August 31, 2026

To,
The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E),
Mumbai - 400 051

Trading Symbol: INNOMET

Dear Sir,

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

Ref: Regulation 34(1) of SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015

Pursuant to Regulation 34(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015, we are enclosing here with, 7th Annual Report of the Company along with Notice of the 7th Annual General Meeting of the Company for the Financial Year 2025-26

The Notice of the 7th Annual General Meeting is available from pages 89 to 140 of the enclosed Annual Report.

This is for your information and records.

Please take the same on record and suitably disseminate it to all concerned.

Thanking you!

For Innomet Advanced Materials Limited

SARITHA DEVI CHILAKAPATI
Digitally signed by SARITHA DEVI CHILAKAPATI
Date: 2026.08.31 18:02:48 +05'30'

Saritha Devi Chilakapati
Whole-time Director and CFO
DIN: 08432017

Enclosures as above

INNOMET

INTEGRATING FOR ROBUST BUSINESS.

Securing materials.
Strengthening knowledge and capabilities.
Enabling growth .

Annual report - 2025-26

Annual Report 2026 – Innomet Advanced Materials Limited

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ABOUT US

Innomet Advanced Materials Limited (Innomet/Company) is a specialty powder metallurgy company with a heritage spanning more than four decades and expertise built over more than two decades in metal powders and advanced materials. The Company has evolved from a general engineering enterprise into a technology-driven manufacturer of specialty metal and alloy powders and Tungsten Heavy Alloys (THA). Today, Innomet serves customers across India and international markets, with a focus on engineered materials and customised solutions for applications where material performance, consistency and technical specifications are critical.

Powder metallurgy is at the core of Innomet's capabilities. The Company's approach combines materials expertise, process know-how and application-oriented product development to address specialised requirements across a range of industrial and high-performance applications.

Innomet Powders

Through its **Innomet Powders** division, the Company manufactures ferrous and non-ferrous metal and alloy powders using water and air atomisation technologies. Its portfolio includes copper, bronze, brass, nickel, tin, stainless steel and other alloy powders, with capabilities extending to customised grades containing combinations of iron, copper, nickel, tin, zinc, cobalt and other metals.

The Company has deliberately focused on specialty and customised powders, including products that support import substitution in India. Its powders are used across diverse applications including powder metallurgy components, diamond tools, welding and brazing, catalysts, surface coatings and other industrial applications. The Company works closely with customers on product development and qualification, enabling it to address specific material and performance requirements rather than competing primarily in commoditised powder segments.

Innomet is also expanding its capabilities in higher-value gas-atomised powders, opening opportunities in advanced applications including additive manufacturing, specialised coatings and aerospace-related materials.

Innotung – Tungsten Heavy Alloys

Innotung, the Company's THA business, represents its downstream value-added capability in tungsten-based materials. Innomet manufactures high-density tungsten heavy alloy products through powder metallurgy and high-temperature sintering, offering products in forms such as bars, plates, cubes, spheres and engineered components, including products manufactured to customer specifications.

THA products find applications across **defence, aerospace, radiation shielding, engineering and sporting applications**, where high density, strength and dimensional stability are important. The Company has developed capabilities across material grades and component geometries and has built relationships with customers and institutions in defence, aerospace and radiation-shielding applications.

The Company's THA business represents a specialised segment with significant technical and qualification requirements, creating meaningful barriers to entry. Its growing engagement with international markets also provides opportunities to leverage its capabilities beyond the domestic market.

Technology, Innovation and Growth

Innovation and customer-led product development have remained central to Innomet's evolution. The Company works with experienced scientists, technical experts and research organisations and undertakes in-house development to address emerging customer requirements. Its quality systems are supported by **ISO 9001:2015 certification**, while its aerospace capabilities have been strengthened through **AS 9100D certification**.

Innomet is progressively broadening its capabilities across the powder metallurgy value chain. The acquisition of a majority stake in **Swastik Tungsten Private Limited** in February 2026 provides a pathway towards greater integration in tungsten metal powder and creates a platform for downstream tungsten carbide and related products. At the same time, investments in advanced powder-making capabilities and international market development are expanding the Company's addressable opportunity.

With its combination of specialty powder manufacturing, tungsten heavy alloys, application-oriented R&D and growing international presence, Innomet is positioned to participate in the increasing adoption of advanced materials across defence, aerospace, engineering, additive manufacturing and other technology-intensive industries.

CHAIRMAN & MANAGING DIRECTOR'S MESSAGE

DEAR SHAREHOLDERS,

It is my privilege to welcome you to the Annual General Meeting of Innomet Advanced Materials Limited. On behalf of the Board of Directors, I thank each of you for being with us today and for the confidence and trust you have placed in our Company.

FY26: A Year of Strong Growth

FY26 was a significant year in Innomet's journey. Following our successful listing on the NSE SME Platform in FY 2024–25, we continued to strengthen our capabilities, expand our customer base and position the Company for its next phase of growth.

We operate in a specialised segment of advanced materials, where technology, quality, precision and execution are critical. Over the years, we have invested in developing these capabilities, building customer relationships and obtaining certifications required to serve demanding applications. These investments are now translating into business opportunities and orders.

During FY26, the Company delivered strong growth, with Revenue from Operations increasing by 66% year-on-year to Rs 53.86 crore, while exports tripled during the year. This growth reflects the increasing acceptance of our products across domestic and international markets and marks an important inflection point in our journey. Profit After Tax stood at Rs 1.57 crore in FY26, compared with Rs 1.87 crore in the previous year, reflecting the impact of higher raw material costs and other expenses during the year.

Strengthening the Tungsten Value Chain

The year also saw important developments in our Tungsten Heavy Alloy business. Global supply-chain disruptions and geopolitical developments led to a sharp increase in tungsten prices and highlighted the importance of securing reliable sources of critical raw materials. In response, we proposed to acquired Swastik Tungsten Private Limited in February 2026.

This acquisition is strategically important for Innomet. It provides a path towards backward integration in tungsten metal powders and strengthens raw material security for our Tungsten Heavy Alloy division. It also creates an opportunity to build a complementary business around tungsten metal powders, tungsten carbide powders, ready-to-press powders and, over time, value-added tungsten carbide components.

We believe this will enable us to participate more meaningfully across the tungsten value chain—from powders to higher-value-added products—while reducing dependence on external sources for critical raw materials. The integration and ramp-up of these capabilities will remain an important focus in the coming years.

Building Capabilities for Aerospace & Defence

Another important milestone was the grant of **AS 9100D certification** for our Tungsten Heavy Alloy division. Aerospace and defence customers operate with stringent requirements for quality, traceability and process control. This certification strengthens our credentials and enhances our ability to engage with global aerospace and defence customers and OEMs, representing an important step towards becoming a trusted supplier for high-specification applications.

We also strengthened our engagement with industry and international markets through specialised exhibitions and industry platforms covering powder metallurgy, advanced materials, additive manufacturing, aerospace and defence. These initiatives have enhanced Innomet's visibility and deepened relationships with customers, partners and OEMs.

Advancing Indigenous Metal Powder Capabilities

We are investing in capabilities for the next generation of advanced materials. Our collaboration with IIT Hyderabad, under a DRDO-supported project, involves the development of a **100 kg gas atomiser** for manufacturing high-purity metal powders for aerospace, defence and additive manufacturing applications. The project has a sanctioned outlay of approximately Rs.8.73 crore and is funded by DRDO.

Importantly, this initiative supports India's drive towards greater self-reliance in critical advanced materials and will establish **India's largest indigenous clean metal and alloy powder manufacturing unit**. This capability will strengthen our technological base and support entry into higher-value applications where purity, consistency and precision are critical.

Strong Momentum into FY27

Momentum has continued beyond the close of FY26. Subsequent to the end of the financial year, the Company has built an order book of over Rs. 45 crore, with strong traction across our Metal Powder and Tungsten Heavy Alloy businesses. We have also received significant export orders, including orders from Scope Metals in Israel. These developments provide encouraging visibility for FY27 and demonstrate the growing relevance of our capabilities in international markets.

The continued traction in the Tungsten Heavy Alloy business is particularly encouraging. With global tungsten supply facing significant constraints, the importance of reliable and technically capable suppliers has increased. Our customer relationships, export opportunities and AS 9100D certification position us well to participate in this evolving market, while the Swastik acquisition provides an opportunity to strengthen our position across the tungsten value chain.

We remain conscious of significant volatility in tungsten and other metal prices. We therefore continue to focus on supply-chain strength, product mix, value addition and disciplined execution.

Priorities for the Road Ahead

Our priorities for the coming years are clear.

First, we will strengthen our manufacturing and technological capabilities, including gas atomisation, to address increasingly sophisticated applications.

Second, we will integrate Swastik Tungsten to establish operational captive raw material capabilities while accelerating our move into high-value tungsten carbide products.

Third, we will deepen relationships with domestic and international customers and expand our presence in aerospace, defence, additive manufacturing and other high-growth sectors.

Fourth, we will pursue strategic partnerships, technology collaborations and inorganic opportunities where they complement our capabilities and create sustainable value.

Finally, we will remain focused on operational discipline, quality and responsible capital allocation as we scale the business.

With current capacity expansion and demand visibility, our key milestone is to scale annual revenue to **Rs.100 crore**. Over the longer term, we aspire to build Innomet into a significantly larger advanced materials company, with a presence across high-growth strategic and defence materials and deeper participation in global supply chains.

Post year-end, we further strengthened our strategic capabilities with the appointment of **Shri P. Radha Krishna as Strategic Advisor**, bringing valuable experience and perspective to our growing defence-focused initiatives. He retired as Director (Production), with Additional Charge as Chairman & Managing Director of Bharat Dynamics Limited (BDL), after over 30 years of experience spanning defence production, indigenisation, quality systems and defence exports. His experience will support our growing opportunities in the defence and aerospace sectors.

As we pursue these ambitions, we remain mindful that sustainable growth must be built on governance, transparency, quality and ethical conduct. As a listed company, we remain committed to high standards of corporate governance and regulatory compliance and to communicating openly and responsibly with our stakeholders.

I sincerely thank our shareholders for their continued trust and support. I also thank our customers, employees, business partners and fellow Directors for their confidence, dedication, support and guidance.

The journey ahead presents significant opportunities, but also requires patience, discipline and consistent execution. We believe Innomet is well positioned to participate in the emerging opportunities in advanced materials, aerospace, defence and strategic manufacturing. The progress made during FY26 and the momentum in FY27 give us confidence in the road ahead.

We remain committed to building a strong, globally competitive advanced materials company and creating sustainable and enduring value for all our shareholders.

Thank you once again for your continued trust and support.

Vinay Choudary Chilakapati
Chairman &Managing Director

CORPORATE INFORMATION

Name of the Entity:

Innomet Advanced Materials Limited

ISIN

INE0S1D01010

Registered Office

B-31, Bhel Ancillary Industrial Estate Ramachandrapuram, Medak, Hyderabad, Telangana, India, 502032.

Website: www.innomet.net

Tel: +91 04023021726

Mobile: +91 7036869869

Fax: +91 40 2302 4647;

Mail: cs@innomet.net;

Registrar And Share Transfer Agent

Skyline Financial Services Private limited

Add.: A/506, Dattani Plaza, Andheri Kurla Road, Safeed Pool, Andheri East, Mumbai – 400 072, Maharashtra, India

Website: www.skylinerta.com

Statutory Auditor

M/s. C N D & Associates,

Chartered Accountants

FRN: 030019N

Membership No.: 519740 (Rohit Dhingra)

Secretarial Auditor (For the FY 2025-26)

Mr. M Ramana Reddy

Practising Company Secretary

M.No.37864

CP No.18415

Internal Auditors (for the FY 2025-26)

M/s. Hemant K Company, Chartered Accountants

FRN: 041911N

Secretarial Auditor (For the FY 2026-27)

PS Rao and Associates

Practising Company Secretaries

Internal Auditors (for the FY 2026-27)

VDP and Co.,

Chartered Accountants

FRN:024607S

CIN No.

L27101TG2019PLC132262

Listing Status

Listed on NSE Emerge – SME Platform

BOARD OF DIRECTORS & KMP

Mr. Vinay Choudary Chilakapati	Chairman & Managing Director (KMP)
Mrs. Saritha Devi Chilakapati	Whole-time director and CFO (KMP)
Mrs. Lakshmi Kanthamma Chilakapati	Non-executive Non-independent Director
Ms. Sanjna Chowdary Chilakapati	Additional Director (Non-executive Non-independent) (from February 11, 2026)
Mr. Bhanu Sankara Rao Kota	Non-Executive Independent Director
Mr. Myneni Narayana Rao	Non-Executive Independent Director (till January 29, 2026)
Mr. Venkata Bhaskara Rao Chadalavada	Non-Executive Independent Director
Mr. Sai Kiran Chakravadhanula	Additional Director (Non-Executive Independent) (from May 23, 2026)
Company Secretary & Compliance Officer	
Ms. Aanchal Sethia	Company Secretary & Compliance Officer (KMP) (till June 01, 2026)

AUDIT COMMITTEE

Mr. Venkata Bhaskara Rao Chadalavada	Chairman
Mr. Bhanu Sankara Rao Kota	Member
Mr. Vinay Choudary Chilakapati	Member
Mr. Myneni Narayana Rao	Member (till January 29, 2026)

STAKEHOLDER'S RELATIONSHIP COMMITTEE

Mr. Venkata Bhaskara Rao Chadalavada	Chairman
Mr. Vinay Choudary Chilakapati	Member
Mr. Myneni Narayana Rao	Member (till January 29, 2026)
Ms. Sanjna Chowdary Chilakapati	Member (from February 11, 2026)

NOMINATION & REMUNERATION COMMITTEE

Mr. Venkata Bhaskara Rao Chadalavada	Chairman
Mr. Bhanu Sankara Rao Kota	Member
Mr. Myneni Narayana Rao	Member (till January 29,2026)
Ms. Sanjna Chowdary Chilakapati	Member (Non-Executive Non-Independent Director) (from February 11, 2026)

DIRECTOR'S REPORT

Dear Members,

Innomet Advanced Materials Limited

The Board of Directors is pleased to present the 7th (Seventh) Board's Report of your Company, together with the Audited Financial Statements for the financial year ended March 31, 2026 (FY 2025-26).

1. FINANCIAL SUMMARY

The Company's financial performance for the financial year ended March 31, 2026:

(Rupees in Lakhs)

	For the Year ended March 31	
Particulars	**2026**	**2025**
Revenue from Operations	5,386.41	3,252.48
Other income	31.91	38.61
Total Income	**5,418.32**	**3,291.10**
Operating expenditure	4,825.73	2,746.40
Depreciation and amortization expense	266.82	183.63
Total expenses	5,177.77	3,030.34
Profit Before Finance Costs and Tax	**325.77**	**361.06**
Finance costs	85.22	100.31
Profit before tax	**240.55**	**260.75**
Tax expense	83.28	74.22
Profit for the year	**157.27**	**186.53**

2. STATE OF AFFAIRS

During the FY 2025-26, the Company continued its operations as a listed entity on the NSE Emerge platform of the National Stock Exchange of India Limited ("NSE"), following its listing during the previous financial year.

During FY 2025 26, the Company recorded Revenue from Operations of Rs.5,386.41 lakhs, as compared to Rs. 3,252.48 lakhs in FY 2024 25, reflecting a robust growth in topline.

The Profit Before Tax (PBT) stood at Rs. 240.55 lakhs as against Rs.260.75 lakhs in the previous year, while the Profit After Tax (PAT) amounted to Rs.157.27 lakhs compared to Rs.186.53 lakhs in FY 2024 25.

The Company continued to focus on strengthening its business operations, enhancing its market presence and pursuing its growth objectives while maintaining appropriate standards of corporate governance and regulatory compliance.

3. RESERVES & SURPLUS/APPROPRIATIONS

During the FY 2025-26, the Board of Directors has not proposed to transfer any amount out of the profits of the Company to any specific reserve. The profit for the year has accordingly been retained in the retained earnings of the Company in accordance with the applicable accounting principles.

4. CHANGE IN THE NATURE OF BUSINESS

There was no change in the nature of business of the Company during the FY 2025–26

5. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FY 2025-26 AND THE DATE OF THIS BOARD'S REPORT.

During the period from April 1, 2026 to the date of this Report, except for the preferential issue(s) by way of allotment of further equity shares and equity share warrants and the proposed acquisition of 57.5% stake in Swastik Tungsten Private Limited, which is currently in progress, there have been no other material changes or commitments affecting the financial position of the Company which have occurred between the end of the financial year 2025-26 and the date of this Report.

The proposed acquisition of 57.5% stake in Swastik Tungsten Private Limited is strategically aligned with the Company's business objectives, particularly for strengthening and securing the supply of tungsten metal powder and allied materials for the Company's operations. Upon completion of the proposed acquisition, Swastik Tungsten Private Limited will become a subsidiary of the Company.

6. DIVIDEND

The Board of Directors has not recommended any final dividend for the FY 2025-26. Further, no interim dividend was declared or no dividend was paid during the FY 2025–26.

The Dividend Distribution Policy of the Company, adopted in accordance with the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"),, is available on the Company's website at: https://www.innomet.net/wp-content/uploads/2026/01/Dividend-Distribution-Policy.pdf

7. SHARE CAPITAL OF THE COMPANY

A. AUTHORIZED SHARE CAPITAL

The authorised share capital of the Company remained unchanged during the FY 2025-26, at Rs.14,00,00,000 (Rupees Fourteen Crores Only) comprising 1,40,00,000 (One Crore Forty Lakhs) Equity Shares of Rs.10/- (Rupees Ten only) each.

The Company proposes to increase the authorised share capital of the Company from Rs.14,00,00,000 (Rupees Fourteen Crores only) to Rs.16,00,00,000 (Rupees Sixteen Crores only) comprising 1,60,00,000 (One Crore Sixty Lakhs) Equity Shares of Rs.10/- (Rupees Ten only) each, by creation of an additional 20,00,000 (Twenty Lakhs) Equity Shares of Rs. 10/- each, subject to the approval of the Members at the ensuing Annual General Meeting ("AGM").

B. ISSUED, SUBSCRIBED AND PAIDUP SHARE CAPITAL

The issued, subscribed and paid-up share capital of the Company as at March 31, 2026 stood at Rs. 12,94,01,380/- (Rupees Twelve Crores Ninety-Four Lakhs One Thousand Three Hundred and Eighty Only), comprising 1,29,40,138 (One Crore Twenty-Nine Lakhs Forty Thousand One Hundred and Thirty-Eight) Equity Shares of Rs. 10/- (Rupees Ten only) each. There was no change in the issued, subscribed and paid-up share capital of the Company during the FY 2025-26.

Subsequent to the closure of the FY 2025-26, the Company undertook a preferential issue of 4,50,000 (Four Lakh Fifty Thousand) Equity Shares and 5,00,000 (Five Lakh) Equity Share Warrants in accordance with the provisions of the Companies Act, 2013 ("the Act") SEBI Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations") and other applicable Listing Regulations. The Board of Directors, at its meeting held on July 06, 2026, approved the proposal for the preferential issue, which was subsequently approved by the Members of the Company at the Extraordinary General Meeting held on August 05, 2026. The Company also received in-principle approval from the National Stock Exchange of India Limited Reference No. NSE/LIST/56303 dated 13 August 2026.

Pursuant to the aforesaid approvals, the Board of Directors, at its meeting held on August 18, 2026, allotted 4,50,000 (Four Lakh Fifty Thousand) fully paid-up Equity Shares of Rs. 10/- each at an issue price of Rs. 131/- (Rupees One Hundred Thirty-One only) per Equity Share, including a securities premium of Rs. 121/- (Rupees One Hundred Twenty-One only) per Equity Share, on a preferential basis to non-promoter allottees. The aggregate subscription consideration of Rs. 5,89,50,000/- (Rupees Five Crores Eight Nine Lakhs Fifty Thousand only) was received by the Company towards the aforesaid Equity Shares.

Accordingly, consequent upon the allotment of 4,50,000 (Four Lakh Fifty Thousand) Equity Shares on August 18, 2026, the issued, subscribed and paid-up share capital of the Company, as on the date of this Report, stands at Rs. 13,39,01,380/- (Rupees Thirteen Crores Thirty-Nine Lakhs One Thousand Three Hundred and Eighty only), comprising 1,33,90,138 (One Crore Thirty-Three Lakhs Ninety Thousand One Hundred and Thirty-Eight) Equity Shares of Rs. 10/- each.

Further, on August 18, 2026, the Company allotted 5,00,000 (Five Lakh) Equity Share Warrants at an issue price of Rs. 131/- (Rupees One Hundred Thirty One 0nly) per warrant on a preferential basis to promoter allottees. The Company received 25% of the issue price of the warrants, amounting to Rs. 1,63,75,000/- (Rupees One Crore Sixty Three Lakhs Seventy Five Thousand only), from the warrant holders at the time of allotment. The balance 75% of the issue price, amounting to Rs. 4,91,25,000/- (Rupees Four Crores Ninety-One Lakhs Twenty-Five Thousand only), shall be payable upon exercise of the warrants. Each warrant is convertible/exercisable into one equity share of the Company at the option of the respective warrant holder within a period of Eighteen (18) months from the date of allotment, subject to the terms of the issue and applicable laws.

The 5,00,000 (Five Lakh) Equity Share Warrants allotted on August 18, 2026 do not form part of the issued, subscribed and paid-up share capital of the Company as on the date of this report, as the same are convertible into Equity Shares upon exercise by the respective warrant holders and payment of the balance consideration, in accordance with the terms of the issue and applicable laws.

Subject to the approval of the shareholders in the ensuing AGM and subject to other approvals, the Board of Directors in its meeting held on August 24, 2026 considered and approved:

a) the issue and allotment of 11,92,200 (Eleven Lakh Ninety Two Thousand Two Hundred) Equity Share Warrants at a price of Rs. 210/- (Rupees Two Hundred Ten Only) per warrant, determined in accordance with the applicable provisions of the SEBI ICDR Regulations, 2018, which includes a premium of Rs.200/- (Rupees Two Hundred Only) per warrant. Each warrant is convertible/exercisable into one equity share of the Company

b) The Innomet Advanced Materials Limited Employee Stock Option Scheme – 2026, providing for the issue of up to 2,60,000 (Two Lakh Sixty Thousand) options to eligible employees of the Company and its future subsidiary(ies), to be implemented through an irrevocable trust to be incorporated by the Company in accordance with provisions of the Act and Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.

During the FY 2025-26:

- The Company has not bought back any of its securities. Accordingly, the provisions of Section 68 of the Act are not applicable.
- The Company has not issued any sweat equity shares. Hence, the provisions of Section 54 of the Act are not applicable.
- The Company has not granted any stock options to its employees. Accordingly, the provisions of Section 62(1)(b) of the Act are not applicable.
- The Company has not issued any bonus shares. Hence, the provisions of Section 63 of the Act are not applicable.

8. INITIAL PUBLIC OFFER (“IPO”) AND LISTING OF EQUITY SHARES

The Company had raised an amount of Rs. 3,423.60 lakhs through its Initial Public Offer (“IPO”) of Equity Shares pursuant to the Prospectus dated September 02, 2024. The Equity Shares of the Company are listed on the SME Platform (NSE Emerge) of the National Stock Exchange of India Limited.

As at March 31, 2026, no portion of the IPO proceeds remained unutilised in the Escrow Account maintained by the Company for the purposes specified in the Prospectus.

During the FY 2025-26 the Company utilised the unutilised IPO proceeds in accordance with the objects specified in the Prospectus. The details of the utilisation of the IPO proceeds are as follows:

Sl No	Particulars	Amount (Rs. in Lakhs)
1	Total amount raised through IPO	3,423.60
2	Amount utilised during FY 2024-25	3,057.05
3	Amount unutilised as at March 31, 2025	366.55
4	Balance amount unutilised as at March 31, 2026	Nil
5	Amount utilised post closure of FY 2025-26	Not Applicable

The IPO proceeds have been utilized for the objects specified in the Prospectus. There has been no material deviation or variation in the utilization of the IPO proceeds from the stated objects during FY 2025 26. The Company has complied with the applicable provisions of the Act, the SEBI ICDR Regulations, and other applicable laws and regulations relating to the utilisation of the IPO proceeds.

9. CHANGE IN NAME OF THE COMPANY

There was no change in the name of the Company during the FY 2025-26.

10. CHANGE IN REGISTERED OFFICE

There was no change in the registered office of the Company during the FY 2025-26.

11. DIRECTORS AND KEY MANAGERIAL PERSONNEL

As on March 31, 2026, the Board of Directors of the Company comprised Six (6) Directors, consisting of:

- Two (2) Executive Directors
- Two (2) Non-Executive Non Independent Directors
- Two (2) Non Executive Independent Directors

The composition of the Board is in conformity with the provisions of the Act.

Changes during FY 2025 26:

- Mr. Myneni Narayana Rao, Non-Executive Independent Director, resigned with effect from January 29, 2026.
- Ms. Sanjna Chowdary Chilakapati was appointed as an Additional Director (Non Executive Non Independent) with effect from February 11, 2026, and will hold the office till the AGM.

Except as stated above, there were no other changes in the composition of the Board of Directors or Key Managerial Personnel during FY 2025 26.

Changes subsequent to FY 2025 26:

- Mr. Sai Kiran Chakravadhanula was appointed as an Additional Director-Non-Executive Independent Director with effect from May 23, 2026.
- Ms. Aanchal Sethia, Company Secretary and Compliance Officer of the Company, resigned from the position with effect from June 1, 2026, subsequent to the end of the FY 2025-26.

The Company has listed its specified securities on the SME Exchange and, accordingly, the corporate governance provisions specified under Regulation 17 and other provisions covered by Regulation 15(2)(b) of the SEBI LODR Regulations are not applicable to the Company.

The Directors and Key Managerial Personnel who held office during the FY 2025-26 and the changes thereafter up to the date of this Report are set out below:

Sr. No.	Name of Directors/KMPs	Designation /KMP Status	Nature of Directorship/postion
1	Mr.Vinay Choudary Chilakapati	Chairman & Managing Director (KMP)	Executive
2	Mrs.Saritha Devi Chilakapati	Whole-time Director and CFO (KMP)	Executive
3	Mrs.Lakshmi Kanthamma Chilakapati	Director	Non-executive Non-independent
4	Ms. Sanjna Chowdary Chilakapati	Additional Director	Non-executive Non-independent (from February 11, 2026)
5	Mr. Bhanu Sankara Rao Kota	Independent Director	Non- Executive
6	Mr. Venkata Bhaskara Rao Chadalavada	Independent Director	Non- Executive`
7	Mr.Myneni Narayana Rao	Independent Director	Non- Executive (till January 29, 2026)
8	Mr.Sai Kiran Chakravadhanula	Independent Director	Non- Executive (from May 23, 2026
9	Ms. Aanchal Sethia	Company Secretary	Company Secretary & Compliance Officer (till June 01, 2026)

12. DECLARATION BY INDEPENDENT DIRECTORS

Pursuant to the provisions of Section 134(3)(d) read with Section 149(6) and 149(7) of the Act. the Company has received the requisite declarations from each of the Independent Directors confirming that they meet the criteria of independence specified under Section 149(6) of the Act and that they are not aware of any circumstance or situation which exists or may reasonably be anticipated to impair or impact their ability to discharge their duties with an objective and independent judgment. The Independent Directors have also confirmed that they have complied with the applicable provisions of Schedule IV to the Act, including the Code for Independent Directors, and have made the requisite disclosures to the Company in accordance with the applicable provisions of the Act.

The Board of Directors is of the opinion that the Independent Directors of the Company fulfil the conditions of independence specified under the Act and the rules made thereunder and are independent of the management. The Board is further of the opinion that the Independent Directors possess the requisite integrity, expertise, experience and proficiency required for the effective discharge of their duties and responsibilities.

13. DISCLOSURE ON DIRECTORS' DISQUALIFICATION

Pursuant to Section 134(3)(f) of the Act, it is hereby confirmed that none of the Directors of the Company are disqualified under Section 164(2) of the Act as on March 31, 2026. The Board further affirms that all Directors continue to comply with the limits on directorships prescribed under Section 165 of the Act,.

14. DETAILS OF MEETINGS OF BOARD OF DIRECTORS AND ITS COMMITTEE(S)

A. BOARD OF DIRECTORS

During the FY 2025-26, 12 (Twelve) meetings of the Board of Directors were held and the details of number of Directors attended are as follows:

Sr. No.	Date of Meeting	Number of Directors Present
1	April 05, 2025	6
2	April 17,2025	6
3	April 29, 2025	6
4	May 29, 2025	6
5	June 26, 2025	6
6	August 12, 2025	6
7	August 28, 2025	6
8	October 07, 2025	6
9	October 24, 2025	6
10	November 14, 2025	6
11	February 11,2026	3
12	February 13,2026	6

Attendance of Board of Directors

Name of Director	No. of Meetings Entitled to Attend for the FY 2025-26	No. of Meetings Attended
Mr. Vinay Choudary Chilakapati	12	12
Mrs. Saritha Devi Chilakapati	12	12
Mrs. Lakshmi Kanthamma Chilakapati	12	11
Ms. Sanjna Chowdary Chilakapati	1	1
Mr. Bhanu Sankara Rao Kota	12	11
Mr. Venkata Bhaskara Rao Chadalavada	12	12
Mr. Myneni Narayana Rao	10	10
Mr. Sai Kiran Chakravadhanula	—	—

Notes:
a) Mr. Myneni Narayana Rao was entitled to attend 10 (Ten) Board Meetings held during the period prior to his cessation and attended all of them.
b) Ms. Sanjna Chowdary was entitled to attend 1(One) Board Meeting held after her appointment
Mr. Sai Kiran Chakravadhanula was appointed w.e.f 23 May 2026 and was not entitled to attend Board Meetings held during the FY 2025-26.

AUDIT COMMITTEE OF THE BOARD OF DIRECTORS

The Company has constituted an Audit Committee in accordance with the applicable provisions of Section 177 of the Act and the rules made thereunder. The Company, being listed on the SME Exchange, is exempt from Regulation 18 of the SEBI LODR Regulations pursuant to Regulation 15(2)(b) of the said Regulations.

Accordingly, the Audit Committee of the Company is constituted in accordance with the applicable provisions of the Act and the rules made thereunder and Listing Regulations. The Audit Committee assists the Board in discharging its responsibilities relating to financial reporting, internal financial controls, audit processes and such other matters as may be prescribed under applicable laws or entrusted to it by the Board. During the FY 2025-26, there were no instances where the Board of Directors did not accept any recommendation of the Audit Committee. The Committee continues to function in accordance with its terms of reference as specified under the Act and SEBI LODR Regulations (to the extent applicable).

The composition of the Audit Committee is as follows:

Sl No.	Name of Member	Nature of Directorship	Status in Committee
1	Mr.Venkata Bhaskara Rao Chadalavada	Non-Executive Independent Director	Chairman
2	Mr.Bhanu Sankara Rao Kota	Non-Executive Independent Director	Member
3	Mr.Vinay Choudary Chilakapati	Managing Director	Member
4	Mr. Myneni Narayana Rao (till January 29,2026)	Non-Executive Independent Director	Member

Notes:
a) Mr.Myneni Narayana Rao ceased to be a member of the Audit Committee consequent upon his resignation as an Independent Director with effect from 29 January, 2026.
b) Mr. Sai Kiran Chakravadhanula was appointed as a member of the Audit Committee with effect from 23 May, 2026.

Meetings of the Audit Committee

During the FY 2025–26, the Audit Committee met 6 (Six) times. The meetings were duly convened in accordance with the applicable provisions of the Act and the rules made thereunder. The Committee considered and deliberated upon various matters within its scope, including financial reporting, internal financial controls, audit-related matters and other matters placed before it by the Board and the management.

The requisite quorum was present at all the meetings and the members actively participated in the deliberations. The proceedings of the Audit Committee meetings were duly recorded and placed before the Board for its consideration and noting, as applicable. During the FY 2025-26, 6 (Six) meetings of the Audit Commitee were held and the details of number of Directors attended are as follows

Sl No	Date of Audit Committee Meeting	Number of Committee Members Present
1	May 29, 2025	4
2	June 26, 2025	4
3	August 12, 2025	4
4	November 14, 2025	4
5	February 11, 2026	3
6	February 13, 2026	3

Attendance of Audit Committee Members

Sr. No.	Name of Committee Member	No. of Meetings Entitled to Attend for the FY 2025-26	No. of Meetings Attended
1	Mr.Venkata Bhaskara Rao Chadalavada	6	6
2	Mr.Bhanu Sankara Rao Kota	6	6
3	Mr.Vinay Choudary Chilakapati	6	6
4	Mr.Myneni Narayana Rao (till January 29, 2026)	4	4

Mr. Myneni Narayana Rao was entitled to attend four (4) Audit Committee meetings held during the period prior to his cessation and attended all of them. He did not attend the meetings held on February 11, 2026 and February 13, 2026, and ceased to be a member consequent upon his resignation as an Independent Director with effect from January 29, 2026

B. NOMINATION & REMUNERATION COMMITTEE

The Company has constituted the Nomination and Remuneration Committee in accordance with the applicable provisions of Section 178 of the Act and the rules made thereunder. The Company, being listed on the SME Exchange, is exempt from Regulation Regulation 19 of the SEBI LODR Regulations pursuant to Regulation 15(2)(b) of the said Regulations. Accordingly, the Nomination and Remuneration Committee functions in accordance with the applicable provisions of the Act, and the rules made thereunder and SEBI LODR Regulations (to the extent applicable). The Company has formulated a Nomination and Remuneration Policy in accordance with Section 178 of the Act, which lays down the criteria for appointment, evaluation, and remuneration of Directors and Key Managerial Personnel. During the FY 2025-26, there were no instances where the Board did not accept any recommendation of the Nomination and Remuneration Committee.

The Nomination and Remuneration Policy is accessible on the Company's website at https://www.innomet.net/wp-content/uploads/2026/01/Nomination-and-Remuneration-Policy.pdf.

The composition of the Nomination and Remuneration Committee is as follows:

Sr. No.	Name of Member	Nature of Directorship	Status in Committee
1	Mr. Venkata Bhaskara Rao Chadalavada	Non-Executive Independent Director	Chairman
2	Mr. Bhanu Sankara Rao Kota	Non-Executive Independent Director	Member
3	Ms. Sanjna Chowdary Chilakapati (from February 11,2026)	Non-Executive Non-Independent Director	Member
4	Mr. Myneni Narayana Rao (till January 29, 2026)	Non-Executive Independent Director	Member

During the FY 2025-26, 2 (Two) meetings of the Nomination and Remuneration Committee were held and the details of number of Directors attended are as follows

Sl No	Date of Nomination and Remuneration Committee Meeting	Number of Committee Members Present
1	August 12, 2025	3
2	November 14, 2025	3

Attendance of Nomination and Remuneration Committee Meetings

During the FY 2025–26, the Nomination and Remuneration Committee met 2 (Two) times. The attendance of the members at the meetings held during the year is as follows:

Sr. No.	Name of Committee Member	No. of Meetings Entitled to Attend for the FY 2025-26	No. of Meetings Attended
1	Mr. Venkata Bhaskara Rao Chadalavada	2	2
2	Mr. Bhanu Sankara Rao Kota	2	2
3	Mr. Myneni Narayana Rao	2	2
4	Ms. Sanjna Chowdary Chilakapati	0	0

Notes:
a) Ms. Sanjna Chowdary Chilakapati, was not entitled to attend NRC Committee meetings, as all the meeting held prior to her appointment

C. STAKEHOLDER RELATIONSHIP COMMITTEE

The Company has constituted the Stakeholders' Relationship Committee in accordance with the applicable provisions of Section 178 of the Act and the rules made thereunder. The Company, being alisted entity whose specified securities are listed on the SME Exchange, is exempt from the applicability of Regulation 20 of the SEBI LODR Regulations , pursuant to Regulation 15(2)(b) of the said Regulations. The Stakeholders' Relationship Committee is responsible for considering and facilitating the effective resolution of grievances and complaints of security holders and for such other matters as may be assigned to it by the Board. The Committee reviews and addresses grievances of shareholders, investors, and other stakeholders in accordance with Section 178 of the Act. During FY 2025-26, there were no instances where the Board did not accept any recommendation of the Stakeholders Relationship Committee

Composition of the Stakeholders' Relationship Committee

The composition of the Stakeholders' Relationship Committee during the FY 2025-26 and as applicable at different points of time was as follows:

Sr. No.	Name of Member	Nature of Directorship	Status in Committee
1	Mr. Venkata Bhaskara Rao Chadalavada	Non-executive Independent Director	Chairman
2	Mr. Vinay Choudary Chilakapati	Executive Director	Member
3	Mr. Myneni Narayana Rao (till January 29, 2026)	Non-executive Independent Director	Member
4	Ms. Sanjna Chowdary Chilakapati (from February 11, 2026)	Non-executive Non- Independent Director	Member

Notes:
a) Mr. Myneni Narayana Rao ceased to be a member of the Stakeholders' Relationship Committee consequent upon his resignation as an Independent Director with effect from 29 January 2026.
b) Ms. Sanjna Chowdary Chilakapati was appointed as a member of the Stakeholders' Relationship Committee with effect from 11 February 2026.

Meetings of the Stakeholders' Relationship Committee

During the FY 2025–26, the Stakeholders' Relationship Committee met 3 (Three) times. The details of the meetings held during the year are as follows:

Sl No	Date of Committee Meeting	Number of Committee Members Present
1	May 29, 2025	3
2	November 14, 2025	3
3	February 13, 2026	3

The meetings were duly convened and conducted in accordance with the applicable provisions of the Act. The Committee considered matters relating to shareholders and security holders, including investor grievances and other matters placed before it. The proceedings of the meetings were duly recorded and the relevant matters were placed before the Board, as applicable.

Attendance of Stakeholders' Relationship Committee Meetings

Sr. No.	Name of Committee Member	No. of Meetings Entitled to Attend for the FY 2025-26	No. of Meetings Attended
1	Mr. Venkata Bhaskara Rao Chadalavada	3	3
2	Mr. Vinay Choudary Chilakapati	3	3
3	Mr. Myneni Narayana Rao	3	3
4	Ms. Sanjna Chowdary Chilakapati	1	1

Investor Grievances

During the FY 2025–26, the Company monitored and addressed investor grievances received through the applicable regulatory and investor grievance mechanisms. No investor complaints were received during the FY 2025-26 and no complaints were pending for resolution as at March 31, 2026.

D. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The provisions relating to constitution of the Corporate Social Responsibility Committee under Section 135 of the Act, 2013 are not applicable to the Company for the FY ended March 31, 2026, as the Company does not meet the prescribed criteria for applicability of the said provisions. Accordingly, the Company has not constituted a Corporate Social Responsibility Committee during the FY 2025-26.

15. ANNUAL EVALUATION OF THE BOARD, ITS COMMITTEES AND INDIVIDUAL DIRECTORS

Pursuant to Section 134(3)(p) of the Act, the Board of Directors carried out an annual evaluation of the performance of the Board, its Committees and individual Directors for the FY ended March 31, 2026, in accordance with the criteria and process laid down by the Nomination and Remuneration Committee.

The evaluation of individual Directors was undertaken with reference to their participation and contribution in the affairs of the Company, attendance and participation in Board and Committee meetings, understanding of the Company's business and operations, contribution to deliberations and decision-making, and discharge of their duties and responsibilities The Nomination and Remuneration Committee reviewed the performance of the individual Directors in accordance with the evaluation criteria adopted by the Company and placed the outcome before the Board for its consideration. The performance of the Board and its Committees was evaluated collectively with reference to their composition, functioning, effectiveness, participation, deliberations and discharge of their respective responsibilities.

The performance evaluation was conducted in accordance with the Directors Performance Evaluation Policy of the Company. The Directors expressed their satisfaction with the evaluation process and the overall performance of the Board, its Committees and individual Directors. Since the Company has listed its specified securities on the SME Exchange, the corporate governance provisions under Regulations 17 to 27 of the SEBI LODR Regulations are not applicable to the Company pursuant to Regulation 15(2)(b) of the said Regulations. Accordingly, the above disclosure is made with reference to the applicable provisions of the Act and the Company's Directors Performance Evaluation Policy. The Directors evaluation policy is available on the Company's website and may be accessed at https://www.innomet.net/wp-content/uploads/2026/01/Directors-Performance-Evaluation-Policy.pdf

16. VIGIL MECHANISM

The Company has established a Whistle Blower Policy and Vigil Mechanism pursuant to the applicable provisions of Section 177(9) and Section 177(10) of the Act read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014. Section 177(9) specifically provides for a vigil mechanism for Directors and employees to report genuine concerns.

The Vigil Mechanism provides a formal framework for Directors and employees to report genuine concerns relating to unethical behaviour, actual or suspected fraud, violation of the Company's rules, regulations and policies, improper activities or serious irregularities in the conduct of business. The mechanism provides for adequate safeguards against victimisation of persons who avail themselves of the Vigil Mechanism and provides for direct access to the Chairperson of the Audit Committee in appropriate or exceptional cases, in accordance with Section 177(10) of the Act. The Vigil Mechanism is intended to promote a culture of transparency, integrity and ethical conduct within the Company and to provide a secure framework for reporting improper activities and serious irregularities. The Policy also clarifies that the Vigil Mechanism is not intended to provide a route for raising personal grievances and does not absolve employees from their duty of confidentiality in the course of their work.

During FY 2025–26, the Vigil Mechanism remained operational. No person was denied access to the appropriate authority under the Vigil Mechanism. The Company has complied with the applicable provisions relating to the Vigil Mechanism during the FY ended March 31, 2026. The Whistle Blower Policy and Vigil Mechanism is available on the Company's website and may be accessed at https://www.innomet.net/wp-content/uploads/2026/01/Whistle-Blower-Policy-and-Vigil-Mechanism.pdf

17. FAMILIARISATION PROGRAM FOR INDEPENDENT DIRECTORS

At the time of appointment of an Independent Director, the Company issues a formal letter of appointment outlining his/her role, function, duties, and responsibilities. Furthermore, in accordance with the requirements of SEBI (LODR)Regulations, 2015, the Company also organizes a familiarization programme for the Independent Directors to enlighten them about the Company, their roles, rights, and responsibilities within the Company, the nature of the industry in which the Company operates, and the business model of the Company, among other aspects. Periodic presentations are made to the Board and Board Committee meetings on business and performance updates of the Company, business strategy, and associated risks. Quarterly updates on relevant statutory changes, encompassing important amendments, are provided to the Directors

All details necessary for Independent Directors to familiarize themselves with the business and culture of the Company, including the details of such programmes imparted to them, are available on the Company's website and can be accessed at: //www.innomet.net/wp-content/uploads/2026/01/Familiarization-Programme-for-Independent-Directors.pdf

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

Pursuant to Section 134(3)(e) read with Section 178(3) of the Act, the Company has formulated and adopted a Nomination and Remuneration Policy laying down the criteria for determining the qualifications, positive attributes and independence of Directors and providing the framework for appointment and remuneration of Directors, Key Managerial Personnel and Senior Management Personnel.

The Policy, inter alia, provides for the criteria for appointment of Directors, KMP and Senior Management Personnel, their qualifications, experience, skills and other attributes, as well as the principles governing their remuneration. The Policy also provides the framework for evaluation of the performance of the Board, its Committees and individual Directors.

The Nomination and Remuneration Policy is reviewed by the Nomination and Remuneration Committee and the Board of Directors, as and when considered necessary, to ensure that it remains aligned with the applicable provisions of the Act and the requirements of the Company. The Company has complied with the applicable provisions of the Act relating to appointment and remuneration of Directors, Key Managerial Personnel and Senior Management Personnel during the FY 2025-26 . Since the Company has listed its specified securities on the SME Exchange, the corporate governance provisions specified under Regulations 17 to 27 of the SEBI LODR Regulations , including Regulation 19 relating to the Nomination and Remuneration Committee, are not applicable to the Company pursuant to Regulation 15(2)(b) of the said Regulations. The provisions of the Act, wherever applicable, continue to apply.

In accordance with the proviso to Section 134(3)(e) of the Act, the salient features of the Nomination and Remuneration Policy are disclosed herein and the complete Policy is available on the Company's website and may be accessed at: https://www.innomet.net/wp-content/uploads/2026/01/Nomination-and-Remuneration-Policy.pdf

19. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirements of Section 134(3)(c) read with Section 134(5) of the Act, the Board of Directors, to the best of their knowledge and ability, confirm that:

1. in the preparation of the annual accounts for the FY 2025-26, the applicable accounting standards have been followed and there are no material departures from the same;

2. 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 as at March 31, 2026 and of the profit of the Company for the FY ended on that date;

3. the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

4. the Directors have prepared the annual accounts on a going concern basis;

5. the Directors have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and were operating effectively; and

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

20. ADEQUACY OF INTERNAL FINANCIAL CONTROLS

Pursuant to Section 134(5)(e) of the Act, the Company has laid down adequate internal financial controls to be followed by the Company. These controls are designed to provide reasonable assurance regarding the reliability of financial reporting, safeguarding of assets, prevention and detection of frauds and errors, accuracy and completeness of accounting records and compliance with applicable policies and procedures.

The internal financial controls are commensurate with the size and nature of the Company's operations and are integrated with its overall risk management and business processes. The adequacy and effectiveness of such controls are reviewed periodically through the internal audit and other monitoring mechanisms. During the FY 2025-26, the internal financial controls were evaluated and tested and no material weakness in the design or operating effectiveness of such controls was identified. The Statutory Auditors of the Company have also evaluated the internal financial controls with reference to financial reporting and, as stated in their Independent Auditors' Report, have expressed an unmodified opinion that the Company has, in all material respects, an adequate internal financial controls system over financial reporting and that such controls were operating effectively as at March 31, 2026. Accordingly, the Board of Directors confirms that the Company has adequate internal financial controls and that such controls were operating effectively during the FY 2025-26, in accordance with the requirements of Section 134(5)(e) of the Act.

21. SUBSIDIARY, JOINT VENTURE AND ASSOCIATE COMPANIES

As at March 31, 2026, the Company does not have any Holding Company, Subsidiary Company, Associate Company or Joint Venture Company.

During the FY 2025-26 no company has become or ceased to be a Subsidiary Company, Associate Company or Joint Venture Company of the Company. Accordingly, the provisions relating to reporting on the performance and financial position of Subsidiary Companies, Associate Companies and Joint Venture Companies and their contribution to the overall performance of the Company are not applicable for the FY 2025-26.

ACQUISITION OF SWASTIK TUNGSTEN PRIVATE LIMITED

During the FY 2025-26, the Company approved the proposal for acquisition of 57.5% of the equity share capital of Swastik Tungsten Private Limited ("Swastik Tungsten"), a company engaged in the business of tungsten metal powder and having its registered office at Shrirampur, Maharashtra. Swastik Tungsten was incorporated on September 29, 2010. The Board of Directors, at its meeting held on February 13, 2026, approved the proposal for acquisition of 57.5% stake in Swastik Tungsten for a consideration of Rs. 1.50 Crores, subject to the terms and conditions of the Share Purchase Agreement and completion of the applicable process under the approved Resolution Plan. The proposed acquisition is strategically aligned with the Company's business objectives, particularly for strengthening and securing the supply of tungsten metal powder for the Company's operations. Upon completion of the proposed acquisition, Swastik Tungsten would become a subsidiary of the Company. The proposed acquisition does not constitute a Related Party Transaction, and none of the Promoter, Promoter Group or Group Companies of the Company has any interest in the entity proposed to be acquired. As at March 31, 2026, the proposed acquisition of **Swastik Tungsten Private Limited** was still in process and, accordingly, the company was not a subsidiary of the Company as at the end of the financial year 2025-26. The requisite disclosure in respect of the proposed acquisition, including the material details of the transaction, was made to the stock exchange by the Company.

22. ANNUAL RETURN

Pursuant to the provisions of Section 92(3) of the Act,, read with the Companies (Management and Administration) Rules, 2014, the Annual Return of the Company for the FY 2025-26, is available on the website of the Company and can be accessed at: https://www.innomet.net/investor-relations/

23. AUDITORS AND AUDITOR'S REPORT

A. STATUTORY AUDITOR AND AUDIT REPORT

STATUTORY AUDITORS

M/s. C N D & Associates, Chartered Accountants (Firm Registration No. 030019N) were appointed as the Statutory Auditors of the Company at the AGM held on September 14, 2024, for a term of five consecutive years, commencing from FY 2024-25 and continuing up to FY 2028-29, to hold office from the conclusion of the said AGM until the conclusion of the 10th [AGM Annual General Meeting of the Company, subject to the provisions of the Act and the rules made thereunder. Accordingly, M/s. C N D & Associates, Chartered Accountants, continue to be the Statutory Auditors of the Company for
FY 2025-26.

The Statutory Auditors have issued their Independent Auditor's Report on the standalone financial statements of the Company for the FY ended March 31, 2026. The Auditor's Report is unmodified and does not contain any qualification, reservation, adverse remark or disclaimer. Accordingly, the Auditor's Report does not call for any explanation or clarification from the Board of Directors. The Independent Auditor's Report forms part of this Annual Report.

B. SECRETARIAL AUDITOR AND SECRETARIAL AUDIT REPORT

Pursuant to the provisions of Section 204(1) of the Act, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company is required to obtain a Secretarial Audit Report from a Practising Company Secretary and annexed to the Board's Report.

Accordingly, Mr. M Ramana Reddy, Practising Company Secretary, was appointed as the Secretarial Auditor of the Company to conduct the Secretarial Audit for the FY 2025-26. The Secretarial Audit Report in Form MR-3 for the FY ended March 31, 2026, issued by Mr. M Ramana Reddy, Practising Company Secretary, is annexed to this Board's Report as Annexure- C and forms an integral part of this Report.

The Secretarial Auditor's Report does not contain any qualification, reservation, adverse remark or disclaimer requiring any explanation or comment from the Board of Directors.

24. FRAUDS REPORTED BY AUDITORS

During the FY 2025-26 no fraud was reported by the Statutory Auditors of the Company under Section 143(12) of the Act to the Audit Committee or the Board of Directors. Further, the Statutory Auditors, in their Independent Auditors' Report for the FY 2025-26 have reported that no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

25. CORPORATE SOCIAL RESPONSIBILITY POLICY

During the FY 2025-26, the provisions of Section 135 of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 were not applicable to the Company, as the Company did not meet the prescribed criteria for applicability of the said provisions. Accordingly, the Company was not required to undertake the statutory CSR activities or make the disclosures prescribed under Section 135 of the Act and the Rules made thereunder.

However, as a matter of good corporate governance and social responsibility, the Company has voluntarily adopted a Corporate Social Responsibility Policy ("CSR Policy"). The CSR Policy sets out the objectives, scope and areas of CSR activities, implementation and monitoring mechanism, CSR budget, reporting and disclosure framework and other related matters.

The CSR Policy is available on the website of the Company at:
https://www.innomet.net/wp-content/uploads/2026/01/Corporate-Social-Responsibility-Policy.pdf

26. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

The particulars of loans given, guarantees provided, securities created and investments made by the Company during the financial year 2025 26, as required under Section 186 of the Act, are disclosed in the notes to the Financial Statements forming part of this Annual Report. During the year under review, the Company has not given any corporate guarantee or provided any security on behalf of any other company/person, except as disclosed in the Financial Statements, wherever applicable.

27. PUBLIC DEPOSITS

During the FY 2025-26, the Company has neither accepted nor renewed any deposits within the meaning of Section 73 of the Act read with the Companies (Acceptance of Deposits) Rules, 2014. There were no deposits outstanding as at April 1, 2025, being the beginning of the financial year, and no deposits were outstanding as at March 31, 2026, being the end of the financial year. Further, there were no amounts remaining unpaid or unclaimed in respect of deposits as at March 31, 2026.

28. RISK MANAGEMENT POLICY

The Board of Directors of the Company have framed a Risk Assessment and Management Policy and are responsible for reviewing the risk management plan and ensuring its effectiveness. The Audit Committee exercises additional oversight in the area of financial risks and controls. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis.

29. RELATED PARTIES TRANSACTIONS

During the FY 2025-26 , all transactions entered into by the Company with its related parties were in the ordinary course of business and on an arm's length basis, wherever applicable. The details of transactions entered into with related parties during the FY 2025-26 , as referred to in Section 188 of the Act, are disclosed in Form AOC-2, annexed to this Report as Annexure - A There were no materially significant related party transactions entered into by the Company FY 2025-26 which could have a potential conflict with the interests of the Company at large. The details of related party transactions are also disclosed in the Notes to the Financial Statements, forming part of the Annual Report. The Company has obtained the requisite approvals of the Board of Directors / Members, wherever applicable, in accordance with the provisions of the Act. The related party transactions were also placed before the Audit Committee, wherever applicable, in accordance with the applicable provisions.

The Policy on Materiality of Related Party Transactions and Dealing with Related Party Transactions, as approved by the Board of Directors, is available on the website of the Company at:
The Policy on Materiality of Related Party Transactions and Dealing with Related Party Transactions, as approved by the Board of Directors, is available on the website of the Company at:
https://www.innomet.net/wp-content/uploads/2026/01/Policy-on-Materiality-of-Related-Party-Transactions-Dealing-with-Related-Party-Transactions.pdf

30. MANAGEMENT'S DISCUSSION AND ANALYSIS

The Management's Discussion and Analysis Report for the FY ended March 31, 2026, prepared in accordance with Regulation 34(2)(e) read with Schedule V of the SEBI LODR Regulations, forms part of this Annual Report below:

MANAGEMENT DISCUSSION AND ANALYSIS

Innomet Advanced Materials Limited – FY 2025–26

1. Overview

Innomet Advanced Materials Limited ("Innomet" or "the Company") is a specialised advanced-materials manufacturer with two principal business divisions: **Metal & Alloy Powders and Tungsten Heavy Alloys (THA)**. The Company operates at the intersection of powder metallurgy, critical materials, precision manufacturing and strategic applications, serving industries including defence, aerospace, radiation shielding, diamond tools, engineering, additive manufacturing and other specialised industrial applications.

The Company's business model is focused on developing customised materials and components for applications where material performance, consistency, quality and qualification are critical. Through its Metal Powder division, Innomet manufactures ferrous and non-ferrous powders using water and air atomisation, while its Innotung business manufactures high-density tungsten heavy alloy products through powder-metallurgy processes.

FY2025–26 marked an important phase in the Company's evolution. Revenue from Operations increased by 66% to Rs.53.86 crore, exports increased significantly, the THA division secured AS 9100D certification, the Company proposed acquisition a controlling interest in Swastik Tungsten Private Limited, and a DRDO-supported project with IIT Hyderabad was sanctioned for development of a 100 kg gas atomisation facility. These initiatives are intended to strengthen Innomet's position in higher-value applications and strategic-material supply chains.

2. Global Economic Environment

The global economy entered FY2025–26 amid resilient but uneven economic activity, elevated geopolitical tensions, trade fragmentation and continued investment in technology and artificial intelligence. By early 2026, the environment had become more complex, with conflict in West Asia, renewed energy-market risks and increased uncertainty around trade and supply chains.

According to the IMF's July 2026 World Economic Outlook Update, global growth is projected at **3.0% in 2026 and 3.4% in 2027**, while global headline inflation is projected at 4.7% in 2026.

The environment presents both challenges and opportunities for manufacturers. Higher geopolitical risk, energy-price volatility and trade fragmentation are increasing costs and uncertainty, while governments and businesses are simultaneously accelerating investments in strategic manufacturing, defence, energy security and supply-chain resilience.

This is contributing to a shift in sourcing priorities. Customers are increasingly evaluating suppliers not only on cost, but also on **security of supply, geographic diversification, traceability, quality certification and technical capability.** The resulting "China+1" trend is particularly relevant to manufacturers of specialised and critical materials.

3. Indian Economic Environment

India continues to remain among the world's fastest-growing major economies. The IMF's July 2026 update projects Indian real GDP growth at 6.4% for 2026, supported by resilient domestic demand, consumption and services activity.

At the same time, India's manufacturing ecosystem is undergoing structural transformation. Initiatives including **Make in India, Atmanirbhar Bharat, defence indigenisation, import substitution, additive manufacturing and strategic technologies** are creating opportunities for domestic suppliers of specialised materials and components.

Materials that were historically imported are increasingly being considered for domestic development where they are critical to strategic sectors or represent supply-chain vulnerabilities. This creates opportunities for technically capable Indian manufacturers to move towards specialised, higher-value applications.

For Innomet, India's manufacturing growth, defence modernisation, aerospace ambitions and increasing emphasis on domestic technology provide a favourable structural backdrop for both its Metal Powder and THA businesses.

4. Powder Metallurgy Industry

Powder metallurgy converts metal powders into components through processes including compaction and sintering, metal injection moulding, hot isostatic pressing and additive manufacturing. The technology offers advantages in material utilisation, complex geometries, dimensional precision and repeatability.

The global metal-powder market is expanding steadily, supported by increasing adoption across advanced engineering, aerospace, defence, healthcare and additive manufacturing. Asia Pacific remains the largest regional market, while additive manufacturing represents one of the faster-growing technology segments.

India's metal-powder industry is also developing as domestic manufacturing capabilities expand and applications move beyond conventional automotive requirements.

The opportunity for Indian manufacturers increasingly lies in **high-purity, customised and tightly controlled powders** for specialised applications. Innomet's focus on specialty grades and customised powders positions it to participate in these higher-value segments rather than compete primarily in commodity-scale production.

Global Metal Powder Market

2024: US$6.9 billion

2026: US$8.6 billion

2030: US$10.2 billion

CAGR: 5.8%

Source: Grand View Research

India Metal Powder Market

2025: US$295.9 million

2033: US$472 million

CAGR: approximately 5.6%

Source: Grand View Research

5. Tungsten Industry

Tungsten is a strategically important refractory metal, valued for its high melting point, density, hardness, wear resistance and ability to withstand extreme temperatures.

The largest application is tungsten carbide/cemented carbide, used extensively in cutting tools, mining, drilling and wear-resistant applications. Tungsten is also used in heavy alloys, steels, superalloys, electronics, electrical applications, radiation shielding and defence-related applications.

The broader tungsten industry is supported by demand across industrial, defence and advanced-manufacturing applications. More importantly for Innomet, significant value addition occurs downstream of primary tungsten production through metal powders, carbide powders, ready-to-press materials and finished components.

The strategic opportunity for the Company therefore extends beyond its existing THA business towards progressively participating in a broader tungsten value chain.

GLOBAL AND INDIAN TUNGSTEN MARKET

Global Opportunity

2025: : US$2.0 billion

2033: US$2.8 billion

CAGR: 4.7%

India's Tungsten Opportunity

India tungsten powder market, 2025: approximately US$70 million

India tungsten carbide powder market, 2024: approximately US$329.6 million

India tungsten carbide powder market, 2030: approximately US$454.6 million

Source: Grand View Research

6. Tungsten Supply Chain and Strategic Importance

China remains the dominant producer and consumer of tungsten. According to USGS data, China produced approximately 67,000 tonnes of tungsten in 2025, accounting for nearly 79% of global mined tungsten production.

China's export controls on selected tungsten products, introduced in February 2025, contributed to increased international prices and heightened supply-chain concerns.

TUNGSTEN PRICE MOVEMENT

Rs.3,850/kg → Rs.18,000/kg

April 2025 → March 2026

4.7× increase

Source:Company

With primary supply concentrated geographically, alternative sourcing, recycling and downstream processing are becoming increasingly important. For manufacturers, supply security is consequently becoming a strategic consideration alongside cost and quality.

For Innomet, this environment reinforces the rationale for developing greater control over the tungsten value chain. The acquisition of Swastik Tungsten provides a platform for greater access to tungsten metal powder, while the Company's existing THA business provides downstream exposure to specialised applications.

7. Tungsten Heavy Alloys and Defence

Tungsten Heavy Alloys typically contain approximately **90–98% tungsten**, combined with nickel, iron or other alloying elements. Their high density, strength, wear resistance, machinability and radiation absorption characteristics make them suitable for specialised applications.

Innomet's THA products include bars, plates, cubes, spheres and customised components used in defence penetrators and pre-fragments, aerospace balance weights, vibration-damping components, radiation shielding, collimators, ballast and specialised engineering applications.

The THA market is relatively small compared with the overall tungsten industry, accounting for approximately 5%–8% of global tungsten consumption. Its attractiveness therefore lies less in commodity-scale volumes and more in technical qualification, customer approvals, application-specific design and value addition.

For Innomet, this makes its ability to develop customised products and meet stringent quality and qualification requirements an important competitive differentiator.

8. Defence Spending: A Structural Demand Driver

Global defence expenditure has entered a period of sustained expansion, supported by geopolitical uncertainty, military modernisation and replenishment of defence inventories.

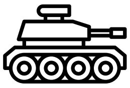
India is participating in this broader trend, with defence expenditure and domestic procurement receiving increasing policy emphasis. The Union Budget 2026–27 has allocated a record **Rs.7.85 lakh crore to the Ministry of Defence**, including significant allocations for capital expenditure and procurement from domestic defence industries.

The underlying trend is important for advanced-material manufacturers. Modern defence systems increasingly require materials combining high density, strength, wear resistance, thermal stability and precision.

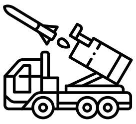
For Innomet, growing domestic procurement and localisation create opportunities across specialised materials and components, particularly where technical capability, qualification and reliable domestic supply are important considerations.

DEFENCE SPENDING

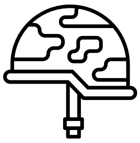
Global + India Comparison



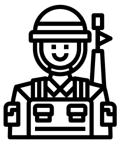
Global military expenditure, 2025: US$2.887 trillion



India military expenditure, 2025: US$92.1 billion



India FY27 Defence Budget: Rs.7.85 lakh crore



India FY27 domestic defence procurement allocation: Rs.1.39 lakh crore

Source: SIPRI, RBI

9. Company Performance

Financial Performance

Innomet delivered strong top-line growth in FY26. Revenue from Operations increased from **Rs.32.52 crore in FY25 to Rs.53.86 crore**, representing growth of 66%.

EBITDA increased from **Rs.5.06 crore to Rs.5.61 crore**, while EBITDA margin moderated from 15.56% to 10.42%. PAT stood at **Rs.1.57 crore**, compared with Rs.1.86 crore in FY25.

The moderation in margins occurred in a year of sharp increases in key raw-material prices, particularly tungsten, copper and other base metals. The Company responded by shortening quotation validity, adopting order-linked procurement practices and strengthening its raw-material strategy.

The Company also continued to invest in market development, including participation in international exhibitions and industry platforms. These initiatives have expanded visibility and strengthened relationships with prospective customers and partners, creating opportunities for future business conversion.

The acquisition of Swastik Tungsten represents a further strategic response to raw-material volatility and the Company's objective of progressively strengthening its position in the tungsten value chain.

Key Financial Ratios (comparative indicators, explanations)

Particulars	31-Mar-26	31-Mar-25	% Variance	Explanation for change in ratio for more than 25%
(i) Debtors Turnover (in days)	58.81	55.41	6.1	NA
(ii) Inventory Turnover ratio	3.93	2.67	47	Increase in sales during the year amid flat inventory
(iii) Interest Coverage Ratio	1.57	3.04	-48.4	Decline mainly due to increasing debt service obligations
(iv) Current Ratio	3.45	3.00	15.0	NA
(v) Debt Equity Ratio	0.35	0.37	-5.7	NA
(vi) Operating Profit Margin (%)	10.41	15.56	-33.0	The decline was primarily due to higher raw material costs and increased business development and marketing expenditure during the year to strengthen market presence and customer relationships.
(vii) Net Profit Margin (%)	2.92	5.74	-49.1	The decline was primarily attributable to lower operating margins
(viii) Return on Net Worth (RONW) (%)	5.71	9.31	-38.7	Decrease in the profit during the year

Strategic Leadership

Post year-end, the Company further strengthened its strategic leadership with the appointment of Mr. P. Radhakrishna as Strategic Advisor in July 2026. His experience and strategic guidance are expected to support Innomet's growth agenda, particularly in strengthening business development, strategic relationships and participation in emerging opportunities across advanced materials, defence and aerospace.

10. Revenue Mix and Market Diversification

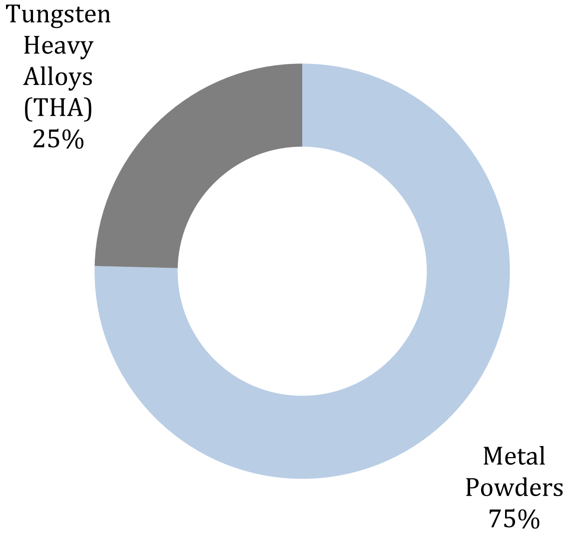
The Metal & Alloy Powder division contributed approximately Rs 40.6 crore in revenue, accounting for **75.4% of FY26 revenue**, while Tungsten Heavy Alloys contributed Rs 13.3 crore, or **24.6%.**

Exports increased significantly, accounting for **18.3% of FY26 revenue compared with 9.7% in FY25.** The Company supplied customers across markets including the United States, Israel, Japan, the United Kingdom, the Netherlands, New Zealand and Lebanon.

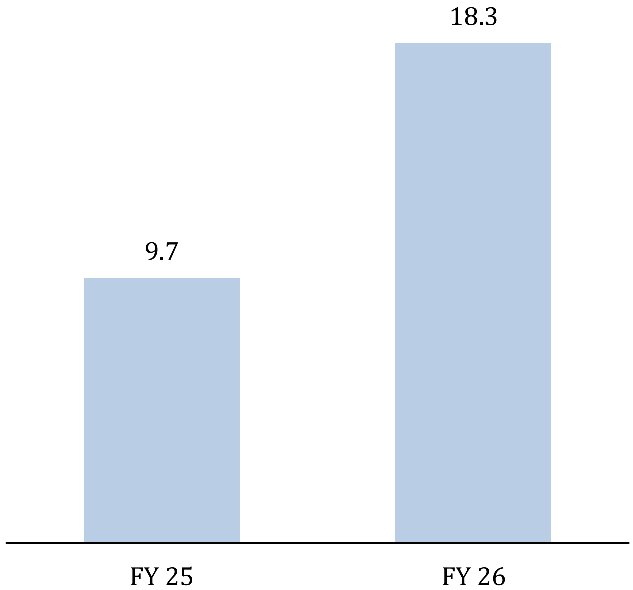
The increase in exports reflects growing international customer engagement and provides an important avenue for market diversification. International customers also typically require higher levels of product qualification, documentation, traceability and consistency, supporting the Company's continued focus on quality systems and technical capabilities.

REVENUE BREAKDOWN

Revenue in 2025-26



Rising Revenue Share of Exports in 2025-26



11. Metal & Alloy Powder Division

The Metal Powder division manufactures specialty ferrous and non-ferrous powders through water and air atomisation. Its portfolio includes copper, bronze, brass, nickel, tin, stainless steel, iron and customised alloy powders.

Applications include powder-metallurgy components, diamond tools, welding and brazing, catalysts, surface coatings, automotive components, bearings and additive manufacturing.

The division's positioning is based on **customisation and specialty grades rather than commodity-scale production**, enabling the Company to address applications requiring specific chemistry, particle-size distribution or performance characteristics.

Export revenue from Metal Powders reached approximately **Rs.8.5 crore in FY26**, supported by increasing engagement with overseas customers.

The next phase of growth is expected to increasingly include gas-atomised and higher-value powders. Gas atomisation enables tighter particle-size distributions and higher purity, supporting applications in additive manufacturing, aerospace, defence and advanced engineering.

The Company is also developing opportunities in high-purity spherical powders, surface coatings, hydrogen-related components and battery materials. Several of these remain at development or qualification stages and therefore represent medium- to long-term opportunities.

12. Tungsten Heavy Alloy Division

The Tungsten Heavy Alloy division is one of Innomet's most strategically differentiated businesses. The Company is India's first private-sector manufacturer of THA, supplying high-density components for defence, aerospace, radiation shielding and specialised engineering applications.

Its product portfolio includes tungsten cubes, spheres, bars, plates, balance weights, vibration-damping components, radiation-shielding components and customised products manufactured to customer drawings.

The division has current installed capacity of approximately **60 tonnes per annum**, following commissioning of a new furnace that increased capacity from approximately 18 tonnes per annum.

The Company's **AS 9100D certification for the THA division** represents an important capability milestone. It strengthens the Company's ability to address aerospace and defence customers that require stringent quality systems, traceability, process control and qualification.

International market development also gained traction during FY26. The Company's relationship with Scope Metals in Israel resulted in multiple THA orders and, post year-end in May 2026, an order of approximately **Rs.15 crore**. Additional orders have also been received from international customers.

Over time, the Company intends to increase value addition by moving beyond semi-finished tungsten shapes towards more complex, customised and finished components.

13. Swastik Tungsten Acquisition

In February 2026, Innomet proposed to acquire a **57.5% stake in Swastik Tungsten Private Limited** for Rs.1.5 crore. The to-be acquired facility has installed capacity of approximately **120 tonnes per annum**, primarily for tungsten metal powder.

The acquisition provides two strategic benefits.

First, it offers a pathway towards **backward integration into tungsten metal powder**, strengthening raw-material security for the Company's THA business.

Second, it provides a platform for a potential downstream business comprising **tungsten metal powder, tungsten carbide powder, ready-to-press powders and, over time, finished tungsten carbide components.**

Rahul Arbatti and Ajit Arbatti, who have been managing Swastik Tungsten, will continue to lead the business following the acquisition. This continuity is expected to preserve operational knowledge and customer relationships while the facility undergoes refurbishment and progressive restart.

Initial production is expected at approximately **2–3 tonnes per month**, with the objective of progressively ramping up towards installed capacity of approximately 10 tonnes per month.

14. Technology, R&D and New Capabilities

Innomet is increasingly focused on developing higher-value materials and applications.

A key initiative is the **100 kg inert-gas atomisation project** being developed in collaboration with IIT Hyderabad and the Defence Metallurgical Research Laboratory under DRDO support. With a sanctioned project outlay of approximately **Rs.8.73 crore**, the facility is expected to produce **200–250 tonnes of clean metal powders** annually once fully operational over the next two to three years.

The facility is intended to support aerospace, defence and additive-manufacturing applications requiring high purity, controlled particle morphology and tight particle-size distributions.

The Company is also progressing R&D initiatives in additive-manufacturing powders, pure iron powders, surface coatings, hydrogen-related components, battery materials, tungsten and molybdenum products. These initiatives are at different stages of development and qualification and should therefore be viewed primarily as medium- to long-term opportunities.

15. International Market Development

International market development has become an increasingly important component of Innomet's growth strategy.

During FY26, the Company participated in PowderMet in the United States, DSEI in London and other specialised industry platforms covering powder metallurgy, additive manufacturing, aerospace and defence. It has also developed representative and market-development relationships in the United States and Israel.

The Company's appointment of Scope Metals as its exclusive market agent in Israel provides access to a strategically important aerospace and defence ecosystem. Purchase orders commenced in March 2026, with cumulative orders subsequently forming part of the Company's overall order book of over **Rs.45 crore.**

The international strategy remains focused on selective market penetration where Innomet's product customisation, technical capabilities, certifications and manufacturing competitiveness provide a differentiated proposition.

16. Capacity and Growth Strategy

Innomet's existing manufacturing infrastructure provides a platform for growth through improved utilisation, product mix and incremental capacity expansion.

The Metal Powder business currently has approximately **600 tonnes per annum of water-atomisation capacity**, with a roadmap to double this to 1,200 TPA over the medium term. Gas atomisation is projected to add approximately **150 TPA by the end of the current fiscal year**, while the DRDO-supported facility is expected to add a further **200–250 TPA** once fully operational.

The Company's in-house THA capacity is approximately **60 tonnes per annum**, while Swastik Tungsten provides an additional **120 tonnes per annum** of tungsten-related capacity as operations are progressively restarted.

Management's immediate objective is to build towards a **Rs.100 crore annualised revenue run-rate**, supported by better utilisation of existing capacity, improved product mix, exports and the contribution from new tungsten-related products.

17. Order Book and FY27 Visibility

The Company entered FY27 with strong order momentum. Management reported an order book of over **Rs.45 crore**, providing meaningful near-term revenue visibility.

The order pipeline is supported by domestic defence demand, international customer development, the Company's quality credentials, China+1 sourcing opportunities and increasing demand for reliable suppliers of critical materials.

The product mix in FY27 is expected to shift increasingly towards THA, supported by growing international traction for specialised applications.

At the same time, defence and aerospace programmes typically involve lengthy qualification and approval cycles. Consequently, conversion of the broader opportunity pipeline into revenue is expected to remain phased and may result in quarter-to-quarter variability.

18. Sustainability and Responsible Manufacturing

Powder metallurgy is inherently material-efficient as it can reduce material wastage and minimise secondary machining. Innomet further supports resource efficiency through the use of secondary raw materials, including tungsten carbide scrap and select metal scraps, for metal powder production.

The Company operates rainwater harvesting and water-reuse systems with zero untreated discharge. Its **280 kW solar installation generated approximately 2.65 lakh units in FY26, meeting around 25% of overall electricity requirements.** Copper and steel scrap are also recycled within operations.

These initiatives support the Company's objective of improving resource efficiency while expanding manufacturing capacity.

19. Key Risks and Mitigation

Raw Material Price Volatility

Tungsten, copper and other metal prices can be volatile and can affect working capital and margins.

Mitigation: The Company is strengthening backward integration through Swastik Tungsten, adopting order-linked procurement practices and increasing value addition.

Customer Qualification Cycles

Aerospace and defence customers typically require extensive qualification, testing and approvals, which can lengthen the period between business development and commercial revenue.

Mitigation: AS 9100D certification, technical collaboration and engagement with established OEMs and defence organisations are expected to strengthen the Company's qualification pipeline.

Working Capital

The business requires inventory to be maintained against customer orders, particularly where raw-material prices are volatile and delivery cycles are extended.

Mitigation: The Company continues to work on customer advances, order-linked procurement, banking facilities and improved inventory management.

Concentration and Order Lumpiness

Defence and aerospace orders can be project-driven and therefore uneven across periods.

Mitigation: The Company is diversifying across Metal Powders, THA, industrial applications and international markets.

Export and Geopolitical Risks

International operations expose the Company to currency movements, tariffs, geopolitical developments and changing trade regulations.

Mitigation: The Company is developing multiple international markets and focusing on specialised products where technical capability is a stronger differentiator than price alone.

20. Outlook

Innomet's outlook is supported by a combination of industry tailwinds and company-specific capabilities.

Globally, defence modernisation, supply-chain diversification and the strategic importance of critical materials are increasing demand for specialised materials. Powder metallurgy is also benefiting from greater adoption of advanced manufacturing technologies, while additive manufacturing is creating demand for high-purity and tightly controlled metal powders.

Tungsten represents a particularly important strategic opportunity. Concentrated global supply, changing trade policies and increasing demand from defence, aerospace, mining and advanced manufacturing are creating opportunities for alternative supply chains and downstream value addition.

In India, higher defence spending, domestic procurement, aerospace development and the Atmanirbhar Bharat agenda provide a supportive environment for indigenous advanced-material manufacturers.

Innomet is positioned to participate in these opportunities through its combination of specialty metal powders, THA capabilities, international customer relationships, quality credentials, tungsten value-chain integration and investments in next-generation powder manufacturing.

The Swastik Tungsten acquisition provides a platform for both greater tungsten raw-material security and a potential downstream revenue vertical. The 100 kg gas atomisation project provides an additional pathway into higher-purity and higher-value powder applications.

The immediate focus remains on **disciplined execution** — integrating Swastik Tungsten, ramping up available capacity, converting the international customer pipeline, improving working-capital efficiency, increasing exports and maintaining stringent quality standards.

Over the medium term, the Company aims to establish Innomet as a **globally competitive Indian advanced-materials manufacturer with deeper participation in strategic supply chains across defence, aerospace, additive manufacturing, energy and other specialised industries.**

The Company remains focused on sustainable growth and increasing value addition rather than pursuing volume at the expense of returns. With growing customer qualifications, a stronger international presence, greater tungsten integration and investments in next-generation manufacturing capabilities, Innomet is positioned to participate in the long-term shift towards specialised, resilient and domestically anchored advanced-material supply chains.

Forward-Looking Statements

Certain statements in this Annual Report are forward-looking and are based on the Company's current expectations and assumptions. Actual results may differ materially due to various risks and uncertainties. The Company assumes no obligation to update such statements, except as required by applicable laws.

31. CORPORATE GOVERNANCE REPORT

The Company has listed its specified securities on the SME Exchange. Accordingly, pursuant to Regulation 15(2)(b) of the SEBI LODR Regulations , the provisions relating to corporate governance contained in Regulations 17 to 27, clauses (b) to (i) and (t) of Regulation 46(2), and paragraphs C, D and E of Schedule V to the said Regulations are not applicable to the Company. Accordingly, the Corporate Governance Report is not applicable to the Company and, therefore, does not form part of this Annual Report for the FY 2025-26.

32. INSIDER TRADING

The Company has adopted and implemented a comprehensive framework for prevention of insider trading in compliance with the provisions of the SEBI (Prohibition of Insider Trading) Regulations, 2015 ("SEBI PIT Regulations"), as amended from time to time.

The Company has formulated and adopted a Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons and their Immediate Relatives and a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI).

The Policy on Determination of Legitimate purpose and the Policy on inquiry in case of leak or suspected leak of UPSI are adopted by the Company and are made available on the Website of the Company. Weblink: https:// www.innomet.net/investor-relations/

The Code of Conduct, inter alia, provides for procedures relating to identification of Designated Persons, trading window restrictions, pre-clearance of trades, monitoring of trades, reporting and disclosure requirements and restrictions relating to contra trade, as applicable. The Company also has appropriate systems and procedures for identification, handling, preservation and dissemination of UPSI and for ensuring that UPSI is shared only for legitimate purposes, performance of duties or discharge of legal obligations. The Company has maintained a Structured Digital Database (SDD) in accordance with the applicable provisions of the SEBI PIT Regulations , containing the requisite information relating to UPSI and the persons with whom such UPSI is shared, together with appropriate controls and audit trails to ensure integrity and non-tampering of the database..

The Company has also implemented appropriate procedures for closure and opening of the trading window, pre-clearance of trades, monitoring of trading by Designated Persons and their Immediate Relatives and reporting of trades, wherever applicable. The Company undertakes necessary communication and awareness initiatives to familiarise Designated Persons and other relevant personnel with their obligations under the Code and the applicable provisions of the PIT Regulations.

During the FY 2025-26, the Company complied with the applicable provisions of the SEBI PIT Regulations and the Codes adopted thereunder. No material non-compliance or violation of the said Regulations or the Company's Codes was reported during the FY 2025-26.

33. GENERAL SHAREHOLDER INFORMATION

A	AGM: Day, Date, Time and Venue	Tuesday, September 22, 2026, at 11:30 A.M IST through VC/OAVM
B	Financial Year	2025-26
C	Cut-off date for the purpose of determining shareholders for voting	September 15, 2026
D	Listing on Stock Exchanges	NSE-Emerge
E	Scrip Code/Symbol	INNOMET
F	ISIN	INE0S1D01010
G	Payment of Listing Fees	The Company confirms that it has paid Annual Listing fees due to the stock exchange for the FY 2025-26
H	Registrar and Share Transfer Agents	Skyline Financial Services Private limited Add.: A/506, Dattani Plaza, Andheri Kurla Road, Safeed Pool, Andheri East, Mumbai – 400 072, Maharashtra, India Website: www.skylinerta.com; Email: admin@skylinerta.com

34. BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

The Business Responsibility and Sustainability Report (BRSR) is not applicable to the Company, being listed on the SME Exchange, and accordingly the Company has not prepared the BRSR for the FY 2025-26

35. DECLARATION REGARDING COMPLIANCE WITH THE CODE OF CONDUCT:

The disclosure prescribed under Para D of Schedule V to the SEBI LODR Regulations is not applicable to the Company pursuant to Regulation 15(2) of the said Regulations.

36. CORPORATE GOVERNANCE COMPLIANCE CERTIFICATE:

The requirement relating to the Corporate Governance Compliance Certificate prescribed under Para E of Schedule V to the SEBI LODR Regulations is not applicable to the Company pursuant to Regulation 15(2) of the said Regulations.

37. DEMAT SUSPENSE ACCOUNT / UNCLAIMED SUSPENSE ACCOUNT:

There were no equity shares lying in the Demat Suspense Account/Unclaimed Suspense Account of the Company as at March 31, 2026.

38. DISCLOSURE OF AGREEMENTS UNDER CLAUSE 5A OF PARAGRAPH A OF PART A OF SCHEDULE III OF THE SEBI SEBI LODR Regulations:

There were no agreements entered into by the shareholders, promoters, promoter group entities, related parties, directors, Key Managerial Personnel or employees of the Company, or of its holding, subsidiary or associate company, among themselves or with the Company or with any third party, which, either directly or indirectly or potentially, impact the management or control of the Company or impose any restriction or create any liability upon the Company. Accordingly, there were no agreements requiring disclosure under Clause 5A of Paragraph A of Part A of Schedule III of the SEBI LODR Regulations

39. ANNUAL SECRETARIAL COMPLIANCE REPORT UNDER REGULATION 24A

For an SME-listed entity, the Annual Secretarial Compliance Report under Regulation 24A of SEBI LODR is not applicable, pursuant to the SME exemption under Regulation 15(2), subject to the current applicability conditions.

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

The Company is committed to providing a safe, respectful and conducive working environment for all its employees and has adopted a policy for prevention, prohibition and redressal of sexual harassment at the workplace in accordance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("POSH Act").

The Company has constituted an Internal Committee in accordance with the applicable provisions of the POSH Act to address and redress complaints relating to sexual harassment at the workplace.

During the FY 2025-26, the Company has not received any complaint of sexual harassment. Further, there were no applications made or proceedings pending under the POSH Act during the year.

The details of complaints during the FY 2025-26 are as follows:

Sr. No.	Particulars	No. of Complaints
1	Number of Complaints of sexual harassment received in the Year	0
2	Number of Complaints disposed off during the Year	0
3	Number of Cases pending for more than Ninety days	0

The Company's **Policy on Prevention of Sexual Harassment at Workplace** is available on the Company's website at: https://www.innomet.net/wp-content/uploads/2026/01/Prevention-of-Sexual-Harassment-Policy.pdf

41. AFFIRMATION OF COMPLIANCE WITH THE MATERNITY BENEFIT ACT, 1961 - COMPLIANCE OF SOCIAL SECURITY CODE

Compliance with the Code on Social Security, 2020

The Company is in compliance with the applicable provisions of the Code on Social Security, 2020, including those relating to:

- Employees' Provident Fund contributions under Chapter III.
- Employees' State Insurance coverage under Chapter IV (where applicable).
- Gratuity obligations under Chapter V.
- The Company hereby affirms that, during the FY 2025-26, it has complied with the applicable provisions of the Maternity Benefit Act, 1961 and the rules made thereunder and has provided maternity benefits to eligible women employees in accordance with the applicable statutory requirements.

During the year under review, the Company has duly deposited contributions, maintained records, and ensured timely disbursement of benefits to eligible employees. There were no adverse remarks, penalties, or non compliances under the Code on Social Security, 2020 for FY 2025 26

42. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO

A	**Conservation of Energy**	For the FY 2025-26
	(i) Steps taken or impact on conservation of energy	a) During the FY 2025-26, the Company continued to undertake various initiatives towards energy conservation, energy efficiency and increased utilisation of renewable energy. The key measures undertaken are as follows: b) Installation of LED Lighting: The Company has installed LED lighting throughout its plant as an energy conservation measure. The initiative provides longer service life for lighting equipment, reduces electricity consumption and improves overall energy efficiency. c) Installation of Rooftop Solar Energy System: The Company has installed a 280 kW rooftop solar energy system at its plant, involving a capital investment of approximately Rs. 80.72 lakh. The initiative promotes the use of renewable energy, reduces dependence on conventional sources of electricity and contributes to overall energy efficiency, savings in electricity costs and reduction of the Company's carbon footprint. d) Natural Lighting and Ventilation: The factory shed has been designed to maximise the use of natural daylight and airflow, thereby reducing dependence on artificial lighting and improving energy efficiency. LED lighting is used during night-time operations. e) Rainwater Harvesting and Water Conservation: The Company has installed a rainwater harvesting system with a storage capacity of 5 lakh litres. The harvested water is filtered and stored for reuse and is estimated to meet approximately two-thirds of the Company's annual water consumption, thereby reducing dependence on external water sources. f) Bio Sewage Treatment Plant: The Company has installed a Bio Sewage Treatment Plant (Bio-STP) with a capacity of 5,000 litres per day. The treated water is reused for irrigation of plantations and greenery within the plant premises, thereby promoting water conservation and sustainable utilisation of water resources. g) Environmental Control Measures: The Company has installed a scrubber system to control and minimise the release of atmospheric contaminants generated during its manufacturing processes and to support compliance with applicable environmental standards.

		h) Green Initiatives: More than 100 varieties of plants have been planted within the factory premises to enhance biodiversity and promote a green and sustainable working environment. i) Net Zero Discharge: The Company's facility operates as a Net Zero Discharge Plant, with systems in place to ensure that untreated wastewater is not discharged into the environment
	ii) Steps taken for utilizing alternate sources of energy:	The Company has installed a 280 kW rooftop solar energy system at its plant to promote the use of renewable energy, reduce dependence on conventional sources of electricity and improve overall energy efficiency. The initiative is expected to result in significant savings in electricity costs and contribute to the reduction of the Company's carbon footprint.
	(iii) Capital investment on energy conservation equipment:	Company has made a capital investment of approximately Rs. 80.72 lakh towards energy conservation equipment, including the 280 kW rooftop solar energy system installed at its plant.
B	**Technology Absorption**	
	(i) Efforts made towards technology absorption:	During the FY 2025-26, the Company continued its efforts towards technology absorption and process improvement with a focus on enhancing operational efficiency, productivity, quality and environmental sustainability. **1**. Adoption of semi-automation in production processes: The Company has adopted semi-automation in its production processes to improve process efficiency, enhance productivity, reduce manual intervention, improve consistency in operations and optimise utilisation of resources. 2. Installation of Bio-STP Plant: The Company has installed a Bio Sewage Treatment Plant (Bio-STP) for effective treatment and management of sewage generated at its plant. The initiative is aimed at promoting environmentally sustainable operations, improving water management and facilitating the responsible treatment and reuse/disposal of treated water, as applicable. Most of the production operations of the Company continue to be carried out through manual processes; however, the Company is progressively adopting suitable automation and technology-based solutions wherever technically and commercially feasible.
	(ii) Benefits derived:	The technology absorption and process improvement initiatives undertaken by the Company have resulted in the following benefits: 1. Increased productivity through improved efficiency and partial automation of production processes. 2. Ease and efficiency in material handling by reducing manual intervention and improving the movement and handling of materials within the plant. 3. Effective utilisation of treated water generated through the Bio-STP for gardening and landscaping within the plant premises, thereby promoting water conservation and enhancing the greenery and environmental sustainability of the Company's premises. 4. Improved operational efficiency and better utilisation of resources through adoption of appropriate technology and process improvements.
(iii)	(iii) Imported technology (last 3 years): Yes/No (if yes provide the following details)	No
a)	Technology imported	NA
b)	Year of import	NA
c)	Whether fully absorbed: [Yes/No]	NA
d)	Areas where absorption is yet to take place:	NA

(iv)	Expenditure on R&D:	The Company undertakes in-house Research and Development (R&D) activities on a regular basis as an integral part of its business operations, with a focus on improving and developing products, processes and manufacturing techniques, enhancing productivity and product quality, and promoting operational efficiency and sustainability. During the year under review, the Company did not import any technology. The Company continues to focus on process improvements, product innovation and optimisation of existing technologies to improve efficiency, quality, productivity and sustainable manufacturing practices.
a)	Capital	
b)	Recurring	
c)	R&D expenditure as % of turnover	
C	**Total Foreign Exchange earned**	
a)	Total Foreign Exchange earned	982.81
b)	Total Foreign Exchange out go	167.70

43. PARTICULARS OF EMPLOYEES

Pursuant to the provisions of Section 197 of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the particulars relating to the remuneration of Directors and the ratio of remuneration of each Director to the median remuneration of the employees of the Company, as applicable, are provided in Annexure-B forming part of this Report.

The information required under Rule 5(2) and Rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, relating to the employees of the Company, is maintained by the Company and is available for inspection by the Members in accordance with the applicable provisions of law. In accordance with the proviso to Section 136(1) of the Act , the Annual Report is being sent to the Members without the said particulars relating to employees. Any Member interested in obtaining such information may write to the Company Secretary, and the same shall be made available to such Member in accordance with the applicable provisions of law

44. TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND

During the FY 2025-26, there were no amounts lying unpaid or unclaimed for a period of seven years or more and, accordingly, no amount was required to be transferred to the Investor Education and Protection Fund (IEPF) in accordance with the applicable provisions of the Act.

45. COMPLIANCE WITH SECRETARIAL STANDARDS

During the FY 2025-26, the Company has complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI) and approved by the Central Government under Section 118(10) of the Act, relating to meetings of the Board of Directors and General Meetings of the Company.

46. DISCLOSURES UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016

During the FY 2025-26, no application was made and no proceeding was pending against the Company under the Insolvency and Bankruptcy Code, 2016 (31 of 2016). Accordingly, there are no applications or proceedings under the Insolvency and Bankruptcy Code, 2016 requiring disclosure, and the status thereof as at March 31, 2026 is not applicable.

47. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS

During the FY 2025-26, there were no significant and material orders passed by any Regulator(s), Court(s) or Tribunal(s) which would impact the going concern status of the Company and its future operations.

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

During the FY 2025-26 the Company has not made any One-Time Settlement (OTS) for loans taken from any Bank or Financial Institution. Accordingly, pursuant to Section 134(3)(q) of the Act read with Rule 8(5)(xii) of the Companies (Accounts) Rules, 2014 the details of the difference between the amount of valuation done at the time of One-Time Settlement and the valuation done while taking loan from Banks or Financial Institutions, along with the reasons thereof, are not applicable to the Company.

49. DEPOSITORIES COMPLIANCE

The Company has complied with the provisions of the Depositories Act, 1996 and SEBI (Depositories and Participants) Regulations, 2018 (“SEBI DP Regulations”). The equity shares of the Company are admitted with both National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

Pursuant to Regulation 76 of SEBI DP Regulations and the provisions of the Depositories Act, 1996, the Company has obtained a Reconciliation of Share Capital Audit Report from a Practicing Company Secretary on a quarterly basis, which has been submitted to the Stock Exchange.

During the FY there were no penalties or adverse remarks under the Depositories Act, 1996.

50. MEETING OF INDEPENDENT DIRECTORS

In terms of Schedule IV of the Act and Regulation 25(3) of SEBI LODR Regulations, the Independent Directors of the Company met once during the FY 2025 26, without the presence of Non Independent Directors and members of the management. At this meeting, the Independent Directors reviewed the performance of Non Independent Directors and the Board as a whole, assessed the quality, quantity and timeliness of flow of information between the Company management and the Board, and discussed matters pertaining to governance and compliance. All Independent Directors were present at the meeting.

51. ACKNOWLEDGEMENTS

The Board of Directors places on record its sincere gratitude and appreciation for the continued support and cooperation received from the Company's shareholders, investors, customers, bankers, financial institutions, business associates, suppliers, regulatory authorities, and other stakeholders during the FY 2025-26.

The Directors also express their heartfelt appreciation to all employees for their dedication, professionalism, commitment, and valuable contribution towards the Company's growth and performance.

The Board is especially thankful to the shareholders and investors for their continued confidence, trust, and unwavering support, which has been instrumental in the Company's progress and long-term value creation.

Registered Office:
B-31, BHEL Ancillary Industrial Estate, Ramachandrapuram, Medak, Hyderabad-502032, Telangana, India.

By Order of the Board of Directors of Innomet Advanced Materials Limited

Date: August 24, 2026
Place: Hyderabad

Sd/-
Vinay Choudary Chilakapati
Chairman and Managing Director
DIN: 08444644

Sd/-
Saritha Devi Chilakapati
Whole-time Director and CFO
DIN: 08432017

Annexure-A

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 ("Act") 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

2. Details of material contracts or arrangement or transactions at arm's length basis: Nil, However the related party transactions for the FY 2025-26 are as stated below:

(Rs. In Lakhs)

Sl No.	Name of the Related Party	Nature of Contracts / Arrangements / Transactions	Amount (Rs. in Lakhs)	Duration and Justification	Salient Terms of the Contracts / Arrangements / Transactions, including the Value, if any	Date(s) of Approval by the Board	Amount Paid as Advances, if any Rs. in Lakhs)
1	**Name:** Mrs. Saritha Devi Chilakapati **Nature of Relationship:** **Whole-time Director & CFO**	Loan received	133.50	18 Months, As per the terms of Agreement	Ordinary Course of Business	March 24,2025	Nil
		Loan repaid	253.13		Ordinary Course of Business	March 24,2025	Nil
		Managerial remuneration	18.00	The duration of remuneration is governed by the appointment terms approved by the Members of the Company. The Board affirms that the remuneration is consistent with the Company's remuneration policy, duly approved by the shareholders, and is in compliance with the provisions of Section 197 of the Act, 2013 and applicable rules thereunder.	As per the terms of appointment	March 24,2025	Nil

2	**Name:** Mr. Vinay Choudary Chilakapati **Nature of Relationship:** Chairman and Managing Director	Loan repaid	0.71	18 Months, As per the terms of Agreement	Repayment in accordance with the terms of the loan agreement	March 24,2025	Nil
		Managerial remuneration	27.00	The duration of remuneration is governed by the appointment terms approved by the Members of the Company. The Board affirms that the remuneration is consistent with the Company's remuneration policy, duly approved by the shareholders, and is in compliance with the provisions of Section 197 of the Act and applicable rules thereunder	As per the terms of appointment	March 24,2025	Nil
3	**Name:** Mrs. Lakshmi Kanthamma Chilakapati **Nature of Relationship:** Director	Loan received	1.26	18 Months, Ordinary Course of Business	As per the terms of agreement	March 24,2025	Nil
		Loan repaid	Nil	As per the terms of agreement		March 24,2025	Nil
4	**Name:** **Ms. Sanjna Chowdary** Chilakapati **Nature of Relationship:** Director	Remuneration	14.53	As per agreed terms, in compliance with applicable provisions of the Act.	As per the agreed terms of engagement .	Febuary 11, 2026	
5	**Name:** **Mr.Vijay Raidu** **Nature of relationship:** Relative of Director	Loan repaid	Nil	As per the terms of Agreement	Ordinary course of business	March 24,2025	Nil

6	**Name:** **M/s.Prasad Innovations** **Nature of relationship:** **Proprietorship firm of a Director**	Purchase of goods/materials	48.15	In the ordinary course of business and on an arm's length basis, as per the relevant purchase order	**As per the Puchase Order**	March 24,2025	Nil
7	**Name:** Prasad Engineering Works **Nature of relationship**: Partnership Owned by relative of Director	Sale of goods	0.30	In the ordinary course of business and at arm's length basis, as per the relevant purchase order	As per the invoice	March 24,2025	Nil
8	**Name:** Keerthi Enterprises **Nature of relationship:** Partnership Owned by relative of Director	Purchase of fixed assets	39.34	In the ordinary course of business and on an arm's length basis, as per the relevant purchase order/arrangement	As per the Puchase Order	March 24,2025	Nil
9	**Name:** Ms.Aanchal Sethia **Nature of relationship** Company Seceretary	Salary	3.36	As per the terms of appointment	As per the terms of appointment	March 24,2025	Nil

Registered Office:
B-31, BHEL Ancillary Industrial Estate, Ramachandrapuram, Medak, Hyderabad-502032, Telangana, India.

By Order of the Board of Directors of Innomet Advanced Materials Limited

Date: August 24, 2026
Place: Hyderabad

Sd/-
Vinay Choudary Chilakapati
Chairman and Managing Director
DIN: 08444644

Sd/-
Saritha Devi Chilakapati
Whole-time Director and CFO
DIN: 08432017

Annexure-B

Statement of Disclosure of Remuneration under Section 197 of the Companies Act, 2013 ("Act") and Rule 5 (1) of Companies. (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

1. Ratio of the remuneration of each Director to the median remuneration of Employees of the Company for the financial year 2025-26, the percentage increase in remuneration of Directors, Chief Financial Officer and Company Secretary during the FY 2025-26:

(Rs. In Lakhs)

Name	**Designation**	**Remuneration of Director /KMP for FY 2025-26**	**Remuneration of Director/ KMP for the FY 2024-25**	**% increase In Remuneration in the Financial Year 2025-26**	**Ratio of remuneration of each Director / to median remuneration of employees**
Vinay Choudary Chilakapati	Managing Director	27.00	25.50	5.88	7.49
Saritha Devi Chilakapati	Whole-time Director & CFO	18.00	18.00	0	4.99
Ms. Sanjna Chowdary	Non-executive Director	14.53	NA	NA	NA
Aanchal Sethia	Company Secretary	3.36	3.60	0	0.93

2. Increase in remuneration of each Director, Chief Financial Officer, Company Secretary in the FY 2025-26 - as stated above in Point No.1

3. Percentage increase in the median remuneration of employees in the financial year-

The median remuneration of employees was Rs. 3,60,600 during the FY 2025-26, as compared to Rs. 4,65,771 in the previous financial year 2024-25. During the year under review, there was a decrease of 22.58% in the median remuneration of employees.

During the financial year 2025-26, the Company witnessed a reduction in the number of employees as compared to the previous year. This change is primarily attributable to natural attrition.
.
The Company continues to focus on maintaining operational efficiency while ensuring that the existing workforce is adequately supported through training, redeployment, and career development initiatives.

4. Number of permanent employees on the rolls of Company –

The Company has 39 permanent employees on its rolls as on 31 March, 2026.

5. Affirmation that the remuneration is as per the remuneration policy of the Company.

The Board affirms that the remuneration paid to Directors, Chief Financial Officer and Company Secretary during the financial year 2025 26 is in accordance with the remuneration policy of the Company and as approved by the shareholders, board of directors
.

6. The statement containing the particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) and Rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

   a) During the financial year 2025 26, no employee of the Company was in receipt of remuneration in excess of the limits specified under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not applicable to the Company.

   b) During the financial year 2025 26, no employee of the Company was in receipt of remuneration in excess of the limits specified under Rule 5(3) of the said Rules, nor did any employee hold more than 2% of the equity shares of the Company.

By Order of the Board of Directors of
Innomet Advanced Materials Limited

Registered Office:
B-31, BHEL Ancillary Industrial Estate, Ramachandrapuram, Medak, Hyderabad-502032, Telangana, India.

Date: August 24, 2026
Place: Hyderabad

Sd/-
Vinay Choudary Chilakapati
Chairman and Managing Director
DIN: 08444644

Sd/-
Saritha Devi Chilakapati
Whole-time Director and CFO
DIN: 08432017

Annexure – C

Form No. MR-3
SECRETARIAL AUDIT REPORT
for the financial year ended 31 March 2026

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

To
The Members,
Innomet Advanced Materials Limited
CIN: L27101TG2019PLC132262
Registered Office: B-31, Bhel Ancillary Industrial Estate Ramachandrapuram,
Medak, Hyderabad, Telangana, India, 502032.
Website: www.innomet.net
Tel: +91 04023021726

We have conducted the secretarial audit of the compliance with applicable statutory provisions and adherence to good corporate practices by **Innomet Advanced Materials Limited (CIN: L27101TG2019PLC132262) ("the Company")** for the financial year ended 31 March 2026 **(FY 2025-26)** The secretarial audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the Company's books, papers, minutes books, forms and returns filed and other records maintained by the Company, and also the information and clarifications and confirmations provided by the Company, its officers, agents and authorized representatives 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 31 March 2026 (" the period under review") complied with the statutory provisions listed hereunder and also that the Company has proper board processes and compliance mechanisms.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended 31 March 2026, according to the provisions of:

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

ii) Secretarial Standards (SS-1 and SS-2) issued by The Institute of Company Secretaries of India;

During the period under review, following acts/regulations are applicable as on 31st March, 2026-

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

(ii) Depositories Act, 1996 and the Regulations and bye-laws framed thereunder;

(iii) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment and Overseas Direct Investment;

(iv) The following regulations as prescribed under Securities and Exchange Board of India Act, 1992 ("SEBI Act") –

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

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

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

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

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

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

g) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 – Not attracted during the period under review;

h) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 – Not attracted during the period under review; and

i) Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 – Not attracted during the period under review.

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

We have not examined compliance by the Company with applicable financial laws, like direct and indirect tax laws, since the same have been subject to review by statutory financial audit and other designated professionals.

We further report that –

The Board of Directors of the Company is duly constituted in accordance with the provisions of the Act. As the Company is listed on the SME platform of NSE, the detailed corporate governance provisions specified under Regulation 17 and other provisions covered by Regulation 15(2)(b) of SEBI (LODR) Regulations, 2015 are **not applicable.** The appointment and cessation of Directors during the period under review were carried out in compliance with the provisions of the Act..

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were generally sent at least seven days in advance or with shorter consents as may be the case, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting for meaningful participation at the meeting. Based on the documents produced by the management, we are of the view that meetings at shorter notice, are conducted with adequate consents of the Directors, and the necessary compliances under the Act and Secretarial Standards on Board Meetings are complied with.

During the year under review, Directors/Members have participated in the Board/Committee Meetings through Video Conferencing and such meetings were properly convened and recorded in compliance with the provisions of Section 173(2) of the Act read with Rule 3 of Companies (Meetings of Board and its Powers) Rules, 2014.

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

We further report that during the year under review, there are no specific events / actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above **except the following –**

Observations

- Board Composition: The Board was duly constituted with requisite Independent Directors and a Woman Director. Changes during the year included resignation of Mr. Myneni Narayana Rao (Independent Director) and appointment of Ms. Sanjna Chowdary Chilakapati as Additional Director.
- KMP Changes: Ms. Aanchal Sethia (CS) resigned w.e.f. June 01, 2026
- Preferential Issue: The Company undertook preferential allotment of equity shares and warrants during Post Closure of FY 2025-26, in compliance with SEBI ICDR Regulations.
- IPO Proceeds: Utilisation of IPO proceeds completed during FY 2025 26, with no deviation from stated objects.
- Meetings: Adequate notice and agenda circulation; compliance with SS 1 and SS 2; VC participation properly recorded.
- During the financial year under review, the Company approved the proposal for acquisition of 57.5% of the equity share capital of Swastik Tungsten Private Limited ("Swastik Tungsten") for a consideration of ₹Rs.1.50 Crores, subject to the terms and conditions of the Share Purchase Agreement and completion of the applicable process under the approved Resolution Plan. The proposal was approved by the Board of Directors at its meeting held on 13 February 2026. As at 31 March 2026, the proposed acquisition had not been completed and, accordingly, Swastik Tungsten was not a subsidiary of the Company as at the end of the financial year. The Company had made the requisite disclosures in respect of the proposed acquisition to the stock exchanges. Other Events: No fines or penalties levied by stock exchanges during the year.

For P. S. Rao & Associates
Practicing Company Secretaries

Place: Hyderabad
Date: 24/08/2026
UDIN: F011891H001207756

PR: 3572/2023

Sd/-
M Ramana Reddy
FCS - 11891
CP No. 18415

[This Report is to be read with my letter of even date which is annexed as Annexure A and forms an integral part of this report.]

AUDITED FINANCIAL REPORT

Independent Auditors Report
Financial Statements

INDEPENDENT AUDITORS' REPORT

To
The Members of **M/s Innomet Advanced Materials Limited**

Report on the audit of the financial statements

Opinion

We have audited the accompanying standalone financial statements of **M/s Innomet Advanced Materials Limited** ("the Company"), which comprise the balance sheet as at March 31, 2026, and the Statement of Profit and Loss for the year then ended, and notes to the standalone 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** ('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 Profit for the year ended on that date.

Basis for opinion

We conducted our audit in accordance with the standards on auditing 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 together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the code of ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter Paragraph

We have determined that there are no matters to be reported under emphasis of matter paragraph.

Key audit matters

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

Reporting of key audit matters as per SA 701, 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.

Information other than the financial statements and auditors' report thereon

The Company's board of directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, Business Responsibility Report but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

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

Management's responsibility for the financial statements

The Company's board of directors are responsible for the matters stated in section 134 (5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the 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 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls

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

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

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

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

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

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

<u>Report on other legal and regulatory requirements</u>

1. The provisions of the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013 is applicable to the Company since it is a public company; we give in 'Annexure A', a statement on the matters, specified in paragraph 3 and 4 of the said Order.

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

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

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

c. The balance sheet, the statement of profit and loss, dealt with by this report are in agreement with the books of account;

d. In our opinion, the aforesaid standalone financial statements comply with the accounting standards specified under section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014;

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

f. With respect to the adequacy of internal financial controls and its operating effectiveness to ensure that its books of accounts and other financial records are accurate and reliable, and to prevent fraud and mismanagement, please refer to our separate report in “Annexure B”; and

g. With respect to the matter to be included in the Auditors’ Report under section 197(16) of the Act, In our opinion and according to the information and explanations given to us,
remuneration paid by the Company to its directors during the current year is in accordance with the provisions of section 197 of the Act.

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

  i. The Company does not have any pending litigations which would impact its financial position;

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

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

  iv. The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

v. The management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

vi. Based on our examination, which included test checks, the Company has used accounting softwares for maintaining its books of account for the financial year ended March 31, 2026 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the softwares. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with.

vii. Based on audit procedures which we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) contain any material mis-statement.

viii. The company has not declared or paid any dividend during the year in contravention of the provisions of section 123 of the Companies Act, 2013

For C N D & Associates
(Chartered
Accountants) (Firm
Reg. No. 030019N)

Sd/-
Rohit
Dhingra
(Partner)
Membership No: 519740

Place: Delhi
Date: May 23, 2026
UDIN: 26519740FWDQKR7648

Annexure A to the Independent Auditor's Report

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' Section of our Report to members of M/s INNOMET ADVANCED MATERIALS LIMITED ('the Company') on the financial statements for the year ended 31 March 2026)

(i) In respect of Property, Plant and Equipment (PPE) and Intangible assets:

a) The company has maintained proper records showing full particulars, including quantitative details and situation of PPE. The company has maintained proper records showing full particulars intangible assets.

b) PPE were physically verified during the year by the Management in accordance with a regular program of verification which, in our opinion, provides for physical verification of all the PPE at reasonable intervals. According to the information and explanation given to us, no material discrepancies were noticed on such verification.

c) According to the information and explanations given to us and the records examined by us, the company does hold immovable properties of land and buildings as at the balance sheet date. The title deeds pertaining to these immovable properties (except properties which are leased by the company with duly executed lease agreements in the company's favour) disclosed in the standalone financial statements are held in the name of the company.

d) According to the information and explanation given to us and the records examined by us, the company has not revalued its Property plant and equipment (including Rights of Use assets) or intangible assets or both during the year. Accordingly, reporting under clause (i)(d) of the Order is not applicable.

e) According to the information and explanation given to us and the records examined by us, no proceeding have been initiated or are pending against the company for holding any benami property under the Benami Transactions (prohibition) Act, 1988 and the rules made thereunder. Accordingly, reporting under clause (i)(e) of the Order is not applicable.

(ii) In respect of Inventory:

a) The inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and adequate in relation to the size of the Company and the nature of its business. The discrepancies noticed on verification were not material and have been properly dealt with in the books of account.

b) According to the information and explanations given to us, the Company has been sanctioned working capital limits in excess of 5 crore, in aggregate, at points of time during the year, from banks on the basis of security of inventory. In our opinion and according to information and explanations given to us, and as disclosed in Note 5 of the Standalone Financial Statements, the quarterly returns or statements filed by the Company with such banks are in agreement with the books of account of the Company of the respective quarters.

(iii) In our opinion and according to the information and explanations given to us, the company has provided loans or provided advances in the nature of loans, or stood guarantee, or provided security to any other entity.

The aggregate amount during the year was Rs. 420.53 lakh, and balance outstanding at the balance sheet date with respect to such loans or advances and guarantees or security to other entity was 420.53 lakh.

In our opinion and according to the explanations given to us, the terms and conditions of the grant of all loans and advances in the nature of loans are not prejudicial to the Company's interest.

(iv) In our opinion and according to the information and explanations provided to us, the Company has not granted any loans or provided any guarantees or security to the parties covered under Section 185 and 186 of the Act. Accordingly, reporting under clause (iv) of paragraph 3 of the Order is not applicable.

(v) The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under clause (v) of paragraph 3 of the Order is not applicable.

(vi) According to the information and explanations given to us, the maintenance of cost records has not been specified by the Central Government under Section 148 (1) of the Companies Act, 2013 for the business activities carried out by the Company. Accordingly, reporting under clause (vi) of paragraph 3 of the Order is not applicable.

(vii) According to the information and explanations given to us,

a) The Company has generally been regular in depositing undisputed statutory dues including goods and service tax, provident Fund, employee state insurance, income-tax, duties of custom, cess and other material statutory dues applicable to it with appropriate authorities. There were no undisputed amounts payable in respect of goods and service tax, provident Fund, employee state insurance, income-tax, duties of custom, cess and other material statutory dues in arrears as at March 31, 2026 for a period of more than six months.

b) There were no dues of goods and service tax, provident Fund, employee state insurance, income-tax, duties of custom, cess and other material statutory dues, which have not been deposited as at March 31, 2026 on account of any dispute from the date they became payable

(viii) In our opinion, according to the information and explanation given to us, there is no unrecorded income surrendered or disclosed in the income tax assessment under Income-tax Act, 1961 during the year. Accordingly, reporting under clause (viii) of paragraph 3 of the Order is not applicable

(ix) Reporting under this clause is below:

a) In our opinion, and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to banks.

b) According to the information and explanations given to us, the company is not declared willful defaulter by any bank or financial institution or any other lender.

c) According to the information and explanations given to us, the company utilized the term loan for the purpose for which the loan were obtained.

d) According to the information and explanations given to us, the company has not utilized short term funds for long term purposes. Accordingly, reporting under clause (ix)(d) of paragraph 3 of the Order is not applicable.

e) According to the information and explanations given to us, the company has not taken any funds from any entity or person on account of or to meet the obligation of its subsidiary. Accordingly, reporting under clause (ix)(e) of paragraph 3 of the Order is not applicable.

f) According to the information and explanations given to us, the company has not raised any loans during the year on the pledge of securities held in its subsidiary. Accordingly, reporting under clause (ix)(f) of paragraph 3 of the Order is not applicable.

(x) Reporting under this clause is below:

The Company has not raised monies by way of initial public offer or further public offer (including debt instruments) or term loans during the financial year, accordingly, reporting under clause (ix) of paragraph 3 of the Order is not applicable.

a) During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause (x)(b) of paragraph 3 of the Order is not applicable to the Company.

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

(xii) In our opinion, the Company is not a Nidhi company. Accordingly, reporting under sub clause (a), (b) and (c) of clause (xii) of paragraph 3 of the Order is not applicable.

(xiii) The provisions of Section 177 of the Act is applicable to the Company, it has formed an audit committee in compliance with the said section. In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 188 of the Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

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

We have considered the internal audit reports issued to the Company issued till the date for the period under audit.

(xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered any non-cash transactions with its directors or persons connected to its directors and hence provisions of Section 192 of the Act are not applicable.

(xvi) Reporting under this clause is below;

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

b) In our opinion and according to the information and explanations given to us, the company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, reporting under clause (xvi)(b) of paragraph 3 of the Order is not applicable.

c) In our opinion and according to the information and explanations given to us, the company is not a Core Investment Company (CIC) as defined in the regulations made by the RBI. Accordingly, reporting under clause (xvi)(c) of paragraph 3 of the Order is not applicable.

d) This clause is applicable for reporting for Consolidated standalone financial statements and this report pertains to financial statement, accordingly reporting under clause (xxi) of paragraph 3 of the Order is not applicable.

(xvii) In our opinion and according to the information and explanations given to us, the company has incurred no cash losses in the financial year and no cash loss in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors of the Company during the year.

(xix) According to the information and explanations given to us and on the basis of financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the Board of directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company.

We further state that our reporting 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, second proviso to sub-section (5) of section 135 of the Companies Act, 2013 with respect to Corporate Social Responsibility is not applicable on the company. Accordingly reporting under clause (xx) of paragraph 3 of the Order is not applicable.

(xxi) This clause is applicable for reporting for Consolidated standalone financial statements and this report pertains to standalone financial statement, accordingly reporting under clause (xxi) of paragraph 3 of the Order is not applicable.

For C N D & Associates,
Chartered Accountants
(Firm Regn No - 030019N)

CA Rohit Dhingra
Partner
M.No.
519740
Place: Delhi
Date: May 23, 2026
UDIN: 26519740FWDQKR7648

Annexure B to the Independent Auditor's Report

(Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' Section of our Report to members of M/s INNOMET ADVANCED MATERIALS LIMITED (the Company') on the financial statements for the year ended 31 March 2026)

Report on the Internal Financial Controls over Financial Reporting 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 the Company as of 31 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 Board of Directors of the company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting of the company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing as specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls.

Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the 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 internal financial controls system over financial reporting of the Company.

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 standalone 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, to the best of our information and according to the explanations given to us , the Company has, in all material 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 March 31, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

For C N D & Associates,
Chartered Accountants
(Firm Regn No - 030019N)

CA Rohit Dhingra
Partner
M.No.
519740
Place: Delhi
Date: May 23, 2026
UDIN: 26519740FWDQKR7648

INNOMET ADVANCED MATERIALS LIMITED
Standalone Balance Sheet as at March 31, 2026 CIN :
L27101TG2019PLC132262
All amounts in Indian Rupees Lakhs - unless otherwise stated

(₹ Lakhs)

PARTICULARS	Note No.	Year Ended March 31, 2026	Year Ended March 31, 2025
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	3	1,294.01	1,294.01
(b) Reserve and Surplus	4	2,995.60	2,838.33
Total Equity		**4,289.61**	**4,132.34**
Liabilities			
Non-Current Liabilities			
(a) Long-Term Borrowing	5	922.79	698.99
(b) Provisions	6	10.16	8.15
Total Non-Current Liabilities		**932.95**	**707.14**
Current Liabilities			
(a) Short-Term Borrowings	5	568.81	824.32
(b) Trade Payables	6		
-Total outstanding dues of micro enterprises and small enterprises		60.80	271.27
-Total outstanding dues of creditors other than micro enterprises and small enterprises		108.01	47.58
(c) Provisions	7	7.23	5.03
(d) Other Current Liabilities	8	178.74	70.78
(e) Current Tax Liabilities (net)	9	45.69	50.19
Total Current Liabilities		**969.28**	**1,269.17**
TOTAL EQUITY AND LIABILITIES		**6,191.85**	**6,108.64**
ASSETS			
Non-Current Assets			
(a) Property Plant and Equipment	10		
(i) Tangible Assets		1,963.91	1,729.42
(ii) Intangible Assets		195.42	190.41
(b) Capital work-in-progress	10	52.98	183.27
(c) Investments	11	5.52	-
(d) Loan and Advances	12	570.53	153.75
(e) Deffered tax assets	13	7.45	0.76
(f) Other Non-Current Assets	14	50.11	42.15
Total Non-Current Assets		**2,845.93**	**2,299.76**
Current Assets			
(a) Inventories	20	1,364.69	1,375.92
(b) Trade Receivables	15	1,100.28	635.60
(c) Cash and Cash Equivalents	16	275.86	11.96
(d) Loan and Advances	12	12.50	13.78
(e) Other Current Assets	14	592.59	1,771.62
Total Current Assets		**3,345.92**	**3,808.87**
TOTAL ASSETS		**6,191.85**	**6,108.64**

Summary of significant accounting policies

INNOMET ADVANCED MATERIALS LIMITED
Standalone Balance Sheet as at March 31, 2026 CIN : L27101TG2019PLC132262
All amounts in Indian Rupees Lakhs - unless otherwise stated

The accompanying notes 1 to 34 form an integral part of these financial statements.

As per our report of even date
For CND & Associates
Chartered Accountants
(Firm Registration No. 030019N)

Sd/-

Rohit Dhingra
(Partner)
M. No. 519740

Place : Delhi

Date: May 23, 2026
UDIN: 26519740FWDQKR7648

For and on behalf of the Board of Directors of
Innomet Advanced Materials Limited

Sd/-

Vinay Choudary Chilakapati
Managing Director
DIN: 08444644

Sd/-

Saritha Devi Chilakapati
Whole-Time Director &
Chief Financial Officer
DIN: 08432017

Sd/-

Aanchal Sethia
Company Secretary
M. No. 58422

INNOMET ADVANCED MATERIALS LIMITED
Standalone Statement of Profit and Loss for the year ended March 31, 2026
CIN : L27101TG2019PLC132262
All amounts in Indian Rupees Lakhs - unless otherwise stated

(Rs. Lakhs)

PARTICULARS	Note No.	Year ended March 31, 2026	Year ended March 31, 2025
Income			
Revenue from operations	17	5,386.41	3,252.48
Other Income	18	31.91	38.61
Total Income		**5,418.32**	**3,291.10**
Expenses			
Cost of materials consumed	19	3,803.38	2,248.68
Change in inventory	20	(6.67)	(257.46)
Employee benefit expenses	21	343.82	261.66
Finance costs	23	85.22	100.31
Depreciation and amortization expense	22	266.82	183.63
Other expenses	24	685.19	493.53
Total Expenses		**5,177.77**	**3,030.34**
Profit Before Tax		**240.55**	**260.75**
Tax Expense			
Current Tax		81.99	74.98
Deferred Tax		(6.69)	(0.76)
Earlier year tax		7.98	-
Total Tax Expense		**83.28**	**74.22**
Profit for the year		**157.27**	**186.53**
No. of Equity Shares		1,29,40,138	1,29,40,138
Weighted Average No of Equity Shares		1,29,40,138	1,13,54,964
Earnings per equity share (nominal value of shares Rs.10)			
Basic and diluted (in Rs.)		**1.22**	**1.64**

Summary of significant accounting policies 2

The accompanying notes 1 to 34 form an integral part of these financial statements.

As per our report of even date
For CND & Associates
Chartered Accountants
(Firm Registration No. 030019N)

Sd/-
Rohit Dhingra
(Partner)
M. No. 519740

Place : Delhi
Date: May 23, 2026
UDIN: 26519740FWDQKR7648

For and on behalf of the Board of Directors of
Innomet Advanced Materials Limited

Sd/-
Vinay Choudary Chilakapati
Managing Director
DIN: 08444644

Sd/-
Saritha Devi Chilakapati
Whole-Time Director &
Chief Financial Officer
DIN: 08432017

Sd/-
Aanchal Sethia
Company Secretary
M. No. 58422

INNOMET ADVANCED MATERIALS LIMITED
Standalone Statement of Cash Flow for the year ended March 31, 2026
CIN : L27101TG2019PLC132262
All amounts in Indian Rupees Lakhs - unless otherwise stated

(Rs. Lakhs)

PARTICULARS	Year ended March 31, 2026	Year ended March 31, 2025
A. Cash flow from operating activities		
Profit Before Tax	240.55	260.75
Adjustments for:		
Depreciation/amortization	266.82	183.63
Gratuity expenses	4.21	13.18
Prior period adjustment	(7.98)	(416.79)
Interest paid	85.22	100.31
Interest income	(5.74)	(31.57)
Operating profit before working capital changes	**583.08**	**109.52**
Movement in working capital:		
Decrease / (Increase) in trade receivables	(464.68)	(283.71)
Decrease / (Increase) in other current assets	1,179.02	(1,415.62)
Decrease / (Increase) in inventories	11.23	(318.97)
Increase / (Decrease) in Loans & Advances	1.28	13.04
Increase / (Decrease) in trade payables	(150.04)	41.00
Increase / (Decrease) in other current liabilities	107.96	(190.40)
Increase / (Decrease) in short term borrowings	(255.51)	283.31
Increase / (Decrease) in provisions	(19.49)	(39.73)
Cash generated from operations	**992.86**	**(1,801.57)**
Direct taxes paid (net of refunds)	66.97	45.42
Net cash from operating activities (A)	**925.89**	**(1,846.99)**
B. Cash flows from investing activities		
Margin Money for Bank Guarantee	(3.29)	(4.59)
Interest received	5.74	31.57
Payment for fixed assets (including capital work in progress and capital advances)	(376.04)	(699.45)
Long term loan and advances	(416.78)	(153.75)
Movement in security deposit	(4.67)	10.04
Investments in Mutual Fund	(5.52)	-
Net cash from/ (used in) investing activities (B)	**(800.57)**	**(841.64)**
C. Cash flows from financing activities		
Interest paid during the year	(85.22)	(100.31)
Proceeds/(Repayment) from Long-term Borrowing	223.80	(91.32)
Proceeds from issuance of shares	-	3,423.60
Share issue expenses	-	(532.99)
Net cash from/ (used in) financing activities (C)	**138.58**	**2,698.99**
Net increase/ (decrease) in cash and cash equivalents (A + B + C)	263.90	10.36
Cash and cash equivalent as at the beginning of the period	11.96	1.59
Cash and cash equivalent as at the end of the period	**275.86**	**11.96**

Notes:
(i) Amount in brackets represents cash outflow or loss.

As per our report of even date
For CND & Associates
Chartered Accountants
(Firm Registration No. 030019N)

Sd/-
Rohit Dhingra
(Partner)
M. No. 519740

Place : Delhi
Date: May 23, 2026
UDIN: 26519740FWDQKR7648

For and on behalf of the Board of Directors of
Innomet Advanced Materials Limited

Sd/-
Vinay Choudary Chilakapati
Managing Director
DIN: 08444644

Sd/-
Saritha Devi Chilakapati
Whole-Time Director &
Chief Financial Officer
DIN: 08432017

Sd/-
Aanchal Sethia
Company Secretary
M. No. 58422

Followed by notes to account on excel (1-2), (3-4)...

INNOMET ADVANCED MATERIALS LIMITED
Standalone Notes to financial statements for the year ended March 31, 2026
CIN : L27101TG2019PLC132262
All amounts in Indian Rupees Lakhs - unless otherwise stated

1 Corporate information

The Company is a public limited company incorporated and domiciled in India. The address of its corporate office is B-31, Bhel Ancillary Industrial Estate Ramachandrapuram, Medak, Hyderabad, Telangana, India, 502032. The Company is engaged in business of manufacturing and selling **"Metal Powders & Tungsten Heavy Alloys".** The accompanying financial statements reflect the results of the activities undertaken by the company during the period 1st April, 2025 to 31st March, 2026.

2 Significant accounting policies

(a) Basis of preparation
The financial statements have been prepared to comply in all material respects with the notified accounting standards by Companies Accounting Standards Rules, 2006 as amended from time to time and the relevant provisions of the Companies Act, 2013 ('The Act'). The financial statements have been prepared in accordance with revised Schedule III requirements including previous year comparatives. The financial statements have been prepared under historical cost convention on an accrual basis in accordance with accounting principles generally accepted in India. The accounting policies have been consistently applied by the company and are consistent with those used in previous year.

The preparation of financial statements is in conformity with general accepted accounting principles which require the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to the contingent liabilities as at the date of the financial statements and reported amounts of income and expenses during the year. Actual results could differ from those estimates.

(b) Functional and presentation currency
Items included in the financial statements of Company are measured using the currency of the primary economic environment in which the Company operates ("the functional currency"). Indian rupee is the functional currency of the Company.

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of transaction. Foreign currency denominated monetary assets and liabilities are re-measured into the functional currency at the exchange rate prevailing on the balance sheet date.
Exchange differences are recognized in the Statement of Profit and Loss.

(c) Property, plant and equipment
Property, Plant and Equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any and capital work in progress is stated at cost. The cost comprises purchase price, borrowing costs if capitalization criteria are met, directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price. Such cost includes the cost of replacing part of the plant and equipment. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives.

Subsequent expenditure related to an item of property, plant and equipment is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. All other expenses on existing property, plant and equipment, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the Statement of Profit & Loss for the period in which such expenses are incurred.

Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. Leasehold improvement represent expenses incurred towards civil works, interior furnishings, etc. of the leasehold premises.

Cost of assets not ready for intended use, as on the balance sheet date, is shown as capital work in progress. Items of stores and spares that meet the definition of property, plant and equipment are capitalized at cost and depreciated over their useful life. Otherwise, such items are charged to the Statement of Profit and Loss. The company identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset.

Gains or losses arising from derecognition of property plant and equipments are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

(d) Depreciation on property plant and equipment
The Depreciation has been provided on the basis of useful life as prescribed in Schedule II of Companies Act, 2013. Residual value of assets is considered at 5% of the original cost of the assets.

(This space has been intentionally left blank)

(e) Impairment of property, plant and equipment

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

The Company bases its impairment calculation on detailed budgets and forecast calculations which are prepared separately for each of the Company's cash-generating units to which the individual assets are allocated. These budgets and forecast calculations are generally covering a period of five years. For longer periods, a long term growth rate is calculated and applied to project future cash flows after the fifth year. Impairment losses of continuing operations, including impairment on inventories, are recognized in the statement of profit and loss.

After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

An assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the company estimates the asset's or cash-generating unit's recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the statement of profit and loss unless the asset is carried at a revalued amount, in which case the reversal is treated as a revaluation increase.

(f) Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realized within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

(g) Borrowing costs

Borrowing costs includes interest and amortization of ancillary costs incurred in connection with the arrangement of borrowings.

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period in which they are incurred.

(h) Revenue recognition

Revenue is recognized to the extent it can be reliably measured and is probable that the economic benefits will flow to the company.

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(i) Employee benefits

Short term employee benefits:

Employee benefits such as salaries, wages, short term compensated absences, expected cost of bonus, ex-gratia and performance-linked rewards falling due wholly within twelve months of rendering the service are classified as short term employee benefits and are expensed in the period in which the employee renders the related service.

(j) Taxes

Current income tax

- Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The Company determines the tax as per the provisions of Income Tax Act 1961 and other rules specified thereunder.

Deferred tax

- Deferred tax is provided in full using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.
- Deferred tax liabilities are recognized for all taxable temporary differences, except:

(i) When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

(ii) Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized, except when the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

(iii) The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

(iv) Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

(v) Deferred tax relating to items recognized outside profit or loss is recognized through profit or loss.

(vi) Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

(k) Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed the reimbursement is recognized as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

(l) Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The contingent liability is not recognized in books of account but its existence is disclosed in financial statements.

(m) Earnings per share

Basic earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events such as fresh issue, bonus issue that have changed the number of equity shares outstanding, without a corresponding change in resources.

(n) Cash and cash equivalents

Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand, cheques in hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value and having original maturities of three months or less from the date of purchase, to be cash equivalents.

(o) Valuation of Inventories

Raw Material:At cost (on weighted average method)

Finished goods:At cost or net realizable value whichever is lower.

Stores & Spares:At cost.

(p) Operating Lease

Lease where the lessor effectively retains substantially all the risks and benefits of ownership of the leased assets are classified as operating lease. Operating lease charges are recognized as an expense in the Statement of Profit & Loss on actual basis.

(q) Cash Flow Statement

The Cash Flow Statement is prepared by the indirect method set out in Accounting Standard (AS) 3 on Cash Flow Statements and presents the cash flows by operating, investing and financial activities of the Company.

Cash and cash equivalents presented in the Cash Flow Statement consists of cash in hand, cheques & drafts in hand and balances in current account/ flexi deposit.

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INNOMET ADVANCED MATERIALS LIMITED
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PARTICULARS	As at March 31, 2026	As at March 31, 2025
3. EQUITY SHARE CAPITAL		
Authorized Shares		
1,40,00,000 (previous year 1,40,00,000) Equity shares of Rs.10/- each	1,400.00	1,400.00
Issued, subscribed and fully paid -up shares		
1,29,40,138 (previous year 1,29,40,138) Equity shares of Rs.10/- each	1,294.01	1,294.01
TOTAL	**1,294.01**	**1,294.01**

(a) Terms/rights attached to equity shares
The Company has only one class of equity shares having par value of ₹10 per share. Each holder of equity shares is entitled to one vote per share.
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.

(b) Shares held by holding/ultimate holding Company and/or their subsidiaries/associates
The Company does not have any holding and subsidiary company

(c) The details of shares held by promoters:

PARTICULARS	As at 31 March 2026		As at 31 March 2025	
	No.	% holding in the class	No.	% holding in the class
Mr. Vinay Choudary Chilakapati	5,26,316	4.07%	5,26,316	4.07%
Mrs. Saritha Devi Chilakapati	33,71,028	26.05%	33,09,828	25.58%
Mrs. Lakshmi Kanthamma Chilakapati	32,55,794	25.16%	32,55,794	25.16%

As per the records of the Company, including its register of shareholders/members and other declaration received from the shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

(d) The details of change in shares held by promoters:

PARTICULARS	As at 31 March 2026	As at 31 March 2025	Change in holding (%)
Mr. Vinay Choudary Chilakapati	526,316	526,316	0.00%
Mrs. Saritha Devi Chilakapati	3,371,028	33,09,828	0.47%
Mrs. Lakshmi Kanthamma Chilakapati	3,255,794	3,255,794	0.00%

(e) Reconciliation of the shares outstanding at the beginning and at the end of the reporting financial year :

PARTICULARS	As at 31 March 2026		As at 31 March 2025	
	No.	% of total class	No.	% of total class
At the beginning of the year	12,940,138	100%	9,516,138	73.54%
Add: Issue of equity shares during the year	-	-	3,424,000	26.46%
Outstanding at the end of the year	12,940,138	**100%**	12,940,138	**100%**

(f) Details of shareholders holding more than 5% shares in the company

PARTICULARS	As at 31 March 2026		As at 31 March 2025	
	No.	% holding in the class	No.	% holding in the class
Mrs. Saritha Devi Chilakapati	3,371,028	26.05%	33,09,828	25.58%
Mrs. Lakshmi Kanthamma Chilakapati	3,255,794	25.16%	32,55,794	25.16%

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1. RESERVE & SURPLUS

PARTICULARS	As at March 31, 2026	As at March 31, 2025
Security Premium		
Opening balance	2,791.80	243.54
Received during the period	-	3,081.24
Share issue expenses	-	532.99
Closing balance (A)	**2,791.80**	**2,791.80**
Retained Earnings - Surplus/(deficit) in the statement of profit and loss		
Opening balance	46.53	276.78
Profit for the year	157.27	186.53
Less: Adjustment for the previous year	-	416.79
Closing balance (B)	**203.80**	**46.53**
Closing balance (A+B)	**2,995.60**	**2,838.33**

Retained earnings

Retained earnings are the profits that the Company has earned till date less any transfers to General Reserve, dividends or other distributions to shareholders.

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All amounts in Indian Rupees Lakhs - unless otherwise stated

PARTICULARS	As at March 31, 2026	As at March 31, 2025
5.1 LONG-TERM BORROWINGS		
Unsecured loans from related parties	398.72	517.09
Term loan	524.07	161.59
Loan from NBFC	–	20.30
TOTAL	**922.79**	**698.99**

Term Loan from Bank

1. Standard Chartered Bank (Outstanding Amount Term Loan No. 007271017 - 1,51,30,984 and Term Loan No. 007272618 - 4,81,83,333) - Term Loan is primarily secured against hypothication of all present and future current assets and following are the collateral security:

(a) Industrial Land and Building in Plot No. F35 & F36 in Sy. No. 70 & 174, situated at FICCI-FLO, IP Sultanpur Limits, Ameerpur Mandal, Sangareddy admeasuring 7767 Sq. Meter in the name of M/s Innomet Advanced Materials Private Limited.

(b) Factory Land and Buildings bearing Survey Number 231 and 232, situated at Shed No B 31 situated at Ancillary Industrial Estate, Ramachandrapuram, Medak District, R C Puram, Hyderabad 502032 admeasuring Total Area 1000 Sq. yd in the name of Ms Padma Sree Enterprises.

(c) Residential Building bearing Survey Number 26, 401 to 412, situated at Residential House in Plot No 162, MIG Nallagandla Village Serilingampally, Ranga Reddy district - 500032, Admeasuring Total Area 225.44 Sq. Yds in the name of Shri Ch Harinath Prasad.

(d) Residential Building bearing Survey Number 12/1 and 13, situated at Flat no 201A second floor, Block A, Aparna Sarovar Apartment, Kanchagachibowli, Serilingampalli, Ranga Reddy district 500046 Admeasuring Total Area 1460 Sq. ft, in the name of Smt Ch Saritha.

2. HDFC Bank Ltd (Outstanding Term Loan Amount Rs. 14,81,508) is secured against hypothication of Tata Tiago Car.

4. SBI Bank Ltd (Outstanding Term Loan Amount Rs. 12,63,714) is secured against hypothication of MG Car.

PARTICULARS	As at March 31, 2026	As at March 31, 2025
5.2 SHORT-TERM BORROWINGS		
Current Maturity of Term Loan	136.53	67.17
Current Maturity of Loan from NBFC	20.30	36.00
Working capital loan from bank	411.98	721.05
Working capital loan from NBFC	–	0.09
TOTAL	**824.32**	**824.32**

Working Capital Loan from Bank
Standard Chartered Bank (Outstanding Amount - Rs. 4,11,98,145) - Cash Credit facility primarily secured against hypothication of all present and future current assets. The Collateral Security for working capital loan from bank is same as disclosed under Notes 5.1.

PARTICULARS	As at March 31, 2026	As at March 31, 2025
6. PROVISIONS		
LONG-TERM PROVISIONS		
Provision for gratuity	10.16	8.15
TOTAL	**10.16**	**8.15**
SHORT-TERM PROVISIONS		
Provision for gratuity	7.23	5.03
TOTAL	**7.23**	**5.03**

PARTICULARS	As at March 31, 2026	As at March 31, 2025
7. TRADE PAYABLE		
Total outstanding dues of micro, small & medium enterprises	60.80	271.27
Total outstanding dues of other than micro, small & medium enterprises	108.01	47.58
TOTAL	**168.81**	**318.85**

Trade payable ageing schedule due for payment

Particulars	Outstanding for following periods from due date of payment					
	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 year	Total
As at March 31, 2026						
(i) MSME	-	6.54	-	-	-	6.54
(ii) Others	-	159.92	2.36	-	-	162.27
(iii) Disputed dues - MSME	-	-	-	-	-	–
(iv) Disputed dues - Others	-	-	-	-	-	–
	-	**166.46**	**2.36**	**-**		**168.81**

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Particulars	Outstanding for following periods from due date of payment					
	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 year	
As at March 31, 2025						
(i) MSME	-	271.27	-	-	-	271.27
(ii) Others	-	43.15	4.43	-	-	47.58
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
	-	**314.42**	**4.43**	**-**		**318.85**

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Details of dues to Micro, Small and Medium Enterprises as per Micro Small and Medium Enterprise Development Act, 2006

Particulars	31-Mar-26	31-Mar-26
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
-- Principal amount	6.54	271.27
-- Interest thereon	Nil	Nil
The amount of interest paid by the buyer in terms of section 16, of the Micro Small and Medium Enterprise Development Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	Nil	Nil
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro Small and Medium Enterprise Development Act, 2006.	Nil	Nil
The amount of interest accrued and remaining unpaid at the end of each accounting year; and	Nil	Nil
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the Micro Small and Medium Enterprise Development Act, 2006	Nil	Nil

PARTICULARS	As at March 31, 2026	As at March 31, 2025
8. OTHER CURRENT LIABILITIES		
Capital Creditors	2.89	-
Accrued interest	2.62	0.76
Statutory obligations payable	35.45	5.05
Advances from customer	91.21	12.54
Expense payable	46.56	45.73
TOTAL	**178.74**	**70.78**

PARTICULARS	As at March 31, 2026	As at March 31, 2025
9. CURRENT TAX LIABILITY (NET)		
'Provision for tax net of advance tax & tax deducted at source	45.69	50.19
TOTAL	**45.69**	**50.19**

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All amounts in Indian Rupees Lakhs - unless otherwise stated

10. PROPERTY PLANT AND EQUIPMENT

Nature of fixed assets	Gross Block				Depreciation				Net Block	
	As on 01/04/2025	Additions during the year	Sale or transfer	Total as on 31/03/2026	Up to 31/03/2025	Sale/ Transfer	For the Period	Up to 31/03/2026	W.D.V as on 31/03/2026	W.D.V as on 31/03/2025
Tangible Assets:										
Land	137.92	-	-	137.92	-	-		-	137.92	137.92
Building	742.52	66.73	-	809.25	86.49	-	62.65	149.14	660.11	656.03
Eletcrical equipment	29.77	4.50	-	34.27	6.49	-	1.93	8.42	25.85	23.28
Plant & Machinery	1,120.52	380.32	-	1,500.84	239.19	-	175.36	414.55	1,086.29	881.33
Vehicle	51.58	34.78	-	86.36	27.25	-	12.14	39.40	46.96	24.32
Computers	9.98	2.91	-	12.89	6.82	-	2.72	9.54	3.35	3.16
Furniture and Fixtures	5.28	0.42	-	5.71	2.54	-	0.80	3.34	2.37	2.74
Office equipment	8.62	3.80	-	12.42	7.99	-	2.04	10.03	2.39	0.63
Intangible Assets										
Trademark	198.36	-	-	198.36	7.95	-	6.61	14.56	183.80	190.41
Product development	-	12.86	-	12.86	-	-	2.57	2.57	10.29	-
Total	**2,304.55**	**506.33**	**-**	**2,810.87**	**384.73**	**-**	**266.82**	**651.55**	**2,159.33**	**1,919.83**
Capital work-in-progress	**183.27**	**44.51**	**174.80**	**52.98**	**-**	**-**	**-**	**-**	**52.98**	**183.27**

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PARTICULARS	As at March 31, 2026	As at March 31, 2025
11. INVESTMENTS		
NON-CURRENT		
Investment in Mutual Funds	5.52	-
TOTAL	**5.52**	**-**

Investment in Mutual Fund measured at Cost
Bluechip Fund - 899.56 units at 46.59 per unit, India Growth Fund - 2,334.13 units at 23.94 per unit and Opportunities Fund - 2,765.25 units at 59.94 per unit. The Market Value of these investment as at March 31, 2026 is Rs. 5.24 lakh.

PARTICULARS	As at March 31, 2026	As at March 31, 2025
12. LOAN AND ADVANCES		
NON CURRENT		
Capital advances	–	3.75
Advances for long-term contract	570.53	150.00
TOTAL	**570.53**	**153.75**
CURRENT		
Advance to employees	12.50	13.78
TOTAL	**12.50**	**13.78**

PARTICULARS	As at March 31, 2026	As at March 31, 2025
13. DEFFERED TAX		
Deffered tax assets	7.45	0.76
TOTAL	**7.45**	**0.76**

ln compliance with Accounting Standard 22, "Accounting for Taxes on lncome", deferred tax assets/liabilities arising during the year on account of timing differences has been recognised in the profit & loss account and adjusted with opening deferred tax assets/liabilities.

The component of deferred tax assets/liabilities to the extent recognized as on March 31, 2026 are as follows:

PARTICULARS	As at March 31, 2026	As at March 31, 2025
Opening deferred tax assets	0.76	-
Deferred tax assets revalued on account of timing difference	6.69	0.76
Closing deferred tax assets/(liabilities)	7.45	0.76

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PARTICULARS	As at March 31, 2026	As at March 31, 2025
14. OTHER ASSETS		
NON CURRENT		
Security Deposit	35.13	30.46
Margin money for bank guarantee	14.98	11.69
TOTAL	**50.11**	**42.15**
CURRENT		
Advances to Suppliers	37.14	50.54
GST Input	14.60	261.59
Prepaid expenses	467.85	514.03
Deposits with remaining maturity period of more than 3 months but up to 12 months	-	800.00
Other current assets	72.99	145.45
TOTAL	**592.59**	**1,771.62**

All amounts in Indian Rupees Lakhs - unless otherwise stated

PARTICULARS	As at March 31, 2026	As at March 31, 2025
15. TRADE RECEIVABLES		
Unsecured		
Current		
Trade receivables considered good	1,100.28	635.60
Trade receivables considered doubtful	-	-
Trade receivables (Gross)	**1,100.28**	**635.60**
Less: Impairment allowance for trade receivables - Credit Impaired	-	-
Trade Receivables Unbilled	-	-
Trade receivables (Net)	**1,100.28**	**635.60**

Trade receivables Ageing as on 31 March 2026

Particulars	Outstanding for following periods from due date of payment						
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade Receivables - considered good	-	1,035.29	5.86	13.94	14.05	31.14	1,100.28
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - Credit Impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - Credit Impaired	-	-	-	-	-	-	-
Less:- Allowance for credit risk	-	-	-	-	-	-	-
Total trade receivable	**-**	**1,035.29**	**5.86**	**13.94**	**14.05**	**31.14**	**1,100.28**

Trade receivables Ageing as on 31 March 2025

Particulars	Outstanding for following periods from due date of payment						
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade Receivables - considered good	-	509.80	80.07	14.59	31.14	-	635.60
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - Credit Impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - Credit Impaired	-	-	-	-	-	-	-
Less:- Allowance for credit risk	-	-	-	-	-	-	-
Total trade receivable	**-**	**509.80**	**80.07**	**14.59**	**31.14**	**-**	**635.60**

PARTICULARS	As at March 31, 2026	As at March 31, 2025
16. CASH AND BANK BALANCES		
Cash and cash equivalents		
Balances with scheduled banks :		
- Current accounts	23.16	2.13
- EEFC accounts	252.21	9.72
- Cash in hand	0.48	0.11
TOTAL	**275.86**	**11.96**

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All amounts in Indian Rupees Lakhs - unless otherwise stated

PARTICULARS	Year Ended March 31, 2026	Year Ended March 31, 2025
17. REVENUE FROM OPERATIONS		
Sale of Goods	5,386.41	3,252.48
TOTAL	**5,386.41**	**3,252.48**

PARTICULARS	Year Ended March 31, 2026	Year Ended March 31, 2025
18. OTHER INCOME		
Interest income on		
- Fixed deposit	5.74	31.57
Export incentive	14.95	2.82
Foreign exchange fluctuation	10.90	1.24
Miscellaneous Income	0.32	2.98
TOTAL	**31.91**	**38.61**

PARTICULARS	Year Ended March 31, 2026	Year Ended March 31, 2025
19. COST OF MATERIAL CONSUMED		
Opening stock of raw material	456.32	108.13
Add: Domestic purchase	3,775.70	2,595.08
Add: Import purchase	9.77	1.79
Less: Closing Stock of raw material	438.42	456.32
TOTAL	**3,803.38**	**2,248.68**

PARTICULARS	Year Ended March 31, 2026	Year Ended March 31, 2025
20. CHANGE IN INVENTORY		
Opening inventories	919.60	948.83
Closing inventories	926.27	919.60
Prior period adjustment (Refer Note no. 4)	-	286.69
Change in inventory	**(6.67)**	**(257.46)**

PARTICULARS	Year Ended March 31, 2026	Year Ended March 31, 2025
21. EMPLOYEE BENEFIT EXPENSES		
Salaries, wages & bonus	258.38	171.29
Employee contribution to provident and other fund	14.96	10.34
Staff welfare expenses	70.48	80.03
TOTAL	**343.82**	**261.66**

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PARTICULARS	Year Ended March 31, 2026	Year Ended March 31, 2025
22. DEPRECIATION		
Depreciation expenses	257.64	175.67
Amortisation expenses	9.18	7.96
	266.82	**183.63**
23. FINANCE COST		
Interest expenses	81.76	95.86
Bank charges	3.41	4.20
Other charges	0.05	0.25
	85.22	**100.31**
24. OTHER EXPENSES		
Advertisement Expenses	37.89	84.78
Audit fees	4.00	102.65
Bad debts	0.18	2.70
Business promotion expenses	128.75	91.56
Commission	-	10.53
Courier & Transportation	27.76	0.62
Discount	4.95	-
Donation	2.90	23.82
Electricity, power & water expenses	94.41	2.75
Fees & Charges	12.51	3.62
Insurance charges	7.06	24.19
Job work charges	106.09	-
Late payment charges	0.80	18.70
Legal and professional fees	101.09	1.10
Miscelleneous expenses	26.53	8.18
Office expenses	3.07	3.77
Printing and stationery	5.19	7.28
Rates & Taxes	4.04	28.59
Rent	2.58	1.27
Repair and maintainence	18.22	46.78
Subscription	12.76	20.97
Technical charges	22.50	5.25
Telephone expenses	1.78	1.86
Travelling and conveyance	60.15	2.58
	685.19	**493.53**

All amounts in Indian Rupees Lakhs - unless otherwise stated

PARTICULARS	Year Ended March 31, 2026	Year Ended March 31, 2025
Note:		
*Payment to auditor		
As Auditor:		
Statutory Audit fees	4.00	2.75
Tax Audit fees	1.00	1.00
Others	2.30	1.80
TOTAL	**7.30**	**5.55**

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25. Related party disclosures
Names of related parties and related party relationship
Key Managerial personnel and relatives of KMP
Saritha Devi Chilakapati Vinay Choudary Chilakapati Lakshmi Kanthamma Chilakapati Sanjna Chowdary Chilakapati Vijay Raidu Aanchal Sethia Prasad Innovations Prasad Engineering Works Keerthi Enterprises

Summary of transaction wih related parties

Name of Related Parties	Relationship	Nature of transaction	As at 31st March 2026	As at 31st March 2025
Saritha Devi Chilakapati	WTD & CFO	Loan received	133.50	320.00
Saritha Devi Chilakapati	WTD & CFO	Loan re-paid	253.13	148.98
Saritha Devi Chilakapati	WTD & CFO	Managerial Remuneration	18.00	18.00
Vinay Choudary Chilakapati	Managing Director	Loan re-paid	0.71	33.19
Vinay Choudary Chilakapati	Managing Director	Managerial Remuneration	27.00	25.50
Lakshmi Kanthamma Chilakapati	Director	Loan received	1.26	324.57
Lakshmi Kanthamma Chilakapati	Director	Loan re-paid	-	30.50
Vijay Raidu	Relative of Director	Loan re-paid		117.31

All amounts in Indian Rupees Lakhs - unless otherwise stated

Name of Related Parties	Relationship	Nature of transaction	As at 31st March 2026	As at 31st March 2025
Aanchal Sethia	Company Secretary	Salary	3.36	3.60
Prasad Innovations	Proprietorship firm of the director of the company	Purchase	48.15	50.51
Prasad Engineering Works	Proprietorship firm of the director of the company	Sale of Goods	0.30	-
Keerthi Enterprises	Proprietorship firm of the director of the company	Purchase of fixed assets	39.34	17.11
Sanjna Chowdary Chilakapati	Additional Director	Salary	14.53	-

Balance outstanding at the end of year

Name of Related Parties	Relationship	Nature of transaction	As at 31st March 2026	As at 31st March 2025
Saritha Devi Chilakapati	WTD & CFO	Loan payable	57.27	176.90
Saritha Devi Chilakapati	WTD & CFO	Salary Payable	6.12	5.21
Lakshmi Kanthamma Chilakapati	Director	Loan payable	341.45	340.19
Vinay Choudary Chilakapati	Managing Director	Loan receivable	-	0.71
Vinay Choudary Chilakapati	Managing Director	Salary Payable	4.92	-
Keerthi Enterprises	Proprietorship firm of the director of the company	Accounts Receivable	4.21	-
Prasad Innovations	Proprietorship firm of the director of the company	Accounts Payable	2.28	1.54
Aanchal Sethia	Company Secretary	Salary Payable	0.25	0.26
Sanjna Chowdary Chilakapati	Additional Director	Accounts Payable	1.16	-

(This space has been intentionally left blank)

All amounts in Indian Rupees Lakhs - unless otherwise stated

26 Contingent Liabilities

	31 March 2026	31 March 2025
Claims against the Company not acknowledged as debts*	–	–
Bank Guarantee	13.98	10.21

27 Capital and Other Commitments:

At March 31, 2026, the Company has commitments of Rs. Nil (March 31, 2025: Rs. Nil) relating to completion of capital projects.

28 Earnings in Foreign Currency (accrual basis)	31 March 2026	31 March 2025
Sale of Goods	982.81	307.89
Total	**982.81**	**307.89**

29 Expenditure in Foreign Currency (accrual basis)	31 March 2026	31 March 2025
Fixed assets	58.72	17.10
Raw material	9.77	1.79
Services	99.21	6.40
Total	**167.70**	**25.29**

30 Value of Consumption of Imported and Indigenous Raw Materials, Spares and the Percentage of the total Consumption

Particular	2025-26 (INR)	2025-26 (%)	2024-25 (INR)	2024-25 (%)
(A) Raw Material				
Indigenous	3,669.56	96.48%	2,170.20	96.51%
Imported	9.77	0.26%	1.79	0.08%
(B) Stores & Spares				
Indigenous	124.04	3.26%	76.69	3.41%
Imported	-	-	-	-
(C) Components				
Indigenous	-	-	-	-
Imported	-	-	-	-

All amounts in Indian Rupees Lakhs - unless otherwise stated

31 Financial Ratios

Ratio	Numerator	Denominator	Current period	Previous period	% variance	Reason for variance
(a) Current ratio	Current assets	Current liabilities	3.45	3.00	15%	NA
(b) Debt-equity ratio	Borrowings+ Interest Accrued	Total Equity	0.35	0.37	-6%	NA
(c) Debt service coverage ratio	Earning for Debt Service	Interest	0.36	3.60	-90%	Decline mainly due to increasing debt service obligations.
(d) Return on equity ratio	Net Profits before taxes	Average Shareholder's Equity	5.71	9.31	-39%	Decreased in the profit during the year
(e) Inventory turnover ratio	Cost of goods sold OR sales	Average Inventory	3.93	2.67	47%	Increase in sales during the year
(f) Trade receivables turnover ratio	Net Credit Sales	Avg. Accounts Receivable	6.21	6.59	-6%	NA
(g) Trade payables turnover ratio	Net Credit Purchases	Average Trade Payables	15.49	8.70	78%	Increase in purchase and decrease in trade payables during the year
(h) Net capital turnover ratio	Net Sales	Working Capital	2.27	1.28	77%	Increase in sales during the year
(i) Net profit ratio	Net profit	Net Sales	2.92%	5.74%	-49%	Decreased in the profit during the year
(j) Return on capital employed	Earning before interest and taxes	Capital Employed	5.63%	6.38%	-12%	NA
(k) Return on investment	Market Value	Initial investment	12.15%	14.41%	-16%	NA

Note no 1- Please note that variance below 25% has not been explained.

All amounts in Indian Rupees Lakhs - unless otherwise stated

32 DISCLOSURE REQUIRED BY ACCOUNTING STANDARD - 15 "EMPLOYEE BENEFITS"

[1] PROVISION FOR GRATUITY

(A) DEFINED BENEFIT PLAN KEY ACTUARIAL ASSUMPTIONS:

Particulars	As at 31st March 2026	As at 31st March 2025
Discount Rate	7.00%	6.75%
Salary Growth Rate	5.00%	5.00%
Mortality	IALM 2012-14	IALM 2012-14
Expected rate of return	0.00%	0.00%
Attition/Withdrawal Rate (per annum)	10.00%	10.00%

(B) EXPENDITURE RECOGNITION DURING THE

Particulars	As at 31st March 2026	As at 31st March 2025
Period	31-03-2026	31-03-2025
Current Liablity (Short Term)	Rs. 7,22,658	Rs. 5,02,920
Non Current Liability (Long Term)	Rs. 10,16,208	Rs. 8,15,276
Total Liability	**Rs. 17,38,866**	**Rs. 13,18,196**

33 Other Statutory Information

a. The Company has not recorded any transaction with the companies that has been struck off from the registrar of companies (ROC) during the period.

b. The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

c. The Company have not traded or invested in Crypto currency or Virtual Currency during the financial period.

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

   a. provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

   b. 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

e. The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party).

f. The Company have not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the period in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

g. The Company have 2 product segment i.e. Metal powder and tungsten heavy alloy, therefore segment reporting is applicable but except the revenue from operation the company has not maintained the data for the segment reporting, however from the financial year 2025-26 the company have implemented the system for the maintaining the segment wise data of Profit and loss, Assets, Liabilities and revenue.

All amounts in Indian Rupees Lakhs - unless otherwise stated

Segment revenue of the company is as per the below

Particular	As at 31st March 2026	As at 31st March 2025
1. Segment Revenue		
a) Metal Powder	4,059.92	2,550.96
b) Tungsten heavy alloy	1,326.49	701.52
Total	**5,386.41**	**3,252.48**
2. Geographic Revenue		
Domestic Revenue	4,403.60	2,944.60
Export Revenue	982.81	307.89
Total	5,386.41	3,252.48

34 Previous Year Comparatives

Previous year figures are re-grouped whereever necessary.

Summary of significant accounting policies 2

The accompanying notes 1 to 34 form an integral part of these financial statements.

As per our report of even date
For CND & Associates Chartered Accountants
(Firm Registration No. 030019N)

For and on behalf of the Board of Directors of
Innomet Advanced Materials Limited

Sd/-
Rohit Dhingra
(Partner)
M. No. 519740

Sd/-
Vinay Choudary Chilakapati
Managing Director
DIN: 08444644

Sd/-
Saritha Devi Chilakapati
Whole-Time Director &
Chief Financial Officer
DIN: 08432017

Place : Delhi
Date: May 23, 2026
UDIN: 26519740FWDQKR7648

Sd/-
Aanchal Sethia UDIN:
Company Secretary
M. No. 58422

INNOMET ADVANCED MATERIALS LIMITED
Regd. Office: B-31, BHEL Ancillary Industrial Estate, Ramachandrapuram, Medak, Hyderabad, Telangana, India, 502032
CIN: L27101TG2019PLC132262
Tel No.: +91 40 2302 1726|, +91 7036869896, **Fax**: +9140 2302 4647
Email ID: cs@innomet.net; **Website:** www.innomet.net

NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE is hereby given that the 7th (Seventh) Annual General Meeting (AGM) of the Members of Innomet Advanced Materials Limited (CIN: L27101TG2019PLC132262) ("the Company") will be held on **Tuesday, September 22, 2026, at 11:30 A.M. IST** through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") to transact the following businesses:

Item No.1 – Ordinary Business

To consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and Auditors thereon, and in this regard, to consider and if thought fit, to pass the following resolution as **an Ordinary Resolution.**

"RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and the Statutory Auditors thereon, be and are hereby received, considered and adopted."

Item No.2 – Ordinary Business

To re-appoint Mrs. Saritha Devi Chilakapati (DIN: 08432017), Director of the Company, who retires by rotation at this Annual General Meeting and, being eligible, offers herself for re-appointment, and in this regard, to consider and if thought fit, to pass the following resolution as **an Ordinary Resolution.**

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, read with the Articles of Association of the Company, Mrs. Saritha Devi Chilakapati (DIN: 08432017), Director of the Company, who retires by rotation at this Annual General Meeting and, being eligible, offers herself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation**."**

Item No. 3 – Special Business

To approve the appointment of Ms Sanjna Chowdary Chilakapati (DIN:11537278) as a Non-Executive Non-Independent Director of the Company, and in this regard, to consider and if thought fit, to pass the following resolution as **an Ordinary Resolution.**

"RESOLVED THAT pursuant to the provisions of Sections 152, 161(1) and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with the Companies (Appointment and Qualification of Directors) Rules, 2014, the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Ms. Sanjna Chowdary Chilakapati (DIN: 11537278), who was appointed as an Additional Director under the category of Non-Executive Non-Independent Director of the Company with effect from February 11, 2026, and who holds office up to the date of this Annual General Meeting, and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing her candidature for the office of Director, be and is hereby appointed as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution, including filing requisite e-forms and returns with the Registrar of Companies and other statutory authorities, as may be required."

Item No. 4 – Special Business

To consider and approve and ratify payment of remuneration/professional fees to Ms. Sanjna Chowdary Chilakapati (DIN: 11537278), and in this regard, to consider and if thought fit, to pass the following resolution as **Special Resolution.**

RESOLVED THAT pursuant to the provisions of Sections 188, 197 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with the Companies (Meetings of Board and its Powers) Rules, 2014, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 23 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), and the Articles of Association of the Company, based on the recommendation of Audit Committee, Nomination and Remuneration Committee and Board of Directors, the consent of the Members be and is hereby accorded to ratify the remuneration paid to Ms. Sanjna Chowdary Chilakapati (DIN: 11537278), Director and Promoter of the Company, and to approve payment of professional fees to her up to Rs.30,00,000/- (Rupees Thirty Lakhs Only) per annum, payable on a monthly basis for rendering of professional services , in addition to the sitting fees, if any, payable for attending meetings of the Board and Committees thereof.

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) be and is hereby authorised to determine, from time to time, the terms and conditions of such professional fees payable to Ms. Sanjna Chowdary Chilakapati, in its absolute discretion, subject to compliance with applicable provisions of the Act and Listing Regulations."

Item No. 5 – Special Business

To consider and approve the appointment of Mr.Venkata Sai Kiran Chakravadhanula (DIN: 11094810) as Non-executive Independent Director of the Company, and in this regard, to consider and if thought fit, to pass the following resolution as **an Ordinary Resolution.**

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161(1) and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, the Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr.Venkata Sai Kiran Chakravadhanula (DIN: 11094810), who was appointed as an Additional Director under the category of Non-executive Independent Director of the Company by the Board of Directors with effect from May 23, 2026 and who holds office up to the date of this Annual General Meeting, and who has submitted the requisite declaration confirming that he meets the criteria of independence prescribed under Section 149(6) of the Act and is eligible for appointment as an Independent Director, and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Non-executive Independent Director of the Company, to hold office for a first term of five consecutive years commencing from May 23, 2026 and ending on May 22, 2031 (both days inclusive), not liable to retire by rotation,

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution and to file the requisite documents e-forms and returns with the Registrar of Companies and other statutory authorities, as may be required."

Item No. 6 – Special Business

To consider and approve the appointment of M/s. P. S. Rao & Associates, Practicing Company Secretaries as the Secretarial Auditors of the Company for a period of five consecutive financial years commencing from FY 2026-27 to FY 2030-31, and in this regard, to consider and if thought fit, to pass the following resolution as **an Ordinary Resolution.**

"RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, consent of the Members be and is hereby accorded for the appointment of M/s. P. S. Rao & Associates, Practicing Company Secretaries, having Office at Flat No. 10, 4th Floor, Ishwarya Nilayam, 6-3-347/22/2, Dwarakapuri Colony, Panjagutta, Hyderabad – 500082, Telangana, as the Secretarial Auditors of the Company for a period of five consecutive financial years commencing from the financial year 2026-27 to the financial year 2030-31**.**

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution and to file the requisite documents e-forms and returns with the Registrar of Companies and other statutory authorities, as may be required."

Item No. 7 – Special Business

To provide authority under Section 185(2) of the Companies Act, 2013 to advance loans, give guarantees or provide securities to any person in whom any of the Directors of the Company are interested, and in this regard, to consider and if thought fit, to pass the following resolution as **Special Resolution.**

"**RESOLVED THAT** pursuant to the provisions of Section 185(2) of the Companies Act, 2013 ("Act") read with the Companies (Meetings of Board and Its Powers) Rules, 2014, and other applicable provisions of the Act and Rules made thereunder (including any amendment thereto or re-enactment thereof), the consent of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include any committee of the Board to be constituted to exercise its powers, including the powers conferred by this resolution) to 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/to be taken by entity or any person in whom any of the Directors of the Company is interested or deemed to be interested) not exceeding Rs.100,00,00,000 (Rupees One Hundred Crores Only) in one or more tranches, which the Board may, in its absolute discretion as may be deemed beneficial and in the interest of the Company, provided that such amount shall be utilized by borrowing entity(ies)/person(s) for its/their principal business activities or such other activities as may be specified under Section 185 of the Act from time to time.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to make or cause to be made applications, seek approvals, consents, permissions and sanctions from any statutory, regulatory, governmental or other authorities as may be required; to determine, negotiate and finalise the terms and conditions of any loan(s), advance(s), guarantee(s) or security(ies) to be provided in accordance with Section 185(2) of the Act, including the manner and mode of providing security by creating charge or otherwise on the movable and/or immovable properties of the Company; to sign, execute, acknowledge and endorse the necessary documents, contracts, agreements and all other papers; and to do all such acts, deeds, matters, steps and things as may be necessary, proper, desirable or expedient in its absolute discretion to give effect to this resolution, including filing requisite forms with the Registrar of Companies/Ministry of Corporate Affairs and other statutory authorities, and to settle any question, difficulty or doubt that may arise in this regard, without being required to seek any further consent or approval of the Members, to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this Resolution."

Item No. 8 – Special Business

To provide authority to invest the funds of the Company, grant loans, give guarantees and provide securities under Section 186 of the Companies Act, 2013, and in this regard, to consider and if thought fit, to pass the following resolutions as **Special Resolution.**

"RESOLVED THAT pursuant to the provisions of Section 186 of the Companies Act, 2013 ("Act") read with the Companies (Meetings of Board and Its Powers) Rules, 2014, and other applicable provisions of the Act and Rules made thereunder (including any amendment thereto or re-enactment thereof), and subject to such other consents, permissions and approvals, as may be required in that behalf, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include any Committee of the Board to be constituted to exercise its powers, including the powers conferred by this Resolution), (i) to give any loan to any person or other body corporate, (ii) to give any guarantee or provide any security in connection with a loan to any other body corporate or person and (iii) to acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, as they may in their absolute discretion deem beneficial and in the interest of the Company, in one or more tranches, subject to the condition that the aggregate of the loans and investments so far made in and the amount for which guarantees or securities have so far been provided to all persons or bodies corporate, along with the additional investments, loans, guarantees or securities proposed to be made or given or provided by the Company, from time to time in future, shall not exceed a sum of Rs. 100,00,00,000 (Rupees One Hundred Crores Only), over and above the limit of 60% of the paid-up share capital, free reserves and securities premium account of the Company or 100% of free reserves and securities premium account of the Company, whichever is more, as prescribed under Section 186 of the Act.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to determine, negotiate and finalise the terms and conditions of all investments, loans, subscriptions, purchase or disposal of shares, guarantees and securities, and other investments made, to be made, renewed or withdrawn from time to time as the Board may deem proper in its absolute discretion; to sign and execute subscription forms, applications, agreements, deeds, consents, letters and all other necessary documents and papers; and to do all such acts, deeds, matters, steps and things as may be necessary, proper, desirable or expedient to give effect to this resolution, including filing requisite e-forms and returns with the Registrar of Companies/Ministry of Corporate Affairs and other statutory authorities, and to settle any question, difficulty or doubt that may arise in this regard, without being required to seek any further consent or approval of the Members, to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this Resolution."

Item No. 9 – Special Business

To provide authority under Section 180(1)(c) of the Companies Act, 2013 for borrowing monies, and in this regard, to consider and if thought fit, to pass the following resolution as **Special Resolution**

"RESOLVED THAT pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder, as amended from time to time, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "Board" which term shall be deemed to include any Committee which the Board may have constituted or to be constituted, to exercise its powers, including the powers conferred by this Resolution) to borrow monies from any one or more Banks and/or Financial Institution(s) and/or any other Lending Institution(s), other Organisations or Bodies Corporate in India or abroad, whether by way of issue of debentures, commercial papers, long term/short term loans, suppliers' credit, cash credit, advance, loans or bill discounting, by way of issue of debentures, warrants, any other kind of Bonds/Securities, Commercial Borrowings or securitised instruments such as floating rate notes, fixed rate notes, syndicated loans or any other instruments/securities/borrowings/credit facilities or in such other form as may be permitted by law for the time being in force, from India or abroad, in Indian Rupees and/or in any foreign currency from time to time, at its discretion, with or without security and on such terms and conditions as the Board may deem fit, provided that the total amount to be borrowed, together with the monies already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business), shall not at any time exceed Rs. 200,00,00,000 (Rupees Two Hundred Crores Only).

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to sign and execute such documents, deeds, writings, papers and agreements as may be required in respect of the aforesaid borrowings, and to do all such acts, deeds, matters and things as it may, in its absolute discretion, consider necessary, proper or desirable to give effect to this resolution, including filing requisite e-forms and returns with the Registrar of Companies and other statutory authorities, and to settle any question, difficulty or doubt that may arise in this regard, without being required to seek any further consent or approval of the Members, to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this Resolution."

Item No. 10 – Special Business

To provide authority under Section 180(1)(a) of the Companies Act, 2013 for creation of charge / mortgage / hypothecation, etc., on the assets of the Company, and in this regard, to consider and if thought fit, to pass the following resolutions as **Special Resolution**

"RESOLVED THAT pursuant to the provisions of Section 180(1)(a) and all other applicable provisions, if any, of the Companies Act, 2013, read with the Rules made thereunder, including any statutory modification(s) or re-enactment(s) thereof for the time being in force and the Articles of Association of the Company, the consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include any Committee thereof duly constituted or to be constituted by the Board to exercise its powers, including the powers conferred by this Resolution) to mortgage and/or charge, in addition to the mortgages/charges created/to be created by the Company, in such form, manner and ranking and at such time(s) and on such terms as the Board may determine, on all or any of the movable and/or immovable properties of the Company, both present and future, and/or the whole or any part of the undertaking(s) of the Company, together with the power to take over the substantial assets of the Company in certain events, in favour of any Bank(s), Financial Institution(s), Lending Institution(s), other financial institutions, bodies corporate or other persons, whether in India or abroad, to secure the repayment and discharge of loans, borrowings and/or other financial facilities availed/to be availed by the Company, together with interest, additional interest, compound interest, liquidated damages, commitment charges, premia on pre-payment or redemption, costs, charges, expenses and all other monies payable by the Company in respect thereof, provided that the total amount of such loans, borrowings and other financial facilities together with the interest thereon and all other monies payable in connection therewith shall not at any time exceed Rs. 200,00,00,000 (Rupees Two Hundred Crores Only).

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to finalise and determine the terms and conditions of the mortgages and/or charges referred to above, to sign and execute such documents, deeds, writings, papers and agreements as may be required, necessary or incidental thereto, and to do all such acts, deeds, matters and things as it may, in its absolute discretion, consider necessary, proper or desirable to give effect to this resolution, including filing requisite e-forms and returns with the Registrar of Companies and other statutory authorities, and to settle any question, difficulty or doubt that may arise in this regard, without being required to seek any further consent or approval of the Members, to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this Resolution."

Item No. 11 – Special Business

To consider and approve the increase in the Authorised Share Capital of the Company and the consequential alteration to the Capital Clause of the Memorandum of Association, and in this regard, to consider and if thought fit, to pass the following resolutions as **an Ordinary Resolution.**

"**RESOLVED THAT** pursuant to the provisions of Sections 13, 61(1)(a) and all other applicable provisions of the Companies Act, 2013 read with the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the relevant provisions of the Articles of Association of the Company and any other applicable laws, the approval of the Members of the Company be and is hereby accorded to increase the Authorised Share Capital of the Company from Rs. 14,00,00,000 (Rupees Fourteen Crores Only) divided into 1,40,00,000 (One Crore Forty Lakh) Equity Shares of Rs. 10/- (Rupees Ten only) each to Rs. 16,00,00,000 (Rupees Sixteen Crores Only) divided into 1,60,00,000 (One Crore Sixty Lakh) Equity Shares of Rs. 10/- (Rupees Ten only) each, by creation of additional 20,00,000 (Twenty Lakh) Equity Shares of Rs. 10/- (Rupees Ten only) each, and consequently, to alter the Memorandum of Association of the Company by substituting the existing Clause V thereof with the following as the new Clause V:

Clause V. The Authorised Share Capital of the Company is Rs.16,00,00,000 (Rupees Sixteen Crores Only) divided into 1,60,00,000 (One crore Sixty lakhs) Equity Shares of Rs. 10/- (Rupees ten only) each.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things and to take all such steps as may be necessary, proper, expedient or desirable to give effect to this resolution, including filing requisite forms and returns with the Registrar of Companies/Ministry of Corporate Affairs and other statutory authorities, and to settle any question, difficulty or doubt that may arise in this regard, without being required to seek any further consent or approval of the Members, to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this Resolution."

Item No. 12 – Special Business

To consider and approve the Issue of Share Warrants on Preferential Basis to Non-Promoter (Individual) and in this regard, to consider and if thought fit, to pass the following resolutions as **Special Resolution**

"**RESOLVED THAT** pursuant to Section 23(1)(b), 42, 62(1)(c) and other applicable provisions, if any of the Companies Act, 2013 and rules framed thereunder (including any statutory modification or re-enactment thereof, for the time being in force) and enabling provisions in the Articles of Association of the Company and in accordance with the provisions of preferential issue as contained in the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, ("SEBI ICDR Regulations") the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the SEBI (Substantial Acquisition of Shares & Takeover) Regulations, 2011, to the extent applicable and approvals including from National Stock Exchange of India Ltd. ("NSE/Stock Exchange") and all other Statutes, Rules, Regulations, Guidelines, Notifications, Circulars and clarifications as may be applicable and other approvals, if any, the approval of the members be and is hereby accorded to the Board of Directors of the Company ("Board") to offer, issue and allot upto 11,92,200 (Eleven Lakh Ninety Two Thousand Two Hundred) Equity Share Warrants ("Warrants") on preferential basis, in one or more tranches, to the identified investor as specified in the explanatory statement, at an issue/exercise price of Rs.210 (Rupees Two Hundred Ten Only) per warrant being the price determined in accordance with the provision of SEBI ICDR Regulations, which shall be convertible /exercisable into equal number of Equity Shares of the Company at the option of the Warrant holder, in one or more tranches, not later than 18 (Eighteen) months from the date of their allotment in accordance with the SEBI ICDR Regulations or other provisions of the law as may be prevailing at the time of allotment of equity shares / conversion or exercise of warrants to the identified investor as mentioned in the explanatory statement.

RESOLVED FURTHER THAT without prejudice to the generality of the above, the issue of Warrants shall be subject to the following terms and conditions:

a) The Warrant holder shall, subject to the SEBI ICDR Regulations and other applicable rules, regulations and laws, be entitled to exercise the Warrants in one or more tranches within a period of 18 (Eighteen) months from the date of allotment of the Warrants by issuing a written notice to the Company specifying the number of Warrants proposed to be exercised. The Company shall accordingly allot the equal number of Equity Shares of face value of Rs. 10/- (Rupees Ten Only) each to the Warrant holder;

b) An amount equivalent to 25% of the Warrant Issue Price shall be payable at the time of subscription and allotment of each Warrant and the balance 75% shall be payable by the warrant holder on the exercise of the Warrants;

c) in the event that, a warrant holder does not exercise the warrants within a period of 18 (eighteen) months from the date of allotment of such warrants, the unexercised warrants shall lapse and the amount paid by the warrant holder on such warrants shall stand forfeited by the company;

d) The Warrants and Equity Shares issued pursuant to the exercise of the Warrants shall be locked-in as prescribed under the SEBI ICDR Regulations from time to time.

RESOLVED FURTHER THAT the proposed preferential issue will result in the allotment of Warrants representing more than five per cent of the post-issue fully diluted share capital of the Company and, accordingly, pursuant to the provisions of Regulation 166A of the SEBI ICDR Regulations, the Company has obtained a valuation report from Mr. V Gangadhara Rao N, Independent Registered Valuer Registered with IBBI , Vide in Registration Number IBBI/RV/06/2019/10709, and the price/ fair value determined therein has been considered for determining the issue price of the Warrants and the said valuation report shall be placed on the website of the Company.

RESOLVED FURTHER THAT "Relevant Date", in relation to the issue of these Equity Share Warrants as per the provisions of Chapter V of the SEBI ICDR Regulations shall be reckoned as August 21, 2026, Friday ("the Relevant Date"), being the day preceding the weekend or holiday, as the date 30 days prior to the date of General meeting falls on Sunday, the August 23, 2026.

RESOLVED FURTHER THAT the Equity Shares of the Company are listed on the National Stock Exchange of India Limited ("NSE"), being a recognised stock exchange, and have been listed for a period of 90 trading days or more as on the Relevant Date and are frequently traded, and accordingly, the floor price for the proposed preferential issue of Convertible Warrants has been determined in accordance with the applicable provisions of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

RESOLVED FURTHER THAT the issue price of Rs.210/- (Rupees Two Hundred Ten only) per Equity Share Warrant has been fixed in accordance with the pricing methodology prescribed under the SEBI ICDR Regulations, and the detailed basis of such determination, including reference to Regulation 164 and Regulation 166A and the valuation report obtained from the independent registered valuer, is set out in the explanatory statement annexed to the notice convening 7th Annual General Meeting of the Company.

RESOLVED FURTHER THAT the Equity Shares to be allotted upon exercise of Warrants shall rank pari passu in all respects including as to dividend, with the existing fully paid-up Equity shares of the Company from the date of allotment thereof and shall be subject to the provisions of the Memorandum and Articles of Association of the Company

RESOLVED FURTHER THAT the Board be and is hereby authorized to determine, vary, modify, alter any of the terms and conditions of the proposed issue including reduction of the size of the issue, as it may deem expedient in its discretion and further authorized to cancel the unsubscribed issued capital which is not subscribed by Proposed Allotee to whom the said Equity Shares Warrants were offered under this preferential offer.

RESOLVED FURTHER THAT the Board be and is hereby authorized to make an offer to the Proposed Allottees whose names have been recorded in Form PAS-5, through the Private Placement Offer Letter in Form No. PAS-4 or in such other form or document as may be prescribed under the Act.

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RESOLVED FURTHER THAT the certificate issued by the Practising Company Secretary certifying that the aforesaid preferential issue of Equity Share Warrants is being made in accordance with the applicable provisions of the SEBI ICDR Regulations be and is hereby taken on record**.**

RESOLVED FURTHER THAT the Board be and is hereby authorized to, do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary or desirable to give effect to the above resolutions, including without limitation the following activities without being required to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.

a) to make an offer to the Proposed Allottees whose names have been recorded in Form PAS-5, through the Private Placement Offer Letter in Form No. PAS-4 or such other form, letter, document or electronic mode as may be prescribed under the Act and the rules and regulations made thereunder;

b) to make, sign, execute, issue, deliver, submit and file all requisite applications, certificates, undertakings, declarations, forms, documents, returns, statements, affidavits, other papers and writings to obtain all necessary approvals, consents, permissions, sanctions, registrations, in-principle approvals, listing approvals and other regulatory approvals, wherever required, from SEBI, the Stock Exchange, the Registrar of Companies, the Ministry of Corporate Affairs ("MCA"), National Securities Depository Limited ("NSDL"), Central Depository Services (India) Limited ("CDSL") and/or any other governmental, statutory, regulatory or other authority (ies), agency(ies) or body (ies) having jurisdiction in connection with the preferential issue;

c) to make, sign, execute, issue, deliver, submit and file such other requisite, undertakings, declarations, forms, documents, returns, statements, affidavits, forms, agreements, offer letters (PAS-4), record of Private Placement (PAS-5) and such other papers and writings, as may be necessary, desirable or expedient time to time, in connection with the said issue and allotment of equity share warrants, and the issue and allotment of the resultant Equity Shares upon conversion or exercise thereof, for implementation and completion said preferential offer

d) To sing, file submit necessary e-forms and documents with Roc /Ministry of Corporate Affairs and other filings required to be made with the Registrar of Companies/Ministry of Corporate Affairs.

e) to give effect to and make such modifications, changes, variations, alterations, additions, amendments and/or deletions to the terms and conditions of the preferential issue, the Warrants and the resultant Equity Shares as may be required or considered necessary, desirable or expedient by any applicable governmental, statutory, regulatory or other authority, including SEBI, the Stock Exchange(s), MCA or the depositories, and to take all necessary steps and actions in relation thereto;

f) to issue clarifications, provide responses, make representations and submissions, and to resolve and settle all questions, difficulties, doubts and matters arising out of or in connection with the preferential issue, offer, issue and allotment of the Equity Share Warrants and the issue and allotment of the resultant Equity Shares upon conversion or exercise thereof, and all matters incidental or consequential thereto;

g) to appoint, engage, replace and/or discontinue advisors, merchant bankers, consultants, valuers, legal counsel, auditors, practising company secretaries, registrars, depository participants, intermediaries, professionals and other agencies or service providers as may be considered necessary, desirable or expedient for the purposes of implementing, completing and giving effect to the aforesaid preferential issue and to determine and settle their terms of engagement and remuneration;

h) to open, operate, maintain and close such bank accounts, escrow accounts, demat accounts and other accounts as may be necessary or expedient in connection with the preferential issue and to give instructions to the bankers, depositories, registrars, intermediaries and other service providers in relation thereto, in accordance with applicable laws;

i) to do all such acts, deeds, matters and things and to take all such steps as may be necessary, desirable, incidental, consequential or expedient for giving effect to the aforesaid resolutions and for making, implementing and completing the aforesaid preferential offer, issue and allotment of the Equity Share Warrants and the subsequent issue and allotment of the resultant Equity Shares upon conversion or exercise of the Warrants, including making applications, submissions and representations to and obtaining approvals, permissions and confirmations from all concerned authorities, and to settle all questions and difficulties that may arise in relation thereto;

a) to delegate all or any of its powers conferred upon it by this resolution, as it may deem fit in its absolute discretion, to any director(s), committee(s), executive(s), officer(s), company secretary or authorized signatory(ies)

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the power herein conferred, to any committee or to one or more Directors or executive of the Company including making necessary filings with the Stock Exchanges and Regulatory Authorities and execution of any documents on behalf of the Company and to represent the Company before any governmental authorities and to appoint Consultants, Professional Advisors and Legal Advisors to give effect to the aforesaid Resolution."

Item No.13 – Special Business

To approve the Innomet Advanced Materials Limited Employee Stock Option Scheme 2026 and grant of Employee Stock Options thereunder, to consider and if thought fit, to pass the following resolutions as **Special Resolution.**

"RESOLVED THAT pursuant to the provisions of (i) Section 62 and all other applicable provisions of the Companies Act, 2013 ("Act"), read with the Companies (Share Capital and Debentures) Rules, 2014 and the Rules made thereunder; (ii) the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended from time to time (" SEBI SBEB Regulations"); (iii) the relevant provisions of the Memorandum and Articles of Association of the Company; (iv) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time; (v) the Foreign Exchange Management Act, 1999, as amended from time to time, read with the Rules, Regulations, Circulars and Notifications issued thereunder; (vi) the Circulars, Guidelines, Notifications and Clarifications issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India; and (vii) all other applicable laws, rules, regulations, notifications and guidelines, as amended from time to time (collectively, "Applicable Law"), and subject to such approvals, consents, permissions and sanctions as may be necessary, and subject to such conditions and modifications as may be prescribed or imposed by any statutory or regulatory authority while granting such approvals, the consent of the Members of the Company be and is hereby accorded:

(i) for the introduction and implementation of the Innomet Advanced Materials Limited – Employee Stock Option Scheme 2026 ("ESOP 2026" or "Scheme") through an irrevocable employee welfare trust, namely Innomet Advanced Materials Limited Employees Welfare Trust ("Trust"), to be constituted by the Company in accordance with the Act, the rules made thereunder, the SEBI SBEB Regulations and other Applicable Law, the salient features of which are set out in the Explanatory Statement pursuant to Section 102 of the Act annexed to this Notice;

(ii) To approve and authorise the Board of Directors (hereinafter referred to as the "Board", which expression shall include any committee duly constituted by the Board, including the Nomination and Remuneration Committee which shall be designated as the Compensation Committee) or their delegated authority to exercise its powers, including the powers conferred by this resolution and under the SBEB Regulations, to exercise all such powers and take all such actions as may be necessary or expedient for the implementation and administration of Innomet Advanced Materials Limited – Employee Stock Option Scheme 2026 ("ESOP 2026" or "Scheme"), including the powers conferred by this resolution and under the SEBI SBEB Regulations, and to create, offer, grant and allot, from time to time, in one or more tranches, not exceeding 2,60,000 (Two Lakh Sixty Thousand) employee stock options ("Options"), each Option being exercisable into one (1) fully paid-up equity share of the Company having a face value of Rs. 10/- (Rupees Ten only) each ("Shares"), under ESOP 2026, for the benefit of eligible employees/persons, including future employees of the Company, whether Whole-time Directors or not, other than Promoters, Independent Directors of the Company and Directors holding more than 10% of the outstanding equity shares of the Company, and eligible employees of the present or future subsidiary companies of the Company, whether working in India or outside India, and such other eligible persons as may be permitted under Applicable Law and as may be determined by the Board from time to time (hereinafter referred to as "employees"), through an irrevocable employee welfare trust, namely Innomet Advanced Materials Limited Employees Welfare Trust ("Trust""), to be constituted by the Company in accordance with the Act, the rules made thereunder, the SEBI SBEB Regulations and other Applicable Law, to be sourced through primary issuance by the Company to the Trust or secondary acquisition by the Trust, or through a combination thereof as may be permitted under Applicable Law, the salient features of which are set out in the Explanatory Statement pursuant to Section 102 of the Act annexed to this Notice."

RESOLVED FURTHER THAT the approval of the Members be and is hereby accorded to the Board to devise, formulate, modify, change, vary, alter, amend, suspend or terminate ESOP 2026, including to frame, notify and approve any sub-plans, scheme(s), grant documents, exercise price, vesting period, processes, ancillary policies and other terms and conditions relating to ESOP 2026, within the parameters approved by the Members and contained in ESOP 2026, and to make such procedural and administrative changes from time to time as may be necessary or expedient for implementation and administration of ESOP 2026, subject to compliance with Applicable Law, provided that:

a) any change necessitated to comply with regulatory requirements or as may be specified or required by any statutory or regulatory authority may be made without obtaining further approval of the Members, in accordance with Regulation 7(2) of the SEBI SBEB Regulations;

b) any material variation to the terms of ESOP 2026 shall be placed before the Members for approval by way of a special resolution, in accordance with Regulation 7 of the SEBI SBEB Regulations, and no such variation shall be prejudicial to the interests of the employees;

c) any authority delegated by the Board to the Committee under this resolution shall be exercised within the parameters of ESOP 2026 and the SEBI SBEB Regulations and shall not result in any variation requiring approval of the Members under applicable law; and

d) no re-pricing of the Options shall be undertaken without the prior approval of the Members by way of a special resolution, in accordance with Regulation 7(5) of the SEBI SBEB Regulations.

RESOLVED FURTHER THAT the Scheme shall be administered, implemented and supervised by the Nomination and Remuneration Committee of the Company, which shall have all such powers and authority as are conferred upon it under the Scheme and applicable laws, and is hereby designated as the Compensation Committee in accordance with the applicable provisions of the SEBI SBEB Regulations, for the purpose of administration, implementation and supervision of the Scheme and ensuring due compliance with the provisions of the Scheme, the SEBI SBEB Regulations and other Applicable Laws;

RESOLVED FURTHER THAT the Equity Shares underlying the Options granted under the Scheme to be sourced through primary issuance by the Company to the Trust or secondary acquisition by the Trust, or through a combination thereof, from time to time, in accordance with the provisions of the Scheme and the SEBI SBEB Regulations, and the Trust shall transfer such Equity Shares to the respective Grantees upon exercise of the Options, in accordance with the terms and conditions of the grant and the provisions of the Scheme; the Equity Shares allotted by the Company to the Trust shall rank pari passu in all respects with the then existing Equity Shares of the Company.

RESOLVED FURTHER THAT the consent of the Members, be and is hereby accorded to the Board and/or the Committee to make fair and reasonable adjustments to the number of Options and/or the exercise price and/or number of equity shares arising on exercise, in the event of any corporate action including but not limited to rights issues, bonus issues, merger, demerger, re-organisation, or such other similar events, and that the cumulative Equity Shares allotted upon such adjustment may exceed the ceiling of total number of Options and Equity Shares specified above shall be deemed to be increased to the extent such excess represents a fair and reasonable adjustment.

RESOLVED FURTHER THAT in case the Share of the Company are either sub-divided or consolidated, then the number of shares to be allotted and the price of acquisition payable by the eligible employees, if any, under the Scheme shall automatically stand reduced or augmented, as the case may be, in the same proportion as the face value per Share shall bear to the revised face value of the Share of the Company after such sub-division or consolidation, without affecting any other rights or obligations of the said eligible employees/grantees.

RESOLVED FURTHER THAT the Trust shall not deal in derivatives and shall undertake only delivery-based transactions for the purposes of secondary acquisition of the Equity Shares of the Company, in accordance with the provisions of the SEBI SBEB Regulations and other applicable laws.

RESOLVED FURTHER THAT the Company, the Trust and the Trustees of the Trust shall ensure compliance, at all times, with the applicable provisions of the SEBI SBEB Regulations, the Act and the rules made thereunder, and all other Applicable Laws, in connection with the implementation, administration and operation of the Scheme and the acquisition, whether through primary acquisition and/or secondary acquisition, or through a combination thereof holding and transfer of Equity

Shares by the Trust, including maintenance of proper books of account, records and documents and making such disclosures as may be prescribed under Applicable Laws.

RESOLVED FURTHER THAT the Company and the Trustees of the Trust shall comply with the applicable accounting policies, accounting standards and disclosure requirements prescribed from time to time under the SEBI SBEB Regulations, the Act and the rules made thereunder, and all other Applicable Laws, to the extent relevant and applicable to the Scheme, the Trust and the transactions undertaken thereunder.

RESOLVED FURTHER THAT any transfer of Equity Shares to non-resident Employees, if any, shall be subject to compliance with the applicable provisions of the SEBI SBEB Regulations, the Foreign Exchange Management Act, 1999 and the rules, regulations, directions and circulars issued thereunder, and such approvals, permissions or filings as may be required from the Reserve Bank of India or any other competent authority.

RESOLVED FURTHER THAT the Trustees of the Trust shall not vote in respect of the Equity Shares acquired and held by the Trust, in accordance with the applicable provisions of the SEBI SBEB Regulations.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, desirable, expedient or incidental for giving effect to, and for the effective implementation, administration and operation of “ESOP 2026” or “Scheme”, including, without limitation:

a) To constitute, establish and settle the Trust and take all necessary steps in connection therewith, including appointing Trustees, settling, executing, amending and registering the Trust Deed and related documents, opening bank and demat accounts, and arranging for registrations, permissions and compliances as may be required.

b) To provide, arrange or facilitate funds, loans or other financial assistance to the Trust as permissible under Applicable Laws for acquisition of equity shares of the Company through primary or secondary acquisition, or through a combination thereof, and to determine and approve the terms thereof.

c) To make applications for and obtain all necessary approvals, consents, permissions, sanctions, registrations including in-principle approvals, listing approvals wherever required, from SEBI, the stock exchange(s), Registrar of Companies, MCA, RBI, depositories, banks, trustees, tax authorities, and any other governmental or regulatory authority.

d) To file all necessary forms, returns, applications, intimations, reports and disclosures with SEBI, ROC, MCA, RBI, depositories, stock exchange(s) and other authorities, and to make all necessary filings and submissions in connection with ESOP 2026 and the Trust.

e) To execute, sign, issue, deliver and file all applications, agreements, certificates, undertakings, declarations, affidavits, letters, forms, deeds, documents and other writings as may be necessary or expedient in connection with the Scheme and/or the Trust.

f) To appoint and engage advisors, merchant bankers, consultants, valuers, legal counsel, auditors, trustees, depository participants, registrars, intermediaries, professionals and other agencies as may be considered necessary or desirable for implementation and administration of ESOP 2026 and the Trust, and to determine their terms of appointment and remuneration.

g) To open, operate and maintain bank accounts, demat accounts and other accounts in the name of the Trust and to authorise persons for operating the same in accordance with Applicable Laws and the Scheme.

h) To undertake, facilitate and give effect to the grant, vesting and exercise of Options and acquisition, holding and transfer of equity shares by the Trust, whether through primary or secondary acquisition, or through a combination thereof both, and all matters incidental thereto, in accordance with the Scheme and SEBI SBEB Regulations.

i) To maintain, or cause to be maintained, all statutory registers, books of account, records, documents and other information relating to ESOP 2026 and the Trust, and to ensure compliance with all applicable accounting, reporting, disclosure and other requirements.

j) To make modifications, amendments, alterations or clarifications to the Scheme, the Trust Deed or any other document as may be necessary to give effect to the Scheme or to comply with statutory or regulatory requirements, provided such changes are not prejudicial to the interests of eligible employees and are in accordance with Applicable Laws and approvals obtained from Members.

k) To settle, resolve or clarify any questions, difficulties, doubts or disputes that may arise in connection with the establishment of the Trust or the implementation, administration or operation of ESOP 2026, and to take all such actions as may be necessary to give effect to the Scheme.

l) To do all such acts, deeds, matters and things as may be required from time to time for giving effect to and for the implementation of ESOP 2026, as the Board may deem necessary or expedient in its discretion.

m) to execute, sign, issue, deliver, submit, acknowledge, endorse affirm, and file all applications, agreements, certificates, undertakings, declarations, affidavits, letters, forms, deeds, documents and other writings as may be necessary or expedient for giving effect to this resolution and for the effective implementation and administration of ESOP 2026 and the Trust, including the filing of all requisite forms, returns, intimations, reports and disclosures with the Registrar of Companies, the Securities and Exchange Board of India, the stock exchange(s), the Ministry of Corporate Affairs, the Reserve Bank of India, depositories and any other statutory, regulatory or governmental authority.

n) To delegate any or all of the aforesaid powers to any Director, officer, employee, Trustee or other authorised person of the Company or the Trust, as may be considered appropriate, and to do all such other acts, deeds, matters and things as may be necessary, desirable, expedient, incidental or ancillary thereto for giving effect to this resolution and for the effective implementation, administration and operation of ESOP 2026 and the Trust.

Item No.14 – Special Business

Approval to the grant of employee stock options to the eligible employees of the Subsidiary company(ies) of the Company including future Subsidiary Company(ies) under 'Innomet Advanced Materials Limited – Employee Stock Option Scheme 2026' and in this regard, to consider and if thought fit, to pass the following resolution as **Special Resolution.**

"RESOLVED THAT pursuant to the (i) provisions of Section 62 and all other applicable provisions of the Companies Act, 2013 ("Act"), read with the Companies (Share Capital and Debentures) Rules, 2014 and the rules made thereunder; (ii) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended from time to time, including any statutory modification(s) or re-enactment thereof ("SEBI SBEB Regulations"); (iii) relevant provisions of the Memorandum and Articles of Association of the Company; (iv) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, including any statutory modification(s) or re-enactment thereof; (v) the Foreign Exchange Management Act, 1999, as amended from time to time, read with the rules, regulations, circulars and notifications issued thereunder; (vi) the circulars, guidelines, notifications and clarifications issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India, and (vii) all other applicable laws, rules, regulations, notifications and guidelines, as amended from time to time (together, "Applicable Law"), and subject to any approvals, consents, permissions and sanctions of any authority(ies), as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by such authority(ies) while granting any such approvals, consents, permissions and sanctions, and subject to acceptance of such condition(s) or modification(s) by the Board of Directors of the Company ("Board"), which term shall include any committee duly constituted by the Board, including but not limited to the Nomination and Remuneration Committee ("Committee"), or their delegated authority to exercise its powers, including the powers conferred by this resolution and under the SEBI SBEB Regulations, the approval of the Members of the Company be and is hereby accorded to extend the benefit of the Innomet Advanced Materials Limited – Employee Stock Option Scheme, 2026 ("ESOP 2026 or the Scheme) to the eligible employees of the existing and future Subsidiary Company(ies) of the Company, whether incorporated in India or outside India, as may be permitted under Applicable Law, subject to such employees satisfying the eligibility criteria prescribed under ESOP 2026, and to grant Options to, and facilitate the vesting and exercise of such Options by, such eligible employees, within the overall ceiling of the Options and Equity Shares reserved under ESOP 2026, through an irrevocable employee welfare trust, namely Innomet Advanced Materials Limited Employees Welfare Trust ("Trust"), to be constituted by the Company in accordance with the Act, the rules made thereunder, the SEBI SBEB Regulations and other Applicable Laws, with the underlying Equity Shares to be sourced by the Trust through primary issuance by the Company to the Trust or secondary acquisition by the Trust, or through a combination thereof in each case as may be permitted under Applicable Laws, and to transfer such Equity Shares to the eligible employees upon exercise of the Options, in accordance with ESOP 2026 and Applicable Laws, the salient features of which are set out in the Explanatory Statement pursuant to Section 102 of the Act annexed to this Notice."

RESOLVED FURTHER THAT the Board be and is hereby authorised to transfer Equity Shares to the eligible employees of the existing and future Subsidiary Company(ies) upon exercise of Options from time to time in accordance with ESOP 2026, and such Equity Shares shall rank pari passu in all respects with the then existing Equity Shares of the Company, and in case of any corporate action(s), such as rights issue, bonus issue, sub-division or consolidation of Equity Shares, change in capital structure of the Company and others, make such requisite adjustments, which may include adjustments to the number of Options and/or the Exercise Price under ESOP 2026, in a fair and reasonable manner, in accordance with ESOP 2026 and the SEBI SBEB Regulations.

RESOLVED FURTHER THAT the Board be and is hereby severally authorised to do all such acts, deeds, matters and things as may be necessary, desirable or expedient for giving effect to and implementing the extension of the benefits of ESOP 2026 to eligible employees of the existing and future Subsidiary Company(ies) of the Company, including determining and implementing the manner and terms of such extension in accordance with the Scheme and the SEBI SBEB Regulations, making and obtaining such applications, approvals, consents, permissions and in-principle approvals as may be required from the Securities and Exchange Board of India, stock exchange(s), Registrar of Companies, depositories and any other statutory, regulatory or governmental authority, filing necessary forms, returns, intimations and disclosures, executing agreements, certificates, undertakings and other documents, coordinating with the Subsidiary Company(ies), the Trust and other intermediaries, maintaining necessary records and making requisite disclosures, and taking all such actions as may be necessary for the effective grant, vesting and exercise of Options and transfer of Equity Shares to eligible employees of the Subsidiary Company(ies), and to settle any questions, difficulties or doubts that may arise in connection therewith, with power to delegate any of the aforesaid powers, as may be necessary or expedient to give effect to this resolution"

Item No.15 – Special Business

To consider and approve secondary acquisition of equity shares of the Company through Trust route for the implementation of Innomet Advanced Materials Limited- Employee Stock Option Scheme 2026' and in this regard, to consider and if thought fit, to pass the following resolution as **Special Resolution.**

"RESOLVED THAT pursuant to the (i) provisions of Section 62 and all other applicable provisions of the Companies Act, 2013 ("Act"), read with the Companies (Share Capital and Debentures) Rules, 2014 and the rules made thereunder; (ii) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended from time to time, including any statutory modification(s) or re-enactment thereof ("SEBI SBEB Regulations"); (iii) relevant provisions of the Memorandum and Articles of Association of the Company; (iv) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, including any statutory modification(s) or re-enactment thereof; (v) the Foreign Exchange Management Act, 1999, as amended from time to time, read with the rules, regulations, circulars and notifications issued thereunder; (vi) the circulars, guidelines, notifications and clarifications issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India, and (vii) all other applicable laws, rules, regulations, notifications and guidelines, as amended from time to time (together, "Applicable Law"), and subject to any approvals, consents, permissions and sanctions of any authority(ies), as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by such authority(ies) while granting any such approvals, consents, permissions and sanctions, and subject to acceptance of such condition(s) or modification(s) by the Board of Directors of the Company ("Board"), which term shall include any committee duly constituted by the Board, including but not limited to the Nomination and Remuneration Committee ("Committee") or their delegated authority to exercise its powers, including the powers conferred by this resolution and under the SEBI SBEB Regulations, the approval of the Members of the Company be and is hereby accorded to acquire such number of Equity Shares by way of secondary acquisition, from time to time, in one or more tranches, for implementation of the 'Innomet Advanced Materials Limited – Employee Stock Option Scheme 2026' ("ESOP 2026" or "Scheme"), through an irrevocable employee welfare trust, namely 'Innomet Advanced Materials Limited Employees Welfare Trust' ("Trust"), to be constituted by the Company, in due compliance with the provisions of the SEBI SBEB Regulations and other Applicable Law, provided that any secondary acquisition of Equity Shares by the Trust shall be subject to the limits prescribed under the SEBI SBEB Regulations, including that secondary acquisition in any financial year shall not exceed 2% of the paid-up equity capital of the Company as at the end of the previous financial year, and that the total number of Equity Shares acquired and held by the Trust through secondary acquisition shall not at any point of time exceed 5% of the paid-up equity capital of the Company as at the end of the financial year immediately prior to the year in which the Members' approval for such secondary acquisition is obtained, provided that the number of Equity Shares to be acquired by the Trust through secondary acquisition shall be subject to the financial assistance provided by the Company to the Trust in terms of Section 67 of the Act, in accordance with the SEBI SBEB Regulations, the Scheme, the Trust Deed and Applicable Law."

RESOLVED FURTHER THAT in case of any corporate action(s) such as rights issues, bonus issues, change in capital structure, or other re-organization, the ceiling aforesaid in terms of number of Shares intended to be purchased by the Trust from secondary acquisition shall be adjusted with a view to facilitate fair and reasonable adjustment to the eligible employees as per provisions of the SBEB Regulations and such adjusted number of Shares shall be deemed to be the ceiling as originally approved.

RESOLVED FURTHER THAT the Trust shall not deal in derivatives and shall undertake only delivery-based transactions for the purposes of secondary acquisition as permitted under the SEBI SBEB Regulations.

RESOLVED FURTHER THAT the Trustees of the Trust shall ensure compliance of the provisions of the SEBI SBEB Regulations and Act and all other applicable laws at all times in connection with dealing with the Equity Shares of the Company, including but not limited to maintenance of proper books of account, records and documents as prescribed.

RESOLVED FURTHER THAT the Trustees of the Trust shall not vote in respect of the Equity Shares acquired and held by such Trust, in accordance with the applicable provisions of the SEBI SBEB Regulations.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, desirable or expedient for giving effect to and implementing the secondary acquisition of Equity Shares by the Trust for the purposes of implementation of ESOP 2026, including making and obtaining such applications, approvals, consents, permissions and in-principle approvals as may be required from the Securities and Exchange Board of India, stock exchange(s), Registrar of Companies, depositories and any other statutory, regulatory or governmental authority, filing necessary forms, returns, intimations and disclosures, executing agreements, certificates, undertakings and other documents, coordinating with the Trust, Trustees and other intermediaries, maintaining necessary records and making requisite disclosures, and taking all such actions as may be necessary for the effective implementation of such secondary acquisition in accordance with the SEBI SBEB Regulations and other Applicable Laws, and to settle any questions, difficulties or doubts that may arise in connection therewith, with power to delegate any of the aforesaid powers, as may be necessary or expedient to give effect to this resolution.

Item No.16 – Special Business

To consider and provide approval for the provision of money- (to grant a loan, provide a guarantee or give security in connection with a loan granted or to be granted by the Company) for purchase of its own Shares by "Innomet Advanced Materials Limited Employees Welfare Trust" under Innomet Advanced Materials Limited – Employee Stock Option Scheme, 2026"; and in this regard, to consider and if thought fit, to pass the following resolution as **Special Resolution.**

RESOLVED THAT pursuant to the (i) Section 67(3) and Section 62 of the Companies Act, 2013 ("Act"), read with Rule 16 of the Companies (Share Capital and Debentures) Rules, 2014; (and all other applicable provisions of the Act, and the rules made thereunder; (ii) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended from time to time, including any statutory modification(s) or re-enactment thereof ("SEBI SBEB Regulations"); (iii) relevant provisions of the Memorandum and Articles of Association of the Company; (iv) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, including any statutory modification(s) or re-enactment thereof; (v) the Foreign Exchange Management Act, 1999, as amended from time to time, read with the rules, regulations, circulars and notifications issued thereunder; (vi) the circulars, guidelines, notifications and clarifications issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India, and (vii) all other applicable laws, rules, regulations, notifications and guidelines, as amended from time to time (together, "Applicable Law"), and subject to any approvals, consents, permissions and sanctions of any authority(ies), as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by such authority(ies) while granting such approvals, consents, permissions and sanctions, and subject to acceptance of such condition(s) or modification(s) by the Board of Directors of the Company ("Board"), which term shall include any committee duly constituted by the Board, including but not limited to the Nomination and Remuneration Committee ("Committee") or their delegated authority to exercise its powers, including the powers conferred by this resolution and under the SEBI SBEB Regulations, the approval of the Members of the Company be and is hereby accorded to grant a loan, provide a guarantee or give security in connection with a loan granted or to be granted, in one or more tranches, to an irrevocable employee welfare trust proposed to be constituted by the Company, namely "Innomet Advanced Materials Limited Employees Welfare Trust" ("Trust") for the purpose of enabling the Trust to acquire and/or subscribe to the Equity Shares of the Company, in one or more tranches, by way of secondary acquisition and/or through fresh issue or allotment of Equity Shares by the Company, for implementation of the "Innomet Advanced Materials Limited – Employee Stock Option Scheme 2026" ("ESOP 2026" or "Scheme"), subject to the limits, conditions and restrictions prescribed under Section 67(3)(b) and the Act read with Rule 16 of the Companies (Share Capital and Debentures) Rules, 2014, the SEBI SBEB

Regulations, the SEBI LODR Regulations and other Applicable Law, including the applicable limits on secondary acquisition, and in accordance with the Scheme, the trust deed and such other terms and conditions as may be determined by the Board or the Nomination and Remuneration Committee in accordance with Applicable Law.

"**RESOLVED FURTHER THAT** the Company be and is hereby authorised to provide loan(s) to the Trust, from time to time, for the purpose of implementation of the Scheme, including acquisition of Equity Shares through secondary acquisition, subject to the limits prescribed under Section 186 of the Companies Act, 2013 and the rules made thereunder, and the applicable provisions of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended from time to time.

RESOLVED FURTHER THAT the Trust shall use the loan amount disbursed from time to time only for the purposes of the Scheme strictly in accordance with the provisions of SBEB Regulations.

RESOLVED FURTHER THAT the loan provided by the Company shall carry such interest and shall have such tenure as may be determined by the Board in accordance with Applicable Law and the terms of the ESOP 2026 and shall be repayable to the Company from the realisation of proceeds of exercise, permitted sale or transfer of Equity Shares and any other eventual income of the Trust.

RESOLVED FURTHER THAT the Trustees of the Trust shall ensure compliance with the provisions of the SEBI SBEB Regulations, the Act and other Applicable Law at all times in connection with the acquisition, holding and dealing with the Equity Shares of the Company, including but not limited to maintenance of proper books of account, records and documents as prescribed.

RESOLVED FURTHER THAT for the purpose of implementing the ESOP 2026 and generally for giving effect to this Resolution, the Board, be and is hereby authoris**ed** on behalf of the Company to do all such acts, deeds, matters and things as may, in their respective discretion, be deemed necessary, expedient, proper or desirable and to settle all questions, difficulties or doubts that may arise in this regard at any stage, including determining the terms and conditions of the loan, its disbursement and repayment, executing and delivering such agreements, deeds, documents, writings and other instruments, making such applications, filings, intimations and disclosures, obtaining such approvals, consents, permissions and sanctions from the Securities and Exchange Board of India, stock exchange(s), Registrar of Companies, depositories and/or any other statutory, regulatory or governmental authority as may be required, and taking all such actions as may be necessary for the provision of money to the Trust and the acquisition of Equity Shares by the Trust through secondary acquisition in accordance with the SEBI SBEB Regulations and other Applicable Law, and to make such variations or alterations in the ESOP 2026 as may be permissible under the SEBI SBEB Regulations and other Applicable Law, without requiring any further consent or approval of the Members of the Company, except where such further approval is specifically required under Applicable Law.

Item No.17 – Special Business

To approve the related party transactions under Section 188 of the Companies Act, 2013 and Regulation 23 of the SEBI Listing Regulations for the financial year 2026-27 and up to the conclusion of the next Annual General Meeting of the Company and in this regard, to consider and if thought fit, to pass the following resolutions as an **Ordinary Resolution**

"**RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, and Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, and other applicable provisions of the Act and the Rules made thereunder, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, and subject to such approval(s), consent(s) and permission(s) as may be necessary from time to time, and based on the recommendation of the Audit Committee and Board of Directors of the Company, consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include any Committee(s) thereof) to enter into or continue contracts, arrangements and transactions with the related party(ies) of the Company, as detailed in the Explanatory Statement annexed to the Notice, whether entered into or to be entered into individually with any related party or with all the related parties taken together, excluding the related parties and/or transactions for which separate approval is being sought, during the financial year 2026-27 and up to the conclusion of the next Annual General Meeting of the Company to be held in the year 2027 on such terms and conditions as may be mutually agreed upon and as may be considered appropriate by the Board, provided that the aggregate value of such transactions shall not exceed Rs. 20,00,00,000 (Rupees Twenty Crores Only).

RESOLVED FURTHER THAT the Board be and is hereby authorised to determine, negotiate, finalise and vary the terms and conditions of the aforesaid contracts, arrangements and transactions, within the parameters and limits set out in the Explanatory Statement, including the consideration, tenure, manner of performance and other commercial terms thereof, and to sign, execute and deliver all such applications, agreements, deeds, forms, consents, letters and other documents and writings as may be necessary, proper, desirable or expedient and to do or cause to be done all such acts, deeds, matters and things as may be required for giving effect to the aforesaid Resolution."

Item No.18 – Special Business

To approve material related party transaction(s) between Innomet Advanced Materials Limited and **Keerthi Enterprises** up to Rs.6,00,00,000 (Rupees Six Crores Only) and in this regard, to consider and if thought fit, to pass the following resolutions as an **Ordinary Resolution.**

"RESOLVED THAT pursuant to the provisions of Regulations 2(1)(zc), 23(4) and other applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, Section 2(76), Section 188 and other applicable provisions of the Companies Act, 2013 ('Act') read with the Rules framed thereunder, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and other applicable laws/statutory provisions, if any, the Company's Policy on Related Party Transactions as well as subject to such approval(s), consent(s) and/or permission(s), as may be required and based on the recommendation of the Audit Committee and Board of Directors of the Company, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include the Audit Committee or any other Committee constituted/empowered/to be constituted by the Board from time to time to exercise its powers conferred by this Resolution) to the Material Related Party Transaction(s)/Contract(s)/Arrangement(s) (or a series of transactions or otherwise) between the Innomet Advanced Materials Limited and Keerthi Enterprises, up to Rs.6,00,00,000 (Rupees Six Crores Only) on such terms and conditions as may be mutually agreed between the Company and the related party, as mentioned in detail in the Explanatory Statement annexed herewith, provided that such transaction(s)/contract(s)/arrangement(s)/agreement(s) are being carried out at an arm's length pricing basis and in the ordinary course of business and the aggregate value of such transaction(s) shall not exceed Rs.6,00,00,000 (Rupees Six Crores Only).

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to continue with the existing contract(s)/arrangement(s)/transaction(s) and/or enter into and/or execute new contract(s)/arrangement(s)/transaction(s) (whether by way of an individual transaction or a series of transactions taken together) and to perform all such acts, matters, deeds and things, as may be necessary, to amend the terms and conditions of such contract(s), if necessary, and to act as may be necessary or expedient in its own discretion, including the power to delegate, to give effect to this Resolution for and on behalf of the Company.

RESOLVED FURTHER THAT all actions taken by the Board in relation to any matter contemplated in the said resolution be and are hereby approved, ratified and confirmed in all respects, without further referring to the Shareholders of the Company and that the Shareholders shall be deemed to have given their approval thereto expressly under the authority of this Resolution.

Item No.19 – Special Business

To approve material related party transaction(s) of the Company Swastik Tungsten Private Limited (acquisition in progress) up to Rs.50,00,00,000 (Rupees Fifty Crores Only) and in this regard to consider and approve the following resolution **as an Ordinary Resolution**

RESOLVED THAT pursuant to the provisions of Regulations 2(1)(zc), 23(4) and other applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, Section 2(76), Section 188 and other applicable provisions of the Companies Act, 2013 ('Act') read with the Rules framed thereunder, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and other applicable laws/statutory provisions, if any, the Company's Policy on Related Party Transactions as well as subject to such approval(s), consent(s) and/or permission(s), as may be required and based on the recommendation of the Audit Committee and Board of Directors of the Company, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include the Audit Committee or any other Committee constituted/empowered/to be constituted by the Board from time to time to exercise its powers conferred by this Resolution) to the Material Related Party Transaction(s)/Contract(s)/Arrangement(s) (or a series of transactions or otherwise) between the Innomet Advanced Materials Limited and Swastik Tungsten Private Limited (acquisition in progress) upon and after it becoming a subsidiary/related party of the Company, up to an aggregate value of Rs. 50,00,00,000 (Rupees Fifty Crores Only) on such terms and conditions as may be mutually agreed between the Company and the related party, as mentioned in detail in the Explanatory Statement annexed herewith, provided that such transaction(s)/contract(s)/arrangement(s)/agreement(s) are being carried out at an arm's length pricing basis and in the ordinary course of business.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to continue with the existing contract(s)/arrangement(s)/transaction(s) and/or enter into and/or execute new contract(s)/arrangement(s)/transaction(s) (whether by way of an individual transaction or a series of transactions taken together) and to deal in respect of service contracts for further periods as deemed fit by the Board and to perform all such acts, matters, deeds and things, as may be necessary, to amend the terms and conditions of service contracts, if necessary, and to act as may be necessary or expedient in its own discretion, including the power to delegate, to give effect to this Resolution for and on behalf of the Company.

RESOLVED FURTHER THAT all actions taken by the Board in relation to any matter contemplated in the said resolution be and are hereby approved, ratified and confirmed in all respects, without further referring to the Shareholders of the Company and that the Shareholders shall be deemed to have given their approval thereto expressly under the authority of this Resolution."

By Order of The Board of Directors
For Innomet Advanced Materials Limited

Date: August 24, 2026
Place: Hyderabad

Sd/-
Saritha Devi Chilakapati
Whole-time Director and CFO
DIN: 08432017

Registered Office :
B-31, BHEL Ancillary Industrial Estate,
Ramachandrapuram, Medak, Hyderabad,
Telangana, India, 502032
CIN: L27101TG2019PLC132262
Tel No.: +91 40 2302 1726; +91 7036869896; Fax: +9140 2302 4647
Email ID: cs@innomet.net; Website: www.innomet.net

NOTES:

1. The Ministry of Corporate Affairs, Government of India ("MCA"), vide its general circular no. 03/2025 dated 22 September 2025, read with its earlier General Circular No. 20/2020 dated 5 May 2020, General Circular No. 02/2022 dated 5 May 2022, General Circular No. 10/2022 dated 28 December 2022, General Circular No. 09/2023 dated 25 September 2023 and General Circular No. 09/2024 dated 19 September 2024 (collectively referred to as the "MCA circulars"), has, inter alia, permitted companies to conduct their Annual General Meeting ("AGM") through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM"), without the physical presence of members at a common venue.

   The Securities and Exchange Board of India ("SEBI"), vide its Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 ("SEBI Circular"), has also granted certain relaxations from compliance with specific provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations").

   In compliance with the aforesaid MCA Circulars, SEBI Circulars, the Companies Act, 2013 ("the Act") and the SEBI (LODR) Regulations, the 7th Annual General Meeting ("AGM") of the Company is being conducted through VC/OAVM, without the physical presence of Members at a common venue. The deemed venue of the AGM shall be the Registered Office of the Company - B-31, Bhel Ancillary Industrial Estate Ramachandrapuram, Medak, Hyderabad, Telangana, India, 502032

2. As the AGM is being conducted through VC/OAVM, the facility for appointment of proxies by Members will not be available. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Act will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However in pursuance of Section 113 of the Act, representatives of the Institutional/Corporate Members may be appointed for the purpose of voting through remote e-Voting, for participation in the AGM through VC/OAVM Facility and e-Voting during the AGM The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to psrmrr2020@gmail.com with a copy marked to evoting@nsdl.co.in and cs@innomet.net.

3. A Statement pursuant to the provisions of Section 102 of the Act and additional information required under Listing Regulations and Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ('Secretarial Standard') are annexed. All documents referred to in the accompanying Notice and the Explanatory Statement shall be available for inspection electronically. Members seeking to inspect such documents can send an email to – cs@innomet.net.

4. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Act, shall be available for inspection electronically. Members seeking to inspect such documents can send an email to – cs@innomet.net.

5. Further, the details of the Director(s) seeking appointment/re-appointment at this AGM, as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI"), are also annexed hereto.

6. In compliance with the MCA Circulars and Regulation 36(1)(a) of the Listing Regulations, Notice of the AGM along with the Annual Report for the financial year 2025-26 is being sent only through electronic mode to those members whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories. Further, in compliance with Regulation 36(1)(b) of the Listing Regulations, a letter providing the web-link, including the exact path, where Annual Report for the financial year 2025-26 is available, is being sent to those members whose e-mail address is not registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories. Members may note that this Notice and Annual Report for the financial year 2025-26 will also be available on the Company's website at www.innomet.net, websites of the Stock Exchange www.nseindia and GM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

7. The attendance of the Members participating in the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

8. In case of joint holders, the Member whose name appears first in the Register of Members of the Company shall be entitled to vote at the AGM.

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9. No restrictions on account of first-come-first-served entry into AGM in respect of large shareholders (shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, and Stakeholders Relationship Committee, Auditors, etc.

10. For receiving all communications from the Company electronically, members are requested to follow the below instructions:

    a) Shareholders holding shares in physical mode are hereby notified that based on SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023, all holders of physical securities in listed companies shall register the postal address along with PIN for their corresponding folio numbers. It shall be mandatory for the security holders to provide mobile number. Moreover, to avail online services, the security holders can register their email IDs. Shareholders can register/update the contact details through submitting the requisite Form ISR-1 along with the supporting documents. Form ISR-1 can be obtained by clicking on the link https://www.skylinerta.com/downloads_page.php for investers.aspx Form ISR-1 and the supporting documents to RTA:

    b) Shareholders holding shares in electronic mode may reach out to the respective Depository Participant(s), where the DEMAT account is being held for updating the email IDs and mobile number.

11. Please note that as a valued shareholder of the Company, you are always entitled to request and receive all such communication in physical form free of cost.

12. Shareholders are requested to support this Green Initiative effort of the Company and get their email ID registered to enable the Company to send documents such as notices, annual reports, and other documents in electronic form. Those shareholders who have already registered their email addresses are requested to keep their email addresses validated with their Depository Participants / RTA to enable servicing of notice, annual reports, other documents in electronic form.

13. In accordance with the provisions of the MCA and SEBI Circulars, the AGM Notice is being sent through email only to the Members whose email IDs are registered with RTA; National Securities Depository Limited ("NSDL") and/or Central Depository Services (India) Limited ("CDSL") (collectively referred to as Depositories or NSDL/CDSL).

14. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM.

15. The Company has provided the facility to the Members to exercise their right to vote by electronic means both through remote e-voting and e-voting during the AGM. The instructions for remote e-voting is given in the subsequent paragraphs. Such remote e-voting facility is in addition to the voting that will take place at the AGM being held through VC/OAVM. The instructions for e-voting at the AGM (Insta Poll) is given in the subsequent paragraphs.

16. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available 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, and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

17. Members joining the AGM through VC/OAVM, who have not already cast their vote by means of remote e-voting, shall be able to exercise their right to vote through e-voting at the AGM. The Members who have cast their vote by remote e-voting prior to the AGM may also join the AGM through VC/OAVM but shall not be entitled to cast their vote again.

18. The Company has appointed Mr. M Ramana Reddy Practicing Company Secretary, P S Rao and Associates as the Scrutinizer to scrutinize the remote e-voting and the Insta Poll process in a fair and transparent manner.

19. Non-resident Indian shareholders are requested to inform about the following immediately to the Company or its Registrar and Share Transfer Agent or the concerned Depository Participant, as the case may be :

    a) the change in the residential status on return to India for permanent settlement, and
    b) the particulars of the NRE account with a Bank in India, if not furnished earlier

20. In case of any queries, the Members may write to cs@innomet.net to receive an email response.

21. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL. Members of the Company can transact all the items of business with the facility of voting through electronic means.

22. Further, the facility of electronic voting system will also be made available during the Annual General Meeting ("Insta Poll") and members attending the Meeting who have not cast their vote(s) by remote e-voting will be able to vote at the Meeting through Insta Poll.

23. The remote e-voting period begins on Saturday , September 19, 2026 at 9:00 A.M. and ends on Monday, September 21 , 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. September 15, 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 September 15, 2026

24. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, only such Members shall be entitled to avail the facility of remote e-voting as well as voting at the meeting.

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

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

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

Step 1: ACCESS TO NSDL E-VOTING SYSTEM

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

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

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 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. 
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:

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?

a) 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.

b) 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".

c) Now you are ready for e-Voting as the Voting page opens.

d) 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.

e) Upon confirmation, the message "Vote cast successfully" will be displayed

f) You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

g) Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

GENERAL GUIDELINES FOR SHAREHOLDERS

a) 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 psrmrr2020@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.

b) 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.

c) 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 send a request to Mr. Amit Vishal, Deputy Vice President at evoting@nsdl.com

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL IDS ARE NOT REGISTERED WITH THE DEPOSITORIES FOR PROCURING USER ID AND PASSWORD AND REGISTRATION OF E MAIL IDS FOR E-VOTING FOR THE RESOLUTIONS SET OUT IN THIS NOTICE:

a) 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@innoment.net

b) 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@innoment.net

c) 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.

d) 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.

e) 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:

a) 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.

b) Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not cast 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.

c) 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.

d) 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:

a) 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.

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

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

d) 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.

e) 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 (Company email id). The same will be replied by the Company suitably.

f) 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@innomet.net. The same will be replied by the Company suitably.

g) Shareholders who wish to register themselves as speakers at the AGM are requested to send their request to the Company's email address at cs@innomet.net at least 7 (seven) days prior to the date of the AGM. The request should clearly mention the shareholder's Name, DP ID, and Client ID.

By Order of The Board of Directors
For Innomet Advanced Materials Limited

Date: August 24, 2026
Place: Hyderabad

Sd/-
Saritha Devi Chilakapati
Whole-time Director and CFO
DIN: 08432017

Registered Office :
B-31, BHEL Ancillary Industrial Estate,
Ramachandrapuram, Medak, Hyderabad,
Telangana, India, 502032
CIN: L27101TG2019PLC132262
Tel No.: +91 40 2302 1726; +91 7036869896; Fax: +9140 2302 4647
Email ID: cs@innomet.net; Website: www.innomet.net

Annexure – 1
(Forming part of the Notice convening the Annual General Meeting of the Company)
EXPLANATORY STATEMENT
Pursuant to Section 102 of the Companies Act, 2013

Item No.3

Appointment of Ms. Sanjna Chowdary Chilakapati (DIN: 11537278) as a Non-Executive Non-Independent Director of the Company

The Board of Directors of the Company, at its Meeting held on February 11, 2026, upon the recommendation of the Nomination and Remuneration Committee ("NRC"), appointed Ms. Sanjna Chowdary Chilakapati, as an Additional Director in the category of Promoter, Non-Executive, Non-Independent Director, pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ("the Act") and the Articles of Association of the Company.

Pursuant to Section 161(1) of the Act, Ms. Sanjna Chowdary Chilakapati, holds office as an Additional Director up to the date of this Annual General Meeting and is eligible for appointment as a Director. The Company has received a notice in writing from a Member under Section 160 of the Act proposing her candidature for appointment as a Director of the Company.

NRC and the Board is of the opinion that Ms. Sanjna Chowdary Chilakapati, possesses the requisite qualifications, experience and expertise appropriate for appointment as a Non-Executive Non-Independent Director and that her association would be of significant value to the Company. Accordingly, the Board recommends her appointment as a Promoter, Non-Executive, Non-Independent Director, liable to retire by rotation, in accordance with the provisions of Section 152 of the Act. NRC recommended the proposed appointment of Ms. Sanjna Chowdary Chilakapati.

The disclosures required pursuant to the Act, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), including Regulation 36(3) thereof, Secretarial Standard–2 on General Meetings (SS-2) and other applicable provisions relating to the appointment of Ms. Sanjna Chowdary Chilakapati are provided separately in **Annexure–2** to this Notice, which forms an integral part of the Notice of the AGM.

Except Ms. Sanjna Chowdary Chilakapati, Mrs. Sarita Devi Chilakapati, Whole-time Director and Chief Financial Officer, mother of Ms. Sanjna Chowdary Chilakapati; Mr. Vinay Choudary, Managing Director, father of Ms. Sanjna Chowdary Chilakapati; and Mrs. Lakshmi Kanthamma Chilakapati, the mother of Mr. Vinay Choudary and the paternal grandmother of Ms. Sanjna Chowdary Chilakapati, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the proposed Ordinary Resolution.

The Board of Directors recommends the **Ordinary Resolution** set out at **Item No. 3** of the Notice for approval of the Members..

Item No.4

Approval for ratification of remuneration and payment of Professional Fee to Ms. Sanjna Chowdary Chilakapati, (DIN: 11537278) Non-Executive, Non-Independent Director

The Board of Directors, at its meeting held on February 11, 2026, appointed Ms. Sanjna Chowdary Chilakapati, as an Additional Director in the category of Promoter, Non-Executive, Non-Independent Director, pursuant to Section 161(1) of the Companies Act, 2013 ("Act") and the Articles of Association of the Company and provided approval for payment of remuneration. Her appointment as a Director is being placed before the Members for approval at Item No. 3 of this Notice.

Pursuant to provisions of Section 197 of the Act, and Rules made thereunder, based on the recommendation of the Nomination and Remuneration Commitee and subject to the approval of the Audit Committee, being a related party transaction, it is proposed to pay professional fees of Rs.30,00,000/- (Rupees Thirty Lakhs only) per annum towards the professional services provided by Ms. Sanjna Chowdary Chilakapati, to the payable on a monthly basis. Such professional fees shall be in addition to the sitting fees, if any, payable for attending meetings of the Board of Directors and Committees thereof.

The Members are requested to ratify the remuneration paid/payable to Ms. Sanjna Chowdary Chilakapati prior to the date of this Annual General Meeting in respect of the services rendered by her, to the extent such approval or ratification is required under Applicable Law, and to accord approval for payment of the professional fees proposed to be paid to her, as stated above.

Except Ms. Sanjna Chowdary Chilakapati, Mrs. Saritha Devi Chilakapati, being her mother, Mr. Vinay Choudary, being her father, and Mrs. Lakshmi Kanthamma Chilakapati, being her paternal grandmother and the mother of Mr. Vinay Choudary, none of the other Directors, Key Managerial Personnel or their respective relatives are concerned or interested, financially or otherwise, in the resolution.

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

Item No.5

To consider and approve the appointment of Mr. Venkata Sai Kiran Chakravadhanula (DIN: 11094810) as Non-executive Independent Director of the Company

The Board of Directors of the Company, at its Meeting held on 23 May 2026, upon the recommendation of the Nomination and Remuneration Committee ("NRC"), appointed Mr. Venkata Sai Kiran Chakravadhanula (DIN: 11094810) as an Additional Director in the category of Non-Executive Independent Director, with effect from 23 May 2026, to hold office up to the date of this Annual General Meeting. The Board has proposed his appointment as a Non-Executive Independent Director for a first term of five consecutive years commencing from 23 May 2026 and ending on May 22, 2031 (both days inclusive), not liable to retire by rotation, subject to the approval of the Members at the ensuing Annual General Meeting.

Pursuant to Section 161(1) of the Companies Act, 2013 ("Act"), Mr. Venkata Sai Kiran Chakravadhanula holds office as an Additional Director up to the date of this Annual General Meeting and is eligible for appointment as an Independent Director. The NRC and the Board of Directors have recommended his appointment as a Non-Executive Independent Director for a first term of five consecutive years commencing from 23 May 2026 and ending on May 22, 2031,, not liable to retire by rotation.

The Company has received from Mr. Venkata Sai Kiran Chakravadhanula the requisite consent, disclosures and declarations, including his consent to act as a Director in Form DIR-2, declaration that he is not disqualified from being appointed as a Director under Section 164 of the Act, and declaration confirming that he meets the criteria of independence prescribed under Section 149(6) of the Act and the rules made thereunder. He has also confirmed that he is not aware of any circumstance or situation which exists or may reasonably be anticipated to impair or impact his ability to discharge his duties as an Independent Director of the Company.

In the opinion of the NRC and Board, Mr. Venkata Sai Kiran Chakravadhanula possesses the requisite qualifications, experience, expertise and integrity required for appointment as an Independent Director and fulfils the conditions specified under the Act and the rules made thereunder for such appointment. The Board is also of the opinion that he is independent of the management of the Company.Mr. Venkata Sai Kiran Chakravadhanula has no pecuniary relationship or transaction with the Company, or their promoters or directors, other than as permitted under applicable law.

The disclosures required pursuant to the Act, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including Regulation 36(3) thereof, Secretarial Standard–2 on General Meetings (SS-2) and other applicable provisions relating to the appointment of Mr. Venkata Sai Kiran Chakravadhanula are provided separately in **Annexure–2** to this Notice, which forms an integral part of the Notice of the AGM.

Except Mr. Venkata Sai Kiran Chakravadhanula and his relatives, none of the other Directors, Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the proposed Ordinary Resolution.

The Board of Directors recommends the **Ordinary Resolution** set out at **Item No. 5** of the Notice for approval of the Members.

Item No.6

To consider and approve the appointment of Secretarial Auditors

Pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company is required to obtain a Secretarial Audit Report from a Company Secretary in Practice in the prescribed form.

The Audit Committee, at its meeting held on May 23, 2026 after considering professional expertise and track record of M/s. P. S. Rao & Associates, Practicing Company Secretaries, recommended their appointment as the Secretarial Auditors of the Company. Based on the recommendation of the Audit Committee, the Board of Directors, at its meeting held on May 23, 2026, considered and recommended their appointment as the Secretarial Auditors of the Company for approval of the Members.

M/s. P. S. Rao & Associates, Practicing Company Secretaries, have consented to their appointment as Secretarial Auditors of the Company and have confirmed their eligibility for such appointment and compliance with the applicable provisions of the Act and the Rules made thereunder. The proposed appointment is for a period of five consecutive financial years commencing from FY 2026-27 to FY 2030-31, to conduct the Secretarial Audit of the Company in accordance with Section 204 of the Act and the Rules made thereunder.

Since the Company is an SME listed entity, the provisions of Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to secretarial audit and appointment of secretarial auditor of listed entities, are not applicable to the Company. Accordingly, the proposed appointment is being made pursuant to the applicable provisions of Section 204 of the Act and the Rules made thereunder. The remuneration payable to the Secretarial Auditors for conducting the Secretarial Audit shall be as may be mutually agreed upon between the Board of Directors of the Company and the Secretarial Auditors. The Board of Directors is of the opinion that the appointment of M/s. P. S. Rao & Associates, Practicing Company Secretaries, as Secretarial Auditors of the Company would be in the best interests of the Company.

The Board of Directors recommends the **Ordinary Resolution** set out at **Item No. 6** of the Notice for approval of the Members.

None of the directors and/or key managerial personnel of the Company and their relatives, except to the extent of their directorship and/or deemed interest and/or shareholding in respective entities, is concerned or interested, financially or otherwise, in the resolution set forth herewith.

Item No.7

To provide authority under Section 185(2) of the Companies Act, 2013 to advance loans, give guarantees or provide securities to any person in whom any of the Directors of the Company are interested.

As per the provisions of Section 185 of the Companies Act, 2013 (the 'Act') a Company may advance any loan including any loan represented by a book debt, and/or give guarantee(s) and/or provide security(ies) in connection with any loan taken/to be taken by any person in whom any of the Director of the Company is interested as specified in the explanation to Section 185(2) of the Act subject to the condition that (a) a special resolution is passed by the Company in general meeting and (b) the loans are utilized by the borrowing Company for its principal business activities (c) the said loan(s)/guarantee(s)/security(ies) are in compliance of other provisions of Section 185 of the Act from time to time.

The Board of Directors is of the view that, in the normal course of its business, a situation may arise where the Company may be required to advance any loan, including any loan represented by a book debt, and/or give guarantee(s) and/or provide security(ies) in connection with any loan taken or to be taken by any person in whom any of the Directors of the Company is interested. Hence, as an abundant caution, the Board decided to seek approval of the shareholders up to a limit not exceed a sum of Rs.100,00,00,000 (Rupees One Hundred Crores only).

The members may note that the Board of Directors would carefully evaluate proposals in the best interest of the Company and provide such loan(s), through deployment of funds only out of its surplus funds/ internal resources/ accruals and/or any other appropriate sources, from time to time.

The Board of Directors recommends the **Special Resolution** set out at **Item No. 7** of the Notice for approval of the Members.

None of the directors and/or key managerial personnel of the Company and their relatives, except to the extent of their directorship and/or deemed interest and/or shareholding in respective entities, is concerned or interested, financially or otherwise, in the resolution set forth herewith.

Item No.8

To provide authority to invest the funds of the Company, grant loans, give guarantees and provide securities under Section 186 of the Companies Act, 2013

Pursuant to the provisions of Section 186 of the Companies Act 2013 ("Act"), the Company shall not directly or indirectly acquire by way of subscription, purchase or otherwise, the securities of any other body corporate and shall not carry out other transaction as specified under section 186 of the Act, exceeding sixty per cent of its paid-up share capital, free reserves and securities premium account or one hundred percent of its free reserves and securities premium account, whichever is higher, unless previously authorized by a special resolution passed in general meeting of the Company.

In future, whenever requirements arise, to enable the board of directors to make such loans /give guarantee or provide security or make investments without violating section 186(2) of the Act, it is proposed to obtain the prior consent of the members by special resolution. Hence, as an abundant caution, the Board decided to seek approval of the shareholders up to a sum of Rs. 100,00,00,000 (Rupees One Hundred Crores Only) over and above the limit of 60% of the paid-up share capital, free reserves and securities premium account of the Company or 100% of free reserves and securities premium account of the Company, whichever is more, as prescribed under Section 186 of the Act.

The Board of Directors recommends the **Special Resolution** set out at **Item No. 8** of the Notice for approval of the Members.

None of the directors and/or key managerial personnel of the Company and their relatives, except to the extent of their directorship and/or deemed interest and/or shareholding in respective entities, is concerned or interested, financially or otherwise, in the resolution set forth herewith.

Item Nos. 9 and 10

Pursuant to provisions of Section 180(1)(a) & Section 180(1) (c) of the Companies Act, 2013 ("Act"), prior approval of shareholders of the Company by way special resolution is required to borrow moneys, apart from temporary loans obtained/to be obtained from the Company's Bankers in the ordinary course of business, in excess of the aggregate of paid-up share capital, free reserves and securities premium account of the Company.

Hence to ensure the borrowings availed/to be availed by the Company are incompliance with the provisions of Section 180 of the Act it proposed to obtain approval of the shareholders to borrow monies up to Rs. 200,00,00,000 (Rupees Two Hundred Crores Only).

Your company may be required to provide security for the loans and for other purposes as detailed in the resolution, in such form including by creation charge/mortgage/hypothecation of Company assets in favour of the lenders or in favour of such other stakeholders such as debenture holders/trustees etc. Hence it is proposed to obtain the approval of shareholders by way of special resolution under section 180(1) (a) of the Act to provide the security in such form including by way mortgage(s)/charge(s)/hypothecation on the Company assets up to Rs.200,00,00, 000(Rupees Two Hundred Crores Only).

The Board of Directors recommends the **Special Resolutions** set out at **Item Nos. 9 and 10** of the Notice for approval of the Members.

None of the directors and/or key managerial personnel of the Company and their relatives, except to the extent of their directorship and/or deemed interest and/or shareholding in respective entities, is concerned or interested, financially or otherwise, in the resolution set forth herewith.

Item No.11

Increase in the Authorised Share Capital of the Company and consequential alteration to the Capital Clause of the Memorandum of Association

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

In order to facilitate conversion of the Equity Share Warrants issued/to be issued by the Company into Equity Shares and to facilitate proposed implementation of the Innomet Advanced Materials Limited Employee Stock Option Scheme 2026 ("ESOP 2026" or "Scheme"), it is considered necessary and expedient to increase the Authorised Share Capital of the Company from Rs. 14,00,00,000 (Rupees Fourteen Crores Only) divided into 1,40,00,000 (One Crore Forty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten only) each to Rs. 16,00,00,000 (Rupees Sixteen Crores Only) divided into 1,60,00,000 (One Crore Sixty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten only) each, by creation of additional 20,00,000 (Twenty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten only) each. Consequently, Clause V of the Memorandum of Association of the Company is proposed to be altered to reflect the increased Authorised Share Capital.

The proposed increase in the Authorised Share Capital does not, by itself, result in any immediate increase in the issued, subscribed or paid-up share capital of the Company. The Equity Shares comprised in the increased Authorised Share Capital shall be issued and allotted from time to time, as may be required, upon conversion of the Equity Share Warrants and/or exercise of Options under ESOP 2026, subject to the terms of the respective issue, the Scheme and applicable laws and requisite approvals. The Board of Directors, at its meeting held August 24, 2026 after considering the requirements of the Company, approved the proposal for increase in the Authorised Share Capital and consequential alteration of Clause V of the Memorandum of Association and recommends the same for approval of the Members. Pursuant to Section 61(1)(a) of the Companies Act, 2013, the increase in the Authorised Share Capital of the Company requires the approval of the Members by way of an **Ordinary Resolution**.

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

The Board recommends the **Ordinary Resolution** set out at **Item No. 11** of the accompanying Notice for approval by the Members.

Item No.12

Issue of Equity Share Warrants on Preferential Basis:

In order to meet the funding requirements of the Company and to support the objects specified herein, the Board of Directors, at its meeting held on August 24, 2026, has considered and approved, subject to the approval of the Members of the Company and such other approvals as may be required, the proposal for raising funds by way of issuance of 11,92,200 (Eleven Lakh Ninety-Two Thousand Two Hundred) Equity Share Warrants ("Warrants"), each convertible /exercisable into an equivalent number of Equity Shares of the Company, on a preferential basis to the Individual Non-Promoter as specified in this statement.

The details of the Preferential Issue required in terms of SEBI ICDR Regulations and the applicable provisions of the Companies Act are as follows:

1. **Particulars of the offer including date of passing of Board Resolution, kind of Securities offered, maximum number of Securities to be issued and the Issue Price:**

The Board of Directors of the Company at its meeting held on August 24, 2026, approved, subject to the approval of the Members of the Company and such other approvals as may be required, the proposal to offer, issue and allot upto 11,92,200 (Eleven Lakh Ninety-Two Thousand Two Hundred) Equity Share Warrants ("Warrants"), each convertible/in exercisable into equal no of equity shares of face value of Rs. 10/- (Rupees Ten Only) each, at the option of the warrant holder within 18 (eighteen) months from the date of allotment, at an issue price of Rs. 210 (Rupees Two Hundred and Ten Only) per Warrant, aggregating up to Rs. 25,03,62,000 (Rupees Twenty Five Crore Three Lakh Sixty Two Thousand Only), payable in cash, on a preferential basis to the Identified Investor (Subscriber/Proposed Allottee), an Individual belonging to the Non-Promoter category as specified below in compliance with the applicable provisions of the Companies Act, 2013, the SEBI ICDR Regulations and other Applicable Laws.

Subscriber to Equity Share Warrants:

No.	Name of the Subscriber / Proposed Allottee	Category (Promoter/Non-Promoter)	No of equity share warrants
1.	Mr. Mukul Mahavir Agrawal	Non-Promoter	11,92,200
Total			11,92,200

The proposed Preferential Issue has been intimated to the stock exchange dated August 24, 2026.The Proposed Allottee named hereinabove has agreed to subscribe to the proposed preferential issue and has confirmed his eligibility in terms of Regulation 159 of the ICDR Regulations.

The details of the issue and other particulars as required in terms of Regulation 163 of the SEBI ICDR Regulations read with Rule 14(1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014, Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014, in terms of NSE Circular No. NSE/CML/2022/56 dated December 13, 2022 and BSE Circular No. 20221213-47 dated December 13, 2022, as amended, with respect to the additional disclosures for objects of the issue and are set forth below:

1. Objects of the preferential issue:

The Company intends to utilize the proceeds raised through the Preferential Issue ("Issue Proceeds") towards the following objects:

Sl No	Particulars	Total estimated amount to be utilised up to (In Rs. Crores) *	Tentative timeline for utilization of issue proceeds from the date of receipt of funds
1	Capital expenditure towards civil works at the Factory and the Registered Office of the Company and purchase of plant and machinery	12.00	Within a period of 12 to 18 months
2	Working capital requirements	8.00	
3	General corporate purpose	5.03	-
Total		**25.03**	

**Assuming 100% conversion of Warrants into Equity Shares within the stipulated time as per item no.12 of the notice.*

2. Particulars of the offer including date of passing of Board resolution:

The Board in its meeting held on Monday, August 24, 2026 has approved the issue of the following:

S. No	Particulars	No of securities
1.	Equity Share Warrants (convertible/exercisable into equal number of equity shares)	11,92,200

3. Kinds of securities offered and the price at which security is being offered:

The Board in its meeting held on Monday, August 24, 2026 has approved the issue of the following:

S. No	Kind of Securities	No of securities	Issue Price (Rs.)*
1.	Equity Share Warrants	11,92,200	210.00

The Issue Price of Rs. 210/- per Equity Share Warrant is the price payable for each warrant, with each warrant carrying a right to subscribe to one Equity Share of the Company having a face value of Rs. 10/- each, at the terms and conditions specified in the Notice.

4. Basis or justification for the price (including premium, if any) at which the offer or invitation is being made:

In terms of Regulation 164(1) of the SEBI ICDR Regulations, 2018, the Equity Shares of the Company are listed on the National Stock Exchange of India Limited ("NSE"), being a recognised stock exchange, and have been listed for a period of 90 Trading Days or more as on the Relevant Date and are frequently traded within the meaning of the Explanation to Regulation 164(5) of Chapter V of the SEBI ICDR Regulations, 2018. Accordingly, the Equity Share Warrants proposed to be issued and allotted pursuant to the proposed preferential issue shall be priced in accordance with the provisions of Regulation 164(1) of the SEBI ICDR Regulations, 2018.

Further, the Articles of Association of the Company do not provide for any method for determination of the price in respect of the Equity Shares. Accordingly, pursuant to Regulation 164(1) of the SEBI ICDR Regulations, 2018, the floor price for the proposed preferential issue shall be the higher of the following:

i. the 90 Trading Days' volume weighted average price of the related Equity Shares quoted on the recognised stock exchange preceding the Relevant Date; or

ii. the 10 Trading Days' volume weighted average price of the related Equity Shares quoted on the recognised stock exchange preceding the Relevant Date.

Further, pursuant to Regulation 166A of the SEBI ICDR Regulations, 2018, any preferential issue which may result in a change in control or allotment of more than 5% (five per cent) of the post-issue fully diluted share capital of the issuer, to an allottee or to allottees acting in concert, shall require a valuation report from an independent registered valuer and the same shall be considered for determining the price of the specified securities to be issued.

In the present case, the proposed issue and allotment of 11,92,200 (Eleven Lakh Ninety-Two Thousand Two Hundred) Equity Share Warrants constitutes more than 5% (five per cent) of the post-issue fully diluted share capital of the Company, assuming conversion of all outstanding Equity Share Warrants as on the date of this Notice. Accordingly, the Company has obtained a valuation report from an independent registered valuer for determining the price of the Equity Share Warrants in accordance with Regulation 166A of the SEBI ICDR Regulations, 2018. Accordingly, Company has appointed Mr. V Gangadhara Rao N, Independent Registered Valuer Registered with IBBI , Vide in Registration Number IBBI/RV/06/2019/10709 having his office Flat No.103, Swarna Arcade, Road No.18, Panchavati Colony, near Mana Studio, Manikonda, Hyderabad, Telangana, India 500089, and obtained valuation report. The said valuation report has been made available on the website of the Company at https://www.innomet.net/wp-content/uploads/2026/08/ValuationReport_PreferentialIssue.pdf.

In terms of Regulations 164 and 166A of the SEBI ICDR Regulations, 2018, the minimum price for the proposed preferential issue shall be the higher of the following three prices, as applicable:

i. the 90 (Ninety) Trading Days' Volume Weighted Average Price ("VWAP") of the Equity Shares of the Company quoted on the NSE preceding the Relevant Date, being Rs.146.69 per Equity Share;

ii. the 10 (Ten) Trading Days' VWAP of the Equity Shares of the Company quoted on the NSE preceding the Relevant Date, being Rs. 208.79 per Equity Share; and

iii. the value of the Equity Shares determined pursuant to the valuation report issued by Mr. V Gangadhara Rao N, Independent Registered Valuer Registered with IBBI, Vide in Registration Number IBBI/RV/06/2019/10709 being Rs. 193.17 per Equity Share.

Accordingly, the minimum issue price for the proposed preferential issue shall be Rs. 208.79 per Equity Share, being the highest of the aforesaid three prices. Accordingly, the Equity Share Warrants shall be issued at a price not lower than Rs. 208.79 per Equity Share, in compliance with the applicable provisions of the SEBI ICDR Regulations, 2018.A Certificate regarding arriving at Minimum Issue Price in terms of Regulation 164(1) of SEBI ICDR Regulations, 2018, as amended, has been taken from Mr.M.Ramana Reddy, Practicing Company Secretary (FCS M.No.37864| CP No.18415), for the proposed preferential issue as per Chapter V of SEBI (ICDR) Regulations, 2018 has been made available on the website of the Company at https://www.innomet.net/wp-content/uploads/2026/08/PCS_Certificate_PreferentialIssue.pdf.

5. Relevant date with reference to which the price has been arrived at:

The Relevant Date in relation to the issue of these share warrants as per the provisions of Chapter V of the SEBI ICDR Regulations shall be reckoned as August 21, 2026, Friday ("the Relevant Date"), being the day preceding the weekend or holiday, as the date 30 days prior to the date of General meeting falls on Sunday, the August 23, 2026.

The shares of the Company are frequently traded on NSE. and the price of the said issue has been determined in compliance with Regulation 164(1) and Regulation 166 A of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 as detailed above under Point No.4

6. Name and address of valuer who performed valuation:

Mr. V Gangadhara Rao N,
Independent Registered Valuer Registered with IBBI,
Vide in Registration Number IBBI/RV/06/2019/10709
Address: Flat No.103, Swarna Arcade, Road No.18, Panchavati Colony,
Near Mana Studio, Manikonda, Hyderabad, Telangana, India 500089

7. **Maximum number of specified securities to be issued/amount which the** Company **intends to raise by way of such securities:**

The Board in its meeting held on Monday, August 24, 2026 has approved the issue of the following

S. No	Particulars	Maximum No of securities to be issued	Issue Price (Rs.)	Amount Rs.
1	Equity Share Warrants (convertible into equal no. of equity shares)	11,92,200	210	**25,03,62,000**
	Total amount being raised	**11,92,200**	**210**	**25,03,62,000**

The Proposed Allottee belonging to the Non-Promoter category, in accordance with the applicable provisions of the Companies Act, 2013, the SEBI ICDR Regulations, 2018 and other Applicable Laws.

8. **Intent of the Promoters, Directors, Key Managerial Personnel or Senior Management of the issuer to subscribe to the offer:**

None of the Promoters, Directors, Key Managerial Personnel or Senior Management of the Company intends to subscribe to the proposed preferential issue of Warrants.

9. **Shareholding pattern of the issuer before and after the preferential issue:**

The Pre and Post shareholding pattern of the Company is given below:

Category of the Shareholder	Pre-preferential issue Shareholding		Warrants Proposed to be issued and allotted	Post-Issue	
	*No. of shares held	% of Shares		**No. of shares held	% of Shares
(A) Promoters / Promoter Group's shareholding					
(1) Indian					
(a) Individuals/Hindu undivided Family	7866664	56.63	0	7866664	52.16
Subtotal (A) (1)	7866664	56.63	0	7866664	52.16
(2) Foreign Promoters	0	0.00	0	0	0.00
(a) Bodies Corporate	0	0.00	0	0	0.00
Sub Total (A) (2)	0	0.00	0	0	0.00
Total Promoter/ Promoter Group Shareholding (A)=(A)(1)+(A)(2)*	7866664	56.63	0	**7866664**	52.15
(B) Public Shareholding					
(1) Institutions	0	0.00	0	0	0.00
(a) Mutual Funds	0	0.00	0	0	0.00
(b) Alternative Investment Fund	446400	3.21	0	446400	2.96
(c) Financial Institutions/Banks	0	0.00	0	0	0.00
(d) Foreign Portfolio Investors	304800	2.19	0	304800	2.02
(e) Qualified Institutional Buyer	0	0.00	0	0	0.00
(f) Insurance Companies	0	0.00	0	0	0.00

(g) Central Government / President of India	0	0.00	**0**	0	0.00
Sub Total (B) (1)	**751200**	**5.41**	**0**	**751200**	4.98
(2) Non-Institutions	0				0.00
(a) Clearing Members	0	0.00	**0**	0	0.00
(b) HUF	371600	2.68	**0**	371600	2.46
(c) Bodies Corporate	1226000	8.83	**0**	1226000	8.13
(d) NBFC	0	0.00	**0**	0	0.00
(e) Non-Resident Indians	703916	5.07	**0**	703916	4.67
(f) Trusts	1,800	0.01	**0**	1800	0.01
(g) IEPF	0	0.00	**0**	0	0.00
(h) Firms	38,400	0.28	**0**	38400	0.25
(i) Individuals Shareholders					0
- Holding nominal share capital up to Rs. 2 Lakh	2344958	16.88	0	2344958	15.55
- Holding nominal share capital in excess of Rs. 2 Lakh	585600	4.22	1192200	1777800	11.79
Sub Total (B) (2)	**5272274**	**37.96**	**0**	**6464474**	42.86
Total Public Shareholding (B)= (B)(1) +(B)(2)	**6023474**	**43.37**	**0**	**7215674**	47.84
(C) Custodians for GDRs and ADRs	**0**	**0**	**0**	**0**	0
TOTAL (A)+(B)+(C)	**13890138**	**100.00**	1192200	**15082338**	**100.00**
* The Pre-Issue Shareholding Pattern includes 5,00,000 (Five Lakh) outstanding Equity Share Warrants, each convertible/exercisable into one Equity Share of the Company. ** The Post-Issue Shareholding Pattern includes 5,00,000 (Five Lakh) outstanding Equity Share Warrants, each convertible/exercisable into one Equity Share of the Company, and 11,92,200 (Eleven Lakh Ninety Two Thousand Two Hundred) Equity Share Warrants proposed to be issued pursuant to the Preferential Issue, each convertible/exercisable into one Equity Share of the Company.					

Notes:

a) The pre-issue shareholding pattern has been prepared based on the shareholding as on August 18, 2026 assuming that there has been no change in the shareholding from August 18, 2026 up to the date of the Notice

b) The post-issue paid-up share capital of the Company is subject to alterations on account of any further allotment of Equity Shares, assuming allotment of: 11,92,200 (Eleven Lakh Ninety Two Thousand Two Hundred) equity share warrants issued to the non-promoter category.

c) Post issue holding of all the other shareholders is assumed to remain the same, as it was on the date on which the pre-issue shareholding pattern except as shown in point no 9.

d) The pre and post issue shareholding is arrived after considering all the outstanding convertible/exercisable Equity Share Warrants and Warrants proposed to be made under this notice on fully diluted basis.

10. Time frame within which the preferential issue shall be completed:

Pursuant to Regulation 170(1) of SEBI ICDR Regulations, allotment pursuant to the special resolution shall be completed within a period of fifteen days from the date of passing of such resolution or in the event allotment of securities would require any approval(s) from any regulatory authority or the Central Government, the period of fifteen days shall be counted from the date of the order on such application or the date of approval or permission, as the case may be.

11. Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees : The proposed issue and allotment is to the individual i.e. natural person

Ultimate Beneficial owner and Pre & Post holding and percentage details:

S. No.	Name of the Subscriber	Ultimate beneficial owner of the proposed allotte(s)	Pre Issue		Proposed allotment of shares/ warrants	Post Issue	
			No. shares	%		No. of Shares/ warrants	%
1.	Mr. Mukul Mahavir Agrawal	NA - Individual	-	-	11,92,200	11,92,200	7.90

12.The percentage of post preferential issue capital that may be held by the allottee(s) and change in control, if any, in the issuer consequent to the preferential issue:

There shall be no change in the management or control of the Company pursuant to the aforesaid issue.
The pre and post shareholding of the proposed allottee has been disclosed as above.

13.Undertakings:

The Company hereby undertakes and confirms the following:

a) that the issuer shall re-compute the price of the specified securities in terms of the provision of SEBI ICDR Regulations where it is required to do so;
b) if the amount payable on account of the re-computation of price is not paid within the time stipulated in these regulations, the specified securities shall continue to be locked- in till the time such amount is paid by the allottees;
c) Neither the Company nor any of its Promoters or Directors are wilful defaulters or fraudulent borrowers;
d) None of its Directors or Promoters are fugitive economic offenders;
e) The said preferential issue is not for consideration other than cash;
f) The Company is eligible to make the Preferential Issue to its Identified Investor under Chapter V of the SEBI ICDR Regulations;
g) The Company shall make an application to NSE, at which the existing shares are listed, for listing of the equity upon conversion/exercise of proposed equity share warrants.
h) The issue of Equity Shares warrants shall be made in accordance with the provisions of the Memorandum and Articles of Association of the Company, the Companies Act, 2013 and relevant regulations of SEBI (ICDR) Regulations and shall be made in a dematerialized form only;

14. The current and proposed status of the allottee(s) post the preferential issues namely, promoter or non-promoter: Subscriber(s) to Equity Share Warrants:

Sl No	Name of Allottee	Current Status	Proposed Status
1	Mr. Mukul Mahavir Agrawal	Non-Promoter	Non Promoter

15. **Material terms of raising such securities:** The material terms of the Equity Share Warrants proposed to be issued pursuant to the Preferential Issue are set out in the resolution under **Item No. 12** and elsewhere in this Explanatory Statement, including the issue price, payment terms, tenure, terms of conversion/exercise and applicable lock-in requirements.

16. **The number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price:**

S. No.	Name of the Subscriber	Category (Promoter/Non-Promoter)	Type of Security	No of Securities	Issue Price in Rs.
1	RNR Wealth Management Private Limited	Non-Promoter	Equity Shares	80,000	131/-
2.	Rich `N Rich Finance and Holdings Limited	Non-Promoter	Equity Shares	3,70,000	131/-
3.	Mrs. Saritha Devi Chilakapati	Promoter	Equity Share Warrants	2,50,000	131/-
4.	Mrs.Chilakapati Lakshmi Kanthamma	Promoter	Equity Share Warrants	2,50,000	131/-
TOTAL				**9,50,000**	

17. Lock In:

Lock in of equity share warrants and equity allotted pursuant to conversion of said warrants shall be locked-in in accordance with Regulation 167 of SEBI (ICDR) Regulations.

Accordingly, the approval of the Members of the Company is hereby sought by way of special resolutions for authorizing the Board of Directors of the Company to create, offer, issue and allot securities on preferential basis as specifically described in the resolutions set out at **Item No. 12** of this Notice and the explanatory statement.

None of the Directors, Key Managerial Personnel's or their respective relatives are, in any way, concerned or interested, financially or otherwise in the said resolution.

Pursuant to the applicable provisions of Sections 23(1)(b), 42 and 62 of the Companies Act, 2013 ('Act') and Rules framed thereunder, and in accordance with the provisions of Chapter V "Preferential Issue" of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ('SEBI ICDR Regulations'), the Preferential issue of Equity Shares and warrants on private placement basis requires approval of the Members by way of a Special Resolution.

The Board recommends the **Special Resolution** set out at **Item No. 12** of the accompanying Notice for approval by the Members.

Item Nos. 13, 14 & 15

(i) Approval for ESOP 2026; (ii) Extension of benefits to Subsidiary Companies including future subsidiary companies, and (iii) approval for secondary acquisition under trust route

The Company believes that equity compensation schemes are an effective tool to reward the talents working with the Company, its Subsidiary Company (ies) including future subsidiary Company (ies). Further, equity-based compensation is considered to be an integral part of employee compensation across sectors, which enables alignment of the rewards with the long-term value creation for the shareholders. It also helps in creating ownership culture, and to retain, motivate and attract talents considering growing business.

In view of the foregoing, it is considered expedient to implement an employee stock option scheme wherein not exceeding 2,60,000 (Two Lakh Sixty Thousand) employee stock options ("Options") will be granted to the eligible employees of the Company, whether working in India or outside India, as determined in accordance with the Scheme, exercisable into not more than 2,60,000 (Two Lakh Sixty Thousand) Equity Shares of the Company of face value of Rs. 10/- (Rupees Ten only) each fully paid-up ("Shares"). The Shares required for implementation of the 'Innomet Advanced Materials Limited – Employee Stock Option Scheme 2026 shall be sourced through secondary acquisition by the **"**Innomet Advanced Materials Limited Employees Welfare Trust (to be constituted by the Company) and/or primary issuance by the Company to the Trust or through a combination thereof, as may be determined in accordance with the Scheme and Applicable Law.

Accordingly, the Board of Directors of the Company have considered and approved the proposal for implementation of the 'Innomet Advanced Materials Limited – Employee Stock Option Scheme 2026' subject to the approval of the Members of the Company.

For the purpose of implementing the Scheme, the Company proposes to constitute an irrevocable employee welfare trust, namely "Innomet Advanced Materials Limited Employees Welfare Trust"("Trust"). The Trust shall acquire and hold the Equity Shares of the Company through secondary acquisition, while the Equity Shares may also be sourced through primary issuance by the Company to the Trust, or a combination thereof as may be required for implementation of the Scheme and permitted under Applicable Law.

In terms of Regulation 6 of the SBEB Regulations, the salient features of the ESOP 2026 are given as under:

a. Brief Description of the Scheme:

The Company proposes to introduce and implement the Innomet Advanced Materials Limited – Employee Stock Option Scheme 2026 ("ESOP 2026" or "Scheme") with the objective of attracting, retaining and motivating eligible employees and aligning their interests with the long-term growth and performance of the Company.

Under the Scheme, the Company proposes to grant not exceeding 2,60,000 (Two Lakh Sixty Thousand) Employee Stock Options ("Options"), with each Option being exercisable into one fully paid-up Equity Share of the Company of face value of Rs.10/- each, subject to the terms and conditions of the Scheme.

The Equity Shares required for implementation of the Scheme may be sourced through primary issuance by the Company and/or secondary acquisition by Trust from time to time, or through a combination thereof in accordance with the SEBI SBEB Regulations and other Applicable Laws. The aggregate number of Equity Shares that may be issued, allotted or transferred pursuant to the exercise of Options, irrespective of the source of such Equity Shares, shall not exceed 2,60,000 Equity Shares.

The Scheme is intended to provide eligible employees with an opportunity to participate in the long-term value creation of the Company while supporting employee retention and performance.

b. Total number of Options to be granted:

The total number of Options to be granted under the Scheme shall not exceed 2,60,000 (Two Lakh Sixty Thousand) Options. Each Option, when exercised, shall entitle the holder to one Equity Share of the Company of face value of Rs.10/- (Rupees Ten only) each, fully paid-up, which may be sourced either through primary issuance by the Company to the Trust or through secondary acquisition by the Trust, or through a combination thereof in accordance with the Scheme and Applicable Laws.

In case of any corporate action(s) such as rights issue, bonus issue, merger, sale of division etc., a fair and reasonable adjustment needs to be made to the Options granted in accordance with the Applicable Law.

c. Identification of classes of employees entitled to participate in the Scheme:

Subject to determination or selection by the Nomination and Remuneration Committee and the provisions of the **SEBI SBEB Regulations** and other Applicable Laws, following classes of employees are eligible being:

i. a Permanent Employee as designated by the Company, who is exclusively working in India or outside India; or
ii. a Director of the Company, whether a whole-time director or not, including a non-executive director who is not a Promoter or member of the Promoter Group;
iii. an employee as defined in clauses (a) or (b) of a Subsidiary Company(ies)including future subsidiary companies in India or outside India.

but does not include:
i. an employee who is a Promoter or belongs to the Promoter Group;
ii. a Director who either by himself or through his relatives or through any body corporate, directly or indirectly holds more than 10% of the outstanding Shares of the Company;
iii. an Independent Director.

The Nomination and Remuneration Committee, while granting the Options to any eligible employee(s) of any Subsidiary Company(ies), in India or outside India, shall at its discretion, consider the factors including but not limited to the role(s) of such employee(s) for safeguarding the interest of the Company, or such employee's contribution to the Company, subject to the provisions of the SEBI SBEB Regulations and other Applicable Laws.

d. Requirements of Vesting and period of Vesting:

The Exercise Period for Vested Options shall be a maximum of 2 years commencing from the date of each Vesting. Minimum vesting period shall be 1 year. All the Vested Options can be exercised by the Option Grantee at one time or at various points of time within the Exercise Period**.**

Provided that in case where Options are granted by the Company under the Scheme in lieu of Options held by a person under a similar scheme in another Company **("Transferor Company")** which has merged or amalgamated with the Company, the period during which the Options granted by the Transferor Company were held by such person may be adjusted against the minimum Vesting Period required under this Sub-clause in due compliance with the provisions of SBEB Regulations.

Provided further that in case of Retirement, all the Unvested Options as on the date of Retirement would continue to Vest in accordance with the original vesting schedules even after the Retirement unless otherwise determined by the Company.

The Options granted under the Scheme shall Vest not earlier than the minimum Vesting Period of 1 (One) year and not later than maximum Vesting period of 4 (Four) years from the date of Grant. The Nomination and Remuneration Committee at its discretion may Grant Options specifying Vesting Period ranging between minimum and maximum period.

Provided further that in the event of death or Permanent Incapacity of an Option Grantee, the minimum Vesting Period of 1 (One) year shall not be applicable and in such instances, all the Unvested Options shall Vest with effect from date of the death or Permanent Incapacity.

e. Maximum period within which the Options shall be vested:

The Options granted under the Scheme shall Vest not earlier than the minimum Vesting Period of 1 (One) year and not later than maximum Vesting period of 4 (Four) years from the date of Grant. The Nomination and Remuneration Committee, at its discretion, may Grant Options specifying Vesting Period ranging between minimum and maximum period.

f. Exercise price or pricing formula:

The Exercise Price shall be determined by the Nomination and Remuneration Committee in accordance with the ESOP 2026 and applicable laws. The Exercise Price per Option shall not be less than the face value of the Share of the Company. The Exercise Price shall be intimated to the Option Grantee in the Grant letter at the time of Grant as may be decided by the Nomination and Remuneration Committee.

The Options granted under ESOP 2026 shall vest in the eligible employees in such manner and within such period as may be determined by the Nomination and Remuneration Committee, subject to the provisions of the Scheme and applicable laws. The vesting shall be conditional upon the continued employment of the Option Grantee with the Company and/or achievement of performance criteria, as may be specified by the Nomination and Remuneration Committee.

In accordance with Regulation 9(1) of the SEBI SBEB Regulations, a minimum period of one year shall elapse between the grant of Options and vesting thereof. The vested Options may be exercised by the Option Grantee within such exercise period as may be determined by the Nomination and Remuneration Committee and communicated in the Grant Letter.

g. Exercise period and the process of exercise:

The exercise period for vested Options shall be a maximum of 2 **(Two) years** commencing from the date of each Vesting or such other shorter period as may be prescribed by the Nomination and Remuneration Committee at the time of Grant. The Exercise Period for the Vested Options shall commence from the date of Vesting of the respective Options and shall be such period as may be determined by the Nomination and Remuneration Committee at the time of Grant, subject to the terms and conditions of the Scheme and the Applicable Laws

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Provided further that in the event of death or Permanent Incapacity of an Option Grantee, the minimum Vesting Period of 1 (One) year shall not be applicable and in such instances, all the Unvested Options shall Vest with effect from date of the death or Permanent Incapacity.

Provided further that in case of Retirement, all the Unvested Options as on the date of Retirement would continue to Vest in accordance with the original vesting schedules even after the Retirement unless otherwise determined by the Nomination and Remuneration Committee in accordance with the Company's Policies and provisions of the then prevailing Applicable Laws.

In all other situations not expressly covered herein, the vesting period and treatment of Vested and Unvested Options shall be reckoned strictly in accordance with the provisions of the SEBI SBEB Regulations, 2021, as amended from time to time, and subject to such modifications as may be determined by the Nomination and Remuneration Committee in compliance with Applicable Laws.

All the Vested Options may be exercised by the Option Grantee at one time or at various points of time within the Exercise Period.

The Options shall be considered exercised when the Option Grantee submits a complete application, in writing or through any other method as may be determined by the Nomination and Remuneration Committee, to the Company/Trust, as applicable, requesting the transfer of the Equity Shares of the Company against the Vested Options, and the Company/Trust, as applicable, receives the full Exercise Price and the amount payable towards taxes under the applicable tax laws, as in force at the relevant time, including the stamp duty, if any, applicable on the transfer of such Equity Shares.

An Option shall not be capable of being exercised partially. The Options shall lapse if they are not exercised within the respective Exercise Period.

h. Appraisal process for determining the eligibility of employees under the Scheme:

The appraisal process for determining the eligibility of employees for grant of Options under the Scheme shall be determined by the Nomination and Remuneration Committee from time to time, in accordance with the Scheme and Applicable Laws. The broad criteria for appraisal and selection may include, inter alia, the employee's grade, role, experience, criticality of position, skills, performance, potential contribution, future potential, length of service and such other criteria as may be considered appropriate by the Nomination and Remuneration Committee, based on the recommendations of the management of the Company or the relevant Subsidiary Company, as applicable, from time to time.

The determination of eligibility and grant of Options shall be at the discretion of the Nomination and Remuneration Committee and shall be subject to the terms and conditions of the Scheme and the applicable provisions of the SEBI SBEB Regulations and other Applicable Laws.

i. Maximum number of Options to be issued per employee and in aggregate:

The maximum number of Equity Shares that may be granted to any employee under the Scheme(s), in any financial year and in aggregate, shall be subject to and within the limits prescribed under the SEBI SBEB Regulations, as amended from time to time, and shall be determined by the Nomination and Remuneration Committee at its discretion, taking into account the employee's role, performance, and such other parameters as may be considered appropriate.

j. Maximum quantum of benefits to be provided per employee under the Scheme:

The maximum quantum of benefits to be provided to any employee under the Scheme shall be in terms of the maximum number of Options that may be granted to such eligible employee, as specified in the Scheme and determined by the Nomination and Remuneration Committee , subject to and within the limits prescribed under Regulation 6(3) of the SEBI SBEB Regulations, as amended from time to time, including the ceiling of 1% of the issued equity capital of the Company in any financial year. Apart from the grant of Options as aforesaid, no other benefits are contemplated under the Scheme.

k. Route of the Scheme implementation:

The Scheme shall be implemented and administered through an irrevocable trust to be set up by the Company, namely "Innomet Advanced Materials Limited Employees Welfare Trust", under the overall supervision and authority of the Nomination and Remuneration Committee of the Company, in accordance with the provisions of the Scheme, the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, and other applicable laws.

l. Source of acquisition of shares under the Scheme:

The Scheme contemplates the grant of Options not exceeding 2,60,000 (Two Lakh Sixty Thousand) Options, corresponding to an equal number of Equity Shares, which may be sourced either through secondary acquisition by the Trust or through primary issuance of Equity Shares by the Company to the Trust, or through a combination thereof, as may be determined in accordance with the Scheme, the SEBI SBEB Regulations and other Applicable Laws.

m. Amount of loan to be provided for implementation of the scheme(s) by the Company to the trust, its tenure, utilization, repayment terms, etc.:

The Company shall provide necessary financial assistance to the Trust, whether by way of loan, guarantee, or security in connection with a loan, for the purpose of acquisition of share by trust for the purpose of ESOP 2026. The quantum, tenure, utilization, and repayment terms of such assistance shall be determined by the Board of Directors and/or the Nomination Remuneration Committee any other Committee in accordance with the provisions of the Scheme, Section 67 of the Companies Act, 2013 , the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, and other applicable laws. The loan amount may be disbursed in one or more tranches.

The loan provided by the Company shall carry such interest and shall have such tenure as may be determined by the Board/Nomination and Remuneration Committee/ Any other Committee in accordance with the terms of the Scheme and Applicable Laws and shall be repayable to the Company from the realisation of proceeds of exercise, permitted sale/transfer of Shares and any other eventual income of the Trust.

The Trust shall utilise the loan amount disbursed from time to time strictly for the acquisition of Equity Shares to be utilised for the purposes of the Scheme and in accordance with the limits, conditions and requirements prescribed under the SEBI SBEB Regulations and other Applicable Laws, as may be applicable from time to time.

n. Maximum percentage of secondary acquisition (subject to limits specified under the regulations) that can be made by the trust for the purposes of the scheme:

The aggregate number of Equity Shares that may be acquired by the Trust through secondary acquisition for the purposes of implementing the Scheme(s) shall be subject to and within the ceiling limits prescribed under the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended from time to time, including the annual cap of 2% and overall cap of 5% of the paid-up equity capital of the Company, or such other limits as may be applicable under law. The acquisition shall be undertaken in one or more tranches, in compliance with the applicable provisions of the Companies Act, 2013, SEBI Regulations, and other Applicable Laws.

o. Accounting and Disclosure Policies:

he Company shall comply with the applicable accounting standards as prescribed under Section 133 of the Companies Act, 2013 and/or the relevant accounting standards, guidance notes, directions or other accounting principles as may be prescribed or issued by the Institute of Chartered Accountants of India or any other competent authority, from time to time, in relation to the Scheme, including the disclosure requirements prescribed thereunder. The Company shall also comply with the applicable accounting, disclosure, reporting and other requirements prescribed under the SEBI SBEB Regulations, the SEBI Listing Regulations, the Companies Act, 2013 and the rules made thereunder, and other Applicable Laws, as may be applicable to the Scheme and the Trust from time to time.

p. Method of Option valuation:

The Company shall adopt 'fair value method' for valuation of Options as prescribed under IND AS 102 on Share-based payments or any accounting standard/ guidance note, as applicable, notified by competent authorities from time to time

q. Declaration:

In the event the Company opts to account for share-based employee benefits using the intrinsic value method, the difference between the employee compensation cost so computed and the cost that would have been recognized had the fair value method been used, together with the impact of this difference on the profits and on the Earnings Per Share (EPS) of the Company, shall be disclosed in the Directors' Report, in accordance with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and Section 134 of the Companies Act, 2013.

r. Period of lock-in:

The Shares issued/transferred pursuant to exercise of Options shall not be subject to any lock-in period restriction except such restrictions as may be prescribed under applicable laws including that under the code of conduct framed by the Company under the Securities and Exchange Board of India (Prohibition of Insider Trading), Regulations, 2015, as amended, shall apply.

s. Terms & conditions for buyback, if any, of specified securities/ Options covered granted under the scheme:

Subject to the provisions of the then prevailing applicable laws, the Board shall determine the procedure for buy-back of the specified securities/ Options if to be undertaken at any time by the Company and the applicable terms and conditions thereof.

A copy of draft ESOP 2026 is available for inspection at the Company's registered office / corporate office during official hours on all working days till the last date of the e-voting.

None of the Directors and key managerial personnel of the Company, including their relatives, are interested or concerned in the resolutions, except to the extent they may be lawfully granted Options under ESOP 2026.

In this background, the Company seeks your approval by way of a Special Resolution(s) pursuant to:

(i) Pursuant to Section 62(1)(b) of the Companies Act, 2013 read with Regulations 3 and 6 of the SEBI SBEB Regulations, a resolution is proposed under **Item No. 13** seeking the approval of the Members for the introduction and implementation of the Innomet Advanced Materials Limited Employee Stock Option Scheme 2026 ("ESOP 2026" or "Scheme") through an irrevocable employee welfare trust, namely "Innomet Advanced Materials Limited Employees Welfare Trust" ("Trust"), in accordance with the terms of the Scheme and the applicable provisions of the SEBI SBEB Regulations and other Applicable Laws.

(ii) In accordance with Regulation 6(3)(c) of the SEBI SBEB Regulations, a separate resolution is proposed under It**em No. 14** seeking the approval of the Members for extending the benefits of the Scheme and granting Options thereunder to the eligible employees of the subsidiary Company (ies) of the Company, including any subsidiary Company (ies) that may be incorporated, acquired or otherwise become a subsidiary of the Company in future, whether in India or outside India, subject to the terms and conditions of the Scheme and the applicable provisions of the SEBI SBEB Regulations and other Applicable Laws.

(iii) In accordance with Regulation 6(3)(a) of the SEBI SBEB Regulations, a separate resolution is proposed **under Item No.15** seeking the approval of the Members for acquisition by the Trust, from time to time, of up to 2,60,000 (Two Lakh Sixty Thousand) Equity Shares of the Company through secondary acquisition under the Scheme, subject to the applicable statutory limits and conditions prescribed under the SEBI SBEB Regulations and other Applicable Laws

The Board recommends the **Special Resolutions** set out at **Item Nos. 13, 14 and 15** of the accompanying Notice for approval by the Members.

Item No 16

To consider and provide approval for the provision of money by the Company for purchase of its own Shares by "Innomet Advanced Materials Limited Employees Welfare Trust under "Innomet Advanced Materials Limited Employee Stock Option Scheme 2026 (ESOP 2026 (or) Scheme";

The Scheme contemplates grant of up to 2,60,000 (Two Lakh Sixty Thousand) Options, corresponding to an equal number of Equity Shares of the Company of face value of Rs.10/- each. The Equity Shares required for implementation of the Scheme may be sourced through secondary acquisition by the Trust and/or through primary issuance by the Company to the Trust, or through a combination thereof, subject to the applicable statutory limits and conditions prescribed under the SEBI SBEB Regulations and other Applicable Laws.

For facilitating acquisition of Equity Shares by the Trust, the Company may provide financial assistance to the Trust by way of loan, guarantee or security, subject to the applicable provisions of the Companies Act, 2013 (“Act”), the SEBI SBEB Regulations and other Applicable Laws, including the statutory ceiling applicable from time to time. Necessary details in this regard are provided separately below.

As on the date of this Notice, the Trust is yet to be constituted and the Trustees are yet to be appointed. Accordingly, the name, address, occupation and nationality of the Trustees and their relationship, if any, with the Promoters, Directors or Key Managerial Personnel of the Company are not available as on the date of this Notice. The Trust shall be constituted and the Trustees shall be appointed in accordance with the applicable provisions of the Act, the rules made thereunder, the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (“SBEB Regulations”), the Scheme and the Trust Deed.

The amount of loan or financial assistance to be provided by the Company to the Innomet Advanced Materials Limited Employees Welfare Trust for implementation of ESOP 2026 shall be determined in accordance with the provisions of the Scheme, Section 67 of the Act read with the applicable rules thereunder, the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, and other applicable laws. Such assistance may be provided by way of loan, guarantee or security, and may be disbursed in one or more tranches, on such tenure, interest and repayment terms as may be decided by the Board of Directors and/or the Nomination and Remuneration Committee, subject to compliance with the statutory ceilings and conditions prescribed under applicable law from time to time.

The loan/financial assistance shall carry such interest and have such tenure as may be determined in accordance with the Scheme and Applicable Laws and shall be repayable to the Company from the proceeds realised by the Trust from permitted sale/transfer of Shares, including realisation of the exercise price and other income or receipts of the Trust, in accordance with the Scheme and Applicable Laws.

The requisite particulars in relation to the proposed provision of money by the Company to the Trust are set out below:

1. **The class of employees for whose benefit the Scheme is being implemented and money is being provided for acquisition of Shares**

The following classes of employees and Directors (collectively referred to as “Employees”) shall be eligible to participate in the Scheme:
a. a permanent employee of the Company, whether working in India or outside India;
b. a Director of the Company, whether a Whole-time Director or not, including a Non-Executive Director who is not a Promoter or member of the Promoter Group; and
c. an employee as defined in clauses (a) or (b) above of a Subsidiary Company(ies) or future Subsidiary Company(ies) of the Company, whether in India or outside India,
but excluding:
i. an employee who is a Promoter or belongs to the Promoter Group;
ii. a Director who, either himself/herself or through his/her relatives or through any body corporate, directly or indirectly holds more than 10% of the outstanding Shares of the Company; and
iii. an Independent Director.

2. Particulars of the Trustee or employees in whose favour the Shares are to be registered

It is contemplated that designated trustees shall acquire and hold the Shares of the Company in due compliance of the SBEB Regulations and Act. An Employee shall be a registered owner of Shares pursuant to exercise of vested Options and transfer of corresponding number of Shares by the trustee.

The Shares acquired under the Scheme shall be held by the Trust through its Trustees in accordance with the provisions of the Act, the SBEB Regulations, the Scheme and the Trust Deed.

As the Trust is yet to be constituted, the particulars of the Trustees are not available as on the date of this Notice. The Trust shall be the registered holder of the Shares acquired by it until such Shares are transferred to eligible Employees pursuant to the exercise of vested Options in accordance with the Scheme.

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Upon exercise of vested Options by an eligible Employee and fulfilment of the applicable conditions, the corresponding number of Shares shall be transferred by the Trust to such Employee, who shall thereafter be the registered holder of such Shares.

3. Particulars of the Trust and name, address, occupation and nationality of the Trustees and their relationship with the Promoters, Directors or Key Managerial Personnel, if any

The Company proposes to constitute an **irrevocable employee welfare trust** for implementation and administration of the Scheme.

As on the date of this Notice, the Trust is **yet to be constituted and the Trustees are yet to be appointed**. Accordingly, the name of the Trust, its registered/principal office address and the name, address, occupation and nationality of the Trustees are not available as on the date of this Notice.

The Trust shall be constituted and the Trustees shall be appointed in accordance with the applicable provisions of the Act, the rules made thereunder, the SBEB Regulations, the Scheme and the Trust Deed. The Company shall ensure that the constitution and administration of the Trust and the appointment and functioning of the Trustees are undertaken in compliance with applicable law.

4. Interest of Key Managerial Personnel, Directors or Promoters in the Scheme or Trust and effect thereof

The Promoters of the Company shall not be eligible to participate in the Scheme. However, key managerial personnel and directors (excluding independent directors) may be covered under the Scheme in due compliance with relevant applicable SBEB Regulations. Since the Trust is yet to be constituted and the Trustees are yet to be appointed, no interest of any Trustee in the Trust or the Scheme arises as on the date of this Notice.

5. Detailed particulars of benefits which will accrue to the Employees from implementation of the Scheme

The benefits to eligible Employees under the Scheme shall be in the form of Employee Stock Options ("Options") granted in accordance with the terms and conditions of the Scheme. The maximum quantum of benefits that may accrue to an eligible Employee shall be determined by the maximum number of Options that may be granted to such Employee in accordance with the Scheme and within the overall limit approved by the Members.

Upon vesting and exercise of the Options and fulfilment of the applicable conditions, the eligible Employee shall be entitled to receive the corresponding number of Shares from the Trust, subject to payment of the applicable exercise price and other terms and conditions of the Scheme. Apart from the grant of Options and the consequential benefit of acquisition of Shares upon exercise, no other benefit is contemplated under the Scheme.

6. Details about who would exercise and how the voting rights in respect of the Shares acquired under the Scheme would be exercised

The Trust shall be the registered Shareholder of the Company in respect of the Shares acquired and held by the Trust until such Shares are transferred to the eligible Employees upon exercise of vested Options.

In accordance with the applicable provisions of the SBEB Regulations, the Trustees shall not exercise voting rights in respect of the Shares held by the Trust.

Accordingly, voting rights in respect of such Shares shall be exercisable by the eligible Employees only after the Shares have been transferred to them by the Trust pursuant to the exercise of vested Options.

Approval sought from Members

In view of the foregoing, the Company seeks the approval of the Members by way of a Special Resolution for provision of money by the Company to the Innomet Advanced Materials Limited Employees Welfare Trust for acquisition of the Equity Shares of the Company through secondary acquisition for implementation of the Scheme, in accordance with Section 67 of the

Act read with Rule 16 of the Companies (Share Capital and Debentures) Rules, 2014 and the applicable provisions of the SEBI SBEB Regulations, including the limits and conditions prescribed thereunder, as amended from time to time.

The Board of Directors recommends the **Special Resolution** set out at **Item No. 16** of the Notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their respective eligibility and entitlements, if any, under the Scheme**.**

Item Nos. 17, 18, 19

Approval for related party transactions under Section 188 of the Companies Act, 2013 and Approval for material related party transactions under Section 188 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015

Pursuant to the provisions of Section 188 of the Companies Act, 2013, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, the Company is required to obtain approval of the members for certain related party transactions which may exceed such sum as is specified in the Rules.

To ensure that all related party transactions entered into by the Company during the financial year 2026-27 and up to the conclusion of the next Annual General Meeting of the Company to be held in the year 2027 are in accordance with the approval of the shareholders, it is proposed to seek the consent of the members of the Company through an **Ordinary Resolution**.

Name of the Related Party	Name of the Director or Key Managerial Personnel (KMP) who is related, if any	Nature of the Relationship	Nature, material terms, monetary value and particulars of the contract or arrangement	Any other information relevant or important for the members
a) Prasad Innovations l b) Mrs.Saritha Devi Chilaka Pati c) Mr.Vinay Choudary Chilakapati d) Mrs. Sanjna Chowdary Chilakapati e) Mrs.Lakshmi Kanthamma Chilakapati f) Prasad Engineering Works g) Any other related party as defined under the Act, and applicable accounting standards thereof.	a) Mrs. Saritha Devi Chilaka Pati b) Mr. Vinay Choudary Chilakapati c) Ms. Sanjna Chowdary Chilakapati d) Mrs. Lakshmi Kanthamma Chilakapati	Promoter/Director/ KMP/ Shareholders	a) sale, purchase or supply of any goods or materials; b) selling or otherwise disposing of, or buying, property of any kind; c) leasing of property of any kind; d) availing or rendering of any services; e) appointment of any agent for purchase or sale of goods, materials, services or property; f) appointment of related party to any office or place of profit in the Company, in subsidiary (ies) of the Company g) any such other related party	The contracts / arrangements / transactions with any of related party(ies) of the Company (entered/ to be entered individually with a related party or entered/ to be entered with all the related parties taken together with) during the financial year 2026-27 year and up to the conclusion of the next Annual General Meeting of the Company to be held in the year 2027.

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			transactions of whatsoever nature as referred under section 188(1) and other applicable provisions of the Act including the transactions of material nature.	

The above limit under Item No. 17 shall exclude the transactions with Keerthi Enterprises and Swastik Tungsten Private Limited, for which separate approval is being sought from the members under Item Nos. 18 and 19, respectively.

The Board of Directors, at its meeting held on February 13, 2026, approved the proposal for acquisition of 57.5% stake in Swastik Tungsten Private Limited. The proposed acquisition is strategically aligned with the Company's business objectives, particularly for strengthening and securing the supply of tungsten metal powder for the Company's operations. The acquisition is currently in progress and, upon completion of the proposed acquisition, Swastik Tungsten Private Limited would become a subsidiary of the Company.

Further, the transactions with certain other related parties as specified herein in this statement and with Swastik Tungsten Private Limited may exceed the limits specified under Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"). Hence, it is proposed to seek approval of members for such Related Party Transactions (RPTs).

The Board recommends these resolutions as set out under **Item Nos. 17 to 19** for the approval of the members of the Company as **Ordinary Resolutions**.

Material Related Party Transactions

The Board of Directors, at its meeting held on February 13, 2026, approved the proposal for acquisition of 57.5% stake in Swastik Tungsten Private Limited. The proposed acquisition is strategically aligned with the Company's business objectives, particularly for strengthening and securing the supply of tungsten metal powder for the Company's operations. Upon completion of the proposed acquisition, Swastik Tungsten Private Limited would become a subsidiary of the Company. As on this date the proposed acquisition is in the process and once completed it will become subsidiary of the Company.

Further, the transactions with certain other related parties as specified herein in this statement and with Swastik Tungsten Private Limited (a) may exceed the limits specified under Regulation 23 of the SEBI LODR Regulations. Hence it is proposed to seek approval of members for such Related Party Transactions (RPT).

The Board recommends these resolutions as set out under Item Nos.17 to 19 for the approval of the members of the Company as Ordinary Resolutions.

Details of Material Related Party Transactions:

Material Related Party Transactions				
Name of Related party	Relationship	Estimated value of transaction (Amount in Rupees)	Nature of the transaction (s)	Material Terms of the contract/ or agreement/Justification
Keerthi Enterprises	Proprietorship firm owned by a relative of the Director of the Company	Up to 6,00,00,000 (Rupees Six Crores Only)	a)sale, purchase or supply of any goods or materials; a)selling or otherwise disposing of,	The proposed transactions with Keerthi Enterprises include construction of the Company's building, factory shed and related infrastructure works/services to be provided by Keerthi Enterprises, as required

			or buying, property of any kind; c) availing or rendering of any services;	for its business operations. The proposed arrangement will support the Company's infrastructure and capacity expansion requirements. The work will be undertaken based on the Company's specifications, drawings and project requirements. The transactions are proposed to be undertaken on an arm's length basis and on commercially reasonable terms. The proposed transactions are considered to be in the interest of the Company and its shareholders.
Swastik Tungsten Private Limited (to be subsidiary)	Subsidiary (Acquisition in progress)	Up to 50,00,00,000 (Rupees Fifty Crores Only)	a)sale, purchase or supply of any goods or materials; b) availing or rendering of any services; c)Inter Corporate Loan d) any other related party transaction	The proposed transactions with Swastik Tungsten Private Limited are intended to support the Company's business and strategic objectives, particularly in relation to the sourcing and processing of tungsten and allied materials. The proposed acquisition of a stake in Swastik Tungsten Private Limited is currently under process and, upon completion, it is proposed to become a subsidiary of the Company. The proposed transactions may include purchase/sale of goods and services and inter-corporate loans for business and working capital requirements. The transactions will be undertaken on an arm's length basis and on commercially reasonable terms, subject to applicable laws. The proposed transactions are expected to support the Company's operational requirements and long-term business growth. Overall, the proposed transactions are expected to strengthen the Company's position in the tungsten and advanced materials sector and contribute to long-term shareholder value.

The Management of the Company has provided the Audit Committee with the relevant details (as required under the RPT Industry Standards dated June 26, 2025 formulated by ISF, effective September 01, 2025, read with SEBI Master Circular dated January 30, 2026) about the proposed RPTs, including rationale, material terms, justification as to why the proposed RPTs are in the interest of the Company and the basis of pricing.

The Audit Committee reviewed and took note of the certificate placed before it by the Whole-time Director and Chief Financial Officer of the Company, confirming that the proposed RPTs are in the best interests of the Company and its shareholders and are at arm's length.

The Audit Committee, in its meeting held on August 24, 2026, had confirmed that the relevant disclosures for decision-making of the Committee were placed before it and, while approving the said RPTs, the Committee has determined that the promoter(s) will not benefit from the proposed RPTs at the expense of public shareholders.

In terms of the provisions of Regulation 23 of SEBI LODR Regulations, the proposed approval shall be valid till the date of the next Annual General Meeting held within the timelines prescribed under Section 96 of the Companies Act, 2013 or rules, notifications, or circulars issued thereunder from time to time.

The members may note that as per the provisions of the Act and the Listing Regulations, all related parties (whether such related party is a party to the above-mentioned transaction or not) shall not vote to approve the resolutions set out in Item Nos. 17 to 19 of the Notice of AGM.

Pursuant to the SEBI Master Circular dated January 30, 2026 read with Circular No. SEBI/HO/CFD/CFD-PoD 2/P/CIR/2025/93 dated June 26, 2025 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/135 dated October 13, 2025, issued by the Securities and Exchange Board of India titled Industry Standards, the details as required therein are reproduced hereunder including the information pursuant to the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of related party transactions":

Particulars of the information	Details
Information as placed before the Audit Committee in the format as specified in the RPT Standards, to the extent applicable.	Please refer Nature and Transaction for the information placed before the Audit Committee
Justification as to why the proposed transaction is in the interest of the listed entity, basis for determination of price and other material terms and conditions of RPT.	As stated above
Disclose the fact that the Audit Committee has reviewed the certificates provided by the Managing Director/ CFO of the Listed Entity as required under the RPT Standards.	Certificate was placed before the Audit Committee as required under the RPT Industry Standards.
Disclosure that the material RPT or any material modification thereto, has been approved by the Audit Committee and the Board of Directors recommends the proposed transaction to the shareholders for approval.	The Audit Committee and the Board of Directors of the Company in its meetings held on 24 August, 2026 have recommended and approved the material related party transaction.
Affirmation that the Audit Committee and Board of Directors, while providing information to the shareholders, can approve redaction of commercial secrets and such other information that would affect competitive position of listed entity and affirm that, in its assessment, the redacted disclosures still provides all the necessary information to the public shareholders for informed decision making.	Not applicable as no documents have been redacted for the purpose of providing information to the shareholders.
Provide web-link and QR Code, through which Not Applicable shareholders can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT.	Not applicable
Any other information that may be relevant.	Not applicable

The RPTs placed for Members' approval shall also be reviewed/ monitored on quarterly basis by the Audit Committee of the Company as per Regulation 23 of the SEBI LODR Regulations and Section 177 of the Act, placed before the Members. Any subsequent material modifications in the proposed transactions, as defined by the Audit Committee as a part of the Company's Policy on Materiality of and dealing with Related Party Transactions, shall be placed before the Members for prior approval, in terms of Regulation 23(4) of the SEBI LODR Regulations.

The Board considers that the transaction is in the ordinary course of business and on arm's length basis. However, since the transaction value(s) may exceed the materiality threshold prescribed under Regulation 23 of SEBI LODR Regulations, shareholder approval is being sought.

No Director, except the one mentioned hereinabove, and Key Managerial Personnel or their relative is, directly or indirectly, concerned or interested, financially or otherwise, in the resolutions as set out in Item Nos. 17 to 19 of the Notice of the AGM.

By Order of The Board of Directors
For Innomet Advanced Materials Limited

Date: August 24, 2026
Place: Hyderabad

Sd/-
Saritha Devi Chilakapati
Whole-time Director and CFO
DIN: 08432017

Registered Office :
B-31, BHEL Ancillary Industrial Estate,
Ramachandrapuram, Medak, Hyderabad,
Telangana, India, 502032
CIN: L27101TG2019PLC132262
Tel No.: +91 40 2302 1726; +91 7036869896; Fax: +9140 2302 4647
Email ID: cs@innomet.net; Website: www.innomet.net

Annexure – 2
(Forming part of the Notice convening the Annual General Meeting of the Company)

Profile of director seeking appointment / re-appointment / continuation
[Pursuant to Secretarial Standard – 2 on General Meetings and Regulation 36(3) of the SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015]

Mrs. Saritha Devi Chilakapati
Director liable to retire by rotation and seeking re-appointment

Particulars	Details
Name	Mrs. Saritha Devi Chilakapati
DIN	08432017
Designation/Category of Directorship	Whole-time Director and CFO
Date of Birth/Age	29.01.1975, 51 years
Nationality	Indian
Date of first appointment on the Board	24/04/2019
Personal profile/Qualifications/ Experience	Mrs. Saritha Devi Chilakapati holds an MBA in Finance and has over 20 years of experience in the areas of purchase, inventory management, product costing, human resources, ISO implementation, marketing and business development, strategy, financial planning, working capital management, budgetary controls, financial structuring, mergers and demergers. She commenced her professional career through her first-generation business, Prasad Innovations, engaged in the diamond tool manufacturing industry, where she worked for more than eight years. She subsequently entered the metal powder manufacturing sector through Padmasree Enterprises, a family-owned partnership firm, which was subsequently converted into Innomet Advanced Materials Private Limited. She has played a significant role in the growth and development of the Company and has been associated with the Company's Board since its inception. She oversees the financial and statutory compliance functions of the Company and contributes to its strategic and business planning. In April 2020, she was recognised with the "100 Successful Women Entrepreneurs in MSME" Award by the Ministry of MSME, Government of India. She is also an Industry and Alumni Member of the Board of Studies for the Department of Commerce at St. Ann's College for Women, Mehdipatnam, Hyderabad, where she contributes towards curriculum development for B.Com. courses based on industry requirements. She has been associated with the Innovation and Incubation Centre (IIC) of St. Ann's College for Women, Mehdipatnam, Hyderabad, since its inception, supporting and encouraging startups, particularly women entrepreneurs and students. She has also been actively associated with FICCI FLO, Hyderabad Chapter, where she headed the Incubation Division during FY 2019-20 and FY 2020-21 and mentored more than 60 women entrepreneurs.

	She presently serves on the MSME Panel and Defence and Aerospace Panel of the Confederation of Indian Industry (CII), Telangana State. Her extensive experience in finance, business operations, strategy, financial planning, compliance and entrepreneurship, together with her industry and institutional engagements, provides valuable guidance and strategic direction to the Company.
Terms and Conditions of Appointment	Re-appointment as a Director liable to retire by rotation in accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company.
Remuneration last drawn	Rs. 30,00,000 (Rupees Thirty Lakhs Only) per annum as per the appointment terms
Nature of expertise in specific functional areas	As stated above
In case of Independent Directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Not Applicable
Inter-se relationships between directors and Key Managerial Personnel	Mrs. Saritha Devi Chilakapati is the spouse of Mr. Vinay Choudary Chilakapati, Daughter-in-law of Mrs. Lakshmi Kanthamma Chilakapati and mother of Ms. Sanjna Chowdary Chilakapati.
List of Directorships held in other companies including listed entities, if any (as on the date of AGM notice)	Nil
Listed companies (other than) Innomet Advanced Materials Limited in which holding directorship and Committee membership (as on the date of AGM notice)	Nil
Names of listed entities from which he/she resigned in past three years	Nil
Remuneration proposed to be paid	Not Applicable as there is no change in existing terms
Number of Board meetings attended during FY 2025- 26	12
No. of Shares held in the Company (Self ~~/ As beneficial owner~~)	3371028

Ms.Sanjna Chowdary Chilakapati
Additional Director seeking appointment as Director, liable to retire by rotation

Particulars	Details
Name	Ms.Sanjna Chowdary Chilakapati
DIN	11537278
Designation/Category of Directorship	Additional Director - Seeking appointment as Director, liable to retire by rotation
Date of Birth/Age	June 18, 1998, 28 years
Nationality	Indian
Date of first appointment on the Board	11.02.2026
Personal profile/Qualifications/ Experience	Ms. Sanjna Chowdary Chilakapati holds a degree in Materials Science & Engineering from the University of Illinois Urbana-Champaign and brings expertise in advanced manufacturing, analytics and business strategy. She has experience in product development, market development, business transformation, revenue optimisation, process formalisation and cross-functional execution.

	At Innomet Advanced Materials Limited, she has been providing professional services in market and product development and transformation, and has contributed to strengthening manufacturing operations, quality systems, inventory governance, sales structuring and financial coordination, and w.r.t. initiatives relating to business-process formalisation and digitisation to enhance operational discipline, reporting transparency and scalable control frameworks. She is actively associated with the powder metallurgy industry in India and internationally and contributes to the Company's strategic growth and development
Terms and Conditions of Appointment	Appointment as a Non-executive Non-independent Director liable to retire by rotation in accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company.
Remuneration last drawn	Rs.9,83,000 (Nine Lakh Eighty Three Thousand Only)
Nature of expertise in specific functional areas	As stated above
In case of Independent Directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Not Applicable
Inter-se relationships between directors and Key Managerial Personnel	As stated in the explanatory statement to the Resolution/Item No.3 of the Notice
List of Directorships held in other companies including listed entities, if any (as on the date of AGM notice)	Nil
Listed companies (other than) Innomet Advanced Materials Limited in which holding directorship and Committee membership (as on the date of AGM notice)	Nil
Names of listed entities from which he/she resigned in past three years	*Nil*
Remuneration proposed to be paid	Professional Fee of Rs. 30,00,000 per annum
Number of Board meetings attended during FY 2025- 26	1
No. of Shares held in the Company (Self / As beneficial owner	1200

Mr. Venkata Sai Kiran Chakravadhanula
Additional Director – Non-Executive Independent Director, seeking approval appointment as an Independent Director

Particulars	Details
Name	Mr.Venkata Sai Kiran Chakravadhanula
DIN	11094810
Designation/Category of Directorship	Non-executive Independent Director
Date of Birth/Age	May 06, 1982, 44 years
Nationality	Indian
Date of first appointment on the Board	May 23, 2026

Personal profile/Qualifications/ Experience	Mr. Venkata Sai Kiran Chakravadhanula is a materials scientist and technology professional with expertise in metallurgy, materials science, advanced materials, nanomaterials, materials characterisation, electron microscopy and aerospace technologies. He holds a Bachelor's degree in Metallurgy and Materials Technology from Jawaharlal Nehru Technological University, Hyderabad, a Master's degree in Materials Science and Engineering and a Ph.D. from Kiel University, Germany. His doctoral research focused on functional nanocomposite thin films and their modification through ion beam irradiation. He has undertaken research and professional assignments with reputed institutions, including the Karlsruhe Institute of Technology (KIT), Helmholtz Institute Ulm for Electrochemical Energy Storage, Vikram Sarabhai Space Centre (ISRO) and the International Advanced Research Centre for Powder Metallurgy and New Materials (ARCI). His work has included transmission electron microscopy and spectroscopy, materials characterisation, nanocomposites, thin films, energy-storage materials and advanced materials processing. He has also worked in the private aerospace sector and was associated with Skyroot Aerospace, where he served in roles involving research and development, materials and strategic initiatives. He is also identified as Co-Founder and Chief Executive Officer of Red Balloon Aerospace. His professional experience spans metallurgy, materials science, strategic materials, additive manufacturing and electron microscopy. He has authored and co-authored over 100 peer-reviewed publications and has contributed to research in areas including nanocomposites, nanomaterials, thin films, electron microscopy and advanced materials. He has also been associated with academic and research institutions in various capacities, including as a researcher, guest scientist and faculty member.
Terms and Conditions of Appointment	Appointment as a Non-Executive Independent Director for a first term of 5 (Five) consecutive years commencing from May 23, 2026 and ending on May 22, 2031 (both days inclusive) in accordance with the provisions of the Companies Act, 2013, the SEBI Listing Regulations and the Articles of Association of the Company. The Independent Director shall not be liable to retire by rotation
Remuneration last drawn	Not applicable
Nature of expertise in specific functional areas	As stated above
In case of Independent Directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	The Board considers that the skills and capabilities required for the role include expertise in metallurgy, materials science, advanced materials, research and development, technology, innovation and the aerospace sector, together with strategic and analytical capabilities. Mr. Venkata Sai Kiran Chakravadhanula possesses extensive knowledge and experience in metallurgy and materials science, advanced materials, nanomaterials, materials characterisation, research and development and aerospace technologies. His academic and professional experience in these areas, coupled with his exposure to technology-driven businesses and innovation, enables him to provide val-

	uable and independent perspectives to the Board and contribute effectively to the Company's growth, strategic initiatives and technology-led business development.
Inter-se relationships between directors and Key Managerial Personnel	None
List of Directorships held in other companies including listed entities, if any (as on the date of AGM notice)	Red Balloon Aerospace Private Limited U30303AP2025PTC119258 Director – Promoter May 07, 2025
Listed companies (other than) Innomet Advanced Materials Limited in which holding directorship and Committee membership (as on the date of AGM notice)	Nil
Names of listed entities from which he/she resigned in past three years	Nil
Remuneration proposed to be paid	Sitting Fees.
Number of Board meetings attended during FY 2025- 26	Nil – appointed as Additional Director after the closure of FY 2025–26.
No. of Shares held in the Company (Self / As beneficial owner	Nil

By Order of The Board of Directors
For Innomet Advanced Materials Limited

Date: August 24, 2026
Place: Hyderabad

Sd/-
Saritha Devi Chilakapati
Whole-time Director and CFO
DIN: 08432017

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