent Director	Member	0	0
Mr. Mukul Jain**	Independent Director	Member	1	1

*Mrs. Richa Kathuria had resigned from the directorship of the Company w.e.f. December 20, 2025.

**Mr. Mukul Jain was appointed as a member of the committee w.e.f. December 25, 2025.

7. **GENERAL BODY MEETINGS**

a) ANNUAL GENERAL MEETINGS

The following Table gives the details of last three Annual General Meetings of the Company and Special Resolution(s) passed therein:

Meeting	Date	Time	Venue	No. of Special Resolutions passed
27th AGM	September 30, 2023	11:00 A.M.	Through Video Conference/Other Audio-Visual Means Deemed Venue of the Meeting: Registered office of the Company at A-7/36-39, South of GT Road Industrial Area, Electrosteel Casting Compound, Ghaziabad-201009, Uttar Pradesh	None
28th AGM	September 30, 2024	01:00 PM	Through Video Conference/Other Audio-Visual Means Deemed Venue of the Meeting: Registered office of the Company at A-7/36-39, South of GT Road Industrial Area, Electrosteel Casting Compound, Ghaziabad-201009, Uttar Pradesh	None
29th AGM	September 30, 2025	01:00 PM	Through Video Conference/Other Audio-Visual Means Deemed Venue of the Meeting: Registered office of the Company at A-7/36-39, South of GT Road Industrial Area, Electrosteel Casting	None

			Compound, Ghaziabad-201009, Uttar Pradesh	

b) Extra-Ordinary General Meetings

During the financial year 2025-26, 2 (two) Extra-Ordinary General meetings (EGM) were held, the details of which are as follows:

(i) First EGM was held on Wednesday, 04th February, 2026 at 01:00 PM through Video Conference (VC)/Other Audio-Visual means (OAVM) facility to appoint Mrs. Nimisha Rohit Agarwal (DIN: 11442309) as a Women Independent Director of the Company, to increase the remuneration of Mr. Sushil Kumar Aggarwal (DIN: 00248707), Chairman & Whole Time Director from Rupees One Lakh to Rupees One Lakh Twenty-Five Thousand, to increase the remuneration of Mr. Sahil Aggarwal (DIN: 02515025), Managing Director from Rupees One Lakh to Rupees One Lakh Twenty-Five Thousand and to increase the remuneration of Mr. Nikhil Aggarwal (DIN: 03599964), Whole Time Director from Rupees Seventy-Five Thousand to One Lakh Twenty-Five Thousand.

(ii) Second EGM was held on Monday, 30th March, 2026 at 01:00 PM through Video Conference (VC)/Other Audio-Visual means (OAVM) facility to ratify the material related party transaction pertaining to personal guarantees given by Mr. Sushil Kumar Aggarwal, Mrs. Anita Aggarwal, Mr. Sahil Aggarwal, Mr. Nikhil Aggarwal, Sushil Kumar Aggarwal HUF, Sahil Aggarwal HUF and Nikhil Aggarwal HUF to IDFC First Bank Limited on behalf of the Company for Rupees Twenty-one Crores and Eight Lakhs.

c) Whether any Special Resolution passed last year through Postal Ballot

During the financial year 2025-26, no special resolution was passed through Postal Ballot.

d) Whether any Special Resolution is proposed to be conducted through Postal ballot:

No Special Resolution is proposed to be passed by way of Postal Ballot till the 30th AGM.

e) Postal Ballot held during the year

During the year under review, no resolution was passed through Postal Ballot.

f) Procedure for Postal Ballot

Prescribed procedure for postal Ballot, as per the provisions of the Companies Act, 2013 read with rules made there under as amended from time to time, shall be complied with whenever necessary.

8. **MEANS OF COMMUNICATION WITH SHAREHOLDERS**

a) QUARTERLY RESULTS

In accordance with the Listing Regulations, the Quarterly/Half-yearly/Annual financial results/statements are forthwith communicated to the BSE Ltd and National Stock Exchange of India

Ltd, where the shares of the Company are listed, as soon as they are approved and taken on record by the Board of Directors.

b) NEWSPAPERS WHEREIN RESULTS PUBLISHED

Financial results are published in leading newspapers such as Financial Express in English and Jansatta in Hindi.

The following table gives details of the publications of the financial results during the year under review:

Quarterly/Half Year/Annual	Date of Board Meeting to approve the result	Date of Publication	English Newspaper	Hindi Newspaper
Q1 FY 26	August 12, 2025	August 13, 2025	Financial Express	Jansatta
Q2 FY 26	November 14, 2025	November 16, 2025	Financial Express	Jansatta
Q3 FY 26	February 14, 2026	February 16, 2026	Financial Express	Jansatta
Q4 & Annual FY 26	May 30, 2026	June 01, 2026	Financial Express	Jansatta

c) WEBSITE

The Financial results are also published on the Company's website https://www.avrofurniture.com.

d) PRESS/NEWS RELEASES, PRESENTATIONS

Official press releases and Investor Presentations are sent to Stock exchanges and are displayed on the website of the Company at www.avrofurniture.com.

e) PRESENTATIONS MADE TO INSTITUTIONAL INVESTORS/ANALYSTS

Presentations, if any made to the Institutional Investors/Analysts are intimated to the Stock Exchanges and are hosted on the website of the Company, along with Audio/Video recordings and transcripts of the Investor/Analyst Calls/Meets hosted by the Company.

Details of any scheduled Analysts meet/Conference Calls, if any are intimated to the stock exchanges in advance followed by intimation regarding Audio/Video Recordings and/or Transcripts after the meet/call as the case may be.

9. **GENERAL SHAREHOLDER INFORMATION**

a) ANNUAL GENERAL MEETING

Date: September 30, 2026
Time: 01:00 p.m.

Venue: Through Video Conference and Other Audio-Visual Means (OAVM). The venue of the meeting shall be deemed to be at the registered office of the Company at A-7/36-39, South of G.T Road Industrial Area, Electrosteel Casting Compound, Ghaziabad-201009, Uttar Pradesh

b) FINANCIAL YEAR

12 months period starting from April 1 and ends on March 31 of subsequent year. The financial year started on April 1, 2025 and ended on March 31, 2026.

c) DIVIDEND PAYMENT DATE

The Company has not declared any dividend.

d) LISTING

At present, the equity shares of the Company are listed on following Stock Exchanges:

Name of Stock Exchange	Address	Symbol/Scrip Code
National Stock Exchange of India Ltd (NSE)	Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai, Maharashtra-400051	AVROIND
BSE Limited	Phirozee Jeejeebhoy Towers, Dalal Street, Mumbai-400001	543512

The annual listing fees for the FY 2026-27 has been paid to National Stock Exchange of India Limited & BSE Ltd.

e) TENTATIVE FINANCIAL CALENDAR

Tentative calendar for declaration of results for the financial year 2026-27:

First Quarter Results	Approved in the Board meeting held on August 14, 2026
Second Quarter Results	On or before November 14, 2026
Third Quarter Results	On or before February 14, 2027
Fourth Quarter Results	On or before May 30, 2027

f) SUSPENSION OF SECURITIES

The Securities of the Company are not suspended from trading.

g) REGISTRAR TO AN ISSUE AND SHARE TRANSFER AGENT

The Company has appointed M/s Mas Services Limited as its Registrar and Share Transfer Agent, to whom all shareholders communications regarding change of address, transfer of shares, change of mandate etc. should be addressed.

Address of the Registrar to an Issue and Share Transfer Agent:

MAS SERVICES LIMITED
T-34, 02nd Floor, Okhla Industrial Area,
Phase-2, New Delhi-110020
Tel No.: 011 26387281-83
Fax No.: 011 26387384

Email Id: info@masserv.com
Website: www.masserv.com

h) SHARE TRANSFER SYSTEM

The Shares of the Company are compulsorily traded in dematerialized form. SEBI has prohibited physical transfer of shares w.e.f. April 01, 2019. Hence any transfer of shares of the Company can be done only in dematerialized form from April 01, 2019.

i) DISTRIBUTION OF SHAREHOLDING

The following Table list the distribution of the shareholding of the equity shares of the Company on March 31, 2026.

Shareholding of nominal value of Rs.	No. of Shareholders	% of Total Shareholders	Total Shares	% of Shares
Upto 5000	5876	90.665	365981	2.749
5001 to 10000	211	3.255	164770	1.237
10001 to 20000	132	2.036	2015570	1.514
20001 to 30000	47	0.725	122839	0.922
30001 to 40000	21	0.324	77110	0.579
40001 to 50000	29	0.447	134967	1.013
50001 to 100000	71	1.095	506685	3.806
100001 and Above	94	1.450	11737141	88.175
Total	6481	100.00	13311050	100.00

j) SHAREHOLDING PATTERN AS ON 31ST MARCH, 2026

Category	As at March 31, 2026			As at March 31, 2025		
	No. of Shareholders	No. of Shares	% of Shareholding	No. of Shareholders	No. of Shares	% of Shareholding
A. PROMOTER AND PROMOTER GROUP						
Indian Individual/ HUF	8	7197232	54.07	8	7197232	54.07
B. NON-PROMOTERS HOLDING						
Institutions (Domestic)	0	0	0.00	1	27000	0.20
Institutions (Foreign)	3	918407	6.90	2	813129	6.11
Non-Institutions Individuals	6364	4560778	34.26	6657	4703725	35.34
Non-Resident Indian	52	119023	0.89	47	44770	0.34
Bodies Corporate	48	463893	3.49	48	446903	3.36
Others	6	51717	0.39	7	78291	0.59
Total	**6481**	**13311050**	**100.00**	**6770**	**13311050**	**100.00**

k) DEMATERALISATION OF SHARES AND LIQUIDITY

As on March 31, 2026, 100% of equity shares of the Company are in dematerialised form and are available for trading with National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL'). The shareholders can hold the Company's shares with any of the depository participants.

l) ISIN CODE OF THE COMPANY

AVRO INDIA LIMITED- INE652Z010117 (Before split of equity Shares), INE652Z01025 (After split of equity shares)

INE652Z13012 (5,30,451 Warrants)

INE652Z13020 (3,23,450 Warrants)

m) OUTSTANDING GDRS/ADRS/WARRANT

The Company has not issued GDRs/ADRs and hence, the Company does not have any outstanding GDRs/ADRs as on 31st March, 2026. During the financial year 2024-25, the Company has allotted 5,30,451 convertible warrants on October 19, 2024 and 3,23,450 convertible warrants on February 11, 2025 liable to convert into equity shares within eighteen months from the date of allotment on pari-passu basis and received 25% payment in respect of them. As on March 31, 2026, these warrants were pending for conversion. The Board of Directors in their meeting held on April 18, 2026 have allotted 1,06,090 equity shares pursuant to exercise of 1,06,090 warrants against the 5,30,451 warrants and remaining 4,23,551 warrants were forfeited due to non-receipt of balance amount. The 3,23,450 warrants allotted on February 11, 2025 were forfeited due to non-receipt of balance amount.

n) COMMODITY PRICE RISK OR FOREIGN EXCHANGE RISK AND HEDGING ACTIVITIES

The Company does not deal in commodities and commodity hedging activities, hence the disclosure pursuant to SEBI circular dated November 15, 2018 is not required to be given. Therefore, there is no Commodity price risk or Foreign Exchange Risk and Hedging Activities.

o) PLANT LOCATIONS

The plant no. 1 of the Company is located at A-7/36-39, South of GT Road Industrial Area, Electrosteel Casting Compound, Ghaziabad, Uttar Pradesh-201009.

The plant no. 2 is located at C-17-18, 25 & 28-32, USPIDC Industrial Area, Hapur, Uttar Pradesh.

The plant no. 3 is located at 293M, Village Dinanathpur, Puthi Tehsil, Ghaziabad, Uttar Pradesh-201015.

The plant no. 4 is located at 293ME, Village Dinanathpur, Puthi Tehsil, Ghaziabad, Uttar Pradesh-201015.

p) ADDRESS FOR CORRESPONDENCE

The registered office of the Company is A-7/36-39, South of GT Road Industrial Area, Electrosteel Casting Compounding, Ghaziabad, Uttar Pradesh-201009.

q) CREDIT RATINGS AND REVISION THERETO

During the year under review, the Company did not obtain credit rating, as there was no requirement to do so.

10. **OTHER DISCLOSURES**

a) DISCLOSURES ON RELATED PARTY TRANSACTIONS

All related party transactions are approved by the Audit Committee. The Audit Committee has laid down the criteria for granting omnibus approval which also forms the part of the policy. Related Party Transactions of repetitive nature are approved by Audit Committee on omnibus basis for one financial year at a time. The Audit Committee satisfies itself regarding the need for omnibus approval and that such approval is in the interest of the Company and ensures compliance with the requirements of the Listing Regulations and the Act. All transactions pursuant to omnibus approval are reviewed by the Audit Committee and by the Board on a quarterly basis.

During the financial year under review, there were no materially significant related party transactions that may have potential conflict with the interests of Company at large. However, during the financial year 2025-26, the Board of Directors based on recommendations of Audit Committee approved the material related party transaction w.r.t personal guarantees given by Mr. Sushil Kumar Aggarwal, Mrs. Anita Aggarwal, Mr. Sahil Aggarwal, Mr. Nikhil Aggarwal, Sushil Kumar Aggarwal HUF, Sahil Aggarwal HUF and Nikhil Aggarwal HUF to IDFC First Bank Limited on behalf of the Company for Rupees Twenty-one Crores and Eight Lakhs and the same was ratified the shareholders of the Company in extraordinary general meeting held on March 30, 2026. During the financial year the Company has invested Rs. 39,76,21,872 (Rupees Thirty-Nine Crores Seventy-Six Lakhs Twenty-One Thousand and Eight Hundred Seventy-Two) via subscription of 82,83,789 equity shares of M/s Avro Recycling Limited, Wholly owned subsidiary. The details of all related party transactions i.e. transactions of the Company with its promoters, the Directors or the Management, its wholly owned subsidiary or relatives etc. are present under Note no. 2.27 17(b) to the Standalone financial statements of the Annual report and Note no. 2.28 (17) (b) of Consolidated financial statements of the Annual report.

b) DETAILS OF NON-COMPLIANCE BY THE COMPANY, PENALTIES, STRICTURES IMPOSED ON THE LISTED ENTITY BY STOCK EXCHANGE(S) OR THE BOARD OR ANY STATUTORY AUTHORITY, ON ANY MATTER RELATED TO CAPITAL MARKETS DURING THE LAST THREE YEARS

During the last three years, there were no such instances of non-compliances or penalties imposed on the Company except as follows:

In the financial year 2023-24, BSE Ltd vide email dated June 30, 2023 imposed a fine of Rs. 41,300 and National Stock Exchange of India Ltd ("NSE") vide letter dated June 30, 2023 imposed a fine of Rs. 41,300 and Company had the paid the respective fines.

During the financial year 2024-25, the Company received Advisory letter from NSE dated December 24, 2024 for delay in lock-in of pre-preferential holding of Mr. Rahul Dhruv of more than two months from relevant date and no penalty was imposed.

c) WHISTLE BLOWER POLICY

The Company has formulated an effective whistle blower policy and has established the necessary vigil mechanism as defined under Regulation 22 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 that lays down the process for raising concerns about unethical behaviour, actual or suspended fraud or violation of the Company's Code of Conduct. During the financial year 2025-26, no person has been denied access to the Chairperson of the Audit Committee. The said policy is available on the company's website at https://avrofurniture.com/pdf1/Whistle-Blower-Policy.pdf

d) WEB LINK WHERE POLICY FOR DETERMINING 'MATERIAL SUBSIDIARY' IS DISCLOSED

The Board of Directors of the Company, to determine the material subsidiaries of the Company and to provide a governance framework for such subsidiaries has adopted a policy with regard to determination of material subsidiaries in accordance with the Regulation 16 of the Listing Regulations.

In terms of the requirement of said policy, a subsidiary shall be considered as material subsidiary, if its income or net worth exceeds 10 % of the consolidated income or net worth respectively of the Company and its subsidiaries in the immediately preceding financial year.

A copy of the said policy on material subsidiaries is available on the website of the Company at https://avrofurniture.com/pdf1/Policy_on_determination_of_Material_Subsidiary.pdf

e) WEB LINK WHERE POLICY ON DEALING WITH RELATED PARTY TRANSACTIONS IS DISCLOSED

In compliance with the requirements of the Listing Regulations, the Board of Directors has adopted a policy on materiality of Related Party Transactions and also on dealing with all Related Party Transactions to ensure the proper arrival and reporting of such transactions. Transactions are appropriate only, if they are in the best interest of the Company and its shareholders.

A copy of the said policy on dealing with Related Party Transactions is available on the website of the Company at following link https://avrofurniture.com/pdf1/Policy%20on%20materiality%20of%20related%20party%20transactions.pdf

f) DISCLOSURE OF COMMODITY PRICE RISK AND COMMODITY HEDGING ACTIVITIES

The Company does not deal in commodities and commodity hedging activities, hence disclosure pursuant to SEBI circular dated November 15, 2018 is not required to be given. Therefore, there is no Commodity price risk and Hedging Activities.

g) **DETAILS OF UTILIZATION OF FUND RAISED THROUGH PREFERENTIAL ALLOTTMENT OR QUALIFIED INSTITUTIONS PLACEMENT AS SPECIFIED UNDER REGULATION 32(7A)**

During the financial year 2025-26, the Company has not raised funds through preferential issue. However, the Company has raised funds during the financial year 2024-25, the funds of which have been utilized during the financial year 2025-26 and the details of which are as follows:

Sr. No.	No. of Equity Shares/ Warrants	Type of Security	Category	Face Value per Equity Share/Warrant (Rs.)	Issue Price per Equity Share/Warrant (Rs.)	Amount raised (Rs.)
1.	25,75,320	Equity Shares	Non-Promoters	10/-	185.50/-	47,77,21,860
2.	3,23,450	Warrants	Promoter Group	10/-	185.50/-	1,49,99,993.75 (25% of the amount)

The details of the funds raised via issue of 25,75,320 equity shares and 3,23,450 warrants, objects and amount of deviation, if any is provided in the below table:

(Rs. in Lakhs)

S.No.	Purpose	Amount as per Offer document	Particulars of Issue	Utilisation of funds raised
1.	To Invest in a Greenfield Plastic waste recycling project to be set up either within the Company or through investment in shares of any other Company undertaking the project.	3977.22	The Board of Directors in its meeting held on February 11, 2024 have allotted 25,75,320 equity shares to Non-Promoters and 3,23,450 convertible warrants to Promoter Group by way of preferential issue at a price of Rs. 185.50/- each (including premium of Rs. 175.50/- each). The Company has received Rs. 1,49,99,993.75 being 25% of the issue price for allotment of convertible warrants.	3977.22
2.	Long-Term Working Capital requirements	800.00		462.06
3.	General Corporate purpose	600.00		600.00
	TOTAL	**5377.22**		**5039.28**

The Company had kept some portion of funds in fixed deposits and earned the interest of Rs. 1.12 Cr. from it which was also utilized till December 31, 2025.

There is no deviation or variation in the utilisation of funds from the objects stated in the explanatory statement to the Notice for the Extra-Ordinary General Meeting.

The application of proceeds/funds raised from the preferential allotment are reviewed by Audit Committee and the details of same are also filed with Stock Exchanges on a quarterly basis, pursuant to Reg. 32 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The proceeds raised through the preferential issue of 25,75,320 equity shares and 3,23,450 warrants (25% of the amount) have been used during the financial year 2025-26 for the allocated objective for which they were raised and there has been no deviation in the usage of funds.

The Company has not raised funds through Qualified Institutions Placement.

h) CERTIFICATE FROM PRACTICING COMPANY SECRETARY FOR NON-DISQUALIFICATION OF DIRECTORS

The Company has obtained a certificate from M/s Chaturvedi and Co, Practicing Company Secretaries, confirming that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as a Director by the Securities and Exchange Board of India/Ministry of Corporate Affairs or any such other authority. The Certificate is appended as an Annexure to this report.

i) INSTANCES WHERE THE BOARD HAD NOT ACCEPTED ANY RECOMMENDATION OF ANY COMMITTEE OF THE BOARD WHICH IS MANDATORILY REQUIRED

There were no instances during the financial year 2025-26, wherein the Board had not accepted recommendations made by any committee of the Board.

j) DETAILS OF TOTAL FEES PAID TO STATUTORY AUDITORS DURING FY 2025-26

Particulars	By the Company	By Subsidiary
Statutory Audit	3,00,000	1,00,000
Limited Review	1,80,000	50,000
Tax Audit	1,20,000	NA
Certificate for Consolidation of Accounts	2,15,000	NA
Total	**8,15,000**	**1,50,000**

k) DISCLOSURE RELATING TO SEXUAL HARASSSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013.

The Company has zero tolerance for sexual harassment at workplace and has a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of Sexual Harassment or Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and rules framed thereunder. Further, the policy for Prevention, Prohibition and Redressal of Sexual Harassment of women at Workplace is available on the website of the Company.

The following is the summary of sexual harassment complaints during the financial year 2025-26.

1.	Number of Complaints filed during the financial year	0

2.	Number of Complaints disposed of during the financial year	0
3.	Number of Complaints pending as on end of the financial year	0

l) LOANS & ADVANCES

During the year under review, the Company has not given loan and advances in the nature of loans to any firms/companies in which directors are interested.

m) DETAILS OF MATERIAL SUBSDIARIES OF THE LISTED ENTITY; INCLUDING THE DATE AND PLACE OF INCORPORATION AND THE NAME AND DATE OF APPOINTMENT OF THE STATUTORY AUDITORS OF SUCH SUBSIDIARIES

The Company has incorporated M/s Avro Recycling Limited as its Wholly owned subsidiary at Ghaziabad. As on 31st March, 2026, M/s Avro Recycling Limited is a material Wholly owned subsidiary. The Board of Directors of M/s Avro Recycling Limited in their meeting held on May 23, 2026 have appointed M/s S A A R K AND CO, Chartered Accountants (Firm Registration No.021758N) as a Statutory Auditors to hold the office till the conclusion of first Annual general meeting of the Company.

n) MANAGEMENT DISCUSSION & ANALYSIS REPORT

The Management Discussion and Analysis Report as required under Schedule V read with Regulation 34(2)(e) of the Listing Regulations is given separately and forms part of this Annual Report.

o) COST AUDITORS

The provisions of Section 148 of the Companies Act, 2013 related to appointment of Cost Auditor is not applicable to the Company. The Company has maintained Cost Records as specified by the Central Government under sub-section (1) of Section 148 of the Act.

p) CODE FOR PREVENTION OF INSIDER TRADING PRACTICES

In compliance with the SEBI regulations on prevention of Insider Trading, the Company has instituted a comprehensive Code of Conduct to regulate, monitor and report trading by Insiders for prevention of Insider Trading by Insiders for prevention of Insider Trading for its management and staff to prevent Insider Trading. Further, it also seeks to ensure timely and adequate disclosure of price sensitive information to the investor community by the Company to enable them to take informed investment decisions with regard to the Company's securities. The Insider Trading Code is available on the company's website at following link https://avrofurniture.com/pdf1/Insider%20Trading%20Code.pdf

The Company has in place a Structured Digital Database (SDD) in compliance with the provisions of PIT Regulations, to ensure that the unpublished price sensitive information ('UPSI') disseminated has been captured in the system along with date, time and nature of UPSI and control exists as to who can access the SDD and an audit trail is also maintained in compliance with the requirements of law.

q) CEO/CFO CERTIFICATION

In compliance with Regulation 17(8) of the Listing Regulations, the Managing Director and Chief Financial Officer of the Company have certified to the Board regarding the Financial Statements for the year ended March 31, 2026 which is annexed to this report.

r) CERTIFICATE ON CORPORATE GOVERNANCE

The Company has obtained a certificate from Secretarial Auditors regarding compliance with the provisions relating to Corporate Governance laid down in Listing Regulations. The Certificate is enclosed as Annexure to this Report.

s) CODE OF CONDUCT

The Board has laid down a Code of Conduct for all Board Members and Senior Management Personnel of the Company. The code is displayed on the website of the Company at https://avrofurniture.com/pdf1/Code_of_Conduct_for_Board_of_Directors_and_Senior_Management_Personnel.pdf

All Board members and Senior Management personnel have affirmed compliance with Code of Conduct. A declaration signed by the Managing Director is enclosed to this report.

t) SUCCESSION PLAN

The Board of Directors have satisfied itself that plans are in place for orderly succession for appointment to the Board of Directors and Senior Management.

u) RE-APPOINTMENT/APPOINTMENT OF DIRECTORS

In accordance with the provisions of the Act, not less than 2/3rd (Two-Third) of the total number of Directors (other than Independent Directors) shall be liable to retire by rotation at every Annual General Meeting. Accordingly, pursuant to Act read with Article 96 of the Articles of Association of the company, Mrs. Anita Aggarwal (DIN: 00248972) is liable to retire by rotation and being eligible, offers herself for re-appointment at the forthcoming Annual General Meeting. The detailed profile of Mrs. Anita Aggarwal is provided in the notice convening the Annual General Meeting.

v) WEBSITE

Company's Website-www.avrofurniture.com contains a separate section 'Investors Desk' where shareholder information is available. The quarterly, half yearly and annual financial results, official news releases and Investor presentation are promptly displayed on the website. Annual reports, Quarterly Corporate Governance report, Shareholding pattern and other Corporate Communications made to Stock exchanges are also available on the website.

w) ANNUAL REPORT

The Annual Report of the Company, containing Audited Financial statements, Management Discussion and Analysis Report, Director's Report along with its all annexures, Auditors' Report is circulated to the members and others entitled to it and is available on the website of the Company.

Annual report is also uploaded on the website of the Company and hard copy of the same is also available to the shareholders of the Company on demand for the same.

x) SECRETARIAL COMPLIANCE REPORT

SEBI vide its Circular No. CIR/CFD/CMD1/27/2019 dated 08th February, 2019 read with Regulation 24A of the Listing Regulations, directed listed entities to conduct Annual Secretarial Compliance audit from a Practicing Company Secretary. The said Secretarial Compliance report is in addition to the Secretarial Audit Report by Practicing Company Secretaries under Form MR-3 and is required to be submitted to Stock Exchanges within 60 days of the end of the financial year.

Accordingly, the Company has engaged the services of M/s Chaturvedi & Company, Practicing Company Secretary for providing his certification. The Annual Secretarial compliance report for the financial year ended March 31, 2026 was submitted by the Company to National Stock Exchange of India Limited and BSE Ltd. within prescribed timelines.

The Report is also available on the Company's website and can be accessed at the following link: https://avrofurniture.com/annual-secretarial-compliance-report.php

11. **DEMAT SUSPENSE ACCOUNT/UNCLAIMED SUSPENSE ACCOUNT**

No outstanding shares were lying in the demat suspense account/unclaimed suspense account and therefore, disclosure relating to same is not applicable.

12. **NON-COMPLIANCE OF ANY REQUIREMENT OF CORPORATE GOVERNANCE REPORT OF SUB-PARAS (2) TO (10) ABOVE, WITH REASONS THEREOF**

During the financial year 2025-26, no such instance was occurred.

13. **DETAILS OF COMPLIANCE WITH MANDATORY REQUIREMENTS AND ADOPTION OF THE NON-MANDATORY REQUIREMENTS EXTENT TO WHICH THE DISCRETIONARY REQUIREMENTS AS SPECIFIED IN PART E OF SCHEDULE II**

The Company has complied with all mandatory requirements of Listing Regulations. In addition to this, the Company has adopted non-mandatory requirements of Reg. 27 read with Part E of Schedule II of the Listing Regulations in following manner:

i. Shareholders' Rights

The quarterly results of the Company are published in English Newspaper (Financial Express, All Edition) and a Hindi newspaper (Jansatta, Delhi NCR Edition), having wide circulation. Further, the quarterly results are also posted on the website of the Company and can be accessed at https://avrofurniture.com/financial-result.php. The complete copy of Annual report is sent to the shareholders of the Company.

ii. **Unmodified Opinion(s) in Audit Report**

The Auditors have issued their reports on the standalone financial statements/results and consolidated financial statements/results for the financial year ended March 31, 2026 with un-modified opinion.

iii. **Reporting of Internal Auditor**

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

14. **DISCLOSURE OF CERTAIN TYPES OF AGREEMENT BINDING LISTED ENTITIES**

The Company has not been informed of any agreement under Regulation 30A(1) read with Clause 5A of paragraph A of Part A of Schedule III of Listing Regulations. Accordingly, there was no requirement for disclosing the same.

15. **CONFIRMATION OF COMPLIANCE WITH THE CORPORATE GOVERNANCE REQUIREMENTS SPECIFIED IN REGULATIONS 17 TO 27 AND CLAUSES (b) to (i) of SUB-REGULATION (2) OF REGULATION 46**

The Company has complied with clauses (b) to (i) of Sub-Regulation (2) of Reg. 46 of Listing Regulations and also complied with Corporate Governance requirements specified in Regulations 17 to 27 of Listing Regulations, details of which are as follows:

Particulars	**Regulation Number**	**Compliance Status**
Independent Director(s) have been appointed in terms of specified criteria of 'Independence' and/or 'eligibility'	16(1)(b)	Yes
Board Composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	Yes
Meeting of Board of Directors	17(2)	Yes
Quorum of Board Meeting	17(2A)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession of appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fess/Compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Recommendation of Board	17(11)	Yes
Maximum number of Directorships	17A	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Role of Audit Committee and information to be reviewed by the Audit Committee	18(3)	Yes
Composition of Nomination & Remuneration Committee	19(1) & (2)	Yes
Quorum of Nomination & Remuneration Committee	19(2A)	Yes

Meeting of Nomination & Remuneration Committee	19(3A)	Yes
Role of Nomination and Remuneration Committee	19(4)	Yes
Composition of Stakeholders Relationship Committee	20(1), 20(2) & (2A)	Yes
Meeting of Stakeholders Relationship Committee	20(3A)	Yes
Role of Stakeholders Relationship Committee	20(4)	Yes
Composition and Role of Risk Management Committee	21(1),(2),(3), (4)	NA
Meeting of Risk Management Committee	21(3A)	NA
Quorum of Risk Management Committee	21(3B)	NA
Gap between the meetings of the Risk Management Committee	21(3C)	NA
Vigil Mechanism	22	Yes
Policy for Related Party Transactions	23(1), (1A), (5), (6), & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	NA
Disclosure of related party transactions on consolidated basis	23(9)	Yes
Composition of Board of Directors of unlisted material subsidiary	24(1)	NA
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA
Alternate Director to Independent Director	25(1)	NA
Maximum Tenure	25(2)	Yes
Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes
Meeting of Independent Directors	25(3) & (4)	Yes
Familiarization of Independent Directors	25(7)	Yes
Declaration from Independent Directors	25(8) & (9)	Yes
Directors and Officers Insurance	25(10)	NA
Confirmation with respect to appointment of Independent Directors who resigned from the listed entity.	25(11)	Yes
Membership in Committees	26(1)	Yes
Affirmation with compliance to Code of Conduct from members of Board of Directors and Senior Management Personnel	26(3)	Yes
Policy with respect to Obligations of Directors and Senior Management	26(2) & 26(5)	Yes
Approval of the Board and Shareholders for compensation or profit sharing in connection with dealings in securities of the listed entity	26(6)	N.A.
Vacancies in respect of Key Managerial Personnel	26A(1) & 26A(2), 26A(3)	Yes

CERTIFICATION BY CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICER OF THE COMPANY

We, Sahil Aggarwal, Managing Director and Ghanshyam Singh, Chief Financial Officer of Avro India Limited to the best of our knowledge and belief, certify that:-

a. We have reviewed financial statements and cash flow statement for the year ended on March 31, 2026 and that to the best of our knowledge and belief:

i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

ii. these statements together presents a true and fair view of the Company's affairs and are in compliance with existing 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 year which are fraudulent, illegal or violative of the Company's code of conduct.

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

d. They have indicated to the auditors and the Audit Committee

i. significant changes in internal control over financial reporting during the year

ii. significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

iii. instances of significant fraud of which they 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 over financial reporting.

Sd/-	**Sd/-**
Sahil Aggarwal	**Ghanshyam Singh**
(Managing Director)	**(Chief Financial Officer)**

Date: May 30, 2026
Place: Ghaziabad

MANAGING DIRECTOR DECLARATION TO COMPLIANCE OF CODE OF CONDUCT

I, Sahil Aggarwal, Managing Director of the Company hereby declare that as of March 31, 2026, all the members of the Board of Directors & Senior Management Personnel have affirmed compliance with Code of Conduct of Board of Directors and Senior Management.

Sd/-
Sahil Aggarwal
(Managing Director)
Date: 30.05.2026
Place: Ghaziabad

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To
The Members,
Avro India Limited
A-7/36-39, South of G.T Road Industrial Area,
Electrosteel Casting Compound,
Ghaziabad, Uttar Pradesh-201009

We have examined the relevant registers, records, forms, returns and disclosures received from the directors of Avro India Limited, having CIN: L25200UP1996PLC101013 and having registered office at A-7/36-39, South of G.T Road Industrial Area, Electrosteel Casting Compound, Ghaziabad, Uttar Pradesh-201009 (hereinafter referred to as "the Company"), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para C Sub clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

S.No.	Name of Directors	DIN	Date of Appointment in Company	Date of Cessation
1.	Mr. Sushil Kumar Aggarwal	00248707	28/09/2002	
2.	Mr. Sahil Aggarwal	02515025	02/12/2009	
3.	Mrs. Anita Aggarwal	00248972	26/12/2017	
4.	Mr. Nikhil Aggarwal	03599964	14/04/2022	
5.	Mr. Pawan Dixit	09502555	11/02/2022	
6.	Mrs. Richa Kalra	07632571	14/04/2022	20/12/2025
7.	Mr. Sushil Kumar Goyal	09719226	29/08/2022	
8.	Mr. Mukul Jain	07187651	13/11/2024	
9.	Mr. Sunil Duggal	07291685	12/12/2024	26/09/2025
10.	Mrs. Nimisha Rohit Agarwal	11442309	02/01/2026	

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

For Chaturvedi & Company
Practicing Company Secretaries
Peer Reviewed Unit: UIN S2018UP599000

Sd/-
Lalit Chaturvedi
Proprietor
Membership No. F 5961
Certificate of Practice No. 13708
UDIN: F005961G000835119

Date: 28.08.2026
Place: Noida

CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE UNDER SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

The Members
Avro India Limited
A-7/36-39, South of G.T Road Industrial Area
Electrosteel Casting Compound,
Ghaziabad-201009, Uttar Pradesh

We have examined all relevant records of Avro India Limited ("the Company") for the purpose of certifying all the conditions of the Corporate Governance under SEBI (Listing Obligations and Disclosure under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') for the financial year ended March 31, 2026. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of certification.

The Compliance of the conditions of Corporate Governance is the responsibility of the management. Our examination was limited to the procedures and implementation thereof. This Certificate 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.

On the basis of our examination of the records produced explanations and information furnished, we certify that the Company has complied with the conditions of the Corporate Governance under Listing Regulations.

For Chaturvedi and Company

Sd/-
Lalit Chaturvedi
Company Secretaries
CP No: 13708
Membership No: F5961
Peer Reviewed Unit No: UIN S2018UP599000
UDIN: F005961G000835042

Place: Noida
Date: 28.08.2026

Annexure-I

Management Discussion and Analysis Report

Global Economic Overview

The global economy is facing substantial headwinds, emanating largely from an increase in trade tensions and heightened global policy uncertainty. Global headline inflation is expected to decline further, notwithstanding upward revisions in some countries. Risks to the outlook are tilted to the downside. Escalating trade tensions and elevated policy-induced uncertainty may further hinder growth. Shifting policies could lead to abrupt tightening of global financial conditions and capital outflows, particularly impacting emerging markets. Demographic shifts threaten fiscal sustainability, while the recent cost-of-living crisis may reignite social unrest. More limited international development assistance could push low-income countries deeper into debt, jeopardizing living standards. At this critical juncture, policies need to be calibrated to foster international cooperation while ensuring internal economic stability, thereby helping reduce global imbalances.

Outlook

After withstanding higher trade barriers and elevated uncertainty last year, global activity now faces a major test from the outbreak of war in the Middle East. Assuming that the conflict remains limited in duration and scope, global growth is projected to slow to 3.1 percent in 2026 and 3.2 percent in 2027. Global headline inflation is projected to rise modestly in 2026 before resuming its decline in 2027. Slowdown in growth and increase in inflation are expected to be particularly pronounced in emerging market and developing economies.

Downside risks dominate the outlook. A longer or broader conflict, worsening geopolitical fragmentation, a reassessment of expectations surrounding artificial-intelligence-driven productivity, or renewed trade tensions could significantly weaken growth and destabilize financial markets. Elevated public debt and eroding institutional credibility further heighten vulnerabilities. At the same time, activity could be lifted if productivity gains from AI materialize more rapidly or trade tensions ease on a sustained basis.

Source:
https://www.imf.org/en/publications/weo/issues/2026/04/14/world-economic-outlook-april-2026

Indian Economic Overview

Real GDP is projected to grow by 6.3% during the 2026-27 fiscal year (FY) and by 6.4% in FY2027-28. Rising inflation is expected to weigh on private consumption, while investment slows amid higher oil and gas prices and gas rationing. Employment growth and labour market participation are set to weaken. Inflation is projected to increase to 4.8% in FY2026-27, driven by higher food, energy and fertiliser costs, and currency depreciation. The current account deficit is expected to widen, as higher energy import costs outweigh the impact of weaker domestic demand. More persistent energy rationing could lead to weaker growth. On the upside, energy support could cushion real incomes and consumption more than expected.

Fiscal policy is poised to turn expansionary in FY2026-27 to mitigate the impact of higher energy prices, notably through subsidies. Moving from price support to targeted transfers could reduce the fiscal cost of policy support. Following a period of easing, monetary policy is projected to tighten with a policy rate increase in early FY2026-27 to help keep inflation within the target band. Streamlining and harmonising regulations would reduce administrative burdens, boosting productivity and investment. Accelerating the rollout of renewable energy sources would strengthen energy security and reduce carbon emissions.

Source:https://www.oecd.org/en/topics/sub-issues/economic-surveys/india-economic-snapshot.html

Global Plastic Furniture Market

The global plastic furniture market size was valued at USD 13.3 billion in 2023 and is projected to grow from USD 15.2 billion in 2026 to USD 18.3 billion by 2030, at a CAGR of 4.7% from 2024 to 2030. The Asia pacific held the largest share of 40.5% of the global market in 2023. Expansion in the market can be attributed to its affordability, durability, lightweight, low maintenance, eco-friendliness, and design versatility. The trend towards modular homes, particularly in nuclear families, and rapid urbanization have driven demand in residential settings, contributing to the market's growth.

Urbanization and rising disposable incomes are leading to increased demand for affordable and stylish furniture options, particularly in developing countries where urban populations are expanding rapidly. This trend is fuelled by the desire for modern and comfortable living spaces, which plastic furniture is well equipped to meet. Another significant factor driving the growth of the plastic furniture market is its durability and low maintenance requirements.

Source: https://www.grandviewresearch.com/industry-analysis/plastic-furniture-market

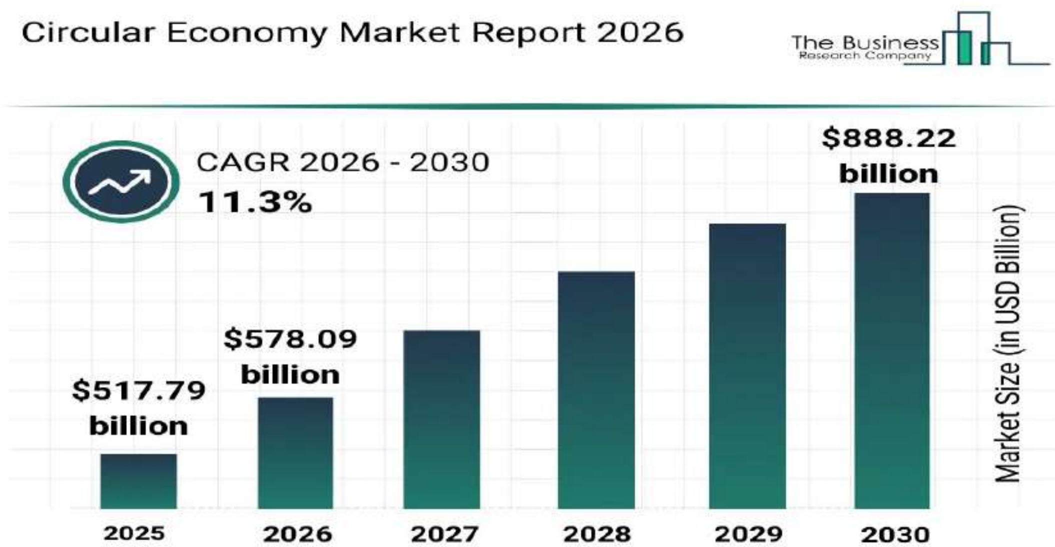
Indian Plastic Furniture Market

The Indian plastic furniture market is anticipated to grow at more than 7.13% CAGR from 2025 to 2030. The increasing middle class, expanding urban infrastructure, and growing demand from Tier-2 and Tier-3 cities, where cost-efficiency and durability are key purchasing criteria, are driving this growth. Plastic furniture is becoming popular in these areas because it is inexpensive, weatherproof, and requires little upkeep, which are all major benefits in rural and semi-urban environments. Leading domestic companies which are providing modern plastic furniture have pushed innovation in this area, providing product lines that satisfy both aesthetic and functional requirements. These companies have also extended their reach by targeting both urban and emerging markets via large distribution networks and e-commerce sites. The Bureau of Indian Standards BIS Certification is a key factor in fostering market confidence and growth since it guarantees that plastic furniture meets safety and quality standards.

Source:
https://www.bonafideresearch.com/product/6507156506/india-plastic-furniture-market

Circular Economy Forecast

The circular economy market size has grown rapidly in recent years. It will grow from **$ 517.79 billion in 2025 to $578.79 billion in 2026 at a compound annual growth rate (CAGR) of 11.6%.** The growth in the historic period can be attributed to increasing waste generation levels, early recycling and reuse initiatives, rising regulatory pressure on waste reduction, growth of waste management infrastructure, increasing corporate sustainable commitments.

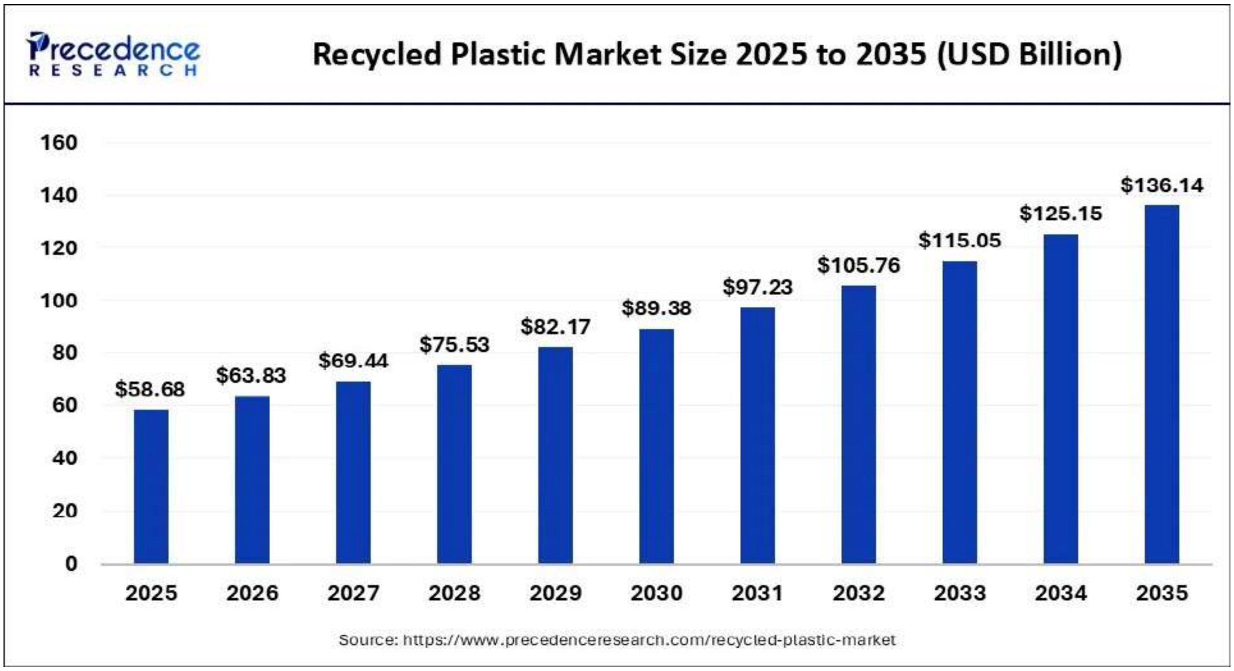


The circular economy market size is expected to see rapid growth in the next few years. It will grow to **$888.22 billion in 2030 at a compound annual growth rate (CAGR) of 11.3%.** The growth in the forecast period can be attributed to expansion of circular business models, rising investments in advanced recycling technologies, growing adoption of digital circular platforms, increasing focus on material traceability, strengthening extended producer responsibility regulations. Major trends in the forecast period include increasing adoption of closed-loop manufacturing models, rising focus on resource recovery and reuse, growing deployment of digital waste tracking platforms, expansion of product life extension strategies, enhanced emphasis on sustainable material design.

Source:
https://www.thebusinessresearchcompany.com/report/circular-economy-global-market-report

Global Recycled Plastic Market

The global recycled plastic market size was valued at USD 58.68 billion in 2025 and is predicted to increase from USD 63.83 billion in 2026 to approximately USD 136.14 billion by 2035, expanding at a CAGR of 8.78% from 2026 to 2035. The market growth is driven mainly by increasing environmental policies, growing consumer demand for sustainable products, and the adoption of circular economy concepts in different sectors. Also, increasing investments in recycling facilities and increased demand for environmentally friendly packaging are driving the growth of the recycled plastic sector.



Source: https://www.precedenceresearch.com/recycled-plastic-market

India Waste Plastic Recycling Market

The India waste plastic recycling market reached a volume of **11.92 Million Tons** in 2025 and is projected to reach **25.88 Million Tons** by 2034, exhibiting a **CAGR of 9.00%** during 2026-2034. Accelerating Extended Producer Responsibility (EPR) enforcement, rising circular economy mandates, expanding pyrolysis and co-processing capacities, and surging end use demand across the packaging, construction, and automotive sectors are the primary forces shaping market growth.

Pyrolysis leads the treatment segment at 26.0%, packaging commands 40.0% of the application segment, and North India accounts for 27.0% of regional share in 2025.

The market has moved from informally managed, open-dump-led plastic disposal toward increasingly organized, technology-enabled recycling across pyrolysis, co-processing, and mechanical processing formats. Stronger EPR regulations, urban solid waste management mandates, and rising end use demand are collectively reshaping the market's structural foundations.

Source: https://www.imarcgroup.com/india-waste-plastic-recycling-market

Opportunities

Rising urbanization and increasing migration towards urban and semi-urban regions continue to drive demand for affordable, durable and space-efficient furniture solutions.

Increasing penetration of organized retail, dealer networks and digital marketing platforms is enhancing market accessibility and strengthening consumer reach across India.

Growing consumer preference for aesthetically appealing, innovative, modular, and multifunctional furniture products is creating opportunities for value-added product offerings and product diversification.

The expanding e-commerce industry in India provides consumers with convenient access to a wide range of plastic furniture options, enhancing the market's reach and growth.

Threats

Volatility in crude oil and polymer prices may impact raw material procurement costs and operating margins as polymers constitute a major component of the Company's cost structure.

Regulatory changes relating to plastics usage, environmental compliance, and waste management norms may increase compliance requirements and operational costs.

Economic slowdowns, inflationary pressures, or moderation in consumer spending may impact demand for discretionary lifestyle and furniture products.

The surging competition stands as an inextricable adversary. The rising number of players contending for prominence amplifies the pressure to innovate and differentiate.

Company Overview

Avro India Limited has established itself as a prominent and trusted player in the Indian lifestyle furniture Industry driven by its unwavering commitment to quality, innovation, functionality, and customer-centricity. Incorporated in 1996 and established the manufacturing facilities in 2002 and headquartered at Ghaziabad, Uttar Pradesh, the Company has consistently evolved with changing consumer aspirations and market dynamics, emerging as a recognized brand in the premium plastic and lifestyle furniture segment.

The Company is engaged in the business of manufacturing of plastic furniture and recycling of plastic scrap. AVRO's product portfolio is extensive, encompassing plastic chairs, tables, stools, plastic cabinets, shoe racks etc. The Company is providing an unprecedent three-year guarantee on selected products.

The Company has established a robust pan-India distribution network comprising dealers, distributors, fulfilment centres, and growing digital commerce channels, enabling deeper market penetration and wider customer reach. Strategic investments in digital marketing, regional campaigns, and consumer engagement initiatives continue to enhance brand visibility and strengthen the company's market presence across geographies.

Backed by decades of industry experience, strong manufacturing capabilities, an expanding product portfolio, and a customer-focused approach, Avro India remains well-positioned to capitalize on the growing opportunities in the Indian plastic furniture market. The Company continues to remain committed to operational excellence, sustainable growth and delivering innovative furniture solutions that combine comfort, functionality and modern design aesthetics.

Business Overview

The Turnover of the Company has increased from Rs. 78.32 crores in financial year 2024-25 to Rs. 90.99 crores in financial year 2025-26. The Company has achieved a turnover of Rs. 90.99 crores, where the offline sales were Rs. 86.16 Cr and online sales were Rs. 4.83 Cr.

Due to its high quality and reasonably priced products combined with 3 years guarantee in selected product ranges, the Company is among the most liked companies on platforms such as Amazon and Flipkart when compared to major names in terms of ratings and reviews. The Company sells its products through the Amazon fulfilled and Flipkart Assured programmes. The Company has established its presence on other portals such as GeM, Jiomart etc.

During the financial year 2025-26, the Company has incorporated M/s Avro Recycling Limited, Wholly-owned subsidiary for focusing exclusively on recycling of plastic scrap by subscribing its one lakh equity shares. Thereafter, the Company has made further investment of Rs. 39,76,21,872 (Thirty-Nine Crores Seventy-Six Lakhs Twenty-One Thousand and Eight Hundred Seventy-Two) in M/s Avro Recycling Limited. The Company has introduced advanced upcycling technology that converts mixed-colour polymers into high-quality feedstock.

During the financial year 2025-26, the Company has commissioned washing line (technology for recycling of plastic scrap) to increase the production of reprocessed granuels and improve the quality of production. During the financial year 2025-26, the Company has launched Operation Shuddhi to transform plastic waste into economic opportunity through recycling and circular economy. The Company has been recognized by Asia book of records and India Book of records for processing more than three lakh cement bags within twenty-four hours through flexible plastic washing plant on March 10, 2026.

The Company has onboarded few distributors in FY 2025-26. The Company has expanded its reach beyond North India territories and is trying to increase its reach in segment of plastic furniture by tapping distributors and dealers across the country. The Company is selling its products to institutional customers such as Lots and Metro.

During the financial year under review, the production capacity of plastic furniture of the Company has increased as it has purchased Injection Moulding Machine. The purchase of said machine will help the company in increasing production of plastic cabinets. Its ongoing investment in capacity, technology and distribution are aimed at reinforcing its market leadership and expanding its footprint pan-India.

The Company has a strong presence on various social media platforms such as facebook and youtube. The Company also organizes contest and campaigns on various occasions to promote its products through coupons.

Segment-wise Performance

The Company's operations are classified as belonging to a single or main business segment. Accordingly, disclosures under Ind AS-108 "Operating Segments" are not required to be made.

Growth Strategy and Outlook

The outlook for Avro India Limited remains positive, supported by favourable industry fundamentals, rising urbanization, increasing consumer aspirations, and growing demand for affordable, functional and lifestyle-oriented furniture solutions.

The Company continues to strengthen its pan-India distribution network through expansion of dealers, distributors and digital commerce channels.

The Company remains focused on launching innovative and value-added products, increasing market penetration across key regions, strengthening brand visibility and consumer engagement, enhancing operational efficiencies and expanding digital and e-commerce presence.

By collecting used plastics, AVRO is actively participating in the circular economy, turning discarded plastics into valuable material for creating new furniture products. The Company's unwavering commitment to innovation, operations excellence and sustainability are expected to drive its success in the years ahead.

FINANCIAL PERFORMANCE AND HIGHLIGHT

Particulars (Rs. Crore)	Standalone		YoY Change	Consolidated
	FY 26	FY 25		FY 26
Revenue from Operations	90.99	78.32	16.18%	94.64
Total Income	99.30	82.93	19.74%	103.68
EBITDA	11.38	9.65	17.93%	12.30

EBITDA Margin	12.51%	12.32%	19 bps	13.00%
PBT	5.45	4.02	35.57%	6.24
Net Profit	4.21	3.04	38.49%	4.60
Net Profit Margin	4.63%	3.88%	57bps	4.86%
Basic EPS (Rs.)	3.16	2.84	11.27%	0.35

The Company's revenue from operations on standalone basis has increased from Rs. 78.32 Cr in FY 2025 to Rs. 90.99 Cr in FY 2026. The EBITDA on standalone basis has increased from Rs. 9.65 Cr to Rs. 11.38 Cr in FY 2026 and is 17.93% higher than previous financial year. Net Sales Operations on standalone basis in FY 2026 have been 16.18% higher than FY 2025. PBT for FY 2026 on standalone basis is 35.57% more than FY 2025 at Rs. 5.45 Cr and Net Profit on standalone basis for FY 2026 is 38.49% more than FY 2025 at Rs. 4.21 Cr. The Company's revenue from operations on consolidated basis for the FY 2025-26 is Rs. 94.64 Cr, net profit on consolidated basis for FY 26 is Rs. 4.60 Cr and EBITDA on consolidated basis for the financial year 2025-26 is 12.30 Cr.

For FY 2025-26, offline sales contributed Rs. 86.16 Cr to the revenue which is approx. 94.69 % of the revenue, while Online sales has contributed Rs. 4.83 Cr to the revenue which is approx. 5.31 % of the revenue.

In accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is required to provide details of significant changes (i.e. change of 25% or more as compared to the immediate previous financial year) in key financial ratios, along with detailed explanations. The following are the list of important financial ratios:

Ratio	**As at 31st March, 2026**	**As at 31st March, 2025**	**% variance**	**Reason for Variance**
Current Ratio (in times)	1.98	3.33	(40.54)	Decrease in current ratio is mainly attributable to the reduction in current investments, cash and cash equivalents, and maturity of fixed deposits during the year.
Debt-Equity Ratio (in times)	0.20	0.23	(13.04)	
Interest Coverage Ratio (in times)	4.64	3.59	29.25	Increase in ratio due to increase in EBIT.
Return on Equity (in %)	4.83	5.34	(9.55)	
Inventory Turnover Ratio (in times)	4.77	6.05	(21.15)	
Debtor Turnover Ratio (in times)	3.53	3.54	(0.28)	

Trade Payable Turnover Ratio (in times)	6.29	7.65	(17.77)	
Return on Net Worth (in %)	4.83	5.34	(9.55)	
Net profit Ratio (in %)	4.62	3.88	19.07	
Operating Profit Margin (in %)	7.64	7.10	7.61	
Net Profit Margin (in %)	4.62	3.88	19.07	

Risks and Concerns

The Company operates within a framework of environmental, taxation, labor, and manufacturing regulations. Any adverse regulatory changes or non-compliance may impact operations and profitability. The Company maintains strong compliance mechanisms and regularly monitors regulatory developments.

The Company remains exposed to fluctuations in crude oil and polymer prices, which significantly impact raw material procurement costs. During FY26, war-related geopolitical developments and supply disruptions led to substantial increases in crude oil prices, resulting in elevated polymer prices and margin pressures across the industry. The Company mitigates this risk through strategic sourcing, inventory planning, cost optimization initiatives, and pricing revisions wherever feasible.

Manufacturing operations involve operational and workplace safety risks. The Company remains committed to maintaining high safety standards through employee training programs, preventive maintenance, and continuous improvement initiatives.

The company remains resolute in its proactive and proficient handling of risks, as it acknowledges risk as an inherent facet of conducting business. Rigorous and regular evaluations of both internal and external risk factors underscore the company's commitment to vigilance. Thus, the company consistently monitors the external landscape for emergent threats and gauges their potential ramifications on overarching corporate objectives.

The company's robust approach encompasses the assessment and management of an array of risks that span the spectrum. AVRO's commitment to proactive risk management is deeply ingrained in its operational ethos, ensuring a resilient and adaptable stance in the face of an ever-evolving business landscape.

Material Developments in Human Resources and Industrial Relations

The Company firmly believes that its employees are one of its most valuable assets and key contributors to long-term success and sustainable growth.

The Company has always remained an equal opportunity employer and has embedded these values in its employees. The Company provides a supportive and inclusive work environment where employees feel valued, motivated and empowered to contribute to the Company's vision. The Company prohibits child labour, forced labour and discrimination of any kind against employee or applicant based on gender identity, language, race, colour, religion, caste, creed, sex, ethnicity, age, martial status etc.

The Company continues to focus on employee engagement and development, skill enhancement and training initiatives, safe and inclusive workplace practices.

Throughout the review period, employee relations with the Company remained positive and highly cooperative across all organization levels. The Company's leadership has consistently prioritized open communication, mutual respect, and transparency, which have been instrumental in maintaining harmonious industrial relations and a collaborative workplace culture.

Internal Control Systems and Their Adequacy

The company has established adequate internal control systems commensurate with the nature, size and complexity of its operations. These systems are designed to safeguard assets, ensure accuracy, prevent frauds and errors and facilitate timely preparation of reliable financial information. It's worth noting that the company maintains a vigilant oversight of its corporate policies to ensure ongoing adherence. The Company is strengthening its Internal Control System every year as per the need of laws and transactions of the Company.

The internal control framework supports operational efficiency, effective risk management, regulatory compliance, and transparent financial reporting. Regular internal audits and management reviews are conducted to evaluate the effectiveness of internal controls and identify improvement opportunities.

The Audit Committee periodically reviews internal audit findings, compliance frameworks, and risk management practices to ensure continuous strengthening of internal control systems. This committee plays a crucial role in facilitating communication between the Statutory Auditors, Internal Auditors, and the management. Its responsibilities span a wide array of matters, encompassing financial reporting, internal control assessment, and other pertinent areas.

Disclosure of accounting treatment in preparation of financial statements.

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

Cautionary Statement

The statements provided in the Management Discussions and Analysis section are grounded in presently accessible information and a series of suppositions encompassing the economy, variables influencing raw material costs, selling prices, shifts in consumer demand and preferences, pertinent laws and regulations, as well as additional economic and political aspects. It's important to note that the company's forthcoming performance projections and assumptions lack a guarantee of precision from the management's side. Consequently, readers are cautioned that the actual outcomes might deviate from what is articulated and inferred in the statements.

INDEPENDENT AUDITOR'S REPORT

To the Members of AVRO India Limited

Report on the Audit of the Standalone Financial Statements

Opinion

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

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

Basis for Opinion

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

Emphasis of Matter

We draw attention to the following notes to the standalone financial statements:

a) Note 2.27(6) to the standalone financial statements, which describes that subsequent to the reporting date, the Board of Directors, at its meeting held on April 18, 2026, allotted 1,06,090 equity shares pursuant to the conversion of 1,06,090 warrants, upon receipt of the balance 75% of the issue price. The remaining 4,24,361 warrants lapsed due to non-receipt of the balance

75% of the issue price, and the 25% amount received earlier in respect of such warrants was forfeited, aggregating to ₹135.00 lakhs.

b) Note 2.27(7) to the standalone financial statements, which describes that the Board of Directors in their meeting held on March 25, 2026 approved the split of equity shares from the face value of Rs. 10 per equity share to Rs. 1 per equity share which was further approved by the shareholders of the Company in Extraordinary General meeting held on April 18, 2026. The record date for the split of equity shares was May 05, 2026. The National Stock Exchange of India Limited vide its circular 0715/2026 dated April 30, 2026 and BSE Limited vide its notice no. 20260430-52 dated April 30, 2026 confirmed that the new ISIN i.e. INE652Z01025 shall be effective for all trades done on and from Ex-date May 05, 2026.

   Note 2.27(18) to the standalone financial statements, which describes that the weighted average number of equity shares and the basic and diluted earnings per share for the year ended March 31, 2026 and for the comparative period have accordingly been adjusted retrospectively in accordance with Ind AS 33 – Earnings per Share, notwithstanding that the face value of the equity shares as at the reporting date remained ₹10 per share.

Our opinion is not modified in respect of these matters.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

For each matter below, description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matter	**How our audit addressed the Key Audit Matter**
Investment in wholly owned subsidiary During the year, the Company incorporated Avro Recycling Limited on May 14, 2025 as a wholly owned subsidiary engaged in the collection, sorting, processing and recycling of plastic waste and in the manufacture and sale of reusable plastic materials. As at March 31, 2026, the Company's investment in the subsidiary amounted to ₹3,977.22 lakhs, comprising 83,83,789 equity shares of face	Our procedures, among others, included: • Obtained an understanding of the Company's process for authorising, recording and evaluating investments in subsidiaries, and evaluated the design and implementation, and tested the operating effectiveness, of the relevant internal controls, including controls over the impairment assessment. • Read the minutes of the meetings of the Board of Directors, the Audit Committee and the

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<td>value ₹1 each. Out of these, 1,00,000 equity shares were initially subscribed at par, and subsequently 82,83,789 equity shares were subscribed at an issue price of ₹48 per share, comprising face value of ₹1 and securities premium of ₹47 per share. Accordingly, the total investment comprises ₹83.84 lakhs towards share capital and ₹3,893.38 lakhs towards securities premium.

The investment constitutes approximately 32% of the Company's total assets and 44% of its total equity as at March 31, 2026, and represents the single largest deployment of funds by the Company during the year. It was financed principally out of the cash and bank deposits of held at the beginning of the year, which included the proceeds of the preferential issue of equity shares made in the previous year.

In accordance with Ind AS 27 – Separate Financial Statements, the investment is carried at cost less accumulated impairment losses, and is reviewed at each reporting date for impairment in accordance with Ind AS 36 – Impairment of Assets. The subsidiary is in its first year of operations and has no established operating track record. Consequently, management's assessment of whether any indicator of impairment exists, and of the recoverable amount of the investment where such indicators are identified, involves significant judgment and is dependent on assumptions relating to projected cash flows, capacity utilisation, margins, long-term growth rates and discount rates, which are inherently uncertain.

Having regard to the magnitude of the carrying amount, the fact that the investment was made during the year in a newly incorporated entity, and the degree of management judgment</td>
<td>shareholders and examined the relevant resolutions, the memorandum of association of the subsidiary, the return of allotment and the share certificates/ statement of holdings, in order to verify the existence, ownership and cost of the investment.

• Traced the consideration paid to bank statements and underlying remittance advices, and reconciled the amounts recorded with the movement disclosed in the Statement of Cash Flows.

• Evaluated the basis on which the subscription price per share was determined, including examination of the supporting valuation and business plan, and assessed the appropriateness of recognising the entire amount as cost of the investment under Ind AS 27.

• Assessed compliance with Section 186 of the Companies Act, 2013 in relation to the limits prescribed for investments, and with the applicable requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended for related party transactions, including approvals of the Audit Committee.

• Evaluated management's assessment of impairment indicators under Ind AS 36, including comparison of the carrying amount of the investment with the net asset value of the subsidiary as reflected in its financial statements for the period ended March 31, 2026, and enquired into the reasons for any shortfall.

• Evaluated the reasonableness of the business plan and cash flow projections underpinning management's conclusion, challenged the key assumptions (revenue ramp-up, capacity utilisation, operating margins, capital expenditure, terminal growth rate and discount rate) by reference to the approved capital</td>
</tr>
</table>

involved in the impairment assessment, we determined this to be a key audit matter. (Refer Note 1.D(8), Note 2.3, Note 2.27(17) and Note 2.27(21) to the standalone financial statements)	budget, industry data and our understanding of the business, and performed sensitivity analysis on the assumptions to which the recoverable amount is most sensitive. • Involved our internal valuation specialists, where considered necessary, to assist in evaluating the appropriateness of the valuation methodology and the discount rate applied. • Performed procedures over transactions between the Company and the subsidiary during the year, including sales, purchases of raw material, sale of capital goods and job work income, to assess whether these were recorded and disclosed appropriately. • Assessed the adequacy and appropriateness of the presentation and disclosures made in the standalone financial statements in accordance with Ind AS 27, Ind AS 36 and Ind AS 24.
Revaluation of Property, Plant and Equipment The Company measures its Property, Plant and Equipment subsequent to initial recognition under the revaluation model prescribed by Ind AS 16 – Property, Plant and Equipment. During the year, the Company carried out a revaluation of its Property, Plant and Equipment except leasehold land building as at March 31, 2026 through an independent registered valuer, applying the cost (replacement cost) approach on a going concern basis. Based on the valuation report, management concluded that the fair value of the assets was not materially different from their carrying amount, and accordingly no revaluation surplus or deficit has been recognised. The Revaluation Surplus of ₹618.71 lakhs recognised in earlier periods continues to be carried in Other Equity. The determination of fair value under the	Our procedures, among others, included: • Evaluated the appropriateness of the Company's accounting policy for the subsequent measurement of Property, Plant and Equipment under the revaluation model, including whether the model has been applied to the entire class of assets as required by Ind AS 16. • Assessed the competence, capability and objectivity of the independent registered valuer engaged by management, including verification of the valuer's registration with the Insolvency and Bankruptcy Board of India, professional qualifications and independence from the Company. • Read the valuation report and evaluated the appropriateness of the valuation approach adopted and its consistency with the requirements of Ind AS 113 – Fair Value Measurement and with the approach adopted in

replacement cost approach involves significant judgment, including the estimation of the current cost of replacing an equivalent asset and the adjustments made for physical deterioration and functional and economic obsolescence. A conclusion that no adjustment is required is itself dependent on these judgments, and the outcome has a direct effect on the carrying amount of Property, Plant and Equipment, on the depreciation charge and on Other Equity. Accordingly, we determined the revaluation of Property, Plant and Equipment to be a key audit matter. (Refer Note 1.D(1), Note 2.1, Note 2.11 and Note 2.27(25)(iv) to the standalone financial statements)	earlier periods. • Tested the completeness and accuracy of the underlying asset data provided by management to the valuer, including asset descriptions, dates of capitalisation, gross carrying amounts and physical condition, by reconciling such data with the fixed asset register and the accounting records. • Evaluated the key assumptions and inputs applied by the valuer, including the current replacement cost of equivalent assets, cost indices and the adjustments made for physical deterioration and obsolescence, and corroborated selected inputs with supporting evidence. • Involved our internal valuation specialists, where considered necessary, to assist us in evaluating the reasonableness of the methodology and the significant assumptions applied. • Compared the fair value indicated by the valuation report with the carrying amount of the assets and evaluated the appropriateness of management's conclusion that no revaluation surplus or deficit was required to be recognised. • Performed physical verification procedures on a sample of assets, on a test check basis, and tested additions to and deletions from Property, Plant and Equipment during the year, along with the related depreciation charge computed on the written down value method over the useful lives specified. • Assessed the adequacy and appropriateness of the disclosures made in respect of the revaluation, the Revaluation Surplus and the fair value hierarchy.

Information Other than the Standalone Financial Statements and Auditor's Report thereon

The Company's Board of Directors are responsible for the other information. The other information comprises the Corporate Governance report, and the information included in the Annual Report including annexures, Management Discussion and Analysis, Secretarial Audit Report and other Company related information, but does not include the Standalone financial statements and our auditors' report thereon. The other information is expected to be made available to us after the date of this auditor's report.

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

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

When we read the other information, if we conclude that there is material misstatement therein, we are required to communicate the matter to those charged with governance and appropriate actions, if required.

Responsibilities of management and those charged with governance for the Standalone Financial Statements

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

In preparing the financial statements, Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern

and using the going concern basis of accounting unless the Board of Director's either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

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

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

As part of an audit in accordance with SAs, we exercise professional 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 controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of material accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

Materiality is the magnitude of misstatements in the standalone 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 standalone 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 Section 143(11) of the Act, we give in the "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   c) The Standalone Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

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

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

f) With respect to the adequacy of the internal financial controls over financial reporting with reference to the standalone financial statements 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.

g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:
In our Opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

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

a) The Company has disclosed the impact of pending litigations on its financial position in its Standalone Financial Statements – Refer Note No. 2.27 (1)(a) to the Standalone Financial Statements.

b) The Company did not have any material foreseeable losses on long-term contracts including derivative contracts during the year ended 31 March, 2026.

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

d) i) The Management has represented that, to the best of its knowledge and belief, as disclosed in Note no. 2.27 (25) (xi) of the notes to accounts, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person (s) or entity (ies) 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 or on behalf of the Ultimate Beneficiaries.

ii) The Management has represented that, to the best of its knowledge and belief, as disclosed in Note no. 2.27 (25) (xi) of the notes to accounts, no funds (which are material either individually or in the aggregate) have been received by the Company from any person(s) or entity(ies), including foreign entities (funding parties), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

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

e) The Company has neither declared nor paid any dividend during the year.

f) Based on our examination which included test checks the Company has used accounting software for maintaining its books of account, which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. However, the Company has maintained the records of Property, Plant and Equipment in an Excel sheet, and not through any accounting software; accordingly, the requirement of maintaining an audit trail (edit log) is not applicable to such records.

Further, we did not come across any instance of the audit trail feature being tampered with. Additionally, where audit trail has been preserved by the company as per the statutory requirement for record retention.

For S A A R K AND CO
Chartered Accountants
FRN: 021758N

Sd/-
CA (Dr.) S. K. Lal
Partner
M. No.: 509185
UDIN: 26509185LHQTMI3554

Place: Ghaziabad
Date: May 30, 2026

"ANNEXURE A" TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 1 under the heading 'Report on Other Legal and Regulatory Requirements' section of our report to the members of AVRO India Limited on the standalone financial statements for the year ended March 31, 2026.

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

(i) (a) (A) The Company has maintained proper records in excel sheet showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(B) The Company does not have any intangible assets.

(b) The property, plant and equipment have been physically verified by the management during the year in accordance with a regular programme of verification which, in our opinion, provides for physical verification of all the property, plant and equipment at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of the immovable properties disclosed in the standalone financial statements are held in the name of the Company. The Company has acquired land on leasehold basis, and as per the letter dated October 9, 2023 issued by the U.P. State Industrial Development Authority (UPSIDA), the leasehold land is perpetual in nature. Accordingly, the same has been considered as an immovable property for the purpose of reporting under this clause.

(d) The Company has revalued its Property, Plant and Equipment, excluding leasehold land and building, during the year based on a valuation carried out by an Independent Registered Valuer. The difference between the revalued amount and the carrying amount is not more than 10% of the aggregate net carrying value of the respective class of Property, Plant and Equipment.

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

(ii) (a) The inventory has been physically verified by the management during the year. In our opinion, the frequency of verification by the management is reasonable and the coverage and procedure for such verification is appropriate. No discrepancies of 10% or more in aggregate for each class of inventory has been noticed.

(b) According to the information and explanation given to us and on the basis of our examination of the records of the company, the company has been sanctioned working capital limits in excess of Rs. 5 Crore, in aggregate, from IDFC First Bank on the basis of primary security by way of hypothecation of entire current assets including stocks, book debts and movable property, plant and equipment of the Company and Collateral on property situated at A-7/36-39, south of GT Road Industrial Area, Ghaziabad, U.P. and Plot No. C-19, UPSIDC, Masuri Gulawthi, Tehsil-Dhaulana, Distt- Hapur, U.P. Owned by Company M/s. AVRO India Limited. Further, the facilities have been secured by personal guarantee of Mr. Sushil Kumar Aggarwal, Mr. Sahil Aggarwal, Mr. Nikhil Aggarwal and Mrs. Anita Aggarwal, Directors of the company together with the guarantees provided by Nikhil Aggarwal HUF, Sushil Kumar Aggarwal HUF and Sahil Aggarwal HUF. In our opinion, the quarterly returns or statements filed by the Company with such banks are in agreement with the books of account of the Company. The Company has not been sanctioned any working capital limit from financial institution.

(iii) (a) The Company has not provided any loans or advances in the nature of loans or stood guarantee, or provided security to any other entity during the year, and accordingly requirement to report under clause 3 (iii)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and based on the audit procedures performed by us, in our opinion, the investments made during the year in its subsidiary, classified as non-current investments, and in mutual fund schemes, classified as current investments, are, prima facie, not prejudicial to the interests of the Company.

(c) The Company has not granted loans and advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3 (iii)(c) to 3 (iii)(f) of the Order is not applicable to the Company.

(iv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not granted any loans to which the provisions of Sections 185 and 186 of the Companies Act, 2013 are applicable. Accordingly, the provisions of Sections 185 and 186 are not applicable in respect of such loans. The Company has made investments in the equity shares of its subsidiary and in mutual fund schemes during the year and, in our opinion, has complied with the applicable provisions of Section 186 of the Companies Act, 2013 in respect of such investments. The Company has not provided any guarantees or security to which the provisions of Sections 185 and 186 of the Act are applicable.

(v) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not accepted any deposits or there are no amounts which have been deemed to be deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.

(vi) We have broadly reviewed the books of account maintained by the company pursuant to the Rules made by the Central Government for the maintenance of cost records under section 148 of the Act in respect of the goods and services provided by it, and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not carried out a detailed examination of the records with a view to determine whether these are accurate or complete.

(vii) (a) The company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the period since effective 1 July 2017, these statutory dues have been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the records of the company, in our opinion, the undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues have been regularly deposited by the Company with the appropriate authorities.

According to the information and explanations given to us and on the basis of our examination of the records of the company, no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues were in arrears as at 31 March 2026 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and based on our examination of the records of the Company, there are no statutory dues referred to in clause 3(vii)(a) above which have not been deposited with the appropriate authorities on account of any dispute as at 31 March 2026 except for the following:

Name of the Statue	**Nature of dues**	**Amount in (Lakhs)**	**Period to which the amounts related**	**Forum where dispute is pending**
UP GST Act, 2017	Goods and Services Tax	12.30	2023-24	Office of the Deputy Commissioner, Ghaziabad
UP GST Act, 2017	Goods and Services Tax	11.57	2024-25	Office of the Deputy Commissioner, Ghaziabad

(viii) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 (43 of 1961) as income during the year. Accordingly, the requirement to report on Clause 3(viii) of the Order is not applicable to the Company.

(ix) (a) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) In our opinion and according to the information and explanations given to us by the management, term loans were applied for the purpose for which the loans were obtained.

(d) According to the information and explanation given to us and on an overall examination of the standalone financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) The Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiary. The Company does not have any joint ventures or associates.

(f) The company has not raised any loans during the year on the pledge of securities held in its subsidiary. The Company does not have any joint ventures or associates Companies.

(x) (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and accordingly requirement to report under clause 3 (x) (a) of the order is not applicable.

(b) According to the information and explanations given to us and based on our examination of the records of the company, the company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, clause 3 (x) (b) of the order is not applicable.

(xi) (a) No fraud by the Company and no fraud on the Company has been noticed or reported during the year.

(b) No report under sub-section (12) of section 143 of the Companies Act has been filed by the Auditors 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) There are no whistle blower complaints received by the Company during the year, and accordingly requirement to report under clause 3 (xi) (c) of the order is not applicable.

(xii) The Company is not a Nidhi Company and accordingly requirement to report under clause 3 (xii) (a) to (c) of the order is not applicable.

(xiii) According to the information and explanations given by the management, transactions with the related parties are in compliance with Section 177 and 188 of Companies Act, 2013 where applicable and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

(xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.

(b) The internal audit reports of the Company for the period under audit have been considered by us.

(xv) In our opinion and according to the information and explanations given to us, during the year, the Company has not entered into any non-cash transactions with its director's or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

(xvi) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, requirement to report under clause 3(xvi)(a) to (d) of the Order is not applicable.

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

(xviii) There has been no resignation of the statutory auditors during the year and accordingly requirement to report on clause 3(xviii) of the Order is not applicable to the Company.

(xix) On the basis of the financial ratios disclosed in Note no. 2.27 (25) (xix) to the financial statements, 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) a) There are no unspent amounts towards Corporate social Responsibility (CSR) on other than ongoing projects requiring a transfer to a Fund specified in Schedule VII to the Companies Act 2013 in compliance with second proviso to sub-section (5) of the Section 135 of the said Act. Accordingly, reporting under clause 3(xx)(a) of the order is not applicable to the Company.

b) There are no unspent amounts under sub-section (5) of section 135 of the Companies Act, pursuant to any ongoing project requiring to be transferred to special account in compliance with provision of sub-section (6) of section 135 of the Act. Accordingly, reporting under clause 3(xx)(b) of the order is not applicable to the Company.

(xxi) The reporting under clause 3(xxi) of the order is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For S A A R K AND CO
Chartered Accountants
FRN: 021758N

Sd/-
CA (Dr.) S. K. Lal
Partner
M. No.: 509185
UDIN: 26509185LHQTMI3554

Place: Ghaziabad
Date: May 30, 2026

"ANNEXURE B" TO THE INDEPENDENT AUDITOR'S REPORT

Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of AVRO India Limited on standalone Financial Statements for the year ended March 31, 2026.

Report on the Internal Financial Controls Over Financial Reporting with reference to the standalone financial statements 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 AVRO India Limited ("the company") as on March 31, 2026 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting with reference to the standalone financial statements

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting with reference to the standalone financial statements

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the company has, in all material respects, adequate internal financial control system over financial reporting with reference to the standalone financial statements and such internal financial controls over financial reporting were operating effectively as at March 31, 2026, based on the internal financial 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 S A A R K AND CO
Chartered Accountants
FRN: 021758N

Sd/-
CA (Dr.) S. K. Lal
Partner
M. No.: 509185
UDIN: 26509185LHQTMI3554

Place: Ghaziabad
Date: May 30, 2026

AVRO INDIA LIMITED
CIN: L25200UP1996PLC101013
A-7/36-39, South of G.T. Road Industrial Area Electrosteel Casting Compound Ghaziabad- 201009

Balance Sheet as at 31st March, 2026

(₹ in Lakhs)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
ASSETS			
(1) Non-current assets			
(a) Property, plant and equipment	2.1	2,345.86	2,453.80
(b) Capital work-in-progress	2.2	589.60	307.99
(c) Other Intangible assets		-	-
(d) Financial assets			
(i) Investments	2.3	3,977.22	-
(ii) Trade receivables	2.4	-	-
(iii) Other financial assets	2.5	-	-
(e) Deferred tax assets (net)	2.17	28.31	2.31
(f) Other non-current assets	2.6	0.85	148.35
Total non- current assets		6,941.84	2,912.45
(2) Current assets			
(a) Inventories	2.7	1,770.42	1,497.86
(b) Financial assets			
(i) Investments	2.3	30.97	154.72
(ii) Trade receivables	2.4	2,803.24	2,350.51
(iii) Cash and cash equivalents	2.8	26.68	3,029.93
(iv) Bank balances other than (iii) above	2.9	-	1,200.00
(v) Other financial assets	2.5	266.82	89.94
(c) Current tax assets (net)	2.17	-	-
(d) Other current assets	2.6	438.27	506.88
Total current assets		5,336.40	8,829.84
Total assets		12,278.24	11,742.29
EQUITY AND LIABILITIES			
(1) EQUITY			
(a) Equity share capital	2.10	1,331.11	1,331.11
(b) Other equity	2.11	7,580.40	7,171.34
Total equity		8,911.51	8,502.45
LIABILITIES			
(2) Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	2.12	622.04	562.25
(ii) Trade payables	2.13		
(A) total outstanding dues of micro enterprises and small enterprises; and		-	-
(B) total outstanding dues of creditors other than micro enterprises and small enterprises		-	-
(iii) Other financial liabilities	2.14	-	-
(b) Provisions	2.15	49.04	28.38
(c) Deferred tax liabilities (net)	2.17	-	-
(d) Other non-current liabilities	2.16	-	-
Total non-current liabilities		671.08	590.63
(3) Current liabilities			
(a) Financial liabilities			
(i) Borrowings	2.12	1,144.41	1,428.04
(ii) Trade payables	2.13		
(A) total outstanding dues of micro enterprises and small enterprises; and		274.01	211.03
(B) total outstanding dues of creditors other than micro enterprises and small enterprises		826.07	674.03
(iii) Other financial liabilities	2.14	172.76	102.66
(b) Other current liabilities	2.16	266.34	206.09
(c) Provisions	2.15	2.48	1.83
(d) Current tax liabilities (net)	2.17	9.58	25.53
Total current liabilities		2,695.65	2,649.21
Total equity and liabilities		12,278.24	11,742.29
Basis of preparation, measurement and Material Accounting Policy information	1		

The accompanying notes form an integral part of the standalone financial statements (Note No. 2.1 to 2.27)

As per our report of even date attached
For S A A R K AND CO
Chartered Accountants
FRN: 021758N

Sd/-
CA (Dr.) S. K. Lal
Partner
M. No.: 509185
UDIN: 26509185LHQTM13554

Place: Ghaziabad
Date: May 30, 2026

For and on behalf of the Board of Directors of
Avro India Limited

Sd/-
Sushil Kumar Aggarwal
Chairman & Whole Time Director
DIN: 00248707

Sd/-
Sahil Aggarwal
Managing Director
DIN: 02515025

Sd/-
Ghanshyam Singh
Chief Financial Officer
PAN: CWCPS4843P

Sd/-
Sumit Bansal
Company Secretary
PAN: CHKPB0878G

Place: Ghaziabad
Date: May 30, 2026

AVRO INDIA LIMITED
CIN: L25200UP1996PLC101013
A-7/36-39, South of G.T.Road Industrial Area Electrosteel Casting Compound Ghaziabad- 201009

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

(₹ in Lakhs)

	Particulars	Note No.	Year ended March 31, 2026	Year ended March 31, 2025
I	Revenue from operations	2.18	9,099.23	7,832.48
II	Other income	2.19	830.53	460.03
III	Total income (I+II)		9,929.76	8,292.51
IV	EXPENSES			
	Cost of materials consumed	2.20	5,483.30	4,895.01
	Purchases of stock-in-trade	2.21	649.64	665.21
	Changes in inventories of finished goods	2.22	(127.08)	(253.07)
	Employee benefits expense	2.23	638.77	310.67
	Finance costs	2.24	161.12	157.06
	Depreciation and amortization expense	2.25	442.91	392.03
	Other expenses	2.26	2,135.70	1,707.52
	Total expenses (IV)		9,384.36	7,874.43
V	Profit before exceptional items and tax (III-IV)		545.40	418.08
VI	Exceptional items	2.27(11)	-	16.53
VII	Profit before tax (V-VI)		545.40	401.55
VIII	Tax expense:			
	(1) Current tax	2.17	146.75	108.63
	(2) Deferred tax	2.17	(22.06)	(11.30)
IX	Profit for the period ((VII-VIII)		420.71	304.22
X	Other comprehensive income			
	Items that will not be reclassified to profit or loss			-
	(i) Remeasurement of the net defined benefit liability/asset	2.27(15)	(15.57)	(15.65)
	(ii) Income tax effect	2.17	3.92	3.94
	Total other comprehensive income, net of tax		(11.65)	(11.71)
XI	Total comprehensive income for the year(IX+X)		409.06	292.51
XII	Earning per equity shares	2.27(18)		
	(1) Basic (₹)		0.32	0.28
	(2) Diluted (₹)		0.30	0.28
	Basis of preparation, measurement and Material Accounting Policy information	1		

The accompanying notes form an integral part of the standalone financial statements (Note No. 2.1 to 2.27)

As per our report of even date attached
For S A A R K AND CO
Chartered Accountants
FRN: 021758N

Sd/-
CA (Dr.) S. K. Lal
Partner
M. No.: 509185
UDIN: 26509185LHQTM13554

Place: Ghaziabad
Date: May 30, 2026

For and on behalf of the Board of Directors of
Avro India Limited

Sd/-
Sushil Kumar Aggarwal
Chairman & Whole Time Director
DIN: 00248707

Sd/-
Sahil Aggarwal
Managing Director
DIN: 02515025

Sd/-
Ghanshyam Singh
Chief Financial Officer
PAN: CWCPS4843P

Sd/-
Sumit Bansal
Company Secretary
PAN: CHKPB0878G

Place: Ghaziabad
Date: May 30, 2026

AVRO INDIA LIMITED
CIN: L25200UP1996PLC101013
A-7/36-39, South of G.T.Road Industrial Area Electrosteel Casting Compound Ghaziabad- 201009

Statement of Changes in Equity

A. Equity Share Capital (₹ in Lakhs)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Balance as at the beginning of the current reporting period	2.11	1,331.11	1,008.74
Changes in Equity Share Capital during the Current period	2.11	-	322.37
Balance at the end of current reporting period		1,331.11	1,331.11

B. Other Equity

1. Other equity as at March 31, 2026 (₹ in Lakhs)

Particulars	Reserves & Surplus							Money received against share warrants	Total
	Capital Reserve	Security Premium	Retained Earnings	Debt instruments through Other Comprehensive Income	Equity Instruments through other comprehensive income	Revaluation Surplus	Other items of other comprehensive income		
Balance as at April 1, 2025	-	4,682.54	1,563.69	-	-	618.71	(12.35)	318.75	7,171.34
Changes in equity for the period ended March 31, 2026									
Changes in accounting policy or prior period errors	-	-	-	-	-	-	-	-	-
Restated balance at the beginning of the current reporting period	-	-		-	-	-	-	-	-
Total Comprehensive income for the current period	-	-	420.71	-	-	-	(11.65)	-	409.06
Dividends	-	-	-	-	-	-	-	-	-
Share warrants money received during the period	-	-	-	-	-	-	-	-	-
Security premium	-	-	-	-	-	-	-	-	-
Balance as at March 31, 2026	-	4,682.54	1,984.40	-	-	618.71	(24.00)	318.75	7,580.40

2. Other equity as at March 31, 2025 (₹ in Lakhs)

Particulars	Reserves & Surplus							Money received against share warrants	Total
	Capital Reserve	Security Premium	Retained Earnings	Debt instruments through Other Comprehensive Income	Equity Instruments through other comprehensive income	Revaluation Surplus	Other items of other comprehensive income		
Balance as at April 1, 2024	-	-	1,259.47	-	-	618.71	(0.64)	-	1,877.54
Changes in equity for the period ended March 31, 2025									
Changes in accounting policy or prior period errors	-	-	-	-	-	-	-	-	-
Restated balance at the beginning of the current reporting period	-	-	-	-	-	-	-	-	-
Total Comprehensive income for the current period	-	-	304.22	-	-	-	(11.71)	-	292.51
Dividends	-	-	-	-	-	-	-	-	-
Share warrants money received during the period	-	-	-	-	-	-	-	318.75	318.75
Security premium	-	4,682.54	-	-	-	-	-	-	4,682.54
Balance as at March 31, 2025	-	4,682.54	1,563.69	-	-	618.71	(12.35)	318.75	7,171.34

Refer note no. 2.11 for nature and purpose of reserves.

Basis of preparation, measurement and Material Accounting Policy information (Note No. 1).
The accompanying notes form an integral part of the standalone financial statements (Note No. 2.1 to 2.27).

As per our report of even date attached
For S A A R K AND CO
Chartered Accountants
FRN: 021758N

Sd/-
CA (Dr.) S. K. Lal
Partner
M. No.: 509185
UDIN: 26509185LHQTM13554

For and on behalf of the Board of Directors of
Avro India Limited

Sd/-
Sushil Kumar Aggarwal
Chairman & Whole Time Director
DIN: 00248707

Sd/-
Sahil Aggarwal
Managing Director
DIN: 02515025

Sd/-
Ghanshyam Singh
Chief Financial Officer
PAN: CWCPS4843P

Sd/-
Sumit Bansal
Company Secretary
PAN: CHKPB0878G

Place: Ghaziabad
Date: May 30, 2026

Place: Ghaziabad
Date: May 30, 2026

AVRO INDIA LIMITED
CIN: L25200UP1996PLC101013
A-7/36-39, South of G.T.Road Industrial Area Electrosteel Casting Compound Ghaziabad- 201009

Statement of Cash Flows for the year ended March 31, 2026

(₹ in Lakhs)

	Particulars	Year ended March 31, 2026	Year ended March 31, 2025
A	**Cash flows from operating activities**		
	Profit before tax, and exceptional items	**545.40**	**418.08**
	Adjustments for:		
	Depreciation and amortization Expense	442.91	392.03
	Interest on borrowings	149.93	154.92
	Bad Debts	49.18	2.12
	Profit on sale of property, plant and equipment (including CWIP)	(9.52)	(0.55)
	Other non-operating/ non-cash expenses	13.56	6.59
	Interest Income	(112.69)	(11.99)
	Gratuity	6.24	2.17
	Net gain on sale of investment in mutual fund	(8.29)	(13.13)
	Provision for doubtful debts	10.64	21.91
	Operating profit before working capital changes	**1,087.36**	**972.15**
	Change in working capital		
	Decrease/(increase) in inventories	(272.56)	(811.99)
	Decrease/ (increase) in trade receivables	(490.63)	(309.00)
	Decrease/ (increase) in other financial assets	(176.88)	(16.32)
	Decrease/ (increase) in other assets	68.22	(203.79)
	Increase/(Decrease) in trade payables	215.02	178.57
	Increase/(Decrease) in other financial liabilities	70.10	24.72
	Increase/(Decrease) in other liabilities	60.24	28.87
	Increase/(Decrease) in provisions	21.32	17.83
	Cash generated from operations	**582.19**	**(118.96)**
	Less: Income taxes paid (net)	(173.80)	(94.78)
	Cash flow before Exceptional items	**408.39**	**(213.74)**
	Less: Exceptional items (Compensation paid)	-	(16.53)
	Net cash flow from / (used in) operating activities (A)	**408.39**	**(230.27)**
B	**Cash flows from Investing activities**		
	Purchase of property, plant and equipment (including CWIP and Capital Advance)	(709.48)	(1,118.86)
	Proceeds from sale of property, plant and equipment (including CWIP)	192.42	3.50
	Payment of purchase of mutual fund	(68.00)	(216.26)
	Proceeds from sale of mutual fund	200.00	159.06
	Investment in Subsidiary	(3,977.22)	-
	Investment in bank deposits (having original maturity of more than 3 months)	-	(1,200.00)
	Proceed from maturity of bank deposit	1,200.00	-
	Interest received	123.49	-
	Net cash flow from / (used in) investing activities (B)	**(3,038.79)**	**(2,372.56)**
C	**Cash flows from financing activities**		
	Proceed from issue of share capital	-	322.37
	Proceed from Share warrant money	-	318.75
	Security premium		4,682.54
	Proceeds from long term borrowings	272.63	288.42
	Payment of long term borrowings	(171.06)	(130.80)
	Proceeds from short term borrowings	11,197.32	9,748.90
	Payment of short term borrowings	(11,522.73)	(9,478.49)
	Interest paid	(149.01)	(154.92)
	Net cash flow from / (used in) financing activities (C)	**(372.85)**	**5,596.77**
	Net increase /(decrease) in cash and cash equivalents (A+B+C)	**(3,003.25)**	**2,993.94**
	Cash and cash equivalents at the beginning of the year	3,029.93	35.99
	Cash and cash equivalents at the end of the year	**26.68**	**3,029.93**
	Component of cash and cash equivalents		
	Cash and cash equivalents comprise of:		
	Cash on hand	25.33	25.57
	Balance with banks		
	(i) In current accounts	1.35	304.36
	(ii) In deposit accounts (having original maturity of 3 months or less)	-	2,700.00
	Total cash and cash equivalents at the end of the year	**26.68**	**3,029.93**

Note:

1. The Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Indian Accounting Standards (Ind AS) 7 "Statement of Cash Flows".

2. Movement in Financial Liabilities arising from Financing Activities:

(₹ in Lakhs)

Particulars	Long Term Borrowings*	Short Term Borrowings	Interest
Balance as at April 1, 2024	**549.63**	**1,012.64**	**1.43**
Increase/(Decrease) in Long Term Borrowings	157.60	-	-
Increase/(Decrease) in Short Term Borrowings	-	270.42	-
Interest expense paid	-	-	(161.78)
Interest capitalised	-	-	6.84
Interest charged to Statement of Profit & Loss	-	-	154.92
Balance as at March 31, 2025	**707.23**	**1,283.06**	**1.41**
Increase/(Decrease) in Long Term Borrowings	101.58	-	-
Increase/(Decrease) in Short Term Borrowings	-	(325.42)	-
Interest expense paid	-	-	(153.50)
Interest capitalised	-	-	3.08
Interest charged to Statement of Profit & Loss	-	-	149.93
Balance as at March 31, 2026	**808.81**	**957.64**	**0.93**

*Long Term Borrowings includes current maturity of Long Term debts.

3. Reconciliation of Cash and Cash Equivalents:

Cash and Cash Equivalents as per note no. 2.8	26.68	3,029.93

Basis of preparation, measurement and Material Accounting Policy information (Note No. 1).
The accompanying notes form an integral part of the standalone financial statements (Note No. 2.1 to 2.27)

As per our report of even date attached
For S A A R K AND CO
Chartered Accountants
FRN: 021758N

Sd/-
CA (Dr.) S. K. Lal
Partner
M. No.: 509185
UDIN: 26509185LHQTM13554

Place: Ghaziabad
Date: May 30, 2026

For and on behalf of the Board of Directors of
Avro India Limited

Sd/-
Sushil Kumar Aggarwal
Chairman & Whole Time Director
DIN: 00248707

Sd/-
Sahil Aggarwal
Managing Director
DIN: 02515025

Sd/-
Ghanshyam Singh
Chief Financial Officer
PAN: CWCPS4843P

Sd/-
Sumit Bansal
Company Secretary
PAN: CHKPB0878G

Place: Ghaziabad
Date: May 30, 2026

AVRO INDIA LIMITED

1. CORPORATE INFORMATION AND MATERIAL ACCOUNTING POLICY INFORMATION

A. Corporate Information

AVRO INDIA LIMITED (the "Company") is a public limited company domiciled in India, incorporated under the provisions of the Companies Act and limited by shares (CIN: L25200UP1996PLC101013). The Company's shares are listed and actively traded on the National Stock Exchange of India Limited and BSE Limited. The registered office of the Company is situated at A-7/36-39, South of G.T. Road Industrial Area Electrosteel Casting Compound Ghaziabad, Uttar Pradesh - 201009, India. The Company is primarily engaged in the manufacturing and selling of plastic moulded furniture and granules. It has established brand names including "AVRO FURNITURE" among others. The Company's products are distributed through both online and offline channels, with a network of retailers across India and major distributors concentrated in the state of Uttar Pradesh.

B. Basis of Preparation of Financial Statements:

1. Basis of Preparation

These standalone financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time. The standalone financial statements have been prepared on accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the standalone financial statements. All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle, Ind AS 1 and other criteria as set out in the Division II of Schedule III to the Companies Act, 2013.

An asset is classified as current when it is

a. Expected to be realised or intended to be sold or consumed in normal operating cycle;
b. Held primarily for the purpose of trading;
c. Expected to be realised within twelve months after the reporting period; or
d. Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current when

a. It is expected to be settled in normal operating cycle;
b. It is held primarily for the purpose of trading;
c. It is due to be settled within twelve months after the reporting period; or
d. There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

Based on the nature of products and the time between acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities. Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The standalone financial statements are presented in Indian Rupee (INR), the functional currency of the Company. Items included in the standalone financial statements of the Company are recorded using the currency of the primary economic environment in which the Company operates (the 'functional currency'). Foreign currency transactions are translated into the functional currency using exchange rates at the date of the transaction. Foreign exchange gains and losses from settlement of these transactions are recognised in the standalone statement of profit and loss. Foreign currency denominated monetary assets and liabilities are translated into functional currency at exchange rates in effect at the balance sheet date, the gain or loss arising from such translations are recognised in the standalone statement of profit and loss.

The Company has decided to round off the figures to the nearest Lakhs. Transactions and balances with values below the rounding off norm adopted by the Company have been reflected as "0" in the relevant notes to these financial statements.

The standalone financial statements of the Company for the year ended March 31, 2026 were approved for issue in accordance with the resolution of the Board of Directors on 30th May, 2026.

2. Basis of measurement

The financial statements have been prepared under the historical cost convention except for the following assets and liabilities which have been measured at fair value:

- Certain financial assets and liabilities that are measured at fair value; and
- Plan assets in the case of employees defined benefit plans that are measured at fair value.

The accounting policies adopted are the same as those which were applied for the previous financial year.

B. Significant accounting estimates and judgments

The preparation of Financial Statements requires the management to make judgments, accounting estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

This note provides an overview of the areas that involved a higher degree of judgment or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed.

Significant areas of estimation and judgments as stated in the respective accounting policies that have the most significant effect on the financial statements are as follows:

i) Determination of the estimated useful lives of Property Plant and Equipment

The useful lives of dies and molds are determined by the technical expert, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers' warranties and maintenance support.

ii) Deferred Tax

Uncertainties exist with respect to the interpretation of complex tax regulations, changes in tax laws, and the amount and timing of future taxable income. Given the nature of business differences arising between the actual results and the assumptions made, or future changes to such assumptions, could necessitate future adjustments that will impact the current and deferred income tax assets and liabilities in the period in which such determination is made. The company establishes provisions, based on reasonable estimates.

Deferred tax assets are recognized for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilized. Significant management judgment is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

iii) Impairment of non-financial assets

The entity assesses at each reporting date whether there is an indication that an asset may be impaired. Determining the recoverable amount of the assets is judgmental and involves the use of significant estimates and assumptions. The estimates are based upon assumptions believed to be reasonable, but which are inherently uncertain and unpredictable and do not reflect unanticipated events and circumstances that may occur.

iv) Impairment of financial assets

The impairment provision for financial assets is based on assumptions about risk of default and expected loss rates. The company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the company's past history, credit risk, and existing market conditions as well as forward looking estimates at the end of each reporting period.

v) Impairment of investments in subsidiary

The company reviews it's carrying value of investments carried at cost (net of impairments, if any) annually, or more frequently when there is indication for impairment. If the recoverable amount is less than it's carrying amount, the impairment loss is accounted for in the statement of profit and loss.

vi) Leasehold Land

As per the terms of the lease agreement with U.P. State Industrial Development Authority (UPSIDA), the leasehold land is perpetual in nature and, accordingly, is not amortised over a specified lease period.

C. New Standards, Interpretations and Amendments adopted by the Company

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. In May 2025, MCA notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its standalone financial statements. In August 2025, MCA notified the following amendments to:

a. Ind AS 1, Presentation of Financial Statements, applicable w.e.f. 1st April, 2025 – The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Company has no impact of these amendments in its classification criteria of current and non-current liabilities.

b. Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments: Disclosures, applicable w.e.f. 1st April, 2025 – The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any impact in its financial statements.

c. Ind AS 12, International Tax Reform – Pillar Two Model Rules applicable immediately - The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact on its financial statements.

D. Material Accounting Policy Information

The material accounting policy information applied in the preparation of the financial statements are as given below.

1. Property, plant and equipment

Property, plant and equipment are initially stated at cost.

The cost of property, plant and equipment includes:

(a) its purchase price, net of any trade discount and rebates including non-refundable purchase taxes and import duty;

(b) any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

The borrowing costs that meet the criteria for capitalization as part of a qualifying asset, then these costs shall be included in the cost of property, plant, and equipment.

Property, Plant and Equipment are subsequently measured at revalued amount, being the fair value at the date of revaluation less subsequent accumulated depreciation and subsequent accumulated impairment losses (the revaluation model). The revaluation model is applied to the entire class of Property, Plant and Equipment as prescribed by the Ind AS.

On revaluation, accumulated depreciation is eliminated against the gross carrying amount of the asset and the net amount is restated to the revalued amount.

An increase in the carrying amount arising on revaluation is recognised in other comprehensive income and accumulated in equity under “Revaluation Surplus”, except to the extent that it reverses a revaluation decrease of the same asset previously recognised in the Statement of Profit and Loss, in which case the increase is recognised in the Statement of Profit and Loss. A decrease in the carrying amount arising on revaluation is recognised in the Statement of Profit and Loss, except to the extent of any credit balance existing in the Revaluation Surplus in respect of that asset, in which case the decrease is recognised in other comprehensive income and reduces the Revaluation Surplus.

The Revaluation Surplus in respect of an item of Property, Plant and Equipment is transferred directly to Retained Earnings when the asset is derecognised.

Depreciation on property, plant and equipment is provided on written down value method over the estimated useful lives of the assets as specified under part C of schedule II of the Companies Act, 2013 and disclosed in the notes to accounts. The residual values are not more than 5% of the original cost of assets.

Depreciation methods, useful lives and residual values are reviewed at each financial year end.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in statement of profit or loss within other gains/(losses).

The useful life of Property, Plant and Equipment is as follows:

Particulars	Useful life (in years)
Building	30
Plant & Equipment	15
Moulds	8
Computers	3
Vehicles	8
Furniture & Fixtures	10
Electrical Installation & Equipment	10
Office Equipment	5
Laboratory Equipment	10

The Cost of leasehold land is not amortised over the period of lease because it is perpetual in nature.

2. Capital work-in-progress

Capital work-in-progress comprises of property, plant and equipment that are not ready for their intended use at the end of reporting period and are carried at cost comprising direct costs, related incidental expenses, other directly attributable costs and borrowing costs.

3. Financial Instruments

I. Financial Assets:

(a) Initial recognition and measurement

Financial assets, except for trade receivables, are recognised when the Company becomes a party to the contractual provisions of the instrument.

On initial recognition, a financial asset is recognised at fair value.

Trade receivables are initially recognised at transaction price as they do not contain a significant financing component. This implies that the effective interest rate for these receivables is zero.

(b) Subsequent measurement and classification

The subsequent measurement of a financial asset depends on the classification of the asset on the basis of business model for managing such assets and the contractual cash flow characteristics of such asset. These classifications are:

- amortised cost
- fair value through profit or loss (FVTPL)
- fair value through other comprehensive income (FVOCI).

Financial assets are not reclassified subsequent to their recognition, except during the year the Company changes its business model for managing financial assets.

In case of financial assets which are recognised at fair value through profit or loss (FVTPL), its transaction cost is recognised in the standalone statement of profit or loss. In other cases, the transaction cost is attributed to the acquisition value of the financial asset.

(1) Debt Instruments:

(i) Measured at amortised cost:

Financial assets that give rise to cash flows on specified dates that are solely the payments of principal and interest; and the financial asset is held within a business model whose objective is solely to collect those cash flows, then the financial asset is classified and measured at amortised cost.

These are measured by applying the effective interest rate method. The effective interest rate method allocates interest income over the relevant period by applying the effective interest rate ('EIR') (that is the interest rate that exactly discounts expected future cash flows to the gross carrying amount of the asset).

(ii) Measured at fair value through other comprehensive income (FVOCI):

Financial assets that are held within a business model whose objective is achieved by both, selling financial assets and collecting contractual cash flows that are solely payments of principal and interest, are subsequently measured at fair value through other comprehensive income. Fair value movements are recognised in the other comprehensive income (OCI). Interest income is measured using the EIR method and impairment losses, if any are recognised in the standalone statement of profit and loss. On derecognition, cumulative gain or loss previously recognised in OCI is reclassified from the equity to 'other income' in the standalone statement of profit and loss.

(iii) Measured at fair value through profit or loss (FVTPL):

A financial asset not classified as either amortised cost or FVOCI, is classified as FVTPL. Such financial assets are measured at fair value with all changes in fair value, including interest income and dividend income, if any, recognised in 'other income' in the standalone statement of profit and loss.

(2) Equity Instruments:

All investments in equity instruments classified under financial assets are initially measured at fair value through FVOCI or FVTPL. The Company may, on initial recognition, irrevocably elect to measure the same at FVOCI.

The Company makes such election on an instrument-by-instrument basis. Fair value changes on an equity instrument is recognised in 'other income' in the standalone statement of profit and loss unless the Company has elected to measure such instrument at FVOCI. Fair value changes excluding dividends, on an equity instrument measured at FVOCI are recognised in OCI. Amounts recognised in OCI are not subsequently reclassified to the standalone statement of profit and loss. Dividend income on the investments in equity instruments are recognised as 'other income' in the standalone statement of profit and loss.

(c) Derecognition

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the contractual rights to receive the cash flows from the asset or has assumed an obligation to pay the received cash flows to one or more recipient.

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised. Where the entity has neither transferred a financial asset nor retained substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

(d) Impairment of Financial Asset

The Company applies expected credit loss (ECL) model for measurement and recognition of loss allowance on the following:

i. Trade receivables

ii. Financial assets measured at amortized cost (other than trade receivables)

In case of trade receivables, the Company follows a simplified approach wherein an amount equal to lifetime ECL is measured and recognised as loss allowance. The Company computes ECL based on a provision matrix. The provision matrix is prepared based on historically observed default rates over the expected life of trade receivables and is adjusted for forward-looking estimates.

Financial assets classified as amortised cost (listed as ii. above), subsequent to initial recognition, are assessed for evidence of impairment at end of each reporting period basis monitoring of whether there has been a significant increase in credit risk. To assess whether there is a significant increase in credit risk, the Company compares the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forwarding-looking information.

If the credit risk of such assets has not increased significantly, an amount equal to 12-month ECL is measured and recognised as loss allowance. However, if credit risk has increased significantly, an amount equal to lifetime ECL is measured and recognised as loss allowance.

Subsequently, if the credit quality of the financial asset improves such that there is no longer a significant increase in credit risk since initial recognition, the Company reverts to recognising impairment loss allowance based on 12-month ECL.

ECL allowance recognised (or reversed) during the period is recognised as expense (or income) in the standalone statement of profit and loss under the head 'Other expenses'.

Write - off

The gross carrying amount of a financial asset is written off when the Company has no reasonable expectations of recovering the financial asset in its entirety or a portion thereof. A write-off constitutes a derecognition event.

II Financial Liabilities:

(a) Initial recognition and measurement

Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at the amortised cost unless at initial recognition, they are classified as fair value through profit and loss. In case of trade payables, they are initially recognised at fair value and subsequently, these liabilities are held at amortised cost, using the EIR method.

(b) Subsequent measurement

Financial liabilities are subsequently measured at amortised cost using the EIR method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the standalone statement of profit and loss.

(c) Derecognition

A financial liability is derecognised when the obligation specified in the contract is discharged, cancelled or expires. The difference between the carrying value of the financial liability and the consideration paid is recognised in the standalone statement of profit and loss.

(d) Offsetting financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet, if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle them on a net basis or to realise the assets and settle the liabilities simultaneously.

4. Fair value measurement of financial instruments

The company measures financial instruments at fair value at each reporting period.

All assets and liabilities for which fair value is measured, are disclosed in the financial statements are categorised within the level 1 (quoted price unadjusted in active market), level 2 (Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable) and level 3 (Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable) of fair value hierarchy.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

5. Inventories

Inventories are valued at lower of cost and net realizable value.

Inventories includes raw material, work-in-progress, finished goods, stock in trade, store & spare, packing material.

Raw material and components: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined using first in first out (FIFO) basis.

Finished goods and work in progress: cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity but excluding borrowing costs. Cost is determined on weighted average basis.

Store, spare parts, packing material etc.: Cost is determined on FIFO basis.

Inter branch transfers are valued at works/factory costs of the transferor unit/ branch.

6. Employee Benefits

a. Short term employee benefits: Employee benefits such as salaries falling due wholly within twelve months of rendering the service are classified as short-term employee benefits and undiscounted amount of such benefits are expensed in the statement of profit and loss in the period in which the employee renders the related services.

b. Post-employment benefits

Defined contribution plan: A defined contribution plan is a plan under which the Company pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution plans are recognized as an employee benefits expense in the statement of profit and loss during the period in which the employee renders the related services.

Contribution to Defined Contribution Plans such as Provident Fund and Employees' State Insurance Corporation are charged to the Statement of Profit and Loss as incurred.

Defined Benefit Plan: A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. Under such plans, the obligation for any benefits remains with the Company. The company's liability towards gratuity is in the nature of defined benefit plans.

Remeasurement of net defined benefit liability, which comprises actuarial gains and losses and the return on plan assets (excluding interest) and the effect of the asset ceiling (if any excluding interest),are recognized immediately in other comprehensive income.

7. Borrowing Costs

Borrowing costs consist of interest and other costs that the Company incurs in connection with the borrowing of funds and are charged to the statement of profit and loss in the period in which they are incurred except when it meets the criteria for capitalization as part of qualifying assets.

8. Investment in Subsidiary:

Investment in subsidiary is accounted for at cost in accordance with Ind AS 27 – Separate Financial Statements, less accumulated impairment losses, if any. The carrying amount of the investment is reviewed at each reporting date for impairment in accordance with Ind AS 36 – Impairment of Assets.

9. Impairment of non-financial assets

At each reporting date, the Company reviews the carrying amounts of its non-financial assets to determine whether there is any indication of impairment. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any).

If such assets are considered to be impaired, the impairment to be recognised in the Statement of Profit and Loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset.

10. Revenue Recognition

Sale of products

Revenue from sale of goods is recognised when control of the products being sold is transferred to the customer and when there are no longer any unfulfilled obligations. The Performance Obligations in our contracts are fulfilled at the time of dispatch, delivery or upon formal customer acceptance depending on terms with customers. Revenue is measured on the basis of transaction price, which is the consideration, adjusted for volume discounts, rebates, schemes allowances, price concessions, incentives and returns, if any, as specified in the contracts with the customers. Accumulated experience is used to estimate the provision for such discounts and rebates. Revenue is only recognised to the extent that it is highly probable a significant reversal will not occur.

Sales return - Our customers have the contractual right to return goods only when authorised by the Company. An estimate is made of goods that will be returned and a liability is recognised for this amount using a best estimate based on accumulated experience. The Company deals in various products and operates in various distribution channels. Accordingly, the estimate of sales returns is determined primarily by the Company's historical experience in the markets in which the Company operates by considering actual sales returns, estimated shelf life and other factors.

11. Other Income

- **Income from services rendered including commission income**
  Income from services rendered including the commission income is recognised based on agreements/arrangements as the service is performed and there are no unfulfilled

obligations.

- Interest income is recognised using Effective Interest rate method.
- Dividend income on investments is recognised when the right to receive dividend is established.
- All other income is accounted on accrual basis when no significant uncertainty exists regarding the amount that will be received.

12. Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes unrestricted cash and short-term deposits with original maturities of three months and less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of change in value.

13. Taxes

Tax expense comprises current tax and deferred income tax. Current and deferred tax are recognised in the statement of profit & loss except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity, respectively.

Current income Tax

Current tax is determined as the tax payable in respect of taxable income for the period and is computed in accordance with relevant tax regulations.

Current income tax is recognised in statement of profit and loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Deferred Tax

Deferred tax is provided for temporary taxable/deductible difference arising on the difference of tax base and accounting base of assets/liabilities using the liability method and are measured at the enacted tax rates or substantively enacted tax rates at reporting date.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Any such reduction shall be reversed to the extent that it becomes probable that sufficient taxable profit will be available. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority.

14. Earnings per share

In determining basic earnings per share, the company considers the net profit attributable to equity shareholders. The number of shares used in computing basic earnings per share is the weighted average number of shares outstanding during the period.

In determining diluted earnings per share, the net profit attributable to equity shareholders and weighted average number of shares outstanding during the period are adjusted for the effect of all dilutive potential equity shares.

15. Leases

The Company assesses at the inception of a contract whether the contract is, or contains, a lease in accordance with Ind AS 116-Leases. The Company has elected to apply the recognition exemption for short-term leases. Accordingly, lease payments in respect of such leases are recognized as an expense in the statement of Profit and Loss on a straight-line basis over the lease term.

The Company has acquired land on leasehold basis. According to the U.P. State Industrial Development Authority (UPSIDA) letter dated October 9, 2023, the leasehold land is classified as perpetual in nature and hence Ind AS 116 is not applied.

16. Provisions, Contingent Assets and Contingent Liabilities

a. Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

These provisions are reviewed at each reporting date and adjusted to reflect the current best estimates.

b. Contingent liabilities

Contingent liabilities are disclosed when there is a possible obligation or present obligations that may but probably will not, require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made. Contingent liabilities have been disclosed as a part of notes to account.

These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

17. Recognition and Initial Measurement of Share Warrants:

On initial recognition, share warrants are classified as other equity instruments if they meet the criteria specified under Ind AS 32 – Financial Instruments.

On initial recognition, the fair value of the warrant is determined in accordance with Ind AS 113 – Fair Value Measurement using an appropriate valuation model (e.g., the Modified Black-Scholes Option Pricing Model), based on observable market inputs including share price, exercise price, volatility, risk-free interest rate, dividend yield, and the term of the warrant.

The amount received from the holder at the time of issue is credited to 'Money received against share warrants' under Other Equity. If the consideration received is higher than the fair value determined on initial recognition, the entire amount received is still credited to equity unless a compound instrument or embedded liability exists.

On Subsequent Measurement, Equity-classified share warrants are not remeasured at each reporting date. No subsequent fair value changes are recognised in profit or loss or equity. The warrant balance remains under 'Other Equity' until:

- Conversion into equity shares, or
- Expiry or lapse of the warrant.

On Conversion of Share Warrants, the entire amount originally recognised under 'Money received against share warrants and the additional consideration received on conversion is transferred to Share Capital and Securities Premium, as applicable.

On expiry or lapse of Share Warrants, the amount recognised under 'Money received against share warrants' is transferred to Retained Earnings within equity.

Note 2.1: Property, plant and equipment

The changes in the carrying value of property, plant and equipment for the year ended March 31, 2026 (₹ in Lakhs)

Particulars	Leasehold Land*	Building	Plant & Equipment	Moulds	Computers	Vehicles	Furniture & Fixtures	Electrical Installation & Equipment	Office Equipment	Laboratory Equipment	Total
Gross carrying value as at April 1, 2025	596.65	174.26	1,886.98	1,046.09	14.27	170.83	9.01	120.92	13.50	0.65	4,033.16
Additions	-	-	270.64	116.40	4.60	-	0.19	5.40	2.54	-	399.77
Deletions	-	-	(105.92)	(29.25)	(9.07)	(1.89)	(1.19)	-	(3.34)	-	(150.66)
Gross carrying value as at March 31, 2026	596.65	174.26	2,051.70	1,133.24	9.80	168.94	8.01	126.32	12.70	0.65	4,282.27
Depreciation:											
Accumulated depreciation as at April 1, 2025	-	44.08	722.78	609.51	10.53	114.46	5.91	61.73	10.06	0.30	1,579.36
Depreciation during the period	-	12.37	231.31	158.80	3.25	17.01	1.64	16.17	2.27	0.09	442.91
Deduction/adjustments during the period	-	-	(45.29)	(26.54)	(8.82)	-	(1.96)	-	(3.25)	-	(85.86)
Accumulated depreciation as at March 31, 2026	-	56.45	908.80	741.77	4.96	131.47	5.59	77.90	9.08	0.39	1,936.41
Carrying value as at March 31, 2026	596.65	117.81	1,142.90	391.47	4.84	37.47	2.42	48.42	3.62	0.26	2,345.86

Note:

1.Working capital facility and term loans from IDFC First Bank is secured on the basis of primary security by way of hypothecation of entire current assets including stocks, book debts and movable fixed assets of the Company and Collateral on property situated at A-7/36-39, south of GT Road Industrial Area, Ghaziabad, U.P. and Plot No. C-19, UPSIDC, Masuri Gulawthi, Tehsil- Dhaulana, Distt- Hapur, U.P. Owned by Company M/s. AVRO India Limited.
Further, the facilities have been secured by personal guarantee of Mr. Sushil Kumar Aggarwal, Mr. Sahil Aggarwal, Nikhil Aggarwal and Mrs. Anita Aggarwal, Directors of the company together with the guarantees provided by Nikhil Aggarwal HUF, Sushil Kumar Aggarwal HUF and Sahil Aggarwal HUF.

2. Three (3) Motor vehicles Mercedes Benz, MG ZS EV Excite and Toyota Urban Cruiser are hypothecated with the Axis Bank Limited, ICICI Bank and Kotak Bank respectively. Details of loans are given in note 2.12.

3. *As per the U.P. State Industrial Development Authority (UPSIDA), the leasehold land is classified as perpetual in nature.

4. Revaluation of Plant & Machinery

The Company carried out a revaluation of its Plant and Machinery as on March 31, 2026 through Independent Registered Valuer Mr. Amarjit Singh having Registration No. IBBI/RV/05/2022/14800. The valuation was performed using the Cost Approach (Replacement Cost Approach), whereby the value of the assets was determined with reference to the current cost of constructing or replacing an equivalent asset. The valuation was carried out on a going concern basis.

Based on the valuation report, the fair value of the assets was not materially different from their carrying amount and accordingly no revaluation surplus or deficit has been recognised in the financial statements.

The changes in the carrying value of property, plant and equipment for the year ended March 31, 2025 (₹ in Lakhs)

Particulars	Leasehold Land*	Building	Plant & Equipment	Moulds	Computers	Vehicles	Furniture & Fixtures	Electrical Installation & Equipment	Office Equipment	Laboratory Equipment	Total
Gross carrying value as at April 1, 2024	596.65	121.12	1,468.09	761.66	10.78	149.67	7.89	107.67	13.50	0.65	3,237.68
Additions	-	53.14	418.89	306.01	3.49	21.16	1.12	13.25	-	-	817.06
Deletions	-	-	-	(21.58)	-	-	-	-	-	-	(21.58)
Gross carrying value as at March 31, 2025	596.65	174.26	1,886.98	1,046.09	14.27	170.83	9.01	120.92	13.50	0.65	4,033.16
Depreciation:											
Accumulated depreciation as at April 1, 2024	-	34.59	501.44	513.36	8.93	91.77	3.78	44.68	7.23	0.18	1,205.96
Depreciation during the period	-	9.49	221.34	114.78	1.60	22.69	2.13	17.05	2.83	0.12	392.03
Deduction/adjustments during the period	-	-	-	(18.63)	-	-	-	-	-	-	(18.63)
Accumulated depreciation as at March 31, 2025	-	44.08	722.78	609.51	10.53	114.46	5.91	61.73	10.06	0.30	1,579.36
Carrying value as at March 31, 2025	596.65	130.18	1,164.20	436.58	3.74	56.37	3.10	59.19	3.44	0.35	2,453.80

Note:

1. Working capital facility and term loans from IDFC First Bank is secured on the basis of primary security by way of hypothecation of entire current assets including stocks, book debts and movable fixed assets of the Company and Collateral on property situated at A-7/36-39, south of GT Road Industrial Area, Ghaziabad, U.P. and Plot No. C-19, UPSIDC, Masuri Gulawthi, Tehsil- Dhaulana, Distt- Hapur, U.P. Owned by Company M/s. AVRO India Limited.
Further, the facilities have been secured by Unconditional and Irrevocable personal guarantee of Mr. Sushil Kumar Aggarwal, Mr. Sahil Aggarwal and Mrs. Anita Aggarwal, Directors of the company.

2. Three (3) Motor vehicles Mercedes Benz, MG ZS EV Excite and Toyota Urban Cruiser are hypothecated with the Axis Bank Limited, ICICI Bank and Kotak Bank respectively. Details of loans are given in note 2.12.

3. *As per the U.P. State Industrial Development Authority (UPSIDA), the leasehold land is classified as perpetual in nature.

Note 2.2: Capital work-in progress (₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Balance at the beginning of the year	307.99	77.36
Additions during the year	665.99	755.01
Capitalised during the year	(201.48)	(524.38)
Deletion during the year	(182.90)	-
Total	589.60	307.99

Capital Work-in-Progress Ageing Schedule as on 31.03.2026 (₹ in Lakhs)

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Project in Progress	448.75	140.85	-	-	589.60
Project temporarily suspended	-	-	-	-	-
Total	448.75	140.85	-	-	589.60

All projects under Capital Work-in-Progress are expected to be completed within the estimated costs.

Capital Work-in-Progress Ageing Schedule as on 31.03.2025 (₹ in Lakhs)

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Project in Progress	307.65	0.34	-	-	307.99
Project temporarily suspended	-	-	-	-	-
Total	307.65	0.34	-	-	307.99

All projects under Capital Work-in-Progress are expected to be completed within the estimated costs.

Note 2.3: Investments (₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Non-current investments		
Investment in Equity Instruments of Wholly Owned Subsidiary – At Cost	3,977.22	-
Investments in Mutual Funds	-	-
	3,977.22	-
Current investments		
Investments in Equity Instruments	-	-
Investments in Mutual Funds:		
- Aditya Birla SL Short Term Fund	16.35	27.91
- Kotak Balanced AF Regular Growth	3.03	8.91
- Kotak Bond Fund (Short Term) Growth Regular Plan	-	18.55
- Aditya Birla Sun Life Saving Fund Reg (G)	2.68	51.48
- Kotak Low Duration Fund	0.05	0.04
- Kotak Bond STP	7.66	-
- Kotak Multi Assets Allocation Fund	1.20	47.83
	30.97	154.72
Total	4,008.19	154.72

Note: (₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Aggregate amount of quoted investments- at cost	30.73	154.44
(b) Aggregate market value of quoted investments	30.97	154.72
(c) Aggregate amount of unquoted investments	3,977.22	-
(d) Aggregate amount of impairment in value of investments	-	-

Note 2.4: Trade receivables (₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Non-current		
Unsecured, considered good	-	-
Unsecured, considered doubtful	-	-
Trade Receivables which have significant increase in Credit Risk	-	-
Less: Expected Credit loss	-	-
Less: Allowance for doubtful debts	-	-
	-	-
Current		
Unsecured, considered good	2,760.70	2,262.88
Unsecured, considered doubtful	-	-
Trade Receivables which have significant increase in Credit Risk	53.18	109.54
Less: Expected Credit loss	(10.64)	(21.91)
Less: Allowance for doubtful debts	-	-
	2,803.24	2,350.51
Total	2,803.24	2,350.51

Note:

1. Trade receivables are hypothecated to IDFC FIRST Bank as security against the working capital facilities availed by the Company.
2. Not due and unbilled trade receivables- Nil

Trade receivables ageing schedule (₹ in Lakhs)

Particulars	As at March 31, 2026					Total
	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
(i) Undisputed Trade receivables - considered good	2,464.37	129.61	96.92	69.80	-	2,760.70
(ii) Undisputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade receivables - credit impaired	-	-	-	-	-	-
(iv) Disputed Trade receivables - considered good	-	7.43	7.03	38.72	-	53.18
(v) Disputed Trade receivables - which have significant increase in credit risk	-	1.49	1.41	7.74	-	10.64
(vi) Disputed Trade receivables - credit impaired	-	-	-	-	-	-
Total	**2,464.37**	**135.55**	**102.54**	**100.78**	**-**	**2,803.24**

Trade receivables ageing schedule (₹ in Lakhs)

Particulars	As at March 31, 2025					Total
	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
(i) Undisputed Trade receivables - considered good	1,998.63	105.45	112.49	46.31	-	2,262.88
(ii) Undisputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade receivables - credit impaired	-	-	-	-	-	-
(iv) Disputed Trade receivables - considered good	-	6.86	48.49	54.19	-	109.54
(v) Disputed Trade receivables - which have significant increase in credit risk	-	1.37	9.70	10.84	-	21.91
(vi) Disputed Trade receivables - credit impaired	-	-	-	-	-	-
Total	**1,998.63**	**110.94**	**151.28**	**89.66**	**-**	**2,350.51**

Note 2.5: Other financial assets (₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Non-current		
Security deposits	-	-
	-	-
Current		
Security Deposit with UPSEB	27.40	27.40
Security Deposits - Others	82.79	50.64
Other Advances	4.73	1.11
Other Assets	151.90	-
Interest accrued but not due	-	10.79
	266.82	**89.94**
Total	**266.82**	**89.94**

Note 2.6: Other assets (₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Non-current		
Capital Advances	-	147.89
Prepaid expenses	0.85	0.46
	0.85	**148.35**
Current		
GST input tax credit	177.39	269.88
Prepaid expenses	16.19	23.46
Advance to suppliers	244.05	212.16
Other assets	0.64	1.38
	438.27	**506.88**
Total	**439.12**	**655.23**

Note 2.7: Inventories (₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Raw materials	934.41	875.64
Stores, spares and packing materials	276.57	189.86
Finished goods	523.21	418.82
Stock-in- trade	36.23	13.54
Total	**1,770.42**	**1,497.86**

Inventories are hypothecated to IDFC FIRST Bank against working capital facilities.

Note:

(a) Inventories are valued at lower of cost and net realizable value. Inventories includes Raw material, work-in-progress, finished goods, stock in trade, store & spare, packing material.

(b) Raw material and components: Cost includes cost of purchases and other costs incurred in bringing the inventories to their present location and condition. Cost is determined using first in first out (FIFO) basis.

(c) Finished Goods and Work in-progress: Cost includes cost of direct material and labour and a proportion of manufacturing overhead based on the normal operating capacity but excluding borrowing cost. Cost is determined on weighted average basis.

(d) Store, spare parts, packing material etc.: Cost is determined on FIFO basis.

Note 2.8: Cash & cash equivalents **(₹ in Lakhs)**

Particulars	As at March 31, 2026	As at March 31, 2025
Balance with banks:		
In current accounts	1.35	304.36
In Bank deposit accounts (having original maturity of less than 3 months)	-	2,700.00
Cash on hand	25.33	25.57
Total	**26.68**	**3,029.93**

Note 2.9: Bank balances other than cash and cash equivalents **(₹ in Lakhs)**

Particulars	As at March 31, 2026	As at March 31, 2025
Other balances with banks consist of the following:		
Earmarked balances with banks	-	-
Short-term bank deposits (having original maturity of more than 3 months but less than 12 months)	-	1,200.00
Total	**-**	**1,200.00**

Note 2.10: Equity share capital **(₹ in Lakhs)**

Particulars	As at March 31, 2026	As at March 31, 2025
Authorized		
150,00,000 (Previous year 150,00,000) Equity shares of ₹ 10/- each	1,500.00	1,500.00
Total	**1,500.00**	**1,500.00**
Issued, subscribed and fully paid up		
1,33,11,050 (Previous year: 1,33,11,050) Equity shares of ₹ 10/- each	1,331.11	1,331.11
Total	**1,331.11**	**1,331.11**

Notes:

a) Reconciliation of the number of equity shares outstanding at the beginning and at the end of the period:

Particulars	As at March 31, 2026		As at March 31, 2025	
Particulars	**No. of Shares**	**(₹ in Lakhs)**	**No. of Shares**	**(₹ in Lakhs)**
Shares outstanding at the beginning of the year	13,311,050	1,331.11	10,087,400	1,008.74
Add: Bonus Shares Issued during the year	-	-	-	-
Add: Shares Issued during the year	-	-	3,223,650	322.37
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	13,311,050	1,331.11	13,311,050	1,331.11

b) Rights, preferences and restrictions attached to Equity Shares:

The Company has only one class of equity shares having a par value of ₹ 10 each. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

c) Details of equity shares held by shareholders holding more than 5% of the aggregate equity shares in the Company:

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of Shares	**% of holding**	**No. of Shares**	**% of holding**
Sushil Kumar Aggarwal	2,560,600.00	19.24%	2,560,600.00	19.24%
Anita Aggarwal	2,213,400.00	16.63%	2,213,400.00	16.63%
Sahil Aggarwal	1,395,000.00	10.48%	1,395,000.00	10.48%

d) Change in share capital for the period of five years immediately preceding the date as at which the Balance Sheet is prepared.

Particulars	2025-26	2024-25	2023-24	2022-23	2021-22	2020-21
Aggregate number and class of shares allotted as fully paid-up pursuant to contract(s) without payment being received in cash	-	-	-	-	-	-
Aggregate number and class of shares allotted as fully paid-up by way of bonus shares	-	-	-	-	-	6,833,400
Aggregate number and class of shares bought back	-	-	-	-	-	-

e) Details of Shareholding of Promoters

Disclosures of shareholding of promoters as at March 31, 2026 is as follows:

Name of Promoters	Shareholding at the end of March 31, 2026		Shareholding at the end of March 31, 2025		% Change during the year
	No. of Shares	% of total Shares	No. of Shares	% of total Shares	
Sushil Kumar Aggarwal	2,560,600	19.24%	2,560,600	19.24%	-
Sahil Aggarwal	1,395,000	10.48%	1,395,000	10.48%	-
Anita Aggarwal	2,213,400	16.63%	2,213,400	16.63%	-
Nikhil Aggarwal	291,439	2.19%	291,439	2.19%	-
Sahil Aggarwal HUF	232,500	1.75%	232,500	1.75%	-
Sushil Kumar Aggarwal HUF	232,500	1.75%	232,500	1.75%	-
Total promoters shares outstanding	6,925,439	52.03%	6,925,439	52.03%	-
Total company shares outstanding	13,311,050		13,311,050		

Disclosures of shareholding of promoters as at March 31, 2025 is as follows:

Name of Promoters	Shareholding at the end of March 31, 2025		Shareholding at the end of March 31, 2024		% Change during the year
	No. of Shares	% of total Shares	No. of Shares	% of total Shares	
Sushil Kumar Aggarwal	2,560,600	19.24%	2,560,600	25.38%	-
Sahil Aggarwal	1,395,000	10.48%	1,395,000	13.83%	-
Anita Aggarwal	2,213,400	16.63%	2,213,400	21.94%	-
Nikhil Aggarwal	291,439	2.19%	232,500	2.30%	25.35%
Sahil Aggarwal HUF	232,500	1.75%	232,500	2.30%	-
Sushil Kumar Aggarwal HUF	232,500	1.75%	232,500	2.30%	-
Total promoters shares outstanding	6,925,439	52.03%	6,866,500	68.07%	25.35%
Total company shares outstanding	13,311,050		10,087,400		

Note 2.11: Other Equity (₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Retained Earnings	1,984.40	1,563.69
Securities Premium	4,682.54	4,682.54
Revaluation Surplus	618.71	618.71
Items of other comprehensive income	(24.00)	(12.35)
Money received against share warrants	318.75	318.75
Total	7,580.40	7,171.34
(i) Movement as per below:		
(a) Retained Earnings		
At the beginning of the year	1,563.69	1,259.47
Add: Profit for the year	420.71	304.22
At the end of the year	1,984.40	1,563.69
(b) Securities Premium		
At the beginning of the year	4,682.54	-
Add: Received during the year	-	4,682.54
At the end of the year	4,682.54	4,682.54
(c) Revaluation Surplus		
At the beginning of the year	618.71	618.71
Add: Revaluation surplus arising during the year	-	-
At the end of the year	618.71	618.71
(d) Items of other comprehensive income		
At the beginning of the year	(12.35)	(0.64)
Add: Remeasurement of the net defined benefit liability/ asset (net of tax) during the year	(11.65)	(11.71)
At the end of the year	(24.00)	(12.35)
(e) Money received against share warrants		
At the beginning of the year	318.75	-
Add: Share warrants money received during the year	-	318.75
At the end of the year	318.75	318.75
Total (a+b+c+d+e)	7,580.40	7,171.34

(ii) Nature and purpose of Other Equity

Retained Earnings

Retained Earnings represents the undistributed profits of the company.

Securities Premium

Securities Premium represents the amount received by the Company in excess of the face value of equity shares and warrants issued by the Company.

Items of other comprehensive income

Remeasurement of Net Defined Benefit Liability/Asset represents the value of gratuity benefits measured using the Projected Unit Credit Method in accordance with Ind AS 19. The Consequent deferred tax impact on such remeasurement is also considered. Remeasurement effects arising from changes in financial assumptions and experience adjustments within the defined benefit plans are recognised in Other Comprehensive income.

Money received against share warrants

Share Warrants were issued during the year 2024-25, against which 25% of the warrant price was received. Each warrant is convertible into one equity share within a period of 18 months from the date of allotment.

Revaluation Surplus:

Revaluation Surplus represents the surplus arising from the revaluation of land and buildings, being the excess of the revalued amount over their carrying amount, as determined by an independent Registered Valuer.

Note 2.12: Borrowings (₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Non-current Borrowings		
Term Loans (Secured)		
From Banks		
- IDFC Bank	789.00	663.74
- ICICI Bank	3.12	8.95
- Axis Bank	9.55	21.87
- Kotak Mahindra Bank	7.14	12.67
	808.81	707.23
Current Maturities of long term borrowings disclosed under the head "Current Borrowings"	(186.77)	(144.98)
	622.04	562.25
Unsecured		
Loans from related parties	-	-
	622.04	562.25
Current Borrowings		
Secured		
Working capital loan from IDFC bank	957.64	1,283.06
Current maturities of long term borrowings	186.77	144.98
Unsecured		
Loans from related parties	-	-
	1,144.41	1,428.04
Total	1,766.45	1,990.29

Note:

The quarterly returns/statement filed by the Company with bank from whom the Company has been sanctioned working capital limits, are in agreement with the books of account of the Company.

(1) Terms of borrowings:

IDFC First Bank- Working capital facility and term loans from IDFC First Bank is secured on the basis of primary security by way of hypothecation of entire current assets including stocks, book debts and movable fixed assets of the Company and Collateral on property situated at A-7/36-39, south of GT Road Industrial Area, Ghaziabad, U.P. and Plot No. C-19, UPSIDC, Masuri Gulawthi, Tehsil- Dhaulana, Distt- Hapur, U.P. Owned by Company M/s. AVRO India Limited.

Further, the facilities have been secured by personal guarantee of Mr. Sushil Kumar Aggarwal, Mr. Sahil Aggarwal, Nikhil Aggarwal and Mrs. Anita Aggarwal, Directors of the company together with the guarantees provided by Nikhil Aggarwal HUF, Sushil Kumar Aggarwal HUF and Sahil Aggarwal HUF.

The Company has availed a Cash Credit(CC) facility at an interest rate at External Benchmarking Rate(EBR) plus spread(currently 8.50% p.a.) on Demand/Due Basis. The tenure of the CC limit is 12 months, while the sub -limit facility carries a tenure of 3 months.

Interest on term loan is charged at External Benchmarking Rate(EBR) plus spread(currently 8.50%) on a monthly reducing balance basis. The term loans are repayable in monthly instalments.

Particulars (Term Loans)	Sanction Amount (₹ in Lakhs)	Outstanding Amount (₹ in Lakhs)	Tenure
IDFC Bank(10082418950)	100.00	38.24	84
IDFC Bank(10090120271)	130.00	55.45	84
IDFC Bank(10121068741)	250.00	86.17	84
IDFC Bank(10140545279)	317.00	183.21	84
IDFC Bank(10174400143)	300.00	244.69	84
IDFC Bank(10242042984)	200.00	181.24	85

Axis Bank- The Company has availed an auto loan from Axis Bank for a tenure of 60 months, repayable in 60 equal monthly instalments, bearing interest at 7.10% p.a. on a monthly reducing balance basis.

Kotak Mahindra Bank- The Company has availed an auto loan from Kotak Mahindra Bank for a tenure of 36 months, repayable in 30 equal monthly instalments, bearing interest at 9.41% p.a. on a monthly reducing balance basis.

ICICI Bank- The Company has availed an auto loan of ₹18.00 lakh from ICICI Bank, repayable in 39 equal monthly instalments, bearing interest at 8.85% p.a. on a monthly reducing balance basis. The loan is secured by hypothecation of MG ZS EV Excite.

(2) The Company has not defaulted in the repayment of principal borrowings or payment of interest thereon.

Note 2.13: Trade payables (₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Non-current		
Total outstanding dues of micro enterprises and small enterprises	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	-	-
	-	-
Current		
Total outstanding dues of micro enterprises and small enterprises	274.01	211.03
Total outstanding dues of creditors other than micro enterprises and small enterprises	826.07	674.03
	1,100.08	885.06
Total	1,100.08	885.06

The above balances of trade payables include balances with related parties (Refer note no. 2.27(20)).

The information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, (MSMED Act) 2006 has been determined to the extent such parties have been identified by the company, on the basis of information and records available with them. Disclosure in respect of interest due on delayed payment has been determined only in respect of payments made after the receipt of information. Disclosure under section 22 of the Act, is as under:

(₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Dues remaining unpaid to any supplier	274.01	211.03
- Principal		
- Interest on the above	-	-
Amount of interest paid by the company in terms of section 16 of the MSMED Act, 2006 along with the amount of payment made to the supplier beyond the appointed day during the each accounting year	-	-
Amount of interest due and payable for the period of delay in making payment which has been paid but beyond the appointed day during the year, but without adding the interest specified under MSMED Act, 2006	-	-
The amount of interest accrued and remaining unpaid at the end of the accounting year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises, for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006	-	-
Total	274.01	211.03

Trade Payables Ageing Schedule: (₹ In Lakhs)

Particulars	As at March 31, 2026				Total
	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	274.01	-	-	-	274.01
(ii) Others	826.03	0.04	-	-	826.07
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
Total	1,100.04	0.04	-	-	1,100.08

Note: Not due and unbilled trade payables-Nil

Trade Payables Ageing Schedule: (₹ In Lakhs)

Particulars	As at March 31, 2025				Total
	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	211.03	-	-	-	211.03
(ii) Others	674.03	-	-	-	674.03
(iii) Disputed dues - MSME		-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
Total	885.06	-	-	-	885.06

Note: Not due and unbilled trade payables-Nil

Note 2.14: Other financial liabilities (₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Non-current	-	-
	-	-
Current		
Interest Accrued but not due on Borrowings	0.93	1.41
Statutory and Tax Audit Fees payable	3.78	3.47
Internal and Secretarial Audit fees payable	0.68	0.54
Expenses payable	48.06	1.97
Salary, wages and bonus payable	48.69	39.73
Directors remuneration payable	3.75	2.50
Directors Sitting fees payable	0.63	0.41
Electricity Charges Payable	66.24	52.63
	172.76	102.66
Total	172.76	102.66

Note 2.15: Provisions (₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Non-current		
Provision for employee benefits		
Provision for gratuity	49.04	28.38
Provision for leave encashment	-	-
	49.04	28.38
Current		
Provision for employee benefits		
Provision for gratuity	2.48	1.83
Provision for leave encashment	-	-
	2.48	1.83
Total	51.52	30.21

Note 2.16: Other liabilities (₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Non-current	-	-
	-	-
Current		
Revenue received in advance	15.93	10.10
Statutory dues	250.41	195.99
	266.34	206.09
Total	266.34	206.09

Note: Statutory dues includes liability for- Goods and Services Tax (GST), TDS and TCS.

Note 2.17: Income taxes

Income tax expense in the statement of profit and loss comprises: (₹ In Lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Current tax expense	90.88	108.32
Tax in respect of earlier years	55.87	0.32
Deferred tax expenses / (Reversal)	(22.06)	(11.30)
Total tax expense	124.69	97.33

Entire deferred income tax for the year ended March 31, 2026 and March 31, 2025 relates to origination and reversal of temporary differences.

Tax expense recognised in Other Comprehensive Income (₹ In Lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Deferred Tax		
Remeasurement of the net defined benefit liability/asset	(3.92)	(3.94)
Total	(3.92)	(3.94)

A reconciliation of the income tax provision to the amount computed by applying the statutory income tax rate to the income before income taxes is summarized below:

(₹ In Lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Profit before income taxes	545.40	401.55
Enacted tax rate in India	25.17%	25.17%
Computed expected tax expense	137.27	101.06
Tax effect of differences between accounting profit and taxable profit	(48.37)	5.09
Tax on capital gain	1.98	2.16
Tax effect of expenses/ income not deductible or taxable in determining taxable profit	(22.06)	(11.30)
Adjustments*	55.87	0.32
Income tax expense	124.69	97.33

* Adjustments include tax expense/(credit) pertaining to earlier years.

The following table provides the details of income tax assets and income tax liabilities : (₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Income tax assets	81.30	82.79
Current income tax liabilities	90.88	108.32
Net current income tax assets/(liabilities) at the end	(9.58)	(25.53)

The tax effect of significant temporary differences that resulted in deferred income tax assets and liabilities are as follows:

(₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Deferred tax liabilities		
Property, plant & Equipment	-	5.87
Provision for doubtful debt	-	-
Gratuity	-	-
	-	5.87
Deferred tax assets		
Property, plant & Equipment	18.18	-
Provision for doubtful debt	(2.84)	0.58
Gratuity	12.97	7.60
	28.31	8.18
Deferred tax Liabilities/ (Assets)	(28.31)	(2.31)

Note: Deferred tax assets and liabilities have been offset as they relate to income taxes governed by the same laws.

Note 2.18: Revenue from operations (₹ In Lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Sale of Products:		
Manufacturing:		
- Sales of Plastic Furniture	8,376.15	7,104.68
- Sale of granules	35.77	1.23
Trading:		
- Sales of Plastic Furniture	382.55	156.81
- Sale of Almirah	2.69	32.51
- Sale of granules	302.07	537.25
Total	9,099.23	7,832.48

Note: Sales include transaction with related party i.e. subsidiary company (refer Note No. 2.27(17)).

Note 2.19: Other income **(₹ In Lakhs)**

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Interest on electricity security deposit	-	1.85
Miscellaneous income	0.76	5.70
Commission on Sales	656.82	418.41
Recovery of Doubtful debts/ bad debts	-	8.41
Income from Job work	38.82	-
Exchange fluctuation gain (net)	3.63	-
Profit on sale of Property, plant & equipment	8.79	0.55
Profit on sale of CWIP	0.73	-
Gain on redemption of short term mutual fund	8.16	6.50
Gain on redemption of Long term mutual fund	0.13	6.62
Interest received on term deposits	112.69	11.99
Total	**830.53**	**460.03**

Note: Other income include transaction with related party i.e. subsidiary company (refer Note No. 2.27(17)).

Note 2.20: Cost of materials consumed **(₹ In Lakhs)**

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Raw materials consumed		
Opening stock	875.64	433.74
Add: Purchases	5,057.58	4,963.25
Add: Direct Cost	34.82	33.01
Less : Closing stock	(934.41)	(875.64)
	5,033.63	**4,554.36**
Packing and other Spare Parts consumed		
Opening stock	189.87	72.84
Add: Purchases	536.37	457.68
Less : Closing stock	(276.57)	(189.87)
	449.67	**340.65**
Total	**5,483.30**	**4,895.01**

Note: Purchase include transaction with related party i.e. subsidiary company (refer Note No. 2.27(17)).

Note 2.21: Purchases of stock-in-trade **(₹ In Lakhs)**

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Purchases of stock-in-trade	649.64	665.21
Total	**649.64**	**665.21**

Note 2.22: Changes in inventories of finished goods **(₹ In Lakhs)**

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Inventories at the beginning of the year	432.36	179.29
Inventories at the end of the year	(559.44)	(432.36)
Total	**(127.08)**	**(253.07)**

Note 2.23 : Employee benefits expense **(₹ In Lakhs)**

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Salaries, wages and bonus	581.15	268.34
Directors remuneration	36.00	33.00
Contribution to provident and other funds	8.08	7.16
Gratuity	6.24	2.17
Staff Welfare Expenses	7.30	-
Total	**638.77**	**310.67**

Note 2.24 : Finance costs (₹ In Lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Interest on Borrowings	149.93	154.92
Interest on income tax	11.19	2.14
Total	**161.12**	**157.06**

Note 2.25 : Depreciation and Amortization (₹ In Lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Depreciation on Property, plant & Equipment	442.91	392.03
Amortization on Intangible Assets	-	-
Total	**442.91**	**392.03**

Note 2.26 : Other Expenses (₹ In Lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Manufacturing expenses		
Power & fuel	744.58	604.31
Job work charges	30.83	9.46
Repair & maintenance- plant & machinery	268.53	225.81
Royalty to use brand name	13.64	14.76
	1,057.58	**854.34**
Selling and Distribution Expenses		
E-Commerce Expense	60.87	12.68
Advertisement expenses	113.14	85.02
Rebate & discount	83.80	53.08
Business promotion	18.28	5.73
Freight outward	303.49	280.04
Rent (Depot)	235.79	214.93
	815.37	**651.48**
Other Expenses		
Professional charges	38.10	29.51
Legal expense	1.42	15.94
GST/ Sales tax demand & other penalty	-	0.86
Auditors remuneration (Refer note below)	8.15	7.10
Bank charges	1.66	1.17
Commission expense	0.69	-
CSR Expense	10.17	10.15
Insurance	9.89	8.48
Freight Inward	37.86	11.68
Freight outward	4.94	17.63
Provision for Doubtful Debts	10.64	21.91
Bad Debts	49.18	2.12
Exchange fluctuation loss (net)	-	2.70
Software / License Renewal Charges	6.99	5.26
Security guard expenses	25.10	25.08
Telephone & Internet Expense	1.91	1.72
Miscellaneous expenses	27.14	13.56
Fees, subscription & others	3.34	4.08
Power & Fuel	1.58	1.59
Directors sitting fees	1.20	1.18
Repair & maintenance-Others	4.20	2.06
Repair & maintenance-Building	1.27	-
Travelling Expenses	11.20	10.18
Printing & stationary	3.75	3.35
Postage & Courier	2.37	4.39
	262.75	**201.70**
Total	**2,135.70**	**1,707.52**

Note (a): Payment to statutory Auditors (₹ In Lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Statutory Audit fees	3.00	2.75
Tax Audit fees	1.20	1.10
Other Services	3.95	3.25
Total	**8.15**	**7.10**

2.27 Notes to the Financial Statements

1. Contingent Liabilities and commitments (to the extent not provided for):

a. **Contingent liabilities** **(₹ in Lakhs)**

Particulars	As at March 31, 2026	As at March 31, 2025
A) Claim against the Company not acknowledged as debt (i) Goods and Services Tax Matter (ii) Other Matter	 23.88 -	 24.12 -
B) Guarantees excluding financial guarantees	-	-
C) other moneys for which the company is contingently liable	-	-
Total	**23.88**	**24.12**

b. **Commitments (net of advances)** **(₹ in Lakhs)**

Particulars	As at March 31, 2026	As at March 31, 2025
Estimated amount of contracts remaining to be executed on capital account and not provided for	-	210.52
Uncalled liability on shares and other investments partly paid	-	-
other commitments	-	-
Total	**-**	**210.52**

2. The Company received a notice dated February 13, 2023, under Section 61 of the Uttar Pradesh Goods and Services Tax Act, 2017 (UPSGST Act), from the Deputy Commissioner, GST, Ghaziabad, regarding discrepancies in the GST returns filed for the financial year 2021–22. Subsequently, the Company received a notice dated September 19, 2025, under Section 71 of the UPSGST Act, 2017, from the Deputy Commissioner, GST, Ghaziabad, Uttar Pradesh. The Company submitted its reply on September 30, 2025. Based on the reply and supporting documents furnished by the Company, the Department issued an order dropping the proceedings initiated under Section 73 of the Uttar Pradesh Goods and Services Tax Act, 2017 on 19.12.2025.

3. The Company had received Show cause notice dated September 11, 2024 u/s 61 of UPSGST Act, 2017, in respect of a discrepancy of ₹12.30 lakhs between the Input Tax Credit (ITC) availed in GSTR-3B and the ITC reflected in GSTR-2B for the financial year 2023-24. The Company is yet to file reply to the notice.

4. The Company received a Show Cause Notice dated October 08, 2024, under Section 61 of the UPGST Act, 2017, in respect of a discrepancy of ₹11.57 lakhs between the Input Tax Credit (ITC) availed in GSTR-3B and the ITC reflected in GSTR-2B for the financial year 2024-25. The Company had also received the notice dated March 19, 2025 from GST Deputy Commissioner, Ghaziabad, Uttar Pradesh for intimating discrepancies in the return after scrutiny. The Company is yet to file reply to the notice.

5. The Company received a notice dated December 17, 2025, under Section 65 of the Uttar Pradesh Goods and Services Tax Act, 2017 (UPSGST Act), from the Joint Commissioner, GST, Ghaziabad, Uttar Pradesh, for conducting a GST audit of the books of account and records for the financial year 2022–23. In response to the said notice, the Company has submitted the requisite reply along with the relevant documents to the GST authority on March 9, 2026.

6. The Board of Directors, at its meeting held on August 28, 2024, approved the issue of 5,30,451 share warrants to Non-Promoters at an issue price of ₹127.25 per warrant, each warrant being convertible into one equity share of face value of ₹10 each within 18 months from the date of allotment. The warrants were allotted on October 19, 2024. The Company received ₹168.75 lakh, representing 25% of the warrant consideration, while the balance amount of ₹506.25 lakh remains receivable. The fair value of each warrant, determined in accordance with Ind AS 113 – Fair Value Measurement, was ₹49.04, and the corresponding amount has been classified under "Other Equity". No asset has been recognised in respect of the difference between the fair value of the warrants and the consideration received. The issuance of warrants has been duly approved by BSE Ltd. and National Stock Exchange of India Ltd. under applicable SEBI regulations.

   The Board of Directors, at its meeting held on April 18, 2026, allotted 1,06,090 equity shares pursuant to the conversion of 1,06,090 warrants, upon receipt of the balance 75% of the issue price. The remaining 4,24,361 warrants lapsed due to non-receipt of the balance 75% of the issue price, and the 25% amount received earlier in respect of such warrants was forfeited, aggregating to ₹135.00 lakhs.

   Further, the Board of Directors, at its meeting held on December 27, 2024, approved the issue of 3,23,450 share warrants to the Promoter Group at an issue price of ₹185.50 per warrant, each warrant being convertible into one equity share of face value of ₹10 each. The warrants were allotted on February 11, 2025. The Company received ₹150.00 lakh, representing 25% of the warrant consideration, while the balance amount of ₹450.00 lakh remains receivable. The fair value of each warrant, determined in accordance with Ind AS 113 – Fair Value Measurement, was ₹56.84, and the corresponding amount has been classified under "Other Equity". No asset has been recognised in respect of the difference between the fair value of the warrants and the consideration received. The issuance of warrants has been duly approved by BSE Ltd. and National Stock Exchange of India Ltd. under applicable SEBI regulations.

7. The Board of Directors in their meeting held on March 25, 2026 approved the split of equity shares from the face value of Rs. 10 per equity share to Rs. 1 per equity share which was further approved by the shareholders of the Company in Extraordinary General meeting held on April 18, 2026. The record date for the split of equity shares was May 05, 2026. The National Stock Exchange of India Limited vide its circular 0715/2026 dated April 30, 2026 and BSE Limited vide its notice no. 20260430-52 dated April 30, 2026 confirmed that the new ISIN i.e. INE652Z01025 shall be effective for all trades done on and from Ex-date May 05, 2026.

8. **Disclosure as per Ind AS 2 'Inventories'**
   a) Amount of inventories consumed and recognized as expense during the year is as under:

(₹ in Lakhs)

Particulars	**For the year ended March 31, 2026**	**For the year ended March 31, 2025**
Domestic	5474.50	4,883.02
Imported	8.80	11.99

   b) Inventories having a carrying amount of ₹1,770.42 lakhs (previous year: ₹1,497.86 lakhs) have been pledged as security against borrowings amounting to ₹957.64 lakhs as at March 31, 2026 (previous year: ₹1,283.06 lakhs).

9. Provision for taxation is ascertained on the basis of assessable profits computed in accordance with provisions of the Income Tax Act, 1961 multiplied by the rate specified under section 115BAA of the Income Tax Act, 1961.

10. There are no amounts due and outstanding to be credited to Investor Education & Protection Fund as at March 31, 2026.

11. **Exceptional Item:**

Compensation to Family of Deceased Employee

During the previous year 2024-25, the Company paid a one-time ex-gratia amount of ₹16.53 Lacs to the spouse of a deceased employee as a mark of support and goodwill.

This payment is not pursuant to any contractual, legal or statutory obligation and has been made voluntarily. The amount has been recognized as an employee benefit expense and presented separately as an exceptional item in the Statement of Profit and Loss.

12. **Capital Management**

The Company's objectives when managing capital are to:

- safeguard its ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders and
- maintain an appropriate capital structure of debt and equity.

The Board of Directors has the primary responsibility to maintain a strong capital base and reduce the cost of capital through prudent management in deployment of funds and sourcing by leveraging opportunities in domestic and international financial markets so as to maintain investors, creditors & markets' confidence and to sustain future development of the business. The Board of Directors monitors the return on capital, which the Company defines as returns from operating activities divided by total shareholders' equity deployed in operating activities.

13. **Fair Value Measurements**

Category wise classification of Financial Instruments

Financial assets and liabilities are measured at fair value in these financial statements and grouped into three levels of a fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement, as follows:

Level 1: Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: Inputs are other than quoted prices included within Level 1 that are observable for the asset or
liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: Inputs are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

a) The carrying values and fair values of financial instruments by categories as at 31st March, 2026 are as follows:

(₹ in Lakhs)

Particulars	**Carrying amount**	**Fair Value**		
		Level 1	**Level 2**	**Level 3**
A) Financial Assets at Amortised Cost/FVTPL/FVOCI				
Non-Current	-	-	-	-

Current				
Investments (FVTPL)	30.97	30.97	-	-
Trade receivables (Amortised Cost)	2803.24	-	-	-
Cash and cash equivalents (Amortised Cost)	26.68	-	-	-
Bank balances other than Cash and Cash equivalents (Amortised Cost)	-	-	-	-
Other financial assets (Amortised Cost)	266.82	-	-	-
Total financial assets	**3,127.71**	**30.97**	**-**	**-**
B) Financial Liabilities at Amortised Cost/FVTPL/FVOCI				
Non-current				
Borrowings (Amortised Cost)	622.04	-	-	622.04
Current				
Borrowings (Amortised Cost)	1144.41	-	-	-
Trade payables (Amortised Cost)	1100.08	-	-	-
Other financial liabilities (Amortised Cost)	172.76	-	-	-
Total financial liabilities	**3039.29**	**-**	**-**	**622.04**

b) The carrying values and fair values of financial instruments by categories as at 31st March, 2025 are as follows:

(₹ in Lakhs)

Particulars	**Carrying amount**	**Fair Value**		
		Level 1	**Level 2**	**Level 3**
A) Financial Assets at Amortised Cost/FVTPL/FVOCI				
Current				
Investments (FVTPL)	154.72	154.72	-	-
Trade receivables (Amortised Cost)	2,350.51	-	-	-
Cash and cash equivalents (Amortised Cost)	3,029.93	-	-	-
Bank balances other than Cash and Cash equivalents (Amortised Cost)	1,200.00			
Other financial assets (Amortised Cost)	89.94	-	-	-
Total financial assets	**6,825.10**	**154.72**	**-**	**-**
B) Financial Liabilities at Amortised Cost/FVTPL/FVOCI				
Non-current				
Borrowings (Amortised Cost)	562.25	-	-	562.25
Current				
Borrowings (Amortised Cost)	1,428.04	-	-	-
Trade payables (Amortised Cost)	885.06	-	-	-
Other financial liabilities (Amortised Cost)	102.66	-	-	-
Total financial liabilities	**2,978.01**	**-**	**-**	**562.25**

The management assessed that cash and cash equivalents, Bank balances other than Cash and Cash equivalents, trade receivables, trade payables, current borrowings and other current financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair values of the financial assets and financial liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties. Methods and assumptions used to estimate the fair values are consistent. The following methods and assumptions were used to estimate the fair values:

i) The carrying amount of financial assets, other than current investment which is measured at FVTPL and financial liabilities measured at amortized cost in these financial statements are at reasonable approximation of their fair values since the Company does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

ii) The carrying amounts of current financial assets and current financial liabilities approximate their fair value mainly due to their short-term nature.

During the financial year 2025-26 and 2024-25, there were no transfers between Level 1, Level 2 and Level 3 fair value measurements.

14. **Financial Risk Management**

The Company has exposure to the following risks arising from financial instruments:

- Credit risk
- Liquidity risk
- Market risk

Risk Management framework

The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's Risk Management framework. The Management reviews the Risk management policies and systems on a regular basis to reflect changes in market conditions and the Company's activities, and the same is reported to the Board of Directors periodically. Further, the Company, in order to deal with the future risks, has in place various methods/ processes which have been imbibed in its organizational structure and proper internal controls are in place to keep a check on lapses, and the same has been modified in accordance with the regular requirements.

Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration of risks. Credit risk is controlled by analysing credit limits and creditworthiness of customers on a continuous basis to whom the credit has been granted after obtaining necessary approvals for credit. Financial instruments that are subject to concentrations of credit risk principally consist of trade receivables, investments, cash and cash equivalents and other financial assets.

Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The Company's financial liabilities primarily comprise borrowings, trade payables and other current financial liabilities.

The Table below provide details regarding the contractual maturities of significant financial liabilities as at:

(₹ in Lakhs)

March 31, 2026	Due in 1st year	Due in 2nd year	Due in 3rd to 5th year	Due after 5th Year	Total
Trade Payable	1100.09	-	-	-	1100.09
Borrowings	1144.41	176.66	396.52	48.86	1766.45
Other Financial Liability	172.76	-	-	-	172.76
Total	**2417.26**	**176.66**	**396.52**	**48.86**	**3039.30**

(₹ in Lakhs)

March 31, 2025	Due in 1st year	Due in 2nd year	Due in 3rd to 5th year	Due after 5th Year	Total
Trade Payable	885.06	-	-	-	885.06
Borrowings	1428.04	144.30	368.87	49.08	1990.29
Other Financial Liability	102.66	-	-	-	102.66
Total	**2415.76**	**144.30**	**368.87**	**49.08**	**2978.01**

The Table below provide details regarding the future contractual interest as at:

(₹ in Lakhs)

March 31, 2026	Due in 1st year	Due in 2nd year	Due in 3rd to 5th year	Due after 5th Year	Total
Interest on borrowings	41.37	30.53	29.82	3.18	104.90
Total	**41.37**	**30.53**	**29.82**	**3.18**	**104.90**

(₹ in Lakhs)

March 31, 2025	Due in 1st year	Due in 2nd year	Due in 3rd to 5th year	Due after 5th Year	Total
Interest on borrowings	56.16	43.45	59.19	1.85	160.65
Total	**56.16**	**43.45**	**59.19**	**1.85**	**160.65**

Market Risk

Market risk is the risk of changes or fluctuations in market prices. Such changes in the values of financial instruments may result from changes in the foreign currency exchange rates, interest rates, credit, liquidity and other market changes. The Company's investments are predominantly held in Mutual funds.

-Foreign Currency exchange rate risk

The Company is exposed to foreign currency risk arising from transactions denominated in currencies other than its functional currency. Such risk primarily arises on account of import of stores and spare parts, machinery and other transactions with overseas suppliers.

Fluctuations in foreign exchange rates may have an impact on the Company's Statement of Profit and Loss and cash flows due to changes in the value of foreign currency denominated monetary assets and liabilities. The Company monitors its foreign currency exposure on an ongoing basis and evaluates the impact of exchange rate movements on its financial position and performance.

The Company's exposure to foreign currency risk at the reporting date primarily relates to outstanding payables denominated in foreign currencies arising from the purchase of plant and machinery. Changes in foreign exchange rates may result in exchange gains or losses on the retranslation and settlement of these liabilities, which are recognised in the Statement of Profit and Loss.

Management believes that it has adequate processes in place to monitor and manage foreign currency exposures arising in the normal course of business.

As at March 31, 2026, the company did not have any foreign currency denominated monetary asset or liabilities outstanding. Accordingly, management considers the Company's exposures to foreign currency risk at the reporting date to be insignificant.

-Interest Rate risk

The Company's exposure to interest rate risk primarily arises from its floating rate cash credit facilities and term loans. Changes in market interest rates may affect the Company's finance costs and cash flows. The Company monitors its interest rate exposure on an ongoing basis and manages the risk through periodic review of its borrowing portfolio and financing strategy.

15. **Disclosure as per Ind AS 19 'Employee Benefits'**

The Company contributes to the following post-employment defined benefit plans in India.

Defined Contribution Plan

The Contributions to the Employee's State Insurance Corporation and Provident Fund of employees are made to government administered fund and there are no further obligations beyond making such contributions.

Employer's contribution to Provident Fund and Employees State Insurance recognized as an expense for the year is ₹ 8.08 Lakhs (Previous year ₹ 7.16 Lakhs).

Defined Benefit Plan

The present value of defined benefit obligations is determined based on actuarial valuation measured using the Projected Unit Credit Method. The assumptions and methodology used in compiling the actuarial valuation report are consistent with the requirements of Indian Accounting Standard (Ind AS) 19.

Gratuity

In accordance with Indian law, the Company operate a scheme of gratuity which is a defined benefit plan. The gratuity plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment in accordance with the provisions under the Code on Social Security, 2020 or as per the Company Scheme, as applicable. Vesting occurs upon completion of contractual period of continuous years of service as defined in the Code on Social Security, 2020.

All the above defined benefit plans expose the Company to general actuarial risks such as the amount pertaining to the plan is not kept in separate bank account.

Based on the actuarial valuation obtained in this respect, the following table set out the status of Gratuity and amounts recognised in the company's financial statements as at balance sheet date:

Reconciliation of defined benefit obligation: **(₹ in Lakhs)**

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
Opening defined benefit obligation	30.21	12.38
Current Service Cost	4.18	1.31
Past service cost	-	-
Interest Cost	2.05	0.87
Benefit payments directly by employer	(0.49)	-
Actuarial Loss (Gain) – Demographics	-	-
Actuarial Loss (Gain) – Experience	18.92	14.87
Actuarial Loss (Gain) – Financial	(3.35)	0.78
Settlements	-	-
Closing Defined Benefit Obligation	**51.52**	**30.21**

Reconciliation of Plan Assets: **(₹ in Lakhs)**

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
Plan asset as at the beginning of the year	-	-
Expected return on plan assets	-	-
Actuarial Gains/(Losses)	-	-
Assets distributed on settlements	-	-
Contributions by employer	-	-
Assets acquired in an amalgamation in the nature of purchase	-	-
Exchange differences on foreign plans	-	-
Benefits Paid	-	-
Closing value of plan assets	-	-

Reconciliation of net defined benefit liability: **(₹ in Lakhs)**

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
Net opening provision in books of accounts	30.20	12.38
Effects of acquisition/ merger	-	-
Employer contributions	-	-
Defined benefit cost in P&L	6.24	2.17
Total remeasurements included in OCI	15.57	15.65
Direct benefit payments by employer	(0.49)	-
Exchange differences on foreign plans	-	-
Closing provision in books of accounts	**51.52**	**30.20**

Funded status of the plan: **(₹ in Lakhs)**

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
Present value of unfunded obligations	51.52	30.21
Present value of funded obligations	-	-
Fair value of plan assets	-	-
Net Liability (Asset)	**51.52**	**30.21**

Composition of the plan assets:

Particulars	As at March 31, 2026 %	As at March 31, 2025 %
Government of India Securities	0%	0%
State Government Securities	0%	0%
High quality corporate bonds	0%	0%
Equity shares of listed companies	0%	0%
Policy of insurance	0%	0%
Property	0%	0%
Special Deposit Scheme	0%	0%
Bank Balance	0%	0%
Others Investment	0%	0%
Total	0%	0%

Bifurcation of liability as per Schedule III: **(₹ in Lakhs)**

Particulars	As at March 31, 2026	As at March 31, 2025
Current liability	2.48	1.83
Non-current liability	49.04	28.38
Fair value of assets	-	-
Net liability	**51.52**	**30.21**

Effects Recognized in Other Comprehensive Income (OCI): **(₹ in Lakhs)**

Particulars	As at March 31, 2026	As at March 31, 2025
Actuarial loss/(gain) due to experience on DBO	18.92	14.87
Actuarial loss/(gain) due to financial assumption changes in DBO	(3.35)	0.78
Actuarial loss/(gain) due to demographic assumption changes in DBO	-	-
Changes in asset ceiling	-	-
Any other effect	-	-
Net actuarial loss/ (gain) for the year	**15.57**	**15.65**

Total Cost Recognized in Comprehensive Income: **(₹ in Lakhs)**

Particulars	As at March 31, 2026	As at March 31, 2025
Cost Recognized in Profit & Loss	6.24	2.17
Remeasurement Effects Recognized in OCI	15.57	15.65
Total cost recognized in comprehensive income	**21.81**	**17.82**

The Maturity Profile of Defined Benefit Obligation:

The Weighted Average Duration (Years) as at valuation date is 11.88 years.

Reconciliation of Statement of Other Comprehensive Income (OCI): **(₹ in Lakhs)**

Particulars	As at March 31, 2026	As at March 31, 2025
Cumulative OCI (Income) /Loss at the Beginning of the year	16.51	0.86
Remeasurement effects recognized in OCI	15.57	15.65
Cumulative OCI (Income) / Loss at the end of the Year	**32.08**	**16.51**

Expected Future Cashflows (Undiscounted): **(₹ in Lakhs)**

Particulars	As at March 31, 2026	As at March 31, 2025
Year 1	2.48	1.95
Year 2	1.67	1.20
Year 3	1.76	1.22
Year 4	1.97	1.26
Year 5	7.73	1.30
Year 6 to 10	13.77	11.43

Sensitivity of key assumptions: **(₹ in Lakhs)**

Particulars	As at March 31, 2026	As at March 31, 2025
Discount rate sensitivity		
Increase by 0.5%	48.39	26.57
(% change)	-6.09%	-12.05%
Decrease by 0.5%	54.98	34.64
(% change)	6.69%	14.67%
Salary growth rate sensitivity		
Increase by 0.5%	54.05	33.12
(% change)	4.90%	9.64%
Decrease by 0.5%	49.16	27.58
(% change)	-4.60%	-8.69%
Withdrawal Rates(W.R.) Sensitivity		
W.R. x 110%	50.70	29.24
(% change)	-1.61%	-3.19%
W.R. x 90%	52.40	31.26
(% change)	1.69%	3.49%

Sensitivity analysis is performed by varying a single parameter while keeping all the other parameters unchanged.

Sensitivity analysis fails to focus on the interrelationship between underlying parameters. Hence, the results may vary if two or more variables are changed simultaneously.

The method used does not indicate anything about the likelihood of change in any parameter and the extent of the change if any.

Financial assumptions:

Particulars	As at March 31, 2026	As at March 31, 2025
Discount Rate	7.35% p.a.	6.80% p.a.
Salary Growth Rate	12.00% p.a.	12.00% p.a.
Expected Rate of return	N.A.	N.A.

16. **Disclosure as per Ind AS 23 'Borrowing Costs'**

Borrowing costs capitalised during the year were ₹ 3.08 Lakhs (March 31, 2025: ₹ 6.84 Lakhs).

17. **Disclosure as per Ind AS 24 'Related Party Disclosures'**

a) List of related parties & relationships, where control exists

S. No.	Nature of Relationship	Name of Related Parties
1	Holding Company	-
2	Subsidiary Company	M/s. AVRO Recycling Limited (Wholly owned Subsidiary), incorporated on 14.05.2025
3	Associates	-
4	Key Management Personnel (KMP)	**Whole time Directors:** Sh. Sushil Kumar Aggarwal, Chairman & Whole time Director Sh. Nikhil Aggarwal, Whole time Director Sh. Sahil Aggarwal, Managing Director **Independent Directors:** Sh. Pawan Dixit, Non- executive Director Smt. Richa Kalra, Non- executive Director (ceased w.e.f.20.12.2025) Sh. Sushil Kumar Goyal, Non- executive Director Sh. Mukul Jain, Non- executive Director Sh. Sunil Duggal, Non- executive Director(ceased w.e.f.20.12.2025) Smt. Nimisha Rohit Agarwal, Non-executive Director (Appointed w.e.f. 02.01.2026) **Non- Executive Director** Smt. Anita Aggarwal, Non–Executive Director **Chief Financial Officer and Company Secretary:** Sh. Ghanshyam Singh, Chief Financial Officer Sh. Sumit Bansal, Company Secretary
5	Relatives of Key Management Personnel	Smt. Akshita Aggarwal, Head Communication
6	Enterprises where Significant influence exist by Key Management Personnel & Relative of Key Management Personnel	M/s. Bonita Furniture Pvt. Ltd. M/s. Bucks Infotainment Pvt. Ltd. Nikhil Aggarwal HUF Sushil Kumar Aggarwal HUF

		Sahil Aggarwal HUF

b) **Disclosure of transactions with Related Parties and outstanding balances as at March 31, 2026**

(₹ in Lakhs)

S. No.	Transactions	Holding Company	Subsidiary Company*	Associates	Key Management Personnel / Individuals	Relatives of Key Management Personnel	Enterprises where Significant Influence exist by KMP and Relative of KMP*
1	Remuneration/ Salary	- (-)	- (-)	- (-)	57.33 (48.63)	3.16 (3.16)	- (-)
2	Sitting Fees	- (-)	- (-)	- (-)	1.20 (1.18)	- (-)	- (-)
3	Sales	- (-)	15.97 (-)	- (-)	- (-)	- (-)	- (-)
4	Sales of Capital Goods	- (-)	61.58 (-)	- (-)	- (-)	- (-)	- (-)
5	Purchase of Raw Material	- (-)	306.18 (-)	- (-)	- (-)	- (-)	- (-)
6	Job Work income	- (-)	36.37 (-)	- (-)	- (-)	- (-)	- (-)
7	Job Work Charges	- (-)	- (-)	- (-)	- (-)	- (-)	- (11.17)
8	Rent paid for Warehouse	- (-)	- (-)	- (-)	- (-)	- (-)	456.12 (386.82)
9	Advance given against purchase of property	- (-)	- (-)	- (-)	- (-)	- (-)	- (175.00)
10	Refund received against advance given for purchase of property	- (-)	- (-)	- (-)	- (-)	- (-)	- (175.00)
11	Issue of Equity Share Capital	- (-)	- (-)	- (-)	- (75.00)	- (3.93)	- (-)
12	Investments in Equity Instruments	- (-)	3977.22 (-)	- (-)	- (-)	- (-)	- (-)
13	Share warrant application money received	- (-)	- (-)	- (-)	- (150.00)	- (-)	- (-)
14	Bank Guarantee	- (-)	- (-)	- (-)	1746.64 (1,946.80)	- (-)	- (-)
15	**Outstanding as on 31.03.2026**						
a.	Salary/ Remuneration Payable	- (-)	- (-)	- (-)	6.53 (4.41)	0.41 (0.41)	- (-)

b.	Sitting fees Payable	- (-)	- (-)	- (-)	0.63 (0.41)	- (-)	- (-)
c.	Payable for purchase of Raw Material	- (-)	296.79 (-)	- (-)	- (-)	- (-)	- (-)
d.	Equity Share Capital held	- (-)	- (-)	- (-)	- (75.00)	- (3.93)	- (-)
e.	Share warrant application money	- (-)	- (-)	- (-)	- (150.00)	- (-)	- (-)
f.	Bank Guarantee	- (-)	- (-)	- (-)	1746.64# (1,946.80)	1746.64# (-)	- (-)
g.	Rent payable for Warehouse	- (-)	- (-)	- (-)	- (-)	- (-)	67.63 (18.89)

*Amount including Goods and Services Tax except Investments in Equity Instruments.
#Personal guarantee of Mr. Sushil Kumar Aggarwal, Mr. Sahil Aggarwal, Nikhil Aggarwal and Mrs. Anita Aggarwal, Directors of the company together with the guarantees provided by Nikhil Aggarwal HUF, Sushil Kumar Aggarwal HUF and Sahil Aggarwal HUF.

Note: a) Figures in bracket represent previous year amounts.

b) No amount has been written off/provided for or written back during the year in respect of amount receivable from or payable to the related parties.

c) Terms and Conditions: All related party transactions entered during the year were in ordinary course of business and arms' length basis. Outstanding balances at the year-end are unsecured and settlement occurs through banking channels. No guarantees have been provided or received in respect of such balances, except as disclosed separately.

Total Compensation to KMP: **(₹ in Lakhs)**

Particulars	**For the year ended March 31, 2026**	**For the year ended March 31, 2025**
Short-term employee benefits	58.53	49.81
Post-employment benefits	1.59	0.73
Other long-term benefits	-	-
Termination benefits	-	-
Total Compensation to KMP	**60.12**	**50.54**

18. **Disclosure as per Ind AS 33 'Earnings per share'**

i) Profit attributable to equity shareholders of the Company

(₹ in Lakhs)

Particulars	**For the year ended March 31, 2026**	**For the year ended March 31, 2025**
Profit attributable to equity holders of the Company:		
Continuing operations	420.71	304.22
Profit attributable to equity holders of the Company for basic earnings	420.71	304.22
Profit attributable to equity holders of the Company adjusted for the effect of dilution	420.71	304.22

ii) Weighted average number of ordinary shares (Nos.)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Opening balance of issued equity shares	1,33,11,050	1,00,87,400
Add: Equity Shares issued during the year	-	32,23,650
Closing balance of issued equity shares	1,33,11,050	1,33,11,050
	1,33,11,050	**1,07,24,432**
Adjustment for share split from face value of ₹10 to ₹1 per equity share **(Refer Note No. 2.27(7)**	13,31,10,500	10,72,44,320
Weighted average number of equity shares for Basic EPS	**13,31,10,500**	**10,72,44,320**
Dilution Effect:		
Add: Weighted average number of potential equity shares on account of warrant outstanding during the year	8,53,901	2,81,762
	1,41,64,951	**1,10,06,194**
Adjustment for share split from face value of ₹10 to ₹1 per equity share **(Refer Note No. 2.27(7)**	14,16,49,510	11,00,61,940
Weighted average number of equity shares for Diluted EPS	**14,16,49,510**	**11,00,61,940**

iii) Basic and diluted earnings per share (in ₹)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Basic Earnings per share	0.32	0.28
Diluted Earnings per share	0.30	0.28
Face value per equity share as on March 31, 2026	10	10
Face value per equity share after split as on May 5, 2026	1	1

Note: Subsequent to the reporting date, the Company sub-divided each equity share of face value of ₹10 into 10 equity shares of face value of ₹1 each, with effect from May 5, 2026. Accordingly, the weighted average number of equity shares for the current and previous year and the corresponding basic and diluted EPS have been adjusted retrospectively to reflect the effect of the share split.

19. **Disclosure as per Ind AS 108 'Operating Segments'**

The Company publishes the standalone financial Statements of the Company along with the consolidated financial statements. In accordance with Ind AS 108-Operating Segments, the Company has disclosed the segment information in the consolidated financial statements.

Information about major customers

No Single customer represents 10% or more of the Company's total revenue during the years ended March 31, 2026 and March 31, 2025.

20. **Disclosure as per Ind AS 115, 'Revenue from contracts with customers'**

i) Nature of goods and services

The revenue of the Company comprises of income from sale of plastic furniture, sale of Almirah and sale of granules LLDPE.

ii) Reconciliation of Revenue from sale of products with contracted price

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Contracted Price	11125.75	10034.59
Less: Reduction towards variable consideration components*	(2026.52)	(2202.11)
Revenue recognized	9099.23	7832.48

* Reduction towards variable consideration includes discounts.

iii) Significant Payment term

The Company's contracts with customers do not include any significant payment terms other than the contractually agreed credit period, which is generally 30 days from the date of invoice. Consideration is subject to discount, and the contracts do not contain a significant financing component, as the period between transfer of control of the goods and receipt of consideration is generally less than one year.

21. **Strategic Investments**

On 14th May 2025, the Company incorporated Avro Recycling Limited as it's wholly-owned subsidiary. Avro Recycling Limited is a non-listed company primarily engaged in the business of collecting, sorting, processing and recycling plastic waste and manufacturing and selling of reusable plastic materials, including plastic granules, flakes and pellets. The Company holds 100% of the equity share capital of Avro Recycling Limited.

Information about Subsidiary

Name of the Company	Country of Incorporation	Principal activities	Proportion (%) of equity interest	
			As at March 31, 2026	As at March 31, 2025
Avro Recycling Limited	India	collecting, sorting, processing and recycling plastic waste and manufacturing and selling of reusable plastic materials, including plastic granules, flakes and pellets	100	-

As at March 31, 2026, the Company's total investment in its subsidiary amounted to ₹3,977.22 lakhs, comprising 83,83,789 equity shares of face value of ₹1 each

22. **Disclosure as required by Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:**

a. Disclosures in compliance with the Accounting Standard on "Related Party Disclosures" made in note 2.27 (17).

b. **Loans and advances in the nature of loans:**

Name of the Party	Relationship	2025-26		2024-25	
		Outstanding as at March 31, 2026	Maximum outstanding during the year	Outstanding as at March 31, 2025	Maximum outstanding during the year
AVRO Recycling Limited	Wholly owned Subsidiary	-	-	-	-
Bonita Furniture Pvt. Ltd.	company in which directors are interested	-	-	-	-
Bucks Infotainment Pvt. Ltd.	company in which directors are interested	-	-	-	-

c. Investment by the loanee (as detailed above) in the share of Avro India Limited and its subsidiaries: Nil

23. **Disclosure as per Ind AS 116 'Leases'**

The Company has acquired land on leasehold basis. According to the U.P. State Industrial Development Authority (UPSIDA) letter dated October 9, 2023, the leasehold land is classified as perpetual in nature and hence Ind AS 116 is not applied.

The Company has elected to apply the short-term lease recognition exemption under Ind AS 116 in respect of rent. Accordingly, no Right-of-Use asset or lease liability has been recognised in respect of such leases. Lease rentals are recognised as an expense on a straight-line basis over the lease term.

24. The Company has neither paid nor declared any dividend during the year.

25. **Additional Regulatory Information**

i. The Company does not have an immovable property whose title deeds are not held in the name of the Company.

ii. The Company does not have any investment property as at 31st March, 2026.

iii. Loans or advances in the nature of loans have not been granted to any promoters, directors, KMP's and the related parties (as defined in Companies Act, 2013), either severally or jointly with any other person.

iv. During the year, Company has revalued its Property, Plant and Equipment as on March 31, 2026.

v. The Company does not have any intangible assets as at March 31, 2026.

vi. The company has a capital-work-in progress in the books and relevant disclosures of the same is provided at note no. 2.2.

vii. The Company does not have any intangible assets which is under development.

viii. The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

ix. The Company has taken working capital loans from IDFC bank on the basis of primary security by way of hypothecation of entire current assets including stocks, book debts and movable fixed assets of the Company and Collateral on property situated at A-7/36-39, south of GT Road Industrial Area, Ghaziabad, U.P. and Plot No. C-19, UPSIDC, Masuri Gulawthi, Tehsil- Dhaulana, Distt- Hapur, U.P. Owned by Company M/s. AVRO India Limited.

Further, the facilities have been secured by personal guarantee of Mr. Sushil Kumar Aggarwal, Mr. Sahil Aggarwal, Nikhil Aggarwal and Mrs. Anita Aggarwal, Directors of the company together with the guarantees provided by Nikhil Aggarwal HUF, Sushil Kumar Aggarwal HUF and Sahil Aggarwal HUF.

The quarterly returns / statement of current assets filed by the company with banks are in agreement with the books of accounts.

x. The Company is not declared as wilful defaulter by any bank or financial institution (as defined under the Companies Act, 2013) or consortium thereof or other lender in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India.

xi. The Company has not advanced or loaned or invested any fund to any entity (Intermediaries) with the understanding that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries). The Company has not received any fund from any party with the understanding that the Company shall whether, directly or indirectly lend or invest in other entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

xii. The Company has not entered into any transaction with the companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956.

xiii. The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

xiv. The Company has one wholly owned subsidiary, namely 'Avro Recycling Limited'. Accordingly, the provisions of the Companies (Restriction on Number of Layers) Rules, 2017 are not applicable to the Company.

xv. There is no scheme of arrangements which has been approved by the competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.

xvi. The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

xvii. The Company does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

xviii. **Corporate Social Responsibility (CSR)**: CSR amount required to be spent as per Section 135 of the Companies Act, 2013 read with Schedule VII thereof by the Company during the year is ₹ 10.17 Lakhs (Previous Year ₹ 10.10 Lakhs).

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Amount required to be spent	10.17	10.10
Amount of Expenditure incurred	10.17	10.15
Shortfall at the end of year	-	-
Total of previous year shortfall	Not Applicable	Not Applicable
Reason of shortfall	Not Applicable	Not Applicable
Nature of CSR activities:	Eradicating hunger, poverty and malnutrition through the distribution of healthy and nutritious meals to homeless, poor and needy persons	- Education - Women Empowerment Elderly and Differently abled livelihood enhancement projects
Details of Related Party transactions with whom CSR expenditure incurred	-	-
Provision made in respect of CSR activities	-	-

xix. **Disclosure of Ratios**

Ratio	Numerator	Denominator	As at March 31, 2026	As at March 31, 2025	% variance	Reason for change more than 25%
Current Ratio (in times)	Current Assets	Current Liabilities	1.98	3.33	(40.54)	Decrease in the current ratio is mainly attributable to the reduction in current investments, cash and cash equivalents, and maturity of fixed deposits during the year

Debt-Equity Ratio (in times)	Total Debt	Shareholder's Equity	0.20	0.23	(13.04)	
Debt-Service Coverage Ratio (in times)	Earnings available for Debt Service = Net Profit before taxes + Non-cash operating expenses+ Interest	Debt Service=Interest + Principal Repayments	0.10	0.10	-	
Return on Equity (in %)	Net Profit after tax	Average Shareholder's Equity	4.83	5.34	(9.55)	
Inventory Turnover Ratio (in times)	Cost of Goods sold	Average Inventory	4.77	6.05	(21.15)	
Trade Receivables Turnover Ratio (in times)	Net Credit sales= Gross credit sales- Sales return	Average Trade Receivables	3.53	3.54	(0.28)	
Trade payables turnover ratio (in times)	Net Credit Purchases=Gross Credit purchases- purchase return	Average Trade Payables	6.29	7.65	(17.77)	
Net Capital Turnover Ratio (in times)	Net Sales= Total sales- sales return	Average working capital*	2.06	2.12	(2.83)	
Net Profit Ratio (in %)	Net Profit after tax	Net Sales= Total sales-sales return	4.62	3.88	19.07	
Return on Capital Employed (in %)	Earnings before interest and taxes	Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability	6.51	5.30	22.83	
Return on Investment (in %)	Income from investments	Average investments	0.40	10.43	(96.16)	Decrease due to substantial investment made in the

						subsidiary during the year

* Working capital = current assets-current liabilities

26. On November 21, 2025, the Government of India notified the four Labour Codes – the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020 and the Occupational Safety, Health and Working Conditions Code, 2020 – consolidating various existing labour laws. The Ministry of Labour and Employment published the related Central Rules and FAQs on May 8, 2026 to facilitate assessment of the financial impact arising from changes in the regulations.

    The Company has assessed the applicability and potential financial impact of the aforesaid Labour Codes on the basis of the best information presently available. Based on such assessment and considering the current scale, the management believes that the potential impact, if any, on the financial statements for the year ended March 31, 2026 is presently not material and accordingly no separate impact has been recognised or disclosed in the financial statements.

    The Company continues to monitor the Central Rules in conjunction with draft State Rules and clarifications issued by the Government on various aspects of the Labour Codes and will provide appropriate accounting effect, if any, arising from such developments in future periods, as considered necessary.

27. On the basis of the total income of the Company, the figures appearing in the financial statements have been rounded off to nearest lakhs.

28. During the year ended March 31, 2026, the Company reviewed the presentation of certain items in the financial statements and, accordingly, reclassified certain comparative figures relating to the year ended March 31, 2025 to ensure appropriate presentation in accordance with the requirements of the applicable Indian Accounting Standards (Ind AS). Directors' sitting fees payable amounting to ₹0.41 lakh and electricity charges payable amounting to ₹52.63 lakhs, previously presented under non-financial liabilities, have been reclassified as financial liabilities. Further, foreign exchange loss (net) amounting to ₹2.70 lakhs, previously presented under finance costs, has been reclassified to other expenses, and freight inward expenses amounting to ₹33.01 lakhs, previously included under other expenses (manufacturing expenses), have been reclassified to cost of materials consumed. Such reclassifications have no impact on the previously reported profit/(loss), total comprehensive income, total assets, total liabilities, equity or cash flows of the Company.

As per our report of even date attached

For S A A R K AND CO
Chartered Accountants
FRN: 021758N

Sd/-
CA (Dr.) S. K. Lal
Partner
M. No.: 509185
UDIN: 26509185LHQTMI3554

For and on behalf of the Board of Directors of
Avro India Limited

Sd/-
Sushil Kumar Aggarwal
Chairman & Whole Time Director
DIN: 00248707

Sd/-
Sahil Aggarwal
Managing Director
DIN: 02515025

Sd/-
Ghanshyam Singh
Chief Financial Officer
PAN: CWCPS4843P

Sd/-
Sumit Bansal
Company Secretary
PAN: CHKPB0878G

Place: Ghaziabad
Date: 30 May, 2026

Place: Ghaziabad
Date: 30 May, 2026

INDEPENDENT AUDITOR'S REPORT

To the Members of AVRO India Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **AVRO India Limited ("the Holding Company")** and it's subsidiary (the Holding Company and it's subsidiary together referred to as "the Group") which comprise the consolidated Balance Sheet as at March 31, 2026, the consolidated Statement of Profit and Loss (including Other Comprehensive Income), the consolidated Statement of Changes in Equity and the consolidated Statement of Cash Flows for the year then ended, and notes to the consolidated financial statements, including material accounting policy information and other explanatory information ("Consolidated Financial Statement").

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

Basis for Opinion

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

Emphasis of Matter

We draw attention to the following notes to the consolidate financial statements:

a) Note 2.28 (6) to the consolidated financial statements, which describes that subsequent to the reporting date, the Board of Directors of Holding Company, at its meeting held on April 18, 2026, allotted 1,06,090 equity shares pursuant to the conversion of 1,06,090 warrants, upon receipt of the balance 75% of the issue price. The remaining 4,24,361 warrants lapsed due to non-receipt of the balance 75% of the issue price, and the 25% amount received earlier in respect of such warrants was forfeited, aggregating to ₹135.00 lakhs.
b) Note 2.28 (7) to the consolidated financial statements, which describes that the Board of Directors of Holding Company in their meeting held on March 25, 2026 approved the split of equity shares from the face value of ₹10 per equity share to ₹1 per equity share which was further approved by the shareholders of the Company in Extraordinary General meeting held on April 18, 2026. The record date for the split of equity shares was May 05, 2026. The National Stock Exchange of India Limited vide its circular 0715/2026 dated April 30, 2026 and BSE Limited vide its notice no. 20260430-52 dated April 30, 2026 confirmed that the new ISIN i.e. INE652Z01025 shall be effective for all trades done on and from Ex-date May 05, 2026.
c) Note 2.28 (18) to the consolidated financial statements, which describes that the weighted average number of equity shares and the basic and diluted earnings per share for the year ended March 31, 2026 have been appropriately adjusted in accordance with Ind AS 33, "Earnings per Share", notwithstanding that the face value of the equity shares as at the reporting date remained ₹10 per share.
d) Note 2.28 (26) to the consolidated financial statements, which describes that the Government of India notified the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020 and the Occupational Safety, Health and Working Conditions Code, 2020 on November 21, 2025, consolidating various existing Labour laws, and that the Ministry of Labour and Employment published the related Central Rules and Frequently Asked Questions on May 8, 2026. Based on its assessment of the applicability and potential financial impact of the said Labour Codes on the basis of the best information presently available, and considering the current scale of its operations, the management believes that the potential impact, if any, on the consolidated financial statements for the year ended March 31, 2026 is presently not material, and accordingly no separate impact has been recognised or disclosed in the consolidated financial statements. The Group continues to monitor the Central Rules in conjunction with the draft State Rules and the clarifications issued by the Government on various aspects of the Labour Codes, and will give appropriate accounting effect, if any, arising from such developments in future periods.

Our opinion is not modified in respect of these matters.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

For each matter below, description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matter	How our audit addressed the Key Audit Matter
Revaluation and carrying value of Property, Plant and Equipment and Capital Work-in-Progress Property, plant and equipment of ₹2,575.88 lakhs and capital work-in-progress of ₹593.85 lakhs together represent 26.18% of the Group's total assets. The Holding Company measures property, plant and equipment subsequent to initial recognition under the revaluation model prescribed by Ind AS 16. During the year it carried out a revaluation of Plant and Machinery as at March 31, 2026 through an independent Registered Valuer, applying the cost (replacement cost) approach on a going concern basis. Based on the valuation report, management concluded that the fair value of the assets was not materially different from their carrying amount, and accordingly no revaluation surplus or deficit has been recognised. The Revaluation Surplus of ₹618.71 lakhs recognised in earlier periods continues to be carried in Other Equity. During the year, additions to capital work-in-progress were ₹856.34 lakhs, ₹387.58 lakhs were capitalised to property, plant and equipment and ₹182.90 lakhs was derecognised. The determination of fair value under the replacement cost approach involves significant judgment, including the estimation of the current cost of replacing an equivalent asset	**Our procedures, among others, included**: Evaluated the appropriateness of the Group's accounting policy for the subsequent measurement of property, plant and equipment under the revaluation model, including whether the model has been applied to the entire class of assets as required by para 36 of Ind AS 16. Assessed the competence, capability and objectivity of the independent Registered Valuer engaged by management, including verification of the valuer's registration with the Insolvency and Bankruptcy Board of India, professional qualifications and independence from the Group. Read the valuation report and evaluated the appropriateness of the valuation approach adopted and its consistency with Ind AS 113 and with the approach adopted in earlier periods. Tested the completeness and accuracy of the underlying asset data provided by management to the valuer, including asset descriptions, dates of capitalisation, gross carrying amounts and physical condition, by reconciling that data with the property, plant and equipment records and the accounting records. Evaluated the key assumptions and inputs applied by the valuer, including the current replacement cost of equivalent assets, cost indices and the adjustments made for physical deterioration and obsolescence, and corroborated selected inputs with supporting evidence. Evaluate the movement in the Revaluation Surplus

and the adjustments made for physical deterioration and functional and economic obsolescence. A conclusion that no adjustment is required is itself dependent on those judgments, and the outcome has a direct effect on the carrying amount of property, plant and equipment, on the depreciation charge and on Other Equity. The date on which capital work-in-progress is capitalised determines when depreciation commences. (Refer Note 1.E(1), Note 2.1, Note 2.2, Note 2.12 and Note 2.28 (25) (iii) to the consolidated financial statements)	through other comprehensive income and Other Equity and evaluated the deferred tax consequence of the revaluation under para 20 of Ind AS 12. Performed physical verification procedures on a sample of assets on a test check basis, tested additions to and deletions from property, plant and equipment during the year and the date of transfer from capital work-in-progress, and examined the derecognition from capital work-in-progress and the gain recognised on it. Recomputed the depreciation charge for a sample of assets on the written down value method over the useful lives adopted. Assessed the adequacy and appropriateness of the disclosures made in respect of the revaluation, the Revaluation Surplus and the fair value hierarchy.
Expected credit loss allowance on trade receivables Trade receivables of ₹2,843.34 lakhs represent 23.49% of the Group's total assets and are stated net of an expected credit loss allowance of ₹10.64 lakhs. The Group applies the simplified approach under Ind AS 109, measuring a lifetime expected credit loss through a provision matrix built on historically observed default rates over the expected life of the receivables and adjusted for forward-looking estimates. The contractual credit period is generally 30 days from the date of invoice, while the ageing schedule discloses balances outstanding beyond one year, and bad debts of ₹49.18 lakhs were written off during the year. Determining the allowance requires significant judgment in setting loss rates for each ageing band, in identifying customers whose credit risk has deteriorated and in the forward-looking overlay applied to historical experience. Given the size of the balance and the degree of judgment involved, we determined this to be a key audit matter.	**Our procedures, among others, included:** Obtained an understanding of the Group's credit control and collection processes and evaluated the design and implementation, and tested the operating effectiveness, of controls over the approval of credit limits and over the computation of the loss allowance. Tested the completeness and accuracy of the ageing schedule by reconciling it to the receivables sub-ledger and re-performing the ageing for a sample of balances against invoice due dates. Recomputed historical default rates from write-off and recovery data of earlier periods and challenged the loss rates applied to each ageing band, including whether the provision matrix had been applied to the whole portfolio and not only to balances in dispute. Evaluated the reasonableness of the forward-looking adjustment against external economic and sector indicators. Circularised a sample of balances for direct confirmation and, where no reply was received, tested subsequent receipts up to the date of our report and examined the underlying

(Refer Note 1.E(4), Note 2.5 and Note 2.28 (14) to the consolidated financial statements).	documentation. Examined disputed and long-outstanding balances individually, read the related correspondence and legal advice and discussed recoverability with the credit control function. Assessed the adequacy of the disclosures in Note 2.5 and of the credit risk disclosures in Note 2.28(14).
Recognition of revenue and measurement of variable consideration The Group recognised revenue from operations of ₹9,463.74 lakhs for the year, against a contracted price of ₹11,490.26 lakhs, after a reduction of ₹2,026.52 lakhs - 17.63% of the contracted price - towards variable consideration comprising discounts, rebates and scheme allowances. Revenue is recognised when control of the goods transfers to the customer, which occurs on dispatch, on delivery or on formal customer acceptance depending on the terms of the individual contract, across a distributor and retail network operating through both online and offline channels. The transaction price is measured net of volume discounts, rebates, scheme allowances, price concessions, incentives and expected returns, estimated on the basis of accumulated experience, and revenue is recognised only to the extent that a significant reversal is highly probable. The quantum of the deduction, the number of distinct schemes in operation during the year, the reliance on historical experience in estimating amounts that will ultimately be settled after the reporting date, and the significance of revenue as a performance measure together made this a key audit matter. (Refer Note 1.E (10), Note 2.19 and Note 2.28 (20) to the consolidated financial statements)	**Our procedures, among others, included:** Evaluated the design and tested the operating effectiveness of the Group's controls over revenue recognition and over the approval, computation and settlement of discount and scheme circulars. Read a sample of distributor agreements and scheme circulars to assess the point at which control transfers and to identify the terms giving rise to variable consideration. Tested a sample of revenue transactions to invoices, dispatch documentation, proof of delivery and, where applicable, customer acceptance. Recomputed the accrual for discounts, rebates and scheme allowances for a sample of schemes and compared prior-period estimates with amounts subsequently settled to assess the reliability of management's estimation process. Performed cut-off testing on transactions recorded either side of the reporting date and examined credit notes, sales returns and rate differences raised after the year end. Applied data analytics to the revenue ledger to identify manual journal entries and credits posted to revenue, and investigated the items selected. Assessed the adequacy of the disclosures in Note 2.19 and Note 2.28 (20), including the reconciliation of contracted price to revenue recognised.

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

The Holding Company's Board of Directors are responsible for the other information. The other information comprises the Corporate Governance report, and the information included in the Annual Report including annexures, Management Discussion and Analysis, Secretarial Audit Report and other Company related information, but does not include the Consolidated financial statements and our auditors' report thereon. The other information is expected to be made available to us after the date of this auditor's report.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the other information, if we conclude that there is material misstatement therein, we are required to communicate the matter to those charged with governance and appropriate actions, if required.

Responsibilities of management and Those charged with Governance for the Consolidated Financial Statements

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

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Director's either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.
The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of the Group.

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

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

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

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

based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.

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

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

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

Other Matter

The corresponding figures for the year ended March 31, 2025 presented in these consolidated financial statements, being the figures of the Holding Company on a standalone basis, were audited by us and we expressed an unmodified opinion thereon vide our report dated 27.05.2025. No consolidated financial statements were prepared or reported upon for the year ended March 31, 2025.

Our opinion on the consolidated financial statements is not modified in respect of this matter.

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 Section 143(11) of the Act, in respect of the matters specified in paragraphs 3(xxi) and 4 of the Order, to be included in the Auditor's Report, in our opinion and according to the information and explanations given to us, and based on the CARO reports issued by us in respect of the Holding Company and its subsidiary included in the consolidated financial statements of the Company, we report that there are no qualifications or adverse remarks in the said CARO reports.

2. As required by Section 143(3) of the Act, we report that:
   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
   b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books.
   c) The consolidated Balance Sheet, the consolidated Statement of Profit and Loss (including Other Comprehensive Income), the consolidated Statement of Changes in Equity and the consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account maintain for the purpose of preparation of the consolidated financial statements.
   d) In our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015 as amended.
   e) On the basis of the written representations received from the directors of the Holding Company and its subsidiary as on March 31, 2026 taken on record by the Board of Directors of the Holding Company and its subsidiary respectively, none of the directors of the Holding Company and its subsidiary is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
   f) With respect to the adequacy of the internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate report in "**Annexure A**". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Group internal financial controls over financial reporting.

g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:
In our Opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Holding Company and its Subsidiary to its directors during the year is in accordance with the provisions of section 197 of the Act.

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

a) The Group has disclosed the impact of pending litigations on its consolidated financial position – Refer Note No. 2.28 (1)(a) to the consolidated Financial Statements.

b) The Group did not have any material foreseeable losses on long-term contracts including derivative contracts during the year ended 31 March, 2026.

c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Group.

d) i) The respective Management of the Holding Company and it's subsidiary has represented that, to the best of their knowledge and belief, as disclosed in Note no. 2.28 (25) (x) of the notes to accounts of consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or it's subsidiary to or in any other person(s) or entity(ies) including foreign entities ("intermediaries"), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or it's subsidiary ("Ultimate Beneficiaries") or provide any guarantee, security or the like or on behalf of the Ultimate Beneficiaries.

ii) The respective Management of the Holding Company and it's subsidiary has represented that, to the best of their knowledge and belief, as disclosed in Note no. 2.28 (25) (x) of the notes to accounts of the consolidated financial statements, no funds have been received by the Holding Company or it's Subsidiary from any person(s) or entity(ies), including foreign entities (funding parties), with the understanding, whether recorded in writing or otherwise, that the Holding Company or it's subsidiary shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

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

e) The Group has neither declared nor paid any dividend during the year.

f) Based on our examination, which included test checks, performed by us on the Holding Company and its subsidiary company, the Group has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software, except that the records of Property, Plant and Equipment of the Holding Company and its subsidiary company have been maintained on spreadsheets which do not have a feature of recording audit trail (edit log) facility. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with in respect of the accounting software.

Additionally, the audit trail has been preserved by the Holding Company as per the statutory requirements for record retention in respect of the preceding financial year, to the extent the audit trail (edit log) facility was enabled and operated in that year. The subsidiary company having been incorporated on May 14, 2025, the requirement of preservation of the audit trail in respect of earlier financial years is not applicable to it.

For S A A R K AND CO
Chartered Accountants
FRN: 021758N

Sd/-
CA (Dr.) S. K. Lal
Partner
M. No.: 509185
UDIN: 26509185NHBZKL1032

Place: Ghaziabad
Date: May 30, 2026

"ANNEXURE A" TO THE INDEPENDENT AUDITOR'S REPORT

Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of AVRO India Limited on consolidated financial statements for the year ended March 31, 2026.

Report on the Internal Financial Controls Over Financial Reporting with reference to the consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act").

In conjunction with our audit of the consolidated financial statements of AVRO India Limited ("the Holding Company") and it's subsidiary (the Holding Company and it's subsidiary together referred to as "the Group") as at and for the year ended March 31, 2026 , we have audited the internal financial controls over financial reporting with reference to financial statements of Holding Company and it's subsidiary company, which are companies covered under the Act, as at that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting with reference to financial statements of the Holding Company and it's subsidiary 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 issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system with reference to the financial statements of the Holding Company and it's subsidiary company as aforesaid.

Meaning of Internal Financial Controls Over Financial Reporting with reference to the financial statements

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting with reference to the financial statements

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

Opinion

In our opinion, the Holding Company and it's subsidiary company which are companies covered under the Act, to the best of our information and according to the explanations given to us, have in all material respects, adequate internal financial control system over financial reporting with reference to financial statements and such internal financial controls over financial reporting were operating effectively as at March 31, 2026, based on the internal financial control over financial reporting with reference to financial statements criteria established by such companies considering the essential components of such 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 S A A R K AND CO
Chartered Accountants
FRN: 021758N

Sd/-
CA (Dr.) S. K. Lal
Partner
M. No.: 509185
UDIN: 26509185NHBZKL1032

Place: Ghaziabad
Date: May 30, 2026

AVRO INDIA LIMITED
CIN: L25200UP1996PLC101013
A-7/36-39, South of G.T. Road Industrial Area Electrosteel Casting Compound Ghaziabad- 201009

Consolidated Balance Sheet as at 31st March, 2026

(₹ in Lakhs)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
ASSETS			
(1) Non-current assets			
(a) Property, plant and equipment	2.1	2,575.88	2,453.80
(b) Capital work-in-progress	2.2	593.85	307.99
(c) Other Intangible assets	2.3	0.58	-
(d) Financial assets			
(i) Investments	2.4	-	-
(ii) Trade receivables	2.5	-	-
(iii) Other financial assets	2.6	-	-
(e) Deferred tax assets (net)	2.18	26.53	2.31
(f) Other non-current assets	2.7	2.69	148.35
Total non- current assets		3,199.53	2,912.45
(2) Current assets			
(a) Inventories	2.8	1,984.75	1,497.86
(b) Financial assets			
(i) Investments	2.4	30.97	154.72
(ii) Trade receivables	2.5	2,843.34	2,350.51
(iii) Cash and cash equivalents	2.9	208.74	3,029.93
(iv) Bank balances other than (iii) above	2.10	2,750.00	1,200.00
(v) Other financial assets	2.6	358.58	89.94
(c) Current tax assets (net)	2.18	-	-
(d) Other current assets	2.7	729.27	506.88
Total current assets		8,905.65	8,829.84
Total assets		12,105.18	11,742.29
EQUITY AND LIABILITIES			
(1) EQUITY			
(a) Equity share capital	2.11	1,331.11	1,331.11
(b) Other equity	2.12	7,619.42	7,171.34
Equity attributable to shareholders of the Company		8,950.53	8,502.45
Non-controlling interests		-	-
Total equity		8,950.53	8,502.45
LIABILITIES			
(2) Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	2.13	622.04	562.25
(ii) Trade payables	2.14		
(A) total outstanding dues of micro enterprises and small enterprises; and		-	-
(B) total outstanding dues of creditors other than micro enterprises and small enterprises		-	-
(iii) Other financial liabilities	2.15	-	-
(b) Provisions	2.17	49.76	28.38
(c) Deferred tax liabilities (net)	2.18	-	-
(d) Other non-current liabilities	2.16	-	-
Total non-current liabilities		671.80	590.63
(3) Current liabilities			
(a) Financial liabilities			
(i) Borrowings	2.13	1,144.41	1,428.04
(ii) Trade payables	2.14		
(A) total outstanding dues of micro enterprises and small enterprises; and		279.12	211.03
(B) total outstanding dues of creditors other than micro enterprises and small enterprises		535.64	674.03
(iii) Other financial liabilities	2.15	185.10	102.66
(b) Other current liabilities	2.16	312.88	206.09
(c) Provisions	2.17	2.49	1.83
(d) Current tax liabilities (net)	2.18	23.21	25.53
Total current liabilities		2,482.85	2,649.21
Total equity and liabilities		12,105.18	11,742.29
Basis of preparation, measurement and Material Accounting Policy information	1		

The accompanying notes form an integral part of the consolidated financial statements(Note No 2.1 to 2.28)

As per our report of even date attached
For S A A R K AND CO
Chartered Accountants
FRN: 021758N

Sd/-
CA (Dr.) S. K. Lal
Partner
M. No.: 509185
UDIN: 26509185NHBZKL1032

For and on behalf of the Board of Directors of
Avro India Limited

Sd/-
Sushil Kumar Aggarwal
Chairman & Whole Time Director
DIN: 00248707

Sd/-
Sahil Aggarwal
Managing Director
DIN: 02515025

Sd/-
Ghanshyam Singh
Chief Financial Officer
PAN: CWCPS4843P

Sd/-
Sumit Bansal
Company Secretary
PAN: CHKPB0878G

Place: Ghaziabad
Date: May 30, 2026

Place: Ghaziabad
Date: May 30, 2026

AVRO INDIA LIMITED
CIN: L25200UP1996PLC101013
A-7/36-39, South of G.T.Road Industrial Area Electrosteel Casting Compound Ghaziabad- 201009
Consolidated Statement of Profit and Loss for the year ended March 31, 2026

(₹ in Lakhs)

	Particulars	Note No.	Year ended March 31, 2026	Year ended March 31, 2025
I	Revenue from operations	2.19	9,463.74	7,832.48
II	Other income	2.20	904.40	460.03
III	Total income (I+II)		10,368.14	8,292.51
IV	EXPENSES			
	Cost of materials consumed	2.21	5,714.95	4,895.01
	Purchases of stock-in-trade	2.22	763.93	665.21
	Changes in inventories of finished goods	2.23	(263.60)	(253.07)
	Employee benefits expense	2.24	681.34	310.67
	Finance costs	2.25	161.20	157.06
	Depreciation and amortization expense	2.26	456.29	392.03
	Other expenses	2.27	2,230.08	1,707.52
	Total expenses (IV)		9,744.19	7,874.43
V	Profit before exceptional items and tax (III-IV)		623.95	418.08
VI	Exceptional items	2.28(24)	-	16.53
VII	Profit before tax (V-VI)		623.95	401.55
VIII	Tax expense:			
	(1) Current tax	2.18	184.50	108.63
	(2) Deferred tax	2.18	(20.28)	(11.30)
IX	Profit for the period ((VII-VIII)		459.73	304.22
X	Other comprehensive income			
	Items that will not be reclassified to profit or loss			
	(i) Remeasurement of the net defined benefit liability/asset	2.28(15)	(15.57)	(15.65)
	(ii) Income tax effect	2.18	3.92	3.94
	Total other comprehensive income, net of tax		(11.65)	(11.71)
XI	Total comprehensive income for the year(IX+X)		448.08	292.51
XII	Profit for the year attributable to:			
	Owners of the Holding Company		459.73	304.22
	Non-controlling interests		-	-
			459.73	304.22
XIII	Other comprehensive income for the year attributable to:			
	Owners of the Holding Company		(11.65)	(11.71)
	Non-controlling interests		-	-
			(11.65)	(11.71)
XIV	Total comprehensive income for the year attributable to:			
	Owners of the Holding Company		448.08	292.51
	Non-controlling interests		-	-
			448.08	292.51
XV	Earning per equity shares	2.28(18)		
	(1) Basic (₹)		0.35	0.28
	(2) Diluted (₹)		0.32	0.28
Basis of preparation, measurement and Material Accounting Policy information		1		

The accompanying notes form an integral part of the consolidated financial statements (Note No. 2.1 to 2.28)

As per our report of even date attached
For S A A R K AND CO
Chartered Accountants
FRN: 021758N

Sd/-
CA (Dr.) S. K. Lal
Partner
M. No.: 509185
UDIN: 26509185NHBZKL1032

For and on behalf of the Board of Directors of
Avro India Limited

Sd/-
Sushil Kumar Aggarwal
Chairman & Whole Time Director
DIN: 00248707

Sd/-
Sahil Aggarwal
Managing Director
DIN: 02515025

Sd/-
Ghanshyam Singh
Chief Financial Officer
PAN: CWCPS4843P

Sd/-
Sumit Bansal
Company Secretary
PAN: CHKPB0878G

Place: Ghaziabad
Date: May 30, 2026

Place: Ghaziabad
Date: May 30, 2026

AVRO INDIA LIMITED
CIN: L25200UP1996PLC101013
A-7/36-39, South of G.T.Road Industrial Area Electrosteel Casting Compound Ghaziabad- 201009

Consolidated Statement of Changes in Equity

A. Equity Share Capital (₹ in Lakhs)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Balance as at the beginning of the current reporting period	2.11	1,331.11	1,008.74
Changes in Equity Share Capital during the Current Year		-	322.37
Balance at the end of current reporting period		1,331.11	1,331.11

B. Other Equity

1. Other equity as at March 31, 2026 (₹ in Lakhs)

	Reserves & Surplus										
	Capital Reserve	Security Premium	Retained Earnings	Debt instruments through Other Comprehensive Income	Equity Instruments through other comprehensive income	Revaluation Surplus	Other items of other comprehensive income	Money received against share warrants	Total attributable to owners of the Holding Company	Attributable to Non-controlling interest	Total
Balance as at April 1, 2025	-	4,682.54	1,563.69	-	-	618.71	(12.35)	318.75	7,171.34	-	7,171.34
Changes in equity for the period ended March 31, 2026									-	-	-
Changes in accounting policy or prior period errors	-	-	-	-		-	-	-	-	-	-
Restated balance at the beginning of the current reporting period	-	-		-		-	-	-	-	-	-
Total Comprehensive income for the current period	-	-	459.73	-		-	(11.65)	-	448.08	-	448.08
Dividends	-	-	-	-		-	-	-	-	-	-
Share warrants money received during the year	-	-	-	-		-	-	-	-	-	-
Security premium	-	-	-	-		-	-	-	-	-	-
Balance as at March 31, 2026	-	4,682.54	2,023.42	-		618.71	(24.00)	318.75	7,619.42	-	7,619.42

2. Other equity as at March 31, 2025 (₹ in Lakhs)

Particulars	Reserves & Surplus								
	Capital Reserve	Security Premium	Retained Earnings	Debt instruments through Other Comprehensive Income	Equity Instruments through other comprehensive income	Revaluation Surplus	Other items of other comprehensive income	Money received against share warrants	Total
Balance as at April 1, 2024	-	-	1,259.47	-	-	618.71	(0.64)	-	1,877.54
Changes in equity for the period ended March 31, 2025									
Changes in accounting policy or prior period errors	-	-	-	-	-	-	-	-	-
Restated balance at the beginning of the current reporting period	-	-	-	-	-	-	-	-	-
Total Comprehensive income for the current period	-	-	304.22	-	-	-	(11.71)	-	292.51
Dividends	-	-	-	-	-	-	-	-	-
Share warrants money received during the period	-	-	-	-	-	-	-	318.75	318.75
Security premium	-	4,682.54	-	-	-	-	-	-	4,682.54
Balance as at March 31, 2025	-	4,682.54	1,563.69	-	-	618.71	(12.35)	318.75	7,171.34

Refer note no. 2.12 for nature and purpose of Other Equity.

Basis of preparation, measurement and Material Accounting Policy information (Note No. 1)
The accompanying notes form an integral part of the consolidated financial statements (Note No. 2.1 to 2.28)

As per our report of even date attached
For S A A R K AND CO
Chartered Accountants
FRN: 021758N

Sd/-
CA (Dr.) S. K. Lal
Partner
M. No.: 509185
UDIN: 26509185NHBZKL1032

Place: Ghaziabad
Date: May 30, 2026

For and on behalf of the Board of Directors of
Avro India Limited

Sd/-
Sushil Kumar Aggarwal
Chairman & Whole Time Director
DIN: 00248707

Sd/-
Sahil Aggarwal
Managing Director
DIN: 02515025

Sd/-
Ghanshyam Singh
Chief Financial Officer
PAN: CWCPS4843P

Sd/-
Sumit Bansal
Company Secretary
PAN: CHKPB0878G

Place: Ghaziabad
Date: May 30, 2026

AVRO INDIA LIMITED

CIN: L25200UP1996PLC101013

A-7/36-39, South of G.T.Road Industrial Area Electrosteel Casting Compound Ghaziabad- 201009

Consolidated Statement of Cash Flows for the year ended 31st March, 2026

(₹ in Lakhs)

	Particulars	Year ended March 31, 2026	Year ended March 31, 2025
A	Cash flows from operating activities		
	Profit before tax, and exceptional items	623.95	418.08
	Adjustments for:		
	Depreciation and amortization Expense	456.29	392.03
	Interest on borrowings	150.00	154.92
	Bad Debts	49.18	2.12
	Profit on sale of property, plant and equipment (including CWIP)	(9.52)	(0.55)
	Other non-operating/ non-cash expenses	13.55	6.59
	Interest Income	(217.38)	(11.99)
	Gratuity	6.24	2.17
	Net gain on sale of investment in mutual fund	(8.29)	(13.13)
	Provision for doubtful debts	10.64	21.91
	Operating profit before working capital changes	1,074.66	972.15
	Change in working capital		
	Decrease/(increase) in inventories	(486.88)	(811.99)
	Decrease/ (increase) in trade receivables	(530.74)	(309.00)
	Decrease/ (increase) in other financial assets	(186.86)	(16.32)
	Decrease/ (increase) in other assets	(224.61)	(203.79)
	Increase/(Decrease) in trade payables	(70.31)	178.57
	Increase/(Decrease) in other financial liabilities	82.46	24.72
	Increase/(Decrease) in other liabilities	106.77	28.87
	Increase/(Decrease) in provisions	22.04	17.83
	Cash generated from operations	(213.47)	(118.96)
	Less: Income taxes paid (net)	(197.92)	(94.78)
	Cash flow before Exceptional items	(411.39)	(213.74)
	Less: Exceptional items	-	(16.53)
	Net cash flow from / (used in) operating activities (A)	(411.39)	(230.27)
B	Cash flows from Investing activities		
	Purchase of property, plant and equipment (including CWIP and Capital Advance)	(905.51)	(1,118.86)
	Proceeds from sale of property, plant and equipment (including CWIP)	140.23	3.50
	Payment of purchase of mutual fund	(68.00)	(216.26)
	Proceeds from sale of mutual fund	200.00	159.06
	Investment in bank deposits(having original maturity of more than 3 months)	(3,650.00)	(1,200.00)
	Proceed from maturity of bank deposit	2,100.00	-
	Interest received	146.40	-
	Net cash flow from / (used in) investing activities (B)	(2,036.88)	(2,372.56)
C	Cash flows from financing activities		
	Proceed from issue of share capital	-	322.37
	Proceed from Share warrant money	-	318.75
	Security premium	-	4,682.54
	Proceeds from long term borrowings	272.63	288.42
	Payment of long term borrowings	(171.06)	(130.80)
	Proceeds from short term borrowings	11,207.32	9,748.90
	Payment of short term borrowings	(11,532.73)	(9,478.49)
	Interest paid	(149.08)	(154.92)
	Net cash flow from / (used in) financing activities (C)	(372.92)	5,596.77
	Net increase /(decrease) in cash and cash equivalents (A+B+C)	(2,821.19)	2,993.94
	Cash and cash equivalents at the beginning of the year	3,029.93	35.99
	Cash and cash equivalents at the end of the year	208.74	3,029.93
	Component of cash and cash equivalents		
	Cash and cash equivalents comprise of:		
	Cash on hand	26.62	25.57
	Balance with banks		
	(I) In current accounts	182.12	304.36
	(ii) In deposit accounts (having original maturity of 3 months or less)	-	2,700.00
	Total cash and cash equivalents at the end of the year	208.74	3,029.93

Note:

1. The Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Indian Accounting Standards (Ind AS) 7 "Statement of Cash Flows".

2. Comparative figures for the year ended March 31, 2025 are the standalone figures of the Holding Company; the subsidiary was incorporated on May 14, 2025 - refer Note 2.28(27). Cash flows of the subsidiary are included from that date.

3. Movement in Financial Liabilities arising from Financing Activities:

(₹ in Lakhs)

Particulars	Long Term Borrowings*	Short Term Borrowings*	Interest
Balance as at April 1, 2024	549.63	1,012.64	1.43
Increase/(Decrease) in Long Term Borrowings	157.60	-	-
Increase/(Decrease) in Short Term Borrowings	-	270.42	-
Interest expense paid	-	-	(161.78)
Interest capitalised	-	-	6.84
Interest charged to Statement of Profit & Loss	-	-	154.92
Balance as at March 31, 2025	707.23	1,283.06	1.41
Increase in Long Term Borrowings	101.58	-	-
Decrease in Long Term Borrowings	-	-	-
Increase in Short Term Borrowings	-	10.00	-
Decrease in Short Term Borrowings	-	(335.42)	-
Interest expense paid	-	-	(153.57)
Interest capitalised	-	-	3.08
Interest charged to Statement of Profit & Loss	-	-	150.01
Balance as at March 31, 2026	808.81	957.64	0.93

*Long Term Borrowings includes current maturity of Long Term debts.

4. Reconciliation of Cash and Cash Equivalents:

Cash and Cash Equivalents as per note no. 2.9	208.74	3,029.93

Basis of preparation, measurement and Material Accounting Policy information (Note No. 1)
The accompanying notes form an integral part of the consolidated financial statements (Note No. 2.1 to 2.28)

As per our report of even date attached
For S A A R K AND CO
Chartered Accountants
FRN: 021758N

For and on behalf of the Board of Directors of
Avro India Limited

Sd/-
CA (Dr.) S. K. Lal
Partner
M. No.: 509185
UDIN: 26509185NHBZKL1032

Sd/-
Sushil Kumar Aggarwal
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DIN: 00248707

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Managing Director
DIN: 02515025

Sd/-
Ghanshyam Singh
Chief Financial Officer
PAN: CWCPS4843P

Sd/-
Sumit Bansal
Company Secretary
PAN: CHKPB0878G

Place: Ghaziabad
Date: May 30,2026

Place: Ghaziabad
Date: May 30, 2026

1. CORPORATE INFORMATION AND MATERIAL ACCOUNTING POLICY INFORMATION OF THE CONSOLIDATED FINANCIAL STATEMENTS

A. Corporate Information

The Group

AVRO India Limited (the “Holding Company” or the “Parent”) and its wholly owned subsidiary, AVRO Recycling Limited (together referred to as the “Group”), are engaged in the manufacture and sale of plastic moulded furniture and plastic granules, and in the collection, sorting, processing and recycling of plastic waste and the manufacture and sale of recycled plastic materials.

Holding Company

AVRO India Limited is a public limited company domiciled in India, incorporated under the provisions of the Companies Act and limited by shares (CIN: L25200UP1996PLC101013). The equity shares of the Holding Company are listed and actively traded on the National Stock Exchange of India Limited and BSE Limited. The registered office of the Holding Company is situated at A-7/36-39, South of G.T. Road Industrial Area, Electrosteel Casting Compound, Ghaziabad, Uttar Pradesh – 201009, India.

The Holding Company is primarily engaged in the manufacturing and selling of plastic moulded furniture and granules. It has established brand names including “AVRO FURNITURE” among others. The products are distributed through both online and offline channels, with a network of retailers across India and major distributors concentrated in the state of Uttar Pradesh.

Subsidiary Company

AVRO Recycling Limited is a public limited company domiciled in India, incorporated under the provisions of the Companies Act and limited by shares (CIN: U22209UP2025PLC223821). The Company was incorporated on 14 May 2025 as a wholly owned subsidiary of AVRO India Limited. Its registered office is situated at A-7/36-39, South of G.T. Road, Industrial Area, Vijai Nagar, Ghaziabad, Uttar Pradesh – 201009, India.

AVRO Recycling Limited is primarily engaged in the business of collecting, sorting, processing and recycling plastic waste and manufacturing and selling reusable plastic materials, including plastic granules, flakes and pellets. The period covered by its first financial statements is 14 May 2025 (date of incorporation) to 31 March 2026, being a period of 10 months and 18 days.

Entities consolidated

Name of the entity	Country of incorporation	Principal activities	Proportion (%) of equity interest as at 31.03.2026
AVRO India Limited (Parent)	India	Manufacture and sale of plastic moulded furniture and granules	Not applicable
AVRO Recycling Limited (Wholly owned Subsidiary)	India	Collection, sorting, processing and recycling of plastic waste; manufacture and sale of recycled granules, flakes and pellets	100

As at 31 March 2026, the Holding Company held 83,83,783 equity shares of ₹1 each in AVRO Recycling Limited directly, and the balance 6 equity shares were held by individual nominees on behalf of, and as nominees of, the Holding Company. The Group therefore holds the entire beneficial interest in, and 100% of the voting power of, the subsidiary. Accordingly, no non-controlling interest arises and no amount has been presented as non-controlling interest in the Consolidated Balance Sheet or the Consolidated Statement of Profit and Loss.

These are the first consolidated financial statements of the Group prepared in accordance with the applicable Indian Accounting Standards.

B. Basis of Preparation of Consolidated Financial Statements:

1. Basis of Preparation

These consolidated financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 read with Rule 3 of Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.

The consolidated financial statements have been prepared on accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the consolidated financial statements.

All assets and liabilities have been classified as current or non-current as per the Group's normal operating cycle of Ind AS 1 and other criteria as set out in the Division II of Schedule III to the Companies Act, 2013.

An asset is classified as current when it is

a. Expected to be realised or intended to be sold or consumed in normal operating cycle;
b. Held primarily for the purpose of trading;
c. Expected to be realised within twelve months after the reporting period; or
d. Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current when

a. It is expected to be settled in normal operating cycle;
b. It is held primarily for the purpose of trading;
c. It is due to be settled within twelve months after the reporting period; or
d. There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

Based on the nature of products and the time between acquisition of assets for processing and their realisation in cash and cash equivalents, the Group has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The consolidated financial statements relate to the Holding Company and its subsidiary. The financial statements of subsidiary used for the purpose of consolidation are drawn up to the same reporting date as that of the Group. The consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented to the extent possible, in the same manner, as Company's separate financial statements. The consolidated financial statements have been prepared on the following basis:

The consolidated financial statements are presented in Indian Rupee (INR), the functional currency of the Holding Company. Items included in the consolidated financial statements of the Group are recorded using the currency of the primary economic environment in which the Holding Company operates (the 'functional currency'). Foreign currency transactions are translated into the functional currency using exchange rates at the date of the transaction. Foreign exchange gains and losses from settlement of these transactions are recognised in the consolidated statement of profit and loss. Foreign currency denominated monetary assets and liabilities are translated into functional currency at exchange rates in effect at the balance sheet date, the gain or loss arising from such translations are recognised in the consolidated statement of profit and loss.

The Group has decided to round off the figures to the nearest lakhs. Transactions and balances with values below the rounding off norm adopted by the Group have been reflected as "0" in the relevant notes to these financial statements.

The consolidated financial statements of the Holding Company and its subsidiary have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after eliminating intra-group balances, intra-group transactions and the unrealised profits/losses.

The consolidated financial statements of the Group for the year ended March 31, 2026 were approved for issue in accordance with the resolution of the Board of Directors on May 30, 2026.

2. Basis of measurement

These Consolidated financial statements have been prepared under the historical cost convention except for the following assets and liabilities which have been measured at fair value:

- Certain financial assets and liabilities that are measured at fair value; and
- Plan assets in the case of employees defined benefit plans that are measured at fair value.

C. Significant accounting estimates and judgments

The preparation of Consolidated Financial Statements requires the management to make judgments, accounting estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

This note provides an overview of the areas that involved a higher degree of judgment or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed.

Significant areas of estimation and judgments as stated in the respective accounting policies that have the most significant effect on the consolidated financial statements are as follows:

i) Determination of the estimated useful lives of Property Plant and Equipment

The useful lives of dies and moulds are determined by the technical expert, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers' warranties and maintenance support.

ii) Deferred Tax

Uncertainties exist with respect to the interpretation of complex tax regulations, changes in tax laws, and the amount and timing of future taxable income. Given the nature of business differences arising between the actual results and the assumptions made, or future changes to such assumptions, could necessitate future adjustments that will impact the current and deferred income tax assets and liabilities in the period in which such determination is made. The Group establishes provisions, based on reasonable estimates.

Deferred tax assets are recognized for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilized. Significant management judgment is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

iii) Impairment of non-financial assets

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. Determining the recoverable amount of the assets is judgmental and involves the use of significant estimates and assumptions. The estimates are based upon assumptions believed to be reasonable, but which are inherently uncertain and unpredictable and do not reflect unanticipated events and circumstances that may occur.

iv) Impairment of financial assets

The impairment provision for financial assets is based on assumptions about risk of default and expected loss rates. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Group's past history, credit risk, and existing market conditions as well as forward looking estimates at the end of each reporting period.

v) Leasehold Land

As per the terms of the lease agreement with U.P. State Industrial Development Authority (UPSIDA), the leasehold land is perpetual in nature and, accordingly, is not amortised over a specified lease period.

D. New Standards, Interpretations and Amendments adopted by the Group

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. In May 2025, MCA notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 1, 2025. The Group has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its consolidated financial statements. In August 2025, MCA notified the following amendments to:

a. Ind AS 1, Presentation of Financial Statements, applicable w.e.f. 1st April, 2025 – The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Group has no impact of these amendments in its classification criteria of current and non-current liabilities.

b. Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments: Disclosures, applicable w.e.f. 1st April, 2025 – The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Group has reviewed the amendment and based on it's evaluation has determined that it does not have any impact in it's consolidated financial statements.

c. Ind AS 12, International Tax Reform – Pillar Two Model Rules applicable immediately - The Group has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact on its financial statements.

E. Material Accounting Policy Information

The material accounting policy information applied in the preparation of the consolidated financial statements are as given below. These policies have been applied consistently by all entities within the Group.

1. Property, plant and equipment

Property, plant and equipment are initially stated at cost.

The cost of property, plant and equipment includes:

(a)its purchase price, net of any trade discount and rebates including non-refundable purchase taxes and import duty;

(b) any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

The borrowing costs that meet the criteria for capitalization as part of a qualifying asset, then these costs shall be included in the cost of property, plant, and equipment.

Property, Plant and Equipment are subsequently measured at revalued amount, being the fair value at the date of revaluation less subsequent accumulated depreciation and subsequent accumulated impairment losses (the revaluation model). The revaluation model is applied to the entire class of Property, Plant and Equipment as prescribed by the Ind AS.

On revaluation, accumulated depreciation is eliminated against the gross carrying amount of the asset and the net amount is restated to the revalued amount.

An increase in the carrying amount arising on revaluation is recognised in other comprehensive income and accumulated in equity under "Revaluation Surplus", except to the extent that it reverses a revaluation decrease of the same asset previously recognised in the Statement of Profit and Loss, in which case the increase is recognised in the Statement of Profit and Loss. A decrease in the carrying amount arising on revaluation is recognised in the Statement of Profit and Loss, except to the extent of any credit balance existing in the Revaluation Surplus in respect of that asset, in which case the decrease is recognised in other comprehensive income and reduces the Revaluation Surplus.

The Revaluation Surplus in respect of an item of Property, Plant and Equipment is transferred directly to Retained Earnings when the asset is derecognised.

Depreciation on property, plant and equipment of the Group is provided on written down value method over the estimated useful lives of the assets as specified under part C of schedule II of the Companies Act, 2013 except dies and moulds and disclosed in the notes to accounts. The residual values are not more than 5% of the original cost of assets.

Depreciation methods, useful lives and residual values are reviewed at each financial year end.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in the consolidated statement of profit or loss within other gains/(losses).

The useful life of Property, Plant and Equipment is as follows:

Particulars	Useful life (in years)
Building	30
Plant & Equipment	15
Moulds	8
Computers	3
Vehicles	8
Furniture & Fixtures	10
Electrical Installation & Equipment	10
Office Equipment	5
Laboratory Equipment	10

The Cost of leasehold land is not amortised over the period of lease because it is perpetual in nature.

2. Capital work-in-progress

Capital work-in-progress comprises of property, plant and equipment that are not ready for their intended use at the end of reporting period and are carried at cost comprising direct costs, related incidental expenses, other directly attributable costs and borrowing costs.

3. Intangible Assets

Intangible Asset comprising of computer software (Tally prime gold) are stated at cost of acquisition less accumulated amortisation and any accumulated impairment losses, if any. The intangible asset is amortised over a period of 5 years, on a Written Down Value method, as per management estimate of it's useful life, over which economic benefits are expected to be realized. The amortisation period and the amortisation method are reviewed at each financial year end.

4. Financial Instruments

I. Financial Assets:

(a) Initial recognition and measurement

Financial assets, except for trade receivables, are recognised when the Group becomes a party to the contractual provisions of the instrument.

On initial recognition, a financial asset is recognised at fair value.

Trade receivables are initially recognised at transaction price as they do not contain a significant financing component. This implies that the effective interest rate for these receivables is zero.

(b) Subsequent measurement and classification

The subsequent measurement of a financial asset depends on the classification of the asset on the basis of business model for managing such assets and the contractual cash flow characteristics of such asset. These classifications are:

- amortised cost

- fair value through profit and loss (FVTPL)
- fair value through other comprehensive income (FVOCI).

Financial assets are not reclassified subsequent to their recognition, except during the period the Group changes its business model for managing financial assets.

In case of financial assets which are recognised at fair value through profit and loss (FVTPL), its transaction cost is recognised in the consolidated statement of profit and loss. In other cases, the transaction cost is attributed to the acquisition value of the financial asset.

(1) Debt Instruments:

(i) Measured at amortised cost:

Financial assets that give rise to cash flows on specified dates that are solely the payments of principal and interest; and the financial asset is held within a business model whose objective is solely to collect those cash flows, then the financial asset is classified and measured at amortised cost.

These are measured by applying the effective interest rate method. The effective interest rate method allocates interest income over the relevant period by applying the effective interest rate ('EIR') (that is the interest rate that exactly discounts expected future cash flows to the gross carrying amount of the asset).

(ii) Measured at fair value through other comprehensive income (FVOCI):

Financial assets that are held within a business model whose objective is achieved by both, selling financial assets and collecting contractual cash flows that are solely payments of principal and interest, are subsequently measured at fair value through other comprehensive income. Fair value movements are recognised in the other comprehensive income (OCI). Interest income is measured using the EIR method and impairment losses, if any are recognised in the consolidated statement of profit and loss. On derecognition, cumulative gain or loss previously recognised in OCI is reclassified from the equity to 'other income' in the consolidated statement of profit and loss.

(iii) Measured at fair value through profit or loss (FVTPL):

A financial asset not classified as either amortised cost or FVOCI, is classified as FVTPL. Such financial assets are measured at fair value with all changes in fair value, including interest income and dividend income, if any, recognised in 'other income' in the consolidated statement of profit and loss.

(2) Equity Instruments:

All investments in equity instruments classified under financial assets are initially measured at fair value, the Group may, on initial recognition, irrevocably elect to measure the same either at FVOCI or FVTPL.

The Group makes such election on an instrument-by-instrument basis. Fair value changes on an equity instrument is recognised in 'other income' in the consolidated statement of profit and loss unless the Group has elected to measure such instrument at FVOCI. Fair value changes excluding dividends, on an equity instrument measured at FVOCI are recognised in OCI. Amounts recognised in OCI are not subsequently reclassified to the consolidated statement of profit and loss. Dividend income on the investments in equity instruments are recognised as 'other income' in the consolidated statement of profit and loss.

(c) Derecognition

The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the contractual rights to receive the cash flows from the asset or has assumed an obligation to pay the received cash flows to one or more recipient.

Where the entity has transferred an asset, the Group evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the Group has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised. Where the Group has neither transferred a financial asset nor retained substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Group has not retained control of the financial asset. Where the Group retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

(d) Impairment of Financial Asset

The Group applies expected credit loss (ECL) model for measurement and recognition of loss allowance on the following:

i. Trade receivables

ii. Financial assets measured at amortized cost (other than trade receivables)

In case of trade receivables, the Group follows a simplified approach wherein an amount equal to lifetime ECL is measured and recognised as loss allowance. The Group computes ECL based on a provision matrix. The provision matrix is prepared based on historically observed default rates over the expected life of trade receivables and is adjusted for forward-looking estimates.

Financial assets classified as amortised cost (listed as ii. above), subsequent to initial recognition, are assessed for evidence of impairment at end of each reporting period basis monitoring of whether there has been a significant increase in credit risk. To assess whether there is a significant increase in credit risk, the Group compares the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forwarding-looking information.

If the credit risk of such assets has not increased significantly, an amount equal to 12-month ECL is measured and recognised as loss allowance. However, if credit risk has increased significantly, an amount equal to lifetime ECL is measured and recognised as loss allowance.

Subsequently, if the credit quality of the financial asset improves such that there is no longer a significant increase in credit risk since initial recognition, the Group reverts to recognising impairment loss allowance based on 12-month ECL.

ECL allowance recognised (or reversed) during the period is recognised as expense (or income) in the consolidated statement of profit and loss under the head 'Other expenses.

Write - off

The gross carrying amount of a financial asset is written off when the Group has no reasonable expectations of recovering the financial asset in its entirety or a portion thereof. A write-off constitutes a derecognition event.

II Financial Liabilities:

(a) Initial recognition and measurement

Financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at the amortised cost unless at initial recognition, they are classified as fair value through profit and loss. In case of trade payables, they are initially recognised at fair value and subsequently, these liabilities are held at amortised cost, using the EIR method.

(b) Subsequent measurement

Financial liabilities are subsequently measured at amortised cost using the EIR method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the consolidated statement of profit and loss.

(c) Derecognition

A financial liability is derecognised when the obligation specified in the contract is discharged, cancelled or expires. The difference between the carrying value of the financial liability and the consideration paid is recognised in the consolidated statement of profit and loss.

(d) Offsetting financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated balance sheet, if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle them on a net basis or to realise the assets and settle the liabilities simultaneously.

5. Fair value measurement of financial instruments

The Group measures financial instruments at fair value at each reporting period.

All assets and liabilities for which fair value is measured, are disclosed in the consolidated financial statements are categorised within the level 1 (quoted price unadjusted in active market), level 2 (Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable) and level 3 (Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable) of fair value hierarchy.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

6. Inventories

Inventories are valued at lower of cost and net realizable value.

Inventories includes raw material, work-in-progress, finished goods, store & spare, packing material.

Raw material and components: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined using first in first out (FIFO) basis.

Finished goods and work in progress: cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity but excluding borrowing costs. Cost is determined on weighted average basis.

Store, spare parts, packing material etc.: Cost is determined on FIFO basis.

7. Employee Benefits

a. **Short term employee benefits**: Employee benefits such as salaries falling due wholly within twelve months of rendering the service are classified as short-term employee benefits and undiscounted amount of such benefits are expensed in the consolidated statement of profit and loss in the period in which the employee renders the related services.

b. Post-employment benefits

Defined contribution plan: A defined contribution plan is a plan under which the Group pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution plans are recognized as an employee benefits expense in the consolidated statement of profit and loss during the period in which the employee renders the related services.

Contribution to Defined Contribution Plans such as Provident Fund and Employees' State Insurance Corporation are charged to the Consolidated Statement of Profit and Loss as incurred.

Defined Benefit Plan: A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. Under such plans, the obligation for any benefits remains with the entity concerned. The Group's liability towards gratuity is in the nature of defined benefit plans.

Remeasurement of net defined benefit liability, which comprises actuarial gains and losses and the return on plan assets (excluding interest) and the effect of the asset ceiling (if any excluding interest),are recognized immediately in other comprehensive income.

8. Borrowing Costs

Borrowing costs consist of interest and other costs that the Group incurs in connection with the borrowing of funds and are charged to the Consolidated Statement of Profit and Loss in the period in which they are incurred, except when they meet the criteria for capitalisation as part of a qualifying asset.

9. Impairment of non-financial assets

At each reporting date, the Group reviews the carrying amounts of its non-financial assets to determine whether there is any indication of impairment. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss, if any.

If such assets are considered to be impaired, the impairment to be recognised in the Consolidated Statement of Profit and Loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset.

10. Revenue Recognition

Sale of products

Revenue from sale of goods is recognised when control of the products being sold is transferred to the customer and when there are no longer any unfulfilled obligations. The Performance Obligations in the Group's contracts are fulfilled at the time of dispatch, delivery or upon formal customer acceptance depending on terms with customers. Revenue is measured on the basis of transaction price, which is the consideration, adjusted for volume discounts, rebates, schemes allowances, price concessions, incentives and returns, if any, as specified in the contracts with the customers. Accumulated experience is used to estimate the provision for such discounts and rebates. Revenue is only recognised to the extent that it is highly probable a significant reversal will not occur.

Sales return - Customers have the contractual right to return goods only when authorised by the Group. An estimate is made of goods that will be returned and a liability is recognised for this amount using a best estimate based on accumulated experience. The Group deals in various products and operates in various distribution channels. Accordingly, the estimate of sales returns is determined primarily by the Group's historical experience in the markets in which the Group operates by considering actual sales returns, estimated shelf life and other factors.

11. Other Income

- **Income from services rendered including commission income**
  Income from services rendered including the commission income is recognised based on agreements/arrangements as the service is performed and there are no unfulfilled obligations.
- Interest income is recognised using Effective Interest rate method.
- Dividend income on investments is recognised when the right to receive dividend is established. Dividends received from the subsidiary are eliminated in full on consolidation.
- All other income is accounted on accrual basis when no significant uncertainty exists regarding the amount that will be received.

12. Cash and cash equivalents

For the purpose of presentation in the consolidated statement of cash flows, cash and cash equivalents include unrestricted cash and short-term deposits with original maturities of three months and less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of change in value.

13. Taxes

Tax expense comprises current tax and deferred income tax. Current and deferred tax are recognised in the consolidated statement of profit & loss except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity, respectively.

Current income Tax

Current tax is determined as the tax payable in respect of taxable income for the period and is computed in accordance with relevant tax regulations.

Current income tax is recognised in the consolidated statement of profit and loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Deferred Tax

Deferred tax is provided for temporary taxable/deductible difference arising on the difference of tax base and accounting base of assets/liabilities using the liability method and are measured at the enacted tax rates or substantively enacted tax rates at reporting date.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Any such reduction shall be reversed to the extent that it becomes probable that sufficient taxable profit will be available. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority.

14. Earnings per share

In determining basic earnings per share, the Group considers the net profit attributable to equity shareholders of the Holding Company. The number of shares used in computing basic earnings per share is the weighted average number of shares outstanding during the period.

In determining diluted earnings per share, the net profit attributable to equity shareholders of the Holding Company and weighted average number of shares outstanding during the period are adjusted for the effect of all dilutive potential equity shares.

15. Leases

The Group assesses at the inception of a contract whether the contract is, or contains, a lease in accordance with Ind AS 116-Leases. The Group has elected to apply the recognition exemption for short-term leases. Accordingly, lease payments in respect of such leases are recognized as an expense in the consolidated statement of Profit and Loss on a straight-line basis over the lease term.

The Holding Company has acquired land on leasehold basis. According to the U.P. State Industrial Development Authority (UPSIDA) letter dated October 9, 2023, the leasehold land is classified as perpetual in nature and hence Ind AS 116 is not applied.

16. Provisions and Contingent Liabilities

a. Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.
These provisions are reviewed at each reporting date and adjusted to reflect the current best estimates.

b. Contingent liabilities

Contingent liabilities are disclosed when there is a possible obligation or present obligations that may but probably will not, require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made. Contingent liabilities have been disclosed as a part of notes to account.

These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

17. Recognition and Measurement of Share Warrants:

On initial recognition, share warrants are classified as other equity instruments if they meet the criteria specified under Ind AS 32 – Financial Instruments.
On initial recognition, the fair value of the warrant is determined in accordance with Ind AS 113 – Fair Value Measurement using an appropriate valuation model (e.g., the Modified Black-Scholes Option Pricing Model), based on observable market inputs including share price, exercise price, volatility, risk-free interest rate, dividend yield, and the term of the warrant.

The amount received from the holder at the time of issue is credited to 'Money received against share warrants' under Other Equity. If the consideration received is higher than the fair value determined on initial recognition, the entire amount received is still credited to equity unless a compound instrument or embedded liability exists.

On Subsequent Measurement, Equity-classified share warrants are not remeasured at each reporting date. No subsequent fair value changes are recognised in profit or loss or equity. The warrant balance remains under 'Other Equity' until:

- Conversion into equity shares, or
- Expiry or lapse of the warrant.

On Conversion of Share Warrants, the entire amount originally recognised under 'Money received against share warrants and the additional consideration received on conversion is transferred to Share Capital and Securities Premium, as applicable.

On Eexpiry or Lapse of Share Warrants, the amount recognised under 'Money received against share warrants' is transferred to Retained Earnings within equity.

Note 2.1 : Property, plant and equipment

The changes in the carrying value of property, plant and equipment for the year ended March 31, 2026 (₹ in Lakhs)

Particulars	Leasehold Land*	Building	Plant & Equipment	Moulds	Computers	Vehicles	Furniture & Fixtures	Electrical Installation & Equipment	Office Equipment	Laboratory Equipment	Total
Gross carrying value as at April 1, 2025	596.65	174.26	1,886.98	1,046.09	14.27	170.83	9.01	120.92	13.50	0.65	4,033.16
Additions	-	-	434.04	116.40	4.98	-	0.19	27.21	5.33	2.66	590.81
Deletions	-	-	(53.73)	(29.25)	(9.07)	(1.89)	(1.19)	-	(3.34)	-	(98.47)
Gross carrying value as at March 31, 2026	596.65	174.26	2,267.29	1,133.24	10.18	168.94	8.01	148.13	15.49	3.31	4,525.50
Depreciation:											
Accumulated depreciation as at April 1, 2025	-	44.08	722.78	609.51	10.53	114.46	5.91	61.73	10.06	0.30	1,579.36
Depreciation during the period	-	12.37	242.09	158.80	3.34	17.01	1.64	17.44	2.55	0.88	456.12
Deduction/adjustments during the period	-	-	(45.29)	(26.54)	(8.82)	-	(1.96)	-	(3.25)	-	(85.86)
Accumulated depreciation as at March 31, 2026	-	56.45	919.58	741.77	5.05	131.47	5.59	79.17	9.36	1.18	1,949.62
Carrying value as at March 31, 2026	596.65	117.81	1,347.71	391.47	5.13	37.47	2.42	68.96	6.13	2.13	2,575.88

Note:

1.Working capital facility and term loans of Holding Company from IDFC First Bank is secured on the basis of primary security by way of hypothecation of entire current assets including stocks, book debts and movable fixed assets of the Company and Collateral on property situated at A-7/36-39, south of GT Road Industrial Area, Ghaziabad, U.P. and Plot No. C-19, UPSIDC, Masuri Gulawthi, Tehsil- Dhaulana, Distt- Hapur, U.P. Owned by Holding Company M/s. AVRO India Limited.
Further, the facilities have been secured by personal guarantee of Mr. Sushil Kumar Aggarwal, Mr. Sahil Aggarwal, Nikhil Aggarwal and Mrs. Anita Aggarwal, Directors of the Holding company together with the guarantees provided by Nikhil Aggarwal HUF, Sushil Kumar Aggarwal HUF and Sahil Aggarwal HUF.

2. Three (3) Motor vehicles Mercedes Benz, MG ZS EV Excite and Toyota Urban Cruiser are hypothecated with the Axis Bank Limited, ICICI Bank and Kotak Bank respectively. Details of loans are given in note 2.13.

3. *As per the U.P. State Industrial Development Authority (UPSIDA), the leasehold land is classified as perpetual in nature.

4. Revaluation of Plant & Machinery

The Holding Company carried out a revaluation of its Plant and Machinery as on March 31, 2026 through Independent Registered Valuer Mr. Amarjit Singh having Registration No. IBBI/RV/05/2022/14800. The valuation was performed using the Cost Approach (Replacement Cost Approach), whereby the value of the assets was determined with reference to the current cost of constructing or replacing an equivalent asset. The valuation was carried out on a going concern basis.

Based on the valuation report, the fair value of the assets was not materially different from their carrying amount and accordingly no revaluation surplus or deficit has been recognised in the financial statements.

The changes in the carrying value of property, plant and equipment for the year ended March 31, 2025 (₹ in Lakhs)

Particulars	Leasehold Land*	Building	Plant & Equipment	Moulds	Computers	Vehicles	Furniture & Fixtures	Electrical Installation & Equipment	Office Equipment	Laboratory Equipment	Total
Gross carrying value as at April 1, 2024	596.65	121.12	1,468.09	761.66	10.78	149.67	7.89	107.67	13.50	0.65	3,237.68
Additions	-	53.14	418.89	306.01	3.49	21.16	1.12	13.25	-	-	817.06
Deletions	-	-	-	(21.58)	-	-	-	-	-	-	(21.58)
Gross carrying value as at March 31, 2025	596.65	174.26	1,886.98	1,046.09	14.27	170.83	9.01	120.92	13.50	0.65	4,033.16
Depreciation:											
Accumulated depreciation as at April 1, 2024	-	34.59	501.44	513.36	8.93	91.77	3.78	44.68	7.23	0.18	1,205.96
Depreciation during the period	-	9.49	221.34	114.78	1.60	22.69	2.13	17.05	2.83	0.12	392.03
Deduction/adjustments during the period	-	-	-	(18.63)	-	-	-	-	-	-	(18.63)
Accumulated depreciation as at March 31, 2025	-	44.08	722.78	609.51	10.53	114.46	5.91	61.73	10.06	0.30	1,579.36
Carrying value as at March 31, 2025	596.65	130.18	1,164.20	436.58	3.74	56.37	3.10	59.19	3.44	0.35	2,453.80

Note:

1. Working capital facility and term loans from IDFC First Bank is secured on the basis of primary security by way of hypothecation of entire current assets including stocks, book debts and movable fixed assets of the Company and

2. Three (3) Motor vehicles Mercedes Benz, MG ZS EV Excite and Toyota Urban Cruiser are hypothecated with the Axis Bank Limited, ICICI Bank and Kotak Bank respectively. Details of loans are given in note 2.13.

3. *As per the U.P. State Industrial Development Authority (UPSIDA), the leasehold land is classified as perpetual in nature.

Note 2.2: Capital work-in progress (₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Balance at the beginning of the year	307.99	77.36
Additions during the year	856.34	755.01
Capitalised during the year	(387.58)	(524.38)
Deletion during the year	(182.90)	-
Total	593.85	307.99

Capital Work-in-Progress Ageing Schedule as on 31.03.2026 (₹ in Lakhs)

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Project in Progress	453.00	140.85	-	-	593.85
Project temporarily suspended	-	-	-	-	-
Total	453.00	140.85	-	-	593.85

All projects under Capital Work-in-Progress are expected to be completed within the estimated costs.

Capital Work-in-Progress Ageing Schedule as on 31.03.2025 (₹ in Lakhs)

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Project in Progress	307.65	0.34	-	-	307.99
Project temporarily suspended	-	-	-	-	-
Total	307.65	0.34	-	-	307.99

All projects under Capital Work-in-Progress are expected to be completed within the estimated costs.

Note 2.3: Other Intangible Assets

The changes in the carrying value of other intangible assets: (₹ in Lakhs)

Particulars	As at March 31, 2026		As at March 31, 2025	
	Computer Software	Total	Computer Software	Total
Gross carrying value as at the beginning of the year	-	-	-	-
Additions	0.75	0.75	-	-
Deletions	-	-	-	-
Gross carrying value at the end of the year	0.75	0.75	-	-
Amortization:				
Amortization as at the beginning of the year	-	-	-	-
Amortization during the year	0.17	0.17	-	-
Deduction/adjustments during the year	-	-	-	-
Accumulated depreciation at the end of the year	0.17	0.17	-	-
Carrying value at the end of the year	0.58	0.58	-	-

Note 2.4: Investments (₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Non-current investments		
Investments in Equity Instruments	-	-
Investments in Mutual Funds	-	-
	-	-
Current investments		
Investments in Equity Instruments	-	-
Investments in Mutual Funds:		
- Aditya Birla SL Short Term Fund	16.35	27.91
- Kotak Balanced AF Regular Growth	3.03	8.91
- Kotak Bond Fund (Short Term) Growth Regular Plan	-	18.55
- Aditya Birla Sun Life Saving Fund Reg (G)	2.68	51.48
- Kotak Low Duration Fund	0.05	0.04
- Kotak Bond STP	7.66	-
- Kotak Multi Assets Allocation Fund	1.20	47.83
	30.97	154.72
Total	30.97	154.72

Note: (₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Aggregate amount of quoted investments- at cost	30.73	154.44
(b) Aggregate market value of quoted investments	30.97	154.72
(c) Aggregate amount of unquoted investments	-	-
(d) Aggregate amount of impairment in value of investments	-	-

Note 2.5: Trade receivables (₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Non-current		
Unsecured, considered good	-	-
Unsecured, considered doubtful	-	-
Trade Receivables which have significant increase in Credit Risk	-	-
Less: Expected Credit loss	-	-
Less: Allowance for doubtful debts	-	-
	-	**-**
Current		
Unsecured, considered good	2,800.80	2,262.88
Unsecured, considered doubtful	-	-
Trade Receivables which have significant increase in Credit Risk	53.18	109.54
Less: Expected Credit loss	(10.64)	(21.91)
Less: Allowance for doubtful debts	-	-
	2,843.34	**2,350.51**
Total	**2,843.34**	**2,350.51**

1. Trade receivables of Holding Company are hypothecated to IDFC FIRST Bank as security for the working capital facilities availed by the Holding Company
2. Not due and unbilled trade receivables- Nil

Trade receivables ageing schedule (₹ in Lakhs)

Particulars	As at March 31, 2026					Total
	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
(i) Undisputed Trade receivables - considered goo	2,504.47	129.61	96.92	69.80	-	2,800.80
(ii) Undisputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade receivables - credit impaire	-	-	-	-	-	-
(iv) Disputed Trade receivables - considered good	-	7.43	7.03	38.72	-	53.18
(v) Disputed Trade receivables - which have significant increase in credit risk	-	1.49	1.41	7.74	-	10.64
(vi) Disputed Trade receivables - credit impaired	-	-	-	-	-	-
Total	**2,504.47**	**135.55**	**102.54**	**100.78**	**-**	2,843.34

Trade receivables ageing schedule (₹ in Lakhs)

Particulars	As at March 31, 2025					Total
	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
(i) Undisputed Trade receivables - considered good	1,998.63	105.45	112.49	46.31	-	2,262.88
(ii) Undisputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade receivables - credit impaired	-	-	-	-	-	-
(iv) Disputed Trade receivables - considered good	-	6.86	48.49	54.19	-	109.54
(v) Disputed Trade receivables - which have significant increase in credit risk	-	1.37	9.70	10.84	-	21.91
(vi) Disputed Trade receivables - credit impaired	-	-	-	-	-	-
Total	**1,998.63**	**110.94**	**151.28**	**89.66**	**-**	**2,350.51**

Note 2.6: Other financial assets (₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Non-current		
Security deposits	-	-
	-	-
Current		
Security Deposit with UPSEB	33.35	27.40
Security Deposits - Others	86.83	50.64
Other Advances	4.72	1.11
Other Assets	151.90	-
Interest accrued but not due	81.78	10.79
	358.58	**89.94**
Total	**358.58**	**89.94**

Note 2.7: Other assets (₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Non-current		
Capital Advances	-	147.89
Prepaid expenses	2.69	0.46
	2.69	**148.35**
Current		
GST input tax credit	292.90	269.88
Prepaid expenses	18.41	23.46
Advance to suppliers	417.07	212.16
Other assets	0.89	1.38
	729.27	**506.88**
Total	**731.96**	**655.23**

Note 2.8: Inventories (₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Raw materials	1,012.22	875.64
Stores, spares and packing materials	276.57	189.86
Finished goods	659.73	418.82
Stock-in- trade	36.23	13.54
Total	**1,984.75**	**1,497.86**

Inventories are hypothecated to IDFC First Bank against Working Capital Loan of Holding Company.

Note:

(a) Inventories are valued at lower of cost and net realizable value. Inventories includes Raw material, work-in-progress, finished goods, stock in trade, store & spare, packing material.

(b) Raw material and components: Cost includes cost of purchases and other costs incurred in bringing the inventories to their present location and condition. Cost is determined using first in first out (FIFO) basis.

(c) Finished Goods and Work in-progress: Cost includes cost of direct material and labour and a proportion of manufacturing overhead based on the normal operating capacity but excluding borrowing cost. Cost is determined on weighted average basis.

(d) Store, spare parts, packing material etc.: Cost is determined on FIFO basis.

Note 2.9: Cash & cash equivalents (₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Balance with banks:		
In current accounts	182.12	304.36
In Bank deposit accounts (having original maturity of less than 3 months)	-	2,700.00
Cash on hand	26.62	25.57
Total	**208.74**	**3,029.93**

Note 2.10: Bank balances other than cash and cash equivalents (₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Other balances with banks consist of the following:		
Earmarked balances with banks	-	-
Short-term bank deposits (having original maturity of more than 3 months but less than 12 months)	2,750.00 -	1,200.00
Total	**2,750.00**	**1,200.00**

Note 2.11: Equity share capital (₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Authorized		
150,00,000 (Previous year 150,00,000) Equity shares of ₹ 10/- each	1,500.00	1,500.00
Total	**1,500.00**	**1,500.00**
Issued, subscribed and fully paid up		
1,33,11,050 (Previous year: 1,33,11,050) Equity shares of ₹ 10/- each	1,331.11	1,331.11
Total	**1,331.11**	**1,331.11**

Notes:

a) Reconciliation of the number of equity shares outstanding at the beginning and at the end of the period:

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of Shares	(₹ in Lakhs)	No. of Shares	(₹ in Lakhs)
Shares outstanding at the beginning of the year	13,311,050	1,331.11	10,087,400	1,008.74
Add: Bonus Shares Issued during the year	-	-	-	-
Add: Shares Issued during the year	-	-	3,223,650	322.37
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	13,311,050	1,331.11	13,311,050	1,331.11

b) Rights, preferences and restrictions attached to Equity Shares:

The Company has only one class of equity shares having a par value of ₹10 each. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

c) Details of equity shares held by shareholders holding more than 5% of the aggregate equity shares in the Company:

Particulars	As at March 31, 2026		As at March 31, 2026	
	No. of Shares	% of holding	No. of Shares	% of holding
Sushil Kumar Aggarwal	2,560,600.00	19.24%	2,560,600.00	19.24%
Anita Aggarwal	2,213,400.00	16.63%	2,213,400.00	16.63%
Sahil Aggarwal	1,395,000.00	10.48%	1,395,000.00	10.48%

d) Change in share capital of Holding Company for the period of five years immediately preceding the date as at which the Balance Sheet is prepared.

Particulars	2025-26	2024-25	2023-24	2022-23	2021-22	2020-21
Aggregate number and class of shares allotted as fully paid-up pursuant to contract(s) without payment being received in cash	-	-	-	-	-	-
Aggregate number and class of shares allotted as fully paid-up by way of bonus shares	-	-	-	-	-	6,833,400
Aggregate number and class of shares bought back	-	-	-	-	-	-

e) Details of Shareholding of Promoters of the Holding Company

Disclosures of shareholding of promoters as at March 31, 2026 is as follows:

Name of Promoters	Shareholding at the end of March 31, 2026		Shareholding at the end of March 31, 2025		% Change during the year
	No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company	
Sushil Kumar Aggarwal	2,560,600	19.24%	2,560,600	19.24%	-
Sahil Aggarwal	1,395,000	10.48%	1,395,000	10.48%	-
Anita Aggarwal	2,213,400	16.63%	2,213,400	16.63%	-
Nikhil Aggarwal	291,439	2.19%	291,439	2.19%	-
Sahil Aggarwal HUF	232,500	1.75%	232,500	1.75%	-
Sushil Kumar Aggarwal HUF	232,500	1.75%	232,500	1.75%	-
Total promoters shares outstanding	6,925,439	52.03%	6,925,439	52.03%	-
Total company shares outstanding	13,311,050		13,311,050		

Disclosures of shareholding of promoters as at March 31, 2025 is as follows:

Name of Promoters	Shareholding at the end of March 31, 2025		Shareholding at the end of March 31, 2024		% Change during the year
	No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company	
Sushil Kumar Aggarwal	2,560,600	19.24%	2,560,600	25.38%	-
Sahil Aggarwal	1,395,000	10.48%	1,395,000	13.83%	-
Anita Aggarwal	2,213,400	16.63%	2,213,400	21.94%	-
Nikhil Aggarwal	291,439	2.19%	232,500	2.30%	25.35%
Sahil Aggarwal HUF	232,500	1.75%	232,500	2.30%	-
Sushil Kumar Aggarwal HUF	232,500	1.75%	232,500	2.30%	-
Total promoters shares outstanding	6,925,439	52.03%	6,866,500	68.07%	25.35%
Total company shares outstanding	13,311,050		10,087,400		

Note 2.12: Other Equity (₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Retained Earnings	2,023.42	1,563.69
Securities Premium	4,682.54	4,682.54
Revaluation Surplus	618.71	618.71
Items of other comprehensive income	(24.00)	(12.35)
Money received against share warrants	318.75	318.75
Total attributable to owners of the Holding Company	7,619.42	7,171.34
Attributable to Non-controlling Interest	-	-
Total	7,619.42	7,171.34
(i) Movement as per below:		
(a) Retained Earnings		
At the beginning of the year	1,563.69	1,259.47
Add: Profit for the year	459.73	304.22
At the end of the year	2,023.42	1,563.69
(b) Securities Premium		
At the beginning of the year	4,682.54	-
Add: Received during the year	-	4,682.54
At the end of the year	4,682.54	4,682.54
(c) Revaluation Surplus		
At the beginning of the year	618.71	618.71
Add: Revaluation surplus arising during the year	-	-
At the end of the year	618.71	618.71
(d) Items of other comprehensive income		
At the beginning of the year	(12.35)	(0.64)
Add: Remeasurement of the net defined benefit liability/ asset (net of tax) during the year	(11.65)	(11.71)
At the end of the year	(24.00)	(12.35)
(e) Money received against share warrants		
At the beginning of the year	318.75	-
Add: Share warrants money received during the year	-	318.75
At the end of the year	318.75	318.75
Total (a+b+c+d+e)	7,619.42	7,171.34

(ii) Nature and purpose of Other Equity

Retained Earnings

Retained Earnings represents the undistributed profits of the Group.

Securities Premium

Securities Premium represents the amount received by the Group in excess of the face value of equity shares and warrants issued by the Company.

Items of other comprehensive income

Remeasurement of Net Defined Benefit Liability/Asset represents the value of gratuity benefits measured using the Projected Unit Credit Method in accordance with Ind AS 19. The Consequent deferred tax impact on such remeasurement is also considered. Remeasurement effects arising from changes in financial assumptions and experience adjustments within the defined benefit plans are recognised in Other Comprehensive income.

Money received against share warrants of the Holding Company

Share Warrants were issued during the year 2024-25, against which 25% of the warrant price was received. Each warrant is convertible into one equity share within a period of 18 months from the date of allotment.

Revaluation Surplus of Holding Company:

Revaluation Surplus represents the surplus arising from the revaluation of land and buildings, being the excess of the revalued amount over their carrying amount, as determined by an independent Registered Valuer.

Note 2.13: Borrowings (₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Non-current Borrowings		
Term Loans (Secured)		
From Banks		
- IDFC Bank	789.00	663.74
- ICICI Bank	3.12	8.95
- Axis Bank	9.55	21.87
- Kotak Mahindra Bank	7.14	12.67
	808.81	707.23
Current Maturities of Long Term Borrowings disclosed under the head "Current Borrowings"	(186.77)	(144.98)
	622.04	562.25
Unsecured		
Loans from related parties	-	-
	622.04	562.25
Current Borrowings		
Secured		
Working capital loan from IDFC bank	957.64	1,283.06
Current maturities of long term borrowings	186.77	144.98
Unsecured		
Loans from related parties	-	-
	1,144.41	1,428.04
Total	1,766.45	1,990.29

Note:

The quarterly returns/statement filed by the Holding Company with bank from whom the Company has been sanctioned working capital limits, are in agreement with the books of account of the Company.

(1) Terms of borrowings:

IDFC First Bank- Working capital facility and term loans from IDFC First Bank is secured on the basis of primary security by way of hypothecation of entire current assets including stocks, book debts and movable fixed assets of the Company and Collateral on property situated at A-7/36-39, south of GT Road Industrial Area, Ghaziabad, U.P. and Plot No. C-19, UPSIDC, Masuri Gulawthi, Tehsil- Dhaulana, Distt- Hapur, U.P. Owned by Holding Company M/s. AVRO India Limited.
Further, the facilities have been secured by personal guarantee of Mr. Sushil Kumar Aggarwal, Mr. Sahil Aggarwal, Mrs. Anita Aggarwal and Mr. Nikhil Aggarwal, Directors of the Holding company, together with the guarantees provided by Nikhil Aggarwal HUF, Sushil Kumar Aggarwal HUF and Sahil Aggarwal HUF .

The Holding Company has availed a Cash Credit(CC) facility at an interest rate at External Benchmarking Rate(EBR) plus spread(currently 8.50% p.a.) on Demand /Due Basis. The tenure of the CC limit is 12 months, while the sub -limit facility carries a tenure of 3 months.

Interest on term loan is charged at External Benchmarking Rate(EBR) plus spread(currently 8.50%) on a monthly reducing balance basis. The term loans are repayable in monthly instalments.

Particulars(Term Loans)	Sanction Amount (₹ in Lakhs)	Outstanding Amount (₹ in Lakhs)	Tenure
IDFC Bank(10082418950)	100.00	38.24	84
IDFC Bank(10090120271)	130.00	55.45	84
IDFC Bank(10121068741)	250.00	86.17	84
IDFC Bank(10140545279)	317.00	183.21	84
IDFC Bank(10174400143)	300.00	244.69	84
IDFC Bank(10242042984)	200.00	181.24	85

Axis Bank- The Holding Company has availed an auto loan from Axis Bank for a tenure of 60 months, repayable in 60 equal monthly instalments, bearing interest at 7.10% p.a. on a monthly reducing balance basis.

Kotak Mahindra Bank- The Holding Company has availed an auto loan from Kotak Mahindra Bank for a tenure of 36 months, repayable in 30 equal monthly instalments, bearing interest at 9.41% p.a. on a monthly reducing balance basis.

ICICI Bank- The Holding Company has availed an auto loan of ₹18.00 lakh from ICICI Bank, repayable in 39 equal monthly instalments, bearing interest at 8.85% p.a. on a monthly reducing balance basis. The loan is secured by hypothecation of MG ZS EV Excite.

(2) The Group has not defaulted in the repayment of principal borrowings or payment of interest thereon.

Note 2.14: Trade payables (₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Non-current		
Total outstanding dues of micro enterprises and small enterprises	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	-	-
	-	-
Current		
Total outstanding dues of micro enterprises and small enterprises	279.12	211.03
Total outstanding dues of creditors other than micro enterprises and small enterprises	535.64	674.03
	814.76	885.06
Total	814.76	885.06

The information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, (MSMED Act) 2006 has been determined to the extent such parties have been identified by the Group, on the basis of information and records available with them. Disclosure in respect of interest due on delayed payment has been determined only in respect of payments made after the receipt of information. Disclosure under section 22 of the Act, is as under:

(₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Dues remaining unpaid to any supplier		
- Principal	279.12	211.03
- Interest on the above	-	-
Amount of interest paid by the Group in terms of section 16 of the MSMED Act, 2006 along with the amount of payment made to the supplier beyond the appointed day during the each accounting	-	-
Amount of interest due and payable for the period of delay in making payment which has been paid but beyond the appointed day during the year, but without adding the interest specified under MSMED Act, 2006	-	-
The amount of interest accrued and remaining unpaid at the end of the accounting year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises, for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006	-	-
Total	279.12	211.03

Trade Payables Ageing Schedule: (₹ in Lakhs)

Particulars	As at March 31, 2026				Total
	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	279.12	-	-	-	279.12
(ii) Others	535.60	0.04	-	-	535.64
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
Total	814.72	0.04	-	-	814.76

Note: Not due and unbilled trade payables-Nil

Trade Payables Ageing Schedule: (₹ In Lakhs)

Particulars	As at March 31, 2025				Total
	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	211.03	-	-	-	211.03
(ii) Others	674.03	-	-	-	674.03
(iii) Disputed dues - MSME		-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
Total	885.06	-	-	-	885.06

Note: Not due and unbilled trade payables-Nil

Note 2.15: Other financial liabilities (₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Non-current	-	-
	-	-
Current		
Interest Accrued but not due on Borrowings	0.93	1.41
Statutory and Tax Audit Fees payable	4.68	3.47
Internal and Secretarial Audit fees payable	0.68	0.54
Expenses payable	53.27	1.97
Salary, wages and bonus payable	54.87	39.73
Directors remuneration payable	3.75	2.50
Directors Sitting fees payable	0.68	0.41
Electricity Charges Payable	66.24	52.63
	185.10	102.66
Total	185.10	102.66

Note 2.16: Other liabilities (₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Non-current	-	-
	-	-
Current		
Revenue received in advance	15.93	10.10
Statutory dues	296.95	195.99
	312.88	206.09
Total	312.88	206.09

Note: Statutory dues includes liability for- Goods and Services Tax (GST), TDS and TCS, ESIC and EPF.

Note 2.17: Provisions (₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Non-current		
Provision for employee benefits		
Provision for gratuity	49.76	28.38
Provision for leave encashment	-	-
	49.76	28.38
Current		
Provision for employee benefits		
Provision for gratuity	2.49	1.83
Provision for leave encashment	-	-
	2.49	1.83
Total	52.25	30.21

Note 2.18: Income taxes

Income tax expense in the statement of profit and loss comprises: (₹ in Lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Current tax expense	128.63	108.32
Tax in respect of earlier years	55.87	0.32
Deferred tax expenses / (Reversal)	(20.28)	(11.30)
Income tax expense	164.22	97.33

Entire deferred income tax relates to origination and reversal of temporary differences.

Tax expense recognised in Other Comprehensive Income (₹ In Lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Deferred Tax		
Remeasurement of the net defined benefit liability/asset	(3.92)	(3.94)
Total	(3.92)	(3.94)

A reconciliation of the income tax provision to the amount computed by applying the statutory income tax rate to the income before income taxes is summarized below:

(₹ In Lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Profit before income taxes	623.95	401.55
Enacted tax rate in India	25.17%	25.17%
Computed expected tax expense	157.04	101.06
Tax effect of differences between accounting profit and taxable profit	(30.39)	5.09
Tax on capital gain	1.98	2.16
Tax effect of expenses/ income not deductible or taxable in determining taxable profit	(20.28)	(11.30)
Adjustments*	55.87	0.32
Income tax expense	164.22	97.33

*Adjustments include tax expense /(credit) in pertaining to earlier years of the Holding Company.

The following table provides the details of income tax assets and income tax liabilities : (₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Income tax assets	105.42	82.79
Current income tax liabilities	128.63	108.32
Net current income tax assets/(liabilities) at the end	(23.21)	(25.53)

The tax effect of significant temporary differences that resulted in deferred income tax assets and liabilities are as follows:

(₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Deferred tax liabilities		
Property, plant & Equipment	2.02	5.87
Provision for doubtful debt	-	-
Gratuity	-	-
	2.02	5.87
Deferred tax assets		
Property, plant & Equipment	18.18	-
Provision for doubtful debt	(2.84)	0.58
Preliminary Expenses	0.06	-
Gratuity	13.15	7.60
	28.55	8.18
Deferred tax Liabilities/ (Assets)	(26.53)	(2.31)

Note: Deferred tax assets and deferred tax liabilities have been offset as they relate to the same governing laws.

Note 2.19: Revenue from operations (₹ In Lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Sale of Products:		
Manufacturing:		
-Sales of Plastic Furniture	8,376.15	7,104.68
-Sale of granules	35.77	1.23
-Sale of Scrap	364.29	-
Trading:		
-Sales of Plastic Furniture	382.55	156.81
-Sale of Almirah	2.69	32.51
-Sale of granules	302.29	537.25
Total	9,463.74	7,832.48

Note 2.20: Other income (₹ In Lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Interest on electricity security deposit	-	1.85
Miscellaneous income	0.76	5.70
Commission on Sales	656.82	418.41
Recovery of Doubtful debts/ bad debts	-	8.41
Income from Job work	8.00	-
Exchange fluctuation gain	3.63	-
Profit on sale of Property, plant & equipment	8.79	0.55
Profit on sale of CWIP	0.73	-
Gain on redemption of short term mutual fund	8.16	6.50
Gain on redemption of Long term mutual fund	0.13	6.62
Interest received on term deposits	217.38	11.99
Total	904.40	460.03

Note 2.21: Cost of material consumed (₹ In Lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Raw material consumed		
Opening stock	875.64	433.74
Add: Purchases	5,351.87	4,963.25
Add: Direct Cost	49.99	33.01
Less : Closing stock	(1,012.22)	(875.64)
	5,265.28	4,554.36
Packing and other Spare Parts consumed		
Opening stock	189.87	72.84
Add: Purchases	536.37	457.68
Less : Closing stock	(276.57)	(189.87)
	449.67	340.65
Total	5,714.95	4,895.01

Note 2.22: Purchase of stock-in-trade (₹ In Lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Purchase of stock-in-trade	763.93	665.21
Total	763.93	665.21

Note 2.23: Changes in inventories of finished goods (₹ In Lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Inventories at the beginning of the year	432.36	179.29
Inventories at the end of the year	(695.96)	(432.36)
Total	(263.60)	(253.07)

Note 2.24 : Employee benefits expense (₹ In Lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Salaries, wages and bonus	622.51	268.34
Directors remuneration	36.00	33.00
Contribution to provident and other funds	8.26	7.16
Gratuity	6.96	2.17
Staff Welfare Expense	7.61	-
Total	681.34	310.67

Note 2.25 : Finance costs (₹ In Lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Interest on Borrowings	150.01	154.92
Interest on income tax	11.19	2.14
Total	161.20	157.06

Note 2.26 : Depreciation and Amortization (₹ In Lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Depreciation on Property, plant & Equipment	456.12	392.03
Amortization on Intangible Assets	0.17	-
Total	456.29	392.03

Note 2.27 : Other Expenses (₹ In Lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Manufacturing expenses		
Power & fuel	762.13	604.31
Job work charges	35.06	9.46
Repair & maintenance- plant & machinery	271.25	225.81
Royalty to use brand name	13.64	14.76
	1,082.08	854.34
Selling and Distribution Expenses		
E-Commerce Expense	60.87	12.68
Advertisement expenses	113.59	85.02
Rebate & discount	83.80	53.08
Business promotion	40.88	5.73
Freight outward	308.46	280.04
Rent (Depot)	235.79	214.93
Packing Expense	3.30	-
	846.69	651.48
Other Expenses		
Professional charges	44.47	29.51
Legal expense	4.39	15.94
GST/ Sales tax demand & other penalty	-	0.86
Auditors remuneration (Refer note below)	9.66	7.10
Bank charges	1.76	1.17
Commission expense	1.52	-
CSR Expense	10.17	10.15
Insurance	9.89	8.48
Freight Inward	37.86	11.68
Freight outward	7.67	17.63
Provision for Doubtful Debts	10.64	21.91
Bad Debts	49.18	2.12
Exchange fluctuation loss	0.15	2.70
Recruitment & Hiring	0.50	-
Software / License Renewal Charges	6.99	5.26
Rent Expense	12.60	-
Security guard expenses	25.10	25.08
Telephone & Internet Expense	2.60	1.72
Miscellaneous expenses	28.42	13.56
Fees, subscription & others	3.80	4.08
Power & Fuel	1.58	1.59
Directors sitting fees	1.34	1.18
Repair & maintenance-Others	5.23	2.06
Repair & maintenance-Building	5.30	-
Travelling and Conveyance Expenses	14.16	10.18
Printing & stationary	3.86	3.35
Postage & Courier	2.47	4.39
	301.31	201.70
Total	2,230.08	1,707.52

Note (a): Payment to statutory Auditors (₹ In Lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Statutory Audit fees	4.00	2.75
Tax Audit fees	1.20	1.10
Other Services	4.46	3.25
Total	9.66	7.10

2.28 Notes to the Consolidated Financial Statements

1. Contingent Liabilities and commitments (to the extent not provided for):

a. **Contingent liabilities** **(₹ in Lakhs)**

Particulars	As at March 31, 2026	As at March 31, 2025
A) Claim against the Company not acknowledged as debt (i) Goods and Services Tax Matter (ii) Other Matter	 23.88 -	 24.12 -
B) Guarantees excluding financial guarantees	-	-
(C) other moneys for which the company is contingently liable	-	-
Total	**23.88**	**24.12**

The subsidiary did not have any contingent liability as at March 31, 2026.

b. **Commitments (net of advances)** **(₹ in Lakhs)**

Particulars	As at March 31, 2026	As at March 31, 2025
Estimated amount of contracts remaining to be executed on capital account and provided for	-	210.52
Uncalled liability on shares and other investments partly paid	-	-
other commitments	-	-
Total	-	**210.52**

2. The Holding Company received a notice dated February 13, 2023, under Section 61 of the Uttar Pradesh Goods and Services Tax Act, 2017 (UPSGST Act), from the Deputy Commissioner, GST, Ghaziabad, regarding discrepancies in the GST returns filed for the financial year 2021–22. Subsequently, the Company received a notice dated September 19, 2025, under Section 71 of the UPSGST Act, 2017, from the Deputy Commissioner, GST, Ghaziabad, Uttar Pradesh. The Company submitted its reply on September 30, 2025. Based on the reply and supporting documents furnished by the Company, the Department issued an order dropping the proceedings initiated under Section 73 of the Uttar Pradesh Goods and Services Tax Act, 2017 on 19.12.2025.

3. The Holding Company had received Show cause notice dated September 11, 2024 u/s 61 of UPSGST Act, 2017, in respect of a discrepancy of ₹12.30 lakhs between the Input Tax Credit (ITC) availed in GSTR-3B and the ITC reflected in GSTR-2B for the financial year 2023-24. The Company is yet to file reply to the notice.

4. The Holding Company received a Show Cause Notice dated October 08, 2024, under Section 61 of the UPGST Act, 2017, in respect of a discrepancy of ₹11.57 lakhs between the Input Tax Credit (ITC) availed in GSTR-3B and the ITC reflected in GSTR-2B for the financial year 2024-25. The Company had also received the notice dated March 19, 2025 from GST Deputy Commissioner, Ghaziabad, Uttar Pradesh for intimating discrepancies in the return after scrutiny. The Company is yet to file reply to the notice.

5. The Holding Company received a notice dated December 17, 2025, under Section 65 of the Uttar Pradesh Goods and Services Tax Act, 2017 (UPSGST Act), from the Joint Commissioner, GST, Ghaziabad, Uttar Pradesh, for conducting a GST audit of the books of account and records for the financial year 2022–23. In response to the said notice, the Company has submitted the requisite reply along with the relevant documents to the GST authority on March 9, 2026.

6. The Board of Directors of Holding Company, at its meeting held on August 28, 2024, approved the issue of 5,30,451 share warrants to Non-Promoters at an issue price of ₹127.25 per warrant, each warrant being convertible into one equity share of face value of ₹10 each within 18 months from the date of allotment. The warrants were allotted on October 19, 2024. The Company received ₹168.75 lakh, representing 25% of the warrant consideration, while the balance amount of ₹506.25 lakh remains receivable. The fair value of each warrant, determined in accordance with Ind AS 113 – Fair Value Measurement, was ₹49.04, and the corresponding amount has been classified under "Other Equity". No asset has been recognised in respect of the difference between the fair value of the warrants and the consideration received. The issuance of warrants has been duly approved by BSE Ltd. and National Stock Exchange of India Ltd. under applicable SEBI regulations.

   The Board of Directors of Holding Company, at its meeting held on April 18, 2026, allotted 1,06,090 equity shares pursuant to the conversion of 1,06,090 warrants, upon receipt of the balance 75% of the issue price. The remaining 4,24,361 warrants lapsed due to non-receipt of the balance 75% of the issue price, and the 25% amount received earlier in respect of such warrants was forfeited, aggregating to ₹135.00 lakhs.

   Further, the Board of Directors of Holding Company, at its meeting held on December 27, 2024, approved the issue of 3,23,450 share warrants to the Promoter Group at an issue price of ₹185.50 per warrant, each warrant being convertible into one equity share of face value of ₹10 each. The warrants were allotted on February 11, 2025. The Company received ₹150.00 lakh, representing 25% of the warrant consideration, while the balance amount of ₹450.00 lakh remains receivable. The fair value of each warrant, determined in accordance with Ind AS 113 – Fair Value Measurement, was ₹56.84, and the corresponding amount has been classified under "Other Equity". No asset has been recognised in respect of the difference between the fair value of the warrants and the consideration received. The issuance of warrants has been duly approved by BSE Ltd. and National Stock Exchange of India Ltd. under applicable SEBI regulations.

7. The Board of Directors of Holding Company in their meeting held on March 25, 2026 approved the split of equity shares from the face value of ₹10 per equity share to ₹1 per equity share which was further approved by the shareholders of the Company in Extraordinary General meeting held on April 18, 2026. The record date for the split of equity shares was May 05, 2026. The National Stock Exchange of India Limited vide its circular 0715/2026 dated April 30, 2026 and BSE Limited vide its notice no. 20260430-52 dated April 30, 2026 confirmed that the new ISIN i.e. INE652Z01025 shall be effective for all trades done on and from Ex-date May 05, 2026.

8. **Disclosure as per Ind AS 2 'Inventories'**
   a) Amount of inventories consumed and recognized as expense during the year is as under:

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Domestic	5,682.72	4,883.02
Imported	32.23	11.99
Total	**5,714.95**	**4,895.01**

b) Inventories having a carrying amount of ₹1,770.42 lakhs (previous year: ₹1,497.86 lakhs) have been pledged by the Holding Company as security against borrowings amounting to ₹957.64 lakhs as at March 31, 2026(previous year: ₹1,283.06 lakhs). Inventories of the subsidiary have not been pledged as security against any borrowing.

9. Provision for taxation of the Group is ascertained on the basis of assessable profits computed in accordance with provisions of the Income Tax Act, 1961 multiplied by the rate specified under section 115BAA of the Income Tax Act, 1961.

10. There are no amounts due and outstanding to be credited to Investor Education & Protection Fund by the Group as at March 31, 2026

11**. Disclosure as per Ind AS 38 'Intangible Assets'**

Computer software (Tally Prime Gold) amounting to ₹0.17 Lakhs (previous year: ₹ Nil) has been amortised and recognised as an expense in the consolidated statement of Profit and Loss of the group during the year.

12**. Capital Management**

The Group's objectives when managing capital are to:
- safeguard its ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders and
- maintain an appropriate capital structure of debt and equity.

The Board of Directors of the Group has the primary responsibility to maintain a strong capital base and reduce the cost of capital through prudent management in deployment of funds and sourcing by leveraging opportunities in domestic and international financial markets so as to maintain investors, creditors & markets' confidence and to sustain future development of the business. The Board of Directors monitors the return on capital, which the Group defines as returns from operating activities divided by total shareholders' equity deployed in operating activities.

13**. Fair Value Measurements**

Category wise classification of Financial Instruments
Financial assets and liabilities are measured at fair value in these consolidated financial statements and grouped into three levels of a fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement, as follows:

Level 1: Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.
Level 2: Inputs are other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
Level 3: Inputs are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

a) The carrying values and fair values of financial instruments by categories as at 31st March, 2026 are as follows:

(₹ in Lakhs)

Particulars	Carrying amount	Fair Value		
		Level 1	Level 2	Level 3
A) Financial Assets at Amortised Cost/FVTPL/FVOCI				
Non-Current	-	-	-	-
Current				
Investments (FVTPL)	30.97	30.97	-	-
Trade receivables (Amortised Cost)	2,843.34	-	-	-
Cash and cash equivalents (Amortised Cost)	208.74	-	-	-
Bank balances other than Cash and Cash equivalents (Amortised Cost)	2,750.00			
Other financial assets (Amortised Cost)	358.58	-	-	-
Total financial assets	**6,191.63**	**30.97**	**-**	**-**
B) Financial Liabilities at Amortised Cost/FVTPL/FVOCI				
Non-current				
Borrowings (Amortised Cost)	622.04	-	-	622.04
Current				
Borrowings (Amortised Cost)	1144.41	-	-	-
Trade payables (Amortised Cost)	814.76	-	-	-
Other financial liabilities (Amortised Cost)	185.10	-	-	-
Total financial liabilities	**2,766.31**	**-**	**-**	**622.04**

(b) The carrying values and fair values of financial instruments by categories as at 31st March, 2025 are as follows:

(₹ in Lakhs)

Particulars	Carrying amount	Fair Value		
		Level 1	Level 2	Level 3
A) Financial Assets at Amortised Cost/FVTPL/FVOCI				
Current				
Investments (FVTPL)	154.72	154.72	-	-
Trade receivables (Amortised Cost)	2,350.51	-	-	-
Cash and cash equivalents (Amortised Cost)	3,029.93	-	-	-
Bank balances other than Cash and Cash equivalents (Amortised Cost)	1,200.00			
Other financial assets (Amortised Cost)	89.94	-	-	-
Total financial assets	**6,825.10**	**154.72**	**-**	**-**
B) Financial Liabilities at Amortised Cost/FVTPL/FVOCI				
Non-current				
Borrowings (Amortised Cost)	562.25	-	-	562.25
Current				
Borrowings (Amortised Cost)	1,428.04	-	-	-
Trade payables (Amortised Cost)	885.06	-	-	-
Other financial liabilities (Amortised Cost)	102.66	-	-	-
Total financial liabilities	**2,978.01**	**-**	**-**	**562.25**

The management assessed that cash and cash equivalents, Bank balances other than Cash and Cash equivalents, trade receivables, trade payables, current borrowings and other current financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair values of the financial assets and financial liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties. Methods and assumptions used to estimate the fair values are consistent. The following methods and assumptions were used to estimate the fair values:

i) The carrying amount of financial assets other than current investment which is measured at FVTPL and financial liabilities measured at amortized cost in these consolidated financial statements are at reasonable approximation of their fair values since the Group does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

ii) The carrying amounts of current financial assets and current financial liabilities approximate their fair value mainly due to their short-term nature.

During the financial year 2025-26 and 2024-25, there were no transfers between Level 1, Level 2 and Level 3 fair value measurements.

14. **Financial Risk Management**

The Group has exposure to the following risks arising from financial instruments:

- Credit risk
- Liquidity risk
- Market risk

Risk Management framework

The Board of Directors of the Group has overall responsibility for the establishment and oversight of the Group's Risk Management framework. The Management reviews the Risk management policies and systems on a regular basis to reflect changes in market conditions and the Group's activities, and the same is reported to the Board of Directors periodically. Further, the Group, in order to deal with the future risks, has in place various methods/ processes which have been imbibed in its organizational structure and proper internal controls are in place to keep a check on lapses, and the same has been modified in accordance with the regular requirements.

Credit Risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration of risks. Credit risk is controlled by analysing credit limits and creditworthiness of customers on a continuous basis to whom the credit has been granted after obtaining necessary approvals for credit. Financial instruments that are subject to concentrations of credit risk principally consist of trade receivables, investments, cash and cash equivalents, bank balances other than cash and cash equivalents and other financial assets.

Liquidity Risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

The Group's financial liabilities primarily comprises of Borrowings, trade payables and other current financial liabilities.

The Table below provide details regarding the contractual maturities of significant financial liabilities as at :

(₹ in Lakhs)

March 31, 2026	Due in 1st year	Due in 2nd year	Due in 3rd to 5th year	Due after 5th Year	Total
Trade Payable	814.76	-	-	-	814.76
Borrowings	1144.41	176.66	396.52	48.86	1766.45
Other Financial Liability	185.10	-	-	-	185.10
Total	**2144.27**	**176.66**	**396.52**	**48.86**	**2766.31**

(₹ in Lakhs)

March 31, 2025	Due in 1st year	Due in 2nd year	Due in 3rd to 5th year	Due after 5th Year	Total
Trade Payable	885.06	-	-	-	885.06
Borrowings	1428.04	144.30	368.87	49.08	1990.29
Other Financial Liability	102.66	-	-	-	102.66
Total	**2415.76**	**144.30**	**368.87**	**49.08**	**2978.01**

The Table below provide details regarding the future contractual interest as at:

(₹ in Lakhs)

March 31, 2026	Due in 1st year	Due in 2nd year	Due in 3rd to 5th year	Due after 5th Year	Total
Interest on borrowings	41.37	30.53	29.82	3.18	104.90
Total	**41.37**	**30.53**	**29.82**	**3.18**	**104.90**

The subsidiary had no borrowings outstanding as at March 31, 2026.

(₹ in Lakhs)

March 31, 2025	Due in 1st year	Due in 2nd year	Due in 3rd to 5th year	Due after 5th Year	Total
Interest on borrowings	56.16	43.45	59.19	1.85	160.65
Total	**56.16**	**43.45**	**59.19**	**1.85**	**160.65**

Market Risk

Market risk is the risk of changes or fluctuations in market prices. Such changes in the values of financial instruments may result from changes in the foreign currency exchange rates, interest rates, credit, liquidity and other market changes. The Group's investments are predominantly held in Mutual funds.

-Foreign Currency exchange rate risk

The Group is exposed to foreign currency risk arising from transactions denominated in currencies other than its functional currency. Such risk primarily arises on account of import of raw materials, stores and spare parts, machinery and other transactions with overseas suppliers.

Fluctuations in foreign exchange rates may have an impact on the Group's Statement of Profit and Loss and cash flows due to changes in the value of foreign currency denominated monetary assets and liabilities. The Group monitors its foreign currency exposure on an ongoing basis and evaluates the impact of exchange rate movements on its financial position and performance.

The Group's exposure to foreign currency risk at the reporting date primarily relates to outstanding payables denominated in foreign currencies arising from the purchase of plant and machinery. Changes in foreign exchange rates may result in exchange gains or losses on the retranslation and settlement of these liabilities, which are recognised in the Statement of Profit and Loss.

Management believes that it has adequate processes in place to monitor and manage foreign currency exposures arising in the normal course of business.

As at March 31, 2026, the group did not have any foreign currency denominated monetary asset or liabilities outstanding. Accordingly, management considers the Group's exposures to foreign currency risk at the reporting date to be insignificant.

-Interest Rate risk

The Group's exposure to interest rate risk primarily arises from its floating rate cash credit facilities and term loans availed by Holding Company. Changes in market interest rates may affect the Group's finance costs and cash flows. The Group monitors its interest rate exposure on an ongoing basis and manages the risk through periodic review of its borrowing portfolio and financing strategy. The subsidiary's investments in fixed deposits carry fixed rates of interest, and accordingly changes in market interest rates do not impact the profit or loss during the tenure of such deposits.

15. **Disclosure as per Ind AS 19 'Employee Benefits'**

The Group contributes to the following post-employment defined benefit plans in India.

Defined Contribution Plan

The Contributions to the Employee's State Insurance Corporation and Provident Fund of employees are made to government administered fund and there are no further obligations beyond making such contributions.

Employer's contribution to Provident Fund and Employees State Insurance of the Group recognized as an expense for the year is ₹ 8.26 Lakhs (Previous year ₹ 7.16 Lakhs).

Defined Benefit Plan

The present value of defined benefit obligations is determined based on actuarial valuation measured using the Projected Unit Credit Method. The assumptions and methodology used in compiling the actuarial valuation report are consistent with the requirements of Indian Accounting Standard (Ind AS) 19.

Gratuity

In accordance with Indian law, the Group operate a scheme of gratuity which is a defined benefit plan. The gratuity plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment in accordance with the provisions under the Code on Social Security, 2020 or as per the Company Scheme, as applicable. Vesting occurs upon completion of contractual period of continuous years of service as defined in the Code on Social Security, 2020.

All the above defined benefit plans expose the Group to general actuarial risks such as the amount pertaining to the plan is not kept in separate bank account.

Based on the actuarial valuation obtained in this respect, the following table set out the status of Gratuity and amounts recognised in the Group's consolidated financial statements as at balance sheet date:

Reconciliation of defined benefit obligation: **(₹ in Lakhs)**

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
Opening defined benefit obligation	30.21	12.38
Current Service Cost	4.91	1.31
Past service cost	-	-
Interest Cost	2.05	0.87
Benefit payments directly by employer	(0.49)	-
Actuarial Loss (Gain) – Demographics	-	-
Actuarial Loss (Gain) – Experience	18.92	14.87
Actuarial Loss (Gain) – Financial	(3.35)	0.78
Settlements	-	-
Closing Defined Benefit Obligation	**52.25**	**30.21**

Reconciliation of Plan Assets: **(₹ in Lakhs)**

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
Plan asset as at the beginning of the year	-	-
Expected return on plan assets	-	-
Actuarial Gains/(Losses)	-	-
Assets distributed on settlements	-	-
Contributions by employer	-	-
Assets acquired in an amalgamation in the nature of purchase	-	-
Exchange differences on foreign plans	-	-
Benefits Paid	-	-
Closing value of plan assets	-	-

Reconciliation of net defined benefit liability: **(₹ in Lakhs)**

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
Net opening provision in books of accounts	30.21	12.38
Effects of acquisition/ merger	-	-
Employer contributions	-	-
Defined benefit cost in P&L	6.96	2.17
Total remeasurements included in OCI	15.57	15.65
Direct benefit payments by employer	(0.49)	-
Exchange differences on foreign plans	-	-
Closing provision in books of accounts	**52.25**	**30.21**

Funded status of the plan: **(₹ in Lakhs)**

Particulars	As at March 31, 2026	As at March 31, 2025
Present value of unfunded obligations	52.25	30.21
Present value of funded obligations	-	-
Fair value of plan assets	-	-
Net Liability (Asset)	**52.25**	**30.21**

Composition of the plan assets:

Particulars	As at March 31, 2026 %	As at March 31, 2025 %
Government of India Securities	0%	0%
State Government Securities	0%	0%
High quality corporate bonds	0%	0%
Equity shares of listed companies	0%	0%
Policy of insurance	0%	0%
Property	0%	0%
Special Deposit Scheme	0%	0%
Bank Balance	0%	0%
Others Investment	0%	0%
Total	**0%**	0%

Bifurcation of liability as per Schedule III: **(₹ in Lakhs)**

Particulars	As at March 31, 2026	As at March 31, 2025
Current liability	2.49	1.83
Non-current liability	49.76	28.38
Fair value of assets	-	-
Net liability	**52.25**	**30.21**

Effects Recognized in Other Comprehensive Income (OCI): **(₹ in Lakhs)**

Particulars	As at March 31, 2026	As at March 31, 2025
Actuarial loss/(gain) due to experience on DBO	18.92	14.87
Actuarial loss/(gain) due to financial assumption changes in DBO	(3.35)	0.78
Actuarial loss/(gain) due to demographic assumption changes in DBO	-	-
Changes in asset ceiling	-	-
Any other effect	-	-
Net actuarial loss/ (gain) for the year	**15.57**	**15.65**

Total Cost Recognized in Comprehensive Income: **(₹ in Lakhs)**

Particulars	As at March 31, 2026	As at March 31, 2025
Cost Recognized in Profit & Loss	6.96	2.17
Remeasurement Effects Recognized in OCI	15.57	15.65

Total cost recognized in comprehensive income	**22.53**	**17.82**

The Maturity Profile of Defined Benefit Obligation:

The weighted average duration of the defined benefit obligation as at the valuation date is 11.88 years for the Holding Company and 10.52 years for the subsidiary.

Reconciliation of Statement of Other Comprehensive Income (OCI): **(₹ in Lakhs)**

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
Cumulative OCI (Income) /Loss at the Beginning of the year	16.51	0.86
Remeasurement effects recognized in OCI	15.57	15.65
Cumulative OCI (Income) / Loss at the end of the Year	**32.08**	**16.51**

Expected Future Cashflows (Undiscounted) : **(₹ in Lakhs)**

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
Year 1	2.48	1.95
Year 2	1.67	1.20
Year 3	1.76	1.22
Year 4	1.97	1.26
Year 5	7.98	1.30
Year 6 to 10	13.99	11.43

Sensitivity of key assumptions: **(₹ in Lakhs)**

Particulars	**As at March 31, 2026**		**As at March 31, 2025**
	Holding	**Subsidiary**	
Discount rate sensitivity			
Increase by 0.5%	48.39	0.68	26.57
(% change)	-6.09%	-5.73%	-12.05%
Decrease by 0.5%	54.98	0.77	34.64
(% change)	6.69%	6.26%	14.67%
Salary growth rate sensitivity			
Increase by 0.5%	54.05	0.75	33.12
(% change)	4.90%	3.84%	9.64%
Decrease by 0.5%	49.16	0.69	27.58
(% change)	-4.60%	-4.35%	-8.69%
Withdrawal Rates(W.R. Sensitivity)			
W.R. x 110%	50.70	0.71	29.24
(% change)	-1.61%	-2.28%	-3.19%
W.R. x 90%	52.40	0.74	31.26
(% change)	1.69%	2.22%	3.49%

Sensitivity analysis is performed by varying a single parameter while keeping all the other parameters unchanged.

Sensitivity analysis fails to focus on the interrelationship between underlying parameters. Hence, the results may vary if two or more variables are changed simultaneously.

The method used does not indicate anything about the likelihood of change in any parameter and the extent of the change if any.

Financial assumptions:

Particulars	As at March 31, 2026		As at March 31, 2025
	Holding	Subsidiary	
Discount Rate	7.35% p.a.	7.25% p.a.	6.80% p.a.
Salary Growth Rate	12.00% p.a.	10.00 % p.a.	12.00% p.a.
Expected Rate of return	N.A.	N.A.	N.A.

The actuarial assumptions of the Holding Company and the subsidiary have been disclosed separately as the assumptions differ on account of the differing employee profile, location and scale of operations of the two entities.

The Group's defined benefit obligation comprises obligations of the Holding Company and its Subsidiary. The actuarial valuations have been carried out separately for each entity using the assumptions applicable to the respective entity.

16. **Disclosure as per Ind AS 23 'Borrowing Costs'**

Borrowing costs capitalised during the year were ₹3.08 lakhs (March 31, 2025: ₹ 6.84 Lakhs). The subsidiary has not capitalised any borrowing cost during the period.

17. **Disclosure as per Ind AS 24 'Related Party Disclosures'**

a) List of related parties & relationships, where control exists

S. No.	Nature of Relationship	Name of Related Parties
1	Holding Company	-
2	Subsidiary Company	M/s. Avro Recycling Limited-Wholly Owned Subsidiary
3	Associates	-
4	Key Management Personnel (KMP)	**Non-Executive/ Whole time Directors:** Sh. Sushil Kumar Aggarwal – Chairman & Whole-time Director of Avro India Limited and Director of Avro Recycling Limited Sh. Nikhil Aggarwal – Whole-time Director of Avro India Limited and Director of Avro Recycling Limited Sh. Sahil Aggarwal – Managing Director of AVRO India Limited and Director of Avro Recycling Limited Smt. Anita Aggarwal – Director of Avro India Limited **Independent Directors:** Sh. Pawan Dixit – Non-Executive Director, Avro India Limited Smt. Richa Kalra – Non-Executive Director, Avro India Limited (ceased w.e.f. 20.12.2025) Sh. Sushil Kumar Goyal – Non-Executive Director, Avro India Limited

		Sh. Mukul Jain – Non-Executive Director, Avro India Limited and Additional Director of Avro Recycling Limited (appointed w.e.f. 01.09.2025) Sh. Sunil Duggal – Non-Executive Director, Avro India Limited (ceased w.e.f. 20.12.2025) Smt. Nimisha Rohit Aggarwal – Non-Executive Director, Avro India Limited (appointed w.e.f. 02.01.2026) Sh. Vaibhav Goel – Additional Director, Avro Recycling Limited (appointed w.e.f. 01.09.2025) **Chief Financial Officer and Company Secretary:** Sh. Ghanshyam Singh, Chief Financial Officer, Avro India Limited Sh. Sumit Bansal, Company Secretary, Avro India Limited Sh. Umesh Kumar Gupta – Chief Financial Officer, Avro Recycling Limited (appointed w.e.f. 06.03.2026)
5	Relatives of Key Management Personnel	Smt. Akshita Aggarwal, Head Communication, Avro India Limited Smt. Shweta Gupta (Spouse of Sh. Umesh Kumar Gupta), Avro Recycling Limited
6	Enterprises where Significant influence exist by Key Management Personnel & Relative of Key Management Personnel	M/s. Bonita Furniture Pvt. Ltd. M/s. Bucks Infotainment Pvt. Ltd. Nikhil Aggarwal HUF Sushil Kumar Aggarwal HUF Sahil Aggarwal HUF

b) **Disclosure of transactions with Related Parties and outstanding balances as at March 31, 2026**

(₹ in Lakhs)

S. No.	Transactions	Holding Company	Subsidiary Company	Associates	Key Management Personnel / Individuals	Relatives of Key Management Personnel	Enterprises where Significant Influence exist by KMP and Relative of KMP*
1	Remuneration/ Salary	- (-)	- (-)	- (-)	58.38 (48.63)	3.38 (3.16)	- (-)
2	Sitting Fees	- (-)	- (-)	- (-)	1.34 (1.18)	- (-)	- (-)
3	Rent paid for Warehouse**	- (-)	- (-)	- (-)	- (-)	- (-)	456.12 (386.82)
4	Bank Guarantee	- (-)	- (-)	- (-)	1746.64 (1,946.80)	- (-)	- (-)
5	Borrowings availed	- (-)	- (-)	- (-)	10.00 (-)	- (-)	- (-)
6	Interest on Borrowings	- (-)	- (-)	- (-)	0.07 (-)	- (-)	- (-)
7	Job Work Charges	- (-)	- (-)	- (-)	- (-)	- (-)	- (11.17)

8	Advance given against purchase of property	- (-)	- (-)	- (-)	- (-)	- (-)	- (175.00)
9	Refund received against advance given for purchase of property	- (-)	- (-)	- (-)	- (-)	- (-)	- (175.00)
10	Issue of Equity Share Capital	- (-)	- (-)	- (-)	- (75.00)	- (3.93)	- (-)
11	Share warrant application money received	- (-)	- (-)	- (-)	- (150.00)	- (-)	- (-)
12	**Outstanding as on 31.03.2026**						
a.	Salary/ Remuneration Payable	- (-)	- (-)	- (-)	7.58 (4.41)	0.63 (0.41)	- (-)
b.	Sitting fees Payable	- (-)	- (-)	- (-)	0.68 (0.41)	- (-)	- (-)
c.	Equity Share Capital held	- (-)	- (-)	- (-)	- (75.00)	- (3.93)	- (-)
d.	Share warrant application money	- (-)	- (-)	- (-)	- (150.00)	- (-)	- (-)
e.	Bank Guarantee	- (-)	- (-)	- (-)	1746.64# (1,946.80)	- (-)	1746.64# (-)
f.	Rent payable for Warehouse	- (-)	- (-)	- (-)	- (-)	- (-)	67.63 (18.89)

*Amount including Goods and Services Tax except Bank Guarantee.

** Including electricity expenses incurred in connection with the rental arrangement with M/s. Bonita Furniture Pvt. Ltd.

#Personal guarantee of Mr. Sushil Kumar Aggarwal, Mr. Sahil Aggarwal, Nikhil Aggarwal and Mrs. Anita Aggarwal, Directors of the company together with the guarantees provided by Nikhil Aggarwal HUF, Sushil Kumar Aggarwal HUF and Sahil Aggarwal HUF.

Note: a) Transaction and balances with it's subsidiary is eliminated on consolidation.
b) Figures in bracket represent previous year amounts of Holding Company.
c) No amount has been written off/provided for or written back during the year in respect of amount receivable from or payable to the related parties.
d) Terms and Conditions: All related party transactions entered during the year were in ordinary course of business and arms' length basis. Outstanding balances at the year-end are unsecured and settlement occurs through banking channels. No guarantees have been provided or received in respect of such balances, except as disclosed separately.

Total Compensation to KMP: **(₹ in Lakhs)**

Particulars	**For the year ended March 31, 2026**	**For the year ended March 31, 2025**
Short-term employee benefits	59.72	49.81
Post-employment benefits	1.74	0.73
Other long-term benefits	-	-

Termination benefits	-	-
Total Compensation to KMP	**61.46**	**50.54**

18. **Disclosure as per Ind AS 33 'Earnings per share'**

i) Profit attributable to equity shareholders of the Holding Company.

(₹ in Lakhs)

Particulars	**For the year ended March 31, 2026**	**For the year ended March 31, 2025**
Profit attributable to equity holders of the Holding Company:		
(a) Continuing operations	459.73	304.22
(b) Profit attributable to equity holders of the Holding Company for basic earnings	459.73	304.22
(c) Profit attributable to equity holders of the Holding Company adjusted for the effect of dilution	459.73	304.22

ii) Weighted average number of ordinary shares (Nos.)

Particulars	**For the year ended March 31, 2026**	**For the year ended March 31, 2025**
(d) Opening balance of issued equity shares	1,33,11,050	1,00,87,400
(e) Add: Equity Shares issued during the year	-	32,23,650
(f) Closing balance of issued equity shares	1,33,11,050	1,33,11,050
(g) **Weighted average number of equity shares (pre-split)**	**1,33,11,050**	**1,07,24,432**
(h) Adjustment for share split from face value of ₹10 to ₹1 per equity share (Refer Note No. 2.28(7)	13,31,10,500	10,72,44,320
(i) **Weighted average number of equity shares for Basic EPS**	**13,31,10,500**	**10,72,44,320**
Dilution Effect:		
(j) Add: Weighted average number of potential equity shares on account of warrant outstanding during the year	8,53,901	2,81,762
(k) Weighted average number of equity shares (pre-split)	**1,41,64,951**	**1,10,06,194**
(l) Adjustment for share split from face value of ₹10 to ₹1 per equity share (Refer Note No. 2.28(7)	14,16,49,510	11,00,61,940
(m) Weighted average number of equity shares for Diluted EPS	**14,16,49,510**	**11,00,61,940**

iii) Basic and diluted earnings per share (in ₹)

Particulars	**For the year ended March 31, 2026**	**For the year ended March 31, 2025**
Basic Earnings per share (b/i)	0.35	0.28
Diluted Earnings per share (c/m)	0.32	0.28
Face value per equity share as on March 31, 2026	10	10
Face value per equity share after split as on May 5, 2026	1	1

Note: Subsequent to the reporting date, the Holding Company sub-divided each equity share of face value of ₹10 into 10 equity shares of face value of ₹1 each, with effect from May 5, 2026. Accordingly, the weighted average number of equity shares and the corresponding basic and diluted EPS have been adjusted to reflect the effect of the share split.

19. **Disclosure as per Ind AS 108 'Operating Segments'**

The Operating Segment is the level at which discrete financial information is available. Business segments are identified considering:
a) the nature of products and services
b) the differing risks and returns
c) the internal organisation and management structure, and
d) the internal financial reporting systems

Revenue and expenses directly attributable to segments are reported under each reportable segment. Other expenses which are not attributable or allocable to segments are disclosed separately. Assets and liabilities that are directly attributable or allocable to segments are disclosed under each reportable segment. All other assets and liabilities are disclosed as unallocable assets and liabilities.

The Group has identified business segment as reportable segment based on the information reviewed by CODM. The business segments comprise: 1) Manufacturing and selling of Plastic moulded Furniture and granules 2) Recycling of plastic waste and manufacturing and sale of reusable plastic materials.

The CODM, comprising the Managing Director and Chief Financial Officer is responsible for allocating resources to and assessing the performance of the operating segments.

(₹ in Lakhs)

Particular	**For the Year ended March 31, 2026**	**For the Year ended March 31, 2025**
Revenue		
Plastic moulded Furniture and granules	9,099.23	7,832.48
Plastic waste Recycling	637.52	-
Total Segment Revenue	**9,736.75**	**7,832.48**
Less: Inter-segment revenue		
Plastic moulded Furniture and granules	(13.53)	-
Plastic waste Recycling	(259.48)	-
Total Inter-segment revenue	**(273.01)**	**-**
Revenue from operations	**9,463.74**	**7,832.48**
Segment Results (Operating Income)		
Plastic moulded Furniture and granules	593.83	546.62
Plastic waste Recycling	(26.10)	-
Total Segment Result	**567.73**	**546.62**
Interest Income		
Plastic moulded Furniture and granules	112.69	11.99
Plastic waste Recycling	104.73	-
Total Interest Income	**217.42**	**11.99**
Interest Expense		
Plastic moulded Furniture and granules	161.12	157.06

Plastic waste Recycling	0.08	-
Total Interest Expense	**161.20**	**157.06**
Profit before tax	**623.95**	**401.55**
Tax Expense		
Current Tax	184.50	108.63
Deferred tax	(20.28)	(11.30)
Profit of the Year	**459.73**	**304.22**
Depreciation and Amortisation Expense		
Plastic moulded Furniture and granules	442.91	392.03
Plastic waste Recycling	13.38	-
Total Depreciation and Amortisation Expense	**456.29**	**392.03**

(₹ in Lakhs)

Particular	As at March 31, 2026		As at March 31, 2025	
	Segment Assets*	Segment Liability*	Segment Assets*	Segment Liability*
Plastic moulded Furniture and granules	8,301.02	3,069.94	1,1742.29	3,239.84
plastic waste Recycling	3,804.16	84.71	-	-
Total Assets/Liability	12,105.18	3,154.65	1,1742.29	3,239.84

*Figures are presented after elimination of inter-segment assets and liabilities.

Geographical non-current assets (property, plant and equipment, other intangible assets and other non-current assets) are allocated based on the location of the assets.

Information regarding geographical non-current assets is as follows:

(₹ in Lakhs)

Particular	As at March 31, 2026	As at March 31, 2025
Revenue by Geographical Market		
India	9,463.74	7,832.48
Outside India	-	-
Total	**9,463.74**	**7,832.48**
Carrying amount of Non-Current Assets		
India	3,173.00	2,910.14
Outside India	-	-
Total	**3,173.00**	**2,910.14**

Information about major customers

No Single customer represents 10% or more of the Company's total revenue during the years ended March 31, 2026.

20. **Disclosure as per Ind AS 115, 'Revenue from contracts with customers'**

i) Nature of goods and services

The revenue of the Group comprises of income from sale of plastic furniture, sale of Almirah, sale of granules LLDPE, sale of colour sorted plastic Grinding, sale of granules and sale of plastic scrap.

Reconciliation of Revenue from sale of products with contracted price

(₹ in Lakhs)

Particulars	**For the year ended March 31, 2026**	**For the year ended March 31, 2025**
Contracted Price	11,490.26	10,034.59
Less: Reduction towards variable consideration components*	(2026.52)	(2,202.11)
Revenue recognised	9,463.74	7,832.48

* Reduction towards variable consideration includes discounts.

ii) Significant Payment term

The Group's contracts with customers do not include any significant payment terms other than the contractually agreed credit period, which is generally 30 days from the date of invoice in case of Holding Company. Consideration is subject to discount, and the contracts do not contain a significant financing component, as the period between transfer of control of the goods and receipt of consideration is generally less than one year.

21. **Disclosure as required by Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:**

a. Disclosures in compliance with the Accounting Standard on "Related Party Disclosures" made in note 2.28 (17).

b. Loans and advances in the nature of loans:

Name of the Party	**Relationship**	**2025-26**		**2024-25**	
		Outstanding as at March 31, 2026	**Maximum outstanding during the year**	**Outstanding as at March 31, 2025**	**Maximum outstanding during the year**
AVRO Recycling Limited	Wholly owned Subsidiary	-	-	-	-
Bonita Furniture Pvt. Ltd.	company in which directors are interested	-	-	-	-
Bucks Infotainment Pvt. Ltd.	company in which directors are interested	-	-	-	-

c. Investment by the loanee (as detailed above) in the share of Avro India Limited and its subsidiaries: Nil

22. **Disclosure as per Ind AS 116 'Leases'**

The Holding Company has acquired land on leasehold basis. According to the U.P. State Industrial Development Authority (UPSIDA) letter dated October 9, 2023, the leasehold land is classified as perpetual in nature and hence Ind AS 116 is not applied.

The Group has elected to apply the short-term lease recognition exemption under Ind AS 116 in respect of rent. Accordingly, no Right-of-use asset or lease liability has been recognised in respect of such leases. Lease rentals are recognised as an expense on a straight-line basis over the lease term.

23. The Group has neither paid nor declared any dividend during the year.

24. **Exceptional Item:**

Compensation to Family of Deceased Employee
During the previous year 2024-25, the Holding Company paid a one-time ex-gratia amount of ₹16.53 Lacs to the spouse of a deceased employee as a mark of support and goodwill.
This payment is not pursuant to any contractual, legal or statutory obligation and has been made voluntarily. The amount has been recognized as an employee benefit expense and presented separately as an exceptional item in the Statement of Profit and Loss.

25. Additional Regulatory Information

i. The Group does not have any investment property as at 31st March, 2026.

ii. Loans or advances in the nature of loans have not been granted to any promoters, directors, KMP's and the related parties (as defined in Companies Act, 2013), either severally or jointly with any other person.

iii. During the year, the Holding Company has revalued its Property, Plant and Equipment except leasehold land and building as at March 31, 2026.

iv. The Group has not revalued it's intangible assets as at March 31, 2026.

v. The Group has a capital-work-in progress in the books and relevant disclosures of the same is provided at note no. 2.2.

vi. The Group does not have any intangible assets which is under development.

vii. The Group does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.

viii. The Holding Company has taken working capital loans from IDFC bank on the basis of primary security by way of hypothecation of entire current assets including stocks, book debts and movable fixed assets of the Company and Collateral on property situated at A-7/36-39, south of GT Road Industrial Area, Ghaziabad, U.P. and Plot No. C-19, UPSIDC, Masuri Gulawthi, Tehsil- Dhaulana, Distt-Hapur, U.P. Owned by Company M/s. AVRO India Limited.

Further, the facilities have been secured by Unconditional and Irrevocable personal guarantee of Mr. Sushil Kumar Aggarwal, Mr. Sahil Aggarwal, Mr. Nikhil Aggarwal and Mrs. Anita Aggarwal, Directors of the company together with the guarantees provided by Nikhil Aggarwal HUF, Sushil Kumar Aggarwal HUF and Sahil Aggarwal HUF.

The quarterly returns / statement of current assets filed by the Holding company with banks are in agreement with the books of accounts.
The subsidiary has not availed any borrowings from banks or financial institutions during the period.

ix. No entity of the Group has been declared as wilful defaulter by any bank or financial institution (as defined under the Companies Act, 2013) or consortium thereof or other lender in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India.

x. No entity of the Group has advanced or loaned or invested any fund to any entity (Intermediaries) with the understanding that the Intermediary shall lend or invest in party identified by or on behalf of the Group (Ultimate Beneficiaries). No entity of the Group has received any fund from any party with the understanding that the Group shall whether, directly or indirectly lend or invest in other entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

xi. No entity of the Group has entered into any transaction with the companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956.

xii. The Group does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

xiii. The Holding Company has one wholly owned subsidiary, namely Avro Recycling Limited, which in turn does not have any subsidiary. Accordingly, the provisions of the Companies (Restriction on Number of Layers) Rules, 2017 are not applicable to the Group.

xiv. **Corporate Social Responsibility (CSR)**: CSR amount required to be spent as per Section 135 of the Companies Act, 2013 read with Schedule VII thereof by the Holding Company during the year is ₹ 10.17 Lakhs (Previous Year ₹ 10.10 Lakhs).

(₹ in Lakhs)

Particulars	**For the year ended March 31, 2026**	**For the year ended March 31, 2025**
Amount required to be spent	10.17	10.10
Amount of Expenditure incurred	10.17	10.15
Shortfall at the end of year	-	-
Total of previous year shortfall	Not Applicable	Not Applicable
Reason of shortfall	Not Applicable	Not Applicable
Nature of CSR activities:	-Eradicating hunger, poverty and malnutrition through the distribution of healthy and nutritious meals to homeless, poor and needy persons	- Education - Women Empowerment Elderly and Differently abled livelihood enhancement projects
Details of Related Party transactions with whom CSR expenditure incurred	-	-
Provision made in respect of CSR activities	-	-

The provisions of Section 135 are not applicable to the subsidiary for the period ended March 31, 2026.

xv. Statement of net assets, profit and loss and other comprehensive income attributable to owners and non-controlling interests.

Year ended 31 March 2026

Name of the entity in the Group	Net assets, i.e. total assets minus total liabilities		Share in Profit or Loss		Share in Other Comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount (₹ in Lakhs)	As % of consolidated profit or loss	Amount (₹ in Lakhs)	As % of consolidated other comprehensive income	Amount (₹ in Lakhs)	As % of total comprehensive income	Amount (₹ in Lakhs)
Parent: Avro India Limited	68.83	8,911.51	87.74	420.71	100	(11.65)	87.44	409.06
Subsidiary: **Indian:** Avro Recycling Limited	31.17	4,035.98	12.26	58.76	-	-	12.56	58.76
Total	**100.00**	**12,947.49**	**100.00**	**479.47**	**100.00**	**(11.65)**	**100.00**	**467.82**
Adjustment arising out of consolidation		(3,996.96)		(19.74)				(19.74)
Total		**8950.53**		**459.73**		**(11.65)**		**448.08**

Year ended 31 March 2025

Name of the entity in the Group	Net assets, i.e. total assets minus total liabilities		Share in Profit or Loss		Share in Other Comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount (₹ in Lakhs)	As % of consolidated profit or loss	Amount (₹ in Lakhs)	As % of consolidated other comprehensive income	Amount (₹ in Lakhs)	As % of total comprehensive income	Amount (₹ in Lakhs)
Parent: Avro India Limited	100	8,502.45	100	304.22	100	(11.71)	100	292.51
Subsidiary: **Indian:** Avro Recycling Limited	-	-	-	-	-	-	-	-

Total	**100**	**8,502.45**	**100**	**304.22**	**100**	**(11.71)**	**100**	**292.51**
Adjustment arising out of consolidation	-	-	-	-	-	-	-	-
Total		**8,502.45**		**304.22**		**(11.71)**		**292.51**

26. On November 21, 2025, the Government of India notified the Four Labour Codes-the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020 and the Occupational Safety, Health and Working Conditions Code, 2020-consolidating various existing labour laws. The Ministry of Labour and Employment published the related Central Rules and FAQs on May 8, 2026 to facilitate assessment of the financial impact arising from changes in the regulations

    The Group has assessed the applicability and potential financial impact of the aforesaid Labour Codes on the basis of the best information presently available. Based on such assessment and considering the current scale, the management believes that the potential impact, if any, on the financial statements for the year ended March 31, 2026 is presently not material and accordingly no separate impact has been recognised or disclosed in the consolidated financial statements.

    The Group continues to monitor the Central Rules in conjunction with draft State Rules and clarifications issued by the Government on various aspects of the Labour Codes and will provide appropriate accounting effect, if any, arising from such developments in future periods, as considered necessary.

27. The subsidiary company was incorporated on May 14, 2025 and has been consolidated in the Group's consolidated financial statements from the date of its incorporation. Accordingly, the consolidated financial statements for the year ended March 31, 2026 include the financial statements of the subsidiary for the period from May 14, 2025 to March 31, 2026.

    These are the first consolidated financial statements prepared by the Group. The Company did not have a subsidiary, associate or joint venture at any time during the year ended March 31, 2025, and no group existed during that year. Accordingly, the corresponding figures presented for the year ended March 31, 2025 in the Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, the Consolidated Statement of Changes in Equity, the Consolidated Statement of Cash Flows and the accompanying notes are the figures of the Company on a standalone basis, presented as corresponding figures in accordance with Ind AS 1 and paragraph 1 of the General Instructions to Division II of Schedule III to the Companies Act, 2013.

    The accounting policies set out in these consolidated financial statements have been applied consistently to both the periods presented. The corresponding figures for the year ended March 31, 2025, being those of the Company alone, are however not directly comparable with the figures for the year ended March 31, 2026

28. During the year ended March 31, 2026, the Holding Company reviewed the presentation of certain items in the financial statements and, accordingly, reclassified certain comparative figures relating to the year ended March 31, 2025 to ensure appropriate presentation in accordance with the requirements of the applicable Indian Accounting Standards (Ind AS). Directors' sitting fees payable amounting to ₹0.41 lakh and electricity charges payable amounting to ₹52.63 lakhs, previously presented under non-financial liabilities, have been reclassified as financial liabilities. Further, foreign exchange loss (net) amounting to ₹2.70 lakhs, previously presented under finance costs, has been reclassified to other expenses, and freight inward expenses amounting to ₹33.01 lakhs, previously included under other expenses (manufacturing expenses), have been reclassified to cost of materials consumed. Such reclassifications have no impact on the previously reported profit/(loss), total comprehensive income, total assets, total liabilities, equity or cash flows of the Company.

29. On the basis of the total income of the Group, the figures appearing in the financial statements have been rounded off to nearest lakhs.

As per our report of even date attached

For S A A R K AND CO
Chartered Accountants
FRN: 021758N

Sd/-

CA (Dr.) S. K. Lal
Partner
M. No.: 509185
UDIN: 26509185NHBZKL1032

For and on behalf of the Board of Directors of
Avro India Limited

Sd/-
Sushil Kumar Aggarwal
Chairman & Whole Time Director
DIN: 00248707

Sd/-
Sahil Aggarwal
Managing Director
DIN: 02515025

Sd/-
Ghanshyam Singh
Chief Financial Officer
PAN: CWCPS4843P

Sd/-
Sumit Bansal
Company Secretary
PAN: CHKPB0878G

Place: Ghaziabad
Date: 30 May, 2026

Place: Ghaziabad
Date: 30 May, 2026

AVRO FURNITURE

AVRO INDIA LIMITED

A - 7/36 - 39 South of G.T. Road Industrial Area,
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09910039125, 0120-4376091

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