M +91 62937 61072
E info@arcinsulations.com
W www.arcinsulations.com
CIN : L18109WB2008PLC129263

Date: 07th September, 2026

To,
The Manager,
National Stock Exchange of India Limited,
Exchange Plaza, Bandra-Kurla Complex,
Bandra (E),
Mumbai - 400 051

Sub: Notice of 18th Annual General Meeting

Ref: ARC INSULATION AND INSULATORS LIMITED (Company Symbol ARCIIL(NSE Emerge)

Dear Sir/Madam,

The Board of Directors have decided to hold the 18th Annual General Meeting (AGM) of the Members of ARC INSULATION AND INSULATORS LIMITED on Wednesday, 30th September, 2026 at 11.30 A.M IST, at the Corporate Office of the Company at Primarc Chambers, 1839 Laskarhat Road, Eastern Metropolitian Bypass, Kolkata – 700039 through video conferencing (V.C)/ other audio-visual means (OAVM). A copy of the AGM Notice is enclosed.

The above is submitted pursuant to Regulation 30 of the SEBI (Listing obligations and Disclosure Requirements) Regulation, 2015 for information purpose.

This is for your kind information and record purpose.

Company Website Link: https://www.arcinsulations.com

Thanking you

For **ARC INSULATION & INSULATORS LIMITED**

ARC Insulation & Insulators Limited
Director

MANISH BAJORIA
Managing Director
DIN: **02203237**
Encl: - As below

CORPORATE INFORMATION
ARC Insulation & Insulators Ltd
CIN: L18109WB2008PLC129263

Registered Office

RAMDEVPUR, Bawali, South 24 Parganas,
Budge Budge - II,
Kolkata - 700137.
Tel No: +919748708809
Website: www.arcinsulations.com

Corporate Officer

PRIMARC CHAMBERS,
1839 LASKARHAT ROAD,
EASTERN METROPOLITAN BYPASS,
KOLKATA- 700039

BOARD OF DIRECTORS / KEY MANAGERIAL PERSONNEL:

Mr. Manish Bajoria	Managing Director & CFO
Ms. Neelam Bajoria	Executive Director
Mr. Aman Bajoria*	Non – Executive Director (Appointed w.e.f 29.11.2025)
Ms. Chetna Gupta	Independent Director
Ms. Suruchi Jain Virendra Kumar Jain	Independent Director

*Mr. Ashish Bajoria resigned w.e.f. 30.11.2025 and Mr. Aman Bajoria was appointed w.e.f. 29.11.2025

Statutory Auditors:

M/s. Jay Gupta & Associates
Chartered Accountants
(Firm Registration No.329001E)
Add: 23 Gangadhar Babulane,
Imax Lohia Square, 3rd Floor,
Room. No 3A, Kolkata- 700012

Internal Auditor

Vineet Kedia & Co.
Chartered Accountants
(Firm Registration No. 063294)

Secretarial Auditors:

M/s. N.K & Associates
Company Secretaries
159, Rabindra Sarani, 9th Floor
Kolkata - 700007

Registrar and Share Transfer Agent:

Maashitla Securities Private Limited
Subhash Place, Pitampura,
Delhi – 110034
SEBI Registration No. : INR0000043

Committees:

Audit Committee
Nomination & Remuneration Committee
Stakeholder Relationship Committee
Corporate Social Responsibility Committee

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• ABOUT US – ARC INSULATION & INSULATORS LIMITED

At ARC INSULATION & INSULATORS LIMITED, we take pride in being one of the emerging infrastructure development companies based in Kolkata, West Bengal. Founded in 2003, we have consistently demonstrated our commitment to delivering excellence across a broad spectrum of civil construction projects. Over the years, we have built a solid foundation in infrastructure development, driven by integrity, quality, and innovation.

ARC Insulation and Insulators Ltd is a leading manufacturer of high-performance glass fiber reinforced polymer (GFRP) composite products. Founded in 2003, our company has been at the forefront of bringing innovative GFRP solutions to the construction, infrastructure, chemical processing, and other industrial sectors.

What sets us apart is our commitment to continuous research and development in advanced composite materials. Our team of engineers and material scientists works tirelessly to push the boundaries of GFRP applications, creating products that outperform traditional materials like steel, wood, and aluminum in strength, durability, and longevity.

• OUR MILESTONE ACHIEVEMENT: SME IPO

In the financial year 2025–26, we successfully launched our Initial Public Offering (IPO) on the NSE Emerge platform. This was a key milestone in our growth journey. The funds raised are being strategically utilized towards improving our working capital, investing in construction equipment, repaying certain debts, and meeting general corporate requirements. This public listing reflects our commitment to corporate governance, transparency, and stakeholder confidence.

• OUR FINANCIAL STRENGTH (AMOUNT IN RS. LAKHS)

During FY 2025–26, we recorded revenue of ₹ 2,171.79 and a net profit after tax of ₹ 185.51. Highlighting the profitability and operational efficiency of our business model. We remain focused on improving our margins and enhancing value creation for our shareholders.

• LEADERSHIP & GOVERNANCE

Under the dynamic leadership of our Managing Director, Mr. Manish Bajoria is the Managing Director and Chief Financial Officer (CFO) of the Company ARC Insulation & Insulators Limited. He has been on board since the incorporation of the Company. With over 20 years of experience in the Glass Fiber Reinforced Polymer (GFRP) and composite products, initially as a proprietor in a proprietorship firm formed in 2003, leading to the Managing Director and CFO presently, Mr. Bajoria has been instrumental in taking the business to new heights and shaping the Company's vision and strategy. He has exhibited exceptional leadership, strategic acumen and a profound dedication to his role throughout ~~i~~n our organisation as a Managing Director has been influential in spearheading key initiatives, shaping the organisation strategic direction and driving operational excellence. His visionary leadership, innovative thinking and ability to navigate complex challenges have been indispensable to the success and growth of the organisation. Under his leadership, the Company has successfully launched its products in domestic and international markets. The Company has significantly witnessed increased revenue and market share over the time. Mr. Bajoria has expertise in Strategic Planning and execution, business development and growth, team management and leadership and industry-specific in-depth knowledge.

• OUR VISION

At ARC INSULATION & INSULATORS LIMITED, our vision is to be recognised as a leading and dependable infrastructure development company, known for our unwavering commitment to quality, innovation, and sustainability. We aspire to play a significant role in shaping the nation's infrastructure by consistently delivering high-impact projects that improve connectivity, enhance urban development, and uplift communities.

We envision creating long-term value for all stakeholders by integrating modern construction practices, adopting cutting-edge technology, and upholding the highest standards of safety, integrity, and environmental responsibility. As we grow, our goal is to expand our footprint across India and beyond, while building a legacy of trust, excellence, and nation-building.

• OUR MISSION

Our mission is to deliver superior infrastructure solutions through efficient project execution, advanced engineering practices, and a commitment to quality, safety, and sustainability. We strive to build lasting relationships with clients, partners, and communities by consistently exceeding expectations, ensuring timely delivery, and maintaining transparency in all our operations.

We aim to continuously innovate, invest in our people and technology, and contribute to India's growth by undertaking projects that enhance connectivity, accessibility, and quality of life.

• OUR CORE VALUES

- **Integrity** - We uphold the highest standards of honesty, ethics, and transparency in every aspect of our business.
- **Excellence** - We are committed to delivering quality-driven results with precision, efficiency, and a continuous improvement mindset.
- **Innovation** - We embrace technology and forward-thinking solutions to stay ahead in a rapidly evolving industry.
- **Accountability** - We take full responsibility for our work and stand by our commitments to clients, stakeholders, and society.
- **Sustainability** - We prioritise environmentally conscious practices, ensuring that our projects positively impact the environment and the communities we serve.
- **Teamwork** - We believe in collaborative growth and value the skills and dedication of every team member as key drivers of our success.

Managing Director's Message

DEAR STAKEHOLDERS,

It is with great pride and optimism that I present to you the Chairman's Message for the financial year 2025–26 on behalf of the Board of Directors of **ARC INSULATION & INSULATORS LIMITED**.

The year has been truly transformational for our Company. With the successful launch of our Initial Public Offering (IPO) on the NSE Emerge platform, we crossed a major milestone in our growth journey. The overwhelming response from investors and market participants reflects the trust placed in our vision, our leadership, and the value we bring to India's infrastructure development. This listing has not only enhanced our visibility and credibility in the industry but also provided us with the capital strength to pursue larger opportunities and deliver more ambitious projects.

The funds raised through the IPO are being judiciously utilised across key areas—strengthening our working capital, investing in modern construction equipment, repaying critical liabilities, and upgrading our project delivery capabilities. This financial empowerment positions us to scale operations more efficiently and take on complex infrastructure assignments with increased confidence.

Throughout the year, we remained steadfast in our commitment to execution excellence, safety, and timely delivery. Our diversified portfolio across roads, bridges, public utility buildings, water supply projects, and commercial infrastructure continues to grow steadily, supported by a skilled team and strong operational controls. We have also expanded our presence across new geographies and made meaningful progress through our subsidiaries in delivering value on key projects.

Looking ahead to FY 2025–26, we remain focused on accelerating momentum while staying true to our core values of integrity, accountability, innovation, and sustainability. Our Board continues to work in alignment with national development goals, and we are fully committed to building infrastructure that not only connects cities—but also connects people, opportunities, and futures.

I would like to extend my heartfelt gratitude to our employees, clients, partners, and above all, our shareholders. Your continued belief in our vision and mission empowers us to reach greater heights.

Together, we are not just building projects—we are building a legacy of impact, excellence, and nation-building.

Warm regards,

On Behalf of the Board of Directors of Arc Insulation & Insulators Limited

Manish Bajoria
Managing Director

Board of Directors' Profile

MANISH BAJORIA is the Managing Director and Chief Financial Officer (CFO) of the Company ARC Insulation & Insulators Limited. He has been on the board since the incorporation of the Company till date. With over 20 years of experience in the Glass Fiber Reinforced Polymer (GFRP) and composite products, initially as a proprietor in a proprietorship firm formed in 2003, leading to the Managing Director and CFO presently, Mr. Bajoria has been instrumental in taking the business to new heights and shaping the Company's vision and strategy. He has exhibited exceptional leadership, strategic acumen and a profound dedication to his role throughout his role with our organisation. In his capacity as Managing Director, he has been instrumental in spearheading key initiatives, shaping the organisation's strategic direction, and driving operational excellence. His visionary leadership, innovative thinking and ability to navigate complex challenges have been indispensable to the success and growth of the organisation. Under his leadership, the Company has successfully launched its products in domestic and international markets. The Company has significantly witnessed increased revenue and market share over the time. Mr. Bajoria has expertise in Strategic Planning and execution, business development and growth, team management and leadership and industry-specific in-depth knowledge.

MANISH BAJORIA

Managing Director

Ms. NEELAM BAJORIA is an Executive Director of ARC Insulation & Insulators Limited Ms. Bajoria, is the promoter and an executive director of the Company ARC Insulation & Insulators Limited since its inception. She is a business leader with over 15 years of experience in the Glass Fiber Reinforced Polymer and composite products sector. In her capacity of Whole-Time Director, she has been significantly contributory in driving the Company's growth and expansion. Ms Bajoria has consistently demonstrated a strong commitment to fostering a culture of collaboration, accountability and continuous improvement within the team. Her ability to inspire and motivate team members, coupled with her vision, has been instrumental in achieving organisational goals and objectives are truly commendable. Throughout her tenure, Mrs. Bajoria has maintained the highest level of professionalism, integrity and dedication to their role. She has consistently exhibited strong ethical values.

Ms. Neelam Bajoria

Promoter & Executive Director

AMAN BAJORIA is a Director of the Company, overseeing its operations and marketing functions. He holds a Bachelor's degree in Mechanical Engineering from the University of Birmingham. His academic background provides a technical and analytical foundation for his role in operational management and business development.

In his capacity as Director, Mr. Bajoria focuses on coordinating day-to-day operations, improving processes and aligning operational priorities with the Company's business objectives. His role combines technical understanding with a practical approach to planning, resource utilisation and collaboration across teams.

Mr. Bajoria also oversees the Company's marketing activities, focusing on brand visibility, customer engagement and market development. Through his responsibilities across operations and marketing, he works to align the Company's capabilities with customer needs and support its long-term growth.

Aman Bajoria

Non-Executive Director

Ms. CHETNA GUPTA holds Bachelor of Business Administration degree from Rajasthan University in 2008 has completed her Company Secretary qualification from the Institute of Company Secretaries of India, LLB from Rajasthan University. She has also passed her Social Auditor examination in 2023 and have depth experience and perspective that would be of great assistance to the board in its strategic deliberations, risk assessment and performance evaluation. Ms. Chetna is the founder of Chetna Gupta & Associates is a professional firm focused on corporate laws, registered as a practicing company secretaries' firm with the Institute of Company Secretaries of India (ICSI), whose constant endeavour is to craft a premier professional practice providing high-quality services and integrating value added knowledge for its people, clients and society as a whole.

Chetna Gupta

Non-Executive, Independent Director

Ms. SURUCHI JAIN VIRENDRA KUMAR JAIN is the Company Secretary qualification from the Institute of Company Secretaries of India. Mrs. Jain has served as the Senior Associate of Intertrustviteos Corporate and Fund Services Private Limited from 2020 to 2024. Her professional experience includes adept handling of secretarial compliances, orchestrating AGMs and ensuring compliance with relevant laws and regulations. Her indepth experience and perspective would be of great assistance to the Board in its strategic deliberations, risk assessment of the company. She has seven years of experience in the field of Corporate Law Advisory, Regulatory Compliances, Corporate Secretarial Matters and Due Diligence Services.

SURUCHI JAIN VIRENDRA KUMAR JAIN

Non-Executive, Independent Director

ARC INSULATION & INSULATORS LIMITED
Registered Office- VILLAGE RAMDEVPUR, PO- BAWALI BISHNUPUR2,
24 PARGANAS SOUTH,BISHNUPUR, Bawali, South 24 Parganas, Budge Budge - II, West Bengal, India, 700137
Phone Number- 9748708809
E-Mail- CS@ARCINSULATIONS.COM
CIN- L18109WB2008PLC129263

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 18th Annual General Meeting **("AGM")** of the members of ARC Insulation & Insulators Limited will be held on Wednesday, the 30th day of September, 2026 at 11:30 A.M. IST through **Video Conferencing ("VC")/ other audio-visual means ("OAVM")** to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and Auditors thereon. (Ordinary Resolution).

2. To re-appoint a Director in place of Ms. Neelam Bajoria (DIN: 02250051) who retires by rotation and being eligible, offers herself for re-appointment (Ordinary Resolution).

SPECIAL BUSINESS:

3. Regularization of Additional Director Mr. Aman Bajoria (DIN: 11391711) as the Director of the Company:

To consider appointment of Mr. Aman Bajoria (DIN: 11391711) as director and if thought fit, to pass with or without modifications, the following resolution as ordinary resolution:

"**RESOLVED THAT** pursuant to Section 152, 161 and other applicable provisions (including any modification or re-enactment thereof for the time being in force), Rules made thereunder and Article of Association of the Company, Mr. Aman Bajoria (DIN: 11391711), who was appointed as an Additional Director by the Board of Directors with effect from November 29, 2025 and who holds office upto the date of this Annual General Meeting, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT any one Director of the Company be and is hereby authorised severally to do all acts including filing Forms to Registrar of Companies and to take all such steps as may be necessary, proper or expedient to give effect to the foregoing resolution."

BY ORDER OF THE BOARD OF DIRECTORS

For ARC INSULATION & INSULATORS LIMITED

PLACE: KOLKATA
DATE: 07.09.2026

MANISH BAJORIA
MANAGING DIRECTOR
DIN: 02203237

Notes:

1. The Ministry of Corporate Affairs ("MCA") has, vide its General Circular No. 03/2025 dated September 22, 2025 read with circulars issued earlier on the subject ('MCA Circulars'), has permitted companies to conduct their AGMs through, Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without physical presence of the shareholders at a common venue. In accordance with the MCA Circulars and applicable provisions of the Companies Act, 2013 ("Act") read with Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations"), the 18th AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the Corporate office of the Company at Primarc Chambers, 1839 Laskarhat Road, Eastern Metropolitan Bypass, Kolkata- 700039

2. In terms of Section 152 of the Act, Ms. Neelam Bajoria (DIN: 02250051), retires by rotation at this AGM and being eligible, offers herself for re-appointment. Save and except the above, none of the Directors / Key Managerial Personnel of the Company / their relatives was, in any way, concerned or interested, financially or otherwise, except in the Business set out under Item Nos. 2 & 3 of this Notice.

3. Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself / herself and the proxy need not be a member of the Company. Since this AGM is being held through VC / OAVM pursuant to the MCA Circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence, the Proxy Form and Attendance Slip are not annexed hereto.

4. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act will be available for inspection in electronic mode by the Shareholders during the AGM. All the documents referred to in the Notice and Explanatory Statement will also be available for inspection through electronic mode by the Shareholders from the date of circulation of this Notice up to the date of AGM. Shareholders seeking to inspect such documents can send an email from their registered e-mail id to cs@arcinsulations.com mentioning their name, PAN, Folio No./Client ID and DP ID. Inspection shall be provided during the business hours of the Company.

5. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the LODR Regulations, MCA Circulars and SEBI Circulars in relation to e-Voting facility provided by entities, the Company will provide facility of remote e-Voting to its Shareholders in respect of the business to be transacted at the AGM. The Exchange has engaged the services of National Securities Depository Limited ('NSDL') for facilitating participation through VC/OAVM and providing facility of remote e-Voting and e-Voting facility at the AGM, as the authorized agency. The procedure for participating in the meeting through VC/OAVM is annexed to this Notice as Annexure.

6. Since the AGM is being held through VC/OAVM, physical attendance of Shareholders has been dispensed with. Accordingly, the facility for appointment of proxies by the Shareholders is not available. The proxy form as well as the attendance slips are therefore not annexed to this Notice.

7. Since the AGM will be held through VC/OAVM, the Route Map and Landmark for the AGM venue do not apply, and hence the same is not annexed to this Notice. The proceedings of the AGM of the Company will be deemed to be conducted at the Corporate Office of the Company at Primarc Chambers, 1839 Laskarhat Road, Eastern Metropolitian Bypass, Kolkata - 700039.

8. Shareholders whose names appear in the Register of Members/List of Beneficial Owners as on Wednesday, September 23, 2026 ('Cut-Off Date') will be eligible to cast their vote electronically through Remote e-Voting facility provided by NSDL. The voting rights of Shareholders shall be in proportion to their share in the paid-up equity share capital of the Company. Shareholders attending the AGM and who have not cast their vote prior to

the AGM will be able to vote during the course of the AGM. The Remote e-Voting module shall be disabled by NSDL for voting thereafter. If a Shareholder has opted for Remote e-Voting prior to the AGM, he/she may attend the AGM, but shall not be entitled to cast his/her vote again.

9. Shareholders attending the AGM through VC/OAVM shall be counted for the purpose of determining the quorum under Section 103 of the Act.

10. In terms of the provisions of Section 152 of the Act, Ms. Neelam Bajoria (DIN: 02250051), Executive Director of the Company, retires by rotation at the Meeting. The Nomination and Remuneration Committee and the Board of Directors of the Company recommend their respective re-appointment and regularization of Mr. Aman Bajoria (DIN: 11391711), Director of the Company, is interested in the Ordinary Resolutions set out at Item Nos. 2 & 3, respectively, of this Notice concerning their re-appointment and regularization of Ms. Neelam Bajoria (DIN: 02250051) and Mr. Aman Bajoria (DIN: 11391711),respectively being related to Mr. Manish Bajoria (DIN: 02203237), Managing Director & CFO, may be deemed to be interested in the resolutions set out at Item Nos. 2 & 3 of this Notice. Save and except the above, none of the Directors / Key Managerial Personnel of the Company / their relatives was, in any way, concerned or interested, financially or otherwise, in the Special Business set out under Item No. 3 of this Notice.

11. Any Non-Individual Member or Member holding securities in physical form who acquires shares of the Company and becomes a Member of the Company after the dispatch of the Notice and holds shares as on the cut-off date i.e. 23rd September, 2026, may obtain the login details by registering for the e-voting facility of NSDL. However, if the Member is already registered with NSDL for e-voting, then the existing User ID and password can be used for remote e-voting.

Additionally, Individual Members holding shares in demat mode, who acquire shares of the Company and become a Member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. 23rd September, 2026 can register directly with the Depository/ their respective Depository Participant/s ("DPs") or through their demat account, to access e-voting page of NSDL, without having to register again with NSDL for participating in the e-voting process. The detailed process is laid down in the Instructions to remote e-voting and joining the Annual General Meeting hereinbelow.

12. In case of joint holders, the Shareholders whose name appears as the first holder in the order of names as per the Register of Members of the Company as on 23rd September, 2026 (cut-off date) will be entitled to vote at the AGM.

13. Corporate Members are encouraged to attend the AGM through their Authorised Representatives. They are requested to send by email a certified copy of the Board Resolution/ Power of Attorney authorising their representatives to attend and vote on their behalf in the Meeting at email :cs@arcinsulations.com

14. Details of Director retiring by rotation / seeking appointment/ re-appointment at this Meeting is provided in the "Annexure" to the Notice.

15. DESPATCH OF ANNUAL REPORT THROUGH ELECTRONIC MODE

In compliance with the MCA Circulars and Regulation 36(1)(a) of the Listing Regulations, Notice of the AGM along with the 18th Annual Report for the financial year 2025-26 is being sent only through electronic mode to those members whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories. Further, in compliance with Regulation 36(1)(b) of the Listing Regulations, a letter providing the web-link, including the exact path, where the Annual Report for the financial year 2025-26 is available, is being sent to those members whose e-mail address is not registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories.

Members may note that this Notice and Annual Report for the Financial Year 2025-26 will also be available on the Company's website at https://www.arcinsulations.com, websites of the Stock Exchanges, i.e., National Stock Exchange of India Limited at www.nseindia. com, respectively, and on the website of the Company's Registrar and Transfer Agent, Maashitla Securities Private Limited.

16. For receiving all communication (including Annual Report) from the Company electronically:

a. Members holding shares in dematerialised mode are requested to register/update their e-mail address with the relevant Depository Participant. National Securities Depository Limited ("NSDL") has provided a facility for registration/updation of e-mail address through the link: https://eservices.nsdl.com/kyc-attributes/#/login

b. Members holding shares in demat form may validate/ update their email address and other details with their respective Depository Participants.

17. Shareholders to intimate change in their details:
Shareholders are requested to intimate changes, if any, about their name, postal address, e-mail ID, telephone/mobile no., PAN, mandates, choice of nominations, power of attorney, bank details viz., name of the bank and branch details, bank account, MICR code, IFSC code, etc.

a. For shares held in electronic mode: to their DPs

b. For shares held in physical mode: to the Company/RTA in prescribed Form ISR-1 and other forms. [SEBI Master Circular No. SEBI/HO/MIRSD/SECFATF/P/CIR/2023/169 dated October 12, 2023]

18. Nomination Facility
The facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. [Section 72 of the Act]. If a shareholder desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form ISR-3 or SH-14 as the case may be. Shareholders are requested to submit the said details to their DP in case the shares are held by them in dematerialized form and to RTA (Maashitla Securities Private Limited) in case the shares are held in physical form.

19. Dematerialisation of Shares:

SEBI has mandated the Listed Companies to process service requests for issue of securities in dematerialised form only, subject to folio being KYC compliant. Accordingly, Members are requested to submit duly filled and signed Form ISR-4. [SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 7, 2024]

Request for issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/ folios; transmission and transposition.

Transfer, transmission and transposition of securities shall be effected only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company/RTA for assistance in this regard. [Regulation 40(1) of the SEBI Listing Regulations]

20. Members holding more than one physical folios in identical order of names are requested to submit Form ISR-4 along with requisite KYC documents and share certificates to the Company/RTA for consolidation of holdings in one folio. The consolidated share certificate will be issued in dematerialized form only.

21. Any member desirous of receiving any information/ clarification on Financial Statements or operations of the Company is requested to forward his/her queries to the Secretarial Department of the Company at email

: cs@arcinsulations.com at least 10 working days prior to AGM, so that required information can be made available at the AGM specifying his/her name along with Demat account details.

22. The Board of Directors has appointed Mr Navin Kothari, Proprietor, M/s. N.K & ASSOCIATES, Company Secretaries (Membership No. 5935, Certificate of Practice No. 3725)-voting process at AGM in a fair and transparent manner, and he has communicated his willingness to be appointed and will be available for the said purpose. The Scrutinizer's decision on the validity of the votes cast at the AGM shall be final.

23. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and prepare, within two working days of conclusion of AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairperson or a person authorized by him in writing.

24. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website https://www.arcinsulations.com and on the website of NSDL immediately after the result is declared and results shall also be communicated to the Stock Exchanges.

25. The Company has engaged the services of National Securities Depository Limited ("NSDL") for providing facility for voting through remote e-voting, participation in the AGM through VC/OAVM facility and e-voting during the AGM.

26. Shareholders may cast their votes on the electronic voting system from any place (remote e-voting). The remote e-voting period will commence at 09:00 A.M. (IST) on September 27, 2026 and will end at 05:00 P.M. (IST) on September 29, 2026. In addition, the facility for voting through the e-voting system shall also be made available during the AGM. Shareholders attending the AGM who have not cast their vote by remote e-voting shall be eligible to cast their vote through e-voting during the AGM. Members who have voted through remote e-voting shall be eligible to attend the AGM; however, they shall not be eligible to vote at the meeting.

27. SEBI, vide its Circulars issued during 2023, established a common Online Dispute Resolution Portal ('ODR Portal') for resolution of disputes arising in the Indian Securities Market. The regulatory norms regarding the same were consolidated vide SEBI Master Circular dated 11th August, 2023. Pursuant to the same, investors shall first take up a grievance with the Company directly, escalate the same through the SCORES Portal and if still not satisfied with the outcome after exhausting all available options, investors can initiate dispute resolution through the ODR Portal at https://smartodr.in/login .

THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:

The remote e-Voting period begins at 09:00 A.M. (IST) on September 27, 2026 and will end at 05:00 P.M. (IST) on September 29, 2026. The remote e-Voting module shall be disabled by NSDL for voting thereafter. The Shareholders, whose names appear in the Register of Members/Beneficial Owners as on the 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.

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

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

Step 1: Access to NSDL e-Voting system

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**"

	facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Shareholders facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Shareholders facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

Important note: Shareholders 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.

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

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

4. Your User ID details are given below :

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

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
   c) How to retrieve your 'initial password'?

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

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

6. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
7. Now, you will have to click on "Login" button.
8. After you click on the "Login" button, Home page of e-Voting will open.

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

How to cast your vote electronically and join Annual 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 Annual 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 Annual General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

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 kothari.navin@yahoo.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
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.: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager, NSDL at evoting@nsdl.com

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

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 https://www.arcinsulations.com.

2. In case shares are held in demat mode, please provide DPID-CLID (16digit 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 https://www.arcinsulations.com. If you are an Individual shareholder 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.com 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. Shareholders 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 SHAREHOLDERS 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" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

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

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

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

5. Members 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 Email : cs@arcinsulations.com. The same will be replied by the company suitably.

6. Members who would like to express their views/ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID/folio number, PAN and mobile number at Email : cs@arcinsulations.com. between 27th September, 2026 9:00 a.m. (IST) to 29th September, 2026 5:00 P.M. (IST).

   Only those Shareholders who have pre-registered themselves as a speaker will 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.

   Instructions for Shareholders/Members to Speak at the 18th AGM through NSDL e-Voting system:

   a) Shareholders who would like to speak during the meeting must register their request mentioning their name, demat account number/folio number, e-mail id, mobile number at Email : cs@arcinsulations.com on or before Sunday, September 27, 2026.

   b) Speakers will only be allowed to express their views/ ask questions on first come first served basis during the meeting. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

   c) Shareholders who would like to ask questions, shall send the same in advance mentioning their name, demat account number, e-mail, mobile number at Email : cs@arcinsulations.com. The same will be replied to by the Company suitably.

   d) Shareholders will get confirmation on first come first served basis depending upon the provision made by the Company.

   e) Shareholders will receive ‘speaking serial number’ once they mark attendance for the meeting. Shareholders are requested to speak only when Moderator of the meeting will announce the name and serial number for speaking.

   f) Please remember ‘speaking serial number’ and start your conversation with panelist by switching on audio of your device.

   g) Those Shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

Explanatory Statement
as required under Section 102 of the Companies Act, 2013

SPECIAL BUSINESS:

ITEM NO 3: REGULARIZATION OF ADDITIONAL DIRECTOR MR. AMAN BAJORIA (DIN: 11391711) AS THE NON-EXECUTIVE DIRECTOR OF THE COMPANY: (ORDINARY RESOLUTION)

Pursuant to the provisions of Section 152 , 161 and other applicable provisions of the Companies Act, 2013 the directors shall be appointed by the members in the General Meeting of the company. In view of the same, Mr. Aman Bajoria (DIN: 11391711) will be appointed by the members at the ensuing Annual General Meeting of the company.

The Company has received consent to act as a Director of the Company in Form DIR 2 and a declaration that he is not disqualified from being appointed as a Director of the Company in Form DIR 8.

AMAN BAJORIA is a Director of the Company, overseeing its operations and marketing functions. He holds a Bachelor's degree in Mechanical Engineering from the University of Birmingham. His academic background provides a technical and analytical foundation for his role in operational management and business development.

Mr. Bajoria focuses on coordinating operations, improving processes and aligning operational priorities with the Company's business objectives. His role combines technical understanding with a practical approach to planning, resource utilisation and collaboration across teams.

Mr. Bajoria also oversees the Company's marketing activities, focusing on brand visibility, customer engagement and market development. Through his responsibilities across operations and marketing, he works to align the Company's capabilities with customer needs and support its long-term growth.

Pursuant to the provisions of Section 152 of the Companies Act, 2013 the directors shall be appointed by the members through Ordinary Resolution in the General Meeting of the company. In view of the same, Mr. Aman Bajoria (DIN: 11391711) shall be appointed as Director by the members in the Annual General Meeting of the company.

Mr. Manish Bajoria (DIN: 02203237) – Managing Director of the company and Mrs. Neelam Bajoria (DIN: 02250051) are an interested directors since Mr. Aman Bajoria is son of Mr. Manish Bajoria and Mrs. Neelam Bajoria. None of the other Directors or Key Managerial Personnel of the Company, is in any way, concerned or interested, financially or otherwise, in the resolution.

BY ORDER OF THE BOARD OF DIRECTORS
FOR ARC INSULATION & INSULATORS LIMITED.

MANISH BAJORIA
Managing Director
DIN: 02203237

PLACE: KOLKATA
DATE: 07.09.2026

ANNEXURE- A FORMING PART OF AGM NOTICE.

Additional Disclosures as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2 on Directors seeking appointment/re-appointment are as under

Name of Director	**Aman Bajoria**
DIN	11391711
Date of Birth/Age	26.10.2000
Date of first appointment on the Board	29.11.2025
Qualifications	Bachelor's degree in Mechanical Engineering from the University of Birmingham.
Brief Profile and Experience	His academic background provides a technical and analytical foundation for his role in operational management and business development. In his capacity as Director, Mr. Bajoria focuses on coordinating day-to-day operations, improving processes and aligning operational priorities with the Company's business objectives. His role combines technical understanding with a practical approach to planning, resource utilisation and collaboration across teams. Mr. Bajoria also oversees the Company's marketing activities, focusing on brand visibility, customer engagement and market development. Through his responsibilities across operations and marketing, he works to align the Company's capabilities with customer needs and support its long-term growth.
Terms and Conditions of Re-appointment	He was appointed as Additional Non-Executive Director of the company on 29.11.2025. Liable to retire by rotatioin.
Nature of expertise in specific functional area/skills and capabilities	Mr. Bajoria possesses expertise in marketing and business development, with a focus on enhancing brand visibility, strengthening customer engagement and identifying opportunities for market development. He is involved in planning and overseeing the Company's marketing activities, aligning marketing initiatives with the Company's business objectives and customer requirements. His role includes understanding market trends, coordinating with internal teams and supporting strategies aimed at expanding the Company's market presence and building long-term customer relationships. His technical understanding, combined with a practical and business-oriented approach, enables him to effectively contribute to the Company's marketing and business development initiatives.
Details of Last drawn Remuneration for the FY 2025-26	26,20,900/-
Remuneration Proposed to be paid	NA
No. of Board meeting attended during FY 2025-26.	2
Listed entities from which the proposed appointee has resigned as Director in past 3 years.	NA
Other Directorships/Designated Partner	NA
Memberships / Chairmanships of committees of other companies	NA
Shareholding in the Company (including shareholding as a beneficial owner)	80,000

Inter-se relationship with other Directors and Key Managerial Personnel of the Company	Son of Mr. Manish Bajoria and Ms. Neelam Bajoria

BY ORDER OF THE BOARD OF DIRECTORS
For ARC INSULATION & INSULATORS LIMITED

SD/-
MANISH BAJORIA
MANAGING DIRECTOR
DIN: 02203237

PLACE: KOLKATA
DATE: 07.09.2026

BOARDS' REPORT

To
Dear Members,
ARC INSULATION & INSULATORS LIMITED

Our Directors have pleasure in presenting the 18th Annual Report of the Company together with the Audited Statement of Accounts and Auditors' Report thereon for the year ended 31st March, 2026.

01. FINANCIAL SUMMARY

(Rs. in Lacs)

PARTICULARS	2025-26	2024-25
Revenue From Operations	2086.86	3271.64
Other Income	84.93	43.68
Total Income	**2171.79**	**3315.32**
Less: Cost of materials consumed	1317.42	1704.49
Less: Changes in inventories	(118.44)	(118.44)
Less: Employee benefits expense	297.87	159.17
Less: Finance costs	18.27	41.91
Less: Depreciation and Amortisation expense	101.33	92.63
Less: Other expenses	277.02	276.27
Total Expenses	**1893.48**	**2155.88**
Exceptional Items	0.00	0.00
Profit/(Loss) before taxation	**278.31**	1159.44
Current tax	83.37	299.96
Deferred tax	(13.26)	(9.12)
Income tax related to earlier years	22.70	0.00
Profit/(Loss) after tax	**185.51**	**868.60**
Add: Share of Profit / (Loss) for the period from Associate	0.00	0.00
Profit / (Loss) for the period	**185.51**	-
Earnings Per Share (Rs. 10/- each)	-	-
Basic (in Rs.)	2.05	12.32
Diluted (in Rs.)	2.05	12.32

02.Change in Nature of Business, if any:

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

03. REVIEW OF OPERATIONS AND AFFAIRS OF THE COMPANY:

The Company is engaged in the business of manufacturing of Glass Fiber Reinforced Polymers (GFRP) and composite products.

The Company's performance is as under:

- Revenue from operations stood at Rs. 20,86,86,000/-
- Profit for the year stood at Rs. 1,85,51,000 /-
- Earnings per share was Rs. 2.05 /-

04. INITIAL PUBLIC OFFER:

During the year, pursuant to the Initial Public Offering ("IPO") of ARC INSULATION & INSULATORS LIMITED ("Company"), which opened for subscription on 32,95,000 equity shares of face value of Rs. 10 each to the respective applicants in the various categories as approved in consultation with the authorized representative of the Designated Stock Exchange viz. National Stock Exchange of India Limited, and such allottees received credit for the Equity Shares directly into their depository account.

The below-mentioned table shows the Schedule for applications received and the allotment to the Applicants

Sr. No.	Category	No. of equity shares available for allotment	Valid Shares received	Equity shares allotted	Issue Price	Total Allotment (Amount in Rs.)
1.	Qualified Institutional Buyers-Anchor Investors	937000	1240000	937000	125	117125000
2.	Qualified Institutional Buyers-Mutual Funds and Others	626000	9443000	626000	125	78250000
3.	Non-institutional Investors	471000	12480000	471000	125	58875000
4.	Retail	1096000	18854000	1096000	125	137000000
5.	Market maker	165000	165000	165000	125	20625000
	Total	3295000	42182000	3295000	125	411875000

05. LISTING OF SHARES ON SME PLATFORM OF NSE LIMITED

During the financial year 2025-26, ARC Insulation & Insulators Limited has successfully listed its equity shares on the SME Platform of NSE Limited on August 29, 2025. This significant milestone marks a new chapter in the Company's growth journey, providing it with enhanced visibility and access to a broader investor base.

06. UTILIZATION OF FUNDS

The details of Utilization of funds from IPO are as follows:

Amt in Rs. (lakhs)

Particulars	Amount as proposed in the Offer Document (Net of Issue expenses)	Amount utilised	Total un-utilised amount
		Till March 31, 2026	
Capital Expenditure	815.67	316.69	498.98
Working Capital Requirements	1634.61	658.34	976.27
General Corporate Purpose	293.82	-	293.82
Purchase of New Office Space	305.64	297.19	8.45
Debt repayment	118.30	118.30	-
Total	**3168.04**	**1390.52**	**1777.52**

Out of Net IPO proceeds which were unutilized as at March 31, 2026, INR 1777.52 lakhs are temporarily invested in fixed deposit maintain with Bank.

07. CAPITAL STRUCTURE OF THE COMPANY

The authorized share capital of the Company as on 31st March, 2026 is Rs. 15,00,00,000/- divided into 1,50,00,000 equity shares of Rs. 10 each. The issued, subscribed, and paid-up share capital as on 31st March,2026 is Rs. 10,29,73,800/- divided into 1,02,97,380 equity shares of Rs. 10 each. Pursuant to the Initial Public Offer of Equity Shares by the Company, the Board of Directors, has allotted total 32,95,000 Equity Shares Rs. 10/- each to the successful allottees, whose list have been finalized by the Company, the Registrar to the issue and merchant banker in consultation with National Stock Exchange of India Limited.

08. TRANSFER TO RESERVES

During the financial year under review, no amount was transferred to reserves.

09. DIVIDEND

In view of the planned business growth, your Directors deem it proper to preserve the resources of the Company for its activities and therefore do not propose any dividend for the financial year ended March 31, 2026.

10. WEB LINK OF ANNUAL RETURN, IF ANY:

The Annual Return of the Company as on March 31, 2026 is available on the Company's website and can be accessed at https://www.arcinsulations.com

11. COMPLIANCE WITH SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

The Company has complied with the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the applicable Master Directions, circulars and guidelines issued by the Securities and Exchange Board of India during the financial year under review, **except for certain instances of non-compliance, which have been disclosed in the Secretarial Audit Report**.

12. PUBLIC DEPOSITS

The Company has not invited/accepted any Deposit within the meaning of Chapter V of the Companies Act, 2013. Hence, there are no particulars to report about the deposit falling under Rule 8 (5) (v) and (vi) of the Companies (Accounts) Rules, 2014.

13. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

There has been change in the Constitution of the Board during the year under review.

I.) Appointment of Mr. Aman Bajoria (DIN: 11391711):

The Board of Directors of the Company ("the Board"), at its meeting held on 29th November, 2025, appointed Mr. Aman Bajoria (DIN: 11391711) as an Additional Director (Non-Executive) of the Company. The said appointment shall be approved by the Members of the Company at the ensuing Annual General Meeting.

II.) Resignation of Ashish Bajoria (DIN: 10661463 **from the Position of Non-Executive Director:**

Ashish Bajoria (DIN: 10661463) resigned as Non-Executive Director w.e.f November 30, 2025 after the closure of Business Hours.

III.) Resignation of Shraddha Dhacholia as Company Secretary & Compliance Officer (KMP):

Shraddha Dhacholia (F11105) resigned from the position of Company Secretary & Compliance Officer w.e.f 30th November, 2025.

IV.) DIRECTOR RETIRE BY ROTATION:

Pursuant to the provisions of Section 152(6) of the Companies Act, 2013 Ms. Neelam Bajoria (DIN: 02250051) will retire by rotation at the ensuing Annual General Meeting and being eligible, offers herself for re-appointment. The Board has recommended their Re- appointment.

V.) KEY MANAGERIAL PERSONNEL (KMP)

The Company is having the following Key Managerial Personnel during the year:

Name	Designation
Mr. Manish Bajoria	Managing Director
Mr. Manish Bajoria	Chief Financial Officer
Ms. Shraddha Dhacholia	Company Secretary and Compliance Officer (Resigned w.e.f. 30.11.2025)

14. MAJOR EVENTS OCCURRED DURING THE YEAR:

ARC Insulation & Insulators Limited has successfully listed its equity shares on the SME Platform of NSE Limited on August 29, 2025.

15. CHANGE IN REGISTERED OFFICE:

The Board approved the updation in the existing registered office address, including correction of the PIN Code and District name – South 24 Parganas. The updated address was submitted to the statutory authorities and exchanges upon completion of necessary formalities.

16. CREDIT RATING OF SECURITIES :

During the financial year under review, the Company has not taken or issued any unsupported bank borrowings or plain vanilla bonds or any debt instruments, and neither has obtained any credit rating from credit rating agencies.

17. TRANSFER TO INVESTOR EDUCATION AND PROTECTION FUND:

During the financial year under review, the Company was not required to transfer any funds or equity shares to the Investor Education and Protection Fund (IEPF) pursuant to the provisions of Section 125 of the Companies Act, 2013. The Company also does not have any unclaimed dividend pending transfer to the Unpaid Dividend Account.

18. CODES OF CONDUCT OF BUSINESS PRINCIPLES & ETHICS AND PREVENTION OF INSIDER TRADING AND OTHER CODES /POLICIES:

Your Directors are pleased to report that your Company has Complied with the:

1. Dividend Distribution Policy https://www.arcinsulations.com
2. Code of Business Principles and Conduct;
3. Code of Prevention of Insider Trading in Global securities by the designated persons (insider) (as amended from time to time);
4. Code for Vigil Mechanism - Whistle Blower Policy;
5. Code for Independent Directors;
6. Corporate Social Responsibility Policy;
7. Policy on Document Preservations (Regulation 9 of the SEBI (LODR) Regulations, 2015);
8. Policy for determining of 'material' Subsidiary (Regulation 16 of the SEBI (_LODR) Regulations, 2015);
9. Policy on materiality of related party transaction/s and on dealing with related party transactions (Regulation 23 of the SEBI (LODR) Regulations, 2015); and
10. Policy for determination of materiality based on specified criteria and accordingly, grants authorization for determination of materiality of events (Regulation 30 of the SEBI (LODR) Regulations, 2015). The aforesaid code(s) and policy(ies) are posted and available on the Company's website https://www.arcinsulations.com

19. MEETINGS OF THE BOARD OF DIRECTORS

During the financial year ended 31st March, 2026, 14 (fourteen) Board Meetings of the Board of Directors of the Company were held on 21.04.2025, 16.06.2025, 18.06.2025, 06.08.2025, 07.08.2025, 12.08.2025, 16.08.2025, 18.08.2025, 26.08.2025, 10.10.2025, 17.11.2025, 29.11.2025, 01.12.2025 and 20.02.2026. The Company has observed the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding meeting of Board of Directors and that the time gap between two consecutive board meetings was not more than one hundred and twenty days. The necessary quorum was present in all the meeting as follow:

S. No.	Date of Board Meeting	No. of Directors Eligible	No. of Directors attended the Meeting
1	21.04.2025	5	4
2	16.06.2025	5	3
3	18.06.2025	5	4
4	06.08.2025	5	5
5	07.08.2025	5	2
6	12.08.2025	5	3
7	16.08.2025	5	3
8	18.08.2025	5	3
9	26.08.2025	5	3
10	10.10.2025	5	2
11	17.11.2025	5	4
12	29.11.2025	5	2
13	01.12.2025	5	3
14	20.02.2026	5	3

20. AUDIT COMMITEE- SECTION 177 OF THE COMPANIES ACT, 2013

The primary objective of the Committee is to monitor and provide effective supervision of the management's financial reporting process, to ensure accurate and timely disclosures, with the highest level of transparency, integrity and quality of financial reporting. The Audit Committee Charter is available on the website of the company. The Committee comprises 3 Directors, and the Chairman is an Independent Director. The Composition of the Committee as on 31st March 2026 and attendance of the members is given hereunder:

S.No.	Name	Nature of membership	Nature of directorship
1	Ms. Chetna Gupta	Chairperson	Independent Director
2	Ms. Suruchi Jain Virendra Kumar Jain	Member	Independent Director
3	Mr. Manish Bajoria	Member	Managing Director

During the year ended March 31, 2026, 5 (five) Audit Committee Meetings were held on 18.06.2025, 06.08.2025, 18.08.2025, 17.11.2025 and 20.02.2026

S.No.	Date of Audit Committee Meeting	No. of Directors Eligible	No. of Directors attended the Meeting
1	18.06.2025	4	3
2	06.08.2025	4	4
3	18.08.2025	4	3
4	17.11.2025	4	3
5	20.02.2026	3	3

21. NOMINATION AND REMUNERATION COMMITTEE - SECTION 178 OF THE COMPANIES ACT, 2013

The Nomination & Remuneration Committee comprises 3 Non-Executive Directors and the Chairperson is an Independent Director. The Composition of the Committee as on 31st March 2026 and attendance of the members is given hereunder:

S.No.	Name	Nature of membership	Nature of directorship
1	Mr. Aman Bajoria	Chairperson	Non-Executive Director
2	Ms Suruchi Jain Virendra Kumar Jain	Member	Independent Director
3	Ms. Chetna Gupta Aman Bajoria	Member	Independent Director

During the year ended March 31, 2026, 3 (three) Nomination and Remuneration Committee Meetings were held.

S.No.	Date of Nomination and Remuneration Committee Meeting	No. of Directors Eligible	No. of Directors attended the Meeting
1	18.09.2025	3	2
2	29.11.2025	3	2
3	01.12.2025	3	2

22. STAKEHOLDERS RELATIONSHIP COMMITTEE - SECTION 178 OF THE COMPANIES ACT, 2013

The Committee comprises 3 Directors, and the Chairman is a Non-Executive Director. The Composition of the Committee as on 31st March 2026 and the attendance of the members are given hereunder:

S.No.	Name	Nature of membership	Nature of directorship
1	Ashish Bajoria/Aman Bajoria*	Chairman	Non-Executive Director
2	Manish Bajoria	Member	Managing Director
2	Ms. Suruchi Jain Virendra Kumar Jain	Member	Independent Director

*Mr. Aman Bajoria was appointed on 29.11.2025 and Mr. Ashish Bajoria ceased on 30.11.2025.

During the year ended March 31, 2026, 1 (one) Stakeholders Relationship Committee Meeting was held.

S.No.	Date of Stakeholders Relationship Committee Meeting	No. of Directors Eligible	No. of Directors attended the Meeting
1	17.11.2025	3	3

23. COMPANY'S POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION

The Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee, has formulated the Nomination and Remuneration Policy, which contains the matters with regard to criteria for appointment of Directors and determining Directors' independence and policy on remuneration for Directors, and other employees, and the same is placed at the Company's website https://www.arcinsulations.com

24. DECLARATION BY INDEPENDENT DIRECTORS

Independent Directors of the Company have given a declaration to the effect that they meet the criteria of independence as provided under Section 149(7) of the Companies Act, 2013 and under Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. In the opinion of the Board, the Independent Directors of the Company are persons of integrity and possess the expertise and experience required to discharge their duties effectively.

25. PARTICULARS OF EMPLOYEES

There are no employees getting salary in excess of the limit as specified under the provisions of Section 134 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 throughout or part of the financial year under review. The Disclosure required under the provisions of Section 197 of the Act read with Rule 5 (1) & Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed to this report as **Annexure 3.**

26. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors of the Company confirms that it has-

(a) Followed in the preparation of the Annual Accounts the applicable accounting standards with proper explanations relating to material departures if any;

(b) Selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent to give a true and fair view of the state of affairs of your Company as at the end of the financial year and of the profit & Loss of your Company for that period;

(c) Taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of your Company and for preventing and detecting fraud and other irregularities;

(d) Prepared the annual financial statements on a going concern basis;

(e) Laid down internal financial controls to be followed by your Company and that such internal financial controls were adequate and operating effectively;

(f) Devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

27. MATERIAL CHANGES AND COMMITMENTS

There are no material changes and commitments, affecting the financial position of the Company between the end of the financial year of the company to which the financial statements relate and the date of the report.

28. SUBSIDIARY, ASSOCIATE AND JOINT VENTURE

The Company does not have any Subsidiary or Joint Venture or Associate. Thus, the requirement of annexing Form AOC-1 is not applicable to the Company.

29. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES (SECTION 188):

All related party transactions that were entered into during the period under review were on an arm's length basis and were in the ordinary course of business. There are no material related party transactions made by the Company with any related parties of the Company. Hence, no details are required to be provided in Form AOC-2 prescribed under clause (h) of sub-section (3) of section 134 of the Act and Rule 8 (2) of the Companies (Accounts) Rules, 2014 however, all the related party transactions undertaken by the Company during the period under review are disclosed under Notes to the Financial Statements of the Company.

Policy on RPTs and dealing with RPTs has been formulated and may be accessed from the Company's website https://www.arcinsulations.com

30. VIGIL MECHANISM

The Company has in place a Whistle Blower Policy incorporating the provisions relating to Vigil Mechanism in terms of Section 177 of the Companies Act, 2013 and Regulation 22 of SEBI Listing Regulations, 2015, which provide adequate safeguards against victimisation of employees/directors who avail of the mechanism and also provide for direct access to the Chairman of the Committee in exceptional cases. The policy has been posted on the Company's website https://www.arcinsulations.com. Your Company is committed to adhering to the highest possible standards of ethical, moral and legal business conduct and to open communication and to provide necessary safeguards for protection of employees from victimization, for whistle blowing in good faith.

31. POLICY ON DISCLOSURE OF MATERIALITY:

The Company has adopted the policy as required under SEBI (LODR) Regulations, 2015.

32. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS:

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are provided in the Notes to Financial Statements.

33. RISK MANAGEMENT

The Board of Directors of the Company has developed and implemented a risk management policy for the Company including identification therein of elements of risk, which, in the opinion of the Board, may threaten the existence of the Company, and the same can be accessed at https://www.arcinsulations.com

34. ADEQUACY OF INTERNAL FINANCIAL CONTROL WITH REFERENCE TO FINANCIAL STATEMENT

The Company has in place adequate internal financial controls with reference to financial statements commensurate with its size and operations to be followed by the Company. During the year under review, such controls were tested and no reportable material weaknesses in the design or operation were observed.

35. DETAILS OF SIGNIFICANT AND MATERIAL ORDER PASSED BY THE TRIBUNALS, REGULATORS AND COURT

There are no significant material orders passed by the Regulators, Tribunal or Courts which would impact the going concern status of the Company and its future operations.

36. CORPORATE SOCIAL RESPONSIBILITY:

As the provisions of Section 135 of the Companies Act, 2013 apply to it. The Company has formulated or implemented a Corporate Social Responsibility (CSR) policy.
The Company has approved CSR policy and also constituted a Corporate Social Responsibility Committee. The manner in which the amount is spent during the financial year is disclosed in **Annexure 2**.

37. DETAILS OF APPLICATION /PROCEEDINGS PENDING UNDER IBC DURING YEAR ALONG WITH STATUS AT THE END OF THE FINANCIAL YEAR

During the period under review, no application/proceedings are pending under the Insolvency and Bankruptcy Code, 2016.

38. DETAILS OF DIFFERENCE BETWEEN VALUATION DONE AT ONE TIME SETTLEMENT AND VALUATION DONE WHILE TAKING LOAN:

There is no such case where valuation is required to be obtained by the Company.

39. DETAILS IN RESPECT OF FRAUD REPORTED BY AUDITORS UNDER SECTION 143(12) OTHER THAN THOSE WHICH ARE REPORTABLE TO CENTRAL GOVERNMENT:

The Statutory Auditor has not reported any incident of fraud committed in the Company by its Officers or Employees as per sub-section (12) of Section 143 of the Companies Act, 2013 during the financial year.

40. COMPLAINCE WITH SECRETARIAL STANDARD:

The Company is in compliance with the applicable secretarial standard issued by the Institute of Company Secretary of India and approved by Central Government under section 118(10) of the Act.

41. LISTING OF EQUITY SHARES:

The Company is a listed on August, 29, 2025 bearing the ISIN: INE0YDV01010 on the National Stock Exchange of India Limited ("NSE").

42. MAINTENANCE OF COST RECORDS UNDER SUB-SECTION (1) OF SECTION 148 OF THE COMPANIES ACT, 2013:

The Company is not required to maintain cost records in terms of Section 148(1) of the Act read with the Companies (Cost Records and Audit) Rules, 2014.

43. AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE:

Corporate Governance Report under Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 is not applicable to our company as our company is claiming exemption under Regulation 15 (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Corporate Governance provisions shall not apply to (i) the listed entity having paid up Equity share capital not exceeding rupees 10 Crores and net worth not exceeding rupees 25 Crores, as on the last day of previous financial year, and; (ii) Company Listed in SME Platform; so it is exempted under Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

44. MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT:

Management's Discussion and Analysis Report for the year under review, as stipulated under Schedule V (B) of Regulation 34 (2) (e) of SEBI (Listing Obligations & Disclosure Requirements)Regulations, 2015, is appended as **Annexure 1** to this report.

45. AUDITORS:

I). STATUTORY AUDITOR:

M/s. Jay Gupta & Associates, Chartered Accountants, were appointed as the Statutory Auditors of the Company to hold office for a period of 5 (Five) consecutive financial years, from the conclusion of 17th Annual General Meeting of the Company until the conclusion of the 21st Annual General Meeting of the Company to be held in the year 2030.

II). SECRETARIAL AUDITOR:

In terms of Section 204 of the Act and the rules made thereunder, M/s. N.K. & Associates, Practicing Company Secretary, have been appointed as the Secretarial Auditor of the Company. The report of the Secretarial Auditor is enclosed as **Annexure 4** to this report, and the comments of the Board of Directors are in **Annexure 5.**

III). INTERNAL AUDITOR:

In terms of Section 138 of the Act and Rule 13 of the Companies (Accounts) Rules 2014 made there under, Mr. Vineet Kedia, Chartered Accountant have been appointed as the Internal Auditor of the Company.

46. BOARD'S COMMENT ON THE AUDITORS' REPORT:

I). STATUTORY AUDITOR REPORT:

With regard to the observation of the Statutory Auditors concerning non-utilisation of the prescribed **2% of the average net profits of the Company, computed in accordance with Section 198 of the Companies Act, 2013, towards Corporate Social Responsibility (CSR) expenditure for the financial year 2025-26** as at the date of issuance of the Auditor's Report, the Board of Directors states that the Company subsequently fulfilled its CSR obligation by incurring the requisite CSR expenditure after the issuance of the Auditor's Report. The details of the CSR expenditure incurred by the Company are disclosed in **Annexure 2** forming part of this Report.

II). SECRETARIAL AUDITOR REPORT:

The report given by the Secretarial Auditor pursuant to Section 204(1) of the Companies Act, 2013 and management has taken note of the comments/observations given by the Secretarial Auditor and, to duly comply with the same, is enclosed to this report in **Annexure 5.**

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

A. Conservation of Energy, Technology Absorption

Conservation of energy is of utmost significance to the Company. Operations of the Company are not energy intensive. However, every effort is made to ensure optimum use of energy by using energy-efficient computers,

processes and other office equipment. Constant efforts are made through regular/ preventive maintenance and upkeep of existing electrical equipment to minimise breakdowns and loss of energy.

The company is continuously making efforts for induction of innovative technologies and techniques required for the business activities.
Steps taken by company for utilizing alternate sources of energy – NIL
Capital investment on energy conservation equipment – NIL

B. Foreign Exchange earnings and outgo

Earnings	NIL
Outgo	NIL

There have been no foreign exchange earnings and outgo during the year under review.

48. PERFORMANCE EVALUATION:

The Company has framed the criteria for performance evaluation of Independent Directors, the Board, the Board Committees and other individual Directors. criteria for performance evaluation of the Chairman & Managing Director, Executive Director and Non-Independent Director have also been framed.

The criteria for performance evaluation of Directors among others includes factors such as preparation, participation, engagement, personality and conduct, value addition, strategic planning and vision, team spirit and consensus building, leadership quality, understanding and focus on key business issues, independent thinking and judgment, quality of analysis, experience and business wisdom, management qualities, awareness, motivation, integrity, ethics and receptivity. The criteria for evaluating the Board's functioning/effectiveness inter alia include its structure, strategic review, business performance review, internal controls, processes and procedures.

On the basis of the criteria framed, a process was followed by the Board for evaluating the performance of individual Directors, its own performance and its Committees. The Nomination and Remuneration Committee also evaluated the performance of every individual Director. The Independent Directors in their separate Meeting also carried out the performance evaluation of the Managing Director, Executive Director and Non-Executive Director as well as the Board of the Company. The Directors expressed overall satisfaction with the performance and functioning of the Board, its Committees and the Directors.

49. DISCLOSURE FOR COMPLIANCE WITH OTHER STATUTORY LAWS:

a. SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The company has complied with provisions relating to the constitution of internal complaints committee under the sexual harassment of women at workplace (prevention, prohibition and redressal) Act, 2013.

The Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 did not receive any Complaints during the financial year 2025-26.

Particulars	Cases
(i) Number of Sexual Harassment Complaints received during the year	0
(ii) Number of Sexual Harassment Complaints disposed off during the year	0
(iii) Number of Sexual Harassment Complaints beyond 90 days.	0

b. MATERNITY BENEFITS ACT, 1961:

The provisions of the Maternity Benefit Act, 1961, have been complied with during the financial year under review.

GENDER-WISE COMPOSITION OF EMPLOYEES

In alignment with the principles of diversity, equity, and inclusion (DEI), the Company discloses below the gender composition of its workforce as on 31st March, 2026:

Particulars	Status
(a) Number of Male Employees	108
(b) Number of Female Employees	0
(c) Number of Transgender Employees	0

50. GREEN INITIATIVES & ACKNOWLEDGEMENT AND OTHERS

As a responsible corporate citizen, the Company supports the 'Green Initiative' undertaken by the Ministry of Corporate Affairs, Government of India, enabling electronic delivery of documents including the Annual Report etc. to Members at their e-mail address registered with the Depository Participants ("DPs") and RTAs. To support the 'Green Initiative', Your Directors wish to place on record their appreciation for the committed services and the hard work put in by all employees of the Company during the year under review. The Board gratefully acknowledges the valuable guidance and co-operation received from financial institutions, banks and Government authorities. The Board also places its deep sense of appreciation to all the shareholders and investors for the trust reposed by them in the Company.

OTHERS: Key Financial Ratio

Key Financial Ratios for the financial year ended March 31, 2026, are provided in the Note No. 28 of Financial Statement.

On behalf of the Board of Directors
For ARC INSULATION & INSULATORS LIMITED

	SD/-	**SD/-**
	MANISH BAJORIA	**NEELAM BAJORIA**
Place: Kolkata	**Managing Director**	**Director**
Date: 07.09.2026	**DIN: 02203237**	**DIN: 02250051**

Annexure 1

MANAGEMENT DISCUSSION & ANALYSIS REPORT

GLOBAL ECONOMY

The global GFRP rebar market was valued at approximately $1 billion in 2024 and is expected to grow at a compound annual growth rate (CAGR) of 8-10% over the next decade. This growth is being driven by several converging factors that are reshaping how the world approaches construction reinforcement.

The Asia-Pacific region has emerged as the fastest-growing market for GFRP rebar, fueled by massive infrastructure spending across countries like India, China, and Southeast Asian nations. Key drivers include unprecedented government infrastructure spending, growing sustainability mandates that favor non-corrosive materials, rising steel costs and supply chain volatility, and increasing awareness of lifecycle cost advantages over traditional steel reinforcement.

As governments worldwide push for greener construction practices and longer-lasting infrastructure, GFRP rebar is positioned to capture an increasingly significant share of the reinforcement market. India, with its unique combination of massive infrastructure needs and challenging environmental conditions, stands at the forefront of this transformation.

INDIAN ECONOMY

India's infrastructure is booming, and so is the demand for advanced construction materials. As the nation embarks on one of the largest infrastructure build-outs in history, the need for durable, corrosion-resistant reinforcement has never been greater. The global GFRP (Glass Fiber Reinforced Polymer) rebar market is projected to grow from approximately $1 billion in 2025 to a staggering $2.9 billion by 2035, with India emerging as one of the fastest-growing markets in this space. This blog explores the key trends, growth drivers, and opportunities shaping India's GFRP rebar market in 2026 and beyond.

India's Infrastructure Boom: The Perfect Storm for GFRP India is witnessing an unprecedented infrastructure boom that creates the perfect conditions for GFRP rebar adoption. The scale of investment and construction activity is staggering, with multiple flagship programs running simultaneously across the country.

The National Infrastructure Pipeline (NIP) represents an investment of Rs 111 lakh crore (approximately $1.4 trillion) across various sectors including roads, railways, urban infrastructure, and power. This massive allocation ensures sustained demand for construction materials over the coming decades.

The Bharatmala Pariyojana program aims to construct 35,000 km of highways, including economic corridors, inter-corridors, and feeder routes. Many of these highways pass through coastal and high-humidity zones where corrosion-resistant GFRP rebar offers clear advantages over traditional steel.

The Sagarmala Project focuses on port modernization and coastal road development, creating infrastructure in some of the most corrosion-prone environments in the country. Similarly, the Smart Cities Mission is transforming 100 cities across India, requiring modern, durable infrastructure that can withstand decades of use with minimal maintenance. These projects collectively represent an enormous opportunity for GFRP rebar adoption in India.

Why India Needs GFRP Rebar Now?

India's geography and climate present unique challenges that make GFRP rebar not just beneficial, but essential. With a 7,500 km coastline stretching from Gujarat to West Bengal, millions of structures face severe corrosion challenges from saltwater exposure and sea spray. Traditional steel rebar in these environments can begin corroding within 10-15 years, leading to costly repairs and structural failures.

India's tropical climate accelerates steel degradation significantly. High humidity regions such as Kerala, Goa, and coastal Karnataka are losing structures to corrosion at an alarming rate. Bridges, seawalls, residential buildings, and commercial complexes in these areas require frequent and expensive maintenance when reinforced with traditional steel rebar.

Even India's desert regions face reinforcement challenges. Rajasthan and Gujarat experience alkali-silica reaction (ASR) in concrete, which can damage steel rebar from within. GFRP rebar, being chemically inert, is immune to both chloride-induced corrosion and alkali-silica reaction, making it the ideal reinforcement solution across India's diverse climate zones. For a deeper understanding of how GFRP performs in harsh environments, read our guide on GFRP rebar in bridge and marine construction.

Key Growth Sectors in India

Several sectors in India are driving the demand for GFRP rebar, each with unique requirements that align perfectly with the material's properties.

Coastal Highway Construction: With thousands of kilometers of coastal highways being built under Bharatmala and Sagarmala, the demand for corrosion-resistant reinforcement is surging. GFRP rebar's immunity to saltwater corrosion makes it the preferred choice for coastal road infrastructure, including bridges, culverts, and retaining walls.

Metro Rail Projects: Cities across India, including Mumbai, Kolkata, Delhi, Bangalore, Chennai, Hyderabad, and Pune, are expanding their metro networks. Underground metro tunnels and elevated corridors benefit from GFRP rebar's non-magnetic properties and corrosion resistance, especially in waterlogged or chemically aggressive soil conditions.

Water Treatment Infrastructure: India's push to provide clean water to every household under the Jal Jeevan Mission requires massive water treatment and distribution infrastructure. GFRP rebar is ideal for water treatment plants, reservoirs, and pipelines where exposure to chemicals and moisture makes steel vulnerable to rapid corrosion.

Smart City Developments: The 100 Smart Cities Mission demands modern infrastructure built to last. From intelligent traffic systems to underground utility corridors, GFRP rebar ensures that the foundational structures remain maintenance-free for decades.

Industrial Corridors: The Delhi-Mumbai Industrial Corridor (DMIC) and Chennai-Bangalore Industrial Corridor (CBIC) are creating world-class industrial infrastructure. Factories, warehouses, and logistics facilities in these corridors benefit from GFRP rebar's durability and reduced lifecycle costs.

Affordable Housing (PMAY): The Pradhan Mantri Awas Yojana aims to provide housing for all. Using GFRP rebar in affordable housing projects ensures long-term structural integrity, reducing the total cost of ownership for homeowners and reducing maintenance burden on housing societies.

Make in India: Domestic GFRP Manufacturing One of the most exciting developments in India's GFRP rebar market is the growth of domestic manufacturing capability. The Make in India initiative has catalyzed investment in advanced composite manufacturing, reducing the country's dependency on imported GFRP products and bringing costs down significantly.

Domestic manufacturing offers several advantages: reduced lead times, lower transportation costs, the ability to customize products for Indian construction practices, and better after-sales support. Indian manufacturers are now producing GFRP rebar that meets international quality standards while being competitively priced for the domestic market.

Our Company incorporated on September 10, 2008, specializes in the manufacturing and supply of Glass Fiber Reinforced Polymers ("GFRP")/Fiber Reinforced Polymers Products ("FRP") composite/constituency products which provides corrosion-resistant, tensile strength and insulating Glass Fiber Reinforced Polymer (GFRP) solutions which can be used as a substitute for steel bars/rebars. We produce dent-resistant, low thermal expansion, corrosion resistant, and insulating GFRP. Our offerings include GFRP Rebars, GFRP Granting Walkways, GFRP Pipelines, GFRP Tubes, GFRP Fencing for Transformers, GFRP Cable Trays, and other related products designed for industrial, energy and marine's sectors construction and industrial applications. In addition to our core business, the company acquired the ongoing business of our promoter, 'M/s ARC Insulation & Insulators,' a sole proprietorship, through a business transfer agreement dated June 01, 2009. Under our brand name "ARC", we supply our products for application in diverse industries including Infrastructure, Power, Cooling Tower, Chemical, Composite, Electrical Substation, Mining and others. For more information, please

refer to the section titled “History and Other Corporate Matters”

We have one manufacturing plant which is located at Ramdevpur Village, Parganas South (West Bengal) (“Manufacturing Facility”). Our Manufacturing Facility has separate seamless and welded divisions with latest products pecific equipment and machineries including Universal Testing Machine, Electronic Extensometer, GFRP Rock Bolt Making Machine, APC-2.01, Aluminium Casting Heater, 4-2 Boring Deptyhal etc. Further, we have a storage facility at our Manufacturing Facility for the purposes of holding inventories of raw material as well as finished products which ensures stability of operations.

ARC’s GFRP products offer significant cost savings through extended durability and present an environmentally friendly alternative with a reduced carbon footprint compared to traditional steel and concrete. We are committed to helping our clients create smarter and more sustainable infrastructure, aligning with the increasing demand for eco-conscious and circular solutions, thereby strengthening our position in the market.

We hold ISO 9001:2015 certification and as an ISO-certified organization, for the scope of design, manufacturing and supply of GFRP products and is equipped with Universal Testing Machine and other equipment to check the quality of our products as per the specifications of our customers. We have dedicated quality assurance team of 8 employees including professionals (Mechanical Engineers, Structural Design Engineers, Civil and Quality Engineers), which closely monitors the exceptional quality of our products throughout the production process.

Our basic raw material includes glass fibers and resins and we procure our raw materials based on market availability, pricing and quality through two main channels (i) domestic suppliers (ii) international suppliers from China, Thailand etc. The cost of materials consumed (including purchase of Raw materials and changes in inventory) by us in our operations accounted for 48.47%, 51.68%, and 65.42% of our revenue from operations for the financial year ended March 31, 2025, March 31, 2024, and 2023, respectively.

Spearheading our company's strategic direction and operational oversight are Mr. Manish Bajoria (Promoter and Managing Director) and Ms. Neelam Bajoria (Promoter and Executive Director), who are dedicated to steering the company towards sustainable success through comprehensive leadership and management which is the guiding force behind all the strategic decisions of our Company. Their knowledge about the industry and understanding also gives us the key competitive advantage enabling us to expand our customer presence in existing as well as target markets, while exploring new growth avenues. In the future, we plan to expand our export business to tap into new international markets, diversify our revenue streams, and strengthen our global presence. As a part of our marketing and promotional activity, we employ marketing techniques such as participation in Exhibitions like The World of Concrete India (WOC) in October 2024 and Indian Road Congress (IRC) Exhibition in November 2024, Assam in August 2024 for showcasing our products to a wide audience of buyers, both domestically and internationally. The exhibitions and advertisements give us a platform to exhibit our products.

Our Mission: To pioneer innovative composite material solutions that enable stronger, more durable and sustainable infrastructure and industrial assets.
Our Vision: To be a global leader in advanced GFRP/FRP composites through continuous research, development of next-generation products, and technical excellence in serving diverse industries.

Our company has established itself as a name in the GFRP/FRP industry through hard work and steady progress. This commitment to stringent quality measures has enabled the company to deliver impeccable end products and create a niche
in the industrial segments it serves, earning the trust of consultants and clients alike.

Conclusion:

India's GFRP rebar market is at an inflection point. The convergence of massive infrastructure spending under programs like NIP, Bharatmala, Sagarmala, and Smart Cities Mission, combined with India's unique corrosion challenges across its 7,500 km

coastline and diverse climate zones, creates an unprecedented opportunity for GFRP rebar adoption. With domestic manufacturing capability growing rapidly, government standards evolving to support FRP reinforcement, and awareness increasing among engineers and contractors, the stage is set for explosive growth in India's GFRP rebar market. The projected global market growth to $2.9 billion by 2035 will see India capturing an increasingly significant share.

For construction professionals, developers, and infrastructure planners, the message is clear: the time to adopt GFRP rebar is now. Early adopters will benefit from competitive advantages, reduced lifecycle costs, and the satisfaction of building infrastructure that truly lasts. As India builds its future, GFRP rebar will be at the foundation of that progress.

Financial Results

The financial performance of the Company, for the year ended 31st March 2026 is summarized below:

Particulars	Year Ended 31st March 2026 (Rs. In Lacs)	Year Ended 31st March 2025 (Rs. In Lacs)
Profit Before Tax	278.31	1159.44
Net Profit After Tax	185.51	868.60

Comment on current year's performance:

Revenue	Total Revenue of the Company has decreased in comparison to the previous year due to higher cost of materials and higher employee costs.
Operating Expenses	Operating & Administrative expenses have increased considerably in comparison to the previous year.
Operating Profit.	Operating Profit has decreased during the year due to a decrease in Total Revenue of the company.
Finance cost	Finance cost has decreased considerably during the year
Net Profit	Net profits of the Company during the year have decreased in comparison to the previous year due to a decrease in Total Revenue of the company.

Human Resources

We have believed that our people are our most important asset, and our HR function always places a great emphasis on employee engagement, capability building, nurture talent, and focusing on training and individual development. We have always been committed to creating an environment where all individuals are treated with respect and dignity and cultivating an atmosphere where individuals enjoy the right to work in professional environment to deliver their best results

Internal Controls

The Company has a proper and adequate system of internal controls befitting its size to ensure that all its assets are safeguarded and protected against loss from unauthorized use and disposal and that all transactions are authorized and reported correctly.
The internal controls are supplemented by internal audits, reviewed by the Audit Committee of the Board of Directors. The internal control ensures that appropriate financial records are available for preparing financial statements and other data for showing a true and fair picture of the state of affairs of the Company.

On behalf of the Board of Directors
For ARC INSULATION & INSULATORS LIMITED

	SD/-	**SD/-**
	MANISH BAJORIA	**NEELAM BAJORIA**
Place: Kolkata	**Managing Director**	**Director**
Date: 07.09.2026	**DIN: 02203237**	**DIN: 02250051**

Annexure 2

Annual Report on Corporate Social Responsibility (CSR) Activities

[Pursuant to Section 135 of the Companies Act, 2013 ("Act") and the Companies (Corporate Social Responsibility Policy) Rules, 2014 ("Rules")]

1. Brief outline on CSR Policy of the Company: The Company has in place a CSR Policy which provides guidelines to conduct CSR activities of the Company. The CSR Policy outlines the company's commitment to fulfill its social obligations. The policy reflects our ongoing commitment to act ethically and contribute to the country's economic development while enhancing the quality of life for local communities and society at large. It is designed to improve corporate behavior by promoting greater accountability, transparency and disclosure.

2. Composition of Corporate Social Responsibility (CSR) Committee:

S.N.	Name of Director	Designation	No. of meetings held during the year	No. of meetings attended during the year
1.	Ms. Chetna Gupta	Independent Director	1	1
2.	Mr. Manish Bajoria	Managing Director	1	1
3.	Ms. Neelam Bajoria	Executive Director	1	1

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 is provided below:

The Composition of the CSR Committee	www.arcinsulations.com
CSR Policy:	www.arcinsulations.com
CSR Projects as approved by the Board	Details given in Point 35

4. Details 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:

During the year under review, none of the CSR projects qualified for impact assessment under the Act.

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any:

Sl No.	Financial Year	Amount available for set-off from preceding financial years (Rs. in Actuals)	Amount required to be set-off for the financial year, if any (Rs. in Actuals)
1	**2024-25**	**1.44 Lakh**	**-**

(Rs. in Lakhs)

6.	**Average net profit of the company as per section 135(5). (Rs. in Lakhs) :**	**704.5**
7.	**(a) Two percent of average net profit of the company as per Section 135(5)**	**14.09**
	(b) Surplus arising out of the CSR projects or programmes or activities of the Previous financial years :	-
	(c) Amount required to be set off for the financial year, if any (Rs. in	1.44
	(d) Total CSR obligation for the financial year (7a+7b-7c) (Rs. in Lakhs)	**12.65**

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (Rs. in Lakhs)	Amount Unspent				
	Total Amount transferred to Unspent CSR Account as per Section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
13.00	NIL	N.A.	N.A.	NIL	N.A.

(b) Details of CSR amount spent against ongoing projects for the financial year: NA

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No	Name of the Project.	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/ No)	Location of the project.		Project duration (in months	Amount allocated for the project	Amount spent in the current financial Year	Amount transferred to Unspent CSR Account for the project as per Section 135(6)	Mode of Implementation - Direct (Yes/ No).	Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration numbe

												r.
1.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	Nil	No	NA	N.A.

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No	Name of the project	Item from the list of activities in schedule VII to the Act	Local area (Yes/ No).	Location of the Project.		Amount spent for the project (Rs. in Lakhs)	Mode of implementation - Direct (Yes/No).	Mode of implementation - Through implementing agency.	
				State	District			Name	CSR registration number.
1	Digital Future India	Promoting Education and Advanced Skill Development Mission	Yes	West Bengal	24 Parganas South, Kolkata	13.00	No	GANGA SAGAR UNNYANI SAMITI	CSR00060534

(d) Amount spent in Administrative Overheads: Nil

(e) Amount spent on Impact Assessment, if applicable: Nil

(f) Total amount spent for the Financial Year (8b+8c+8d+8e)(Rs. In Lakhs): 13.00
(g) Excess amount for set off, if any (Rs. In Lakhs): 0.35

S.No.	Particular	(Rs. in Lakhs)
(i)	Two percent of average net profit of the company as per section 135(5)	**14.09**
(ii)	Total amount spent for the Financial Year	**14.44**
(iii)	Excess amount spent for the financial year [(ii)-(i)]	**0.35**

(iv)	Surplus arising out of the CSR projects or programs or activities of the previous financial years, if any	**0.00**
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	**0.35**

9. (a) Details of Unspent CSR amount for the preceding three financial years:

S.No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6)	Amount spent in the reporting Financial Year	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial Years.
				Name of the Fund	Amount	Date of transfer.	
1	NA	Nil	Nil	N.A	Nil	N.A	Nil

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
S.N	Project ID.	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project	Amount spent on the project in the reporting Financial Year	Cumulative amount spent at the end of reporting Financial Year	Status of the project - Completed /Ongoing
1	NA	NA	NA	NA	NA	NA	NA	NA

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year:

a) Date of creation or acquisition of the capital asset(s) : None

b) Amount of CSR spent for creation or acquisition of capital asset : Nil

c) Details of the entity or public authority or beneficiary under
Whose name such capital asset is Registered, their address etc. : Not Applicable

d) Provide details of the capital asset(s) created or acquired
(Including complete address and location of the capital asset) : Not Applicable

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5). Not Applicable

On behalf of the Board of Directors
For ARC INSULATION & INSULATORS LIMITED

SD/-
MANISH BAJORIA
Managing Director
DIN: 02203237

SD/-
NEELAM BAJORIA
Director
DIN: 02250051

Place: Kolkata
Date: 07.09.2026

Annexure – 3

STATEMENT PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES,2014

I. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for Financial Year 2025-26

Sl No	Name of the Directors	Designation	Remuneration (₹)	Median Remuneration (₹)	Ratio (in times)
1	Manish Bajoria	Managing Director & CFO	45,00,000	25,60,450	2
2	Neelam Bajoria	Executive Director	25,00,000		1
3	Aman Bajoria *	Additional Director (Non-Executive)	26,20,900		1

*Mr. Aman Bajoria was appointed as Non-Executive Director w.e.f 29-11-2025. Before being appointed as a Director, he was associated with the Company in the capacity of Head of Marketing. The above remuneration includes the payment to him as the Head of Marketing.

II. The percentage increase in remuneration of each director, Chief Financial Officer, Company Secretary for Financial Year 2025-26.

Sl No	Name	Designation	Remuneration of Previous FY 24-25 (₹)	Remuneration of Current FY 25-26 (₹)	% Increase/ Decrease
1	Manish Bajoria	Managing Director & CFO	36,00,000	45,00,000	25
2	Neelam Bajoria	Executive Director	24,00,000	25,00,000	4
3	Aman Bajoria*	Additional Director (Non-Executive)	NA	26,20,900	NA
4	Shraddha Dhacholia**	Company Secretary	3,58,800	4,80,013	34

*Mr. Aman Bajoria was appointed as Non-Executive Director w.e.f 29-11-2025. Before being appointed as a Director, he was associated with the Company in the capacity of Head of Marketing. The above remuneration includes the payment to him as the Head of Marketing.
**Shraddha Dhacholia ceased from the post of Company Secretary wef 30-11-2025.

III. The percentage increase in the median remuneration of employees in Financial Year 2025-26.

Median remuneration of previous year (₹)	Median remuneration of current year (₹)	% increase
1,84,200	1,84,200	Nil

IV. The number of permanent employees on the rolls of company as on 31 March 2026: 108

V. 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 – FY 25-26

Sl No	Particulars	Average % Increase
1	Increase in salary of Managerial Personnel	21%
2	Increase in salary of employees (other than Managerial Personnel)	NIL

VI. Affirmation that the remuneration is as per the remuneration policy of the company. It is affirmed that the remuneration paid to the Directors and Key Managerial Personnel is as per the Nomination and Remuneration Policy of the Company.

(II) Particulars of Employees Information as required under Rule 5 (2) & Rule 5 (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and forming part of the Director's Report for the Financial Year ended March 31, 2026:

S.N	Name of the Employee	Age	Designation	Job Role	Nature of Employment	Amount (in Rs. Per Month)	Qualification	Date of Joining	Particulars of Previous Employment
1	Manish Bajoria	46	Managing Director and Chief Financial Officer	Operations	Managing Director and Chief Financial Officer	45,00,000	B.Com	10.09.2008	Business
2	Shraddha Dhacholia	38	Company Secretary	Secretarial and Compliance	Company Secretary	4,80,013	B.Com and CS	30.08.2024	Business
3	Neelam Bajoria	55	Executive Director	Marketing	Executive Director	25,00,000	BA	10.09.2008	B.Com
4	Aman Bajoria	25	Non Executive Director	Marketing	Non Executive Director	26,20,900	Bachelor Degree in Mechanical Engineering	29.11.2025	Student

On behalf of the Board of Directors
For ARC INSULATION & INSULATORS LIMITED

	SD/-	**SD/-**
	MANISH BAJORIA	**NEELAM BAJORIA**
Place: Kolkata	**Managing Director**	**Director**
Date: 07.09.2026	**DIN: 02203237**	**DIN: 02250051**

Annexure 4

FORM NO.MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2026

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

To,
The Members
ARC INSULATION & INSULATORS LIMITED
VILLAGE RAMDEVPUR, PO- BAWALI BISHNUPUR2, 24 PARGANAS SOUTH,BISHNUPUR, Bawali, South 24 Parganas, Budge Budge - II, West Bengal, India, 700137

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **ARC Insulation and Insulators Limited having (CIN: L18109WB2008PLC129263)** (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 my opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of the Secretarial Audit, I hereby report that, in our opinion, the Company has, during the audit period covering the financial year ended on 31st March,2026 complied with statutory provisions listed hereunder and also that the company has Board –processes and compliance-mechanism in place to the extent, manner and subject to the reporting made hereinafter:
I have examined the books, papers, minute books, forms and returns filed and other records maintained by ARC Insulation and Insulators Limited for the financial year ended on 31st March, 2026 according to the provisions of:

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

ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA')and the rules made thereunder;

iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

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

v. The Regulations prescribed under the Securities and Exchange Board of India Act,1992 ('SEBI Act') viz.:-
   a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and amendments from time to time;
   b) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;(Not Applicable to the Company during the audit period)
   c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
   d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amendments from time to time;
   e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (Not Applicable to the Company during the audit period)

f) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 and amendments from time to time; (Not Applicable to the Company during the audit period)
g) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 and amendments from time to time; (Not Applicable to the Company during the audit period);
h) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulation 1993 (upto 14th December, 2025) and The Securities and Exchange Board of India (from 15th December, 2025) regarding the Companies Act and with Clients;

I have also examined compliance with the applicable clauses/regulations of the following:

(i) The Secretarial Standards issued by the Institute of Company Secretaries of India with respect to Board and General Meeting.
(ii) The SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 as amended.

I further report that during the year under review the company has successfully listed its equity shares on SME Platform of NSE Limited on August 29, 2025.
During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. the company has filed the requisite information to the Registrar of Companies/Ministry of Corporate Affairs, by filing appropriate e-forms within the stipulated time and also filed e-form with additional fees.
Further Company has complied with all the applicable SEBI regulations except as mentioned in Annexure -A

We further report that,

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

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent as per the provision of Act, and a system exits for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
All the decisions of the Board and Committees thereof were carried through with requisite majority.

I, 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.

FOR N.K & ASSOCIATES
COMPANY SECRETARIES

SD/-
NAVIN KOTHARI
PROPRIETOR
FCS NO. 5935 C P NO.: 3725
UDIN: F005935H001383652
PEER REVIEW NO.: 8178/2026

PLACE: KOLKATA
DATE: 05.09.2026

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

"Annexure-A"

THE OBSERVATION UNDER VARIOUS SEBI REGULATIONS AND COMPANIES ACT 2013, ARE AS FOLLOWS:

1. The Company did not have a Company Secretary and Compliance Officer from 30.11.2025 to 31.03.2026, resulting in non-compliance with Section 203 of the Companies Act, 2013 and Regulation 6(1A) of the SEBI LODR Regulations, 2015.
2. The Company has appointed the Managing Director and the CFO to the same person; hence, it was a violation of Section 203 of the Companies Act, 2013.
3. The composition of the Audit Committee was not in compliance with the requirements of Section 177(2) of the Companies Act, 2013 during the period from 01.04.2025 to 09.12.2025.
4. The CSR expenditure as per Section 135 of the Companies Act, 2013 was outstanding as on 31.03.2026.
5. The Company has been delayed in filing half-yearly financial results under Regulation 33 of the SEBI LODR Regulations, 2015.
6. The Company has been non-compliant with respect to the Structured Digital Database (SDD) within the prescribed timeline under Regulations 3(5) and 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015.
7. During the period under review, the Company received the following non-compliances from the National Stock Exchange of India Limited (NSE):

    a. Non-appointment of Compliance Officer in accordance with Regulation 6 of the SEBI (LODR) Regulations, 2015;

    b. Delay in submission of the statement under integrated filing for the quarter ended 31.03.2026;
    c. Non-submission of the Structured Digital Database (SDD) compliance certificate for the financial year ended 31.03.2026; and

    d. Delay in submission of the Related Party Transactions disclosure under Regulation 23(9) for the half-year ended 31.03.2026.

The penalties levied by the NSE in respect of the aforesaid non-compliances were duly paid by the Company within the prescribed time.

'Annexure-B'

To,
The Members
ARC INSULATION & INSULATORS LIMITED
RAMDEVPUR, BAWALI BISHNUPUR2,
SOUTH 24 PARGANAS,
Budge Budge - II,
BISHNUPUR-700137, West Bengal

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

1. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on our audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the process and practices, I follow provide a reasonable basis for my opinion.

3. In view of applicable financial laws like direct and indirect tax laws, financial records and books of accounts being subjected to audit by the Internal Auditor and Statutory Auditor and relying on the reports submitted by the above agencies from time to time, I have not separately verified the financial records and books of accounts of the company.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules and regulations, standards is the responsibility of management. My examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company

FOR N.K & ASSOCIATES
COMPANY SECRETARIES

SD/-
NAVIN KOTHARI
PROPRIETOR
FCS NO. 5935 C P NO.: 3725
UDIN: F005935H001383652
PEER REVIEW NO.: 8178/2026

PLACE: KOLKATA
DATE: 05.09.2026

Annexure 5

Board's Comments on Secretarial Auditor Report for the Financial Year 2025-26:

MR-3 OBSERVATION AND MANAGEMENT RESPONSE

1. The Company did not have a Company Secretary and Compliance Officer from 30.11.2025 to 31.03.2026, resulting in non-compliance with Section 203 of the Companies Act, 2013 and Regulation 6(1A) of the SEBI LODR Regulations, 2015.

MANAGEMENT RESPONSE

The Company has appointed the Company Secretary on 01st April 2026 and also assigned her responsibility of the Compliance Officer from 19th May 2026. The Necessary steps have been taken by the Company to ensure compliance with the applicable provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015. The Company shall continue to take appropriate measures to ensure timely compliance with the applicable statutory and regulatory requirements.

2. The Company has appointed the Managing Director and the CFO to the same individual hence, it was a violation of Section 203 of the Companies Act, 2013.

MANAGEMENT RESPONSE

The Company acknowledges that, during the relevant period, the positions of Managing Director and Chief Financial Officer were held by the same individual. The Company will take corrective measures to align the composition and appointments of its Key Managerial Personnel with the applicable provisions of the Companies Act, 2013 and to ensure that such deviation does not recur in future.

3. The composition of the Audit Committee was not in compliance with the requirements of Section 177(2) of the Companies Act, 2013 during the period from 01.04.2025 to 09.12.2025.

MANAGEMENT RESPONSE

The deviation in the composition of the Audit Committee during the aforesaid period was inadvertent and occurred during the process of reconstitution of the Board and its Committees. The Company has subsequently taken necessary steps to ensure that the composition of the Audit Committee is in accordance with the prescribed requirements. The Company shall continue to monitor the composition of its Committees to ensure timely compliance with the applicable statutory requirements.

4. The CSR expenditure as per Section 135 of the Companies Act, 2013 was outstanding as on 31.03.2026 and the same was spent after the end of the financial year.

MANAGEMENT RESPONSE

The CSR expenditure for the financial year ended 31st March, 2026 could not be incurred within the financial year due to the time required for finalisation and implementation of the identified CSR activities and completion of the necessary arrangements in this regard. The Company subsequently incurred the requisite CSR expenditure after the end of the financial year.

5. The Company has been delayed in filing half yearly financial result under Regulation 33 of the SEBI LODR Regulations, 2015.

MANAGEMENT RESPONSE

The Board Meeting scheduled for consideration and approval of the half-yearly financial results was postponed due to certain unavoidable circumstances and subsequently half yearly financial result was filed and the same was intimated to the National Stock Exchange Company Limited as the company was newly listed on 29.08.2026.

6. The Company has been non-compliant with respect to Structured Digital Database (SDD) within the prescribed timeline under Regulations 3(5) and 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015.	**MANAGEMENT RESPONSE** The delay was inadvertent and occurred due to administrative oversight and lack of professional guidance. Management has taken note of the matter and has strengthened the internal monitoring mechanism to ensure that the SDD is maintained and updated within the prescribed timelines going forward. Necessary controls and periodic reviews have also been instituted to ensure timely compliance with the applicable provisions.

On behalf of the Board of Directors
For ARC INSULATION & INSULATORS LIMITED

SD/-
MANISH BAJORIA
Managing Director
DIN: 02203237

SD/-
NEELAM BAJORIA
Director
DIN: 02250051

Place: Kolkata
Date: 07.09.2026.

Financial Section:

INDEPENDENT AUDITORS' REPORT

THE MEMBERS OF
ARC INSULATION & INSULATORS LIMITED
(formerly Known as ARC INSULATION AND INSULATORS PRIVATE LIMITED)
Regd. Office: Village - Ramdevpur, PO-Bawali Bishnupur 2,
Parganas South, Bishnupur, West Bengal- 743384, India

Report on the Audited Financial Statements

We have audited the accompanying Financial Statements of **M/s ARC INSULATION & INSULATORS LIMITED (formerly ARC INSULATION AND INSULATORS PRIVATE LIMITED)** ("the Company"), which comprise the Balance Sheet as at 31st March, 2026, the Statement of Profit and Loss, and the Statement of Cash Flows for the year ended, and with Notes to the Financial Statements including a summary of the Material Accounting Policies and other explanatory information (hereinafter referred to as "Financial Statements").

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India (Indian GAAP), of the state of affairs of the company as at 31st March, 2026, the profit and total income, and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing ("the 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 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 (the "ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the Financial Statements of the current period. These matters were addressed in the context of our audit of the Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key Audit Matter	How the matter was addressed in our audit
1. Revenue Recognition – Manufacturing and Supply of GFRP Composite Products & Industrial Supplies Revenue from the sale of manufactured goods and supply of Glass Fibre Reinforced Polymers ("GFRP") composite/constituency products (including GFRP Rebars, Gratings, Walkways, Pipelines, Tubes, Fencing, and	Our audit procedures in relation to revenue recognition for GFRP composite products included, among others: • **Policy Compliance:** Evaluated the Company's accounting policies for revenue recognition against the requirements of AS 9. • **Internal Controls:** Tested the design, implementation, and operating effectiveness of key internal controls over order

Cable Trays under the brand name "ARC") constitutes a principal line of business for the Company.

The Company caters to diverse and specialized sectors, including Infrastructure, Power, Chemical, Electrical Substations, Marine, and Metal & Mining. Contractual terms vary across product lines and customers regarding pricing, delivery terms (FOB/CIF/FOR destination), inspection protocols, acceptance testing by clients/third-party agencies, and warranty obligations.

Under AS 9 (Revenue Recognition), revenue from sale of goods is recognized when significant risks and rewards of ownership have been transferred to the buyer, and no significant uncertainty exists regarding measurability or ultimate collectability.

Revenue recognition involves significant management estimation and judgment in:Determining the point of transfer of significant risks and rewards of ownership based on varying dispatch, freight, and client acceptance terms (e.g., pre-dispatch inspection vs. site delivery/installation acceptance);Assessing collectability and measurability of unbilled receivables, custom product orders, and price escalation clauses;Evaluating potential product returns, quality-related rejections, or warranty claims given the specialized industrial applications.Given the volume of transactions, customized product specifications, and the judgment required in assessing dispatch/delivery terms across varied industries, revenue recognition was determined to be a Key Audit Matter.

acceptance, dispatch generation, client quality inspection certifications, invoicing, and revenue recording.

• **Contract & Terms Review:** Examined customer contracts, purchase orders, and tenders on a sample basis to understand agreed terms regarding delivery, client inspection/acceptance, and risk transfer timing.

• **Substantive Testing:** Performed substantive testing on a sample of sales transactions during the year by verifying supporting invoices, lorry receipts (LR), factory gate passes, quality inspection certificates, and customer acknowledgment/delivery receipts.

• **Cut-off Testing:** Performed testing on transactions immediately before and after the financial year-end to verify that revenue was recorded in the correct accounting period based on transfer of risks and rewards.

• **Credit Notes & Returns Analysis:** Verified post-year-end credit notes, quality-related rejections, and customer adjustments to confirm the completeness and accuracy of revenue and related provisions.

• **Receivables & Confirmations:** Obtained independent direct confirmations for outstanding trade receivables on a sample basis and evaluated management's assessment of collectability.

Conclusion: Based on the audit procedures performed, we found the Company's revenue recognition from the sale and supply of GFRP composite products to be consistent with the requirements of AS 9, and the related disclosures in the financial statements to be appropriate.

2. Significant Reduction in Profitability (Profit Before Tax and Profit After Tax)

As reported in the Statement of Profit and Loss, the Company experienced a sharp decline in profitability for the financial year ended March 31, 2026:

• Profit Before Tax (PBT): Decreased by 76.00% to ₹278.31 Lakhs (FY 2025-26) from ₹1,159.44 Lakhs (FY 2024-25).

• Profit After Tax (PAT): Decreased by 78.64% to ₹185.51 Lakhs (FY 2025-26) from

Our audit procedures in relation to the reduction in profit included, among others:

• **Margin & Expense Analytical Testing:** Conducted detailed variance testing across major cost categories (raw material costs, fixed overheads, and administrative costs) to verify whether profit margins aligned with volume reductions and price variations.

• **Completeness of Liabilities & Accruals:** Evaluated unrecorded liabilities through search for unrecorded drop-ship invoices, post-balance-sheet payment reviews, and supplier statement reconciliations.

₹868.60 Lakhs (FY 2024-25), following total tax expenses of ₹92.81 Lakhs (comprising Current Tax of ₹83.37 Lakhs, Earlier Years Tax of ₹22.70 Lakhs, and Deferred Tax credit of ₹13.26 Lakhs).

This significant margin compression increases audit risks related to operating leverage sensitivity, potential understatement/omission of accrued expenses, overstatement of inventory valuations to inflate gross margins, and the valuation of deferred tax assets/liabilities relative to reduced future taxable income expectations.

Due to the magnitude of the drop in PBT and PAT and its overall impact on the financial health of the business, profitability reduction was considered a Key Audit Matter

• **Tax Provisioning & Deferred Tax Audit:** Audited the computation of Current Tax (₹83.37 Lakhs) and Prior Period Adjustments (₹22.70 Lakhs). Evaluated deferred tax asset recognitions (₹13.26 credit) for reasonable certainty of future taxable profit availability under applicable accounting standards.

• **Valuation & Carrying Values:** Assessed management's test of fixed assets and inventory NRV calculations to confirm no overstated asset balances hid operational losses.

Conclusion: Based on the audit procedures performed, we concluded that the reduction in PBT and PAT is completely and accurately presented, expenses and tax provisions are properly recognized, and the related financial statement disclosures are appropriate

Information Other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Directors' Report including Annexures to Directors' Report, Management Discussion and Analysis Report and Report on Corporate Governance, but does not include the Financial Statements and our Auditors' Report thereon.
Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information identified above when it becomes available, and in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

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

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards (Indian GAAP) specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and designing, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to

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preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors is also responsible for overseeing the company's financial reporting process.

Auditors' Responsibility for the Audit of Financial Statements

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

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

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

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

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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Materiality is the magnitude of misstatement in the Financial Statements that, individually or in aggregate makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider qualitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matters, 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

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

As required by Section 143(3) of the Act, we report that;

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

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

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

(d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards (Indian GAAP) specified under Section 133 of the Act;

(e) On the basis of the written representations received from the directors as on 31st March, 2026 taken on record by the Board of directors, none of the directors are disqualified as on 31st March, 2026 from being appointed as a director in terms of Section 164(2) of the Act.

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, as required under Section 143(3)(i) of the Act, refer to our separate report in **"Annexure B"**.

(g) With respect to the other matters to be included in the Auditors' Report in accordance with the

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requirements of section 197(16) of the Act, the Company has complied with the provisions of Section 197 read with Schedule V to the Act, relating to managerial remuneration.

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

i. According to the information and explanations given to us, the Company does not have any pending litigations having an impact on its financial position.

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

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

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

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

(c) Based on the audit procedures that 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), (a) and (b) above, contain any material misstatement.

v. (a) The company has not proposed, declared and paid any Dividend in the previous year during the year in accordance with Section 123 of the Act, as applicable.

(b) The board of directors of the company has not proposed any final dividend for the current year.

vi. Based on our examination, including test checks, the company has used an accounting software with audit trail (edit log) feature for maintaining its books of account, which has not been consistently operated throughout the year for all relevant transactions. During our audit, we did not find any instance of the audit trail feature being tampered with and the audit trail has been preserved by the company as per statutory requirements for record retention.

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Other Matters

Certain comparative figures for the previous year have been regrouped and/or reclassified to conform to the presentation adopted in the current year. Such regrouping and reclassification do not affect the previously reported profit, equity or cash flows of the Company. Our opinion is not modified in respect of this matter.

For Jay Gupta & Associates
Chartered Accountants
Firm Regn. No: 329001E



(CA Jay Shanker Gupta)
Partner
Membership No.: 059535
UDIN: 26059535VXFPJR8718

Place: Kolkata
Date: 30th May, 2026

Annexure A to the Independent Auditors' Report

(Referred to in Paragraph-1 of Other Legal and Regulatory Requirements section of our Report of even date to the members of M/s ARC INSULATION & INSULATORS LIMITED (formerly ARC INSULATION AND INSULATORS PRIVATE LIMITED) on the Financial Statements for the year ended 31st March, 2026.)

(i) In respect of the Company's property, plant & equipment and intangible assets:

(a) A. The company has maintained proper records showing full particulars, including quantitative details and situation of its Property, Plant and Equipment.

B. According to the information and explanations given to us and based on our examination of the records of the Company, the Company is maintaining proper records showing full particulars of intangible assets.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the physical verification of property, plant and equipment is being carried out by the company in a phased manner to cover all its assets over a period of three years. In accordance with this programme, property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and based on our examination of the records of the Company, the title deeds of immovable property are held in the name of the Company.

(d) The Company has not revalued its Property, Plant and Equipment or Intangible Assets or both during the year.

(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(as amended in 2016) and Rules made thereunder.

(ii) (a) The inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were 10% or more in the aggregate for each class of inventory.

(b) 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 been sanctioned working capital limits in excess of five crore rupees, in aggregate, during the year from banks or financial institutions on the security of current assets. However, under the terms of the sanction letters/agreements executed with the respective banks/financial institutions, the Company is not required to file quarterly returns or statements (such as stock statements or trade receivables statements) with them. Accordingly, the requirement to report on the agreement of such quarterly returns or statements with the books of account of the Company under clause 3(ii)(b) of the Order is not applicable.

(iii) The Company has made no investments in, provided guarantee or security or granted loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Hence, reporting under clause 3(iii) of the Order is not applicable.

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Email : guptaagarwal.associate@gmail.com

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(a) Neither the Company has provided loans or advances in the nature of loans or provided guarantee or security to any other entity during the year, nor the company has made any investments in, companies, firms, Limited Liability Partnerships or any other parties. Accordingly, reporting under clause 3(iii)(a) of the Order is not applicable.

(b) In our opinion and according to the information and explanations given to us, the investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not prejudicial to the Company's interest.

(c) In our opinion and according to the information and explanations given to us, in respect of loans, the schedule of repayment of principal and payment of interest has not been stipulated. In absence of any stipulation as to repayment of loan and interest, we are unable to comment on whether the receipts are regular. The Loan are repayable on demand.

(d) According to the information and explanations given to us and based on our examination of the records of the Company, the loans granted are repayable on demand. Accordingly, it is not practicable to comment on the overdue amount in respect of such loans. Therefore, reporting under clause 3(iii)(d) of the Order relating to overdue amounts exceeding ninety days and reasonable steps taken for recovery of principal and interest is not applicable.

(e) According to the information and explanations given to us and based on examination of records of the Company, there is no loan given falling due during the year, which has been renewed or extended or fresh loans given to settle the overdues of existing loans given to the same party. Accordingly, reporting under clause 3(iii)(e) of the Order is not applicable.

(f) According to the information and explanations given to us and based on our examinations of the records of the company, during the year, it has not granted Loan and advances in the nature of loan Which are repayable on demand and not specifying any terms or period of repayment. Accordingly, reporting under clause 3(iii)(f) of the Order is not applicable.

(iv) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 In respect of loans, investments, guarantees, and security.

(v) The Company has not accepted any deposits from the public during the year within the meaning of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules 2014 (as amended). Accordingly, the provisions of the clause 3(v) of the Order are not applicable to the Company

(vi) As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.

(vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company is generally regular in depositing undisputed statutory dues including goods and service tax, provident fund, employees' provident fund, employees' state insurance, income – tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues applicable to the company have generally been regularly deposited by it with appropriate authority.
There were no undisputed amounts payable in respect of goods and services tax, provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and other material

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statutory dues in arrears as at 31st 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, there are no statutory dues referred to in sub-clause (a) which have not been deposited on account of any dispute. Accordingly, clause 3(vii)(b) of the Order is not applicable.

(viii) There are no such transactions which are not recorded in the books of accounts which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

(ix) (a) In our opinion and according to the information and explanations given to us, the company has not defaulted in the repayment of loans or borrowings to financial institutions, banks and government. The company has not issued any debentures.

(b) According to the information and explanations given to us, the company has not been declared a wilful defaulter by any bank or financial institution or other lender during the year.

(c) According to the information and explanation given to us and on the basis of our examination of records of the company, no term loans were taken by the company.

(d) According to the information and explanations given to us on an overall examination of the balance sheet of the company, we report that no funds raised on short term basis have been utilized for long term purposes.

(e) According to the information and explanations given to us and based on our examination of the financial statements of the company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

(f) According to the information and explanations given to us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries as defined under the Companies Act, 2013. Accordingly, clause 3(ix)(f) of the Order is not applicable.

(x) (a) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has raised ₹ 3,806.25 Lakhs by way of Initial Public Offer / Further Public Offer / issuance of debt instruments during the financial year 2025–26.
Out of the total proceeds raised, an amount of ₹ 1,867.38 Lakhs was utilized during the year for the objects specified in the prospectus / offer document. The remaining unutilized balance of ₹ 1,938.87 Lakhs as on the Balance Sheet date has been temporarily placed in Fixed Deposits with a scheduled commercial bank, namely State Bank of India, pending utilization for the stated objects of the issue.
Based on our procedures, the funds raised were applied for the intended purposes as stated in offer document, and the unutilized portion has been placed in accordance with the permissible temporary deployment modes permitted under the relevant regulatory guidelines. No default or unauthorized diversion in the application of funds was observed during the year under audit.
(b) During the year, the company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) and hence clause 3(x)(b) of the Order is not applicable.

(xi) (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the company or any fraud on the Company by its officers or employees has been noticed or reported during the year.

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(f) 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.

(g) According to the information and explanations given to us, no whistle blower complaints were received by the company during the year.

(xii) According to the information and explanations given to us, the company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

(xiii) In our opinion and according to information and explanations given to us, all transactions with the related parties are in compliance with sections 177 and 188 of the Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable Accounting Standards.

(xiv) (a) In our opinion and according to information and explanations given to us, the Company does not have an adequate internal audit system commensurate with the size and the nature of its business.
(b) In view of the above in (a) and as informed to us, no internal audit reports were issued during the year or up to the date of our report.

(xv) In our opinion and according to information and explanations given to us, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the paragraph 3(xv) of the order is not applicable to the company.

(xvi) (a) The company is not required to be registered under section 45-1A of the Reserve Bank of India Act, 1934. Accordingly, paragraph 3(xvi) of the order is not applicable to the company.

(b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi)(c) of the Order is not applicable to the Company.

(d) There is no Core Investment Company as a part of the Group, hence, the requirement to report on clause 3(xvi)(d) of the Order is not applicable to the Company.

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

(xviii) There was no resignation of previous statutory auditor during the year, the reporting requirements under Clause (xviii) of Order is not applicable.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of 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

JAY GUPTA & ASSOCIATES KOLKATA Chartered Accountants

guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

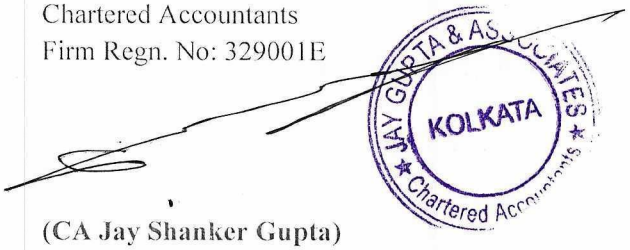
(xx)

(a) In respect of other than ongoing projects:

- **For the Financial Year 2025–26:** The Company has an unspent Corporate Social Responsibility (CSR) amount of **₹ 12.65 Lakhs as on March 31, 2026**. The statutory period of six months from the end of the financial year (i.e., September 30, 2026) for transferring the said unspent amount to a Fund specified in Schedule VII to the Companies Act, 2013, in compliance with the second proviso to sub-section (5) of Section 135 of the Act, **has not elapsed as on the date of this report**, and the amount remains unspent.
- **The Total unspent shortfall of Rs. 12.65 Lakhs has not been transferred to any separate bank account.**

(b) According to the information and explanations given to us, the Company **does not have any ongoing CSR projects**. Accordingly, reporting under clause 3(xx)(b) of the Order is **not applicable** for the year.

For Jay Gupta & Associates
Chartered Accountants
Firm Regn. No: 329001E



(CA Jay Shanker Gupta)
Partner
Membership No.: 059535
UDIN: 26059535VXFPJR8718

Place: Kolkata
Date: 30th May, 2026

Annexure B to the Independent Auditors' Report

The Annexure B referred to in paragraph 2(f) of Report on Other Legal and Regulatory Requirements paragraph of our report of even date to the members of M/s ARC INSULATION & INSULATORS LIMITED (formerly ARC INSULATION AND INSULATORS PRIVATE LIMITED) on the Financial Statements for the year ended 31st March, 2026.

Report on the Internal Financial Control with reference to the aforesaid 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 with reference to financial reporting of M/s ARC INSULATION & INSULATORS LIMITED (formerly ARC INSULATION AND INSULATORS PRIVATE LIMITED) ("the Company") as of 31st March, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control with reference to 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 with reference to Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls with reference to Financial Reporting

JAY GUPTA & ASSOCIATES KOLKATA Chartered Accountants

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

Inherent Limitations of Internal Financial Controls with reference to Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system with reference to financial reporting and such internal financial controls with reference to financial reporting were operating effectively as at 31st March 2026, based on the internal control with reference to 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 with reference to Financial Reporting issued by the Institute of Chartered Accountants of India.

For Jay Gupta & Associates
Chartered Accountants
Firm Regn. No: 329001E

JAY GUPTA & ASSOCIATES ★ KOLKATA ★ Chartered Accountants

(CA Jay Shanker Gupta)
Partner
Membership No.: 059535
UDIN: 26059535VXFPJR8718

Place: Kolkata
Date: 30th May, 2026

ARC INSULATION AND INSULATORS LIMITED
(Formerly Known as ARC INSULATION AND INULATORS PRIVATE LIMITED)
CIN : L18109WB2008PLC129263

BALANCE SHEET AS ON MARCH 31, 2026

Amount (Rs. In Lakhs, unless otherwise stated)

Sr.No	Particulars	Note No.	As at 31.03.2026	As at 31.03.2025
I	**EQUITY AND LIABILITIES**			
1	**Shareholders Funds**			
	(a) Share Capital	2	1,029.74	725.24
	(b) Reserves & Surplus	3	4,989.30	1,778.90
2	**Non-current liabilities**			
	(a) Long-Term Borrowings	4	-	309.84
	(b) Long-Term Provisions	5	60.46	21.59
3	**Current Liabilities**			
	(a) Short-Term Borrowings	6	2.02	286.79
	(b) Trade Payables:	7		
	(A) total outstanding dues of micro and small enterprises		-	-
	(B) total outstanding dues of creditors other than micro and small enterprises		568.66	539.71
	(c) Other Current Liabilities	8	58.97	64.84
	(d) Short-Term Provisions	9	89.19	201.60
	TOTAL		**6,798.34**	**3,928.51**
II	**ASSETS**			
1	**Non Current Assets**			
	(a) Property, Plant & Equipment & Intangible Assets	10		
	(i) Property, Plant and Equipment		1,477.32	1,304.96
	(b) Non Current Investments	11	0.90	1.25
	(c) Deferred Tax Assets (net)	12	27.71	14.44
	(d) Other Non-Current Assets	13	639.02	417.71
2	**Current Assets**			
	(a) Inventories	14	1,173.14	770.60
	(b) Trade Receivables	15	954.93	1,205.84
	(c) Cash and Bank Balances			
	(i) Cash and Cash Equivalents	16	181.28	76.39
	(ii) Other Bank Balances		1,938.87	-
	(d) Short-Term Loans and Advances	17	133.21	110.74
	(e) Other Current Assets	18	271.97	26.57
	TOTAL		**6,798.34**	**3,928.51**

As per our report of even date
For, Jay Gupta & Associates
(Formerly Known as Gupta Agarwal & Associates)
Chartered Accountants
FRN: 329001E

JAY GUPTA & ASSOCIATES KOLKATA Chartered Accountants

Jay Shanker Gupta
(Partner)
Membership No. 059535
UDIN: 26059535VXFPJR8718
Place : Kolkata
Date: 30.05.2026

For & on the behalf of
Arc Insulation And Insulators Limited

Manish Bajoria
Managing Director/ CFO
DIN: 02203237

Neelam Bajoria
Director
DIN: 02250051

Esha Sen
Company Secretary
Mem. No.: A44837
Place : Kolkata
Date: 30.05.2026

ARC INSULATION AND INSULATORS LIMITED
(Formerly Known as ARC INSULATION AND INULATORS PRIVATE LIMITED)
CIN : L18109WB2008PLC129263

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

Amount (Rs. In Lakhs, unless otherwise stated)

Particulars	Note No.	For the year ended 31.03.2026	For the year ended 31.03.2025
I. Revenue from Operations	19	2,086.86	3,271.64
II. Other Income	20	84.93	43.68
III. Total Income (I + II)		**2,171.79**	**3,315.32**
IV. Expenses:			
Cost of Material Consumed	21	1,317.42	1,704.49
Changes in Inventories of Finished goods	22	(118.44)	(118.59)
Employee Benefits Expense	23	297.87	159.17
Finance Costs	24	18.27	41.91
Depreciation and Amortisation Expense	25	101.33	92.63
Other Expenses	26	277.02	276.27
IV. Total Expenses		**1,893.48**	**2,155.88**
V. Profit before exceptional and extraordinary items and tax (III - IV)		**278.31**	**1,159.44**
VI. Exceptional items & Extraordinary Items			
VII. Profit before tax (V- VI)		**278.31**	**1,159.44**
VIII. Tax expense:			
Current Tax		83.37	299.96
Earlier years Tax		22.70	-
Deferred Tax		(13.26)	(9.12)
Total Tax Expense		92.81	290.84
IX . Profit (Loss) for the period (VII-VIII)		**185.51**	**868.60**
X. Earnings per equity share: (Amount in Rs.)			
(1) Basic & Diluted		2.05	12.32

As per our report of even date
For, Jay Gupta & Associates
(Formerly Known as Gupta Agarwal & Associates)
Chartered Accountants
FRN: 329001E

JAY GUPTA & ASSOCIATES * KOLKATA * Chartered Accountants

Jay Shanker Gupta
(Partner)
Membership No. 059535
UDIN: 26059535VXFPJR8718
Place : Kolkata
Date: 30.05.2026

For & on the behalf of
Arc Insulation And Insulators Limited

Manish Bajoria
Managing Director/ CFO
DIN: 02203237

Neelam Bajoria
Director
DIN: 02250051

Esha Sen
Company Secretary
Mem. No.: A44837
Place : Kolkata
Date: 30.05.2026

ARC INSULATION AND INSULATORS LIMITED
(Formerly Known as ARC INSULATION AND INULATORS PRIVATE LIMITED)
CIN : L18109WB2008PLC129263

CASH FLOW STATEMENT FOR THE YEAR ENDED ON MARCH 31, 2026

Amount (Rs. In Lakhs, unless otherwise stated)

	PARTICULARS	For the year ended 31.03.2026	For the year ended 31.03.2025
A	**CASH FLOW FROM OPERATING ACTIVITIES:**		
	Net Profit before tax	278.31	1,159.44
	Depreciation & Amortisation	101.33	92.63
	Interest Paid	18.27	41.91
	Interest Income	(63.43)	(8.17)
	Gratuity Expense	43.51	0.56
	Operating Profit before Working Capital Changes	**377.99**	**1,286.37**
	Adjusted for:		
	Inventories	(402.54)	(211.98)
	Trade receivables	250.91	(751.20)
	Short Term Loans & Advances	(22.47)	(66.23)
	Other Current Assets	(245.40)	(24.27)
	Trade Payable	28.95	68.00
	Other Current Liabilities	(5.88)	(5.84)
		(396.42)	**(991.52)**
	Cash generated/(used) From Operations	**(18.43)**	**294.84**
	Income Tax Paid	223.12	268.60
	Net Cash generated/(used in) from Operating Activities (A)	**(241.55)**	**26.24**
B	**CASH FLOW FROM INVESTING ACTIVITIES:**		
	Increase/(Decrease) in Non-Current Investments	0.36	-
	Purchase of Property, plant & equipment	(273.69)	(758.01)
	Interest Income	63.43	8.17
	Changes in Other Bank Balances	(1,938.87)	-
	(Increase)/Decrease in Non-Current Assets	(221.30)	20.62
	Net Cash used in Investing Activities (B)	**(2,370.08)**	**(729.22)**
C	**CASH FLOW FROM FINANCING ACTIVITIES:**		
	Increase in share capital	3,806.25	420.32
	Proceeds from long term borrowing	-	240.00
	Repayment from long term borrowing	(309.84)	(84.82)
	Proceeds of short term borrowing	-	4,291.45
	Repayment of short term borrowing	(284.77)	(4,127.62)
	Issue related expenses	(476.86)	-
	Finance Cost	(18.27)	(41.91)
	Net Cash used in Financing Activities (C)	**2,716.51**	**697.41**
	Net Increase/(Decrease) in Cash and Cash Equivalents	104.89	(5.56)
	Cash and Cash Equivalents at the beginning of the year	76.39	81.95
	Cash and Cash Equivalents at the end of the year	**181.28**	**76.39**

Note :-

1. Components of Cash & Cash Equivalent

Particulars	For the year ended 31.03.2026	For the year ended 31.03.2025
a. Balances with banks	45.86	9.70
b. Balance in CC Account	55.37	-
c. Cash in hand	80.04	46.68
d. Cheque in Hand	-	20.00
Total	**181.28**	**76.39**

2. The above cash flow statement has been prepared under the indirect method set out in AS-3 issued by the Institute of Chartered Accountants of India.

3. Figures in Brackets represents outflow.

As per our report of even date
For, Jay Gupta & Associates
(Formerly Known as Gupta Agarwal & Associates)
Chartered Accountants
FRN: 329001E

JAY GUPTA & ASSOCIATES * KOLKATA * Chartered Accountants

Jay Shanker Gupta
(Partner)
Membership No. 059535
UDIN: 26059535VXFPJR8718
Place : Kolkata
Date: 30.05.2026

For & on the behalf of
Arc Insulation And Insulators Limited

Manish Bajoria	**Neelam Bajoria**
Managing Director/ CFO	**Director**
DIN: 02203237	**DIN: 02250051**

Esha Sen
Company Secretary
Mem. No.: A44837
Place : Kolkata
Date: 30.05.2026

ARC INSULATION AND INSULATORS LIMITED
(Formerly Known as ARC INSULATION AND INULATORS PRIVATE LIMITED)
CIN : L18109WB2008PLC129263

CORPORATE INFORMATION

Our Company was originally incorporated on September 10, 2008, as a Private Limited Company in the name of "ARC Insulation & Insulators Private Limited" under the provisions of the Companies Act, 1956 bearing Corporate Identification Number U18109WB2008PTC129263 issued by the Deputy Registrar of Companies, West Bengal. Subsequently, pursuant to a Special Resolution of our Shareholders passed in the Extra-Ordinary General Meeting held on June 11, 2024, our Company was converted from a Private Limited Company to Public Limited Company and consequently, the name of our Company was changed to 'ARC Insulation & Insulators Limited' and a Fresh Certificate of Incorporation consequent to Conversion was issued on August 5, 2024 bearing Corporate Identification Number U18109WB2008PLC129263 issued by the Registrar of Companies, Central Processing Centre.

The company is engaged in manufacturing and supply of Glass Fibre Reinforced Polymers ("GFRP") composite/constituency products. Our offerings include GFRP Rebars, GFRP Granting Walkways, GFRP Pipelines, GFRP Tubes, GFRP Fencing for Transformers, GFRP Cable Trays, and other related products designed for industrial, energy and marine's sectors. In addition to our core business, the company acquired the ongoing business of our promoter, 'M/s ARC Insulation & Insulators,' a sole proprietorship, through a business transfer agreement dated June 01, 2009. Under our brand name "ARC", we supply our products for application in diverse industries including Infrastructure, Power, Cooling Tower, Chemical, Composite, Electrical Substation, Metal & Mining etc.

NOTE 1 - SIGNIFICANT ACCOUNTING POLICIES

1.1 Basis of preparation of financial statements

(a) The financial statements have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP). The Company has prepared these financial statements to comply in all material respects with the provisions of the Companies Act, 2013 and the Companies (Accounting Standards) Rules 2014, as prescribed. The financial statements have been prepared under the historical cost convention on accrual basis.

(b) The preparation of the financial statements requires management to make estimates and assumption that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

The Financial Statements of ARC INSULATION AND INSULATORS LIMITED (formerly Known as ARC INSULATION AND INSULATORS PRIVATE LIMITED) comprise of Statement of Assets and Liabilities as at for the year ended 31 March, 2025 the Statement of Profit and Loss, Cash Flow Statement, Significant Accounting Policies to the Financial Information and Notes to the Financial Information. These Financial Statements have been prepared by the management of the company.

These Financial Information have been compiled by the Company's management from Audited Financial Statements of the company as at for the years ended 31st March, 2025 prepared in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act.

(c) The preparation of the financial statements requires estimates and assumptions to be made that affect the reported amounts of assets and liabilities on the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Differences between the actual results and estimates are recognized in the period in which the results are known / materialize.

1.2 Revenue Recognition

(a) The company generally follows the mercantile system of accounting and recognizes Income & Expenditure on accrual basis.

(b) Revenue is recognised to the extent that it is possible that, the economic benefits will flow to the company and the revenue can be reliably estimated and collectability is reasonably assured.

(c) Revenue from sale of goods & services are recognised when service is fully provided to our 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 customer terms.

(d) Revenue is measured on the basis of sale price, after deduction of any trade discounts, volume rebates and any taxes or duties collected on behalf of the Government such as goods and service tax etc. 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.

(e) Interest income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

JAYANT GUPTA & ASSOCIATES KOLKATA Chartered Accountants

1.3 Property, Plant & Equipment and Intangible Assets & Depreciation

(a) Property, Plant and Equipment is stated at acquisition cost net of accumulated depreciation and accumulated impairment losses, if any. Cost of acquisition or construction of property, plant and equipment comprises its purchase price including import duties and non-refundable purchase taxes after deducting trade discounts, rebates and any directly attributable cost of bringing the item to its working condition for its intended use.

(b) Subsequent costs are included in the assets' carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. All other repairs and maintained cost are charged to the statement of profit and loss during the period in which they are incurred.

(c) Gains or losses that arise on disposal or retirement of an asset are measured as the difference between net disposal proceeds and the carrying value of property, plant and equipment and are recognised in the statement of profit and loss when the same is derecognised.

(d) Depreciation is calculated on pro rata basis on Written down value method (WDV) based on estimated useful Life as prescribed under Part C of Schedule - II of the Companies Act, 2013. Freehold land is not depreciated.

(e) Intangible asset purchased are initially measured at cost. The cost of an intangible assets comprises its purchase price including duties and taxes and any costs directly attributable to making the assets ready for their intended use. The useful lives of intangible assets are assessed as either finite or indefinite. Finite-life intangible assets are amortised on a written down value basis over the period of their estimated useful lives.

1.4 Impairment of Assets

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the higher of the asset's net selling price and value in use, which is determined by the present value of the estimated future cash flows.

1.5 Investments

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as non-current investments.

Current investments or Long-term investments are carried at cost. However, provision for diminutions in value is made to recognize a decline other than temporary in the value of the investments.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

1.6 Inventories

The inventories are maintained as cost or NRV whichever is lower. Cost is determined on FIFO basis.

1.7 Employee Benefits

Retirement benefit in the form of provident fund is a defined contribution scheme. The contribution to the provident fund is charged to the statement of profit and loss for the year when an employee renders the related services.

Provision for Gratuity has been considered as per Acturial valuation report.

Leave encashment to the employees are accounted for as & when the same is claimed by eligible employees.

1.8 Borrowing Costs

(a) Borrowing costs that are directly attributable to the acquisition of qualifying assets are capitalized for the period until the asset is ready for its intended use. A qualifying asset is an asset that necessarily takes substantial period of time to get ready for its intended use.

(b) Other Borrowing costs are recognized as expense in the period in which they are incurred.



1.9 Taxes on Income

Tax expense comprises of current tax and deferred tax.
Current income tax is measured at the amount expected to be paid to the tax authorities, computed in accordance with the applicable tax rates and tax laws.
Deferred Tax arising on account of "timing differences" and which are capable of reversal in one or more subsequent periods is recognized, using the tax rates and tax laws that are enacted or substantively enacted. Deferred tax asset is recognized only to the extent there is reasonable certainty with respect to reversal of the same in future years as a matter of prudence.

1.10 Earnings per Share (EPS)

(a) Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.
(b) For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

1.11 Prior Period Items

Prior Period and Extraordinary items and Changes in Accounting Policies having material impact on the financial affairs of the Company are disclosed in financial statements if any.

1.12 Provisions / Contingencies

(a) Provision involving substantial degree of estimation in measurements is recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources.
(b) Contingent Liabilities are shown by way of notes to the Accounts in respect of obligations where, based on the evidence available, their existence at the Balance Sheet date is considered not probable.
(c) A Contingent Asset is not recognized in the Accounts.

1.13 Segment Reporting

A. Business Segments:

Based on the guiding principles given in Accounting Standard 17 (AS - 17) on Segment Reporting issued by ICAI, the Company has only one reportable Business Segment which is engaged in business of manufacturing and supply of Glass Fibre Reinforced Polymers ("GFRP") composite/constituency products. Accordingly, the figures appearing in these financial statements relate to the Company's single Business Segment.

B. Geographical Segments:

The Company activities / operations are confined to India and as such there is only one geographical segment. Accordingly, the figures appearing in these financial statements relate to the Company's single geographical segment.

1.14 Foreign Currency Transactions

Foreign exchange transactions are recorded at the rate prevailing on the date of respective transaction. Monetary assets and liabilities denominated in foreign currencies as at the balance sheet date are translated at the closing exchange rates on that date. Non monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of transacion. Exchange diffrences arising on foreign exchange transactions settled during the year and on restatement as at the balance sheet date are recognized in the statement of profit and loss for the year.

1.15 Balance Confirmations

Balance of Debtors & Creditors & Loans & advances Taken & giving are subject to confirmation and subject to consequential adjustments, if any. Debtors & creditors balance has been shown separately and the advances received and paid from/to the parties is shown as advance from customer and advance to suppliers.



1.16 Regrouping

Previous years figures have been regrouped and reclassified wherever necessary to match with current year grouping and classification.

1.17 Government Grants

Government Grants are recognised where there is reasonable assurance that the company has complied with the conditions attached to them and that the grant will be received. Revenue grants are recognised in the statement of Profit and Loss and are shown under Other Income. Capital grants are recognised in Reserves in case the same is for a project as a whole. If these are for a specific asset, then the same is reduced from the cost of the concerned asset for which it is received.

1.18 Corporate Social Responsibility (CSR)

As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The areas for CSR activities are promoting education, promoting gender equality by empowering women, healthcare, environment sustainability, art and culture, destitute care and rehabilitation, disaster relief, COVID-19 relief and rural development projects. The company is required to expense on CSR activities during F.Y. 2024-25. The relevant details have been disclosed in Annexure 1.18.



ARC INSULATION AND INSULATORS LIMITED
(Formerly Known as ARC INSULATION AND INULATORS PRIVATE LIMITED)
CIN : L18109WB2008PLC129263

ANNEXURE TO NOTE: 1.7
EMPLOYEE BENEFITS

I. Defined contribution plans

The Company has classified the various benefits provided to employees as under:

a. Employee State Insurance Fund

b. Employee Provident Fund

The expense recognised during the period towards defined contribution plan -

(Amount in Lakhs, Unless Otherwise Stated)

Particulars	For the period ended 31.03.2026	For the period ended 31.03.2025
Employers Contribution to Employee's Provident Fund	10.02	4.62
Employers Contribution to Employee's State Insurance	2.06	1.52

II. Defined benefit plans

Gratuity

The Company should provide for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/ termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service, subject to a payment ceiling of INR 20,00,000/-.

Based on the actuarial valuation obtained in this respect, the following table sets out the details of the employee benefit obligation as at balance sheet date:

(Amount in Lakhs, Unless Otherwise Stated)

	Defined benefit plans	For the period ended 31.03.2026	For the period ended 31.03.2025
		Gratuity (Unfunded)	Gratuity (Unfunded)
I	**Expenses recognised in statement of profit and loss during the year:**		
	Current service cost	8.17	5.40
	Past service cost	-	-
	Expected return on plan assets	-	-
	Net interest cost / (income) on the net defined benefit liability / (asset)	4.27	1.98
	Immediate Recognition of (Gain)/Losses	31.07	(6.82)
	Loss (gain) on curtailments		
	Total expenses included in Employee benefit expenses	**43.51**	**0.56**
	Discount Rate as per para 78 of AS 15 R (2005)	**6.73%**	**6.62%**
II	**Net asset /(liability) recognised as at balance sheet date:**		
	Present value of defined benefit obligation	66.28	22.78
	Fair value of plan assets	-	-
	Funded status [surplus/(deficit)]	**(66.28)**	**(22.78)**
III	**Movements in present value of defined benefit obligation**		
	Present value of defined benefit obligation at the beginning of the year	22.78	22.22
	Current service cost	8.17	5.40
	Past service cost	-	-
	Interest cost	4.27	1.98
	Actuarial (gains) / loss	31.07	(6.82)
	Benefits paid	-	-
	Present value of defined benefit obligation at the end of the year	**66.28**	**22.78**
	Classification		
	Current liability	5.82	1.18
	Non-current liability	60.46	21.59

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ARC INSULATION AND INSULATORS LIMITED
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IV Actuarial assumptions:

(Amount in Lakhs, Unless Otherwise Stated)

Particulars	For the period ended 31.03.2026	For the period ended 31.03.2025
Expected Return on Plan Assets	NA	NA
Discount rate	6.73%	6.62%
Expected rate of salary increase	10.00%	10.00%
Mortality Rate During Employment	IALM 2012-14	IALM 2012-14
Retirement age	60	60

Notes:

a. The rate used to discount post-employment benefit obligations is determined by reference to market yields at the end of the reporting period on government bonds.

b. The estimates of future salary increases considered in the actuarial valuation take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

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ARC INSULATION AND INSULATORS LIMITED
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Annexure To Note: 1.14
Foreign Currency Transactions

Particulars	For the year ended 31.03.2026	For the year ended 31.03.2025
Expense in Foreign Currency		
Purchases (In USD)	4,46,681.27	3,54,615.75
Purchases (In INR in Lakhs)	398.60	303.03
Capital Goods in Foreign Currency		
Purchases (In USD)		-
Purchases (In Russian Ruble)		
Purchases (In INR in Lakhs)		-
Income in Foreign Currency		
Sales (In USD)	89,262.00	61,857.00
Sales (In INR in Lakhs)	73.61	49.12
FOB Value (In INR in Lakhs)	73.61	49.12

JAY GUPTA & ASSOCIATES
KOLKATA
Chartered Accountants

ARC INSULATION AND INSULATORS LIMITED
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CIN : L18109WB2008PLC129263

NOTES TO THE FINANCIAL STATEMENTS

NOTE- 2
SHARE CAPITAL

Amount (Rs. In Lakhs, unless otherwise stated)

Particulars	As at 31.03.2026	As at 31.03.2025
	Rs. In Lakhs	Rs. In Lakhs
Authorised		
150,00,000 Equity Shares of Rs.10/- each.	1,500.00	1,500.00
	1,500.00	1,500.00
Issued, Subscribed & Fully Paid-up		
72,52,380 Equity Shares of Rs.10/- each		725.24
1,02,97,380 Equity Shares of Rs.10/- each	1,029.74	
Total	**1,029.74**	**725.24**

NOTE 2A : Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Particulars	As at 31.03.2026	As at 31.03.2025
Shares outstanding at the beginning of the year (Nos.)	72,52,380	17,13,020
Shares Issued during the year for a consideration other than in cash (Nos.)	-	-
Shares Issued during the year for a consideration in cash (Nos.)	30,45,000	4,00,300
Additional shares after splitting during the year (Nos.)	-	-
Bonus issue (Nos.)	-	51,39,060
Shares outstanding at the end of the year (Nos.)	**1,02,97,380**	**72,52,380**

Notes:

a. The company issued 51,39,060 equity shares of Rs. 10/- each as bonus shares in the ratio of 3:1 (i.e. 3 (Three) Fully paid Bonus Shares of Rs.10/- each allotted against the holding of 1 (One) equity shares of the Company) vide EGM resolution passed on 18.09.2024 (i.e. after the period considered this is Financial Statement).

b. The company further issued 4,00,300 equity shares of Rs. 10 each by making a Preferential allotment at an issue price of Rs. 105/- (including a premium) each vide resolution dated 23-09-2024 and alloted on 30.09.2024.

c. The company further issued 30,45,000 equity shares of Rs. 10 each through Initial Public Offer (IPO) at an issue price of Rs. 125/- (including a premium) each, listed on 29th August, 2026.

NOTE 2B: Term/rights attached to equity shares:

The Company has only one class of equity shares having a par value of Rs 10 per share. Holder of each equity share is entitled to one vote. The Company declares and pays dividends in Indian Rupees. The dividend proposed by the board of directors is subject to the approval of shareholders at the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution to equity shareholders will be in proportion to the number of equity shares held by the shareholders.

NOTE 2C: Shares held by Promoters & Promoters' Group

Promoter Name	No. of Shares		No. of Shares	
	As at 31.03.2026	% of Holding	As at 31.03.2025	% of Holding
	Face Value Rs. 10/-		Face Value Rs. 10/-	
Manish Bajoria	36,30,280	35.25%	36,95,280	50.95%
Neelam Bajoria	12,36,000	12.00%	12,36,000	17.04%
Aman Bajoria	80,000	0.78%		
Swabhumi distributors Private Limited	17,00,000	16.51%	17,00,000	23.44%
Manish Bajoria (HUF)	1,40,000	1.36%	1,40,000	1.93%
Premlata Bajoria	400	0.00%		
Ashish Kumar Bajoria	400	0.00%	400	0.01%
Total	**67,87,080**	**65.91%**	**67,71,680**	**93.37%**

NOTE 2D: The Details of shareholding holding more than 5%

Name of shareholder	As at 31.03.2026		As at 31.03.2025	
	Number of Shares	% of Holding	Number of Shares	% of Holding
	Face Value Rs. 10/-		Face Value Rs. 10/-	
Manish Bajoria	36,30,280	35.25%	36,95,280	50.95%
Neelam Bajoria	12,36,000	12.00%	12,36,000	17.04%
Swabhumi distributors Private Limited	17,00,000	16.51%	17,00,000	23.44%

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ARC INSULATION AND INSULATORS LIMITED
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CIN : L18109WB2008PLC129263

NOTES TO THE FINANCIAL STATEMENTS

NOTE- 3
RESERVE & SURPLUS

Amount (Rs. In Lakhs, unless otherwise stated)

Particulars	As at 31.03.2026	As at 31.03.2025
Securities Premium		
Balance at the beginning of the reporting period	492.92	112.64
Add: Addition during the year	3,501.75	380.29
Less: Issue expenses	(476.86)	-
Balance at the end of the reporting period	3,517.81	492.92
Surplus/(Deficit) in Statement of Profit & Loss		
Opening balance	1,285.98	931.29
Add/(Less): Net Profit/(Net Loss) for the current year	185.51	868.60
Add: Prior period stock adjustments	-	-
Less: Earlier Year Income Tax Adjusted	-	-
Less: Gratuity provision of earlier years	-	-
Less: Bonus Share Issue	-	(513.91)
Closing Balance	1,471.49	1,285.98
Total	**4,989.30**	**1,778.90**

NOTE- 4
LONG TERM BORROWINGS

Amount (Rs. In Lakhs, unless otherwise stated)

Particulars	As at 31.03.2026	As at 31.03.2025
(a) Secured Loan		
From banks		
Term loans from Bank	2.02	378.70
(b)Unsecured Loans		
Loan from related parties	-	10.67
Total	2.02	389.37
Less: Current Maturities of Long Term Debts	2.02	79.53
Total	-	**309.84**

Note: Secured & Unsecured Loan Detail are Refer Note No. 4.1

NOTE- 5
LONG TERM PROVISIONS

Amount (Rs. In Lakhs, unless otherwise stated)

Particulars	As at 31.03.2026	As at 31.03.2025
Provisions for Employee Benefit- Gratuity Provision	60.46	21.59
Total	**60.46**	**21.59**

NOTE- 6
SHORT TERM BORROWINGS

Amount (Rs. In Lakhs, unless otherwise stated)

Particulars	As at 31.03.2026	As at 31.03.2025
Secured Loan:		
Loans repayable on demand		
Cash Credit	-	207.26
Current maturities of Long term borrowings from Bank	2.02	79.53
Total	**2.02**	**286.79**

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NOTES TO THE FINANCIAL STATEMENTS

NOTE- 7
TRADE PAYABLES

Amount (Rs. In Lakhs, unless otherwise stated)

Particulars	As at 31.03.2026	As at 31.03.2025
Trade Payables- Due to Small and Micro enterprises	-	-
Trade Payables- Due to Other than Small and Micro enterprises	568.66	539.71
Total	**568.66**	**539.71**

(Balances are subjected to ledger confirmations)

Trade Payables ageing schedule for the year ended 31.03.2026

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Small and Micro enterprises		-	-	-	-
Others	396.41	170.64	1.39	0.22	568.66
Disputed Dues- Small and Micro enterprises	-	-	-	-	-
Disputed Dues - Others	-	-	-	-	-
Unbilled	-	-	-	-	-
Undues	-	-	-	-	-
TOTAL	**396.41**	**170.64**	**1.39**	**0.22**	**568.66**

Trade Payables ageing schedule for the year ended 31.03.2025

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Small and Micro enterprises		-	-	-	-
Others	404.42	88.14	47.15	-	539.71
Disputed Dues- Small and Micro enterprises	-	-	-	-	-
Disputed Dues - Others	-	-	-	-	-
Unbilled	-	-	-	-	-
Undues	-	-	-	-	-
TOTAL	**404.42**	**88.14**	**47.15**	**-**	**539.71**

NOTE- 8
OTHER CURRENT LIABILITIES

Amount (Rs. In Lakhs, unless otherwise stated)

Particulars	As at 31.03.2026	As at 31.03.2025
Advance from Customers	26.89	12.93
Salary Payable	16.32	21.24
Payable Against Purchase of Land	8.11	8.11
Statutory Dues:		
- TDS & TCS Payable	2.38	7.57
- PF & ESI Payable	0.92	1.02
- GST Payable	-	11.13
Expenses Payables	4.35	2.85
Total	**58.97**	**64.84**

NOTE- 9
SHORT TERM PROVISIONS

Amount (Rs. In Lakhs, unless otherwise stated)

Particulars	As at 31.03.2026	As at 31.03.2025
Provision for Employee Benefits		
Provision For Employee Benefits- Gratuity Provision	5.82	1.18
Other Provision		
Provision for Income Tax (Net off TDS & TCS)	83.37	200.42
Total	**89.19**	**201.60**

NOTE- 10
PROPERTY,PLANT & EQUIPMENTS AND INTANGIBLE ASSETS

Amount (Rs. In Lakhs, unless otherwise stated)

Particulars	As at 31.03.2026	As at 31.03.2025
Property,Plant & Equipments	1,477.32	1,304.96
Total	**1,477.32**	**1,304.96**

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NOTES TO THE FINANCIAL STATEMENTS

NOTE- 11
NON CURRENT INVESTMENTS

Amount (Rs. In Lakhs, unless otherwise stated)

Particulars	As at 31.03.2026	As at 31.03.2025
Investment in Gold Coin	0.90	1.25
Total	**0.90**	**1.25**

NOTE- 12
DEFFERED TAX LIABILITIES/(ASSETS) (NET)

Amount (Rs. In Lakhs, unless otherwise stated)

Particulars	As at 31.03.2026	As at 31.03.2025
Deferred Tax Liabilities/(Assets)	(27.71)	(14.44)
Total	**(27.71)**	**(14.44)**

NOTE- 13
OTHER NON CURRENT ASSETS

Amount (Rs. In Lakhs, unless otherwise stated)

Particulars	As at 31.03.2026	As at 31.03.2025
Security Deposits	40.16	19.57
Capital Advances:		
- Advance against Land	314.31	319.31
- Advance against Capital goods	232.60	-
Fixed Deposit with Scheduled Bank (Maturity is more than 12 months)*	51.95	78.83
Others	-	-
Total	**639.02**	**417.71**

***Held as Margin Money against Bank Guarantee**

NOTE 14
INVENTORIES

Amount (Rs. In Lakhs, unless otherwise stated)

Particulars	As at 31.03.2026	As at 31.03.2025
Raw Material	685.31	401.21
Work- in- process at cost	-	-
Finished Goods	487.84	369.39
Total	**1,173.14**	**770.60**

Note: Value of closing inventory has been considered as per AS-2 i.e. lower of Cost or NRV, as certified by the management

NOTE- 15
TRADE RECEIVABLES

Amount (Rs. In Lakhs, unless otherwise stated)

Particulars	As at 31.03.2026	As at 31.03.2025
(a) Secured, considered good;		-
(b) Unsecured, considered good;	954.93	1,205.84
(c) Doubtful.		
Total	**954.93**	**1,205.84**

Trade Receivable Ageing Schedule for the year ended 31.03-2026

Particulars	Outstanding for following periods from due date of payment					
	Less than 6months	6months - 1year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade receivables — considered good	391.40	237.91	251.42	33.61	40.57	954.93
Undisputed Trade Receivables — considered doubtful						-
Disputed Trade Receivables considered good	-	-	-	-	-	-
Disputed Trade Receivables considered doubtful	-	-	-	-	-	-
Unbilled	-	-	-	-	-	-
Undues	-	-	-	-	-	-
TOTAL	**391.40**	**237.91**	**251.42**	**33.61**	**40.57**	**954.93**

Trade Receivable Ageing Schedule for the year ended 31.03-2025

Particulars	Outstanding for following periods from due date of payment					
	Less than 6months	6months - 1year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade receivables — considered good	468.22	587.02	54.10	65.94	-	1,175.28
Undisputed Trade Receivables — considered doubtful						-
Disputed Trade Receivables considered good	-	-	-	-	30.56	30.56
Disputed Trade Receivables considered doubtful	-	-	-	-	-	-
Unbilled	-	-	-	-	-	-
Undues	-	-	-	-	-	-
TOTAL	**468.22**	**587.02**	**54.10**	**65.94**	**30.56**	**1,205.84**

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NOTES TO THE FINANCIAL STATEMENTS

NOTE- 16
CASH AND CASH EQUIVALENTS

Amount (Rs. In Lakhs, unless otherwise stated)

Particulars	As at 31.03.2026	As at 31.03.2025
Balances with Banks		
Balance in Cash credit account	45.86	9.70
Cash in Hand (As certified by management)	55.37	-
Cheques in Hand	80.04	46.68
	-	20.00
Total	**181.28**	**76.39**
Other Bank Balances:		
FD with maturity less than 12 months	1,938.87	
Total	**1,938.87**	-

NOTE- 17
SHORT TERM LOANS AND ADVANCES

Amount (Rs. In Lakhs, unless otherwise stated)

Particulars	As at 31.03.2026	As at 31.03.2025
Advances to related parties	-	10.00
Others		
Unsecured & Considered good		
Advance to supplier	133.21	100.74
Total	**133.21**	**110.74**

NOTE- 18
OTHER CURRENT ASSETS

Amount (Rs. In Lakhs, unless otherwise stated)

Particulars	As at 31.03.2026	As at 31.03.2025
Prepaid IPO Expenses	-	20.00
Prepaid Degital Marketing Expenses	-	5.20
Balances with Revenue Authorities:		
- Income Tax, Self Asst. Tax & TDS (Net off with Provision for Income Tax)	118.89	-
- GST Receivable	76.68	-
Advance Salary	71.37	-
Other Receivable	5.02	1.37
Total	**271.97**	**26.57**

NOTE- 19
REVENUE FROM OPERATIONS

Amount (Rs. In Lakhs, unless otherwise stated)

Particulars	For the year ended 31.03.2026	For the year ended 31.03.2025
Sale of Finished Goods:		
- Domestic	1,997.75	3,205.33
- Export	73.61	49.12
Other operating revenues	15.50	17.18
Total	**2,086.86**	**3,271.64**

NOTE- 20
OTHER INCOME

Amount (Rs. In Lakhs, unless otherwise stated)

Particulars	For the year ended 31.03.2026	For the year ended 31.03.2025
Recurring and Related to Business:		
Interest Income	63.43	8.17
Other Non-operating Income		
Duty Drawback / Subsidy	-	0.59
Forex Gain (net)	-	1.78
Freight & Forwarding Charges	4.81	-
Liability W/off	15.28	29.53
Insurance Claim	0.47	1.14
Other non-operating Income	0.94	2.47
Total	**84.93**	**43.68**

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NOTES TO THE FINANCIAL STATEMENTS

NOTE- 21
COST OF MATERIALS CONSUMED

Amount (Rs. In Lakhs, unless otherwise stated)

Particulars	For the year ended 31.03.2026	For the year ended 31.03.2025
Opening Stock Raw Materials	401.21	307.82
Add: Prior period adjustments		
Purchases of Raw Materials		
Indegenous purchase	1,024.98	1,299.24
Import purchase	398.60	303.03
Less: Closing Stock of Raw Materials	685.31	401.21
Add : Direct Expenses:		
Consumables	-	0.12
Customs Duty	40.25	14.63
Direct Wages	12.76	41.69
Freight Charges	19.49	103.39
Electric Charges	-	-
Power & Fuel	9.00	0.20
Other Direct Expenses	96.44	35.56
Total Direct Expenses	**177.93**	**195.60**
Total	**1,317.42**	**1,704.49**

NOTE 21
CHANGES IN INVENTORIES OF FINISHED GOODS

Amount (Rs. In Lakhs, unless otherwise stated)

Particulars	For the year ended 31.03.2026	For the year ended 31.03.2025
Finished goods :		
Opening Stock	369.39	250.80
Closing Stock	487.84	369.39
(Increase)/Decrease	**(118.44)**	**(118.59)**
Total	**(118.44)**	**(118.59)**

NOTE- 23
EMPLOYEES BENEFIT EXPENSE

Amount (Rs. In Lakhs, unless otherwise stated)

Particulars	For the year ended 31.03.2026	For the year ended 31.03.2025
Salaries, Wages & Bonus	170.70	92.47
Director's Remuneration	71.59	60.00
Gratuity	43.51	0.56
Contribution to Provident and other funds	12.08	6.14
Total	**297.87**	**159.17**

NOTE- 24
FINANCE COST

Amount (Rs. In Lakhs, unless otherwise stated)

Particulars	For the year ended 31.03.2026	For the year ended 31.03.2025
Interest Expense		
Loan from Banks and Fis	16.65	32.86
Loan Processing Charges	-	2.66
Interest on Statutory Dues	1.62	
Bank Charges	-	6.39
Total	**18.27**	**41.91**

NOTE- 25
DEPRECIATION & AMORTIZATION EXPENSE

Amount (Rs. In Lakhs, unless otherwise stated)

Particulars	For the year ended 31.03.2026	For the year ended 31.03.2025
Depreciation on Property, Plant & Equipment	101.33	92.63
Total	**101.33**	**92.63**

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NOTES TO THE FINANCIAL STATEMENTS

NOTE- 26
OTHER EXPENSES

Amount (Rs. In Lakhs, unless otherwise stated)

Particulars	For the year ended 31.03.2026	For the year ended 31.03.2025
Advertisement & Publicity	26.22	1.70
Auditor Remuneration	2.50	3.18
Bad Debt	9.30	-
Balance written off	-	-
Bank & Other charges	-	-
Business promotion	35.12	28.36
Business seminar Expenses	-	
Calibration charge	-	-
Certification & Inspection Expenses	0.24	2.03
Commission on sales	57.95	74.58
Communication expenses	-	-
CSR Expenses	-	8.00
Stores & spares	49.09	16.63
Computer Expenses	0.22	-
Car Expenses	-	-
Discount Allowed	-	-
Delivery Expenses	0.62	0.32
Donation Expenses	0.09	0.04
Forex Loss (Net)	-	-
Director Siting Fees	-	1.05
Discount Allowed	-	
Forex Loss (net)	7.19	-
Foreign Tour Expenses	-	
Freight Charges	-	-
Fuel Charges	-	-
G.P.S Tracking Charges	-	-
Gst Reversal Expenses	-	-
General Expenses	-	24.04
Insurance expenses	0.13	1.09
Interest paid on GST	-	-
Interest paid on Statutory Dues	-	21.50
Internet and Website Expesnses	0.67	6.74
IPO Expenses	5.36	11.02
Legal & Profession Charges	9.85	20.06
License & Subscription Fee	-	-
Loss in Transit	-	-
Loss on sale of Fixed assets	-	-
Lab Expenses	-	-
Market development expenditure amortised	-	-
Miscellaneous Expenses	-	0.02
Office Expenses	27.11	1.28
Other Expenses	-	-
Roc Fees	0.69	6.48
Penalty for GST	-	-
Postage & Telecommunication	0.93	0.69
Printing & Stationery	1.24	0.97
Prior Years Interest Difference	-	-
Power and Fuel Expenses	-	-
Packing expenses	-	-
Rates & Taxes	3.12	-
Rent	-	-
Repairs & Maintanance	15.00	28.08
Research & Development	-	-
Roc Fees	-	-
Round off	-	-
Security Charges	9.64	8.09
Selling and Administration Expenses	-	-
Services expenses	-	-
Software Expenses	-	-
Spare Parts	-	-
Statutory payments	-	-
Testing Charges	9.52	1.66
Travelling and conveyance	3.84	7.84
Tender expenses	1.39	0.85
Vehicle Maintenance	-	-
Total	**277.02**	**276.27**

*Details of Payment to Auditors

Amount (Rs. In Lakhs, unless otherwise stated)

Particulars	For the year ended 31.03.2026	For the year ended 31.03.2025
Details of Payments to Auditor		
Statutory Audit	2.50	3.18
Total	2.50	3.18

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NOTE- 10
Property, Plant & Equipment & Intangible Assets

Amount (Rs. In Lakhs, unless otherwise stated)

As on 31.03.2026

Particulars	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	As at 01.04.2025	Additions	Disposal	As at 31.03.2026	As at 01.04.2025	For the Year	Adjustment	As at 31.03.2026	As at 31.03.2026	As at 31.03.2025
Tangible Assets										
Freehold Land	497.56			497.56	-		-	-	497.56	497.56
Building	660.54	18.15		678.69	206.64	12.02	-	218.66	460.03	453.90
Plant & Machinery	894.54	18.88		913.42	593.18	62.42	-	655.60	257.82	301.37
Furniture	11.48	133.28		144.76	6.76	15.10	-	21.87	122.90	4.72
Electrical Fitting	37.06	0.58		37.64	33.00	0.51	-	33.51	4.14	4.06
Office Equipments	28.28	31.83		60.11	7.03	1.29	-	8.32	51.79	21.25
Computers	10.59	6.18		16.77	7.80	2.73	-	10.53	6.25	2.79
Vehicles	157.80	64.78		222.58	138.48	7.26	-	145.74	76.84	19.31
Total	**2,297.85**	**273.69**	**-**	**2,571.54**	**992.89**	**101.33**	**-**	**1,094.22**	**1,477.32**	**1,304.96**

JAY GUPTA & ASSOCIATES * Chartered Accountants * KOLKATA

ARC INSULATION AND INSULATORS LIMITED
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Amount (Rs. In Lakhs, unless otherwise stated)

As on 31.03.2025

Particulars	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	As at 01.04.2024	Additions	Disposal	As at 31.03.2025	As at 01.04.2024	For the Year	Adjustment	As at 31.03.2025	As at 31.03.2025	As at 31.03.2024
Tangible Assets										
Freehold Land	108.74	388.82		497.56	-	-	-	-	497.56	108.74
Building	325.89	334.65		660.54	193.98	12.65	-	206.64	453.90	131.91
Plant & Machinery	888.92	5.62		894.54	526.43	66.75	-	593.18	301.37	362.50
Furniture	7.32	4.16		11.48	5.80	0.97	-	6.76	4.72	1.53
Electrical Fitting	36.22	0.84		37.06	32.16	0.84	-	33.00	4.06	4.06
Office Equipments	7.79	20.49		28.28	4.06	2.97	-	7.03	21.25	3.73
Computers	7.16	3.43		10.59	5.72	2.08	-	7.80	2.79	1.44
Vehicles	157.80	-		157.80	132.12	6.37	-	138.48	19.31	25.68
Total	**1,539.84**	**758.01**	**-**	**2,297.85**	**900.26**	**92.63**	**-**	**992.89**	**1,304.96**	**639.58**

NOTE- 10
Property, Plant & Equipment & Intangible Assets

Annexure- XIII

Amount (Rs. In Lakhs, unless otherwise stated)

As on 31.03.2024

Particulars	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	As at 01.04.2023	Additions	Disposal	As at 31.03.2024	As at 01.04.2023	For the Year	Adjustment	As at 31.03.2024	As at 31.03.2024	As at 31.03.2023
Tangible Assets										
Freehold Land	72.03	36.71		108.74	-	-	-	-	108.74	72.03
Building	313.55	12.34		325.89	180.64	13.34	-	193.98	131.91	132.91
Plant & Machinery	747.01	141.91		888.92	465.23	61.19	-	526.43	362.50	281.78
Furniture	7.07	0.26		7.32	5.34	0.45	-	5.80	1.53	1.72
Electrical Fitting	36.22	-		36.22	31.22	0.94	-	32.16	4.06	5.00
Office Equipments	5.31	2.48		7.79	3.66	0.40	-	4.06	3.73	1.65
Computers	5.84	1.32		7.16	4.72	1.00	-	5.72	1.44	1.13
Vehicles	152.59	5.21		157.80	124.08	8.04	-	132.12	25.68	28.51
Total	**1,339.61**	**200.23**	**-**	**1,539.84**	**814.89**	**85.37**	**-**	**900.26**	**639.58**	**524.72**

JAY GUPTA & ASSOCIATES ★ KOLKATA ★ Chartered Accountants

ARC INSULATION AND INSULATORS LIMITED
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CIN : U18109WB2008PLC129263

STATEMENT OF PRINCIPAL TERMS OF LOANS AND ASSETS CHARGED AS SECURITY

Name of Lender/Fund	Nature of Facility	Date of Issue	Sanctioned Amount (Rs. In Lakhs)	Securities offered	Repayment Period	Rate of Interest	Outstanding amount as on 31.03.2026 (Rs. In Lakhs)	Outstanding amount as on 31.03.2025 (Rs. In Lakhs)
4.1. Long term Borrowings:								
SECURED LOANS								
Business Term Loan:								
ICICI BANK	Car Loan	18-09-2021	14.60	Hypothecation of Car against Loan	60 Months	7.80%	2.02	5.27
HERO FINANCE CORPORATION LIMITED	Corporate Term Loan	30-04-2019	160.00	Mortgage aganst land held in name of Manish Bajoria at Mouza – Samali, Police Station – Bishnupur, J.L.No.23, R.S.Khatian Nos.465 and 498, L.R.Khatian No.2298, R.S. and L.R.Dag Nos.86 and 87, District South 24 Parganas.	72 Months	13.00%	-	27.92
HERO FINANCE CORPORATION	Machinery Term Loan	15-07-2020	33.00	Hypothecation against Machinery	48 Months	14.00%	-	-
ICICI BANK	Car loan	30-03-2022	10.00	Hypothecation of Car against Loan	36 Months	7.50%	-	0.31
KOTAK MAHINDRA BANK LIMITED	Loan against Property	31-05-2022	128.00	Mortgage against property and personal guarantee given by Manish Bajoria	120 Months	9.85%	-	108.37
KOTAK MAHINDRA LOAN	Personal finance loan	08-02-2023	49.50	Personal finance loan	24 Months	Floating Interest	-	-
KOTAK MAHINDRA BANK LIMITED	Loan For Commercial Property Purchase	31-01-2025	240.00	(Property ID:P-00597907) - OU107AND OU108,OU107AND OU108,NA,PRIMARC CHAMBERS,LASKARHAT ROAD,Kasba,24PARGANAS,WEST BENGAL-700039	60 Months	8.20%	-	236.83
Total (A)							2.02	378.70
UNSECURED LOANS								
MANISH BAJORIA	Loan from related party (Managing Director))	28-09-2010	140.00	The Company has received an unsecured loan, which is interest-free and repayable on demand as per the terms agreed with the lender.	Repayable on Demad	-	-	10.67
Total (B)							-	10.67
Total Long Term Borrowings (A+B)							-	389.37
6.1. Short term Borrowings:								
Bank OD								
STATE BANK OF INDIA	Overdraft Faculities	09-04-2025 (Last Renual Date)	470.00	Primery Security : Hypothecation of Stock & Receivable, Hypothecation of Stock and receivables of the unit, both present and future Collateral Security : Belongs to ARC Insulation & Insulators Ltd., (Realizable value Rs 5.76 Crore, 1st chg against SBI Edu Loan Account No. 39930376502 of Promotor's son and value taken for business exposure is after deduction of 110% of outstanding), Title Deed No. I-3548. I-2669, Registered on : 24-06-2009 at South 24 Parganas, West Bengal Personal Guarantee of Manish Bajoria and Neelam Bajoria	Payable at Demand	8.90%	-	164.75
YES BANK	Overdraft Faculities	26-07-2023	200.00	105% margin in FD	Pavable at Demand		-	42.51
Total Short Term Borrowingss (C)							-	207.26
Total (A+B+C)							2.02	596.63

The Company has also availed Non fund based limit of ₹ 75.00 Lakhs of Bank Guarantee & ₹ 150.00 Lakhs of Letter of Credit and Credit exposure limit of ₹ 4.00 lakhs against Hypothecation of stock & book debts, Equitable mortgage of two storied building with RCC & Asbestors roofing factory shed constructed on plot of land measuring 99 decimals, R.S/L.R Dag no. 170 under mouza - Mukundapur, R.S & L.R Dag no. 718 & 719 under mouza ramdevpur at premises bibirhat Mahishgoat Road, Vill - Ramdevpur within the clear ambit of khagramuri Gram Panchayat JL no. 6 & 7, Touzi no. 99 & 14, Pargana Magura, PO - Bawali, RS - 49 & 89,PS & ADSR - Bishnupur, Dist. Parganas South in the name of ARC Insulation & Insulators Ltd. and Personal Guarantee of Manish Bajoria & Neelam Bajoria.

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STATEMENT OF RELATED PARTY TRANSACTIONS

NOTE 27 : Related Party Disclosures

A. List of Related parties

Sl. No.	Name	Relation
	Key Mangerial Personnel	
1	Mr. Manish Bajoria	Managing Director & CFO
2	Mrs. Neelam Bajoria	Director
3	MR. Ashish Kumar Bajoria	Director
4	Shradha Dhacholia	Company Secretary
	Relative of Key Mangerial Personnel	
1	Aman Bajoria	Son of Manish and Neelam Bajoria
2	Premlata Bajoria	Mother of Manish Bajoria
3	Manish Bajoria(HUF)	Manish Bajoria, Karta
4	Meenu Agarwal	Sister of Neelam Bajoria
5	Vinod Agarwal	Relative of Manish Bajoria
	Enterprises having Significant Influence	
1	Swabhumi Distributors Pvt Ltd	

Amount (Rs. In Lakhs, unless otherwise stated)

	As at 31.03.2026			
A. Transactions with Related Parties during the period **Nature of Transactions**	**KMP**	**Relative of KMP**	**Holding Company**	**Enterprises having Significant**
Director Remuneration				
Manish Bajoria	45.12			
Neelam Bajoria	25.77			
Mr. M. Velayudham				
Ms. Shruti Poddar				
Mr. Anand Poddar				
Advance for Puchases of Land				
Manish Bajoria				
Mr. M. Velayudham				
Ms. Shruti Poddar				
Mr. Anand Poddar				
Manish Kumar Agrawal				
Ankita Gupta				
Reimbursement				
Shradha Dhacholia	0.23			
Loan availed				
Manish Bajoria	334.27			
Neelam Bajoria	0.37			
Vinod Agarwal				
Meenu Agarwal				
Loan repaid				
Manish Bajoria	334.27			
Neelam Bajoria	0.37			
Vinod Agarwal				
Meenu Agarwal		10.00		
Loan/Advance Given				-
Meenu Agarwal				
Salary				-
Shradha Dhacholia	4.80			
Aman Bajoria		3.00		
Advance Given against Purchase				

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STATEMENT OF RELATED PARTY TRANSACTIONS

Amount (Rs. In Lakhs, unless otherwise stated)

B. Outstanding Balances Nature of Transactions	KMP	Relative of KMP	Holding Company	Enterprises having Significant
Unsecured Loan				
Manish Bajoria				
Neelam Bajoria				
Vinod Agarwal				
Advances Given				
Meenu Agarwal				
Advance Given for Land				
Manish Bajoria	314.31			
Remuneration/ Salary Payable				
Manish Bajoria	-71.37			
Neelam Bajoria				
Aman Bajoria				

Amount (Rs. In Lakhs, unless otherwise stated)

As at 31.03.2025

A. Transactions with Related Parties during the period Nature of Transactions	KMP	Relative of KMP	Holding Company	Enterprises having Significant
Director Remuneration				
Manish Bajoria	36.00			
Neelam Bajoria	24.00			
Advance for Puchases of Land				
Manish Bajoria	52.94			
Reimbursement				
Shradha Dhacholia	0.39			
Loan availed				
Manish Bajoria	10.67			
Neelam Bajoria	-			
Loan repaid				
Manish Bajoria	12.16			
Neelam Bajoria	0.01			
Loan/Advance Given				-
Meenu Agarwal		10.00		
Salary				-
Aman Bajoria		6.00		

Amount (Rs. In Lakhs, unless otherwise stated)

B. Outstanding Balances Nature of Transactions	KMP	Relative of KMP	Holding Company	Enterprises having Significant
Unsecured Loan				
Manish Bajoria	10.67			
Advances Given				
Meenu Agarwal		10.00		
Advance Given for Land				
Manish Bajoria	314.31			

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Note 28 : STATEMENT OF TAX SHELTER

Particulars	As at 31.03.2026	As at 31.03.2025
Net Profit/(Loss) before taxes (A)	278.31	1,159.44
Tax Rate Applicable %	25.17%	25.17%
Adjustments		
Add: Depreciation as per Companies act	101.33	92.63
Add: Gratuity provision	43.51	0.56
Add: Disallowance under Income Tax Act, 1961	0.23	41.09
Less: Depreciation as per Income Tax Act, 1961	92.13	101.88
Net Adjustments(B)	**52.93**	**32.40**
Business Income (A+B)	**331.24**	**1,191.84**
Gross Total/ Taxable Income	**331.24**	**1,191.84**
Less: Deductions U/S 80JJAA		
Net Total/ Taxable Income	**331.24**	**1,191.84**
NET TAXABLE INCOME	331.24	1,191.84
Tax Payable as per Normal Rate	83.37	299.96
Tax as per Income Tax **(C)**	83.37	299.96
Net Tax	**83.37**	**299.96**
Current tax as per restated Statement of Profit & Loss	**83.37**	**299.96**

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Note 28 : Statement of Accounting Ratios

Amount (Rs. In Lakhs, unless otherwise stated)

Particulars	NOTES	As at 31.03.2026	As at 31.03.2025
Current Assets	[A]	4,653.39	2,190.14
Current Liabilities	[B]	718.83	1,092.94
Current Ratio	**[A/B]**	**6.47**	**2.00**
Debt	[A]	2.02	596.63
Equity	[B]	6,019.04	2,504.14
Debt - Equity Ratio	**[A/B]**	**0.00**	**0.24**
Earnings available for debt service	[A]	312.98	1,250.30
Debt Service	[B]	65.71	118.53
Debt - Service Coverage Ratio	**[A/B]**	**4.76**	**10.55**
Net Profit after Tax	[A]	185.51	868.60
Average Shareholder's Equity	[B]	4,261.59	1,859.68
Return on Equity Ratio (%)	**[A/B]**	**4.35%**	**46.71%**
Cost of Goods Sold	[A]	1,198.97	1,585.89
Average Inventory	[B]	971.87	664.61
Inventory Turnover Ratio	**[A/B]**	**1.23**	**2.39**
Net Sales	[A]	2,086.86	3,271.64
Average Trade Receivables	[B]	1,080.38	830.24
Trade Receivables Turnover Ratio	**[A/B]**	**1.93**	**3.94**
Net Purchases	[A]	1,601.51	1,797.87
Average Trade Payables	[B]	554.18	505.71
Trade Payables Turnover Ratio	**[A/B]**	**2.89**	**3.56**
Net Sales	[A]	2,086.86	3,271.64
Current Assets		4,653.39	2,190.14
Current Liabilities		718.83	1,092.94
Average Working Capital	[B]	2,515.88	701.52
Working Capital Turnover Ratio	**[A/B]**	**0.83**	**4.66**
Net Profit	[A]	185.51	868.60
Net Sales	[B]	2,086.86	3,271.64
Net Profit Ratio (%)	**[A/B]**	**8.89%**	**26.55%**
Earning before interest and taxes	[A]	296.58	1,201.35
Capital Employed	[B]	6,019.04	2,813.98
Capital Employed = Total Equity + Long term Debt			
Return on Capital Employed (%)	**[A/B]**	**4.93%**	**42.69%**
Market Value at End of the year- Market Value at the Beginning of the year	[A]	-98.70	-
Market Value at End of the year		39.05	-
Market Value at the Beginning of the year	[B]	137.75	-
Return on Investment	**[A / B]**	**-71.65%**	**0.00%**
# The Opening Market Value is taken as on Listing Date, i.e; 29th August, 2025			

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Note 28 : Statement of Accounting Ratios

Notes:

1. Current Ratio increased by 222.63% for the year ended 31.03.2026 as compared to F.Y. 2024-25 due to increase in Current Assets during the F.Y. 2025-26
2. Debt Equity Ratio decreased by 99.86% for the year ended 31.03.2026 as compared to F.Y. 2024-25 due to increase in Equity during the F.Y. 2025-26
3. Debt Service Coverage Ratio decreased by 54.84% for the year ended 31.03.2026 as compared to F.Y. 2024-25 due to decrease in Earnings available for Debt Service during the F.Y. 2025-26
4. Return on Equity Ratio decrease by 90.65% for the year ended 31.03.2026 as compared to F.Y. 2024-25 due to increase in Average Shareholder's Fund for the F.Y. 2025-26
5. Inventory Turnover Ratio decrease by 48.03% for the year ended 31.03.2026 as compared to F.Y. 2024-25 due to increase in Average Inventory for the F.Y. 2025-26
6. Trade Receivable Ratio decrease by 50.98% for the year ended 31.03.2026 as compared to F.Y. 2024-25 due to increase in Average Trade Receivable for the F.Y. 2025-26
7. Working Capital Turnover Ratio decreased by 82.23% for the year ended 31.03.2026 as compared to F.Y. 2024-25 due to increase in Average Working Capital during the F.Y. 2025-26
8. Net Profit Ratio decreased by 66.41% for the year ended 31.03.2026 as compared to F.Y. 2024-25 due to decrease in Net Profit during the F.Y. 2025-26
9. Return on Capital Ratio decreased by 88.46% for the year ended 31.03.2026 as compared to F.Y. 2024-25 due to increase in Capital Employed during the F.Y. 2025-26
10. Return on Investment decreased by 71.65% for the year ended 31.03.2026 when compared from its Listing Date due to decrease in Closing Market Value for the F.Y. 2025-26

No transactions to report against the following disclosure

a) Crypto Currency or Virtual Currency
b) Benami Property held under Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder
c) Registration of charges or satisfaction with Registrar of Companies

Loans against which charge is not created :

Particular	Loan Against	Date of Loan	Amount (Rs in Lakhs)	
ICICI BANK	Car Loan	18-09-2019	14.60	Hypothecation of Car against Loan Date of Charge Creation: September 18, 2019
ICICI BANK	Car loan	30-03-2022	10.00	Hypothecation of Car against Loan Date of Charge Creation : March 30, 2022
STATE BANK OF INDIA	Overdraft Faculities	09-04-2025	470.00	Primery Security : Hypothecation of Stock & Receivable, Hypothecation of Stock and receivables of the unit, both present and future Collateral Security : Belongs to ARC Insulation & Insulators Ltd., (Realizable value Rs 5.76 Crore, 1st chg against SBI Edu Loan Account No. 39930376502 of Promotor's son and value taken for business exposure is after deduction of 110% of outstanding), Title Deed No. I-3548. I-2669, Registered on : 24-06-2009 at South 24 Parganas, West Bengal Personal Guarantee of Manish Bajoria and Neelam Bajoria Date of Charge Creation : April 09, 2025

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Note 28 : Statement of Accounting Ratios

d) Relating to borrowed funds
 i) Wilful defaulter
 ii) Utilisation of borrowed funds & share premium
 iii) Borrowings obtained on the basis of security of current assets
 iv) Discrepancy in utilisation of borrowings
 v) Current maturity of long term borrowings

e) There are no layer of companies, hence no disclosures are required

f) There is no scheme of arrangement approved in terms of section 230 to 237 of Companies Act, 2013

g) The company has neither advanced or loaned or invested funds nor received any advances (either borrowed funds or share premium or any other sources or kind of funds) from any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall
 (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries)
 (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

h) The title deeds of all the immovable properties disclosed in the financial statements are held in the name of the Company.

i) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.

j) No instance of any transactions not being 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 have been found. The Company does not have any previously unrecorded income and related assets which have not been properly recorded in the books of accounts.

DISCLOSURE OF TRANSACTIONS WITH STRUCK OFF COMPANIES

The Company did not have any material transactions with companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956 during the financial year.

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Annexure To Note : 1.18

Amount (Rs. In Lakhs, unless otherwise stated)

Corporate Social Responsibility	As at 31.03.2026	As at 31.03.2025
(a) Total amount required to be spent during the year	14.09	6.56
(b) Total amount of expenditure incurred during the year	-	(8.00)
(c) Shortfall/ (excess) at the end of the year	14.09	(1.44)
(d) Total amount of previous years shortfall	(1.44)	-
(e) Reason for shortfall		Not Applicable
(f) Nature of CSR activities (Refer Note 1)		Activities for Education of Childrens (Ananta Trust CSR Registration No. CSR0007171)
(g) Details of related party transactions		
(h) Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year should be shown separately		
Total	12.65	(1.44)

Notes :

1. The Company undertakes the following activities in the nature of Corporate social responsibility (CSR) :

   a.Promoting education, including special education and employment enhancing vocational skills, especially among children, women, and elderly.

   b.Promotion of health care, including preventive health care and sanitation.

   c.Measures for the benefit of armed forces veterans, war widows, and their dependents.

2. CSR expenses for the current year includes excess provision for earlier year which has been adjusted in current year.

