AURO IMPEX & CHEMICALS LIMITED

740 A, Block 'P', New Alipore, Kolkata 700 053, INDIA, Ph. No. (033) 2400 6300/01/02
E-mail : aimpche@gmail.com, Website : www.auroimpex.com, CIN - L51909WB1994PLC061514

To,
The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G
Bandra Kurla Complex, Bandra
Mumbai- 400051

Date: 20.08.2026

NSE SYMBOL: AUROIMPEX **ISIN: INEONULO1018**

Dear Sir/Madam,

Sub: Submission of Notice of the 33rd Annual General Meeting (AGM) of the Company along with Annual Report for the Financial Year 2025-26

Pursuant to Regulation 34(1) and Regulation 30 of the SEBI (Listing Regulations and Disclosure Requirement) Regulations, 2015 ('SEBI Listing Regulations'), we are enclosing herewith the copy of the Annual Report for the Financial year 2025-26 along with the notice of the 33rd AGM of the Company scheduled to be held on Saturday, 12th September, 2026 at 01:00 P.M. (IST) which is being sent through electronic mode to the members whose e-mail addresses are registered with the Company / Registrar and Transfer Agent (RTA)/ Depository Participants (DP).

Further, in accordance with Regulation 36(1)(b) of the SEBI Listing Regulations, a letter containing the weblink including the exact path from where the Annual Report for the financial year 2025-26 can be accessed, is also being sent to those members whose email addresses are not registered with the Company/ RTA/ DP.

The Annual Report along with the Notice of the 33rd AGM of the Company are also available on Company's website at www.auroimpex.com.

You are requested to please take the same in your record.

Thanking You

For **Auro Impex & Chemicals Limited**

MADHU GUPTA
Digitally signed by MADHU GUPTA
Date: 2026.08.20 15:21:04 +05'30'

Madhu Gupta
Company Secretary & Compliance Officer

Encl: As above

33RD ANNUAL REPORT

OF

AURO IMPEX & CHEMICALS LIMITED

FOR THE FINANCIAL YEAR

2025-2026

CONTENT

CORPORATE INFORMATION

Name: AURO IMPEX & CHEMICALS LIMITED
CIN: L51909WB1994PLC061514
ISIN: INE0NUL01018

REGISTERED & CORPORATE ADDRESS

32, K.L. Saigal Sarani, 740A, Block P, New Alipore, Kolkata – 700053
Phone No. 033 2400 6003
Email: investor@auroimpex.com
Website: www.auroimpex.com

FACTORY ADDRESS

- Village - Kanajuli, P.O. - Goborarah, Dhaniakhali, District – Hooghly, West Bengal – 712 305
- Mouza- Hanral, P.S.- Dadpur, Hooghly, West Bengal– 712149
- 873/A/1 Pearapore Road, NH-2, Delhi Road, Serampore, Hooghly - West Bengal- 712223

BOARD OF DIRECTORS

Mr. Madhusudan Goenka, *Managing Director*

Mr. Praveen Kumar Goenka, *Whole Time Director*

Mrs. Vanshika Jain, *Wholetime Director*

Mr. Sibasis Mitra, *Non-Executive Independent Director*

Mr. Sankar Thakur, *Non-Executive Independent Director*

Mr. Niladri Choudhury- *Non-Executive Non-Independent Director*

CHIEF FINANANCIAL OFFICER

Mr. Kalyan Kumar Das

COMPANY SECRETARY

Ms. Madhu Gupta
(appointed w.e.f 29th June 2026)

Mr. Rahul Choudhury
(Resigned w.e.f 10th May 2026)

Bankers

- Indian Bank, *SME Finance Branch, Kolkata*
- Bank of Baroda, *V J Park Branch, Kolkata*
- ICICI Bank Limited, *Netaji Nagar Branch, Kolkata*
- SIDBI, *Kolkata*
- Yes Bank Limited, *Mukti Chamber Branch, Kolkata*

STATUTORY AUDITOR

M/s Jain Sonu & Associates,
Chartered Accountants,

58, Mahatma Gandhi Road, Tollygunge, Kolkata 700041

INTERNAL AUDITOR

M/s. R Das & Associates

1A, Ashutosh Mukherjee Road, Suite No 605 & 606, Kolkata – 700 020

SECRETARIAL AUDITOR

Mrs. Kumkum Rathi

M/s. M. Rathi & Co.

A4B/2, 1/ Raja Ram Mohan Roy Road Kolkata-700 041

COST AUDITOR

M/s. A. Banerjee & Associates

Kalitala Road, Bara Bahera, Hooghly, 712246

REGISTRAR & SHARE TRANSFER AGENT

Cameo Corporate Services Limited
Subramanian Building, 1 Club House Road, Chennai- 600 002
Tel: 044-4002-0700
Website: www.cameoindia.com

COMPOSITION OF COMMITTEES

AUDIT COMMITTEE	
Mr. Sibasis Mitra	*Chairperson*
Mr. Sankar Thakur	*Member*
Mr. Madhusudan Goenka	*Member*

NOMINATION & REMUNERATION COMMITTEE	
Mr. Sibasis Mitra	*Chairperson*
Mr. Sankar Thakur	*Member*
Mr. Niladri Choudhury	*Member*

STAKEHOLDER'S RELATIONSHIP COMMITTEE	
Mr. Sibasis Mitra	*Chairperson*
Mr. Praveen Kumar Goenka	*Member*
Mrs. Vanshika Jain	*Member*

INTERNAL COMPLAINT COMMITTEE (UNDER POSH ACT)	
Ms. Soma Roy	*Presiding Officer*
Mr. Tapas Santra	*Internal Member*
Ms. Madhumita Das	*Internal Member*
Mr. Sashi Bhusan Lodha	*External Member*

Chairman's Address

Dear Shareholders,

It is my privilege to present to you your Company's Annual Report for the financial year 2025–26.

This year marks **33 years of the Auro journey**—a journey of strength, struggle, honour, faith and steady progress. What began in 1994 with a vision to serve the growing requirements of industrial air pollution control has, over the years, evolved into an organisation built on quality, technical capability, customer trust and a deep sense of responsibility towards the environment.

Looking back at these 33 years, I believe our greatest achievement is not simply the milestones we have crossed, but the trust we have earned from our customers, partners, employees and shareholders. That trust has been built patiently, one relationship at a time, through consistent quality, dependable service and our commitment to stand by our customers.

A Meaningful Opportunity Ahead

India today stands at an important point in its economic and industrial journey. Rapid industrialisation, infrastructure development, increasing energy requirements and growing environmental consciousness are creating both opportunities and responsibilities for businesses.

For Auro, this presents a particularly meaningful opportunity.

Our business is closely aligned with the need for cleaner industrial operations and better environmental outcomes. As industries increasingly focus on emission control, efficiency, compliance and sustainability, the relevance of reliable air pollution control solutions will only increase.

We see this not merely as a market opportunity, but as a larger purpose. Our endeavour is to contribute to a cleaner and greener environment while creating a business that delivers sustainable value to all its stakeholders.

Our Purpose Remains Unchanged

Our vision has always been centred around building a quality customer base and responding to their evolving requirements. This philosophy continues to guide us.

We believe that a customer relationship does not end with the sale of a product. It begins there. Our emphasis on quality products, technical capability and responsive after-sales support reflects our understanding that reliability is fundamental in the industries we serve. Going forward, we will continue to deepen our engagement with customers, understand their changing requirements and develop solutions that are relevant to their operational and environmental needs.

Quality and Innovation at the Core

In an increasingly competitive and technology-driven environment, quality cannot be a differentiator alone—it must be a way of doing business.

Our focus on quality manufacturing, testing, documentation, systems and continuous training remains integral to our operations. We will continue to strengthen these capabilities and adopt appropriate technologies that enable us to improve efficiency, product performance and customer value.

Innovation, for us, is not about change for its own sake. It is about finding better ways to solve customer problems, improve performance and create lasting value.

As environmental standards and customer expectations evolve, we intend to remain agile and responsive. Our objective is to continuously expand our capabilities while retaining the reliability and discipline that have defined Auro over the years.

Strengthening Our Foundation for the Future

The next phase of our journey will be about building upon the foundation created over the last three decades.
We will remain focused on strengthening our core business, expanding our market presence, exploring new opportunities and enhancing our capabilities. At the same time, we will maintain financial discipline and exercise prudence in our approach to growth and capital allocation.

We recognise that sustainable growth is not achieved by pursuing every opportunity, but by identifying the right opportunities and executing them with consistency and discipline.

Our People — Our Greatest Strength

No organisation can build a 33-year legacy without committed people.
The knowledge, experience, dedication and resilience of our employees have been instrumental in shaping Auro. As we look towards the future, we will continue to invest in developing our people, strengthening technical and managerial capabilities and fostering a culture of ownership, accountability and continuous learning.
We want to build an organisation where people are encouraged to think differently, take responsibility and contribute to the Company's larger purpose.

Responsible Growth

Our vision of growth extends beyond financial performance.

As a Company operating in the field of environmental solutions, we have a special responsibility to ensure that our own growth is aligned with the broader objective of sustainable development. We remain committed to conducting our business responsibly, maintaining high standards of ethics and governance and creating value for all our stakeholders.

We believe that business performance and responsibility must go hand in hand.

Our commitment to corporate governance, transparency and accountability will continue to remain unwavering. We recognise that the confidence of our shareholders is earned through consistent performance, responsible conduct and transparent communication.
Creating Sustainable Value for Shareholders

At the heart of our strategy is a simple objective—to build a stronger, more resilient and more valuable Company.
We remain conscious that shareholder value is created over the long term through sustainable earnings, prudent capital allocation, strong relationships and a business model capable of adapting to changing circumstances.
The road ahead may not always be predictable. Markets will change, competition will evolve and new challenges will emerge. But our 33-year journey has taught us that resilience is built by staying true to our values while remaining open to change.

We therefore approach the future with confidence, humility and determination.

Looking Ahead

As we enter the next chapter of Auro's journey, our aspirations are clear.

We want to strengthen our position in the air pollution control and industrial environmental solutions space, expand our reach, deepen customer relationships, enhance our technological capabilities and create new avenues for sustainable growth.

But above all, we want to remain an organisation that our customers can trust, our employees can be proud of, our shareholders can have confidence in and society can look upon as a responsible contributor to a cleaner future.

I would like to express my sincere appreciation to our employees for their dedication and commitment, our customers for their continued confidence, and our suppliers, dealers, business associates, bankers and other stakeholders for their valuable support.

I would also like to thank my fellow Directors and the entire leadership team for their guidance and contribution.

Most importantly, I extend my heartfelt gratitude to you, our shareholders, for your continued faith and support. Your confidence is both a privilege and a responsibility, and we remain committed to earning it year after year.

As we look towards the future, I am confident that together we can build upon our 33-year legacy, embrace the opportunities before us, navigate the challenges with resilience and continue our journey towards sustainable growth, responsible business and lasting value creation.

The journey that began 33 years ago continues—with greater ambition, deeper purpose and renewed determination.

Together, let us build the next chapter of Auro.

With warm regards,

Sd/-
Madhusudan Goenka
Chairman & Managing Director
DIN: 00146365

NOTICE OF THE 33rd ANNUAL GENERAL MEETING

Notice is hereby given that the 33rd Annual General Meeting of the Members of **Auro Impex & Chemicals Limited** will be held on **Saturday, September 12, 2026** at **01:00 P.M.** through Video Conferencing ("VC")/other Audio-Visual Means ('OAVM) Facility to transact the following businesses. The venue of the meeting shall be deemed to be the Registered Office of the Company at 32, K. L. Saigal Sarani, 740 A, Block 'P', New Alipore, Kolkata 700 053.

Ordinary Business

1. **ADOPTION OF AUDITED STANDALONE & CONSOLIDATED FINANCIAL STATEMENTS**

   To receive, consider and adopt the Audited Standalone and Consolidated 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.

SPECIAL BUSINESS

2. **RATIFICATION OF REMUNERATION OF M/S. A BANERJEE & ASSOCIATES, COST ACCOUNTANTS, COST AUDITORS OF THE COMPANY**

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

   "RESOLVED THAT pursuant to the provisions of Section 148(3) and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration of Rs. 50,000/- (Rupee Fifty Thousand only) per annum plus applicable taxes thereon and reimbursement of out-of-pocket expenses in respect of visit of office premises payable to M/s. A Banerjee & Associates, Cost Accountants (Firm Registration No. 100288), who are appointed by the Board of Directors of the Company to conduct the audit of cost records maintained by the Company for the Financial Year 2026-27, be and is hereby ratified.

   RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board of Directors of the Company be and is hereby severally authorized to do all such other acts, deeds and things as may be necessary to give effect to the above resolution."

3. **REGULARIZATION OF MR. NILADRI CHOUDHURY AS NON-EXECUTIVE NON-INDEPENDENT DIRECTOR OF THE COMPANY**

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

   "RESOLVED THAT pursuant to the provisions of Sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013, and the Rules made thereunder and other applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or re-enactment (s) thereof for the time being in force), and in accordance with the Articles of Association of the Company and based on the recommendation of the Nomination & Remuneration Committee and approval of the Board of Directors, Mr. Niladri Choudhury (*DIN: 09759306),* who was appointed as an Additional Director of the Company by the Board of Directors with effect from February 03, 2026, to hold office up to the date of this Annual General meeting be and is hereby appointed/regularized as Non-Executive Non-Independent Director of the Company.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and is hereby authorised to do all such acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

4. **RE-APPOINTMENT OF MR. MADHUSUDHAN GOENKA (DIN: 00146365) AS THE MANAGING DIRECTOR OF THE COMPANY**

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

"RESOLVED THAT in accordance with the provisions of Sections 2(54) 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and rules made thereunder, (including any statutory modification(s) or re-enactment thereof, for the time being in force), based on the recommendation of the Nomination & Remuneration Committee and approval of the Board of Directors, consent of the members be and is hereby accorded to the re-appointment of Mr. Madhusudan Goenka (DIN:00146365) as Managing Director (MD) of the Company for a period of 5 (Five) years with effect from 17th February, 2026 to 16th February, 2031 on the terms and conditions as detailed in the explanatory statement annexed hereto.

RESOLVED FURTHER THAT in case of inadequacy of profit or no profit in any financial year, the Company shall pay remuneration within the limits as specified in Section II of part II of Schedule V of the Act or such other limits as may be prescribed.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all acts, deeds and things and execute all such documents, instruments and writings, as may be required to give effect to the aforesaid resolutions."

5. **CONTINUATION OF MR. PRAVEEN KUMAR GOENKA (DIN:00156943) AS EXECUTIVE WHOLETIME DIRECTOR OF THE COMPANY UPON ATTAINING THE AGE OF 70 YEARS**

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

"RESOLVED THAT in accordance with the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014; SEBI (Listing Obligations and Disclosure Requirements)

Regulations, 2015 as amended and rules made thereunder, (including any statutory modification(s) or re-enactment thereof, for the time being in force) and based on the recommendation of the Nomination & Remuneration Committee, consent of the members be and is hereby accorded for the continuation of Mr. Praveen Kumar Goenka (DIN: 00156943) as the Whole-time Director of the Company after attaining the age of 70 (seventy) years, on the terms and conditions as detailed in the explanatory statement annexed hereto.

RESOLVED FURTHER THAT any Director or Company Secretary of the Company be and is hereby severally authorised to file necessary e forms to ROC and to do all the necessary acts, deeds etc. as required."

6. **APPOINTMENT OF MRS. VANSHIKA JAIN (DIN: 07022384) AS WHOLETIME DIRECTOR OF THE COMPANY FOR A PERIOD OF FIVE YEARS**

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

"**RESOLVED THAT** based on the recommendations of the Nomination and Remuneration Committee and approval of Board of Directors and in accordance with Sections 196, 197, 203 and other applicable provisions, sections and rules of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, consent of the members of the Company be and is hereby accorded to appoint Mrs. Vanshika Jain (DIN: 07022384) as Whole-time Director of the Company for a term of 5 (five) years with effect from 03rd February 2026 to 02nd February, 2031 on the terms and conditions as detailed in the explanatory statement annexed hereto.

RESOLVED FURTHER THAT in case of inadequacy of profit or no profit in any financial year, the Company shall pay remuneration within the limits as specified in Section II of part II of Schedule V of the Act or such other limits as may be prescribed.

RESOLVED FURTHER THAT any Director or Company Secretary of the Company be and is hereby severally authorised to file necessary e forms to ROC and to do all the necessary acts, deeds etc. as required."

7. **INCREASE THE BORROWING LIMIT OF THE COMPANY UNDER SECTION 180(1)(C) OF THE COMPANIES ACT, 2013**

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

"**RESOLVED THAT** in supersession of the resolutions passed earlier in this regard and pursuant to the provisions of Section 180(1)(c) of Companies Act, 2013 and rules & regulations made thereunder, if any (including any statutory modification or re-enactment thereof for the time being in force), the consent of the members be and is hereby accorded, to borrow money, as may be required from including without limitation, any Bank and/or Financial Institution and/or Bank lender and/or foreign lenders and/or body corporate/entity/ entities or authority/authorities, either in rupees or foreign currencies as may be permitted by law from time to time as may be deemed appropriate by the Board, for an aggregate amount not exceeding Rs. 500 Crores (Rupees Five hundred Crores) notwithstanding that the monies to be borrowed, together with already borrowed by the Company excluding all temporary loans obtained by the Company from its bankers in the ordinary course of its business, may exceed the aggregate for the time being of the paid-up capital of the Company and its free reserves that is to say reserves not set apart for any specific purpose.

RESOLVED FURTHER THAT the consent of the Shareholders be and is hereby accorded, to the Board of Directors of the Company to create/modify any mortgage, pledge, hypothecation or other charge or encumbrances, from time to time, over the whole or substantially whole of the Company's undertaking including all present and future immovable and movable properties and assets of the Company whosesoever situated, in favour of the banks, financial institutions, and other persons, whether in India or overseas, for securing loans, credits, guarantees or other facilities provided or to be provided by them to the Company and/or to secure debentures issued/ to be issued by the Company and/or to secure offshore bonds (whether rupee denominated or otherwise) issued / to be issued by the Company whether in India or outside India, which borrowings and facilities and debentures and offshore bonds together with the existing ones shall not exceed an aggregate limit Rs. 500 Crores (Rupees Five Hundred Crores Only).

RESOLVED FURTHER THAT any Director of the Board be and is hereby authorized to take all the requisite, incidental, consequential steps to implement the above resolution and to perform all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, any question, query, or doubt that may arise in this regard, and to execute/publish all such notices, deeds, agreements, papers and writings as may be necessary and required for giving effect to this resolution".

8. INCREASE THE LIMIT FOR CREATION OF MORTGAGE OR CHARGE ON THE ASSETS, PROPERTIES OR UNDERTAKING(S) OF THE COMPANY UNDER SECTION 180(1)(A) OF THE COMPANIES ACT, 2013

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

"**RESOLVED THAT** in supersession of the earlier resolution pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, read with the rules made thereunder, the consent of the members be and is hereby accorded to increase the limit for creation of mortgages, charges, hypothecations and/or other encumbrances on the assets, properties and/or undertaking(s) of the Company of Rs. 500 crores (Rupees Five Hundred Crores Only) for securing the borrowings and other credit facilities of the Company.

RESOLVED FURTHER THAT any Director of the Company be and are hereby severally authorized and do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this Resolution."

9. **ADVANCING/GRANTING ANY LOAN, GIVING ANY GUARANTEE AND/OR PROVIDING ANY SECURITY TO ALL SUCH PERSON SPECIFIED UNDER SECTION 185 OF THE COMPANIES ACT, 2013**

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

"RESOLVED THAT pursuant to Section 185 and other applicable provisions if any, of the Companies Act, 2013 and relevant rules made thereto (including any statutory modification(s) or re-enactments thereof, for the time being in force), in suppression of earlier resolution (if any), the consent of the shareholders be and is hereby accorded to advance any loan(s) in one or more tranches including loan represented by way of book debt to, and/or to give any guarantee(s) and/or to provide any security(ies) in connection with any financial assistance/loan taken/to be taken/availed/to be availed by any entity which is a Subsidiary/ Associate/Joint Venture or such other entity/person as specified under Section 185 of the Companies Act, 2013 and more specifically to such other entity/person as the Board of the Directors in its absolute discretion deems fit and beneficial and in the best interest of the Company (hereinafter commonly known as the Entities); all together with in whom or in which any of the Director of the Company from time to time is interested or deemed to be interested; provided that the aggregate limit of advancing loan and/or giving guarantee and/or providing any security to the Entities shall not at any time exceed Rs. 500 crores (Rupees Five hundred crores only).

RESOLVED FURTHER THAT the aforementioned loan(s) and/or guarantee(s) and/or security(ies) shall only be utilized by the borrower(s) for the purpose of its principal business activities.

RESOLVED FURTHER THAT the any Director of the Company be and is hereby authorized to take all such steps including negotiating, finalising and agreeing to the terms and conditions of the aforesaid Loans / Guarantees / Securities, and generally to do all such acts, deeds, things and matters as may be considered necessary, proper, desirable or expedient and to settle any question, difficulty or doubt that may arise for the purpose of giving effect to the above resolution."

10. **INCREASE THE LIMIT OF LOAN AND INVESTMENT MADE BY THE COMPANY UNDER SECTION 186 OF THE COMPANIES ACT, 2013**

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

"**RESOLVED THAT** pursuant to the provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Meetings of Board and its Powers) Rules, 2014, the consent of the members be and is hereby accorded in supersession of the earlier resolution(s) passed in this regard to increase the limits for making loans, giving guarantees, providing securities and making investments, from time to time, in excess of the limits prescribed under Section 186 of the Companies Act, 2013, up to an aggregate amount of Rs. 500 Crores (Rupees Five Hundred Crores Only).

RESOLVED FURTHER THAT any Director be and are hereby severally authorised to file the necessary e-forms with the Registrar of Companies, and to do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this resolution, including making such modifications as may be required by any statutory or regulatory authority."

11. ALTERATION OF ARTICLES OF ASSOCIATION OF THE COMPANY

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

"**RESOLVED THAT** pursuant to the provisions of Sections 14 and other applicable provisions, if any, of the Companies Act, 2013, read with the rules made thereunder, consent of the shareholders be and is hereby accorded to alter Article 188 of the Articles of Association of the Company, in supersession of the earlier resolution(s) passed in this regard, by substituting the existing provision with the following:

"A Managing Director or Whole-time Director shall, while he continues to hold such office, shall be reckoned as a Director liable to retire by rotation. He shall be subject to the same provisions as to resignation and removal as the Directors of the Company and shall, ipso facto and immediately, cease to be a Managing Director if he ceases to hold the office of Director from any cause. "

RESOLVED FURTHER THAT any Director of the Company be and is hereby authorised to file the necessary forms with the Registrar of Companies and do all such acts, deeds, matters and things as may be necessary or expedient to give effect."

12. INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY & ALTERATION OF MEMORANDUM OF ASSOCIATION

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

"**RESOLVED THAT** pursuant to the provisions of section 13, 61 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder (including any statuary modification or re-enactment thereof for the time being in force), Articles of

Association, the consent of the members be and is hereby accorded to increase the authorized share capital of the Company from Rs. 14,00,00,000/- (Rupees Fourteen Crores) divided into 1,40,00,000 equity shares of Rs. 10/- (Rupees Ten) each to Rs. 20,00,00,000/- (Rupees Twenty crores) divided into 2,00,00,000 equity shares of Face value of Rs. 10/- (Rupees Ten) each ranking pari passu with the existing equity shares in the Company and that in clause V of the Memorandum of Association of the Company for the words and figures

"The Authorized Share Capital of the Company is Rs. 20,00,00,000/- (Rupees Twenty crore) divided into 2,00,00,000 (Two Crore) equity shares of Rs.10/- (Rupees ten only) each with such rights, privileges and conditions attaching thereto as are provided by the regulations of the Company for time being, with the power to increase and/or decrease the capital of the Company and to divide the shares in the capital for the time being into several classes and to attach thereto respectively such preferential, deferred, qualified or special rights, privileges or conditions as may be determined by or in accordance with the Articles of Association of the Company for the time being and to modify or abrogate any such rights, privileges or conditions in such manner as may be permitted by the Act; or provided by the Articles of Association of the Company for the time being."

RESOLVED FURTHER THAT any Director of the Company be and is hereby authorized to file prescribed e-form along with the copy of altered memorandum within the prescribed time to Registrar with the fee as provided in the Companies (Registration of offices and fees) Rules, 2014 and to do all acts and take all such steps as may be necessary, proper or expedient to give effect to the aforesaid resolution."

For **Auro Impex & Chemicals Limited**

Sd/-
Madhu Gupta
Company Secretary & Compliance Officer
Membership No. A79620

Date: 11.08.2026
Place: - Kolkata

NOTES:-

1. The Ministry of Corporate Affairs (MCA) has pursuant to its In continuation to the General Circular Nos. 20/2020 dated May 25, 2020, 02/2022 dated May 05, 2022, 10/2022 dated December 28, 2022, 09/2023 dated September 25, 2023, the Ministry of Corporate Affairs, Government of India ("MCA") vide its General Circular No. 03/2025 dated September 22, 2025 and other circulars issued in this respect ("MCA Circulars"), permitted holding of the Annual General Meeting (AGM) through Video Conferencing/ Other Audio Visual Means (VC/OAVM) facility without the physical presence of the Members at a common venue in accordance with the requirements as provided.

   Accordingly, in compliance with the provisions of the Companies Act, 2013 ("Act"), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), MCA Circulars & SEBI Circulars, the AGM of the Company is being held through VC/OAVM facility. Hence, Members can attend and participate in the ensuing AGM through VC/OAVM facility only, as arranged by the Company with National Securities Depository Ltd. (NSDL). The venue of the AGM shall be deemed to be the registered office of the Company.

2. The relevant Explanatory statement pursuant to Section 102(1) of the Companies Act, 2013, Secretarial Standards on General Meetings-2 and Regulation 17(11) of the Listing Regulations, setting out all material facts relating to Special Businesses to be transacted at the AGM is annexed herewith and forms part of this Notice.

3. The relevant details of the Director seeking re-appointment at this AGM pursuant to Regulation 36(3) of the Listing Regulations and Secretarial Standard (SS) - 2 on General Meetings, issued by The Institute of Company Secretaries of India, at this Annual General Meeting ('Meeting' or 'AGM') is annexed hereto.

4. Since this AGM is being held pursuant to the MCA Circulars / SEBI Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the

facility for appointment of proxy to attend and cast vote for the Members will not be available for this AGM and hence the Proxy Form, Attendance Slip and Route Map of the AGM are not annexed to this Notice convening this 33rd AGM.

5. Body Corporates/Institutional Investors who are Members of the Company are entitled to appoint authorized representatives pursuant to Section 113 of the Act to attend the AGM through VC/OAVM and participate there at and cast their votes through e-Voting. However, Institutional/Corporate Shareholders (i.e., other than individuals/HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to mrathico@gmail.com with a copy marked to evoting@nsdl.com.

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

7. In compliance with the aforesaid MCA Circulars and SEBI Circulars, dispensing of/with the requirement of printing and sending physical copies of the Annual Report, the Notice of this AGM and the Annual Report for the financial year 2025-26 have been sent only through electronic mode to those Members whose email addresses are registered with the Company/ the Registrar and Share Transfer Agent (RTA)/the Depositories/ Depository Participants. Members may note that the Notice and Annual Report for FY 2025-26 have been uploaded on the Company's website at www.auroimpex.com. The Notice can also be accessed from the websites of the National Stock Exchange of India Limited at www.nseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-voting facility) i.e. https://www.evoting.nsdl.com.

8. As mandated by SEBI, Members holding shares in electronic form are requested to submit their Permanent Account Number (PAN) to their Depository Participants with whom they are maintaining their demat accounts.

9. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

10. The Members can join the AGM in the VC/OAVM mode 30 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, Scrutinizer etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

11. The Notice, the Registers and all other documents will be available for inspection in electronic mode. Members can inspect the same up to the date of AGM, by sending an e-mail to the Company at cs@auroimpex.com or investor@auroimpex.com.

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

The remote e-voting period begins on Wednesday, 09th September, 2026 at 9:00 A.M. and ends on Friday, 11th September, 2026 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Saturday, 05th September 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 05th September 2026.

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

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

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

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

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

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

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.

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

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

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

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

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

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

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

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

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

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

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

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

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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join 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 mrathico@gmail.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 Mr. Pritam Dutta, Assistant Manager at pritamd@nsdl.com / 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 cs@auroimpex.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cs@auroimpex.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A**) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to evoting@nsdl.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. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

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

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

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" 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. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name, demat account number/folio number, email id, mobile number at cs@auroimpex.com. The same will be replied by the company suitably.
6. Shareholders 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 cs@auroimpex.com by 07th September, 2026 at 5:00 PM (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.
7. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, for smooth conduct of the AGM.
8. Members who need assistance before or during the AGM, can contact Mr. Pritam Dutta, Assistant Manager, NSDL at pritamd@nsdl.com and / or Mr. Vikram Jha, Manager, NSDL at vikramj@nsdl.com or call on 022 – 4886 7000 and 022 – 2499 7000.
9. Shareholders attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
10. The Company has appointed CS Kumkum Rathi, (ICSI Membership Number: FCS-F6016, Certificate of Practice No: 6209), Proprietor, M/s. M. Rathi & Co, Practising Company Secretary, (Firm Registration No: P2006WB006800) who in the opinion of the Board is a duly qualified person to act as a Scrutinizer, will scrutinize the entire voting process in the Annual General Meeting in a fair and transparent manner.
11. The Scrutinizer shall immediately, after the conclusion of voting period, unblock the votes in the presence of at least two witnesses not in the employment of the company and not later than 2 working days from the conclusion of meeting, make a Scrutinizer's report of the votes cast in favour or against, if any, to the Chairman of the Company, who shall

counter sign the same. Thereafter, the chairman or the person authorized by him in writing shall declare the results of the voting forthwith.

12. The results declared along with the Scrutinizer's Report shall be placed on the Website of the Company at www.auroimpex.com and on the website of NSDL- www.evoting@nsdl.co.in, immediately after the result is declared by the Chairman and communicated to NSE Limited.

EXPLANATORY STATEMENT IN RESPECT OF SPECIAL BUSINESSES PERSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 2

The Board of Directors of the Company at their meeting held on May 23, 2026, on the recommendation of the Audit Committee, approved the appointment and remuneration of M/s. A Banerjee & Associates, Cost Accountants (Firm Registration No. 100288) to conduct the audit of the cost records of the Company for the Financial Year 2026-27. The remuneration has been approved by the Board as Rs. 50,000/- for the Cost Audit of the Financial Year 2026-27. The partners of the firm are holding a valid certificate of practice and are free from any disqualifications specified under the provisions of the Companies Act, 2013. M/s. A Banerjee & Associates, Cost Accountants, have certified that their appointment is within the limits prescribed under the Companies Act, 2013.

In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(a) (ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is required to be ratified by the members of the Company. Accordingly, consent of the members is sought to ratify the remuneration payable to the Cost Auditors.

The Board of Directors of your Company recommends that the Resolution under Item No. 2 be passed in the interest of your Company as Ordinary Resolution.

None of the Directors, Key Managerial Personnel(s) of the Company or their relatives are in any way, concerned or interested either financially or otherwise, in the said resolution.

ITEM NO. 3

Regularization of Mr. Niladri Choudhury as Non-Executive, Non- Independent Director of the Company

The Board of Directors appointed Mr. Niladri Choudhury (DIN: 09759306) as an Non Executive, Non-Independent Additional Director of the Company with effect from February 03 2026, in accordance with the provisions of Section 161 and other applicable Provisions of the Companies Act, 2013 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or re-enactment (s) thereof for the time being in force).

In terms of the said provisions, Mr. Niladri Choudhury holds office up to the date of this Annual general meeting.

Mr. Niladri Choudhury satisfies all the conditions specified under the Companies Act, 2013 and is not disqualified from being appointed as a Director under Section 164 of the Act. He has completed his Bachelor's degree in Commerce from Guwahati University and PGDBM (specialization in Marketing) from Indian Institute of Planning & Management. He has over 24 years of experience in sales and marketing in Lead Acid Battery Industry across India. He has expertise in both dealer/ distribution network management. He also has over 5 years of experience in Tyre & Tube, spare parts of ESP and over 2 years of experience in Stainless-Steel Pipes Industry.

The other disclosures relating to Mr. Niladri Choudhury are provided in Annexure- B to the Notice pursuant to the provisions of the Companies Act, 2013 read with Schedule V, under regulation 36(3) of SEBI Listing Regulations, 2015 and Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India.

The Board of Directors recommends the resolution set out in the Notice for approval of the members as an Ordinary Resolution.

The Board recommends the Ordinary Resolution set out at Item No. 3 of the Notice for approval by the members.

None of the Directors, Key Managerial Personnel, or their relatives are concerned or interested, financially or otherwise, in the resolution.

ITEM NO. 4

Re-appointment of Mr. Madhusudhan Goenka (DIN: 00146365) as the Chairman and Managing Director for a term of 5 years

Mr. Madhusudan Goenka has completed his Bachelor's degree in Commerce from St. Xavier's College, Calcutta, and has over 43 years of experience in the transport, manufacturing, and trading sector. He has been instrumental in the growth and success of the Auro Group of Companies since its inception and he currently serves as the managing personnel of the Group. The manufacturing unit under Auro Impex & Chemicals Limited and the recent expansion were strategically decided by him. All the financial decisions for the Auro Group of Companies are taken by him.

Accordingly, Board of Directors at its meeting had appointed Mr. Madhusudan Goenka (DIN: 00146365) as Managing Director of the Company based on the recommendation of the Nomination and Remuneration Committee, subject to approval of the shareholders in accordance with Sections 197, 198, Schedule V and other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) and/or re-enactment(s) thereof for the time being in force), and the Articles of Association of the Company to hold office for a period of five consecutive years up to February 16, 2031, liable to retire by rotation, subject to the approval of the shareholders through Special Resolution.

The terms and conditions of his appointment are as under:

1. **Designation:** Chairman and Managing Director
2. **Tenure as Managing Director:** 5 (Five) years commencing from February 17, 2026, to February 16, 2031.
3. **Tenure of Remuneration:** 5 (Five) years commencing from February 17, 2026, to February 16, 2031.

4. **Remuneration:**

A. **Salary:** The Managing Director shall be paid a salary of Rs 1,00,00,000/- (Rupees One Crore) per annum (Cost to Company), inclusive of applicable retirement benefits such as Provident Fund, Superannuation Fund, Pension, Gratuity, National Pension System (NPS), leave benefits, and other employee benefit schemes, including medical and other benefits, in accordance with the Company's applicable policies, rules, and practices, as amended from time to time.

During the tenure of the five-year's appointment, the Board of Directors shall have the authority to revise the Employee's remuneration within the overall range of Rs. 1 Crore to Rs. 2 Crore, subject to applicable approvals and provisions of the Companies Act, 2013.

The increments which will be effective 1 April each year, will be decided by the Board of Directors and will be merit-based and take into account the Company's performance as well and based on mutual agreement between the parties.

B. Allowances

i. **Leave Travel Concession:**
First Class leaves passage by air for self and family every year in India or Abroad.

ii. **Medical Facilities:**
Medical expenses for Mr. Madhusudan Goenka and his family will be borne by the Company as per the actuals.

iii. **Club Fees:**
The Company shall bear the membership and annual subscription fees for six (6) clubs.

iv. Membership of profession institutes/bodies at Company's cost

v. Others as per company's Policy and rules.

OVERALL REMUNERATION:

The aggregate of Salary, Allowances and other benefits payable during the financial year shall constitute the total remuneration and shall not exceed Rs. 1,00,00,000/- (Rupees One crore) per annum, subject to and in compliance with the applicable provisions of the Companies Act, 2013, and the rules made thereunder, as amended from time to time.

MINIMUM REMUNERATION:

In the event of no profits or inadequate profits, in any financial year the MD shall be entitled to receive the remuneration within the limits as prescribed in Section II of Part II of Schedule V of the Act or such other limit as may be prescribed.

The other disclosures relating to Mr. Madhusudan Goenka are provided in Annexure- A & B to the Notice pursuant to the provisions of the Companies Act, 2013 read with Schedule V, under regulation 36(3) of SEBI Listing Regulations, 2015 and Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India.

The Board recommends the Special Resolution set out at Item No. 4 of the Notice for approval by the members.

None of the Directors, Key Managerial Personnel, or their relatives other than Mr. Madhusudan Goenka, *himself* & Mrs. Vanshika Jain *(DIN: 07022384), Wholetime Director* are concerned or interested, financially or otherwise, in the resolution.

ITEM NO. 5

Continuation of Mr. Praveen Kumar Goenka (DIN:00156943) as Executive Wholetime Director of the Company upon attaining the Age of 70 years

Mr. Praveen Kumar Goenka has completed his Bachelor's degree in Commerce from St. Xavier's College, Calcutta, and has over 43 years of experience in the transport, manufacturing, and trading sector. He has been instrumental in the growth and success of the Auro Group of Companies since its inception. The manufacturing unit under Auro Impex & Chemicals Limited and the recent expansion of Auro Industries Limited into tyre trading have been spearheaded by him. He is an integral member as Chief Operations Officer of Auro Impex & Chemicals Limited and its group companies. He is engaged in overall managing the operations of the company.

Accordingly, based on the recommendation of Nomination & Remuneration Committee, the Board of Directors has approved the continuation of Mr. Praveen Kumar Goneka (DIN: 00156943) who was appointed w.e.f. 16th December, 2022 and whose term as the Wholetime Director of the Company will expire on 15th December, 2027 after attaining the age of 70 years on 20th May 2027, subject to approval of Shareholders.

The terms and conditions of his appointment are as under:

1. **Designation:** Whole-time Director
2. **Tenure as Whole-time Director:** Balance of his existing tenure
3. **Tenure of Remuneration:** Balance of his existing tenure

The remuneration payable to the Whole Time Director under the Original Agreement shall stand revised with effect from 01st July 2026 and shall be replaced with the following:

So long as the Whole Time Director performs his duties and conforms to the terms and conditions contained in this Agreement, he shall, subject to such approvals as may be required, be entitled to the following remuneration subject to deduction at source of all applicable taxes in accordance with the laws for the time being in force.

A. **Salary**: The Whole Time Director shall be paid a salary of Rs 50,00,000/- (Rupees Fifty Lakhs) per annum, (Cost to Company), inclusive of applicable retirement benefits such as Provident Fund, Superannuation Fund, Pension, Gratuity, National Pension System (NPS), leave benefits, and other employee benefit schemes, including medical and other benefits as mentioned in Point No. B hereinafter, in accordance with the Company's applicable policies, rules, and practices, as amended from time to time.

   The annual increments which will be effective 1 April each year, will be decided by the Board of Directors and will be merit-based and take into account the Company's performance as well and based on mutual agreement between the parties.

B. **Allowances**

   a. **Leave Travel Concession:**

      First Class leaves passage by air for self and family every year in India or Abroad.

   b. **Medical Facilities:**

Medical expenses for Mr. Praveen Kumar Goenka and his family will be borne by the Company as per the actuals.

c. **Clubs**
Fees of clubs subject to maximum of two clubs.

Membership of profession institutes/bodies at Company's cost

Others as per company's Policy and rules.

OVERALL REMUNERATION

The aggregate of Salary, Allowances and other benefits payable during the financial year shall constitute the total remuneration and shall not exceed Rs. 50,00,000/- (Rupees Fifty Lakh) per annum, subject to and in compliance with the applicable provisions of the Companies Act, 2013, and the rules made thereunder, as amended from time to time.

CONTINUATION OF OTHER TERMS

Except for the revision of remuneration set out herein, all other terms, conditions, rights, obligations, duties, and responsibilities contained in the Original Agreement dated 16 December 2022 shall remain unchanged and continue to be valid and binding upon the Parties.

The other disclosures relating to Mr. Praveen Kumar Goenka are provided in Annexure- A & B to the Notice pursuant to the provisions of the Companies Act, 2013 read with Schedule V, under regulation 36(3) of SEBI Listing Regulations, 2015 and Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India.

The Board of Directors recommends the resolution set out in the Notice for approval of the members as Special Resolution.

None of the Directors, Key Managerial Personnel, or their relatives other than Mr. Praveen Kumar Goenka, *himself* are concerned or interested, financially or otherwise, in the resolution.

The Board recommends the Special Resolution set out at Item No. 5 of the Notice for approval by the members.

ITEM NO. 6

Appointment of Mrs. Vanshika Jain (DIN: 07022384) as Wholetime Director for a period of Five years

Mrs. Vanshika Jain has completed her degree in Fashion Designing from The Bhawanipur Education Society College and has ventured into the designing and manufacturing of an online jewellery business, and has over 6 years of experience in digital marketing, sales, and client servicing. Her skills in business development, management, photography, and online marketing are an asset for the Group which is looking to adopt and transform marketing, sales and client servicing on digital platforms. Her main role is to manage the quality of service to existing clients and to build a database of new clients for both the domestic and international markets. She will bring her expertise in digital technology to handle client orders and sales and to grow the business in new markets.

Based on the recommendation of Nomination & Remuneration Committee, the Board of Directors has appointed Mrs. Vanshika Jain (DIN: 07022384) as Wholetime Director w.e.f. 03rd February, 2026 to 02nd February 2031, subject to approval of Shareholders.

The terms and conditions of his appointment are as under:

1. **Designation:** Whole-time Director
2. **Tenure as Whole-time Director:** From 03rd February 2026 till 02nd February 2031
3. **Tenure of Remuneration:** From 03rd February 2026 till 02nd February 2031

A. **Salary:** Rs 15,00,000/- (Rupees Fifteen Lakhs Only) per year in terms of CTC. The annual increments which will be effective from 1st April each year, will be decided by the Board of Directors and will be merit-based and take into account the Company's performance as well and based on mutual agreement between the parties.

B. **Allowances**

a. Leave Travel Concession:

First Class leaves passage by air for self and family every year in India or Abroad.

b. Medical Facilities

Medical expenses for Mrs. Vanshika Jain and her family will be borne by the Company as per the actuals.

c. Perquisites

Company Car: Provisions of one car with driver, fuel, maintenance etc. for use on Company's business as also for personal use.

d. Retirement Benefits

Provident fund, superannuation fund, pension, Gratuity, NPS, leave policy and other benefit schemes like medical/others in accordance with the Company's practice/policy/rules.

e. Commission/Bonus:

Bonus shall be paid out of the profits of the Company in the relevant financial year with such revisions as may be approved by the Board of Directors from time to time. (subject to the ceiling as prescribed in Schedule V of the Companies Act, 2013).

f. Work Related perks:

Telephone, Laptop, internet, mobile phones, electricity charges etc as per the requirement at Company's cost.

Travelling & Conveyance Benefits:

The Employee shall be entitled to reimbursement of expenses incurred for official travel undertaken in connection with the business of the Company.
Mode of Travel
Air Travel
Rail Travel
Local Conveyance – Taxi / App-based cab / Company vehicle
Accommodation & Boarding
The Company shall reimburse hotel accommodation, boarding, and lodging expenses incurred during official travel.
Daily Allowance
The Employee shall be entitled to a daily allowance for meals and incidental expenses during official travel.
Documentation Requirement
All reimbursements shall be subject to submission of original bills/invoices and approval as per Company policy.

g. **Club Fees:**

Fees of clubs subject to maximum of two clubs.
Membership of profession institutes/bodies at Company's cost

Others as per company's Policy and rules.

OVERALL REMUNERATION:

The aggregate of salary and perquisites in any one financial year shall not exceed the limits prescribed or to be prescribed from time to time under the sections of Companies Act, 2013 (if any).

MINIMUM REMUNERATION:

In the event of no profits or inadequate profits, in any financial year the WTD shall be entitled to receive the aforesaid remuneration as revised from time to time, as minimum remuneration, subject to the applicable provisions of the Company Act, 2013 (if any).

The other disclosures relating to Mrs. Vanshika Jain are provided in Annexure- A & B to the Notice pursuant to the provisions of the Companies Act, 2013 read with Schedule V, under regulation 36(3) of SEBI Listing Regulations, 2015 and Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India.

The Board of Directors recommends the resolution set out in the Notice for approval of

the members as Special Resolution.

The Board recommends the Special Resolution set out at Item No. 6 of the Notice for approval by the members.

None of the Directors, Key Managerial Personnel, or their relatives other than Mrs. Vanshika Jain, *herself* & Mr. Madhusudan Goenka *(DIN: 00146365),* Managing Director are concerned or interested, financially or otherwise, in the resolution.

ITEM NO. 7

Increase the Borrowing limit of the Company under section 180(1)(c) of the Companies Act, 2013

The Members of the Company, at their Extra-Ordinary General Meeting held on 23rd December 2022, had passed a special resolution under Section 180(1)(c) of the Act, authorising the Board of Directors to borrow money(ies) on behalf of the Company (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business) over and above the aggregate of paid-up share capital, free reserves and securities premium of the Company provided that the total amount of such borrowings together with the amounts already borrowed and outstanding at any point of time shall not be in excess of Rs. 100 Crores (Rupees Hundred Crores only).

The Company may require additional financial resources to meet its business requirements, expansion plans, working capital needs and other corporate purposes. Accordingly, pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013, the Board is required to seek approval of the Members for increasing the borrowing limits of the Company beyond the existing limits.

In view of the above and considering the future funding requirements, it is proposed to increase the existing borrowing limits from Rs. 100 Crores (Rupees Hundred Crores only) to Rs. 500 Crores (Rupees Five Hundred Crores only) under the provisions of Section 180(1)(c) of the Act and the rules made thereunder in supersession of the earlier resolution(s) passed in this regard.

The Board recommends the special resolution set out in Item No. 7 of this Notice for the approval of Members.

None of the Directors or Key Managerial Personnel or their relatives are in any way concerned with or interested, financially or otherwise, in the said resolution except to the extent of their shareholding, if any, in the Company.

ITEM NO. 8

Increase the limit for creation of mortgage or charge on the assets, properties or undertaking(s) of the Company under Section 180(1)(a) of the Companies Act, 2013- Special Resolution

The Members of the Company, at their Extra-Ordinary General Meeting held on held on 23rd December 2022, had passed a special resolution under Section 180(1)(a) of the Act empowering the Board to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company including creation of charge by way of mortgage, hypothecation or any other charge over immovable/movable properties of the Company for securing loans or credit facilities or financial assistance availed/to be availed from financial institution(s), bank(s) or person(s).

Considering the future business prospects and funding requirements, the Company may require additional funds from banks and/or financial institutions. Therefore, at Item No. 7 of the Notice, it is proposed to increase the borrowing limits (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business) of the Board from Rs. 100 Crores (Rupees Hundred Crores only) to Rs. 500 Crores (Rupees Five Hundred Crores only). The Company will be required to secure additional fundings from the financial institution(s), bank(s) or person(s) and factoring the borrowing limits proposed for approval at resolution no. 8 and also considering that the Company will be availing temporary loans, etc. from the Company's bankers in the ordinary course of business, the Company will be required to secure such borrowings against the undertaking(s), immovable and/or movable properties, including other assets.

Accordingly, the approval of the Members of the Company at the ensuing AGM is sought under Section 180(1)(a) of the Act to empower the Board of Directors to sell, dispose of the whole or substantially the whole of undertaking(s) of the Company and to mortgage, pledge, hypothecate, and/ or create any charge on the Company's immovable and/or movable properties including other assets for an amount not exceeding Rs. 500 Crores (Rupees Five Hundred Crores only) in supersession of the earlier resolution(s) passed in this regard.

The Board recommends the special resolution set out in Item No. 8 of this Notice for the approval of Members.

None of the Directors or Key Managerial Personnel or their relatives are in any way concerned with or interested, financially or otherwise, in the said resolution except to the extent of their shareholding, if any, in the Company.

ITEM NO. 9

Advancing/granting any loan, giving any guarantee and/or providing any security to all such person specified under section 185 of the Companies Act, 2013

In the ordinary course of business, the Company may provide financial support by way of providing loan, guarantee or security from its internal resources/accruals and/or any other appropriate sources, as permitted, for the business activities, including working capital requirements and capital expenditure, of its subsidiary companies or associates or group entities or any other entity in whom any of the Director of the Company is interested or deemed to be interested (hereinafter collectively referred to as the "Entities") from time to time.

Pursuant to the provisions of Section 185 of the Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) Rules, 2014 (the "Rules") (as amended from time to time), no company shall, directly or indirectly, advance any loan, including any loan represented by a book debt to, or give any guarantee or provide any security in connection with any loan taken by (a) any director of company, or of a company which is its holding company or any partner or relative of any such director; or (b) any firm in which any such director or relative is a partner. However, a company may advance any loan including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken by any person in whom any of the director of the company is interested, subject to the condition that (a) a special resolution is passed by the company in general meeting and the loans are utilized by the borrowing company for its principal business activities.

Accordingly, Board of Directors has approved and recommended to the shareholders to approve the aggregate limit of advancing loan and/or giving guarantee and/or providing any security to the Entities shall not at any time exceed Rs.500 crores (Rupees Five hundred crores only) in supersession of the earlier resolution(s) passed in this regard.

The Board recommends the special resolution set out in Item No. 9 of this Notice for the approval of Members.

None of the Directors or Key Managerial Personnel or their relatives are in any way concerned with or interested, financially or otherwise, in the said resolution except to the extent of their shareholding, if any, in the Company.

ITEM NO. 10

Increase the limit of loan and investment made by the company under section 186 of the Companies Act, 2013

The Members of the Company, at their Extra-Ordinary General Meeting held on 17th February 2021, had passed a special resolution under Section 186 of the Act, empowering the Board to make loan(s) and/or give guarantees or provide security (ies) in connection with loan(s) made and to make investments in shares, debentures and/or any other securities of any other body corporates, in excess of the limits prescribed under the Act.

Considering the Company's present and future business requirements, Board of Directors has approved and recommended the shareholders to enhance the existing aggregate limit approved under Section 186 of the Companies Act, 2013 for making loans, investments, providing guarantees and/or securities. The existing approved limit of Rs. 100 crores are proposed to be enhanced to Rs. 500 crores in supersession of the earlier resolution(s) passed in this regard.

The Board recommends the special resolution set out in Item No. 10 of this Notice for the approval of Members.

None of the Directors or Key Managerial Personnel or their relatives are in any way concerned with or interested, financially or otherwise, in the said resolution except to the extent of their shareholding, if any, in the Company.

ITEM NO. 11

Alteration of Articles of Association of the Company

Pursuant to Article 188 of the Articles of Association of the Company, the Managing Director or Whole-time Directors shall not, while he continues to hold that office, be subject to retirement by rotation and he shall not be reckoned as a Director for the purpose of determining the rotation of retirement of Directors or in fixing the number of Directors to retire but (subject to the provision of any contract between him and the Company).

With a view to facilitating the smooth functioning of the Company and promoting greater transparency and accountability in the composition and rotation of the Board of Directors, the Board of Directors, at its meeting approved the proposed amendment to the relevant provisions of the Articles of Association of the Company.

Accordingly, it is proposed to amend Article 188 of the Articles of Association of the Company to provide that all Managing Directors and Whole-time Directors of the Company shall be liable to retire by rotation and shall be reckoned as Directors for the purpose of determining the rotation of retirement of Directors and the number of Directors liable to retire by rotation.

The proposed amendment is intended to be made in supersession of the earlier resolution(s), if any, passed in this regard and shall be effective subject to the approval of the members of the Company by way of a Special Resolution and such other approvals, consents or permissions as may be required under applicable laws.

The Board recommends the special resolution set out in Item No. 11 of this Notice for the approval of Members.

None of the Directors or Key Managerial Personnel or their relatives except Mr. Madhusudan Goenka, *Managing Director*; Mr. Praveen Kumar Goenka, *Wholetime Director*, Mrs. Vanshika Jain, *Wholetime Director* are in any way concerned with or interested, financially or otherwise, in the said resolution except to the extent of their shareholding, if any, in the Company.

ITEM NO. 12

Increase in Authorised Share Capital of the Company of the Company & Alteration of Memorandum of Association

In order to facilitate future fund-raising requirements and strengthen the capital structure of the Company, it is proposed to increase the Authorised Share Capital of the Company.

Accordingly, the Board of Directors has approved and proposed the shareholders to increase in Authorised Share Capital pursuant to the provisions of section 13, 61 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder (including any statuary modification or re-enactment thereof for the time being in force), Articles of Association Rs. 14,00,00,000/- (Rupees Fourteen Crores) divided into 1,40,00,000 equity shares of Rs. 10/- (Rupees Ten) each to Rs. 20,00,00,000/- (Rupees Twenty crores) divided into 2,00,00,000 equity shares of Face value of Rs. 10/- (Rupees Ten) each ranking pari passu and consequential alteration of the Capital Clause of the Memorandum of Association of the Company.

The Board recommends the special resolution set out in Item No. 12 of this Notice for the approval of Members.

None of the Directors or Key Managerial Personnel or their relatives are in any way concerned with or interested, financially or otherwise, in the said resolution except to the extent of their shareholding, if any, in the Company.

By order of the Board of Director

For **Auro Impex & Chemicals Limited**

Sd/-
Madhu Gupta
Company Secretary & Compliance Officer
Membership No. A79620

Date: 11.08.2026
Place: - *Kolkata*

ANNEXURE-A

Details/information required to be disclosed as per Schedule V of the Companies Act, 2013, are given as under: -

<table>
<tr><td colspan="4">I. General Information:</td></tr>
<tr><td>Nature of industry:</td><td colspan="3">Our Company is specifically engaged into manufacturing of (i) Collecting Electrodes of all profiles, (ii) Discharge Electrodes, (iii) Electro- magnetic rapper, (iv) Tank Fabrication and Duct Fabrication, and (v) other ESP Internal spare parts, for some Original Equipment manufacturers (OEMs) and service providers ranging from sourcing of components, designing, manufacturing, quality testing as per the specifications provided by OEMs and service providers. The Company also undertakes trading activities and has diversified its product portfolio into the manufacture of stainless-steel pipes.</td></tr>
<tr><td>Date of expected date of commencement of commercial production:</td><td colspan="3">Not applicable (The Company is an existing Company)</td></tr>
<tr><td>In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:</td><td colspan="3">Not Applicable</td></tr>
<tr><td>Financial performance based on given Indicators:</td><td colspan="3">(Rs. In Lacs)
<table>
<tr><th>Particulars</th><th>2025-26</th><th>2024-25</th><th>2023-24</th></tr>
<tr><td>Revenue from operation</td><td>14,589.77</td><td>16,371.97</td><td>24,344.54</td></tr>
<tr><td>Profit after tax</td><td>400.16</td><td>427.90</td><td>580.53</td></tr>
</table></td></tr>
<tr><td>Foreign investment of collaborators, if any</td><td colspan="3">Nil</td></tr>
<tr><td colspan="4">II. Information about the appointee</td></tr>
<tr><td colspan="4"></td></tr>
<tr><td>Background details</td><td>Mr. Madhusudan Goenka, has over 43 years of experience in the transport, manufacturing, and trading sector</td><td>Mr. Praveen Kumar Goenka has over 43 years of experience in the transport, manufacturing, and trading sector.</td><td>Mrs. Vanshika Jain has completed her degree in Fashion Designing from The Bhawanipur Education Society College and has ventured into the designing and manufacturing of</td></tr>
</table>

			an online jewellery business, and has over 6 years of experience in digital marketing, sales, and client servicing
Past remuneration:	Rs. 23,14,308/- per annum	Rs. 13,29,060/- per annum	Rs. 7,68,000/- per annum *(w.e.f. 03rd February, 2026 she is receiving remuneration as Executive Wholetime Director)*
Recognition or awards:	As per details herein above given in the Explanatory Statement.		
Job profile and his suitability:	Handles and supervises the overall production activities of the Company. The manufacturing unit under Auro Impex & Chemicals Limited and the recent expansion were strategically decided by him.	Responsible for overall leadership, business development, corporate strategy and financial management under the superintendence, direction and control of the Board.	Responsible to manage the quality of service to existing clients and to build a database of new clients for both the domestic and international markets.
Remuneration proposed:	As per details herein above given in the Explanatory Statement.		
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):	Considering the size, scale, complexity and nature of the Company's business, its operational and financial performance, the skills, expertise and experience and the increased responsibilities attached to the position, the remuneration and other pecuniary benefits proposed to be paid are commensurate with his role and responsibilities and are comparable with remuneration levels prevailing in similar companies in the industry The remuneration has been considered by the Nomination and Remuneration Committee of the Company		
Pecuniary relationship directly or indirectly with the company, or relation with the managerial personnel, if any:	Being the Promoter of the Company, holds 76,73,200 Equity Shares (62.89%) in the Company and 5,94,400 Equity Shares (4.87%) is held by his family member(s) including Promoter Group.	Being the Promoter Group of the Company, holds 4,80,000 Equity Shares (3.93%) in the Company and 2,800 Equity Shares (0.02%) is held by his family member(s).	Being the Promoter of the Company, holds 5,91,600 Equity Shares (4.85%) in the Company and 76,76,400 Equity Shares (62.91%) is held by her family member(s) including Promoter of the Company.
III. Other information:			
Reasons of loss	At present, the Company has adequate profits. However, the		

or inadequate profits	future profitability of the Company may be impacted by various factors, including the prevailing domestic and global economic conditions, demand-supply dynamics in the industry, fluctuations in raw material and energy costs, market conditions and other external factors beyond the Company's control, which may result in inadequacy of profits during the tenure of appointment.
Steps taken or proposed to be taken for improvement	The Company continues to undertake various initiatives aimed at improving operational efficiency and profitability, including product innovation, expansion, improvement in productivity and efficiency parameters, and strengthening of its market presence.
Expected increase in productivity and profits in measurable terms	The Company expects that the aforesaid initiatives will contribute to improvement in operational efficiencies, productivity and profitability. However, considering the dynamic business environment and industry conditions, it is not feasible at present to quantify the expected increase in productivity and profits in measurable terms.
IV. DISCLOSURE:	
The following disclosures shall be mentioned in the Board of Director's report under the heading "Corporate Governance", if any, attached to the Annual Report 2025-26– Not Applicable as the Company is Listed on SME	
All elements of remuneration package such as salary, benefits, bonuses, stock options, pension, etc. of all the directors: As per details herein above given in the Explanatory Statement.	
Details of fixed component and performance linked incentives along with the performance criteria- None	
Service contracts, notice period, severance fees: As per details herein above given in the Explanatory Statement.	
The Company has not granted any stock options to its Directors.	

Annexure-B

Details of Director seeking appointment /re-appointment pursuant to Regulations 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS-2 -Secretarial Standard on General Meetings.

Name of the Director	Mr. Niladri Choudhury	Mr. Madhusudan Goenka	Mr. Praveen Kumar Goenka	Mrs. Vanshika Jain
DIN	09759306	00146365	00156943	07022384
Date of Birth & Age	18th November 1969	28th March 1961	20th May 1957	20th August 1994
Date of first appointment on Board	03rd February 2026	02nd January, 2002	05th August, 1994	01st September, 2022
Qualification	Bachelor's degree in Commerce from Guwahati University and PGDBM (specialization in Marketing) from Indian Institute of Planning & Management	Bachelor's degree in Commerce from St. Xavier's College	Bachelor's degree in Commerce from St. Xavier's College	Fashion Designing from The Bhawanipur Education Society College and has over 6 years of experience in digital marketing, sales, and client servicing.
Nature of expertise in specific functional areas	Mr. Niladri Choudhury has Having 24+ years of experience in sales and marketing in Lead Acid Battery Industry across India. He has Expertise in both dealer/ distribution network management. He also has over 5 years of experience in Tyre & Tube, spare parts of ESP and over 2 years of experience in Stainless-Steel Pipes.	Mr. Madhusudan Goenka has over 43 years of experience in the transport, manufacturing, and trading sector	Mr. Praveen Kumar Goenka has over 43 years of experience in the transport, manufacturing, and trading sector	Mrs. Vanshika Jain has over 6 years of experience in digital marketing, sales, and client servicing.

Key terms and conditions of appointment	Regularisation as Non-Executive Non-independent Director of the Company	Re-appointment as the Chairman and Managing Director of the Company at the terms and conditions mentioned in the Explanatory statement on item No. 4 of this	Continuation of Mr. Praveen Kumar Goenka as Wholetime Director of the Company after attaining the age of 70 years.	Appointment of Mr. Vanshika Jain as Wholetime Director at the terms and conditions mentioned in the Explanatory statement on item No. 6 of this Notice.
Details of last drawn remuneration	Nil	As provided above	As provided above	As provided above
Details of remuneration sought to be paid	None	As per details herein above given in the Explanatory Statement.	As per details herein above given in the Explanatory Statement.	As per details herein above given in the Explanatory Statement.
No. of Board Meeting attended during the year	2 out of 2	10 out of 11	11 out of 11	8 out of 11
Directorships in other Companies	o Grey Engineering Works Limited	o Tatanagar Transport Corporation Limited o Auro Electropower Pvt. Ltd. o Auro Industries Ltd. o IRC Worldwide Couriers Ltd.	o Tatanagar Transport Corporation Limited o Murli Impex Pvt. Ltd. o Auro Electropower Pvt. Ltd. o Auro Industries Ltd.	o Tripiffic Travels Private Limited
Membership/ Chairperson ship of Committees in other Companies	None	Membership: 2 Chairperson: 1	None	None
Listed entities from which the person has resigned in the past three years	None	None	None	None
Inter-se relationship with other	None	He is the father of Mrs. Vanshika Jain,	None	She is the Daughter of Mr.

Directors and Key Managerial Personnel of the Company		(DIN: 07022384) Wholetime Director		Madhusudan Goenka (DIN: 00146365), Chairman and Managing Director
Shareholding in the Company				
a) Own	None	76,73,200 Equity Shares (62.89%)	4,80,000 Equity Shares (3.93%)	5,91,600 Equity Shares (4.85%)
b) as a Beneficial Owner	None	None	None	None

DIRECTORS' REPORT

To,
The Members
Auro Impex & Chemicals Limited

We are delighted to present on behalf of the Board of Directors, the 33rd Annual Report of our Company together with the Standalone and Consolidated Audited Financial Statements for the Financial Year ended March 31st, 2026.

1. FINANCIAL HIGHLIGHTS

Your Company's performance for the Financial Year ended on 31st March, 2026, is summarized as under: -

(₹ In Lakh)

Particulars	**Standalone**		**Consolidated**	
	For the Financial Year ended 31st March 2026	**For the Financial Year ended 31st March 2025**	**For the Financial Year ended 31st March 2026**	**For the Financial Year ended 31st March 2025**
Revenue from Operations	14,589.77	16,371.97	25,020.22	26,295.21
Other Income	106.75	125.21	161.82	176.23
Total Income	14,696.53	16,497.17	25,182.03	26,471.43
Total Expenses	14,144.10	15,925.34	24,608.52	25,852.64
Profit before Tax	552.43	571.83	573.51	618.79
Tax Expenses	152.27	143.93	157.58	155.82
Profit after tax for the year	400.16	427.90	415.94	462.97
Earnings Per Share (Basic)	3.28	3.51	3.41	3.79
Earnings Per Share (Diluted)	3.28	3.51	3.41	3.79

2. RESULTS OF OPERATIONS AND STATE OF COMPANY'S AFFAIRS

During the year under review, your Company has achieved Standalone Revenue from operations of Rs. 14,589.77 Lakhs in F.Y. 2025-26 compared to Rs. 16,371.97 Lakhs in F.Y. 2024-25 and Operational Profit (PBT) of Rs. 552.43 in F.Y. 2025-26 compared to Rs. 571.83 in F.Y. 2024-25. After deduction of all expenses, the company has earned Net Profit after Tax of Rs. 400.16 Lakhs in F.Y. 2025-26 compared to Rs. 427.90 Lakhs in F.Y. 2024-25.

Your Company has achieved Consolidated Revenue from operations of Rs. 25,020.22 Lakhs in F.Y. 2025-26 compared to Rs. 26,295.21 Lakhs in F.Y. 2024-25 and Operational Profit (PBT) of Rs. 573.51 Lakhs in F.Y. 2025-26 compared to Rs. 618.80 Lakhs in F.Y. 2024-25. After deduction of all expenses, the company has earned Net Profit after Tax of Rs. 415.94 Lakhs in F.Y. 2025-26 compared to Rs. 462.97 Lakhs in F.Y. 2024-25.

The decline in revenue from operations and Net Profit during F.Y. 2025-26, as compared to the previous financial year, was primarily due to market volatility and challenging market conditions, along with fluctuations in demand, pricing pressures, competition, and operating costs. Despite these challenges, the Company continued to focus on operational efficiency and sustainable growth.

3. FUTURE OUTLOOK & RISK CONCERNS

The Company remains committed to strengthening its market position and achieving sustainable long-term growth. To support its future expansion plans, the Company proposes to enhance its manufacturing capacity through the construction of additional buildings and sheds, along with the installation of new plant and machinery. These initiatives are expected to improve operational efficiency, increase production capacity, and enable the Company to meet growing customer demand.

While the Company is optimistic about its growth prospects, its future performance may be influenced by various risk factors, including fluctuations in raw material prices, changes in market demand, increasing competition, regulatory developments, and broader economic conditions. The Company continues to monitor these risks closely and is committed to implementing appropriate strategies and internal controls to mitigate their potential impact while pursuing sustainable growth.

4. CONSOLIDATED FINANCIAL STATEMENTS

Pursuant to the provisions of Section 129(3) of the Act read with Companies (Accounts) Rules, 2014 framed there under and pursuant to Regulation 33 of SEBI (LODR) Regulations, 2015, your Company has prepared consolidated financial statements of the Company.

The Audited Consolidated Financial Statements together with the Independent Auditor's Report thereon forms part of this Annual Report.

5. DISCLOSURES RELATING TO HOLDING, SUBSIDIARY, ASSOCIATE COMPANY AND JOINT VENTURES

Auro Industries Limited continues to be the subsidiary of your company by way of composition of common Board of Directors through virtue of control and hence minority interest was not computed as there is no direct/indirect investment in the subsidiary company by the parent company.

The particulars as required under the provisions in respect to the details of subsidiary, associate and joint venture company, are furnished in Form AOC 1 enclosed as **"Annexure - I"** which forms part of this Report.

6. DIVIDEND

With a view to use the internal accruals for growth of the Company and to strengthen the financial position of the Company, your Directors do not recommend any Dividend for the year under Report.

7. TRANSFER TO RESERVES

Pursuant to the provision of section 134(3) (j) of The Companies Act, 2013, no amount is transferred to general reserves account of the Company during the year under review.

8. MATERIAL CHANGES AND COMMITMENTS

No material changes and commitments have occurred after the close of the year till the close of this Report, which affects the financial position of the Company.

9. WEBSITE

In pursuance of Regulation 46 of SEBI (LODR) Regulations, 2015, your company is maintaining a functional website. All the requisite details, policies and other information are placed on the website of the Company. The website of the company is www.auroimpex.com.

10. DEPOSITS

During the Financial Year under review, the Company has neither invited nor accepted or renewed any deposit from public, shareholders or employees and no amount of principal or interest on deposits from public is outstanding as at the Balance Sheet date in terms of provisions of section 73 to 76 of the Act read with the Companies (Acceptance of Deposits) Rules, 2014.

11. CHANGE IN THE NATURE OF BUSINESS

During the year under review, the Company has entered into new segment of business that is manufacturing of Stainless-Steel Pipe along with its existing business.

12. CHANGES IN THE CAPITAL STRUCTURE OF THE COMPANY

a) AUTHORISED SHARE CAPITAL AND CHANGES THEREON, IF ANY

The Authorised Share Capital of the Company is Rs. 14,00,00,000/- (Rupees Fourteen Crore) divided into 1,40,00,000 (One Crore Forty Lakhs) Equity shares of Rs. 10/- (Rupees Ten Only) each.

There have been no changes in Authorised Share Capital during the Financial Year 2025 – 2026.

b) ISSUED, SUBSCRIBED AND PAID-UP SHARE CAPITAL AND CHANGES THEREON, IF ANY

The Issued, Subscribed and Paid-up Share capital is Rs. 12,20,08,000 (Twelve Crore Twenty Lakh Eight Thousand) Equity Shares divided into 1,22,00,800 (One Crore Twenty-Two Lakhs Eight Hundred) Equity Shares of Rs. 10/- each.

c) ISSUE OF EQUITY SHARES WITH DIFFERENTIAL VOTING RIGHTS/CONVERTIBLE WARRANT, STOCK OPTIONS OR SWEAT EQUITY

During the year under review, the Company has neither issued shares with differential voting rights / convertible warrant nor has granted any stock options or sweat equity.

13. PARTICULARS OF LOANS, GURANTEES OR INVESTMENTS UNDER SECTION 186 OF THE ACT

The Company has not given any loan, guarantee/ security or made any investments as prescribed under Section 186 of the Companies Act, 2013 during the year under review.

14. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

During the Financial Year ended March 31st 2026, all transactions with the Related Parties as defined under section 188 of the Act read with rules framed there-under were in the 'ordinary course of business' and 'at arm's length' basis.

During the year under review, the Company did not enter into any Related Party Transactions which require prior approval of the Members. All Related Party Transactions of your Company had prior approval of the Audit Committee and the Board of Directors. During the year under review, there has been no materially significant Related Party Transactions having potential conflict with the interest of the Company.

Subsequently, the Audit Committee has reviewed the Related Party Transactions on a periodic basis.

The Company has formulated a policy on materiality of related party transactions and also on dealing with related party transactions. The policy is available on the Company's website- https://auroimpex.com/codes-policies/.

The particulars of contracts or arrangements with related parties referred to in Section 188(1) of the Companies Act, 2013, as required under Section 134(3)(h) and Rule 8(2) of the Companies (Accounts) Rules, 2014), are provided in Form AOC-2, annexed to this Report as **Annexure II.**

Necessary disclosures required under the AS-18 have been made in Note No. 29 of the Notes to the Financial Statements for the Financial Year ended March 31st, 2026.

15. MATERIAL ORDERS OF JUDICIAL BODIES/ REGULATORS

No order, whether significant and/or material has been passed by any regulators, courts, tribunals impacting the going concern status and Company's operations in future.

16. PARTICULAR OF DIRECTORS & KEY MANAGERIAL PERSONNEL

DIRECTORS

The Board plays a crucial role in overseeing how the management serves the short- and long-term interests of shareholders and other stakeholders. This belief is reflected in our governance practices, under which we strive to maintain an effective, informed and independent Board of Directors and keep our governance practices under continuous review.

As on March 31st, 2026, the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors. The Company's Board Members are from diverse backgrounds with skills and experience in critical areas like Banking, Finance, Technical & Taxation, etc. Further, all Independent Directors are persons of eminence and bring a wide range of expertise and experience to the Board thereby ensuring the best interests of stakeholders and the Company.

The details of composition of the Board as on March 31st, 2026 along with the number of Directorship, Committee Chairmanship and Membership held by them in other Companies are given herein below:

Name and DIN	**Category**	**Designation**	**Number of Directorships in other Companies**	**No. of committee positions in other Companies**	
				Chairperson	**Member**
*Mr. Madhusudan Goenka DIN- 00146365	Executive Director	Managing Director	1. Auro Industries Limited 2. Auro Electropower Pvt. Ltd.		

			3. Tatanagar Transport Corporation Limited 4. IRC Worldwide Couriers Limited	1	2
**Mr. Praveen Kumar Goenka DIN- 00156943	Executive Director	Whole Time Director	1. Auro Industries Limited 2. Auro Electropower Pvt. Ltd. 3. Tatanagar Transport Corporation Limited 4. Murli Impex Pvt. Ltd.	NIL	NIL
***Mrs. Vanshika Jain DIN- 07022384	Executive Director	Wholetime-Director	Tripiffic Travels Private Limited	NIL	NIL
Mr. Sankar Thakur DIN- 09778473	Non-Executive Independent Director	Independent Director	Auro Industries Ltd.	NIL	NIL
Mr. Sibasis Mitra DIN- 03320989	Non-Executive Independent Director	Independent Director	Auro Industries Ltd.	NIL	NIL
****Mr. Niladri Choudhury DIN- 09759306	Non-Executive Director	Additional Director	Grey Engineering Works Limited	NIL	NIL

Note:

* Mr. Madhusudan Goenka was re-appointed as Managing Director for a period of five (5) years, subject to the approval of Shareholders at ensuing 33rd Annual General Meeting. Further he was re-designated as Chairman and Managing Director of the Company.

** On 29th June 2026, Board of Directors of the Company has approved the continuation of the tenure of Mr. Praveen Kumar Goenka as Whole time Director of the Company after attaining the age of 70 years subject to the approval of Shareholders at the ensuing 33rd Annual General Meeting. Further he was re-designated as President of the Company.

*** On 03rd February 2026, Board of Directors of the Company has designated Mrs. Vanshika Jain as Whole-time Director of the Company subject to the approval of Shareholders at the ensuing 33rd Annual General Meeting of the Company.

**** On 03rd February 2026, Mr. Niladri Choudhury was appointed as the Non-Executive, Non-Independent Director of the Company and the same shall be regularized as the Director of the Company subject to the approval of the Shareholders of the Company at the ensuing 33rd Annual General Meeting

KEY MANAGERIAL PERSONNEL & SENIOR MANAGERIAL PERSONNEL

Mr. Rahul Choudhury resigned from the position of Company Secretary & Compliance Officer with effect from the close of business hours on 10th May 2026. Consequently, on 29th June 2026, Ms. Madhu Gupta has been appointed as the Company Secretary & Compliance Officer of the Company.

Mr. Kalyan Kumar Das has been serving as the Chief Financial Officer (CFO) of the Company since December 16, 2022 and continues to hold the office.

On 08th August 2026, Board of Directors has appointed following persons as Senior Managerial Personnel:

- Mr. Tapas Santra as Sr. Work Manager Production Plant and Operation,
- Mr. Sujoy Das Sr. Manager - Purchase, Planning and Procurement, HR /IT

17. DECLARATION BY INDEPENDENT DIRECTORS UNDER SECTION 149(6) OF THE COMPANIES ACT, 2013

Pursuant to the provisions of sub-section (7) of Section 149 of The Companies Act, 2013, the Company has received individual declarations from all the Independent Directors confirming that they fulfill the criteria of Independence as specified in Section 149(6) of The Companies Act, 2013.

The Independent Director has complied with the Code of Conduct for Independent Directors as prescribed in Schedule IV of the Act.

18. DISCLOSURE ON DIRECTOR'S APPOINTMENT AND REMUNERATION INCLUDING OTHER MATTERS PROVIDED UNDER SECTION 178(3)

The Company has formulated and adopted a policy on Director's appointment and remuneration including other matters provided under section 178(3). The policy is hosted on the website of the Company at https://www. auroimpex.com.

19. DISCLOSURE UNDER SECTION 164(2) OF THE COMPANIES ACT, 2013 IN RESPECT OF NON - DISQUALIFICATION OF DIRECTORS

The Company has received the disclosures in Form DIR-8 from its Directors being appointed or re-appointed and has noted that none of the Directors are disqualified under section 164(2) of The Companies Act, 2013 read with Rule 14(1) of the Companies (Appointment and Qualification of Directors) Rules, 2014.

20. FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

The Board members are provided with necessary documents/ brochures, reports and internal policies to enable them to familiarize with the Company's procedures and practices. The same has been uploaded on the website of your Company i.e. www.auroimpex.com

21. BOARD MEETINGS

During the year under review,11 (Eleven) Board Meetings were convened and held. The intervening period between two Board meetings is well within the maximum gap as prescribed under Regulation 17(2) of SEBI Regulations, the Companies Act, 2013 and Secretarial Standard-1 issued by ICSI. The date of the Board meetings are as follows:

S. No	Date of meeting	Total Number of Directors as on the date of Meeting	Total Number of Directors Attended the Meeting	% of attendance
1.	09-04-2025	5	3	60
2.	23-05-2025	5	5	100
3.	21-08-2025	5	5	100
4.	12-09-2025	5	3	60
5.	28-10-2025	5	5	100
6.	13-11-2025	5	4	80
7.	08-12-2025	5	4	80
8.	29-01-2026	5	3	60
9.	03-02-2026	5	5	100
10.	17-03-2026	6	5	83
11.	23-03-2026	6	6	100

22. INDEPENDENT DIRECTOR MEETINGS

The Independent Directors of the Company are:

Name of Director	Position in the Committee	Designation
Sibasis Mitra	Chairman	Independent Director
Sankar Thakur	Member	Independent Director

Following is the detail of date of meeting and the Attendance of Directors at the meeting of the Independent Directors:

S. No	Date of meeting	Total Number of directors as on the date of meeting	Number of directors attended	% of attendance
1.	03-02-2026	2	2	100

23. COMMITTEE MEETINGS

The following committees have been formed in compliance with the corporate governance norms:

1. Audit Committee;
2. Nomination and Remuneration Committee;
3. Stakeholder's Relationship Committee; and
4. IPO Committee

In addition to these committees, our Board of Directors may, from time to time, constitute committees for various other functions.

1. Audit Committee

The Company has duly constituted an Audit Committee in compliance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The members of the Audit Committee are:

Name of Director	Position in the Committee	Designation
Mr. Sibasis Mitra	Chairman	Independent Director

Name of Director	Position in the Committee	Designation
Mr. Sankar Thakur	Member	Independent Director
Mr. Madhusudan Goenka	Member	Managing Director

The Company Secretary of the Company shall serve as the secretary of the Audit Committee.
Following are the details of date of Audit Committee Meetings along with the Attendance of Members as on 31st March 2026:

S. No	Date of meeting	Total Number of Directors as on the date of Meeting	Total Number of Directors attended the Meeting	% of attendance
1.	23-05-2025	3	3	100
2.	21-08-2025	3	3	100
3.	28-10-2025	3	3	100
4.	13-11-2025	3	3	100
5.	08-12-2025	3	3	100
6.	29-01-2026	3	2	66
7.	17-03-2026	3	2	66
8.	23-03-2026	3	2	66

2. Nomination and Remuneration Committee

Board of Directors at its meeting held on 03rd February 2026 reconstituted the Nomination & Remuneration Committee. Accordingly, the composition of the Nomination & Remuneration Committee is as follows:

Name of Director	Position in the Committee	Designation
Mr. Sibasis Mitra	Chairperson	Independent Director
Mr. Sankar Thakur	Member	Independent Director
Mr. Niladri Choudhury	Member	Non-Executive Director

The Company Secretary of the Company shall serve as the secretary of the said Committee.
Following is the details of date of Nomination & Remuneration Committee meeting along with the Attendance of Members as on 31st March 2026:

S. No	Date of Meeting	Total Number of Members as on the date of Meeting	Total Number of Members attended the Meeting	% of attendance
1.	02-04-2025	3	3	100
2.	03-02-2026	3	3	100

3. Stakeholders' Relationship Committee

The Company has duly constituted Stakeholders' Relationship Committee in compliance with the provisions of the Companies Act, 2013 and the SEBI (Listing

Obligations and Disclosure Requirements) Regulations, 2015 The members of the Stakeholders' Relationship Committee are:

Name of Director	Position in the Committee	Designation
Mr. Sibasis Mitra	Chairperson	Independent Director
Mr. Praveen Kumar Goenka	Member	Whole-time Director
Mrs. Vanshika Jain	Member	Non-Executive Director

The Company Secretary of the Company shall serve as the Secretary of the Stakeholders' Relationship Committee.

Following is the details of date of Stakeholders' Relationship Committee meeting along with the Attendance of Members as on 31st March 2026:

S. No	Date of Meeting	Total Number of Members as on the date of Meeting	Total Number of Members attended the Meeting	% of attendance
1.	13/11/2025	3	3	100

4. IPO Committee

The IPO Committee was constituted to oversee and facilitate the Company's Initial Public Offering (IPO) and the associated fund-raising process. Upon the successful completion of the IPO and fulfillment of its designated responsibilities, the Committee accomplished its objectives and was subsequently dissolved by the Board.

24. VIGIL MECHANISM FOR THE DIRECTORS AND EMPLOYEES

Pursuant to Section 177(9) & (10) of The Companies Act, 2013, our Company has established a vigil mechanism, through a Whistle Blower Policy, where Directors and employees can raise their genuine concerns or grievances about any unethical or unacceptable business practice. A whistle-blowing mechanism not only helps the Company in detection of fraud, but is also used as a corporate governance tool leading to prevention and deterrence of misconduct.

It provides direct excess to the employees of the Company to approach the Chairman of the Audit Committee, where necessary. The Company ensures that genuine Whistle Blowers are accorded complete protection from any kind of unfair treatment or victimization.

No adverse reporting has been made by the Auditors or any other person against the Company.

The Whistle Blower Policy is disclosed on the website of the Company at *https://auroimpex.com/codes-policies/*

25. NOMINATION AND REMUNERATION POLICY

In terms of SEBI Listing Regulations and Act, the Company has formulated Nomination & Remuneration Policy.

The Policy may be accessed on the Company's website at: *https://auroimpex.com/codes-policies/*

26. ANNUAL EVALUATION OF DIRECTORS, COMMITTEE AND BOARD

Pursuant to the provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out annual performance evaluation of its own performance, the Directors individually as well the evaluation of the working of its Audit, Nomination & Remuneration and Stakeholder committee, including the Chairperson of the Board who were evaluated on parameters such as level of engagement and contribution and independence of judgment thereby safeguarding the interest of the Company. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairperson and the Non-Independent Directors was carried out by the Independent Directors. The Directors expressed their satisfaction with the evaluation process.

27. CORPORATE SOCIAL RESPONSIBILITY

The Company's CSR initiatives and activities are aligned to the requirements of Section 135 of the Act. As per sub-section 9 of Section 135 of Companies Act, 2013 where the amount to be spent by the Company under sub-section 5 of Section 135 does not exceed Rs. 50 lakhs. Therefore, the requirement under sub-section 1 of Section 135 of Companies Act, 2013 for constitution of the Corporate Social Responsibility Committee is not applicable and the functions of CSR Committee is discharged by the Board of Directors of the Company.

The Company has formulated a Corporate Social Responsibility Policy in compliance with the provisions of the Act. The CSR Policy is available on the Company's website and can be accessed at https://auroimpex.com/codes-policies/.

Annual Report on Corporate Social Responsibility Activities during the year is enclosed as "**Annexure - III**" of this report in the format as prescribed under the Companies (Corporate Social Responsibility Policy) Rules, 2014.

28. RISK MANAGEMENT

The Board has adopted steps for framing and implementing the risk management plan (Policy) for the company. The main objective of this policy is to ensure sustainable business growth with stability and to promote a proactive approach in reporting, evaluating and resolving risks associated with the business.

The Company has devised a Risk Management policy which is uploaded at its website https://auroimpex.com/codes-policies/ .

29. EXTRACTS OF ANNUAL RETURN

The Annual Return as required under Section 92 and Section 134 of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014 is posted on Company's website at https://auroimpex.com/annual-return/.

30. MANAGEMENT DISCUSSION & ANALYSIS REPORTS

Management Discussion and Analysis Report for the year under review as stipulated under Listing Regulations is presented in a separate section forming part of this Report in "**Annexure – IV**"

31. BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

Your Company does not fall under Top 1000 listed entities based on market capitalization. Hence, the Business Responsibility and Sustainability Report for the financial year, as stipulated under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is not attached to this Annual Report.

32. STATUTORY AUDITOR'S & AUDITOR'S REPORT THEREON:

STATUTORY AUDITOR

The Board of Directors of the Company at the Board Meeting held on 13th December, 2024 recommends the appointment of M/s Jain Sonu & Associates (FRN: - 324386E) as the Statutory Auditors of the Company.

Further, on 20th September 2025, members of the Company at its 32nd Annual General Meeting have approved the appointment of M/s Jain Sonu & Associates, Chartered Accountants (FRN: - 324386E) as the Statutory Auditors of the Company from the conclusion of the 32nd Annual General Meeting till the conclusion of the 37th Annual General Meeting to held in the Year 2030.

The Report given by M/s Jain Sonu & Associates, Chartered Accountants on the financial statements of the Company for the financial year 2025-26 is part of the Annual Report and there is no qualification, reservation, adverse remark, or disclaimer given by the Auditors in their Reports. The Auditors of the Company have not reported any fraud in terms of the second proviso to Section 143(12) of the Act.

33. SECRETARIAL AUDITOR

Pursuant to the provisions of Section 204 of the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the SEBI Listing Regulations, M/s. M Rathi & Co, Practicing Company Secretary (FCS: 6016, COP No.: 6209), has been appointed as Secretarial Auditors of the Company for the term of 5 (Five) consecutive years at 32nd Annual General Meeting held on 20th September 2025 to hold office for a term of 5 (Five) consecutive years, i.e. from financial year 2025-26 to financial year 2029-30.

The Secretarial Audit Report, pursuant to Section 204(1) of the Act for the financial year ended 31 March 2026 is annexed to this Report as "**Annexure V**" and forms part of this Report.

There is no qualification, reservation, adverse remark, or disclaimer given by the Secretarial Auditors in their Reports.

34. INTERNAL AUDITOR

Pursuant to the provisions of Section 138 of The Companies Act, 2013 & the rules made there under (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Board of Directors of the Company on 23rd May 2025, based on the recommendation of Audit Committee has re-appointed M/s R. Das & Associates (having FRN: 318161E), Chartered Accountants, Kolkata as Internal Auditors of the Company for the Financial Year 2025-2026.

During the period under review, M/s R. Das & Associates performed the duties of internal audit of the Company and their report has been reviewed by the Audit Committee and recommends actions to be taken pursuant to the observations and findings of the auditors.

On 23rd May 2026, the members of the Board has re-appointed M/s R. Das & Associates (having FRN: 318161E), Chartered Accountants, Kolkata as Internal Auditors, to conduct the internal audit of the Company for the Financial Year 2026-2027. They have confirmed that they are eligible for the said appointment.

35. COST AUDITOR & MAINTAINENCE OF COST RECORDS

During the Period under review, pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014, as amended from time to time, the Board has appointed M/s. A. Banerjee & Associates, Cost Accountants (Firm Reg. No.100288) to conduct an audit of the cost records of the Company for the financial year 2025-26.

Pursuant to Section 148 of the Act, read with the rules framed thereunder, the Board of Directors at its meeting held on 23rd May 2026, upon the recommendation of the Audit Committee, re-appointed M/s. A. Banerjee & Associates as the Cost Auditor of the Company to conduct the audit of the cost records of the Company for the financial year 2026-27.

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

The particulars as required under the provisions of Section 134 (3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 in respect of conservation of energy, technology absorption, foreign exchange earnings and outgo etc. are furnished in **“Annexure - VI”** which forms part of this Report.

37. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is applicable to the Company and is enclosed as **“Annexure – VII”.**

38. HUMAN RESOURCES

The relations with the employees and associates continued to remain cordial throughout the year. The Directors of your Company wish to place on record their appreciation for the excellent team spirit and dedication displayed by the employees of the Company.

39. ENVIRONMENT, HEALTH AND SAFETY

The Company is committed to provide a safe and healthy work environment for the well-being of all our Stakeholders. The operations of the Company are conducted in such a manner that it ensures safety of all concerned and a pleasant working environment. The Company strives to maintain and use efficiently limited natural resources as well as focus on maintaining the health and well-being of every person.

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

Pursuant to the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, the company has in place a policy on prevention of sexual harassment at work place.

The Company has constituted the Internal Complaint Committee (ICC) under Prevention of Sexual Harassment of Women at Workplace in accordance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 to consider and resolve the complaints related to sexual harassment.

The ICC includes Ms. Soma Roy as Presiding Officer, Mr. Sashi Bhusan Lodha as External Member and Mr. Tapas Santra & Mrs. Madhumita Das as Internal Members.

The following is the summary of sexual harassment complaints received and disposed of during the year:

SL. No.	Particulars	Status
1.	Number of complaint(s) of sexual harassment received during the financial year 2025-26	Nil
2.	Number of complaint(s) disposed off during the during financial year 2025-26	Not Applicable
3.	Number of cases pending for more than ninety days	Not Applicable
4.	Nature of action taken by the employee or district officer	Not Applicable

41. COMPLIANCE WITH THE PROVISIONS OF THE MATERNITY BENEFIT ACT, 1961

The Company has complied with the provisions of relating to the Maternity Benefit Act, 1961 for the year under review.

42. COMPLIANCE WITH SECRETARIAL STANDARDS

Your Directors confirms that pursuant to Section 118 (10) of The Companies Act, 2013, applicable Secretarial Standards, i.e. SS-1 and SS- 2, pertaining to Meeting of Board of Directors and General Meetings, respectively specified by the Institute of Company Secretaries of India (ICSI) have been duly complied by the Company.

The Directors have devised proper systems to ensure compliance with the provisions of all Applicable Secretarial Standards and that such system is adequate and operating effectively.

43. ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS

The Company is well equipped with internal financial controls. The Company has continuous monitoring mechanism which enables the organization to maintain the same standards of the control systems and help them in managing defaults, if any, on timely basis because of strong reporting mechanisms followed by the Company.

44. INSOLVENCY AND BANKRUPTCY CODE 2016

No application or proceeding has been filed against the Company in terms of Insolvency and Bankruptcy Code 2016 nor any proceedings thereunder is pending as on 31.03.2026.

45. DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SUB-SECTION (12) OF SECTION 143 OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT

The Statutory Auditors or Secretarial Auditors of the Company have not reported any frauds to the Audit Committee or to the Board of Directors under Section 143(12) of The Companies Act, 2013, including rules made thereunder during the current Financial Year.

46. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134 of The Companies Act, 2013 ('the Act'), with respect to Directors Responsibility Statement it is hereby confirmed that:

a) In the preparation of the annual accounts for the Financial Year ended March 31, 2025, the applicable accounting standards have been followed along with proper explanation relating to material departures.

b) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the Financial Year and of the profit and loss of the Company for that period;

c) The Directors have 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 the Company and preventing and detecting fraud and other irregularities;

d) The Directors have prepared the annual accounts for the Financial Year ended March 31, 2025, on a going concern basis;

e) The Directors, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

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

47. TRANSFER TO INVESTOR EDUCATION & PROTECTION FUND

During the year, your Company was not required to transfer any amount to the Investor Education and Protection Fund.

48. CORPORATE GOVERNANCE

Since the company is listed on the NSE Emerge Platform, the requirement of with respect to Corporate Governance provision as specified in Regulation 17, 17A, 18, 19, 20, 21, 22, 24, 24A, 25, 26, 26A, 27 and clause (b) to (i) and (t) of Sub- regulations (2) of Regulation 46 and para C, D and E of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 shall not applicable on the Company.

49. DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS

During the Financial Year under review, no such instances took place.

50. GREEN INITIATIVES

Pursuant to the MCA Circular No. 03/2025 dated 22 September 2025 and Regulation 36 of SEBI Listing Regulations, the Annual Report of the Company for the financial year ending 31 March 2026 including therein the Audited Financial Statements for the financial year 2025-26, will be sent only by email to the Members who have registered their email address(es).

A letter providing the web-link, including the exact path, where complete details of the Annual Report are available will be sent to those shareholder(s) who have not so registered their email address(es). Further the Company will send hard copy of the full annual report to shareholders, who request that.

51. ACKNOWLEDGEMENT

Your directors would like to express their sincere appreciation of the co-operation and assistance received from Shareholders, customers, dealer, agents, suppliers, Bankers, regulatory bodies and other business constituents during the year under review.

Your directors also wish to place on record their deep sense of appreciation for the commitment displayed by all executives, officers, and staff, resulting in successful performance of the Company during the year. Your directors look forward to the continued support of all stakeholders in the future.

On behalf of the Board of Directors of

Auro Impex & Chemicals Limited

Sd/-	**Sd/-**
Madhusudan Goenka	**Praveen Kumar Goenka**
Managing Director	*Whole Time Director*
DIN: 00146365	*DIN: 00156943*

Dated: 08-08-2026
Place: - Kolkata

"Annexure - I"

Form AOC-1

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

Statement containing salient features of the financial statement of Subsidiaries/Associate companies/Joint Ventures

Name of the Company	Auro Impex & Chemicals Limited

Details of Subsidiaries

Part A: Subsidiaries
(Information in respect of each subsidiary to be presented with amount in Rs)

1. Number of Subsidiaries	1

(₹ in Lakhs)

Block 1	
CIN/ any other registration number of subsidiary company	U24299WB1995PLC074068
Name of the subsidiary	Auro Industries Limited
The date since when subsidiary was acquired	Not Applicable (By Virtue of Control of the Composition of common Board of Directors Auro Industries Ltd. became subsidiary company)
Provisions pursuant to which the Company has become a subsidiary (Section 2(87)(i)/Section 2(87)(ii))	As per Section 2(87)(i) of the Companies Act, 2013
Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Reporting period same
Reporting currency and Exchange rate as on the last date of the relevant Financial Year in the case of foreign subsidiaries	Not Applicable
Share capital	92.31
Reserves & surplus	503.99
Total assets	1934.25
Total Liabilities	1337.95
Investments	46.00
Turnover	10487.92
Profit before taxation	21.07
Provision for taxation	5.30
Profit after taxation	15.77
Proposed Dividend	-
% of shareholding	By Virtue of Control of the Composition of common Board of Directors

Notes: The following information shall be furnished at the end of the statement:

2. Number of subsidiaries which are yet to commence operations	Nil
3. Number of subsidiaries which have been liquidated or have ceased to be a subsidiary during the year	Nil

Part B: Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

4. Number of Associate / Joint Venture	Nil
5. Number of associates or joint ventures which are yet to commence operations	Nil
6. Number of associates or joint ventures which have been liquidated or have ceased to be associate or joint venture during the year	Nil

On behalf of the Board of Directors of
Auro Impex & Chemicals Limited

Sd/-
Madhusudan Goenka
Managing Director
DIN: 00146365

Sd/-
Praveen Kumar Goenka
Whole Time Director
DIN: 00156943

Dated: 08-08-2026
Place: Kolkata

"Annexure - II"

FORM NO. AOC -2

[Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014]

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

1. **Details of contracts or arrangements or transactions not at arm's length basis: NIL**

S. No.	Particulars	Details
a)	Corporate identity number (CIN) or foreign company registration number (FCRN) or Limited Liability Partnership number (LLPIN) or Foreign Limited Liability Partnership number (FLLPIN) or Permanent Account Number (PAN)/Passport for individuals or any other registration number	There were no contracts or arrangements, or transactions entered into during the year ended 31 March 2026, which were not at arm's length basis.
b)	Name(s) of the related party and nature of relationship	
c)	Nature of contracts/arrangements/transactions	
d)	Duration of the contracts/arrangements/transactions	
e)	Salient terms of the contracts or arrangements or transactions including the value, if any	
f)	Justification for entering into such contracts or arrangements or transactions	
g)	Date(s) of approval by the Board	
h)	Amount paid as advances, if any	
i)	Date on which the special resolution was passed in general meeting as required under first proviso to Section 188	
j)	SRN of MGT-14	

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

S. No.	Particulars	Details
a)	Corporate identity number (CIN) or foreign company registration number (FCRN) or Limited Liability Partnership number (LLPIN) or Foreign Limited Liability Partnership number (FLLPIN) or Permanent Account Number (PAN)/Passport for individuals or any other registration n	There were no material contracts or arrangements, or transactions entered into during the year ended 31 March 2026.
b)	Name(s) of the related party	
c)	Nature of relationship	
d)	Nature of contracts/arrangements/transactions	
e)	Duration of the contracts / arrangements/transactions	
f)	Salient terms of the contracts or arrangements or transactions including the value, if any:	
g)	Date(s) of approval by the Board, if any:	
h)	Amount paid as advances, if any:	

On behalf of the Board of Directors of
Auro Impex & Chemicals Limited

Dated: 08-08-2026
Place: Kolkata

Sd/-
Madhusudan Goenka
Managing Director
DIN: 00146365

Sd/-
Praveen Kumar Goenka
Whole Time Director
DIN: 00156943

"ANNEXURE – III"

Annual Report on CSR Activities for the financial year ended 31st March, 2026

1. **Brief outline on CSR Policy of the Company:**

   The Board of Directors has adopted a CSR policy to enable the Company to carry out CSR initiatives in one or more activities mentioned in the Schedule VII to the Companies Act, 2013 as amended from time to time. The CSR initiatives of the Company are mainly focused on education, healthcare, and Eradicating hunger, poverty. The projects undertaken during the Financial Year 2025-26 were within the broad framework of Schedule VII to the Companies Act, 2013.

   Composition of CSR Committee: Not Applicable

2. In accordance with the provision of Section 135(9) of the Companies Act, 2013, since the amount to be spent by our company pursuant to sub-section (5) does not exceed Rs. 50 lakhs, the requirement for constitution of CSR Committee shall not be applicable. The functions of such Committee shall be discharged by the Board of Directors of the Company, details of which is enclosed as follow :-

S. No.	Name of Director	Designation/ Nature of Directorship
1	Mr. Madhusudan Goenka	Managing Director
2	Mr. Praveen Kumar Goenka	Whole Time Director

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:**
   https://auroimpex.com/csr/

4. **The executive summary along with web-link(s) of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable:** Not Applicable

   In accordance with the provisions of Rule 8(3) of the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Company is not required to carry out impact assessment for its CSR projects.

Rs. in lacs

5.

(a)	Average net profit of the company as per section 135(5)	721.49
(b)	Two percent of average net profit of the company as per section 135(5)	14.43
(c)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years	NIL
(d)	Amount required to be set-off for the financial year, if any	*0.00
(e)	Total CSR obligation for the financial year [(b)+(c)-(d)]	14.43

*Rs. 11 is required to set-off for the financial year.

Rs. in lacs

6.

(a)	Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project)	14.46
(b)	Amount spent in Administrative Overheads	NIL
(c)	Amount spent on Impact Assessment, if applicable	NIL
(d)	Total amount spent for Financial Year [(a)+(b)+(c)]	14.46

(e) **CSR amount spent or unspent for the financial year:**

Total Amount Spent for the Financial Year (Rs. in Lakhs)	Amount Unspent (Rs. in Lakhs)				
	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
14.455	NIL	-	-	NIL	-

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

Rs. in lacs

(i)	Two percent of average net profit of the Company as per section 135(5)	14.43
(ii)	Total amount spent for the Financial Year	14.46
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	*0.03
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	NIL
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	0.025

* Excess CSR Expenditure spent during FY 2024-25, set off against the CSR Obligation to be met for FY 2025-26 is Rs. 11/-

7. Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under Section 135 (6)	Balance Amount in Unspent CSR Account under Section 135(6)	Amount spent in the Financia l Year	Amount transferred to a Fund specified under Schedule VII as per second proviso to Section 135(5), if any		Amount remaining to be spent in succeeding financial years	Deficiency, if any
					Amount	Date of transfer		
NIL								

8. Whether any capital assets have been created or acquired through CSR spent in the financial year: No

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

For and on behalf of the Board

Place: Kolkata
Date: 23-05-2026

Madhusudan Goenka
Managing Director
DIN: 00146365

Praveen Kumar Goenka
Wholetime Director
DIN: 00156943

Kalyan Kumar Das
Chief Financial Officer

“ANNEXURE-IV”

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

For the Financial Year 2025-26

(Pursuant to Regulation 34(3) read with Schedule V, Part B of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

1. Company Overview

Auro Impex & Chemicals Limited is a public company listed on NSE EMERGE (SME Platform of NSE), incorporated on 20th January 1994 as a private company. The registered office of the company is situated at 32, K. L. Saigal Sarani, 740A, Block P, New Alipore, Kolkata – 700053, West Bengal, India.

Our Company is specifically engaged into manufacturing of (i) Collecting Electrodes of all profiles, (ii) Discharge Electrodes, (iii) Electro- magnetic rapper, (iv) Tank Fabrication and Duct Fabrication, and (v) other ESP Internal spare parts, for some Original Equipment manufacturers (OEMs) and service providers ranging from sourcing of components, designing, manufacturing, quality testing as per the specifications provided by OEMs and service providers. The Company also undertakes trading activities and has diversified its product portfolio into the manufacture of stainless-steel pipes.

We are an ISO 9001:2015 certified Company that specializes in the manufacturing of Collecting Electrode, Discharge Electrode Plate steel structures and other internal components of an Electrostatic Precipitator (ESPs).

Recently, as part of its growth and capacity expansion strategy, the Company has proposed the construction of a new shed/building within the premises of its existing factory located at Mouza-Hanral, P.S. Dadpur, Hooghly, West Bengal – 712149, along with the installation of new plant and machinery. These initiatives are intended to strengthen the Company's manufacturing infrastructure, enhance production and storage capacity, improve operational efficiency and support its future business requirements. During the preceding year, the Company also installed four S.S. TIG Mills for manufacturing stainless-steel pipelines of various sizes, creating an additional avenue for revenue generation and further diversifying its business and product portfolio.

2. Industry Overview

The global air quality control systems market was estimated at approximately USD 125.4 billion in 2025 and is projected to reach around USD 131.48 billion in 2026, growing at a CAGR of approximately 4.9%. The market continues to be driven by increasing industrialisation, urbanisation, rising awareness of the health and environmental impacts of air pollution and stringent emission-control regulations.

[Source: https://www.thebusinessresearchcompany.com/report/air-quality-control-system-global-market-report]

India represents a significant and growing market, with the air pollution control systems market estimated at approximately USD 5.1 billion in 2025 and projected to grow at a CAGR of around 8.4% during 2026–2033.

[Source: https://www.grandviewresearch.com/horizon/outlook/air-pollution-control-systems-market/india]

Increasingly stringent environmental norms, industrial expansion and growing adoption of pollution-control technologies are supporting demand across sectors such as power, cement, steel, metals, chemicals and manufacturing. Key technologies include electrostatic precipitators (ESPs), scrubbers, bag filters, air filtration systems and other emission-control solutions.

The outlook remains positive, supported by regulatory compliance requirements, replacement and retrofitting of existing systems, technological advancements and increasing emphasis on environmental sustainability.

The global stainless steel pipe industry represents a significant segment of the global steel and industrial products market, with the global stainless steel pipes market estimated at approximately US $37.2 billion in 2025, broadly corresponding to FY 2025–26, and projected to reach nearly US $59.0 billion by 2032, implying a CAGR of approximately 6.7% over the forecast period. Demand for stainless steel pipes continues to be supported by their superior corrosion resistance, durability, strength, hygiene and suitability for high-temperature and demanding operating environments. Key end-use industries include oil & gas, chemicals and petrochemicals, power generation, water and wastewater treatment, food & beverage, pharmaceuticals, construction and infrastructure. The industry is expected to benefit from continued industrialisation, infrastructure development, expansion of energy and process industries, and increasing investment in replacement and modernisation of existing pipeline systems. Asia-Pacific remains a major production and consumption centre, supported by its large manufacturing base and expanding industrial infrastructure. Within the broader market, stainless steel seamless pipes are also expected to record healthy growth, with Markets and Markets estimating a 5.8% CAGR during 2025–2030, driven by demand from oil & gas, energy, chemical processing, automotive and other applications requiring high-performance corrosion-resistant piping.

Overall, the global outlook for the stainless steel pipe business remains positive, with approximately 6–7% annual market growth expected over the medium term, although raw-material price volatility, international trade policies and competitive pricing may influence industry profitability. The industry outlook remains positive over the medium to long term, although raw-material price volatility, energy costs and global trade conditions remain key challenges.

*[Source: https://www.360iresearch.com/library/intelligence/stainless-steel-pipes
https://www.marketsandmarkets.com/Market-Reports/stainless-steel-seamless-pipes-market-221921867.html]*

3. Opportunities and Threats

Opportunities

The Company operates in an industry where long-term demand is supported by increasing environmental regulations and industrial requirements for effective particulate emission control. Opportunities exist in the installation of new pollution-control systems as well as in refurbishment, replacement and supply of spare parts for existing ESP installations.

The Company's established experience in ESP internal parts, electrodes and related products provides an opportunity to deepen relationships with existing customers and expand its domestic and international customer base. The Company's ability to manufacture products to customer specifications is also expected to support its competitive positioning.

The Company's diversification into stainless-steel pipes represents an additional growth opportunity. The installation of S.S. TIG Mills enables the Company to participate in the growing demand from sectors such as chemicals, petrochemicals, oil and gas, power, infrastructure, water treatment and general engineering.

Threats

The Company's operations remain exposed to fluctuations in the prices of steel, stainless steel and other raw materials, which may impact margins if increases in input costs cannot be fully passed on to customers. The Company also operates in competitive markets where pricing, product quality, delivery schedules and technical capabilities influence customer decisions.

Changes in environmental regulations, delays in industrial capital expenditure, postponement of customer projects, economic slowdowns and volatility in commodity prices may affect demand and order execution. Working-capital requirements associated with inventory and receivables also remain important considerations for the Company's operations.

The Company seeks to mitigate these risks through customer diversification, quality-focused manufacturing, prudent working-capital management and continuous monitoring of market conditions.

4. Segment-wise / Product-wise Performance

The Company's principal business continues to be air pollution control equipment and ESP-related products, including collecting electrodes, discharge electrodes, ESP internal components, electrical control solutions and other related equipment and spares.

During FY 2025-26, the Company reported standalone revenue from operations of ₹14,589.77 lakh, against ₹16,371.97 lakh in FY 2024-25 – a decline of approximately 10.89%, reflecting lower operating activity during the year and prevailing market conditions.

The Company continues to pursue diversification through its stainless-steel pipe manufacturing business. The four S.S. TIG Mills installed by the Company are intended to manufacture stainless-steel pipes of various sizes and provide an additional source of revenue, with contribution expected to increase progressively as capacity utilisation and market penetration improve.

The Company continues to focus on quality, customer-specific manufacturing, timely execution and strengthening its presence in domestic and international markets.

5. Outlook

The management remains cautiously optimistic regarding the medium- and long-term prospects of the Company. Increasing environmental compliance requirements, industrial expansion and the need for efficient emission-control systems are expected to support demand for ESP equipment, internal components, electrodes and related products.

The Company expects opportunities to arise not only from new ESP installations but also from replacement, refurbishment, retrofitting and supply of spare components for existing installations.

The stainless-steel pipe business provides an additional growth avenue, and the Company expects to leverage its manufacturing capabilities and customer relationships to gradually build a presence in this market. The Company's continued investment in plant and equipment during FY 2025-26 reflects its focus on strengthening manufacturing capabilities.

The Company will continue to focus on capacity utilisation, cost optimisation, product quality, customer relationships, working-capital efficiency and expansion into new markets.

6. Risks and Concerns

The Company's principal business risks include fluctuations in raw-material prices, changes in demand from industrial customers, competition, project delays, customer concentration, foreign-exchange fluctuations in export transactions and working-capital requirements.

The Company is also exposed to risks associated with the expansion of its stainless-steel pipe business, including capacity utilisation, market development, raw-material price volatility and competition from established manufacturers.

The Company seeks to address these risks through regular monitoring of business and financial performance, prudent financial management, internal controls, customer and supplier relationships and appropriate operational planning.

The Company has not reported any default on loans during FY 2025-26, and no debt securities were issued by the Company during the year.

7. Internal Control Systems and their Adequacy

The Company has established internal financial controls commensurate with the size, nature and complexity of its business, designed to safeguard assets, prevent and detect fraud and errors, ensure accuracy and completeness of accounting records, and support compliance with applicable laws and regulations.

The Company has appointed an independent Internal Auditor, and internal audit reports and observations are reviewed by the Audit Committee. For FY 2025-26, M/s R Das & Associates, Chartered Accountants, were re-appointed as Internal Auditors. The internal audit mechanism assists management and the Audit Committee in identifying areas requiring attention and monitoring corrective actions.

Based on the disclosures available, the Board is of the view that the Company's internal financial controls were adequate and operating effectively during the financial year.

8. Discussion on Financial Performance with respect to Operational Performance

The financial performance of the Company for FY 2025-26 is summarised below:

(₹ In Lakh)

Particulars	Standalone		Consolidated	
	For the Financial Year ended 31st March 2026	For the Financial Year ended 31st March 2025	For the Financial Year ended 31st March 2026	For the Financial Year ended 31st March 2025
Revenue from Operations	14,589.77	16,371.97	25,020.22	26,295.21
Other Income	106.75	125.21	161.82	176.23
Total Income	14,696.53	16,497.17	25,182.03	26,471.43
Total Expenses	14,144.10	15,925.34	24,608.52	25,852.64
Profit before Tax	552.43	571.83	573.51	618.79
Tax Expenses	152.27	143.93	157.58	155.82
Profit after tax for the year	400.16	427.90	415.94	462.97
Earnings Per Share (Basic)	3.28	3.51	3.41	3.79
Earnings Per Share (Diluted)	3.28	3.51	3.41	3.79

Key Financial Ratios

Pursuant to Regulation 34(3) read with Schedule V, Part B of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the following key financial ratios are furnished for FY 2025-26 in comparison with FY 2024-25, together with explanations where the variation is 25% or more:

Particulars	FY 2025-26	FY 2024-25	Change	Var. ≥25%?	Note
Debtors Turnover	6.33	7.46	15.15%	No	Average Receivable is increased during the year relating to previous year
Inventory Turnover	4.29	5.72	-25.00%	Yes	Declined due to reduced revenue from operation and cost of goods sold.
Interest Coverage Ratio	3.55	3.9	-8.97%	No	Declined, reflecting the impact of finance costs relative to earnings. Finance costs were ₹314.81 lakh in FY 2025-26 against ₹291.32 lakh in FY 2024-25.
Current Ratio	1.78	1.74	+2.30%	No	Both the current assets & current liabilities decreases during the year but current assets decreases less than current liability.
Debt-Equity Ratio	0.71	0.91	-21.98%	No	Total borrowings declined during the year while Reserve & Surplus increased from ₹4,136.92 lakh to ₹4,537.08 lakh, together resulting in an improved leverage position.
Operating Profit Margin (%)	5.21%	4.51%	15.52%	No	Mainly due to decrease in cost of Raw material consumed.
Net Profit Margin (%)	2.74	2.61	4.98%	No	Primarily driven by improved operating efficiency.
Debt Service Coverage Ratio	1.89	2.28	-17.11%	No	Decline due to increase in debt repayment obligations.
Return on Equity Ratio	8.82	10.34	-14.70%	No	ROE decline due to lower net profit, higher finance costs.
Trade Payable Turnover Ratio	14.91	34.01	-56.16%	Yes	Declined due to drop in purchase & an increase in average payables.
Net Capital Turnover Ratio	4.88	5.12	-4.68%	No	The ratio declined due to sales/revenue growth is slower than the increase in net working capital.
Return on Capital Employed	9.76	10	-2.4%	No	Declined due to increase in finance costs.
Return on Investment	0.50	-	0.5%	No	Due to sale of Mutual funds during the year.

9. Human Resources / Industrial Relations

Human resources continue to be an important component of the Company's operations. The Company is committed to providing a safe, healthy and supportive working environment and to maintaining cordial relations with its employees.

The Company's employees are engaged across manufacturing, engineering, quality control, administration, sales, finance and other functions.

For FY 2025-26, the Company has continued to maintain cordial employee relations and remains focused on employee safety, productivity, skill development and operational efficiency. Where project requirements fluctuate, contract manpower is deployed based on the nature and scale of work. As on 31st March 2026, the Company has 60 permanent employees.

10. Overall Management Perspective

FY 2025-26 was a year of consolidation and continued business development for the Company. While revenue from operations declined during the year, the Company remained profitable, modestly improved its net margin, and continued to strengthen its balance sheet and manufacturing capabilities.

The reduction in trade receivables and borrowings reflects improvement in certain aspects of working-capital and financial management. At the same time, the increase in inventory and the decline in revenue indicate the need for continued focus on inventory optimisation, capacity utilisation and order execution.

The Company remains focused on strengthening its core ESP and air pollution control business while developing its stainless-steel pipe manufacturing capabilities. Management believes that increasing environmental compliance requirements, industrial development and the Company's diversified product portfolio provide a platform for sustainable long-term growth.

The Company will continue to focus on operational efficiency, quality, customer satisfaction, prudent financial management, working-capital optimisation and responsible utilisation of its manufacturing capacities.

11. FORWARD LOOKING STATEMENT

The statements made in the Management Discussion and Analysis describing the Company’s objectives, projections, estimates, and expectations may be ‘forward-looking’ statements within the meaning of applicable securities laws & regulations. Actual results could differ from those expressed or implied. Important factors that could make a difference to the Company’s operations include economic conditions affecting demand, supply, and price conditions in the domestic & overseas markets in which the Company operates, changes in Government regulations, tax laws & other statutes, and other incidental factors.

"ANNEXURE-V"

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

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

To,
The Members,
Auro Impex & Chemicals Limited
32, K. L. Saigal Sarani
740A, Block -P, New Alipore,
Kolkata-700053

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. Auro Impex & Chemicals Limited (CIN: L51909WB1994PLC061514)** (hereinafter called 'the company'). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives electronically and otherwise during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2026 complied with the statutory provisions listed hereunder and also the Company has proper Board processes and compliance mechanism in place to the extent, in the 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 Auro Impex & Chemicals Limited ("the company") for the reporting financial year according to the provisions of:

i. The Companies Act, 2013 (the Act) and the Rules made there under;
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 (As reported to us the Company did not have any Foreign Direct Investment during the financial year and FEMA provisions were also not applicable);
v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') –

a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended 2018;
c) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 ("Listing Regulations")
d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
e) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended
f) The Securities and Exchange Board of India (Depositories and Participant) Regulations 2018;

vi. For the financial year ended on 31st March, 2026 the following regulation were not applicable as no events took place during the year:

a) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021
b) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008
c) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021
d) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018
e) The Securities and Exchange Board of India (Issue and Listing of Non- Convertible Securities) Regulations, 2021 and

The management has identified and confirmed the following general laws as applicable to the Company for which adequate system and processes are in place to monitor compliances:

a) Factories Act 1948, and the allied State Laws;
b) Industrial Disputes Act, 1947;
c) The Maternity Benefit Act, 1961;
d) The Contract Labour (Regulation & Abolition) Act, 1970;
e) The Child Labour (Prohibition & Regulation) Act, 1986;
f) Industrial (Development & Regulation) Act, 1951;
g) The Electricity Act, 2003 and the rules issued thereunder;
h) E-Waste Rules, 2022 & other Waste Rules;
i) Labour laws and other incidental laws and rules issued thereunder related to Employment, Wages, Gratuity, Provident Fund, ESIC, Compensation etc.;
j) Acts and Rules prescribed under Environment Protection;
k) Local laws applicable to various Offices & Plants

I have relied on the representation made by the Company and its Officers for systems and mechanism framed by the Company and on examination of the documents and records done on test check basis.

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

i. Secretarial Standards issued by The Institute of Company Secretaries of India as amended from time to time.
ii. The Equity Listing Agreements entered by the Company with the National Stock Exchange of India Limited (NSE).

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

I further report that

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

ii) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance

iii) A system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. In any case where meeting was held at a shorter notice, consent of the Independent Directors present was taken on record.

iv) Majority decision is carried through while the dissenting members` views, if any, are captured and recorded as part of the minutes.

I further report that based on the review of the compliance mechanism established by the Company and on the basis of Compliance certificate(s) issued by various departments and taken on record by the Board of Directors at their meetings, I am of the opinion 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. Compliance with the applicable provisions of the Companies Act, 2013 and other laws is the responsibility of the Company and the management. I have relied on the representations made by the Company and its officers.

I further report on the basis of documents provided to us, that during the audit period, the following were other specific events/action (other than mentioned above) having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.:-

Mr. Rahul Choudhury was appointed as the Company Secretary & Compliance Officer of the Company w.e.f. 09th April, 2025;
Mrs. Vanshika Jain, Non-Executive Director has been re-designated as an Executive Director w.e.f. 03rd February, 2026;

Mr. Niladri Choudhury has been appointed as an additional Non-Executive Director of the Company w.e.f. 03rd February, 2026;

The Company had during the year satisfied a Charge of Rs. 10.75 Crore against it property with the Indian Bank and Rs. 2.25 Crore with the Tata Capital Limited, Kolkata; taken financial assistance amounting to Rs. 34.19 Lakhs from Small Investment Development Board of India (SIDBI) and created charge against its property towards sanction of ad hoc limit/loan facility from Indian Bank and Yes Bank Limited for Rs. 7.75 Crore and Rs. 5 Crore respectively;

The Promoter's shareholding increased during the year by 0.06%.

The report is to be read with my letter of even date which is annexed as **Annexure – A & Annexure-B** and forms an integral part of this report.

Kolkata
07/08/2026

Signature:
Name of the Company Secretary in practice: KUMKUM RATHI
FCS No. : 6016; C.P. No. :6209
Peer Review No.: 6573/2025
UDIN: F006016H001046935

Annexure A'

To,
The Members,
Auro Impex & Chemicals Limited
32, K. L. Saigal Sarani
740A, Block -P, New Alipore,
Kolkata-700053

Based on audit, my responsibility is to express an opinion on the compliance with the applicable laws and maintenance of records by the Company. I have conducted audit in accordance with the auditing standards CSAS 1 to CSAS 4 ("CSAS") prescribed by the Institute of Company Secretaries of India ("ICSI"). These standards require that the auditor complies with statutory and regulatory requirements and plans and performs the audit to obtain reasonable assurance about compliance with applicable laws and maintenance of records.

Due to the inherent limitations of an audit including internal, financial and operating controls, there is an avoidable risk that some misstatements or material non-compliances may not be detected, even though the it is properly planned and performed in accordance with the CSAS. My 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 my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis of my opinion.
3. I have not verified the correctness and appropriateness of 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 happenings of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. In the process of forming an opinion on compliances and issuing the report, I have taken into consideration the compliance related action taken by the Company after 31st March, 2026 but before the issue of this report.
7. 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.

Kolkata
07/08/2026

Signature:
Name of the Company
Secretary in practice: KUMKUM RATHI
FCS No. : 6016; C.P. No. :6209
Peer Review No.: 6573/2025
UDIN: F006016H001046935

Annexure -B

- **Registered & Corporate Office**

  32, K. L. Saigal Sarani, 740A, Block-P, New Alipore, Kolkata- 700053

- **Factory**

  Village- Kanajuli, P.O.- Goborarah, Dhaniakhali, Dist: Hooghly, West Bengal-712305

Kolkata
07/08/2026

Signature:
Name of the Company
Secretary in practice: KUMKUM RATHI
FCS No. : 6016; C.P. No. :6209
Peer Review No.: 6573/2025
UDIN: F006016H001046935

PARTILCULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

(In Terms of Section 134 (3) (m) of the Companies Act, 2013 Read with the Companies (Accounts) Rules, 2014)

A. CONSERVATION OF ENERGY		
(i)	Steps taken or impact on conservation of energy.	Your Company is investing in state-of-the-art equipment and machinery designed to optimize energy usage and installation of LED lights all over the factory. By utilizing energy-efficient systems, your Company has significantly reduced its overall energy consumption, thereby minimizing its carbon footprint.
(ii)	Steps taken by the Company for utilizing alternate sources of energy.	NA
(iii)	The capital investment on energy conservation equipment	Nil

B. TECHNOLOGY ABSORPTION		
(i)	Efforts made towards technology absorption	• Various type of sensor used to protect machines, tools and humans. • Jags and Fixture automatic and semi-automatic machines used in production line to improve production.
(ii)	Benefits derived like product improvement, cost reduction, product development or import substitution	• Energy saving through LED lights. • Using of modern technology machines result in increased in production capacity and cost reduction which helps in getting more orders.
(iii)	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)	
	a. Details of technology imported	Not Applicable
	b. Year of import;	Not Applicable
	c. Whether the technology been fully absorbed	Not Applicable
	d. If not fully absorbed, areas where absorption has not taken place, and the reasons thereof	Not Applicable
(iv)	Expenditure incurred on Research and Development	Nil

C. FOREIGN EXCHANGE EARNINGS AND OUTGO		
(i)	Foreign exchange earnings in terms of actual inflows during the year	Rs.79,82,113/-
(ii)	Foreign Exchange outgo during the year in terms of actual outflows - CIF Value of Import- Capital Goods	Rs. 6,20,17,675/-

For **Auro Impex & Chemicals Limited**

Sd/-
Madhusudan Goenka
Managing Director
DIN: 00146365

Sd/-
Praveen Kumar Goenka
Whole Time Director
DIN: 00156943

Dated: - 08.08.2026
Place: - Kolkata

“Annexure - VII”

DISCLOSURE OF PARTICULARS OF EMPLOYEES

Statement as per Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

1. **The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year**

Sl. No	Name of Director/KMP	Designation	Ratio of the Remuneration to the median of the employee
1.	Mr. Madhusudan Goenka	Managing Director	9.23
2.	Mr. Praveen Kumar Goenka	Whole Time Director	5.30
3.	Mrs. Vanshika Jain	Whole Time Director	3.06

1. **The percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer, Company Secretary or Manager, if any, in the Financial Year:**

Sl. No	Name of Director/KMP	Designation	% increase in remuneration in the Financial Year
1	Mr. Madhusudan Goenka	Managing Director	Nil
2	Mr. Praveen Kumar Goenka	Whole Time Director	Nil
3	Mrs. Vanshika Jain	Whole Time Director	48.8%
4	Mr. Kalyan Kumar Das	Chief Financial Officer	Nil
5	*Mr. Rahul Choudhury	Company Secretary	Nil
6	*Ms. Madhu Gupta	Company Secretary	Nil

**Mr. Rahul Choudhury has resigned from the position of as the Company Secretary & Compliance Officer w.e.f 10th May 2026 and Ms. Madhu Gupta has been appointed as the Company Secretary & Compliance Officer of the Company w.e.f. 29th June 2026.*

2. **The percentage increase in the median remuneration of Employees for the Financial Year:** 3.19%

3. **The number of permanent employees on the rolls of Company as on March 31, 2026:** 60

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

- Average increase in remuneration of employees excluding managerial personnel: 2.79%
- Average increase in remuneration of managerial personnel: Nil
- KMP salary increases are decided based on the Company’s performance, individual performance, inflation, prevailing industry trends and benchmarks.

5. **Affirmation that the remuneration is as per the Remuneration Policy of the Company:**

It is hereby affirmed that the remuneration paid during the year is as per the Remuneration Policy of the Company.

Statement as per Section 197(12) of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

1. **Names of top 10 employees in terms of remuneration drawn for the financial year ended March 31, 2026:**

Name of Employee	Designation	Nature of employment, whether contractual or otherwise	Educational Qualification	Age (in years)	Experience (in years)	Date of Joining	Remuneration (In Lakhs)	The last employment held before joining the Company	Shareholding (No. of Equity Shares)
Madhusudan Goenka	Managing Director	Under Payroll	B.com	65	43	02/01/2002	*23.14*	NA	7660400
Tapas Santra	Factory Manager	Under Payroll	Electrical Engineer	58	34	01/08/2011	*21.58*	Patco Tech India Private Limited	Nil
Kalyan Kumar Das	CFO	Under Payroll	M.com, B.com	57	34	01/12/2017	*18.41*	OM Apparels	1,600
Praveen Kumar Goenka	Wholetime Director	Under Payroll	B.com	69	46	05/08/1994	*13.29*	NA	480000
Shib Sankar Sarkar	Business Devlopment Manager	Under Payroll	Graduate	43	17	01/06/2022	*12.56*	Eta Manufactures Pvt.Ltd.	Nil
Debasish Basu	DGM-F&A	Under Payroll	CMA	57	28	02/05/2025	*9.16*	KMSR Kothari & Consultants Pvt. Ltd.	Nil
Vanshika Jain	Wholetime Director	Under Payroll	Fashion Designer	31	6	01/09/2022	*7.68*	Nil	591600
Anup Shah	Marketing Manager	Under Payroll	Graduate	48	19	01/06/2025	*7.15*	Anna Distributors	Nil
Lakshman Singha	QC Manager	Under Payroll	Diploma in Mechanical Engineering	48	22	02/08/2023	*7.05*	Utkarsh India Ltd.	Nil
Sujoy Das	Sr. Executive (Purchase ,Accounts , HR & IT)	Under Payroll	Graduate	39	16	01/06/2014	*6.65*	Galaxy Office Automation Pvt.Ltd.	1600

- None of the employee is a relative of any director or manager of the company.

2. **Name of every employee Employed throughout the financial year was in receipt of remuneration for that year which in the aggregate, was not less than One Crore and Two lakh rupees:** Nil

3. **Name of every employee who was employed for a part of the Financial Year ended March 31, 2026 and was in receipt of remuneration, which in the aggregate, was not less than 8.5 Lacs rupees per month:** Nil

4. **Name of every employee who was employed throughout the financial year or part thereof, was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the managing director or whole-time director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the Company.:** Nil

Notes:

i. The details given herein above are on accrual basis.
ii. Employment of all the employees are permanent.
iii. None of the employee posted and working in a country outside India.

On behalf of the Board of Directors of
Auro Impex & Chemicals Limited

Sd/-
Madhusudan Goenka
Managing Director
DIN: 00146365

Sd/-
Praveen Kumar Goenka
Whole Time Director
DIN: 00156943

Dated: - 08.08.2026
Place: - Kolkata

INDEPENDENT AUDITOR'S REPORT

To
The Members
M/s AURO IMPEX & CHEMICALS LIMITED

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **M/s Auro Impex & Chemicals Limited ("Formerly Known as Auro Impex & Chemicals Private Limited)** which comprise the Balance Sheet as at **31st March 2026,** the statement of Profit & Loss and the statement of Cash Flow for the year then ended, and notes to the standalonef financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the **Companies Act ,2013** ("the act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at **March 31, 2026, its profits** and cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's responsibilities for the audit of the standalone financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirement that are relevant to our audit of the Financial Statement under the provisions of the Act and the rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the code of ethics.

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

Key Audit Matters

Key Audit Matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statement for the current period. These matters were addressed in the context of our audit of standalone financial statement as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have not determined any matters as Key audit matters to be communicated in our reports.

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

The Company’s Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexure to the Board Report, Business Responsibility Report but does not include the standalone financial statements and our auditor’s report thereon. Our opinion on standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

If, based on the work we have performed, we conclude that there is a material misstatement therein, we are required to report the matter and take necessary actions, as applicable under relevant laws and regulations. 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 Companies Act, 2013 ("the Act") with respect to the preparation of the financial statements that give a true and fair view of the financial position, financial performance and cash flows of the company in accordance with the accounting principles generally accepted in India including the accounting standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors are also responsible for overseeing the company’s financial reporting process.

Auditor’s Responsibilities for the Audit of the standalone Financial Statements

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain

  audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting

  from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

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

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

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

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

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

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

2. 10(A) 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 Flow dealt with by this Report are in agreement with the relevant books of account;

   d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under section 133 of the Act read with Rule 7 of the **Companies (Accounts) Rules, 2014.**

   e) On the basis of written representations received from the directors, as on 23th May 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2026 from being appointed as a director in terms of Section 164(2) of the Companies Act, 2013.

   f) With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate Report in **Annexure 'B'**. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

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

   a) The Company does not have any pending litigations as at 31st March 2026 which would impact its financial position except as mentioned in Note 31 of Financial statement;

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

   c) There has been no need to transfer any amount which required to be transferred, to the Investor Education and Protection Fund by the Company.

   d) (i) The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) during the year by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:

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

      - Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(ii) The management has represented, that, to the best of its knowledge and belief, no funds have been received by the company from any persons or entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall:

- Directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the funding party or
- Provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries; and

(iii) Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that representations under sub clause (d)(i) and (d)(ii) contain any material misstatement.

(iv) The Company has not declared or paid any dividend during the year.

(v) The Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2026 which has a feature of recording audit trail (edit log) facility and the same has been started from 23rd June, 2023 for all relevant transactions recorded in the software and we did not come across any instance of the audit trail feature being tampered with.

(C) With respect to the matters to be included in the Auditor's Report under section 197(16) of the Act:

With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of the Act.

For Jain Sonu & Associates
(Chartered Accountants)
Firm's Registration No.: 324386E

CA Sonu Jain
Membership No: 060015
UDIN No.- 26060015FKZAMG6767

Place: Kolkata
Date: 23.05.2026

Annexure - A to the Auditors' Report

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

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

B. The company does not have any intangible assets, therefore the clause is not applicable.

(b) According to the information and explanation given to us and on the basis of our examination of the record of the company, the Company has a regular program of physical verification of its Property, plant and equipment by which all property, plant and equipment are verified in a phased manner over a period of three years. In accordance with this program, certain property, plant and equipment were verified during the year and no material discrepancies were noticed on such verification. 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 information and explanation given to us and on the basis of our examination of the records of the Company, the title deeds of land on which building is constructed (Other than immovable properties where the company is lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the standalone financial statements are not held in the name of the Company, however Company has constructed Building on land taken on lease from Director.

(d) According to information and explanation given to us and on the basis of our examination of the records of the Company, the company has not revalued its Property, Plant and equipment (including Right-of-use assets) or intangible assets or both during the year.

(e) According to information and explanation given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the company for holding any Benami property Transactions Act, 1988 and the rules made thereunder.

ii. (a) The inventory has been physically verified by the management during the year. In the 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 record that were 10% or more in the aggregate for each class of inventory.

(b) According to information and explanation given to us and on the basis of our examination of the records of the company, the company has sanctioned working capital limits in excess of five crore in aggregate from banks or financial institutions on security of current asset. IIn our opinion the quarterly return or statement filed by the company with such bank are in agreement with books of accounts.

iii. According to information and explanation given to us and on the basis of our examination of the record of the company, the company has not made advances or given guarantee or granted any loans, secured or unsecured to companies, firms, limited liability partnership or any other parties during the year.

(a) (A) Based on the audit procedures carried on by us and as per the information and explanations given to us, outstanding balance is standing in Balance Sheet with respect to loans or advances and guarantees or security to subsidiaries, joint ventures and associates;

	Loans or Advances Given during the year	**Closing Balance as at Balance Sheet Date**
Company	Rs. 50.00 Lakh	-
Others	-	-

(B) Based on the audit procedures carried on by us and as per the information and explanations given to us, the Company has made advances and guarantee in the normal course of business.

	Loans or Advances Given during the year	**Closing Balance as at Balance Sheet Date**
Company	-	-
Others	-	-

(b) 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) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has not given any loans, hence the clause is not applicable.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans given.

(e) According to the information and explanations given to us and on the basis of our examination of the 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.

(f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not given any loans either repayable on demand or without specifying any terms or period of repayment.

iv. According to the information and explanations given to us and on the basis of our examination of the records the company has complied with the provision u/s 185 and 186 of the companies Act 2013 for loans given or provided any guarantee or security as specified under section 185 of the companies Act, 2013.

v. According to the information and explanations given to us, the Company has not accepted any deposits from the public. Accordingly, clause 3(v) of the order is not applicable.

vi. According to information and explanation given by the management, the maintenance of cost records have prescribed by the Central Government under section 148(1) of the Act. We have, however, not made a detailed examination of the records with a view to determine whether they are accurate or complete.

vii. According to the information and explanation given to us and on the basis of our examination of the record of the company, amounts deducted/ accrued in the books of account in respect

of undisputed statutory dues including Goods and Services Tax ('GST'), provident fund, Employees' state insurance, income tax, Duty of customs, cess and other material statutory dues have generally been regularly deposited with the appropriate authorities.

a. According to information and explanation given to us, no undisputed amounts payable in respect of GST, provident fund, Employees' state insurance, income tax, Duty of custom, cess and other material statutory dues were in arrear 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 material dues of income tax, sales tax, duty of customs, duty of excise, service tax, value added tax which have not been deposited with the appropriate authorities on account of any dispute except as mentioned in Note 31 of notes to financial statement.

viii. According to the information and explanations given to us and on the basis of our examination of the company, the company has not surrendered or disclosed any transaction, previously unrecorded as income in the books of account, in the tax assessments under the income-tax Act, 1961 as income during the year.

ix. a) According to the information and explanations given to us and based on our examination of the records of the Company, the company did not defaulted in repayment of loan or other borrowings or in the payment of interest thereon to any lender during the years.

b) According to the information and explanation given to us and on the basis of our examination of the records of the company, the company has not been declared a willful defaulter by any bank or financial institution or government or government authority. However No NOC from bank has been procured in this regard.

c) According to the information and explanations given to us, the company has utilized the money obtained by way of term loan during the financial year for the purpose for which they were obtained.

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

e) According to the information and explanations given to us and on an overall examination of the standalone 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 as defined under the companies Act, 2013. Accordingly, clause 3(ix)(e) of the order is not applicable.

f) According to the information and explanations given to us and procedures performed by 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) The Company has not raised any money by way of initial public offer during the current financial year (including debt instruments). Accordingly, clause 3(x)(a) of the order is not applicable,

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 not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the order is not applicable.

xi) a) Based on examination of the books and records of the company and according to the information and explanations given to us, considering the principles of materiality outlined in standards on Auditing, we report that no fraud by the company or on the company has been noticed or reported during the course of audit.

b) According to information and explanation given to us, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by the auditors in form ADT-4 as prescribed under Rule 13 of companies (Audit and Auditors) Rules, 2014 with the central government.

c) As Auditor, we did not received any whistle-blower complaints during the year.

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

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

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

(b) We have considered the internal audit reports of the company issued till date for the period under audit

xv) In our opinion and according to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected to its directors and provision of section 192 of the companies act, 2013 are not applicable.

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

(b) The Company has not conducted any Non–Banking Financial & Housing Finance Activities during the year, clause 3(xvi)(b) of the order is not applicable.

(c) The company is not core investment company (CIC) as defined in the regulations made by Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the order is not applicable.

(d) According to the information and explanations provided to us during the course of audit, the Group does not have any CIC. Accordingly, the requirements of clause 3(xvi)(d) are not applicable.

xvii) The company has not incurred cash losses in the current and in the immediately preceding financial year.

xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the order is not applicable.

xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of directors and management plans 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 that the company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

xx) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of section 135 of the Companies Act, 2013 pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the order are not applicable.

xxi) The reporting under clause 3(xxi) of Order is not applicable in respect of standalone financial statements of the company. Accordingly, no comment has been included in respect of said clause under this report.

For Jain Sonu & Associates
(Chartered Accountants)
Firm's Registration No.: 324386E

CA Sonu Jain
Membership No: 060015
UDIN No.- 26060015FKZAMG6767

Place: Kolkata
Date: 23.05.2026

Annexure - B to the Auditors' Report

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

We have audited the internal financial controls over financial reporting of **Auro Impex & Chemicals Limited ("The Company")** as of 31st March, 2026 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Jain Sonu & Associates
(Chartered Accountants)
Firm's Registration No.: 324386E

CA Sonu Jain
Membership No: 060015
UDIN No. 26060015FKZAMG6767

Place: Kolkata
Date: 23.05.2026

AURO IMPEX & CHEMICALS LIMITED
(Formerly Known as Auro Impex & Chemicals Private Limited)
Balance Sheet as on 31st March 2026

		Notes	31st March 2026 (` in lakh)	31st March 2025 (` in lakh)
A	**EQUITY AND LIABILITIES**			
1	**Shareholders' Funds**			
(a)	Share Capital	3	1,220.08	1,220.08
(b)	Reserves and Surplus	4	3,317.00	2,916.84
	Total Shareholders' Funds		**4,537.08**	**4,136.92**
2	**Non-Current Liabilities**			
(a)	Long Term Borrowings	5	552.16	763.33
(b)	Deferred Tax Liabilities (Net)	6	125.04	94.27
(c)	Other Long Term Liability	7	117.28	108.00
	Total Non-Current Liabilities		**794.48**	**965.60**
3	**Current Liabilities**			
(a)	Short Term Borrowings	8	2,652.23	2,978.88
(b)	Trade Payables			
	(i) Dues to Micro & Small Enterprises	9	84.06	199.97
	(ii) Dues to Others	9	729.57	868.75
(c)	Other Current Liabilities	10	183.25	151.22
(d)	Short Term Provisions	11	26.52	26.07
	Total Current Liabilities		**3,675.64**	**4,224.89**
	Total Equity & Liabilities		**9,007.20**	**9,327.41**
B	**ASSETS**			
1	**Non-Current Assets**			
(a)	**Property,Plants & Equipment & Intangible Asset**			
	Property,Plants & Equipment	12.1	1,648.91	1,196.92
	Capital work-in-progress	12.2	515.61	644.89
(b)	Non-Current Investments	13	115.04	55.00
(c)	Other Non-Current Assets	14	177.32	99.47
	Total Non-Current Assets		**2,456.88**	**1,996.28**
2	**Current Assets**			
(a)	Inventories	15	3,928.52	2,874.12
(b)	Trade Receivables	16	1,651.57	2,955.07
(c)	Cash and Cash Equivalent	17	625.54	604.08
(d)	Short Term Loans and Advances	18	305.44	845.75
(e)	Other Current Assets	19	39.25	52.08
	Total Current Assets		**6,550.32**	**7,331.12**
	Total Assets		**9,007.20**	**9,327.41**
Summary of Significant Accounting Policies		"2"		

The accompanying notes are an integral part of the financial statements.

As per our Report of even date.
For Jain Sonu & Associates
(Chartered Accountants)
Firm Reg. No.: 324386E

For and on behalf of Board of
Auro Impex & Chemicals Limited

Praveen Kumar Goenka
Whole Time Director
DIN-00156943

Madhusudan Goenka
Managing Director
DIN-00146365

CA. Sonu Jain
Membership No. : 060015
Place. : Kolkata
Date: 23.05.2026

Kalyan Kumar Das
Chief Financial Officer

AURO IMPEX & CHEMICALS LIMITED

(Formerly Known as Auro Impex & Chemicals Private Limited)

Statement of Profit & Loss for the year ended 31st March 2026

		Notes	31st March 2026 (` in lakh)	31st March 2025 (` in lakh)
A	**INCOME**			
	Revenue from Operation	20	14,589.77	16,371.97
	Other Income	21	106.75	125.21
I	**TOTAL INCOME**		**14,696.53**	**16,497.17**
B	**EXPENSES**			
	Cost of Raw Materials consumed	22(a)	6,650.28	9,339.07
	Purchase Of Traded Goods	22(b)	6,176.97	5,213.93
	Change in Inventories of Finished Goods , Work-In-Progress & Stock-In-Trade	23	(160.21)	21.93
	Employee Benefits Expense	24	304.68	277.23
	Finance Costs	25	314.81	291.32
	Depreciation and Amortization Expense	26	54.49	39.32
	Other Expenses	27	803.08	742.53
II	**TOTAL EXPENSES**		**14,144.10**	**15,925.34**
III	**PROFIT BEFORE TAX (I - II)**		**552.43**	**571.83**
IV	**TAX EXPENSES :**			
	(1) Provision for Income Tax			
	- Current Tax		121.52	136.07
	- Earlier Years Provision		(0.03)	3.83
	(2) Deferred Tax			
	- Deferred Tax Liability created/(reversed)		30.77	4.03
			152.27	**143.93**
V	**PROFIT/(LOSS) FOR THE YEAR (III - IV)**		**400.16**	**427.90**
	Earning per equity share(Nominal value of share ` 10)			
	- Basic	28	3.28	3.51
	- Diluted		3.28	3.51
Summary of Significant Accounting Policies		"2"		

The accompanying notes are an integral part of the financial statements.

As per our Report of even date.

For Jain Sonu & Associates
(Chartered Accountants)
Firm Reg. No.: 324386E

For and on behalf of Board of
Auro Impex & Chemicals Limited

Praveen Kumar Goenka
Whole Time Director
DIN-00156943

Madhusudan Goenka
Managing Director
DIN-00146365

CA. Sonu Jain
Membership No. : 060015
Place. : Kolkata
Date: 23.05.2026

Kalyan Kumar Das
Chief Financial Officer

AURO IMPEX & CHEMICALS LIMITED
(Formerly Known as Auro Impex & Chemicals Private Limited)
Cash Flow Statement for the year ended 31st March 2026

Particulars	31st March 2026 (` in lakh)	31st March 2025 (` in lakh)
Cash Flow From Operating Activities :		
Profit before tax from continuing operations	552.43	571.83
Profit before tax	**552.43**	**571.83**
Add/ (Less): Non Cash & Non Operating Item		
Depreciation	54.49	39.32
Profit on Sale of Asset	(0.26)	-
Interest & Finance Cost	216.39	197.02
Profit on sale of Mutual Fund	(0.05)	-
Interest received	(14.96)	(9.64)
Foreign Exchange Fluctuation loss/(profit)	8.21	(2.27)
Operating Profit Before Working Capital Changes	**816.24**	**796.26**
Adjusted for:		
Increase/(Decrease) in Trade Payables	(255.08)	19.01
Increase/(Decrease) in Other Current Liabilities	32.04	(208.61)
Increase/(Decrease) in Other Long-Term Liabilities	9.28	(108.03)
(Increase)/Decrease in Trade Receivables	1,303.50	(1,522.67)
(Increase)/Decrease in Inventories	(1,054.40)	(20.69)
(Increase)/Decrease in Short Term Loans and Advances	540.31	29.59
(Increase)/Decrease in Other Non-Current Assets	(77.85)	(15.81)
(Increase)/Decrease in Other Current Assets	12.83	34.95
Extraordinary Items Before Tax	**1,326.87**	**(995.99)**
Direct taxes paid (net of refunds)	(121.04)	(191.56)
Foreign Exchange Fluctuation loss/(profit)	(8.21)	-
Net Cash Flows From / (Used) In Operating Activities (A)	**1,197.62**	**(1,187.55)**
Cash Flows From Investing Activities :		
Purchase of Fixed Assets, including Intangible Assets, CWIP and Capital Advances	(377.53)	(387.68)
Proceeds from Sale of Assets	0.60	1.78
Purchase of Investment during the year	(74.04)	(55.00)
Proceeds from Sale of Investment	14.05	-
Interest received	14.96	9.64
Net Cash Flows From / (Used) In Investing Activities (B)	**(421.96)**	**(431.26)**
Cash Flows From Financing Activities :		
Proceeds from Issuance of Share Capital & Security Premium	-	79.85
Proceeds/(Repayment) from Long Term Borrowings	(211.17)	(138.27)
Proceeds / (Repayment) from Short Term Borrowings	(326.64)	1,577.39
Interest paid	(216.39)	(197.02)
Net Cash Flows From / (Used) In Financing Activities (C)	**(754.20)**	**1,321.95**
Net Increase / (Decrease) In Cash And Cash Equivalent (A+B+C)	**21.46**	**(296.86)**
Cash and Cash Equivalents at the beginning of the year	604.08	900.95
Cash and Cash Equivalent At The End Of The Year	**625.54**	**604.08**
Component Of Cash and Cash Equivalents		
Cash in Hand	53.26	31.85
With Banks - On Current Account	376.83	450.64
On Deposit Account	195.44	121.59
Total Cash and Cash Equivalents (Note No. 17)	**625.54**	**604.08**
Summary of Significant accounting policies		

As per our report of even date

For Jain Sonu & Associates
(Chartered Accountants)
Firm Reg. No.: 324386E

For and on behalf of Board of
Auro Impex & Chemicals Limited

Praveen Kumar Goenka
Whole Time Director
DIN- 00156943

Madhusudan Goenka
Managing Director
DIN- 00146365

CA. Sonu Jain
Membership No. : 060015
Place. : Kolkata
Date : 23.05.2026

Kalyan Kumar Das
Chief Financial Officer

AURO IMPEX & CHEMICALS LIMITED
(Formerly Known as Auro Impex & Chemicals Private Limited)
Notes forming part of the Standalone financial statements for the period ended 31st March 2026

Note	Particulars
(1) a.	**General Corporate Information**
	Auro Impex & Chemicals Limited is an Auro Group Company incorporated on 20th January, 1994 with a vision to cater to the ever growing requirements of industrial air pollution equipment in industries. Auro, with its state of the art facility and a widespread domestic and international network, focuses on the manufacturing, exporting and supply of Discharge & Collecting Electrodes, and Electrostatic Precipitator (ESP) internal parts and spares. We also provide niche ESP electrical control solutions making use of the latest available technology for the same to lower outlet emissions. The organisation is ISO 9001:2015 certified, which enables us to operate with high efficiency, work at low costs, and provide superior quality to our customers.
b.	**Basis of accounting and preparation of financial statements**
	The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 1956 (to the Extent applicable) and Companies Act, 2013 (to the Extent notified). The financial statements have been prepared on accrual basis under the historical cost convention.The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.
(2)	**Summary of Significant Accounting Policies.**
a.	**AS - 1 Presentation and Disclosure of Financial Statements**
	Use of Estimates The preparation of financial statements is in conformity with Indian GAAP (Generally Accepted Accounting Principles) which requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustments to the carrying amounts of assets or liabilities in future periods.
b.	**AS - 2 Valuation of inventories**
	Inventories are valued at the lower of cost and the net realisable value after providing for obsolescence and other losses, where considered necessary.
c.	**AS - 3 Cash Flow Statements**
	Cash and Cash Equivalents Cash Flow Statement has been prepared under Indirect Method. Cash and cash equivalents for the purpose of cash flow statement comprise cash at bank and in hand and short-term investments with an original maturity of three months or less.
d.	**AS - 5 Net Profit or Loss for the Period, Prior Period Items, and changes in Accounting Policies**
	Significant items of Extra-Ordinary Items, and Prior Period Incomes and Expenditures, are accounted in accordance with Accounting Standard 5.
e.	**AS - 9 Revenue Recognition**
	Revenue or Income and costs or Expenditure are generally accounted for on accrual basis. Sales are recognised, net of returns and trade discounts, on transfer of significant risks and rewards of ownership to the buyer, which generally coincides with the delivery of goods to customers. Sales doesnot include excise duty and GST. ***Income from services*** Revenues are recognised when services are rendered and related costs are incurred.
f.	***Other Income*** Interest income and all other income are accounted on accrual basis.
g.	**AS - 10 Accounting for Property, Plant & Equipment**
	Fixed Assets are stated at their original cost of acquisition less accumulated depreciation. Cost comprises of all costs incurred to bring the assets to their location and working condition. ***Depreciation*** Depreciation on Plant, Property & Equipment has been provided in accordance with the provisions of Schedule II of the Companies Act, 2013 at the rates specified for the Balance Life of the Asset. During the year the Company has written off/ discarded few assets in compliance with the transitions of Charging of of Assets from Depreciation to Amortisation as per the provisions of the Companies Act, 2013. The Company has restated the life of Building and Plant & Machinery from 30 to 60 Years and 15 to 30 Years respectively.
h.	**AS - 11 Accounting for Effects in Foreign Exchange Rates**
	The Company has Foreign Currency Transaction.

i. **AS - 13 Investments**

Non Current investments are carried at cost plus interest accrued on them.

j. **AS - 15 Employee Benefits**

Retirment Benefits

The Payment of Gratuity Act,1972 is applicable on the company.

k. **AS - 18 Related Party Transactions**

Related Party Transactions are disclosed in the Notes to Accounts.

l. **AS - 20 Earnings Per Share**

Basic earnings per share are 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.

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 period are adjusted for the effects of all dilutive potential equity shares.

EPS for previous year is restated for Bonus Share issued during the year. Bonus Share has been issued by capitalising Securities Premium and Profit & Loss Account.

m. **AS - 22 Accounting for Taxes on Income**

Tax expense comprises current and deferred tax. Current Income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Deferred income taxes reflect the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences for the earlier years. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted at the reporting date. Deferred tax assets are recognised only to the extent that there is reasonable certainty that they will be realised in future.However,where there is unabsorbed depreciation and carry forward loss under the income tax laws, deferred tax assets are recognised only if there is a virtual certainty of realisation of such assets. Deferred tax assets are reviewed at each balance sheet date and written down or written off to reflect the amount that is reasonably/virtually certain (as the case my be)to be realised.

Minimum Alternate Tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the company will pay normal income tax during the specified period i,e the period for which MAT credit is allowed to be carried forward. In the year in which the company recognizes MAT credit as an asset in accordance with the guidance note on accounting for credit available in respect of Minimum Alternative Tax under the income tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement". The company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the company does not have convincing evidence that it will pay normal tax during the specified period.

n. **AS - 26 Intangible Assets**

Intangible assets are recognized when the assets is identifiable, is within the control of the Company, it is probable that the future economic benefits that are attributable to the assets will flow to the company and cost of the assets can be reliably measured.

Acquired intangible assets are recorded at acquisition cost and amortized on written down value basis based on the useful lives of the assets, which in management's estimate represents the period during which economic benefits will be derived from their use.

o. **AS - 29 Provisions and Contingent Liabilities and Contingent Assets**

A Provision should be recognised when an enterprise has a present obligation as a result of a past event or it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and a reliable estimate can be made of the amount of the obligation.

AURO IMPEX & CHEMICALS LIMITED
(Formerly Known as Auro Impex & Chemicals Private Limited)
Notes forming part of the Standalone financial statements for the period ended 31st March 2026

3	SHARE CAPITAL	31st March 2026 (` in lakh)	31st March 2025 (` in lakh)
	Authorized Share Capital		
	1,40,00,000 (P.Y. 1,40,00,000) Equity shares of ` 10 each.	1,400.00	1,400.00
		1,400.00	**1,400.00**
	1,22,00,800 (P.Y. 1,22,00,800) Equity shares of ` 10 each.	1,220.08	1,220.08
	Issued during the period	-	-
	Total issued, subscribed and fully paid-up share capital	**1,220.08**	**1,220.08**

a.

Reconciliation of the shares outstanding at beginning and at the end of the reporting period.	**31st March 2026**		**31st March 2025**	
	No. of Shares	**Value of Share (` in Lakhs)**	**No. of Shares**	**Value of Share (` in Lakhs)**
At the beginning of the period, Equity shares of ` 10 each.	12,200,800	1,220.08	12,200,800	1,220.08
Issued during the period, Equity shares of ` 10 each.	-	-	-	-
Outstanding at the end of the period, Equity shares of ` 10 each.	**12,200,800**	**1,220.08**	**12,200,800**	**1,220.08**

b. The company has only one class of equity shares, par value being ` 10 per share. Each holder of equity shares is entitled to one vote per share.

c. 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 will be in proportion to the number of equity shares held by the shareholders.

d. The company has no holding/ultimate holding company .

e. The Company has not issued any number of shares for consideration other than cash and has not bought back any number of shares during the period of five years immediately preceding the reporting date.

f. **Details of shareholders holding more than 5% shares in the company**

Equity shares of ` 10 each fully paid up	**31st March 2026**		**31st March 2025**	
	No. of Shares	**Percentage of shares**	**No. of Shares**	**Percentage of shares**
1. Madhusudan Goenka	7,660,400	62.79%	7,654,000	62.73%
2. Vanshika Jain(Goenka)	591,600	4.85%	591,600	4.85%
3. Praveen Kumar Goenka	480,000	3.93%	480,000	3.93%

g. For Details of Shares held by Promoters refer Annexure No. 3(g)(i).

h. Shares reserved for issue under options and contracts/commitments for sale of shares/disinvestment, including the terms and amounts : NIL

AURO IMPEX & CHEMICALS LIMITED
(Formerly Known as Auro Impex & Chemicals Private Limited)
Notes forming part of the Standalone financial statements for the period ended 31st March 2026

4	RESERVES & SURPLUS	31st March 2026 (` in lakh)	31st March 2025 (` in lakh)
	Securities Premium Account		
	Balance brought forward from previous year	1,580.88	1,501.03
	Add: Premium Utilise on Business Promotion Expenses	-	79.85
	Closing Balance (A)	**1,580.88**	**1,580.88**
	Surplus/(Deficit) in the statement of Profit & Loss		
	Balance brought forward from previous year	1,335.96	908.06
	Add: Profit for the period	400.16	427.90
	Net Surplus in the statement of Profit & Loss (B)	**1,736.12**	**1,335.96**
	Total in (`) (A+B)	**3,317.00**	**2,916.84**

5	LONG TERM BORROWINGS	31st March 2026 (` in lakh)	31st March 2025 (` in lakh)
	Secured Borrowings		
	(i) Term Loans *(Refer Note No.8)*		
	- Term Loan from Indian Bank	208.62	332.32
	- Term Loan from SIDBI	109.30	153.16
	- Covid 19 Term loan from Indian Bank	-	22.67
	(ii) Long Term maturities of Finance lease obligations {Vehicle Loan}		
	- From Indian Bank - Car Loan (*Refer Note No.10*)	20.33	17.71
	Unsecured Borrowings		
	- Body Corporate	213.92	237.48
	Total in (`)	**552.16**	**763.33**

Additional Information:-

(i) For details regarding the Securities given, Terms of Repayment, Guarantees, Rate of Interest etc refer note no. 31 & 32.

(ii) The company does not have any continuing default in repayment of loans and interest on the balance sheet date.

6	DEFERRED TAX LIABILITY	31st March 2026 (₹in lakh)	31st March 2025 (` in lakh)
	WDV of Net block as per Companies Act, 2013 (except Land)	1,648.91	1,196.92
	WDV of Net block as per Income Tax Act, 1961 (except Land)	1,152.09	784.92
	Excess Depreciation provided under Income Tax Act, 1961 and Tax Impact thereon	**496.82**	**412.00**
	Deferred Tax Liability @ 22%	109.30	90.64
	Add: Surcharge @ 10%	10.93	-
	Add: Health & Education Cess	4.81	3.63
		125.04	**94.27**
	Less: Deferred Tax Liability Opening	94.27	90.24
	Deferred tax liability to be provided / (written back)	**30.77**	**4.03**

AURO IMPEX & CHEMICALS LIMITED
(Formerly Known as Auro Impex & Chemicals Private Limited)
Notes forming part of the Standalone financial statements for the period ended 31st March 2026

7	OTHER LONG TERM LIABILITY	31st March 2026 (₹in lakh)	31st March 2025 (` in lakh)
	Advances from Customers	117.28	108.00
	Total in (`)	**117.28**	**108.00**

8	SHORT TERM BORROWINGS	31st March 2026 (₹in lakh)	31st March 2025 (` in lakh)
	Current maturities of term loan *(refer note no. 5)*		
	- Term Loan from Indian Bank	122.46	111.96
	- Term Loan from SIDBI	58.14	50.94
	- Covid 19 Term Loan	22.64	46.70
	Cash Credit		
	- From Indian Bank (earlier Allahabad Bank)	1,979.24	2,769.28
	-From ICICI Bank	282.39	-
	-From Yes Bank	187.35	
	Total in (`)	**2,652.23**	**2,978.88**

9	TRADE PAYABLES	31st March 2026 (₹in lakh)	31st March 2025 (` in lakh)
	Other Than MSME	729.57	868.75
	Micro, Small and Medium Enterprise	84.06	199.97
	(For Details Refer Note No. 9.(i))		
	Total in (`)	**813.64**	**1,068.72**
a	Principal and Interest amount remaining unpaid	84.06	199.97
b	Interest due thereon remaining unpaid	-	-
c	Interest paid by the company in terms of section 16 of the Micro, Small and Medium Enterprise Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day	-	-
d	Interest due and payable for the period of delay in making payments (which have been paid but beyond the appointed day during the period) but without adding interest specified under the Micro, Small and Medium Enterprise Development Act, 2006	-	-
e	Interest Accrued and remaining unpaid	-	-
f	Interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises	-	-
	Total in (`)	**84.06**	**199.97**

AURO IMPEX & CHEMICALS LIMITED
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10	OTHER CURRENT LIABILITIES	31st March 2026 (₹in lakh)	31st March 2025 (` in lakh)
	Current maturities of Finance Lease obligations		
	- Vehicle Loan (*Ref Note No.5*)	-	3.53
	- Car Loan (*Ref Note No.5*)	8.10	5.88
	Others, Unsecured		
	Advances received from customers	45.55	63.60
	Statutory Liabilities	30.75	36.61
	Salary payable	21.48	18.35
	Creditors for capital goods	71.16	18.81
	Liabilities for Expenses	3.45	1.78
	Audit fees payable	2.75	2.65
	Total in (`)	**183.25**	**151.22**

11	SHORT TERM PROVISIONS	31st March 2026 (₹in lakh)	31st March 2025 (` in lakh)
	Provision for Income Tax *(Net of Advance Tax)*	26.52	26.07
	Total in (`)	**26.52**	**26.07**

13	NON-CURRENT INVESTMENTS	31st March 2026 (₹in lakh)	31st March 2025 (` in lakh)
	Non Current Investments	115.04	55.00
	ICICI Pru Multi Asset Fund	23.00	11.00
	Kotak Equity Opportunities Fund	23.00	11.00
	Motilal Oswal Nifty 200 Momentum 30 Index Fund	-	6.00
	Motital Oswal S&P BSE Low Volatility Index Fund	-	5.00
	Nippon India Multi Cap Fund	23.00	11.00
	WhiteOak Capital Flexi Cap Fund	23.00	11.00
	Mirae Asset Multicap Fund	23.05	-
	Total in (`)	**115.04**	**55.00**
	Current value/Market value of investment	**107.95**	**53.09**

14	OTHER NON-CURRENT ASSETS	31st March 2026 (₹in lakh)	31st March 2025 (` in lakh)
	Security Deposit		
	- Others	76.41	22.12
	Fixed Deposits(>12 months)	83.73	61.17
	Advance for Capital Goods	17.18	16.18
	Total in (`)	**177.32**	**99.47**

15	INVENTORIES	31st March 2026 (₹in lakh)	31st March 2025 (` in lakh)
	(As certified by the management)		
	Valued at Cost or NRV whichever is lower		
	Raw Material	3,446.84	2,701.43
	Packing Materials	93.99	51.93
	Finished Goods	206.31	46.10
	Scrap	36.19	11.90
	Semi- Finished Goods	2.71	1.36
	Other Items	90.03	16.05
	Stores & Spares	52.45	45.35
	Total in (`)	**3928.52**	**2,874.12**

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Notes forming part of the Standalone financial statements for the period ended 31st March 2026

		31st March 2026 (₹in lakh)	31st March 2025 (` in lakh)
16	**TRADE RECEIVABLES**		
	(Unsecured and considered good by management)		
	- Debt Outstanding for more than six months	101.60	387.68
	- Others	1,549.96	2,567.39
	(For Details Refer Note No. 16(i))		
	Total in (`)	**1,651.57**	**2,955.07**

		31st March 2026 (₹in lakh)	31st March 2025 (` in lakh)
17	**CASH & CASH EQUIVALENT**		
A)	**Cash & Cash Equivalent**		
	Balance with Banks:		
	- In Bank Account	376.83	450.64
	Cash in hand *(As Certified by the Management)*	53.26	31.85
	Other Bank Balance		
	-Fixed Deposit(3-12months)	195.44	121.59
	Total in (`)	**625.54**	**604.08**
	Note: All Fixed Deposits are lien with Bank.		

		31st March 2026 (₹in lakh)	31st March 2025 (` in lakh)
18	**SHORT TERM LOANS & ADVANCES**		
	Advance to Staff, Workers and Others	5.86	31.21
	Advance to Suppliers	289.52	804.52
	Other Advances	10.06	10.03
	Total in (`)	**305.44**	**845.75**

		31st March 2026 (₹in lakh)	31st March 2025 (` in lakh)
19	**OTHER CURRENT ASSETS**		
	Statutory Receivable	16.78	26.67
	Others receivables	0.29	0.32
	Prepaid Expense	15.22	18.14
	Retention Money	6.95	6.95
	Total in (`)	**39.25**	**52.08**

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Notes forming part of the Standalone financial statements for the period ended 31st March 2026

Annexure 3g(i)

Shares held by Promoters & Promoter Group at the end of the year

Promoter name	31.03.2026			31.03.2025		
	No. of Shares	% of total shares	% Change in Shareholding	No. of Shares	% of total shares	% Change in Shareholding
Madhusudan Goenka	7,660,400	62.79	0.05	7,654,000	62.73	1.77
Praveen Kumar Goenka	480,000	3.93	-	480,000	3.93	0.00
Promoter Group :					-	-
Vanshika Jain (Goenka)	591,600	4.85	-	591,600	4.85	(1.77)
Rajani Goenka	1,200	0.01	-	1,200	0.01	(0.00)
Grey Engineering	1,200	0.01	-	1,200	0.01	(0.00)
Vedika Keyal	1,600	0.01	-	1,600	0.01	0.01
Praveen Kumar Goenka(HUF)	1,600	0.01	-	1,600	0.01	0.01
Madhusudan Goenka(HUF)	1,200	0.01	-	1,200	0.01	(0.00)

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9.(i) TRADE PAYABLES

(` in lakh)

Trade Payables ageing schedule As on 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
1. MSME	82.11	-	-	1.95	84.06
2. Others	729.57		-	-	729.57
3. Disputed dues – MSME	-	-	-	-	-
4. Disputed dues - Others	-	-	-	-	-
Total of Trade Payables as on 31.09.2025	**811.69**	**-**	**-**	**1.95**	**813.64**

(` in lakh)

Trade Payables ageing schedule As on 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
1. MSME	198.02	-	1.95	-	199.97
2. Others	868.75	-	-	-	868.75
3. Disputed dues – MSME	-	-	-	-	-
4. Disputed dues - Others	-	-	-	-	-
Total of Trade Payables as on 31.03.2024	**1,066.77**	**-**	**1.95**	**-**	**1,068.72**

AURO IMPEX & CHEMICALS LIMITED
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Notes forming part of the Standalone financial statements for the period ended 31st March 2026

12.2 Capital Work-in-Progress

(` in lakh)

CWIP Ageing schedule As on 31.03.2026

	Amount in CWIP for a period of				
CWIP	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Projects in Progress	296.36	59.08	79.62	80.54	515.61
Projects temporarily suspended	-	-	-	-	-
TOTAL	**296.36**	**59.08**	**79.62**	**80.54**	**515.60**

(` in lakh)

CWIP Ageing schedule As on 31.03.2025

	Amount in CWIP for a period of				
CWIP	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Projects in Progress	92.09	277.59	211.22	63.98	644.89
Projects temporarily suspended	-	-	-	-	-
TOTAL	**92.09**	**277.59**	**211.22**	**63.98**	**644.89**

AURO IMPEX & CHEMICALS LIMITED
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Notes forming part of the Standalone financial statements for the period ended 31st March 2026

Note 12.1
Property,Plants & Equipment
FY 2025-2026

(` in lakh)

Name of the Assets	GROSS BLOCK				DEPRECIATION BLOCK				NET BLOCK	
	Cost as at 01.04.2025	Addition during the year	Sales/ adjustment	Cost as at 31.03.2026	As at 01.04.2025	For the Period	Sales/ adjustment	As at 31.03.2026	As at 31.03.2026	As at 31.03.2025
Building	670.79	299.49	-	970.29	219.56	7.28	-	226.84	743.45	451.23
Plant & Equipment	918.23	133.01	-	1,051.23	239.04	35.92	-	274.95	776.28	679.19
Furniture & Fixtures	6.28	0.10	-	6.37	4.67	0.14	-	4.81	1.56	1.61
Motor Car	61.92	11.49	-	73.41	21.44	6.60		28.04	45.37	40.48
Office Equipments	7.27	8.22	0.92	14.57	3.39	0.81	0.58	3.62	10.96	3.88
Air Conditioner	4.05	-	-	4.05	1.89	0.25	-	2.14	1.92	2.17
Electrical Installation	49.64	51.43	-	101.07	37.87	1.20	-	39.07	62.00	11.78
Computers	17.96	3.07	-	21.03	11.38	2.29	-	13.67	7.37	6.58
Current Period	**1,736.15**	**506.81**	**0.92**	**2,242.03**	**539.22**	**54.49**	**0.58**	**593.13**	**1,648.91**	**1,196.92**
Previous Financial Year (24-25)	**1,450.27**	**295.59**	**9.72**	**1,736.15**	**507.84**	**39.32**	**7.94**	**539.22**	**1,196.92**	**942.44**

FY 2024-2025

Name of the Assets	GROSS BLOCK				DEPRECIATION BLOCK				NET BLOCK	
	Cost as at 01.04.2024	Addition during the year	Sales/ adjustment	Cost as at 31.03.2025	As at 01.04.2024	For the Period	Sales/ adjustment	As at 31.03.2025	As at 31.03.2025	As at 31.03.2024
Building	670.79	-	-	670.79	212.30	7.26	-	219.56	451.23	458.50
Plant & Equipment	653.89	264.34	-	918.23	217.52	21.51	-	239.04	679.19	436.36
Furniture & Fixtures	5.54	0.73	-	6.28	4.57	0.09	-	4.67	1.61	0.97
Vehicles	-	-	-	-	-	-	-	-	-	-
Motor Car	56.81	14.82	9.72	61.92	22.54	6.83	7.94	21.44	40.48	34.28
Office Equipments	6.24	1.03	-	7.27	2.67	0.73	-	3.39	3.88	3.57
Air Conditioner	4.05	-	-	4.05	1.64	0.25	-	1.89	2.17	2.41
Electrical Installation	40.71	8.93	-	49.64	36.95	0.92	-	37.87	11.78	3.76
Computers	12.23	5.72	-	17.96	9.65	1.72	-	11.38	6.58	2.58
Current Period	**1,450.27**	**295.59**	**9.72**	**1,736.15**	**507.84**	**39.32**	**7.94**	**539.22**	**1,196.92**	**942.44**
Previous Financial Year (23-24)	**1,352.74**	**97.53**	**-**	**1,450.27**	**478.26**	**29.58**	**-**	**507.84**	**942.44**	**874.48**

AURO IMPEX & CHEMICALS LIMITED
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Notes forming part of the Standalone financial statements for the period ended 31st March 2026

16(i) TRADE RECEIVABLES

(` in lakh)

Trade Receivables ageing schedule As on 31.03.2026

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
1. Undisputed Trade receivables – considered good	1,549.96	71.61	0.07	1.79	28.14	**1,651.57**
2. Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	-
3. Disputed Trade Receivables considered good	-	-	-	-	-	-
4. Disputed Trade Receivables considered doubtful	-	-	-	-	-	-
Total of Trade Receivable as on 31.03.2024	**1,549.96**	**71.61**	**0.07**	**1.79**	**28.14**	**1,651.57**

(` in lakh)

Trade Receivables ageing schedule As on 31.03.2025

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
1. Undisputed Trade receivables – considered good	2,567.39	222.82	133.29	-	31.57	**2,955.07**
2. Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	-
3. Disputed Trade Receivables considered good	-	-	-	-	-	-
4. Disputed Trade Receivables considered doubtful	-	-	-	-	-	-
Total of Trade Receivable as on 31.03.2023	**2,567.39**	**222.82**	**133.29**	**-**	**31.57**	**2,955.07**

AURO IMPEX & CHEMICALS LIMITED
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Notes forming part of the Standalone financial statements for the period ended 31st March 2026

20	REVENUE FROM OPERATIONS	31st March 2026 (` in lakh)	31st March 2025 (` in lakh)
	Sale of Traded Goods	6,232.39	5,348.60
	Sale of Manufactured Goods	8,357.38	11,023.36
	Total in (`)	**14,589.77**	**16,371.97**

21	OTHER INCOME	31st March 2026 (` in lakh)	31st March 2025 (` in lakh)
	Interest on Fixed Deposit and Security Deposit	14.96	9.64
	Foreign Exchange Gain/(loss)	(8.21)	2.27
	Discount Received	88.44	76.72
	Other Income	7.46	7.81
	LC Collection Charges	(0.04)	28.76
	Sundry Balance Written Off	3.82	-
	Profit on Sale of Fixed Assets	0.26	-
	Profit on sales of mutual fund	0.05	-
	Total in (`)	**106.75**	**125.21**

22(a)	COST OF RAW MATERIALS CONSUMED	31st March 2026 (` in lakh)	31st March 2025 (` in lakh)
	Inventory at the beginning of the year		
	Raw Materials & Others	2,828.02	2,785.40
	Add: Purchases of Traded & Manufactured Goods	7,490.25	9,330.39
	Add: Carriage Inwards	54.22	51.29
		10,372.49	**12,167.09**
	Less: Inventory at the end of the year		
	Raw Materials & Others	3,722.21	2,828.02
	Cost of raw materials consumed	**6,650.28**	**9,339.07**

22(b)	PURCHASE OF TRADED GOODS	31st March 2026 (` in lakh)	31st March 2025 (` in lakh)
	Purchase Trading Indigenous	5,578.17	5,213.93
	Purchase Trading Import	598.79	-
	Total in (`)	**6,176.97**	**5,213.93**

AURO IMPEX & CHEMICALS LIMITED
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23	CHANGE IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS & STOCK IN TRADE	31st March 2026 (` in lakh)	31st March 2025 (` in lakh)
	Inventories at the end of the year		
	(Valued at lower of Cost or Net Realizable Value)		
	Finished Goods	206.31	46.10
		206.31	**46.10**
	Inventories at the beginning of the year		
	Finished Goods	46.10	68.03
		46.10	**68.03**
	(Increase) / Decrease in Stock	**(160.21)**	**21.93**

24	EMPLOYEE BENEFITS EXPENSE	31st March 2026 (` in lakh)	31st March 2025 (` in lakh)
	Salaries & Wages	216.08	182.24
	Bonus	5.43	5.44
	Directors' Remuneration	42.86	45.75
	PF Expenses	11.23	9.93
	ESI Expenses	1.83	1.76
	Gratuity and Pension Expenses	9.90	11.86
	Workmen and Staff Welfare Expenses	17.35	20.25
	Total in (`)	**304.68**	**277.23**

25	FINANCE COSTS	31st March 2026 (` in lakh)	31st March 2025 (` in lakh)
i.	**Interest Expense**		
	Interest on Term Loan	31.62	33.96
	Others Interest Expense	184.77	163.05
ii.	**Bank Charges & Other Borrowing Cost**		
	Bank & LC Charges	98.42	94.31
	Total in (`)	**314.81**	**291.32**

26	DEPRECIATION & AMORTIZATION EXPENSE	31st March 2026 (` in lakh)	31st March 2025 (` in lakh)
	Depreciation on Property Plant & Equipment	54.49	39.32
	Total in (`)	**54.49**	**39.32**

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Notes forming part of the Standalone financial statements for the period ended 31st March 2026

27	OTHER EXPENSES	31st March 2026 (` in lakh)	31st March 2025 (` in lakh)
A.	**Manufacturing Expenses**		
	Loading and Unloading Charges	7.49	5.67
	Factory Expenses	18.89	22.53
	Rent on Machinery	-	1.50
	Jobwork Charges	92.11	15.95
	Production Expenses	194.56	198.66
	Security Expenses	9.17	7.05
	Inspection and Testing Charges	3.57	2.93
	Stores and Consumables	8.43	9.53
	Factory Electricity Charges	47.51	27.81
	Generator Running Maintenance	0.81	0.86
	Rent	18.20	6.38
B	**Administrative & Selling and Distribution Expenses**		
	Auditor's Remuneration *(Refer Note No.27(a))*	5.00	5.00
	Jobwork Charges Administrative	28.36	64.31
	Vehicle Maintenance	19.89	19.31
	Business Promotion Expenses	-	2.38
	Brokerage & Commission Charges	11.66	1.73
	Carriage Outward	159.08	105.68
	Telephone Charges & Internet Charges	1.11	1.27
	Office Expenses	2.75	1.52
	Printing & Stationery	1.80	3.35
	Repair & Maintenance- Others	25.52	18.01
	Sales Promotion and Advertisement Expenses	4.90	4.88
	Conveyance Expenses	9.37	2.72
	Car Hire Charges	0.18	0.87
	Donation & Subscription	3.24	3.11
	CSR Expenses	14.46	16.40
	Postage & Courier	0.69	0.43
	Professional and Legal Charges	27.07	94.50
	Travelling Expenses	20.03	13.76
	Directors Setting Fees	0.90	0.73
	Bad Debt	-	21.24
	ROC Expenses	0.18	10.34
	Share Related Expenses	2.02	6.91
	General Expenses	10.80	9.96
	Office Electricity Charges	0.89	2.21
	Rent Administrative	11.74	8.22
	Insurance	7.97	5.54
	Crisil Ratings	1.47	1.25
	Trade License	0.06	0.04
	Waste treatment and Disposal Services	0.15	-
	P.Tax	0.15	0.18
	Loss on sale of motor car	-	1.27
	Other Expenses	1.90	-
	Packing Charges	0.07	-
	Damage And Replacement	2.28	-
	Discount Allowed	16.51	-
	Other Rates & Taxes	10.13	16.52
	Total in (`)	**803.08**	**742.53**

27(a)	PAYMENT TO AUDITORS	31st March 2026 (` in lakh)	31st March 2025 (` in lakh)
	Statutory Audit & Tax Audit Fees	3.50	3.50
	Cost Audit	0.50	0.50
	Internal Audit	1.00	1.00
		5.00	**5.00**

AURO IMPEX & CHEMICALS LIMITED
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Notes forming part of the Standalone financial statements for the period ended 31st March 2026

28	Earning Per Share (EPS)	31st March 2026	31st March 2025
	Basic Earning Per Share		
	Net Profit / (Loss) after tax for calculation of Basic EPS (Rs in Lakhs)	400.16	427.90
	No. of weighted average equity shares outstanding for the year ended	1,22,00,800	1,22,00,800
	Basic Earning Per Share from Continuing Operation	**3.28**	**3.51**
	Diluted Earning Per Share		
	Net Profit / (Loss) after tax for calculation of Diluted EPS(in Rs in Lakhs)	400.16	427.90
	No. of weighted average equity shares outstanding for the year ended	1,22,00,800	1,22,00,800
	Diluted Earning Per Share from Continuing Operation	**3.28**	**3.51**

29 Related Party Disclosures

Details of Related Parties (As Certified by the Management)

Description of Relationship	Name of Relationship	Date of Appointment	Designation
Key Management Personnel	Mr. Madhusudan Goenka	02.01.2002	Managing Director
	Mr. Praveen Kumar Goenka	05.08.1994	Whole Time Director
	Mr. Sibasis Mitra	16.01.2023	Independent Director
	Ms. Vanshika Jain (Goenka)	01.09.2022	Director
	Mr. Sankar Thakur	16.01.2023	Independent Director
	Mr. Raghav Jhunjhunwala	01.11.2022 - 31.01.2025	Company Secretary
	Mr. Rahul Choudhury	09.04.2025 to 9.05.2026	Company Secretary
	Mr. Niladri Choudhury	03.02.2026	Additional Director
	Mr. Kalyan Kumar Das	16.12.2022	Chief Financial Officer
Subsidiary company by virtue of control by management	Auro Industries Ltd.		
Company in which Key Management Personnel / Relatives of Key Management Personnel can exercise Significant Influence	Auro Electropower Pvt Ltd.		
	Grey Engineering Works Limited		
	Tatanagar Transport Corporation Ltd.		

Details of related party transactions during the period ended 31st March 2026 and balance outstanding as at 31st March 2026

Name of Party	Nature of Transaction	Year	Transaction During the period (` in lakh)	Closing Balance (` in lakh)
Auro Electropower Pvt Ltd	Advance Given	2025-2026	-	28.00
		2024-2025	(1.00)	(28.00)
	Rent	2025-2026	6.00	-
		2024-2025	(4.20)	-
	Electricity Charges	2025-2026	0.37	
		2024-2025	-	-
	Repairs & Maintenance	2025-2026	0.23	-
		2024-2025	-	-
	Purchase	2025-2026	0.02	-
		2024-2025	-	-
Auro Industries Ltd.	Purchase	2025-2026	57.42	0.01
		2024-2025	(709.26)	-
	Advance Given	2025-2026	50.00	-
		2024-2025	-	-
Grey Engineering Works Limited	Professional Charges	2025-2026	2.25	-
		2024-2025	(2.25)	-
Vanshika Jain (Goenka)	Director Sitting Fees	2025-2026	0.10	0.03
		2024-2025	(0.18)	-
Mr. Madhusudan Goenka	Lease Rent	2025-2026	18.20	
		2024-2025	(6.38)	-
	Reimbursement of Expense	2025-2026	3.32	
		2024-2025	(5.19)	-
	Advance Recived	2025-2026	50.00	-
		2024-2025	-	-
Mr. Sibasis Mitra	Director Sitting Fees	2025-2026	0.35	0.23
		2024-2025	(0.28)	(0.28)
Mr. Sankar Thakur	Director Sitting Fees	2025-2026	0.45	0.33
		2024-2025	(0.28)	(0.28)
Mr. Raghav Jhunjhunwala	Salary	2025-2026	-	-
		2024-2025	(6.52)	-

Mr. Kalyan Kumar Das	Salary	2025-2026	18.41	1.28
		2024-2025	(18.41)	(1.29)
	Conveyance Expenses	2025-2026	2.38	0.18
		2024-2025	(2.18)	(0.17)
	Advance Given	2025-2026	3.00	2.15
		2024-2025	-	-
Mr. Rahul Choudhury	Salary	2025-2026	6.13	0.46
		2024-2025	-	-
Tatanagar Transport Corporation Ltd.	Freight & Transportation	2025-2026	0.24	-
		2024-2025	(0.24)	-

Name of Party	Year	Advance Against Salary (` in lakh) (Opening + Advance given during the year)	Repayment (` in lakh)	Closing Balance (` in lakh)
Vanshika Jain (Goenka)	2025-2026	1.14	1.14	-
	2024-2025	(2.36)	(1.22)	(1.14)
Mr. Madhusudan Goenka	2025-2026	29.75	29.75	-
	2024-2025	(32.75)	(3.00)	(29.75)

Directors' Remuneration	Year	Remuneration (` in lakh)	Loan Taken (` in lakh)	Closing Balance (` in lakh)
Mr. Madhusudan Goenka	2025-2026	23.14		1.29
	2024-2025	(23.14)	-	(1.04)
Mr. Praveen Kumar Goenka	2025-2026	13.29		0.80
	2024-2025	(13.29)	-	(0.80)
Vanshika Jain (Goenka)	2025-2026	6.57		1.11
	2024-2025	(9.47)	-	(0.65)

Note: Related Parties have been identified by the Company's Management itself.
Figures in bracket relate to previous year i.e. F.Y 2024-25.

AURO IMPEX & CHEMICALS LIMITED
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Notes forming part of the Standalone financial statements for the period ended 31st March 2026

30 **Value of imports calculated on CIF basis**

VALUE OF IMPORT CALCULATED ON CIF BASIS & FOB OF EXPORT	31st March, 2026 Amount (Foreign Cur.)	31st March,2026 Amount (Rs.)	31st March, 2025 Amount (Foreign Cur.)	31st March,2025 Amount (Rs.)
FOB Value of Export				
-USD	89,586	79,82,113	-	-
CIF Value of Import - Capital Goods				
-USD	6,99,768	6,20,17,675	2,73,300	2,33,54,605
Total in (`)	**7,89,354**	**6,99,99,788**	**2,73,300**	**2,33,54,605**

31	Contingent liabilities and commitments (to the extent not provided for)	31st March 2026 (` in lakh)	31st March 2025 (` in lakh)
	Contingent Liabilities		
	(i) Claims against the company not acknowledged as debt - Bank Guarantee	**17.92**	**25.42**
	(ii) Letter of Credit agaist Bank Gurantee	**494.00**	**632.67**
	(iii) TDS Demand(As per Traces)	**0.22**	**0.22**
	(iv) GST outstanding Demand (Demand Date : 21/04/2023)	**2.92**	**2.92**

32	Employee Benefits	31st March 2026	31st March 2025
	Gratuity is paid to employees under the Payment of Gratuity Act 1972 through unfunded scheme. The present value of obligation is determined based on actuarial valuation using Projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.		
	a) Change in Defined Benefit Obligations :		
	Valuation Method	Projected Unit Credit Method	Projected Unit Credit Method
	Actuarial Assumptions:		
	-Mortality Rate	IALM(2012-14) ultimate	LIC (2006-08) ultimate
	-Withdrawal Rate	1% to 3% depending on age	1% to 3% depending on age
	-Discount Rate	7.25% p.a	7.25% p.a
	-Salary Escalation	6.50%	6.00%
	Result of Valuation:		
	-PV of Past Service benefit	**41,02,833**	**34,71,660**
	-Current service Cost	**5,46,592**	**4,92,919**
	-Total Service Gratuity	**1,63,36,350**	**1,52,74,966**
	-Accrued Gratuity	**46,30,499**	**41,18,581**
	-LCSA	**1,17,09,791**	**1,11,76,385**

AURO IMPEX & CHEMICALS LIMITED
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Notes forming part of the Standalone financial statements for the period ended 31st March 2026

33 Notes to Long Term and Short Term Borrowings

a. Security:

Primary : Exclusively 1st charge by way of hypothecation of entire current assets of the company present and future i.e., stocks, stocks in process and book debts. Hypothecation of assets created out of bank's finance. Hypothecation of bills / book debts receivables and other assets. Equitable mortgage of land at Kanajuli, PS- Dhaniakhali Dist.- Hooghly, West Bengal & factory shed, office building thereon already constructed and Pledge / hypothecation of firm's / company plant and machinery purchased out of bank finance.

Additional Information for Securities given, Terms of Repayment, Guarantees, Rate of Interest, etc

Loan from INDIAN BANK (Sanction Letter Dated 20.03.2026)

Nature of Facility	(` in Crores)
Cash Credit (OCC)- Regular	22.00
Letter of credit DP/DA Max 90D	9.00
Bank Guarantee	0.40
Term Loan I 7000862087 For setting up new slitting line 30 ton machinery	0.89
GECLS Extension	0.34
Term Loan II For expansion of existing unit	2.92
SCF	1.85

Cash Credit Hypothecation charge over stocks, book debts and all other current assets of the company Asset ID : 200029116242- Stock Asset ID : 200029116632- Book Debts **Letter of Credit** Hypothecation of goods procured under LC Cover under GLH **Bank Guarantee** Counter Indemnity from the Company Cover under GLH **Term Loan 1** Exclusive Hypothecation charge over Plant and machinery existing & to be procured out of Term Loan **Term Loan 2** Exclusive Hypothecation charge over assets to be created out of Term Loan	**Primary Security**

1. 1st Charge on entire fixed assets of the company both present and future (excluding plant and machineries financed exclusively from our term loan) 2. Equitable mortgage of the following landed properties (admeasuring 2.44 acres)at PS Dhaniakhali, District Hooghly within the jurisdiction of Dhaniakhali Gram Panchayat, West Bengal as below **Asset ID : 200016484109** 3. Equitable mortgage of commercial/ residential flat on ground floor measuring about 1816 square feet more or less at Premises No.23A/58D, 63, Ramtanu Lahiri Road, Diamond Harbour Road, Kolkata - 700053 within District 24 Parganas (South) in the name of M/S AURO INDUSTRIES LIMITED **Asset ID : 200016485424** **Collateral for TL 1 and TL 2** Exclusive 2nd charge on current assets of the company	**Collateral Security**
Name of the Guarantor Mr. Madhusudan Goenka Mr Praveen Kumar Goenka Ms. Vanshika Jain(Goenka) M/s Auro Industries Limited (Mortgagor/Corporate Guarantee)	**Guarantee**
Working Capital: Repayment on Demand. **Term Loan 1- :** To be repaid in 25 equal Quarterly Installments of Rs 10,00,000/- each **Term Loan 2-:** Ballooning repayment in 23 quarterly installments. **WCTL GECLS Extension 1.0 :** 48 months, including moratorium of 12 months from the date of disbursement. 36 EMIs after an initial holiday period of 24 months.Residual period upto November 2026.	**Period of Advance & Terms of Repayment**
Cash Credit : REPO+ 3.10% Letter of Credit : 50% of the card rate Bank Gurantee : 50% of the card rate GECLS Extension : REPO+ 3.50 % to be capped at 9.25% Term Loan I 7000862087 : REPO + 4% Term Loan II : REPO + 4%	**Rate of Interest**

Vehicle Loan from Indian Bank	
Primary security	**Hypothecation of vehicle**
Loan Disbursed	**Rs. 9,00,000**
Date of loan disbursed	**15.07.2023**
Loan Tenure	**60 months**
Repayment Start Date	**07.08.2023**
Repayment End Date	**07.07.2028**
Equated Monthly Instalment amount/Pre EMI	**Rs.18,509**

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Notes forming part of the Standalone financial statements for the period ended 31st March 2026

Vehicle Loan from Indian Bank	
Primary security	**Hypothecation of vehicle**
Loan Disbursed	**Rs. 12,70,000**
Date of loan disbursed	**21.08.2024**
Loan Tenure	**60 months**
Repayment Start Date	**05.09.2024**
Repayment End Date	**05.08.2029**
Equated Monthly Instalment amount/Pre EMI	**Rs. 26,240**

Vehicle Loan from Indian Bank	
Primary security	**Hypothecation of vehicle**
Loan Disbursed	**Rs. 10,80,000**
Date of loan disbursed	**17.03.2026**
Loan Tenure	**60 months**
Repayment Start Date	**07.04.2026**
Repayment End Date	**07.04.2031**
Equated Monthly Instalment amount/Pre EMI	**Rs.21,300**

Vehicle Loan from Bank of Baroda	
Primary security	**Hypothecation of vehicle**
Loan Disbursed	**` 15,00,000**
Date of loan disbursed	**22.02.2021**
Loan Tenure	**60 months**
Repayment Start Date	**01.04.2021**
Repayment End Date	**01.03.2026**
Equated Monthly Instalment amount/Pre EMI	**` 30,021**

Vehicle Loan from Indian Bank	
Primary security	**Hypothecation of vehicle**
Loan Disbursed	**` 9,00,000**
Date of loan disbursed	**15.03.2023**
Loan Tenure	**60 months**
Repayment Start Date	**07.04.2023**
Repayment End Date	**07.03.2028**
Equated Monthly Instalment amount/Pre EMI	**`18,509**

Cash Credit from ICICI BANK (Sanction Letter Dated 17.02.2025)

Nature of Facility: Revolving Line of Credit	**3.00 cr.**
Tenor:	**90 days**
Applicable interest rate: As on date the Repo rate is 6.50%and Spread is 3.50%p.a.	-

Cash Credit from YES BANK (Sanction Letter Dated 23.01.2026)

Nature of Facility: Channel Finance Working Capital Facility	**5.00 cr.**
Facility Purpose: To be used by the Distributors/Processors exclusively towards purchase from SAIL	
Tenor:	**Up To 90 days**
Applicable interest rate: 4.25% spread over and above applicable Repo Rate.	-
1. Unconditinal and Irrevocable personal guarantee of Madhusudan Goenka and Praveen Kumar Goenka till the tenure if facility.	
2. UDC as per Anchor	
Interest Repayment: On the last day of each month	
Repayment: On Demand	

Term Loan from SIDBI (Loan Account No. D000DNKP)	
Primary security	**Hypothecation of asset**
Loan Sanction	**` Rs. 34,19,000**
Sanction Dare	**05.09.2025**
Loan Disbursed	**Rs. 14,87,650**
Date of loan disbursed	**23.12.2025**
Loan Tenure	**60 months**
Interest rate	**8.50%**
Repayment Start Date	**10.01.2026**
Repayment End Date	**07.03.2028**
Repayment Principal Every Mointh	**Rs. 60,000**

Term Loan from SIDBI (Loan Account No. D0009DPQ)	
Primary security	**Hypothecation of asset**
Loan Sanction	**` Rs. 2,34,16,000**
Sanction Dare	**10.04.2024**
Loan Disbursed	**Rs. 2,30,08,138**
Date of loan disbursed	**24.04.2024**
Loan Tenure	**54 months equal installment along with 6 month moritorium**
Interest rate	**8.95%**
Repayment Start Date	**10.05.2024**
Repayment End Date	**07.03.2028**
Repayment Principal Every Mointh	**Rs. 4,24,500**

Additional Regulatory Information

34 The company has taken land from one of the director of the company and are paying yearly rent on which building has been constructed by the company.

35 The Company has no Investment Property for the period ended 31st March 2026 so there cannot be any revaluation of the same.

36 Company has not revalued its Property, Plant and Equipment for the period ended 31st March 2026.

37 Company does not have any intangible asset so there cannot be any revaluation of the same.

38 **Disclosures of Loans or Advances in the nature of loans granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), is repayable on demand**

a) Loan Repayable on Demand

Type of Borrower	**Amount of loan or advance in the nature of loan outstanding**		**Percentage to the total Loans and Advances in the nature of loans**	
	31.03.2026	**31.03.2025**	**31.03.2026**	**31.03.2025**
Promoters	Nil	Nil	Nil	Nil
Directors	Nil	Nil	Nil	Nil
KMPs	Nil	Nil	Nil	Nil
Related Party	Nil	Nil	Nil	Nil
Total	**Nil**	**Nil**	**Nil**	**Nil**

b) The Company has no Loans without specifying any terms or period of repayment.

39 In the opinion of Board of Directors, provision for all known liabilities have been made in the accounts and there does not exist any other liabilities, contingent or otherwise except whatever have been accounted for or stated in the Balance Sheet except for TDS Demand as per TRACES of Rs.22,413/- and GST Demand as per GST portal of Rs.2,92,292/-.

40 The company has followed accounting as per division I of schedule III of Companies act 2013, but has only disclosed those areas that are applicable to the comapany.

AURO IMPEX & CHEMICALS LIMITED
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41	The company has no Intangible asset under development for the period ended 31st March, 2026.
42	The company is not holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder. No proceedings have been initiated or pending against the company under BT(P) Act, 1988 & Rules made thereunder.
43	The Company has borrowings from banks or financial institutions on the basis of security of current assets. The quarterly returns or statements of current assets filed by the Company with banks or financial institutions are in agreement with the books of accounts.
44	The company has not been declared as a wilful defaulter by any bank or financial Institution or other lender for the period ended 31st March,2026.
45	Previous GAAP figures have been reclassified/regrouped to confirm the presentation requirements and the requirements laid down in Division-I of the Schedule-III of the Companies Act,2013.
46	As per the information available with the management, the company has not entered into any transactions during the year with the companies who are into liquidation or struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956 respectively.
47	**Registration of charges or satisfaction with Registrar of Companies** No charges or satisfaction yet to be registered with Registrar of Companies beyond the statutory period except one charge in favour of Bank of Baroda amounting to Rs. 15 Lakh which is in the process of satisfaction.
48	**Utilisation of Borrowed funds and share premium**
a	The company has not advanced or loaned or invested any funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary 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) or (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
b	The company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

AURO IMPEX & CHEMICALS LIMITED
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Notes forming part of the Standalone financial statements for the period ended 31st March 2026

49(a)	Ratio Analysis of Financial Year	Formula	31st March, 2026	31st March 2025
i	Current Ratio	Current Asset/ Current Liab	1.78	1.74
ii	Debt Equity Ratio	Total Debt/shareholder fund	0.71	0.91
iii	Debt Service Coverage Ratio	Earning available for Debt service/debt service	1.89	2.28
iv	Return on Equity Ratio	Net Profit / Shareholders Fund	8.82%	10.34%
v	Inventory Turnover Ratio*	COGS or Sales/Avg Inventory	4.29	5.72
vi	Trade Receivable Turnover Ratio	Total Sales/Trade Receivable	6.33	7.46
vii	Trade Payable Turnover Ratio**	Total Purchase / Trade Payable	14.91	34.01
viii	Net Capital Turnover Ratio	Sales/Avg Working Cap	4.88	5.12
ix	Net Profit Ratio	Net Profit / Sales	2.74%	2.61%
x	Return on Capital Employed	EBIT/(Networth+ Total Debt+Deff Tax Liab)	9.76%	10%
xi	Return on Investment***	MV at Begin -MV at End / MV at Begin	0.50%	-

**The inventory turnover ratio declined as a result of reduced revenue from operations.*
***The trade payable turnover ratio decreased due to a drop in purchases and an increase in average payables.*
****Sale of mutual funds during the year is the reason for change in Return on Investment*

50 No Undisclosed Income has been recorded in the Books of Acounts for the period ended 31st March, 2026.

51 **Compliance with approved Scheme(s) of Arrangements**
During the year no Scheme of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.

52 **Corporate Social Responsibility(CSR)**

Particulars	Amount
Amount required to be spent by the company during the year,	**14.44**
Amount of expenditure incurred (incl Excess CSR paid setoff for last financial year Rs. 0.02 lakhs)	**14.46**
(Shortfall)/Excess at the end of the year	**0.02**
Total of previous years shortfall,	**-**
Nature of CSR activities	**Promoting Education,Healthcare, Contribution made to the Institute of Neurosciences**

53 The Company has neither Traded nor Invested in Crypto or Foreign Currency for the period ended 31st March 2026.

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

55 Company is mainly engaged in the business of manufacturing, exporting and supply of Discharge & Collecting Electrodes, and Electrostatic Precipitator (ESP) internal parts and spares, as well as trading of Ferros & Non- Ferros,DI Pipe and other product.Company has also started new line of manufacturing of Stainless Steel Pipes during the current financial year. Due to addition of new line of product, Segment reporting in being made.

56 In the opinion of the Board of Directors, the value of realisation of current assets, advances and deposits in the ordinary course of Business would not be less than the amount at which they are stated in the financial statement.

The accompaying notes are an integral part of the financial statements.
As per our Report of even date.

For and on behalf of Board of
Auro Impex & Chemicals Limited

For Jain Sonu & Associates
(Chartered Accountants)
Firm Reg. No.: 324386E

Praveen Kumar Goenka
Whole Time Director
DIN- 00156943

Madhusudan Goenka
Managing Director
DIN- 00146365

Kalyan Kumar Das
Chief Financial Officer

CA. Sonu Jain
Membership No. : 060015
Place. : Kolkata
Date: 23.05.2026

INDEPENDENT AUDITOR'S REPORT

To
The Members
M/s Auro Impex & Chemicals Limited

Report on the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of the **M/s Auro Impex & Chemicals Limited (Formerly Known as Auro Impex & Chemicals Private Limited) ("The Holding Company")**, which comprise the Consolidated Balance Sheet as at **31st March, 2026**, the Consolidated Statement of Profit & Loss and Consolidated Cash Flow Statement for the year ended and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements for the year ended 31st March, 2026 give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Company as at 31st March 2026, and its Consolidated **profits** for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's responsibilities for the audit of the Consolidated Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Companies Act, 2013 and the rules made thereunder, and we have fulfilled our ethical responsibilities in accordance with these requirements and the Code of Ethics.

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

Key Audit Matters

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

We have not determined any matters as key audit matters to be communicated in our reports.

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

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

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

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

If, based on the work we have performed, 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 Consolidated 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 consolidated financial statements that give a true and fair view of the financial position, consolidated financial performance of the Company in accordance with the accounting principles generally accepted in India, including the accounting standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

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

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

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

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

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

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

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

Report on Other Legal and Regulatory Requirements

1. (A) 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 Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss and Consolidated Cash Flow Statement dealt with by this Report are in agreement with the books of account;

d) In our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards specified under section 133 of the Act.

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

f) With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate Report in **Annexure 'A'**. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

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

a) The Company does not have any pending litigations as at 31st March 2026 which would impact its financial position;

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

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

d) (i) The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) during the year by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:

- Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of Company or
- Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

ii. The management has represented, that, to the best of its knowledge and belief, no funds have been received by the company from any persons or entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall:

- Directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the funding party or

- Provide any guarantee, security or the like form or on behalf of the Ultimate Beneficiaries; and

iii. Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that representations under sub clause (d) (i) and (d) (ii) contain any material misstatement.

e) The Company has not declared or paid any dividend during the year.

f) The period where Audit trail (edit log) facility was enabled and operated throughout the year for the respective accounting software further Audit trail features was not tampered during the said period.

(C) With respect to the matters to be included in the Auditor's Report under section 197(16) of the Act:

With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of the Act.

For Jain Sonu & Associates
(Chartered Accountants)
Firm's Registration No.: 324386E

CA Sonu Jain
Membership No: 060015
UDIN No.: 26060015UNAYFJ5065

Place: Kolkata
Date: 23.05.2026

Annexure - A to the Auditors' Report

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

We have audited the internal financial controls over financial reporting of **Auro Impex & Chemicals Limited ("The Company")** as of 31st March, 2026 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Jain Sonu & Associates
(Chartered Accountants)
Firm's Registration No.: 324386E

CA Sonu Jain
Membership No : 060015
UDIN No.- 26060015UNAYFJ5065

Place: Kolkata
Date: 23.05.2026

AURO IMPEX & CHEMICALS LIMITED
(Formerly Known as Auro Impex & Chemicals Private Limited)
Consolidated Balance Sheet as on 31st March 2026

		Notes	31st March 2026 (` in lakh)	31st March 2025 (` in lakh)
A	**EQUITY AND LIABILITIES**			
1	**Shareholders' Funds**			
(a)	Share Capital	3	1,220.08	1,220.08
(b)	Reserves and Surplus	4	3,913.30	3,501.05
	Total Shareholders' Funds		**5,133.38**	**4,721.13**
2	**Non-Current Liabilities**			
(a)	Long Term Borrowings	5	552.17	781.83
(b)	Deferred Tax Liabilities (Net)	6	125.13	94.46
(c)	Other Long Term Liability	7	117.27	108.00
	Total Non-Current Liabilities		**794.57**	**984.29**
3	**Current Liabilities**			
(a)	Short Term Borrowings	8	3,708.07	4,876.81
(b)	Trade Payables			
	(i) Dues to Micro & Small Enterprises	9	84.06	199.97
	(ii) Dues to Others	9	975.60	949.18
(c)	Other Current Liabilities	10	213.84	271.18
(d)	Short Term Provisions	11	31.93	38.43
	Total Current Liabilities		**5,013.50**	**6,335.56**
	Total Equity & Liabilities		**10,941.45**	**12,040.98**
B	**ASSETS**			
1	**Non-Current Assets**			
(a)	**Property,Plants & Equipment & Intangible Asset**			
	Property,Plants & Equipment	12	1,689.21	1,229.95
	Capital work-in-progress	12	515.61	644.89
(b)	Non-Current Investments	13	161.04	77.00
(c)	Other Non-Current Assets	14	216.74	104.84
	Total Non-Current Assets		**2,582.60**	**2,056.68**
2	**Current Assets**			
(a)	Inventories	15	4,487.34	3,419.82
(b)	Trade Receivables	16	2,193.72	4,439.08
(c)	Cash and Cash Equivalent	17	1,281.00	1,089.72
(d)	Short Term Loans and Advances	18	329.36	954.28
(e)	Other Current Assets	19	67.42	81.39
	Total Current Assets		**8,358.84**	**9,984.30**
	Total Assets		**10,941.45**	**12,040.98**
Summary of Significant Accounting Policies		"2"		

The accompanying notes are an integral part of the financial statements.

As per our Report of even date.
For Jain Sonu & Associates
(Chartered Accountants)
Firm Reg. No.: 324386E

For and on behalf of Board of
Auro Impex & Chemicals Limited

Praveen Kumar Goenka
Whole Time Director
DIN-00156943

Madhusudan Goenka
Managing Director
DIN-00146365

CA. Sonu Jain
Membership No. : 060015
Place. : Kolkata
Date: 23.05.2026

Kalyan Kumar Das
Chief Financial Officer

AURO IMPEX & CHEMICALS LIMITED
(Formerly Known as Auro Impex & Chemicals Private Limited)
Consolidated Statement of Profit & Loss for the period ended 31st March 2026

		Notes	31st March 2026 (` in lakh)	31st March 2025 (` in lakh)
A	INCOME			
	Revenue from Operation	20	25,020.22	26,295.21
	Other Income	21	161.82	176.23
I	TOTAL INCOME		25,182.03	26,471.44
B	EXPENSES			
	Cost of Raw Materials consumed	22(a)	6,592.81	8,629.81
	Purchase Of Traded Goods	22(b)	16,437.61	15,562.08
	Change in Inventories of Finished Goods , Work-In-Progress & Stock-In-Trade	23	(173.34)	51.50
	Employee Benefits Expense	24	399.38	372.32
	Finance Costs	25	421.39	375.51
	Depreciation and Amortization Expense	26	60.41	46.53
	Other Expenses	27	870.26	814.89
II	TOTAL EXPENSES		24,608.52	25,852.64
III	PROFIT BEFORE TAX (I - II)		573.51	618.80
IV	TAX EXPENSES :			
	(1) Provision for Income Tax			
	- Current Tax		126.93	148.43
	- MAT Credit Entitlement (created)/utilised		-	-
	- Earlier Years Provision		(0.03)	3.83
	(2) Deferred Tax			
	- Deferred Tax Liability created/(reversed)		30.67	3.56
			157.58	155.82
V	PROFIT/(LOSS) FOR THE YEAR (III - IV)		415.94	462.98
	Earning per equity share(Nominal value of share ` 10)			
	- Basic	28	3.41	3.79
	- Diluted		3.41	3.79
Summary of Significant Accounting Policies		"2"		

The accompanying notes are an integral part of the financial statements.

As per our Report of even date.
For Jain Sonu & Associates
(Chartered Accountants)
Firm Reg. No.: 324386E

For and on behalf of Board of
Auro Impex & Chemicals Limited

Praveen Kumar Goenka
Whole Time Director
DIN-00156943

Madhusudan Goenka
Managing Director
DIN-00146365

CA. Sonu Jain
Membership No. : 060015
Place. : Kolkata
Date : 23.05.2026

Kalyan Kumar Das
Chief Financial Officer

AURO IMPEX & CHEMICALS LIMITED
(Formerly Known as Auro Impex & Chemicals Private Limited)
Cash Flow Statement for the period ended 31st March 2026

Particulars	31st March 2026 (` in lakh)	31st March 2025 (` in lakh)
Cash Flow From Operating Activities :		
Profit before tax from continuing operations	573.51	618.80
Profit before tax	**573.51**	**618.80**
Add/ (Less): Non Cash & Non Operating Item		
Depreciation	60.41	46.53
Profit on Sale of Asset	(0.26)	(0.03)
Interest & Finance Cost	318.04	266.63
Profit on sale of Mutual Fund	(0.05)	-
Interest received	(36.28)	(28.33)
Foreign Exchange Fluctuation loss/(profit)	6.73	(23.71)
Operating Profit Before Working Capital Changes	**922.09**	**879.90**
Adjusted for:		
Increase/(Decrease) in Trade Payables	(89.49)	(40.89)
Increase/(Decrease) in Short term provision	(38.43)	-
Increase/(Decrease) in Other Current Liabilities	(57.33)	(143.10)
Increase/(Decrease) in Other Long-Term Liabilities	9.27	(108.03)
(Increase)/Decrease in Trade Receivables	2,245.36	(2,669.82)
(Increase)/Decrease in Inventories	(1,067.53)	8.89
(Increase)/Decrease in Short Term Loans and Advances	624.92	(45.66)
(Increase)/Decrease in Other Non-Current Assets	(111.90)	106.47
(Increase)/Decrease in Other Current Assets	(60.16)	43.28
Extraordinary Items Before Tax	**2,376.79**	**(1,968.96)**
Direct taxes paid (net of refunds)	(31.91)	(207.07)
Net Cash Flows From/(Used) In Operating Activities (A)	**2,344.89**	**(2,176.02)**
Cash Flows From Investing Activities :		
Purchase of Fixed Assets, including Intangible Assets, CWIP and Capital Advances	(390.39)	(388.41)
Proceeds from Sale of Assets	0.92	1.86
Purchase of Investment during the year	(95.04)	(77.00)
Proceeds from Sale of Investment	11.00	-
Profit from sale of investment	0.05	
Interest received	36.28	28.33
Net Cash Flows From/(Used) In Investing Activities (B)	**(437.18)**	**(435.22)**
Cash Flows From Financing Activities :		
Proceeds from Issuance of Share Capital & Security Premium	-	79.85
Proceeds/(Repayment) from Long Term Borrowings	(229.67)	(164.39)
Proceeds / (Repayment) from Short Term Borrowings	(1,168.72)	2,947.95
Proceeds from Govt. Grants		
Interest paid	(318.04)	(266.63)
Net Cash Flows From/(Used) In Financing Activities (C)	**(1,716.43)**	**2,596.77**
Net Increase/(Decrease) In Cash And Cash Equivalent (A+B+C)	**191.28**	**(14.47)**
Cash and Cash Equivalents at the beginning of the year	1,089.72	1,104.20
Cash and Cash Equivalent At The End Of The Year	**1,281.00**	**1,089.72**
Component Of Cash and Cash Equivalents		
Cash in Hand	75.68	55.12
With Banks - On Current Account	677.66	603.33
On Deposit Account	527.66	431.27
Total Cash and Cash Equivalents (Note No. 17)	**1,281.00**	**1,089.72**
Summary of Significant accounting policies		

As per our report of even date

For Jain Sonu & Associates
(Chartered Accountants)
Firm Reg. No.: 324386E

For and on behalf of Board of
Auro Impex & Chemicals Limited

Praveen Kumar Goenka
Whole Time Director
DIN- 00156943

Madhusudan Goenka
Managing Director
DIN- 00146365

Kalyan Kumar Das
Chief Financial Officer

CA. Sonu Jain
Membership No. : 060015
Place. : Kolkata
Date : 23.05.2026

AURO IMPEX & CHEMICALS LIMITED **(Formerly Known as Auro Impex & Chemicals Private Limited)** **Notes forming part of the consolidated financial statements for the year ended 31st March 2026**	

Note	Particulars
(1) a.	**General Corporate Information** Auro Impex & Chemicals Limited is an Auro Group Company incorporated on 20th January, 1994 with a vision to cater to the ever growing requirements of industrial air pollution equipment in industries. Auro, with its state of the art facility and a widespread domestic and international network, focuses on the manufacturing, exporting and supply of Discharge & Collecting Electrodes, and Electrostatic Precipitator (ESP) internal parts and spares. We also provide niche ESP electrical control solutions making use of the latest available technology for the same to lower outlet emissions. The organisation is ISO 9001:2015 certified, which enables us to operate with high efficiency, work at low costs, and provide superior quality to our customers.
b.	**Basis of accounting and preparation of financial statements** The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 1956 (to the Extent applicable) and Companies Act, 2013 (to the Extent notified). The financial statements have been prepared on accrual basis under the historical cost convention.The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.
(2)	**Summary of Significant Accounting Policies.**
a.	**AS - 1 Presentation and Disclosure of Financial Statements** **Use of Estimates** The preparation of financial statements is in conformity with Indian GAAP (Generally Accepted Accounting Principles) which requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustments to the carrying amounts of assets or liabilities in future periods.
b.	**AS - 2 Valuation of inventories** Inventories are valued at the lower of cost and the net realisable value after providing for obsolescence and other losses, where considered necessary.
c.	**AS - 3 Cash Flow Statements** **Cash and Cash Equivalents** Cash Flow Statement has been prepared under Indirect Method. Cash and cash equivalents for the purpose of cash flow statement comprise cash at bank and in hand and short-term investments with an original maturity of three months or less.
d.	**AS - 5 Net Profit or Loss for the Period, Prior Period Items, and changes in Accounting Policies** Significant items of Extra-Ordinary Items, and Prior Period Incomes and Expenditures, are accounted in accordance with Accounting Standard 5.
e.	**AS - 9 Revenue Recognition** Revenue or Income and costs or Expenditure are generally accounted for on accrual basis. Sales are recognised, net of returns and trade discounts, on transfer of significant risks and rewards of ownership to the buyer, which generally coincides with the delivery of goods to customers. Sales doesnot include excise duty and GST. ***Income from services*** Revenues are recognised when services are rendered and related costs are incurred.
f.	***Other Income*** Interest income and all other income are accounted on accrual basis.
g.	**AS - 10 Accounting for Property, Plant & Equipment** Fixed Assets are stated at their original cost of acquisition less accumulated depreciation. Cost comprises of all costs incurred to bring the assets to their location and working condition. ***Depreciation*** Depreciation on Plant, Property & Equipment has been provided in accordance with the provisions of Schedule II of the Companies Act, 2013 at the rates specified for the Balance Life of the Asset. During the year the Company has written off/ discarded few assets in compliance with the transitions of Charging of of Assets from Depreciation to Amortisation as per the provisions of the Companies Act, 2013. The Company has restated the life of Building and Plant & Machinery from 30 to 60 Years and 15 to 30 Years respectively.
h.	**AS - 11 Accounting for Effects in Foreign Exchange Rates** The Company has Foreign Currency Transaction.

AURO IMPEX & CHEMICALS LIMITED
(Formerly Known as Auro Impex & Chemicals Private Limited)
Notes forming part of the consolidated financial statements for the year ended 31st March 2026

i. AS - 13 Investments

Non Current investments are carried at cost plus interest accrued on them.

j. AS - 15 Employee Benefits

Retirment Benefits

The Payment of Gratuity Act,1972 is applicable on the company.

k. AS - 18 Related Party Transactions

Related Party Transactions are disclosed in the Notes to Accounts.

l. AS - 20 Earnings Per Share

Basic earnings per share are 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.

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 period are adjusted for the effects of all dilutive potential equity shares.

EPS for previous year is restated for Bonus Share issued during the year. Bonus Share has been issued by capitalising Securities Premium and Profit & Loss Account.

m. AS - 22 Accounting for Taxes on Income

Tax expense comprises current and deferred tax. Current Income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Deferred income taxes reflect the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences for the earlier years. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted at the reporting date. Deferred tax assets are recognised only to the extent that there is reasonable certainty that they will be realised in future.However,where there is unabsorbed depreciation and carry forward loss under the income tax laws, deferred tax assets are recognised only if there is a virtual certainty of realisation of such assets. Deferred tax assets are reviewed at each balance sheet date and written down or written off to reflect the amount that is reasonably/virtually certain (as the case my be)to be realised.

Minimum Alternate Tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the company will pay normal income tax during the specified period i,e the period for which MAT credit is allowed to be carried forward. In the year in which the company recognizes MAT credit as an asset in accordance with the guidance note on accounting for credit available in respect of Minimum Alternative Tax under the income tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement". The company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the company does not have convincing evidence that it will pay normal tax during the specified period.

n. AS - 26 Intangible Assets

Intangible assets are recognized when the assets is identifiable, is within the control of the Company, it is probable that the future economic benefits that are attributable to the assets will flow to the company and cost of the assets can be reliably measured.

Acquired intangible assets are recorded at acquisition cost and amortized on written down value basis based on the useful lives of the assets, which in management’s estimate represents the period during which economic benefits will be derived from their use.

o. AS - 29 Provisions and Contingent Liabilities and Contingent Assets

A Provision should be recognised when an enterprise has a present obligation as a result of a past event or it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and a reliable estimate can be made of the amount of the obligation.

AURO IMPEX & CHEMICALS LIMITED
(Formerly Known as Auro Impex & Chemicals Private Limited)
Notes forming part of the consolidated financial statements for the year ended 31st March 2026

3	SHARE CAPITAL	31st March 2026 (` in lakh)	31st March 2025 (` in lakh)
	Authorized Share Capital		
	1,40,00,000 (P.Y. 1,40,00,000) Equity shares of ` 10 each.	1,400.00	1,400.00
			1,400.00
	1,22,00,800 (P.Y. 1,22,00,800) Equity shares of ` 10 each.	1,220.08	1,220.08
	Issued during the period	-	-
	Total issued, subscribed and fully paid-up share capital	**1,220.08**	**1,220.08**

a.

Reconciliation of the shares outstanding at beginning and at the end of the reporting period.	31st March 2026		31st March 2025	
	No. of Shares	Value of Share (` in Lakhs)	No. of Shares	Value of Share (` in Lakhs)
At the beginning of the period, Equity shares of ` 10 each.	1,22,00,800	1,220.08	1,22,00,800	1,220.08
Issued during the period, Equity shares of ` 10 each.	-	-	-	-
Outstanding at the end of the period, Equity shares of ` 10 each.	**1,22,00,800**	**1,220.08**	**1,22,00,800**	**1,220.08**

b. The company has only one class of equity shares, par value being ` 10 per share. Each holder of equity shares is entitled to one vote per share.

c. 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 will be in proportion to the number of equity shares held by the shareholders.

d. The company has no holding/ultimate holding company .

e. The Company has not issued any number of shares for consideration other than cash and has not bought back any number of shares during the period of five years immediately preceding the reporting date.

f. **Details of shareholders holding more than 5% shares in the company**

Equity shares of ` 10 each fully paid up	31st March 2026		31st March 2025	
	No. of Shares	Percentage of shares	No. of Shares	Percentage of shares
1. Madhusudan Goenka	76,60,400	62.79%	76,54,000	62.73%
2. Vanshika Jain(Goenka)	5,91,600	4.85%	5,91,600	4.85%
3. Praveen Kumar Goenka	4,80,000	3.93%	4,80,000	3.93%

g. For Details of Shares held by Promoters refer Annexure No. 3(g)(i).

h. Shares reserved for issue under options and contracts/commitments for sale of shares/disinvestment, including the terms and amounts : NIL

AURO IMPEX & CHEMICALS LIMITED
(Formerly Known as Auro Impex & Chemicals Private Limited)
Notes forming part of the consolidated financial statements for the year ended 31st March 2026

4	RESERVES & SURPLUS	31st March 2026 (` in lakh)	31st March 2025 (` in lakh)
	Securities Premium Account		
	Balance brought forward from previous year	1,580.88	1,501.03
	Add: Premium on issue of Equity Share Capital	-	-
	Add: Premium Utilise on Business Promotion Expenses	-	79.85
	Closing Balance (A)	**1,580.88**	**1,580.88**
	Surplus/(Deficit) in the statement of Profit & Loss		
	Balance brought forward from previous year	1,502.50	1,039.70
	Add: Profit for the period	415.94	462.98
	Add: Earlier Year Tax Adjustment	(3.69)	(0.18)
	Less: Surplus Utilise on issue of Bonus Shares	-	-
	Net Surplus in the statement of Profit & Loss (B)	**1,914.75**	**1,502.50**
	Capital Reserve (C)	417.67	417.67
	Total in (`) (A+B+C)	**3,913.30**	**3,501.05**

5	LONG TERM BORROWINGS	31st March 2026 (` in lakh)	31st March 2025 (` in lakh)
	Secured Borrowings		
	(i) Term Loans *(Refer Note No.8)*		
	- Term Loan from Indian Bank	208.62	332.32
	- Term Loan from SIDBI	109.30	153.16
	- Covid 19 Term loan from Indian Bank	-	41.16
	(ii) Long Term maturities of Finance lease obligations {Vehicle Loan}		
	- From Indian Bank - Car Loan (*Refer Note No.10*)	20.33	17.71
	Unsecured Borrowings		
	- Body Corporate	213.92	237.48
	Total in (`)	**552.17**	**781.83**

Additional Information:-

(i) For details regarding the Securities given, Terms of Repayment, Guarantees, Rate of Interest etc refer note no. 31 & 32.

(ii) The company does not have any continuing default in repayment of loans and interest on the balance sheet date.

6	DEFERRED TAX LIABILITY	31st March 2026 (₹ in lakh)	31st March 2025 (` in lakh)
	Deferred Tax Liability Closing	**125.13**	**94.46**
	Less: Deferred Tax Liability Opening	94.46	90.90
	Deferred tax liability to be provided / (written back)	**30.67**	**3.56**

AURO IMPEX & CHEMICALS LIMITED
(Formerly Known as Auro Impex & Chemicals Private Limited)
Notes forming part of the consolidated financial statements for the year ended 31st March 2026

7	OTHER LONG TERM LIABILITY	31st March 2026 (₹ in lakh)	31st March 2025 (` in lakh)
	Advances from Customers	117.27	108.00
	Total in (`)	**117.27**	**108.00**

8	SHORT TERM BORROWINGS	31st March 2026 (₹ in lakh)	31st March 2025 (` in lakh)
	Current maturities of term loan *(refer note no. 5)*		
	- Term Loan from Indian Bank	122.46	111.96
	- Term Loan from SIDBI	58.14	50.94
	- Covid 19 Term Loan	41.03	74.44
	Cash Credit		
	- From Indian Bank (earlier Allahabad Bank)	3,016.70	4,639.46
	-From ICICI Bank	282.39	-
	-From Yes Bank	187.35	
	Total in (`)	**3,708.07**	**4,876.81**

9	TRADE PAYABLES	31st March 2026 (₹ in lakh)	31st March 2025 (` in lakh)
	Other Than MSME	975.60	949.18
	Micro, Small and Medium Enterprise	84.06	199.97
	(For Details Refer Note No. 9.(i))		
	Total in (`)	**1,059.66**	**1,149.15**
a	Principal and Interest amount remaining unpaid	84.06	199.97
b	Interest due thereon remaining unpaid	-	-
c	Interest paid by the company in terms of section 16 of the Micro, Small and Medium Enterprise Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day	-	-
d	Interest due and payable for the period of delay in making payments (which have been paid but beyond the appointed day during the period) but without adding interest specified under the Micro, Small and Medium Enterprise Development Act, 2006	-	-
e	Interest Accrued and remaining unpaid	-	-
f	Interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises	-	-
	Total in (`)	**84.06**	**199.97**

AURO IMPEX & CHEMICALS LIMITED
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Notes forming part of the consolidated financial statements for the year ended 31st March 2026

10	OTHER CURRENT LIABILITIES	31st March 2026 (₹ in lakh)	31st March 2025 (` in lakh)
	Current maturities of Finance Lease obligations		
	- Vehicle Loan (*Ref Note No.5*)	-	3.53
	- Car Loan (*Ref Note No.5*)	8.10	5.88
	Others, Unsecured		
	Advances received from customers	49.08	152.34
	Statutory Liabilities	48.70	57.89
	Salary payable	21.48	18.35
	Creditors for capital goods	71.16	18.81
	Liabilities for Expenses	12.57	11.71
	Audit fees payable	2.75	2.65
	Total in (`)	**213.84**	**271.18**

11	SHORT TERM PROVISIONS	31st March 2026 (₹ in lakh)	31st March 2025 (` in lakh)
	Provision for Income Tax *(Net of Advance Tax)*	31.93	38.43
	Total in (`)	**31.93**	**38.43**

13	NON-CURRENT INVESTMENTS	31st March 2026 (₹ in lakh)	31st March 2025 (` in lakh)
	Non Current Investments	161.04	77.00
	ICICI Pru Multi Asset Fund	23.00	11.00
	Kotak Equity Opportunities Fund	23.00	11.00
	Motilal Oswal Nifty 200 Momentum 30 Index Fund	-	6.00
	Motital Oswal S&P BSE Low Volatility Index Fund	-	5.00
	DSP Equity Opportunity Fund Reg (G)	23.00	11.00
	UTI Multi Asset Allocation Fund Reg (G)	23.00	11.00
	Nippon India Multi Cap Fund	23.00	11.00
	WhiteOak Capital Flexi Cap Fund	23.00	11.00
	Mirae Asset Multicap Fund	23.05	-
	Total in (`)	**161.04**	**77.00**
	Current value/Market value of investment	**152.12**	**74.91**

14	OTHER NON-CURRENT ASSETS	31st March 2026 (₹ in lakh)	31st March 2025 (` in lakh)
	Security Deposit		
	- Others	76.41	22.12
	Fixed Deposits(>12 months)	123.15	66.54
	Advance for Capital Goods	17.18	16.18
	Total in (`)	**216.74**	**104.84**

15	INVENTORIES	31st March 2026 (₹ in lakh)	31st March 2025 (` in lakh)
	(As certified by the management)		
	Valued at Cost or NRV whichever is lower		
	Raw Material	3,446.84	2,701.43
	Packing Materials	93.99	51.93
	Finished Goods	765.13	46.10
	Scrap	36.19	11.90
	Semi- Finished Goods	2.71	1.36
	Other Items	90.03	16.05
	Stores & Spares	52.45	45.35
	Total in (`)	**4,487.34**	**2,874.12**

AURO IMPEX & CHEMICALS LIMITED
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Notes forming part of the consolidated financial statements for the year ended 31st March 2026

16	TRADE RECEIVABLES	31st March 2026 (₹ in lakh)	31st March 2025 (` in lakh)
	(Unsecured and considered good by management)		
	- Debt Outstanding for more than six months	194.42	410.04
	- Others	1,999.30	4,029.04
	(For Details Refer Note No. 16(i))		
	Total in (`)	**2,193.72**	**4,439.08**

17	CASH & CASH EQUIVALENT	31st March 2026 (₹ in lakh)	31st March 2025 (` in lakh)
A)	**Cash & Cash Equivalent**		
	Balance with Banks:		
	- In Bank Account	677.66	603.33
	Cash in hand *(As Certified by the Management)*	75.68	55.12
	Other Bank Balance		
	-Fixed Deposit(3-12months)	527.66	431.27
	Total in (`)	**1,281.00**	**1,089.72**
	Note: All Fixed Deposits are lien with Bank.		

18	SHORT TERM LOANS & ADVANCES	31st March 2026 (₹ in lakh)	31st March 2025 (` in lakh)
	Advance to Staff, Workers and Others	15.08	40.79
	Advance to Suppliers	299.84	899.08
	Security Deposits & EMD	4.37	4.37
	Other Advances	10.06	10.03
	Total in (`)	**329.36**	**954.28**

19	OTHER CURRENT ASSETS	31st March 2026 (₹ in lakh)	31st March 2025 (` in lakh)
	Statutory Receivable	39.47	55.16
	Others receivables	0.29	0.32
	Prepaid Expense	20.71	18.98
	Retention Money	6.95	6.93
	Total in (`)	**67.42**	**81.39**

AURO IMPEX & CHEMICALS LIMITED
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Notes forming part of the consolidated financial statements for the year ended 31st March 2026

Annexure 3g(i)

Shares held by Promoters & Promoter Group at the end of the year

Promoter name	31.03.2026			31.03.2025		
	No. of Shares	% of total shares	% Change in Shareholding	No. of Shares	% of total shares	% Change in Shareholding
Madhusudan Goenka	76,60,400	62.79	0.05	76,54,000	62.73	1.77
Praveen Kumar Goenka	4,80,000	3.93	-	4,80,000	3.93	0.00
Promoter Group :					-	-
Vanshika Jain (Goenka)	5,91,600	4.85	-	5,91,600	4.85	(1.77)
Rajani Goenka	1,200	0.01	-	1,200	0.01	(0.00)
Grey Engineering	1,200	0.01	-	1,200	0.01	(0.00)
Vedika Keyal	1,600	0.01	-	1,600	0.01	0.01
Praveen Kumar Goenka(HUF)	1,600	0.01	-	1,600	0.01	0.01
Madhusudan Goenka(HUF)	1,200	0.01	-	1,200	0.01	(0.00)

AURO IMPEX & CHEMICALS LIMITED
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Notes forming part of the consolidated financial statements for the year ended 31st March 2026

9.(i) TRADE PAYABLES

(` in lakh)

Trade Payables ageing schedule As on 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
1. MSME	82.11	-	-	1.95	84.06
2. Others	975.60		-	-	975.60
3. Disputed dues – MSME	-	-	-	-	-
4. Disputed dues - Others	-	-	-	-	-
Total of Trade Payables as on 31.09.2025	**1,057.71**	**-**	**-**	**1.95**	**1,059.66**

(` in lakh)

Trade Payables ageing schedule As on 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
1. MSME	198.02	-	1.95	-	199.97
2. Others	949.20	-	-	-	949.20
3. Disputed dues – MSME	-	-	-	-	-
4. Disputed dues - Others	-	-	-	-	-
Total of Trade Payables as on 31.03.2024	**1,147.22**	**-**	**1.95**	**-**	**1,149.17**

AURO IMPEX & CHEMICALS LIMITED
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12.2 Capital Work-in-Progress

(` in lakh)

CWIP Ageing schedule As on 31.03.2026

CWIP	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in Progress	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-
TOTAL	**-**	**-**	**-**	**-**	**-**

(` in lakh)

CWIP Ageing schedule As on 31.03.2025

CWIP	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in Progress	92.09	277.59	211.22	63.98	644.89
Projects temporarily suspended	-	-	-	-	-
TOTAL	**92.09**	**277.59**	**211.22**	**63.98**	**644.89**

AURO IMPEX & CHEMICALS LIMITED
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Notes forming part of the consolidated financial statements for the year ended 31st March 2026

Note 12.1
Property,Plants & Equipment
FY 2025-26

(` in lakh)

Name of the Assets	GROSS BLOCK				DEPRECIATION BLOCK				NET BLOCK	
	Cost as at 01.04.2025	Addition during the year	Sales/adj- during the year	Cost as at 31.03.2026	As at 01.04.2025	For the Period	Sales/adjustment	As at 31.03.2026	As at 31.03.2026	As at 31.03.2025
Building	714.53	299.49	-	1,014.03	244.55	8.19	-	252.74	761.29	469.98
Plant & Equipment	918.23	178.37	-	1,096.59	239.03	35.92	-	274.95	821.64	679.19
Furniture & Fixtures	6.28	0.10	-	6.37	4.67	0.14	-	4.81	1.56	1.61
Motor Car	90.37	24.69	-	115.05	37.13	11.31		48.44	66.62	53.24
Office Equipments	14.64	8.22	0.92	21.94	10.22	0.87	0.58	10.50	11.44	4.42
Air Conditioner	6.26	-	-	6.26	3.98	0.25	-	4.23	2.03	2.28
Electrical Installation	51.17	6.06	-	57.23	39.25	1.24	-	40.49	16.74	11.92
Computers	29.19	3.07	-	32.26	22.05	2.42	-	24.47	7.80	7.14
Mobile Hand Sets	0.67	-	-	0.67	0.51	0.07	-	0.58	0.10	0.16
Current Period	**1,831.32**	**520.01**	**0.92**	**2,350.41**	**601.38**	**60.41**	**0.58**	**661.21**	**1,689.21**	**1,229.94**
Previous Financial Year (24-25)	**1,545.16**	**296.31**	**10.15**	**1,831.32**	**563.18**	**46.53**	**8.33**	**601.38**	**1,229.94**	**981.98**

FY 2024-2025

Name of the Assets	GROSS BLOCK				DEPRECIATION BLOCK				NET BLOCK	
	Cost as at 01.04.2024	Addition during the period	Sales/adj- during the	Cost as at 31.03.2025	As at 01.04.2024	For the Period	Sales/adjustment	As at 31.03.2025	As at 31.03.2025	As at 31.03.2024
Building	714.53	0.00	-	714.53	236.32	8.22	-	244.55	469.99	478.21
Plant & Equipment	653.89	264.34	-	918.23	217.52	21.51	-	239.03	679.19	436.36
Furniture & Fixtures	5.54	0.73	-	6.28	4.57	0.09	-	4.67	1.61	0.97
Motor Car	85.10	15.42	10.15	90.37	32.91	12.56	8.33	37.13	53.24	52.19
Office Equipments	13.60	1.03	-	14.64	9.40	0.81	-	10.22	4.42	4.20
Air Conditioner	6.26	0.00	-	6.26	3.73	0.25	-	3.98	2.28	2.52
Electrical Installation	42.23	8.93	-	51.17	38.26	0.99	-	39.25	11.92	3.97
Computers	23.34	5.85	-	29.19	20.09	1.96	-	22.05	7.14	3.25
Mobile Hand Sets	0.67	0.00	-	0.67	0.37	0.14	-	0.51	0.16	0.30
Current Period	**1,545.16**	**296.31**	**10.15**	**1,831.32**	**563.18**	**46.53**	**8.33**	**601.38**	**1,229.94**	**981.98**
Previous Financial Year (23-24)	**1,462.27**	**108.60**	**25.71**	**1,545.16**	**551.97**	**35.67**	**24.46**	**563.18**	**981.98**	**910.30**

AURO IMPEX & CHEMICALS LIMITED
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Notes forming part of the consolidated financial statements for the year ended 31st March 2026

16(i) TRADE RECEIVABLES

(` in lakh)

Trade Receivables ageing schedule As on 31.03.2026

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
1. Undisputed Trade receivables – considered good	1,999.30	92.85	58.58	1.97	41.01	**2,193.72**
2. Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	-
3. Disputed Trade Receivables considered good	-	-	-	-	-	-
4. Disputed Trade Receivables considered doubtful	-	-	-	-	-	-
Total of Trade Receivable as on 31.03.2024	**1,999.30**	**92.85**	**58.58**	**1.97**	**41.01**	**2,193.72**

(` in lakh)

Trade Receivables ageing schedule As on 31.03.2025

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
1. Undisputed Trade receivables – considered good	4,029.04	223.02	133.49	0.05	53.48	**4,439.08**
2. Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	-
3. Disputed Trade Receivables considered good	-	-	-	-	-	-
4. Disputed Trade Receivables considered doubtful	-	-	-	-	-	-
Total of Trade Receivable as on 31.03.2023	**4,029.04**	**223.02**	**133.49**	**0.05**	**53.48**	**4,439.08**

AURO IMPEX & CHEMICALS LIMITED

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Notes forming part of the consolidated financial statements for the year ended 31st March 2026

20	REVENUE FROM OPERATIONS	31st March 2026 (` in lakh)	31st March 2025 (` in lakh)
	Sale of Traded Goods	16,606.19	15,230.43
	Sale of Manufactured Goods	8,357.38	11,023.36
		24,963.57	**26,253.79**
	Sale of Services		
	Service Charges	0.05	22.25
	Commission Received	56.60	19.17
		56.65	**41.42**
	Total in (`)	**25,020.22**	**26,295.21**

21	OTHER INCOME	31st March 2026 (` in lakh)	31st March 2025 (` in lakh)
	Interest on Fixed Deposit and Security Deposit	36.28	28.33
	Foreign Exchange Gain/(loss)	(6.73)	23.71
	Discount Received	88.44	76.72
	Other Income	7.56	7.81
	LC Collection Charges	(0.04)	28.76
	Sundry Balance Written Off	3.82	-
	Profit on Sale of Fixed Assets	0.26	0.03
	Interest on Income Tax Refund	4.11	0.14
	Incentive on Purchases	28.05	10.73
	Profit on sales of mutual fund	0.05	-
	Total in (`)	**161.82**	**176.23**

22(a)	COST OF RAW MATERIALS CONSUMED	31st March 2026 (` in lakh)	31st March 2025 (` in lakh)
	Inventory at the beginning of the year		
	Raw Materials & Others	2,828.02	2,785.40
	Add: Purchases of Traded & Manufactured Goods	7,432.78	8,621.14
	Add: Carriage Inwards	54.22	51.29
		10,315.01	**11,457.83**
	Less: Inventory at the end of the year		
	Raw Materials & Others	3,722.21	2,828.02
	Cost of raw materials consumed	**6,592.81**	**8,629.81**

22(b)	PURCHASE OF TRADED GOODS	31st March 2026 (` in lakh)	31st March 2025 (` in lakh)
	Purchase Trading Indigenous	15,838.82	15,562.08
	Purchase Trading Import	598.79	-
	Total in (`)	**16,437.61**	**15,562.08**

AURO IMPEX & CHEMICALS LIMITED
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Notes forming part of the consolidated financial statements for the year ended 31st March 2026

23	CHANGE IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS & STOCK IN TRADE	31st March 2026 (` in lakh)	31st March 2025 (` in lakh)
	Inventories at the end of the year		
	(Valued at lower of Cost or Net Realizable Value)		
	Finished Goods	765.13	591.80
		765.13	**591.80**
	Inventories at the beginning of the year		
	Finished Goods	591.80	643.30
		591.80	**643.30**
	(Increase) / Decrease in Stock	**(173.34)**	**51.50**

24	EMPLOYEE BENEFITS EXPENSE	31st March 2026 (` in lakh)	31st March 2025 (` in lakh)
	Salaries & Wages	301.34	267.85
	Bonus	5.43	5.44
	Directors' Remuneration	42.86	45.75
	PF Expenses	14.38	13.44
	ESI Expenses	2.13	2.25
	Gratuity and Pension Expenses	14.85	16.34
	Workmen and Staff Welfare Expenses	18.39	21.24
	Total in (`)	**399.38**	**372.32**

25	FINANCE COSTS	31st March 2026 (` in lakh)	31st March 2025 (` in lakh)
i.	**Interest Expense**		
	Interest on Term Loan	34.42	39.29
	Others Interest Expense	283.62	227.34
ii.	**Bank Charges & Other Borrowing Cost**		
	Bank & LC Charges	102.44	96.76
	Other Finance costs	0.91	12.13
	Total in (`)	**421.39**	**375.51**

AURO IMPEX & CHEMICALS LIMITED
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Notes forming part of the consolidated financial statements for the year ended 31st March 2026

26	DEPRECIATION & AMORTIZATION EXPENSE	31st March 2026 (` in lakh)	31st March 2025 (` in lakh)
	Depreciation on Property Plant & Equipment	60.41	46.53
	Total in (`)	**60.41**	**46.53**

27	OTHER EXPENSES	31st March 2026 (` in lakh)	31st March 2025 (` in lakh)
A.	**Manufacturing Expenses**		
	Loading and Unloading Charges	9.73	7.17
	Factory Expenses	18.89	22.53
	Rent on Machinery	-	1.50
	Jobwork Charges	92.11	15.95
	Production Expenses	194.56	198.66
	Security Expenses	11.19	8.93
	Inspection and Testing Charges	3.57	2.93
	Stores and Consumables	8.43	9.53
	Factory Electricity Charges	47.51	27.81
	Generator Running Maintenance	0.81	0.86
	Rent	22.41	6.38
B	**Administrative & Selling and Distribution Expenses**		
	Auditor's Remuneration *(Refer Note No.26(a))*	7.25	8.00
	Jobwork Charges Administrative	28.36	64.31
	Clearing & Forwarding Expenses	5.74	4.03
	Vehicle Maintenance	24.24	23.51
	Business Promotion Expenses	-	2.38
	Brokerage & Commission Charges	11.66	1.73
	Carriage Outward	181.36	134.76
	Telephone Charges & Internet Charges	2.92	2.83
	Office Expenses	4.31	3.06
	Printing & Stationery	1.95	3.56
	Repair & Maintenance- Others	26.02	18.54
	Sales Promotion and Advertisement Expenses	6.03	6.00
	Conveyance Expenses	9.37	2.72
	Car Hire Charges	0.18	0.87
	Donation & Subscription	5.04	4.79
	CSR Expenses	14.46	16.40
	Postage & Courier	0.71	0.45
	Professional and Legal Charges	29.72	96.32
	Travelling Expenses	21.84	16.38
	Directors Setting Fees	0.90	0.73
	Bad Debt	-	21.24
	ROC Expenses	0.31	10.49
	Share Related Expenses	2.02	6.91
	General Expenses	10.80	9.96
	Office Electricity Charges	3.69	4.08
	Rent Administrative	7.52	8.22
	Insurance	8.62	6.21
	Crisil Ratings	1.47	1.25
	Trade License	0.06	0.04
	Waste treatment and Disposal Services	0.15	-
	Tax for Earliers Years	1.16	-
	P.Tax	0.15	0.18
	Software expenses	0.06	0.32
	Loss on sale of motor car	-	1.27
	Other Expenses	2.84	2.67
	Packing Charges	1.47	1.01
	WB Pollution control board Fees	0.60	-
	Discount Allowed	16.51	-
	Damage And Replacement	2.28	
	Incentive on Sale	-	1.23
	Detention Charges	0.01	-
	Other Rates & Taxes	19.27	26.19
	Total in (`)	**870.26**	**814.89**

27(a)	PAYMENT TO AUDITORS	31st March 2026 (` in lakh)	31st March 2025 (` in lakh)
	Statutory Audit & Tax Audit Fees	5.50	5.50
	Cost Audit	0.50	0.50
	Internal Audit	1.00	1.00
		7.00	**7.00**

28	Earning Per Share (EPS)	31st March 2026	31st March 2025
	Basic Earning Per Share		
	Net Profit / (Loss) after tax for calculation of Basic EPS (Rs in Lakhs)	415.94	462.98
	No. of weighted average equity shares outstanding for the year ended	1,22,00,800	1,22,00,800
	Basic Earning Per Share from Continuing Operation	**3.41**	**3.79**
	Diluted Earning Per Share		
	Net Profit / (Loss) after tax for calculation of Diluted EPS(in Rs in Lakhs)	415.94	462.98
	No. of weighted average equity shares outstanding for the year ended	1,22,00,800	1,22,00,800
	Diluted Earning Per Share from Continuing Operation	**3.41**	**3.79**

29 Related Party Disclosures

Details of Related Parties (As Certified by the Management)

Description of Relationship	Name of Relationship	Date of Appointment	Designation
Key Management Personnel	Mr. Madhusudan Goenka	02.01.2002	Managing Director
	Mr. Praveen Kumar Goenka	05.08.1994	Whole Time Director
	Mr. Sibasis Mitra	16.01.2023	Independent Director
	Ms. Vanshika Jain (Goenka)	01.09.2022	Director
	Mr. Sankar Thakur	16.01.2023	Independent Director
	Mr. Raghav Jhunjhunwala	01.11.2022 - 31.01.2025	Company Secretary
	Mr. Rahul Choudhury	09.04.2025 to 9.05.2026	Company Secretary
	Mr. Niladri Choudhury	03.02.2026	Additional Director
	Mr. Kalyan Kumar Das	16.12.2022	Chief Financial Officer
Subsidiary company by virtue of control by management	Auro Industries Ltd.		
Company in which Key Management Personnel / Relatives of Key Management Personnel can exercise Significant Influence	Auro Electropower Pvt Ltd.		
	Grey Engineering Works Limited		
	Tatanagar Transport Corporation Ltd.		

Details of related party transactions during the period ended 31st March 2026 and balance outstanding as at 31st March 2026

Name of Party	Nature of Transaction	Year	Transaction During the period (` in lakh)	Closing Balance (` in lakh)
Auro Electropower Pvt Ltd	Advance Given	2025-2026	-	28.00
		2024-2025	(1.00)	(28.00)
	Rent	2025-2026	6.00	-
		2024-2025	(4.20)	-
	Electricity Charges	2025-2026	0.37	
		2024-2025	-	-
	Repairs & Maintenance	2025-2026	0.23	-
		2024-2025	-	-
	Purchase	2025-2026	0.02	-
		2024-2025	-	-
Auro Industries Ltd.	Purchase	2025-2026	57.42	0.01
		2024-2025	(709.26)	-
	Advance Given	2025-2026	50.00	-
		2024-2025	-	-
Grey Engineering Works Limited	Professional Charges	2025-2026	2.25	-
		2024-2025	(2.25)	-
Vanshika Jain (Goenka)	Director Sitting Fees	2025-2026	0.10	0.03
		2024-2025	(0.18)	-
Mr. Madhusudan Goenka	Lease Rent	2025-2026	18.20	
		2024-2025	(6.38)	-
	Reimbursement of Expense	2025-2026	3.32	
		2024-2025	(5.19)	-
	Advance Recived	2025-2026	50.00	-
		2024-2025	-	-
Mr. Sibasis Mitra	Director Sitting Fees	2025-2026	0.35	0.23
		2024-2025	(0.28)	(0.28)
Mr. Sankar Thakur	Director Sitting Fees	2025-2026	0.45	0.33
		2024-2025	(0.28)	(0.28)
Mr. Raghav Jhunjhunwala	Salary	2025-2026	-	-
		2024-2025	(6.52)	-
Mr. Kalyan Kumar Das	Salary	2025-2026	18.41	1.28
		2024-2025	(18.41)	(1.29)
	Conveyance Expenses	2025-2026	2.38	0.18
		2024-2025	(2.18)	(0.17)
	Advance Given	2025-2026	3.00	2.15
		2024-2025	-	-
Mr. Rahul Choudhury	Salary	2025-2026	6.13	0.46
		2024-2025	-	-
Tatanagar Transport Corporation Ltd.	Freight & Transportation	2025-2026	0.24	-
		2024-2025	(0.24)	-

AURO IMPEX & CHEMICALS LIMITED
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Notes forming part of the Consolidated financial statements for the period ended 31st March 2026

Name of Party	Year	Advance Against Salary (` in lakh) (Opening + Advance given during the year)	Repayment (` in lakh)	Closing Balance (` in lakh)
Vanshika Jain (Goenka)	2025-2026	1.14	1.14	-
	2024-2025	(2.36)	(1.22)	(1.14)
Mr. Madhusudan Goenka	2025-2026	29.75	29.75	-
	2024-2025	(32.75)	(3.00)	(29.75)

Directors' Remuneration	Year	Remuneration (` in lakh)	Loan Taken (` in lakh)	Closing Balance (` in lakh)
Mr. Madhusudan Goenka	2025-2026	23.14		1.29
	2024-2025	(23.14)	-	(1.04)
Mr. Praveen Kumar Goenka	2025-2026	13.29		0.80
	2024-2025	(13.29)	-	(0.80)
Vanshika Jain (Goenka)	2025-2026	6.57		1.11
	2024-2025	(9.47)	-	(0.65)

Note: Related Parties have been identified by the Company's Management itself.
Figures in bracket relate to previous year i.e. F.Y 2024-25.

30 Value of imports calculated on CIF basis

VALUE OF IMPORT CALCULATED ON CIF BASIS & FOB OF EXPORT	31st March, 2026 Amount (Foreign Cur.)	31st March,2026 Amount (Rs.)	31st March, 2025 Amount (Foreign Cur.)	31st March,2025 Amount (Rs.)
FOB Value of Export				
-USD	89,586	79,82,113	-	-
CIF Value of Import - Capital Goods				
-USD	6,99,768	6,20,17,675	2,73,300	2,33,54,605
Total in (`)	**7,89,354**	**6,99,99,788**	**2,73,300**	**2,33,54,605**

31 Contingent liabilities and commitments (to the extent not provided for)

	31st March 2026 (` in lakh)	31st March 2025 (` in lakh)
Contingent Liabilities		
(i) Claims against the company not acknowledged as debt - Bank Guarantee	**17.92**	**25.42**
(ii) Letter of Credit agaist Bank Gurantee	**494.00**	**632.67**
(iii) TDS Demand(As per Traces)	**0.22**	**0.22**
(iv) GST outstanding Demand (Demand Date : 21/04/2023)	**2.92**	**2.92**

32 Employee Benefits

Gratuity is paid to employees under the Payment of Gratuity Act 1972 through unfunded scheme. The present value of obligation is determined based on actuarial valuation using Projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

	31st March 2026	31st March 2025
a) Change in Defined Benefit Obligations :		
Valuation Method	Projected Unit Credit Method	Projected Unit Credit Method
Actuarial Assumptions:		
-Mortality Rate	IALM(2012-14) ultimate	LIC (2006-08) ultimate
-Withdrawal Rate	1% to 3% depending on age	1% to 3% depending on age
-Discount Rate	7.25% p.a	7.25% p.a
-Salary Escalation	6.50%	6.00%
Result of Valuation:		
-PV of Past Service benefit	**41,02,833**	**34,71,660**
-Current service Cost	**5,46,592**	**4,92,919**
-Total Service Gratuity	**1,63,36,350**	**1,52,74,966**
-Accrued Gratuity	**46,30,499**	**41,18,581**
-LCSA	**1,17,09,791**	**1,11,76,385**

AURO IMPEX & CHEMICALS LIMITED (Formerly Known as Auro Impex & Chemicals Private Limited) Notes forming part of the Consolidated financial statements for the period ended 31st March 2026	
33	**Notes to Long Term and Short Term Borrowings**

a. Security:

Primary : Exclusively 1st charge by way of hypothecation of entire current assets of the company present and future i.e., stocks, stocks in process and book debts. Hypothecation of assets created out of bank's finance. Hypothecation of bills / book debts receivables and other assets. Equitable mortgage of land at Kanajuli, PS- Dhaniakhali Dist.- Hooghly, West Bengal & factory shed, office building thereon already constructed and Pledge / hypothecation of firm's / company plant and machinery purchased out of bank finance.

Additional Information for Securities given, Terms of Repayment, Guarantees, Rate of Interest, etc

Loan from INDIAN BANK (Sanction Letter Dated 20.03.2026)

Nature of Facility	(` in Crores)
Cash Credit (OCC)- Regular	22.00
Letter of credit DP/DA Max 90D	9.00
Bank Guarantee	0.40
Term Loan I 7000862087 For setting up new slitting line 30 ton machinery	0.89
GECLS Extension	0.34
Term Loan II For expansion of existing unit	2.92
SCF	1.85

Cash Credit Hypothecation charge over stocks, book debts and all other current assets of the company Asset ID : 200029116242- Stock Asset ID : 200029116632- Book Debts **Letter of Credit** Hypothecation of goods procured under LC Cover under GLH **Bank Guarantee** Counter Indemnity from the Company Cover under GLH **Term Loan 1** Exclusive Hypothecation charge over Plant and machinery existing & to be procured out of Term Loan **Term Loan 2** Exclusive Hypothecation charge over assets to be created out of Term Loan	**Primary Security**
1. 1st Charge on entire fixed assets of the company both present and future (excluding plant and machineries financed exclusively from our term loan) 2. Equitable mortgage of the following landed properties (admeasuring 2.44 acres)at PS Dhaniakhali, District Hooghly within the jurisdiction of Dhaniakhali Gram Panchayat, West Bengal as below **Asset ID : 200016484109** 3. Equitable mortgage of commercial/ residential flat on ground floor measuring about 1816 square feet more or less at Premises No.23A/58D, 63, Ramtanu Lahiri Road, Diamond Harbour Road, Kolkata - 700053 within District 24 Parganas (South) in the name of M/S AURO INDUSTRIES LIMITED **Asset ID : 200016485424** **Collateral for TL 1 and TL 2** Exclusive 2nd charge on current assets of the company	**Collateral Security**
Name of the Guarantor Mr. Madhusudan Goenka Mr Praveen Kumar Goenka Ms. Vanshika Jain(Goenka) M/s Auro Industries Limited (Mortgagor/Corporate Guarantee)	**Guarantee**
Working Capital: Repayment on Demand. **Term Loan 1- :** To be repaid in 25 equal Quarterly Installments of Rs 10,00,000/- each **Term Loan 2-:** Ballooning repayment in 23 quarterly installments. **WCTL GECLS Extension 1.0 :** 48 months, including moratorium of 12 months from the date of disbursement. 36 EMIs after an initial holiday period of 24 months.Residual period upto November 2026.	**Period of Advance & Terms of Repayment**
Cash Credit : REPO+ 3.10% Letter of Credit : 50% of the card rate Bank Gurantee : 50% of the card rate GECLS Extension : REPO+ 3.50 % to be capped at 9.25% Term Loan I 7000862087 : REPO + 4% Term Loan II : REPO + 4%	**Rate of Interest**

AURO IMPEX & CHEMICALS LIMITED
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Notes forming part of the Consolidated financial statements for the period ended 31st March 2026

Vehicle Loan from Indian Bank	
Primary security	**Hypotecation of vehicle**
Loan Disbursed	**Rs. 9,00,000**
Date of loan disbursed	**15.07.2023**
Loan Tenure	**60 months**
Repayment Start Date	**07.08.2023**
Repayment End Date	**07.07.2028**
Equated Monthly Instalment amount/Pre EMI	**Rs.18,509**

Vehicle Loan from Indian Bank	
Primary security	**Hypotecation of vehicle**
Loan Disbursed	**Rs. 12,70,000**
Date of loan disbursed	**21.08.2024**
Loan Tenure	**60 months**
Repayment Start Date	**05.09.2024**
Repayment End Date	**05.08.2029**
Equated Monthly Instalment amount/Pre EMI	**Rs. 26,240**

Vehicle Loan from Indian Bank	
Primary security	**Hypotecation of vehicle**
Loan Disbursed	**Rs. 10,80,000**
Date of loan disbursed	**17.03.2026**
Loan Tenure	**60 months**
Repayment Start Date	**07.04.2026**
Repayment End Date	**07.04.2031**
Equated Monthly Instalment amount/Pre EMI	**Rs.21,300**

Vehicle Loan from Bank of Baroda	
Primary security	**Hypotecation of vehicle**
Loan Disbursed	**` 15,00,000**
Date of loan disbursed	**22.02.2021**
Loan Tenure	**60 months**
Repayment Start Date	**01.04.2021**
Repayment End Date	**01.03.2026**
Equated Monthly Instalment amount/Pre EMI	**` 30,021**

Vehicle Loan from Indian Bank	
Primary security	**Hypotecation of vehicle**
Loan Disbursed	**` 9,00,000**
Date of loan disbursed	**15.03.2023**
Loan Tenure	**60 months**
Repayment Start Date	**07.04.2023**
Repayment End Date	**07.03.2028**
Equated Monthly Instalment amount/Pre EMI	**`18,509**

Cash Credit from ICICI BANK (Sanction Letter Dated 17.02.2025)

Nature of Facility: Revolving Line of Credit	**3.00 cr.**
Tenor:	**90 days**
Applicable interest rate: As on date the Repo rate is 6.50%and Spread is 3.50%p.a.	-

AURO IMPEX & CHEMICALS LIMITED
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Notes forming part of the Consolidated financial statements for the period ended 31st March 2026

Cash Credit from YES BANK (Sanction Letter Dated 23.01.2026)

Nature of Facility: Channel Finance Working Capital Facility	**5.00 cr.**
Facility Purpose: To be used by the Distributors/Processors exclusively towards purchase from SAIL	
Tenor:	**Up To 90 days**
Applicable interest rate: 4.25% spread over and above applicable Repo Rate.	-
1. Unconditinal and Irrevocable personal guarantee of Madhusudan Goenka and Praveen Kumar Goenka till the tenure if facility.	
2. UDC as per Anchor	
Interest Repayment: On the last day of each month	
Repayment: On Demand	

Term Loan from SIDBI (Loan Account No. D000DNKP)	
Primary security	**Hypotecation of asset**
Loan Sanction	**` Rs. 34,19,000**
Sanction Dare	**05.09.2025**
Loan Disbursed	**Rs. 14,87,650**
Date of loan disbursed	**23.12.2025**
Loan Tenure	**60 months**
Interest rate	**8.50%**
Repayment Start Date	**10.01.2026**
Repayment End Date	**07.03.2028**
Repayment Principal Every Moinith	**Rs. 60,000**

Term Loan from SIDBI (Loan Account No. D0009DPQ)	
Primary security	**Hypotecation of asset**
Loan Sanction	**` Rs. 2,34,16,000**
Sanction Dare	**10.04.2024**
Loan Disbursed	**Rs. 2,30,08,138**
Date of loan disbursed	**24.04.2024**
Loan Tenure	**54 months equal installment along with 6 month moritorium**
Interest rate	**8.95%**
Repayment Start Date	**10.05.2024**
Repayment End Date	**07.03.2028**
Repayment Principal Every Moinith	**Rs. 4,24,500**

Additional Regulatory Information

34 The company has taken land from one of the director of the company and are paying yearly rent on which building has been constructed by the company.

35 The Company has no Investment Property for the period ended 31st March 2026 so there cannot be any revaluation of the same.

36 Company has not revalued its Property, Plant and Equipment for the period ended 31st March 2026.

37 Company does not have any intangible asset so there cannot be any revaluation of the same.

38 Disclosures of Loans or Advances in the nature of loans granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), is repayable on demand

a) Loan Repayable on Demand

Type of Borrower	Amount of loan or advance in the nature of loan outstanding		Percentage to the total Loans and Advances in the nature of loans	
	31.03.2026	31.03.2025	31.03.2026	31.03.2025
Promoters	Nil	Nil	Nil	Nil
Directors	Nil	Nil	Nil	Nil
KMPs	Nil	Nil	Nil	Nil
Related Party	Nil	Nil	Nil	Nil
Total	**Nil**	**Nil**	**Nil**	**Nil**

b) The Company has no Loans without specifying any terms or period of repayment.

39 In the opinion of Board of Directors, provision for all known liabilities have been made in the accounts and there does not exist any other liabilities, contingent or otherwise except whatever have been accounted for or stated in the Balance Sheet except for TDS Demand as per TRACES of Rs.22,413/- and GST Demand as per GST portal of Rs.2,92,292/-.

40 The company has followed accounting as per division I of schedule III of Companies act 2013, but has only disclosed those areas that are applicable to the comapany.

41 The company has no Intangible asset under development for the period ended 31st March, 2026.

42 The company is not holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder. No proceedings have been initiated or pending against the company under BT(P) Act, 1988 & Rules made thereunder.

43 The Company has borrowings from banks or financial institutions on the basis of security of current assets.
The quarterly returns or statements of current assets filed by the Company with banks or financial institutions are in agreement with the books of accounts.

44 The company has not been declared as a wilful defaulter by any bank or financial Institution or other lender for the period ended 31st March,2026.

45 Previous GAAP figures have been reclassified/regrouped to confirm the presentation requirements and the requirements laid down in Division-I of the Schedule-III of the Companies Act,2013.

46 As per the information available with the management, the company has not entered into any transactions during the year with the companies who are into liquidation or struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956 respectively.

47 Registration of charges or satisfaction with Registrar of Companies

No charges or satisfaction yet to be registered with Registrar of Companies beyond the statutory period except one charge in favour of Bank of Baroda amounting to Rs. 15 Lakh which is in the process of satisfaction.

48 Utilisation of Borrowed funds and share premium

a The company has not advanced or loaned or invested any funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary 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) or
(ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

b The company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall
(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
(ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

AURO IMPEX & CHEMICALS LIMITED
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Notes forming part of the Consolidated financial statements for the period ended 31st March 2026

49(a)	Ratio Analysis of Financial Year	Formula	31st March, 2026	31st March 2025
i	Current Ratio	Current Asset/ Current Liab	1.67	1.58
ii	Debt Equity Ratio*	Total Debt/shareholder fund	0.83	1.20
iii	Debt Service Coverage Ratio**	Earning available for Debt service/debt service	1.69	2.63
iv	Return on Equity Ratio	Net Profit / Shareholders Fund	8.10%	9.81%
v	Inventory Turnover Ratio***	COGS or Sales/Avg Inventory	6.33	9.18
vi	Trade Receivable Turnover Ratio****	Total Sales/Trade Receivable	7.54	11.99
vii	Trade Payable Turnover Ratio*****	Total Purchase / Trade Payable	5.78	20.18
viii	Net Capital Turnover Ratio	Sales/Avg Working Cap	7.15	8.22
ix	Net Profit Ratio	Net Profit / Sales	1.66%	1.76%
x	Return on Capital Employed	EBIT/(Networth+ Total Debt+Deff Tax Liab)	9.36%	8.45%
xi	Return on Investment******	MV at Begin -MV at End / MV at Begin	0.50%	-

**An decrease in debt leads to a lower debt-to-equity ratio.*
***The operating profit wich is the source of the debt payment has decreased leading to a fall in Debt Service coverage ratio*
****The inventory turnover ratio declined as a result of reduced revenue from operations.*
*****A decline in sales led to a reduction in the trade receivable turnover ratio.*
******The trade payable turnover ratio decreased due to a drop in purchases and an increase in average payables.*
*******Sale of mutual funds during the year is the reason for change in Return on Investment*

50 No Undisclosed Income has been recorded in the Books of Acounts for the period ended 31st March, 2026.

51 **Compliance with approved Scheme(s) of Arrangements**
During the year no Scheme of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.

52 **Corporate Social Responsibility(CSR)**

Particulars	Amount
Amount required to be spent by the company during the year,	14.44
Amount of expenditure incurred (incl Excess CSR paid setoff for last financial year Rs. 0.02 lakhs)	14.46
(Shortfall)/Excess at the end of the year	0.02
Total of previous years shortfall,	-
Nature of CSR activities	Promoting Education,Healthcare, Contribution made to the Institute of Neurosciences

53 The Company has neither Traded nor Invested in Crypto or Foreign Currency for the period ended 31st March 2026.

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

55 Company is mainly engaged in the business of manufacturing, exporting and supply of Discharge & Collecting Electrodes, and Electrostatic Precipitator (ESP) internal parts and spares, as well as trading of Ferros & Non- Ferros,DI Pipe and other product.Company has also started new line of manufacturing of Stainless Steel Pipes during the current financial year. Due to addition of new line of product, Segment reporting in being made.

56 In the opinion of the Board of Directors, the value of realisation of current assets, advances and deposits in the ordinary course of Business would not be less than the amount at which they are stated in the financial statement.

The accompaying notes are an integral part of the financial statements.
As per our Report of even date.

For and on behalf of Board of
Auro Impex & Chemicals Limited

For Jain Sonu & Associates
(Chartered Accountants)
Firm Reg. No.: 324386E

Praveen Kumar Goenka
Whole Time Director
DIN- 00156943

Madhusudan Goenka
Managing Director
DIN- 00146365

Kalyan Kumar Das
Chief Financial Officer

CA. Sonu Jain
Membership No. : 060015
Place. : Kolkata
Date: 23.05.2026