JALAN TRANSOLUTIONS
ENDLESS OPTIMUM SOLUTIONS
"Adding Momentum To Movement"

Date: 03/09/2026

To,

Listing Department
National Stock Exchange of India Limited (NSE)
Exchange Plaza, C-1, Block-G,
Bandra Kurla Complex, Bandra (East),
Mumbai-400051 (Maharashtra)

Company Symbol: JALAN

Subject: Regulation 34 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, Notice of 23rd Annual General Meeting (AGM) & Annual Report for the Financial Year 2025-26.

Dear Sir/ Madam,

This is in continuation to our earlier letter dated 1st September, 2026 with regard to intimation for 23rd AGM scheduled to be held on Friday, the 25th day of September, 2026 at 11:00 A.M. (IST) through Video Conferencing /Other Audio Visual Means ("VC/OAVM") only.

Please find enclosed copy of the Notice of the 23rd AGM & Annual Report for the Financial Year 2025-26, which is also being uploaded on the website of the Company at www.jalantransolutions.com To support Green Initiative and as permitted by MCA and SEBI Circulars, the copy of Notice of AGM and Annual Report 2025-26 are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s).

We request you to kindly take the above on record and bring to the notice of all concerned.

Thanking You
Yours Faithfully
For Jalan Transolutions (India) Limited

SHRUTI GOEL
Digitally signed by SHRUTI GOEL
Date: 2026.09.03 12:34:52 +05'30'

Shruti Goel
Company Secretary cum Compliance Officer

JALAN TRANSOLUTIONS (INDIA) LIMITED
CIN: L63090DL2003PLC119773
Registered Office: 206, Ajnara Bhawan, D-Block Market,
Vivek Vihar,Delhi-110095
Website: www.jalantransolutions.com; Email- info@jalantransolutions.com

Notice

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NOTICE is hereby given that the 23rdAnnual General Meeting of the Members of **Jalan Transolutions (India) Limited** will be held on Friday**, the 25th day of September, 2026 at 11:00 A.M.** through Video Conferencing ('VC')/ Other Audio Visual means ('OAVM') to transact the following business(es): -

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ORDINARY BUSINESS:

Item No. 1- Adoption of Annual Audited Financial Statements of the company for the Financial Year 2025-26.

To receive, consider and adopt the Annual Audited Financial Statements of the Company for the financial year ended on March 31, 2026 and Reports of Board of Directors and Report of Auditors thereon.

Item No.2 Appointment of Statutory Auditor

*The Members are requested to give their assent/dissent and if thought fit, to pass the following as **Ordinary Resolution**:*

"RESOLVED THAT pursuant to the provision of Section 139 (8) of the Companies Act, 2013 and other applicable provisions, if any as amended from time to time or any other law for the time being in force, on the recommendation of Audit Committee, the appointment of **M/S ACA & Associates, Chartered Accountants, (FRN No. 028414N),** as Statutory Auditors of the Company for the Financial Year 2026-2027 done by the Board in their meeting held on 01.09.2026 to fill up the casual vacancy caused due to resignation of **M/S APT & Co. LLP, Chartered Accountants, (FRN No. 014621C/N500088)** be and is hereby approved and they shall hold office until the conclusion of this Annual General Meeting at the remuneration as determined by the board"

"RESOLVED FURTHER THAT pursuant to provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under on the recommendation of Audit Committee **M/S ACA & Associates, Chartered Accountants, (FRN No. 028414N)** be and is hereby appointed as Statutory Auditors of the Company to hold office for a **term of five consecutive Financial years (2026-2027 TO 2030-2031) to fill casual vacancy caused by resignation of M/S APT & Co. LLP, Chartered**

Accountants, (FRN No. 014621C/N500088) on such remuneration as may be fixed by the Board of Directors in consultation with them.

"RESOLVED FURTHER THAT the Directors of the Company be and are hereby severally authorized to sign, execute all such documents and do all such acts, deeds and things which may be necessary to bring into effect the above resolution."

Item No. 3- Re-appointment of Mrs. Ritu Jalan (DIN: 00050268) as Director who is liable to retire by rotation

To re-appoint Mrs. Ritu Jalan (DIN: 00050268) as Director who is liable to retire by rotation and being eligible to offer herself for re-appointment.

"RESOLVED THAT pursuant to the provision of the Section 152 of the Companies Act, 2013, the approval of the members of the company be and is hereby accorded to re-appoint **Mrs. Ritu Jalan (DIN 00050268)** who retires by rotation at this meeting and being eligible has offered herself for reappointment, as an Non- Executive Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

Item No. 4: To approve re-appointment of Mr. Anil Kumar as Independent Director of the Company

The Members are requested to give their assent/dissent and if thought fit, to pass with or without modification(s), the following resolution as **Special Resolution:**

"RESOLVED THAT pursuant to Sections 149, 150, 152 and other applicable provisions of the Companies Act, 2013 The Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV to the Companies Act, 2013 and Regulation 16(1)(b), and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof and based on the performance evaluation, recommendation of the Nomination & Remuneration Committee and approval of the Board of Directors at their respective Meetings held on 01 September, 2026**) Mr. Anil Kumar (DIN : 08563179),** who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and the Rules made thereunder and Regulation 16(1)(b) of the **Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015** and is eligible for re-appointment and in respect of whom the company has received a notice in writing from a member under Section 160 of the **Companies Act, 2013** proposing his candidature for the office of an Independent Director, be and is hereby re-appointed as an Independent Director of the Company for a second term of five years w.e.f. 16 October, 2026 and shall not be liable to retire by rotation in accordance with the provisions of the companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do and perform all such acts, deeds, matters or things as may be considered necessary, appropriate, expedient or desirable to give effect to above resolution**."**

Item No. 5 : <u>To approve re- appointment of Mr. Manish Jalan as the Managing Director of the company</u>

The Members are requested to give their assent/dissent and if thought fit, to pass the following resolution as ***Special Resolution*****:**

"RESOLVED THAT in accordance with the provisions of Sections 196, 197, 198, 203 and all other applicable provisions of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and rules made thereunder, (including any statutory modification(s) or re-enactment thereof, for the time being in force) approval of the Members of the Company be and is hereby accorded for re-appointment of Mr. Manish Jalan (DIN:00043040) who on the recommendation of Nomination and Remuneration Committee was re- appointed by the Board of Directors as the Managing Director and Key Managerial Personnel of the Company, for a further period of five years, effective from 19th October, 2026.

RESOLVED FURTHER THAT the re-appointment of Mr. Manish Jalan as Managing Director shall be upon the terms and conditions including remuneration, as set out below.

1. **Term:** The tenure of appointment of Managing Director shall be for a period of 5 (Five) years commencing from 19th October, 2026.

2. Remuneration –

Nil as the company is running into losses and is at defaults. Provided that in case the company make good of all the defaults, the managing director would be eligible to receive remuneration within the permissible limit of section 196 and schedule V.

3. **Leave** - Mr. Manish Jalan will be entitled to leave, as per applicable Rules and Regulations of the Company.

4. **Nature of Duties -** Mr. Manish Jalan shall devote his whole time and attention to the business and affairs of the Company and perform such duties and exercise such powers as may be assigned to him from time to time by the Board.

5. **Sitting Fees** - Mr. Manish Jalan would be entitled to receive Sitting fees for attending the meetings of Board and Committee meeting in accordance with provisions of Companies Act, 2013 and Articles of Association of Company as amended from time to time and as per the approval of Board of Directors of the company.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts and take such steps as may be necessary, proper or expedient to give effect to this resolution."

Date: 01-09-2026
Place: Delhi

By the Order of the Board
For JALAN TRANSOLUTIONS (INDIA) LIMITED

Sd/-
Manish Jalan
Managing Director
DIN:00043040

Registered Office:
206, Ajnara Bhawan,
D-Block Market,
Vivek Vihar,
Delhi-110095

NOTES:

1. In view of the massive outbreak of the COVID-19 pandemic and pursuant to the Circular No. 14/2020 dated 08 April 2020, Circular No.17/2020 dated 13 April 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated 05 May 2020, Circular No. 02/2021 dated 13 January 2021, Circular No. 19/2021 dated 08December, 2021, Circular No. 21/2021 dated 14 December, 2021, Circular No. 2/2022 dated 05 May, 2022, General Circular No. 03/2025 dated September 22, 2025 read with earlier circulars issued in this regard ("MCA Circulars") and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 read with earlier circulars in this regard issued by the Securities and Exchange Board of India ("SEBI Circular") and all other applicable circulars issued by the Ministry of Corporate Affair from time to time the Annual General Meeting can be held through video conferencing (VC) or other audio visual means (OAVM) and Members can attend and participate in the ensuing AGM through VC/OAVM.
2. In compliance with the aforementioned MCA Circulars Notice of the AGM is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2025-2026 will also be available on the Company's website www.jalantransolutions.com, websites of the Stock Exchanges i.e. National Stock Exchange of India Limited and www.nseindia.com respectively, and on the website of NSDL https://www.evoting.nsdl.com.
3. Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended up to date, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company is pleased to provide its members the facility to exercise their right to vote on the resolutions proposed to be passed in the 23rd Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by NSDL.

   Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM therefore the Proxy Form and Attendance Slip are not annexed to this Notice.
4. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
5. The facility for joining Annual General Meeting through Video Conferencing (VC) or Other Audio Visual Means (OAVM) shall open 15 minutes before the time scheduled to start the meeting and shall close after the expiry of 15 minutes after such schedule time.
6. During the Annual General Meeting only those members will be allowed to cast their vote through remote e-voting who will be present in the Annual General Meeting and has not casted their vote on the resolution earlier.
7. Members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants or with Company or with the Registrar and Share Transfer Agent of the Company.

8. Members attending the meeting through VC/OAVM shall be counted for the purpose of determining the quorum under Section 103 of the Act.
9. The documents related to resolutions shall be available at the Company's Registered Office of the Company between 11:00 a.m. and 1:00 p.m. on all working days except Saturdays.
10. The members are requested to send their queries, if any, at least 48 hours before the commencement of the meeting to the Company, so that the same will be answered satisfactorily at the meeting.
11. The voting rights shall be as per the number of equity shares held by the member(s) as on 18 September, 2026.
12. Mr. Manoj Jain Practising Company Secretary (Membership No. 5832) has been appointed as the Scrutinizer to scrutinize voting by remote e-Voting process in a fair and transparent manner.
13. The remote e-Voting period commences on 22 September 2026 (9:00 A.M.) and ends on 24 September 2026 (5:00 p.m.). During this period shareholders of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date of 18 September, 2026, may cast their vote by remote e-Voting. The remote e-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently. The e-voting facility shall also be available to members during the Annual General Meeting.
14. Any person, who acquire shares of the Company and becomes a member of the Company after dispatch of the notice of AGM and is holding shares as on the cut-off date i.e. 18 September, 2026 may obtain the login ID and password by sending a request at evoting@nsdl.co.in orinfo@nivis.co.in.
15. 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 shall be entitled to avail the facility of remote e-Voting and attend AGM through Video Conferencing ("VC") or other Audio Visual Means("OVAM").
16. The company has engaged NIVIS CORPSERVE LLP for Video conferencing system through cisco webex and e voting services through NSDL. In case any member required help regarding e voting or joining of Meeting through VC or OAVM can contact with NivisCorpservellp , at info@nivis.co.in , or at 01145201005.
17. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, unblock the votes cast through remote e-voting (votes cast during the AGM and votes cast through remote e-voting) and will submit a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same. The results will be announced within the time stipulated under the applicable laws.
18. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.jalantrasolutions.com.com and on the website of NSDL immediately after the declaration of results by the Chairman or a person authorised by him in writing and the same be communicated to National Stock Exchange of India Ltd.
19. Explanatory Statement setting out the material facts concerning each item of special business to be transacted at the general meeting pursuant to section 102 of the co. Act, 2013 is annexed hereto and forms part of the notice.
20. Information of all the Directors proposed to be Appointed/Re-appointed at the meeting as required under Regulation 36(3) of the SEBI(LODR) Regulations,2015 and SS-2 are provided in Annexure to this notice.

ANNEXURE TO THE NOTICE

Statement Provided Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 And Para 1.25 Of Secretarial Standard on General Meetings (SS-2) Issued by the Institute of Company Secretaries of India:

Name of the Director	Mrs. Ritu Jalan
DIN	00050268
Date of Birth & Age	16/04/1974 (52 years)
Date of First Appointment	19/10/2021
Qualification	Graduate
Nature of expertise in specific functional areas	Admin and Human Resource
Terms and Conditions of Appointment/Re-appointment	In terms of Sec 152(6) of the Companies Act, 2013 she is liable to retire by rotation and being eligible offer herself for re-appointment
Shareholding in Jalan Transolutions (India) Limited	2730 (0.02%)
List of outside Directorship held excluding Alternate Directorship and Private Companies.	JALAN TRANSLOGISTICS (INDIA) LIMITED
Chairman/ Member of the Committee of the Board of Directors of the Company	Refer to Director's Report
Last drawn remuneration details along with Remuneration sought to be paid	Refer to Directors Report
Relationship with other Directors and KMP	Mrs. Ritu Jalan is related party to Mr. Manish Jalan, Managing Director of the

Number of meetings of the board attended during the year.	6 (Six)

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013.

Item No. 2. M/S ACA & Associates, Chartered Accountants, (FRN No. 028414N),has been appointed as the Statutory Auditors of Jalan Transolutions (India) Limited.

The following Explanatory Statement sets out all the material facts relating to the Item No. 2 of the accompanying notice dated 03rd September, 2026.

ITEM NO : 2 Pursuant to the provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Audit and Auditors) Rules, 2014, as amended,**M/s APT & Co. LLP, Chartered Accountants, (FRN No. 014621C/N500088),** was appointed as the Statutory Auditors of the Company by the Members at the 21stAnnual General Meeting for a term of 5 (Five years i.e. from the conclusion of 21st Annual General Meeting till the conclusion of 26th Annual General Meeting of the Company. , But M/s **APT & Co. LLP, Chartered Accountants, (FRN No. 014621C/N500088),**had tendered their Resignation from their position of statutory auditor of the company as on 22nd August, 2026 due to Pre- occupation of the other assignments.

Accordingly, **M/S ACA & Associates, Chartered Accountants, (FRN No. 028414N),**were appointed in the Board Meeting of the Company as held on 1st September, 2026 as Statutory Auditors of the Company to filled up the casual vacancy caused due to resignation of M/s **APT & Co. LLP, Chartered Accountants, (FRN No. 014621C/N500088),**due to pre- occupation of the other assignments, till the conclusion of ensuing Annual General Meeting to be held in the year 2026 and for a further period of five (5) years , from the conclusion of the 23rdAnnual General Meeting till the conclusion of the 28th Annual General Meeting, to be held in the Financial Year 2030-2031 of 28th Annual General Meeting of the Company.

At Board Meeting held on 1st September, 2026 **M/S ACA & Associates, Chartered Accountants, (FRN No. 028414N)** have consented to the said appointment and confirmed their appointment.

The other details in accordance with the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are as follow:

Brief profile of M/S ACA & Associates, Chartered Accountants, (FRN No. 028414N) are as under:-

Sr. No.	Particulars	Disclosure Details
1.	**Name of the Auditor / Firm**	**M/S ACA & Associates, Chartered Accountants, (FRN No. 028414N)**
2.	**Proposed Term of Appointment**	From the conclusion of the 23rd Annual General Meeting till the conclusion of the 28th Annual General Meeting, to be held in the Financial Year 2030-2031 of 28th Annual General Meeting of the Company
3.	**Reason for Appointment / Re-appointment**	Appointment of **M/S ACA & Associates, Chartered Accountants, (FRN No. 028414N)**to fill up the casual vacancy caused by the resignation of M/s **APT & Co. LLP, Chartered Accountants, (FRN No. 014621C/N500088),**and they shall hold office until the conclusion of the ensuing annual general meeting at the remuneration as determined by the board."
4.	**Auditor's Credentials / Profile**	ACA & Associates established is a leading chartered accountancy firm rendering comprehensive professional services which include Statutory Audit, Internal Audit, Management Consultancy, Income Tax Consultancy, Goods and Service Tax (GST), Accounting Services, Manpower Management, Secretarial Services etc. ACA & Associates is a professionally managed firm. The team consists of distinguished Chartered Accountants, Corporate Financial Advisors and Tax Consultants. The firm represents a combination of specialized skills, which are geared to offers sound financial advice and personalized proactive services. Those associated with the firm have regular interaction with industry and other professionals which enables the firm to keep pace with contemporary developments and to meet the needs of its clients. Mr. Chiranjivi Abhishek is a partner and founder member of ACA & Associates. He is fellow member of Institute of Chartered Accountant of India. He has rich experience in different type of Companies. He has worked at senior level in a Big Corporate, MNCs in the past years. He has rich experience in many areas i.e. Statutory Audit, Internal Audit, Corporate Finance, Income Tax, Service Tax Matters, Corporate Management and others.
5.	**Fee Payable to the Auditor**	**AS per Appointment letter**
6.	**Terms of Reference / Material Change in Fee (if any)**	NA

7.	**Basis of Recommendation for Appointment**	The Audit Committee and the Board of Directors have considered the credentials, experience, peer review certificate, and independence of the proposed auditor and recommended their **appointment**.

Item No. 4: To approve re-appointment of Mr. Anil Kumar as Independent Director of the Company

The following Explanatory Statement sets out all the material facts relating to the Item No. 4 of the accompanying notice dated 03rd September, 2026.

On the recommendation of Nomination and Remuneration Committee Mr. Anil Kumar was re-appointed as Independent director by the board of directors of the company in their meeting held on 1st September, 2026 for a period of 5(five) years. The re-appointment of Mr. Anil Kumar was subject to the approval of members in the ensuing Annual General Meeting

In terms of provisions contained under Section 160 of the Companies Act, 2013 and the rules made thereunder, a person who is not a retiring director in terms of Section 152 shall, subject to the provisions of this Act, be eligible for appointment to the Office of Director at any General Meeting, if he or some member intending to propose him as a Director, has, not less than fourteen days before the meeting, left at the Registered Office of the company, a notice in writing under his hand signifying his candidature as a Director, or the intention of such member to propose him as a candidate for that office, as they case may be, along with deposit of one lakh rupees. However, as per the proviso to Sec. 160 the requirements of deposit of amount shall not apply in case of appointment of Independent Director. Since Mr. Anil Kumar is an Independent Director of the Company, there is no requirement of submission of requisite deposit. Further in accordance with the described provision the company has received a notice from a member proposing the candidature of Mr. Anil Kumar, for the office of Director in terms of Section 160 of the Companies Act, 2013. Mr. Anil Kumar has also given a declaration to the company that he meets criteria of independence as prescribed under Section 149 (6) of the Companies Act, 2013 read with Rule 5 of Companies (Appointment &Qualification of Directors) Rules, 2014 and relevant regulation of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and that he is not disqualified for being appointed as a director of the company.

Mr. Anil Kumar holds experience in handling the Business Operations. In the opinion of the board of directors Mr. Anil Kumar fulfils the conditions specified for the appointment in the Companies Act, 2013 and the rules made thereunder and he is independent of the management.

The Board considers it in the best interest of the Company and accordingly, the Board recommends the Special Resolution as set out at Item No. 4 of the Notice for approval of the Members.

None of the Directors, Key Managerial Personnel or their respective relatives are in any way concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of this Notice except to the extent of their respective shareholding in the Company, if any

Accordingly, consent of the Members is sought for passing Special Resolution as set out in this item of the Notice for appointment of **Mr. Anil Kumar ,** as an Independent Director of the Company. The other details in accordance with the Regulation 36 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 are as follows:

Statement Provided Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 And Para 1.25 Of Secretarial Standard on General Meetings (SS-2) Issued by the Institute of Company Secretaries of India:

Name of the Director	Mr. Anil Kumar
DIN	**08563179**
Date of Birth & Age	22/09/1978
Date of First Appointment	16 October 2021
Qualification	B.Com from Kurukshetra University M.Sc from Maharshi Dayanand University
Nature of expertise in specific functional areas	Mr. Anil Kumar holds experience in vast finance and taxation. With his expertise and experience he provides the necessary support vital for taking important decisions related to the company.
Terms and Conditions of Appointment/Re-appointment	Refer Explanatory Statement
Shareholding in Jalan Transolutions (India) Limited	Nil
List of outside Directorship held excluding Alternate Directorship and Private Companies.	Nil
Chairman/ Member of the Committee of the Board of Directors of the Company	Refer to Director's Report
Last drawn remuneration details along with Remuneration sought to be paid	Remuneration details for proposed appointment are given in explanatory statement to the respective resolution.

Relationship with other Directors and KMP	Mr. Anil Kumar is not related to any director of the company.
Number of meetings of the board attended during the year.	6 (Six)

Item NO. 5: <u>To approve re- appointment of Mr. Manish Jalan as the Managing Director of the company</u>

Based on the recommendation of Nomination and Remuneration Committee duly approved by the resolution passed at its meeting, the Board of Directors has re-appointed Mr. Manish Jalan as the Managing Director of the Company for a period of 5 (Five) years w.e.f. 19th October 2026, subject to approval of the members in General Meeting upon terms and conditions set out in the draft agreement to be entered into by the Company with him as approved by the Board of Directors. Mr. Manish Jalan is the Promoter of the company. He is associated with the company since its inception and has handled various department of the company including finance and operation. He has over 30 years of experience in the Logistics and transportation industry.

Mr. Manish Jalan is one of the founding member of Jalan Transolutions (India) Limited and has looked after not only the finance department but also to the operations department of the company. Looking into his knowledge in various aspects relating to the Company's affair and long business experience, the Board of the directors is of the opinion that for smooth and efficient running of the business, the services of Mr. Manish Jalan should be continued with the company.

Since the company is running into losses, the board of directors do not proposes any remuneration.

However in case the company make good of all the defaults on bank loan, the managing director would be eligible to receive remuneration in accordance with the provisions of the Companies Act, 2013.

The Board considers it in the best interest of the Company and accordingly, the Board recommends the Special Resolution as set out at Item No. 5 of the Notice for approval of the Members.

None of the Directors, Key Managerial Personnel or their respective relatives are in any way concerned or interested, financially or otherwise except Mr Manish Jalan, in the resolution set out at Item No. .5. of this Notice except to the extent of their respective shareholding in the Company, if any

Statement Provided Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 And Para 1.25 Of Secretarial Standard on General Meetings (SS-2) Issued by the Institute of Company Secretaries of India:

Name of the Director	Mr. Manish Jalan
DIN	00043040
Date of Birth & Age	22/09/1978
Date of First Appointment	16 October 2021
Qualification	Mr. Manish Jalan holds Bachelor's Degree in Commerce from PGDAV College, Diploma in Web Commerce Master from Geneva (Switzerland) and completed MPOWER program from IIM (Ahmedabad).
Nature of expertise in specific functional areas	Mr. Manish Jalan has more than 30 years of experience in Transportation and logistics Industrial activities. Also have expertise in Operations & Finance
Terms and Conditions of Appointment/Re-appointment	Refer Explanatory Statement
Shareholding in Jalan Transolutions (India) Limited	1211130 (8,33%)
List of outside Directorship held **excluding Alternate Directorship and Private Companies.**	Jalan Translogistics India Limited Peejay Buildwell Limited
Chairman/ Member of the Committee of the Board of Directors of the Company	Refer Director's Report
Last drawn remuneration details along with Remuneration sought to be paid	Refer Directors Report
Relationship with other Directors and KMP	Mr. Manish Jalan is related party to Mrs. Ritu Jalan, director of the company.
Number of meetings of the board attended during the year.	6 (Six)

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

The remote e-voting period begins on Tuesday, September, 22, 2026 at 9:00 A.M. and ends on Thursday, September, 24, 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. Friday, September 18, 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 Friday, September 18, 2026.

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. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com/either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under "IDeAS" section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or e-Voting service provider – NSDL and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" Portal or click athttps://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against company name or e-Voting service provider - NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Individual Shareholders holding securities in demat mode with CDSL

1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest arehttps://web.cdslindia.com/myeasi/home/loginor www.cdslindia.com and click on New System Myeasi.
2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote.
3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration

4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.

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

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

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

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

Individual Shareholders holding securities in demat mode with CDSL
Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

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

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

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

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

Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical Your User ID is:

a) For Members who hold shares in demat account with NSDL.
   8 Character DP ID followed by 8 Digit Client ID

For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.

b) For Members who hold shares in demat account with CDSL.
   16 Digit Beneficiary ID

For example if your Beneficiary ID is 12********** then your user ID is 12**********

c) For Members holding shares in Physical Form.
   EVEN Number followed by Folio Number registered with the company

For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

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

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

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

c) How to retrieve your 'initial password'?

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

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

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

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

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

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

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

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

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

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

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

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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

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

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

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 attestedscanned copy of Aadhar Card) to evoting@nsdl.co.in or DIVYA at NIVIS CORPSERVE LLP at info@nivis.co.in. 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.

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

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

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

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

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

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

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

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

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

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

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

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to

Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

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

General Instructions:-

i. 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 shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.

ii. **Shri Manoj Kumar Jain, Practicing Company Secretary (Membership No. FCS-5832 & CP No. 5629)**, has been appointed for as the **Scrutinizer** for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.

iii. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, for all those members who are present VC / OAVM at the AGM but have not cast their votes by availing the remote e-voting facility.

iv. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, unblock the votes cast through remote e-voting (votes cast during the AGM and votes cast through remote e-voting) and will submit a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same. The results will be announced within the time stipulated under the applicable laws.

v. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.jalantransolutions.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing and communicated to the NSE Limited.

Date:01-09-2026 **Place: Delhi** **Registered Office:** 206, Ajnara Bhawan, D-Block Market, Vivek Vihar, Delhi-110095	By order of the Board **For JALAN TRANSOLUTIONS (INDIA) LIMITED** **Sd/-** **Manish Jalan** **Managing Director** **DIN:00043040**

ANNUAL REPORT

JALAN TRANSOLUTIONS (INDIA) LIMITED

23RD ANNUAL GENERAL MEETING

CORPORATE INFORMATION

23RD ANNUAL GENERAL MEETING THROUGH VC/OAVM

BOARD OF DIRECTORS	Mr. Manish Jalan Managing Director Mrs. Ritu Jalan Non-Executive Director Mr. Anil Kumar Independent Director Mr. Sanjay Sharma Independent Director
REGISTERED OFFICE	206, Ajnara Bhawan, D-Block Market, Vivek Vihar, Delhi-110095 www.jalantransolutions.com
REGISTRAR & TRANSFER AGENT	**NIVIS CORPSERVE LLP.** Corporate Office Address: **STA Office**-03, Shankar Vihar, 2nd Floor, Vikas Marg , Delhi -110092 **Registered Address**: F-111, Community Centre Preet Vihar Delhi -110092 **Phone No.**: 011-4520105, **Email**: info@nivis.co.in,gm@nivis.co.in
SECRETARIAL AUDITOR	**AMJ & Associates** Company Secretaries F-2, Plot No. 299, Sector-4 Vaishali, Ghaziabad, U. P.-201010
STATUTORY AUDITOR	**M/s APT & CO LLP** Chartered Accountants 601, 6th Floor, Krishna Apra Plaza, Sector-18, Noida-201301 UP, India
COMPANY SECRETARY CUM COMPLIANCE OFFICER	**Miss Shruti Goel** compsec@jalantransolutions.com
EMAIL ID & WEBSITE	Investor Grievances- compsec@jalantransolutions.com Website-www.jalantransolutions.com
SHARES LISTED AT	National Stock Exchange (SME)

JALAN TRANSOLUTIONS (INDIA) LIMITED
CIN: L63090DL2003PLC119773
Registered Office: 206, Ajnara Bhawan, D-Block Market,
Vivek Vihar,Delhi-110095
Website: www.jalantransolutions.com**; Email-** info@jalantransolutions.com

Notice

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NOTICE is hereby given that the 23rdAnnual General Meeting of the Members of **Jalan Transolutions (India) Limited** will be held on Friday**, the 25th day of September, 2026 at 11:00 A.M.** through Video Conferencing ('VC')/ Other Audio Visual means ('OAVM') to transact the following business(es): -

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ORDINARY BUSINESS:

Item No. 1- Adoption of Annual Audited Financial Statements of the company for the Financial Year 2025-26.

To receive, consider and adopt the Annual Audited Financial Statements of the Company for the financial year ended on March 31, 2026 and Reports of Board of Directors and Report of Auditors thereon.

Item No.2 Appointment of Statutory Auditor

*The Members are requested to give their assent/dissent and if thought fit, to pass the following as **Ordinary Resolution**:*

"RESOLVED THAT pursuant to the provision of Section 139 (8) of the Companies Act, 2013 and other applicable provisions, if any as amended from time to time or any other law for the time being in force, on the recommendation of Audit Committee, the appointment of **M/S ACA & Associates, Chartered Accountants, (FRN No. 028414N),** as Statutory Auditors of the Company for the Financial Year 2026-2027 done by the Board in their meeting held on 01.09.2026 to fill up the casual vacancy caused due to resignation of **M/S APT & Co. LLP, Chartered Accountants, (FRN No. 014621C/N500088)** be and is hereby approved and they shall hold office until the conclusion of this Annual General Meeting at the remuneration as determined by the board"

"RESOLVED FURTHER THAT pursuant to provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under on the recommendation of Audit Committee **M/S ACA & Associates, Chartered Accountants, (FRN No. 028414N)** be and is hereby appointed as Statutory Auditors of the

Company to hold office for a **term of five consecutive Financial years (2026-2027 TO 2030-2031) to fill casual vacancy caused by resignation of M/S APT & Co. LLP, Chartered Accountants, (FRN No. 014621C/N500088)** on such remuneration as may be fixed by the Board of Directors in consultation with them.

"RESOLVED FURTHER THAT the Directors of the Company be and are hereby severally authorized to sign, execute all such documents and do all such acts, deeds and things which may be necessary to bring into effect the above resolution."

Item No. 3- Re-appointment of Mrs. Ritu Jalan (DIN: 00050268) as Director who is liable to retire by rotation

To re-appoint Mrs. Ritu Jalan (DIN: 00050268) as Director who is liable to retire by rotation and being eligible to offer herself for re-appointment.

"RESOLVED THAT pursuant to the provision of the Section 152 of the Companies Act, 2013, the approval of the members of the company be and is hereby accorded to re-appoint **Mrs. Ritu Jalan (DIN 00050268)** who retires by rotation at this meeting and being eligible has offered herself for reappointment, as an Non- Executive Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

Item No. 4: To approve re-appointment of Mr. Anil Kumar as Independent Director of the Company

The Members are requested to give their assent/dissent and if thought fit, to pass with or without modification(s), the following resolution as **Special Resolution:**

"RESOLVED THAT pursuant to Sections 149, 150, 152 and other applicable provisions of the Companies Act, 2013 The Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV to the Companies Act, 2013 and Regulation 16(1)(b), and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof and based on the performance evaluation, recommendation of the Nomination & Remuneration Committee and approval of the Board of Directors at their respective Meetings held on 01 September, 2026***) Mr. Anil Kumar (DIN : 08563179),*** who has submitted a declaration that *he* meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and the Rules made thereunder and Regulation 16(1)(b) of the **Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015** and is eligible for re-appointment and in respect of whom the company has received a notice in writing from a member under Section 160 of the **Companies Act, 2013** proposing his candidature for the

office of an Independent Director, be and is hereby re-appointed as an Independent Director of the Company for a second term of five years w.e.f. 16 October, 2026 and shall not be liable to retire by rotation in accordance with the provisions of the companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do and perform all such acts, deeds, matters or things as may be considered necessary, appropriate, expedient or desirable to give effect to above resolution**."**

Item No. 5 : To approve re- appointment of Mr. Manish Jalan as the Managing Director of the company

The Members are requested to give their assent/dissent and if thought fit, to pass the following resolution as ***Special Resolution*****:**

"RESOLVED THAT in accordance with the provisions of Sections 196, 197, 198, 203 and all other applicable provisions of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and rules made thereunder, (including any statutory modification(s) or re-enactment thereof, for the time being in force) approval of the Members of the Company be and is hereby accorded for re-appointment of Mr. Manish Jalan (DIN:00043040) who on the recommendation of Nomination and Remuneration Committee was re- appointed by the Board of Directors as the Managing Director and Key Managerial Personnel of the Company, for a further period of five years, effective from 19th October, 2026.

RESOLVED FURTHER THAT the re-appointment of Mr. Manish Jalan as Managing Director shall be upon the terms and conditions including remuneration, as set out below.

1. **Term:** The tenure of appointment of Managing Director shall be for a period of 5 (Five) years commencing from 19th October, 2026.

2. Remuneration –

Nil as the company is running into losses and is at defaults. Provided that in case the company make good of all the defaults, the managing director would be eligible to receive remuneration within the permissible limit of section 196 and schedule V.

3. **Leave** - Mr. Manish Jalan will be entitled to leave, as per applicable Rules and Regulations of the Company.

4. **Nature of Duties -** Mr. Manish Jalan shall devote his whole time and attention to the business and affairs of the Company and perform such duties and exercise such powers as may be assigned to him from time to time by the Board.

5. **Sitting Fees** - Mr. Manish Jalan would be entitled to receive Sitting fees for attending the meetings of Board and Committee meeting in accordance with provisions of Companies Act, 2013 and Articles of Association of Company as amended from time to time and as per the approval of Board of Directors of the company.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts and take such steps as may be necessary, proper or expedient to give effect to this resolution."

Date: 01-09-2026
Place: Delhi

By the Order of the Board
For JALAN TRANSOLUTIONS (INDIA) LIMITED

Registered Office:
206, Ajnara Bhawan,
D-Block Market,
Vivek Vihar,
Delhi-110095

Sd/-
Manish Jalan
Managing Director
DIN:00043040

NOTES:

1. In view of the massive outbreak of the COVID-19 pandemic and pursuant to the Circular No. 14/2020 dated 08 April 2020, Circular No.17/2020 dated 13 April 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated 05 May 2020, Circular No. 02/2021 dated 13 January 2021, Circular No. 19/2021 dated 08December, 2021, Circular No. 21/2021 dated 14 December, 2021, Circular No. 2/2022 dated 05 May, 2022, General Circular No. 03/2025 dated September 22, 2025 read with earlier circulars issued in this regard ("MCA Circulars") and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 read with earlier circulars in this regard issued by the Securities and Exchange Board of India ("SEBI Circular") and all other applicable circulars issued by the Ministry of Corporate Affair from time to time the Annual General Meeting can be held through video conferencing (VC) or other audio visual means (OAVM) and Members can attend and participate in the ensuing AGM through VC/OAVM.
2. In compliance with the aforementioned MCA Circulars Notice of the AGM is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2025-2026 will also be available on the Company's website www.jalantransolutions.com, websites of the Stock Exchanges i.e. National Stock Exchange of India Limited and www.nseindia.com respectively, and on the website of NSDL https://www.evoting.nsdl.com.
3. Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended up to date, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company is pleased to provide its members the facility to exercise their right to vote on the resolutions proposed to be passed in the 23rd Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by NSDL.

   Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM therefore the Proxy Form and Attendance Slip are not annexed to this Notice.
4. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
5. The facility for joining Annual General Meeting through Video Conferencing (VC) or Other Audio Visual Means (OAVM) shall open 15 minutes before the time scheduled to start the meeting and shall close after the expiry of 15 minutes after such schedule time.
6. During the Annual General Meeting only those members will be allowed to cast their vote through remote e-voting who will be present in the Annual General Meeting and has not casted their vote on the resolution earlier.
7. Members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holdings with the Depository through their

concerned Depository Participants or with Company or with the Registrar and Share Transfer Agent of the Company.

8. Members attending the meeting through VC/OAVM shall be counted for the purpose of determining the quorum under Section 103 of the Act.
9. The documents related to resolutions shall be available at the Company's Registered Office of the Company between 11:00 a.m. and 1:00 p.m. on all working days except Saturdays.
10. The members are requested to send their queries, if any, at least 48 hours before the commencement of the meeting to the Company, so that the same will be answered satisfactorily at the meeting.
11. The voting rights shall be as per the number of equity shares held by the member(s) as on 18 September, 2026.
12. Mr. Manoj Jain Practising Company Secretary (Membership No. 5832) has been appointed as the Scrutinizer to scrutinize voting by remote e-Voting process in a fair and transparent manner.
13. The remote e-Voting period commences on 22 September 2026 (9:00 A.M.) and ends on 24 September 2026 (5:00 p.m.). During this period shareholders of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date of 18 September, 2026, may cast their vote by remote e-Voting. The remote e-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently. The e-voting facility shall also be available to members during the Annual General Meeting.
14. Any person, who acquire shares of the Company and becomes a member of the Company after dispatch of the notice of AGM and is holding shares as on the cut-off date i.e. 18 September, 2026 may obtain the login ID and password by sending a request at evoting@nsdl.co.in orinfo@nivis.co.in.
15. 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 shall be entitled to avail the facility of remote e-Voting and attend AGM through Video Conferencing ("VC") or other Audio Visual Means("OVAM").
16. The company has engaged NIVIS CORPSERVE LLP for Video conferencing system through cisco webex and e voting services through NSDL. In case any member required help regarding e voting or joining of Meeting through VC or OAVM can contact with NivisCorpservellp , at info@nivis.co.in , or at 01145201005.
17. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, unblock the votes cast through remote e-voting (votes cast during the AGM and votes cast through remote e-voting) and will submit a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same. The results will be announced within the time stipulated under the applicable laws.
18. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.jalantrasolutions.com.com and on the website of NSDL immediately after the declaration of results by the Chairman or a person authorised by him in writing and the same be communicated to National Stock Exchange of India Ltd.

19. Explanatory Statement setting out the material facts concerning each item of special business to be transacted at the general meeting pursuant to section 102 of the co. Act, 2013 is annexed hereto and forms part of the notice.
20. Information of all the Directors proposed to be Appointed/Re-appointed at the meeting as required under Regulation 36(3) of the SEBI(LODR) Regulations,2015 and SS-2 are provided in Annexure to this notice.

ANNEXURE TO THE NOTICE

Statement Provided Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 And Para 1.25 Of Secretarial Standard on General Meetings (SS-2) Issued by the Institute of Company Secretaries of India:

Name of the Director	Mrs. Ritu Jalan
DIN	00050268
Date of Birth & Age	16/04/1974 (52 years)
Date of First Appointment	19/10/2021
Qualification	Graduate
Nature of expertise in specific functional areas	Admin and Human Resource
Terms and Conditions of Appointment/Re-appointment	In terms of Sec 152(6) of the Companies Act, 2013 she is liable to retire by rotation and being eligible offer herself for re-appointment
Shareholding in Jalan Transolutions (India) Limited	2730 (0.02%)
List of outside Directorship held excluding Alternate Directorship and Private Companies.	JALAN TRANSLOGISTICS (INDIA) LIMITED
Chairman/ Member of the Committee of the Board of Directors of the Company	Refer to Director's Report
Last drawn remuneration details along with Remuneration sought to be paid	Refer to Directors Report
Relationship with other Directors and KMP	Mrs. Ritu Jalan is related party to Mr. Manish Jalan, Managing Director of the
Number of meetings of the board attended during the year.	6 (Six)

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013.

Item No. 2. M/S ACA & Associates, Chartered Accountants, (FRN No. 028414N), has been appointed as the Statutory Auditors of Jalan Transolutions (India) Limited.

The following Explanatory Statement sets out all the material facts relating to the Item No. 2 of the accompanying notice dated 01st September, 2026.

ITEM NO : 2 Pursuant to the provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Audit and Auditors) Rules, 2014, as amended,**M/s APT & Co. LLP, Chartered Accountants, (FRN No. 014621C/N500088),** was appointed as the Statutory Auditors of the Company by the Members at the 21stAnnual General Meeting for a term of 5 (Five years i.e. from the conclusion of 21st Annual General Meeting till the conclusion of 26th Annual General Meeting of the Company. , But M/s **APT & Co. LLP, Chartered Accountants, (FRN No. 014621C/N500088),**had tendered their Resignation from their position of statutory auditor of the company as on 22nd August, 2026 due to Pre- occupation of the other assignments.

Accordingly, **M/S ACA & Associates, Chartered Accountants, (FRN No. 028414N),**were appointed in the Board Meeting of the Company as held on 1st September, 2026 as Statutory Auditors of the Company to filled up the casual vacancy caused due to resignation of M/s **APT & Co. LLP, Chartered Accountants, (FRN No. 014621C/N500088),**due to pre- occupation of the other assignments, till the conclusion of ensuing Annual General Meeting to be held in the year 2026 and for a further period of five (5) years , from the conclusion of the 23rdAnnual General Meeting till the conclusion of the 28th Annual General Meeting, to be held in the Financial Year 2030-2031 of 28th Annual General Meeting of the Company.

At Board Meeting held on 1st September, 2026 **M/S ACA & Associates, Chartered Accountants, (FRN No. 028414N)** have consented to the said appointment and confirmed their appointment.

The other details in accordance with the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are as follow:

Brief profile of M/S ACA & Associates, Chartered Accountants, (FRN No. 028414N) are as under:-

Sr. No.	Particulars	Disclosure Details

1.	**Name of the Auditor / Firm**	**M/S ACA & Associates, Chartered Accountants, (FRN No. 028414N)**
2.	**Proposed Term of Appointment**	From the conclusion of the 23rd Annual General Meeting till the conclusion of the 28th Annual General Meeting, to be held in the Financial Year 2030-2031 of 28th Annual General Meeting of the Company
3.	**Reason for Appointment / Re-appointment**	Appointment of **M/S ACA & Associates, Chartered Accountants, (FRN No. 028414N)**to fill up the casual vacancy caused by the resignation of M/s **APT & Co. LLP, Chartered Accountants, (FRN No. 014621C/N500088),**and they shall hold office until the conclusion of the ensuing annual general meeting at the remuneration as determined by the board."
4.	**Auditor's Credentials / Profile**	ACA & Associates established is a leading chartered accountancy firm rendering comprehensive professional services which include Statutory Audit, Internal Audit, Management Consultancy, Income Tax Consultancy, Goods and Service Tax (GST), Accounting Services, Manpower Management, Secretarial Services etc. ACA & Associates is a professionally managed firm. The team consists of distinguished Chartered Accountants, Corporate Financial Advisors and Tax Consultants. The firm represents a combination of specialized skills, which are geared to offers sound financial advice and personalized proactive services. Those associated with the firm have regular interaction with industry and other professionals which enables the firm to keep pace with contemporary developments and to meet the needs of its clients. Mr. Chiranjivi Abhishek is a partner and founder member of ACA & Associates. He is fellow member of Institute of Chartered Accountant of India. He has rich experience in different type of Companies. He has worked at senior level in a Big Corporate, MNCs in the past years. He has rich experience in many areas i.e. Statutory Audit, Internal Audit, Corporate Finance, Income Tax, Service Tax Matters, Corporate Management and others.
5.	**Fee Payable to the Auditor**	**AS per Appointment letter**
6.	**Terms of Reference / Material Change in Fee (if any)**	NA

7.	**Basis of Recommendation for Appointment**	The Audit Committee and the Board of Directors have considered the credentials, experience, peer review certificate, and independence of the proposed auditor and recommended their **appointment**.

Item No. 4: To approve re-appointment of Mr. Anil Kumar as Independent Director of the Company

The following Explanatory Statement sets out all the material facts relating to the Item No. 4 of the accompanying notice dated 01st September, 2026.

On the recommendation of Nomination and Remuneration Committee Mr. Anil Kumar was re-appointed as Independent director by the board of directors of the company in their meeting held on 1st September, 2026 for a period of 5(five) years. The re-appointment of Mr. Anil Kumar was subject to the approval of members in the ensuing Annual General Meeting

In terms of provisions contained under Section 160 of the Companies Act, 2013 and the rules made thereunder, a person who is not a retiring director in terms of Section 152 shall, subject to the provisions of this Act, be eligible for appointment to the Office of Director at any General Meeting, if he or some member intending to propose him as a Director, has, not less than fourteen days before the meeting, left at the Registered Office of the company, a notice in writing under his hand signifying his candidature as a Director, or the intention of such member to propose him as a candidate for that office, as they case may be, along with deposit of one lakh rupees. However, as per the proviso to Sec. 160 the requirements of deposit of amount shall not apply in case of appointment of Independent Director. Since Mr. Anil Kumar is an Independent Director of the Company, there is no requirement of submission of requisite deposit. Further in accordance with the described provision the company has received a notice from a member proposing the candidature of Mr. Anil Kumar, for the office of Director in terms of Section 160 of the Companies Act, 2013. Mr. Anil Kumar has also given a declaration to the company that he meets criteria of independence as prescribed under Section 149 (6) of the Companies Act, 2013 read with Rule 5 of Companies (Appointment &Qualification of Directors) Rules, 2014 and relevant regulation of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and that he is not disqualified for being appointed as a director of the company.

Mr. Anil Kumar holds experience in handling the Business Operations. In the opinion of the board of directors Mr. Anil Kumar fulfils the conditions specified for the appointment in the Companies Act, 2013 and the rules made thereunder and he is independent of the management.

The Board considers it in the best interest of the Company and accordingly, the Board recommends the Special Resolution as set out at Item No. 4 of the Notice for approval of the Members.

None of the Directors, Key Managerial Personnel or their respective relatives are in any way concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of this Notice except to the extent of their respective shareholding in the Company, if any

Accordingly, consent of the Members is sought for passing Special Resolution as set out in this item of the Notice for appointment of **Mr. Anil Kumar ,** as an Independent Director of the Company. The other details in accordance with the Regulation 36 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 are as follows:

Statement Provided Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 And Para 1.25 Of Secretarial Standard on General Meetings (SS-2) Issued by the Institute of Company Secretaries of India:

Name of the Director	Mr. Anil Kumar
DIN	***08563179***
Date of Birth & Age	22/09/1978
Date of First Appointment	16 October 2021
Qualification	B.Com from Kurukshetra University M.Sc from Maharshi Dayanand University
Nature of expertise in specific functional areas	Mr. Anil Kumar holds experience in vast finance and taxation. With his expertise and experience he provides the necessary support vital for taking important decisions related to the company.
Terms and Conditions of Appointment/Re-appointment	Refer Explanatory Statement
Shareholding in Jalan Transolutions (India) Limited	Nil
List of outside Directorship held excluding Alternate Directorship and Private Companies.	Nil
Chairman/ Member of the Committee of the Board of Directors of the Company	Refer to Director's Report

Last drawn remuneration details along with Remuneration sought to be paid	Remuneration details for proposed appointment are given in explanatory statement to the respective resolution.
Relationship with other Directors and KMP	Mr. Anil Kumar is not related to any director of the company.
Number of meetings of the board attended during the year	6 (Six)

Item NO. 5: <u>To approve re- appointment of Mr. Manish Jalan as the Managing Director of the company</u>

The following Explanatory Statement sets out all the material facts relating to the Item No. 5 of the accompanying notice dated 01st September, 2026.

Based on the recommendation of Nomination and Remuneration Committee duly approved by the resolution passed at its meeting, the Board of Directors has re-appointed Mr. Manish Jalan as the Managing Director of the Company for a period of 5 (Five) years w.e.f. 19th October 2026, subject to approval of the members in General Meeting upon terms and conditions set out in the draft agreement to be entered into by the Company with him as approved by the Board of Directors. Mr. Manish Jalan is the Promoter of the company. He is associated with the company since its inception and has handled various department of the company including finance and operation. He has over 30 years of experience in the Logistics and transportation industry.

Mr. Manish Jalan is one of the founding member of Jalan Transolutions (India) Limited and has looked after not only the finance department but also to the operations department of the company. Looking into his knowledge in various aspects relating to the Company's affair and long business experience, the Board of the directors is of the opinion that for smooth and efficient running of the business, the services of Mr. Manish Jalan should be continued with the company.

Since the company is running into losses, the board of directors do not proposes any remuneration.

However in case the company make good of all the defaults on bank loan, the managing director would be eligible to receive remuneration in accordance with the provisions of the Companies Act, 2013.

The Board considers it in the best interest of the Company and accordingly, the Board recommends the Special Resolution as set out at Item No. 5 of the Notice for approval of the Members.

None of the Directors, Key Managerial Personnel or their respective relatives are in any way concerned or interested, financially or otherwise except Mr Manish Jalan, in the resolution set out at Item No. .5. of this Notice except to the extent of their respective shareholding in the Company, if any

Statement Provided Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 And Para 1.25 Of Secretarial Standard on General Meetings (SS-2) Issued by the Institute of Company Secretaries of India:

Name of the Director	Mr. Manish Jalan
DIN	00043040
Date of Birth & Age	22/09/1978
Date of First Appointment	16 October 2021
Qualification	Mr. Manish Jalan holds Bachelor's Degree in Commerce from PGDAV College, Diploma in Web Commerce Master from Geneva (Switzerland) and completed MPOWER program from IIM (Ahmedabad).
Nature of expertise in specific functional areas	Mr. Manish Jalan has more than 30 years of experience in Transportation and logistics Industrial activities. Also have expertise in Operations & Finance
Terms and Conditions of Appointment/Re-appointment	Refer Explanatory Statement
Shareholding in Jalan Transolutions (India) Limited	1211130 (8,33%)
List of outside Directorship held **excluding Alternate Directorship and Private Companies.**	Jalan Translogistics India Limited Peejay Buildwell Limited
Chairman/ Member of the Committee of the Board of Directors of the Company	Refer Director's Report
Last drawn remuneration details along with Remuneration sought to be paid	Refer Directors Report

Relationship with other Directors and KMP	Mr. Manish Jalan is related party to Mrs. Ritu Jalan, director of the company.
Number of meetings of the board attended during the year	6 (Six)

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

The remote e-voting period begins on Tuesday, September, 22, 2026 at 9:00 A.M. and ends on Thursday, September, 24, 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. Friday, September 18, 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 Friday, September 18, 2026.

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. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com/either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login"

which is available under "IDeAS" section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or e-Voting service provider – NSDL and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" Portal or click athttps://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against company name or e-Voting service provider - NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Individual Shareholders holding securities in demat mode with CDSL

1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest arehttps://web.cdslindia.com/myeasi/home/loginor www.cdslindia.com and click on New System Myeasi.

2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote.

3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration

4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.

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

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

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

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

Individual Shareholders holding securities in demat mode with CDSL
Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

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

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

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

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

Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical Your User ID is:

a) For Members who hold shares in demat account with NSDL.
   8 Character DP ID followed by 8 Digit Client ID

For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.

b) For Members who hold shares in demat account with CDSL.
   16 Digit Beneficiary ID

For example if your Beneficiary ID is 12********** then your user ID is 12**********

c) For Members holding shares in Physical Form.
   EVEN Number followed by Folio Number registered with the company

For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

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

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

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

c) How to retrieve your 'initial password'?

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

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

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

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

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

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

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

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

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

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

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

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

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to manojfcs@gmail.com with a copy marked to evoting@nsdl.co.in.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Aman Gupta at evoting@nsdl.co.in

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

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 attestedscanned copy of Aadhar Card) to evoting@nsdl.co.in or DIVYA at NIVIS CORPSERVE LLP at info@nivis.co.in. 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.

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

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

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

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

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

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join General meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at compsec@jalantransolutions.com. The same will be replied by the company suitably.

General Instructions:-

i. 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 shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.

ii. **Shri Manoj Kumar Jain, Practicing Company Secretary (Membership No. FCS-5832 & CP No. 5629)**, has been appointed for as the **Scrutinizer** for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.

iii. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, for all those members who are present VC / OAVM at the AGM but have not cast their votes by availing the remote e-voting facility.

iv. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, unblock the votes cast through remote e-voting (votes cast during the AGM and votes cast through remote e-voting) and will submit a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same. The results will be announced within the time stipulated under the applicable laws.

v. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.jalantransolutions.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing and communicated to the NSE Limited.

Date:01-09-2026 **Place: Delhi** **Registered Office:** 206, Ajnara Bhawan, D-Block Market, Vivek Vihar, Delhi-110095	By order of the Board **For JALAN TRANSOLUTIONS (INDIA) LIMITED** **Sd/-** **Manish Jalan** **Managing Director** **DIN:00043040**

Director's Report as per Sec. 134 of Companies Act, 2013

Dear Members,

The Board of Directors are pleased to present **23rd Annual Report** of the Company **('Jalan Transolutions (India) Limited')** along with the Audited Annual Financial Statements and the Auditors' Report thereon for the financial year ended March 31, 2026. The financial highlights for the year under review are given below**.**

1. FINANCIAL HIGHLIGHTS

The financial performance during the Financial Year 2025-26 are summarized below:

(Rs. in Lakhs)

PARTICULARS	**FIGURES FOR 31.03.2026**	**FIGURES FOR 31.03.2025**
Revenue from operations	228.67	78.82
Other Income	0.03	99.75
Expenses and other Provisions	223.02	361.86
Profit/(Loss) before exceptional and extraordinary items and tax	5.68	(183.29)
Exceptional item	(4.30)	(4.58)
Profit/(Loss) before tax (PBT)	1.38	(187.87)
Provision for Tax- Current	0	0
Deferred Tax Liability	0	0
Profit/ (Loss)After Tax (PAT)	1.38	(187.87)

2. DIVIDEND

Your Directors do not propose any dividend on the Equity Shares for the Financial Year ended March 31, 2026.

3. AUTHORIZED SHARE CAPITAL

During the year under review the authorized capital of the company is same as previous year, there is no change in Authorized Capital.

4. Paid – Up SHARE CAPITAL

The Paid-up Share Capital of the Company is Rs. 14.53 crore. During the year under review, there has been no change in the Paid-up Share Capital of the Company.

5. CHANGE IN NATURE OF BUSINESS, IF ANY

During the year under review, there has been no change in the nature of business of the Company.

6. DEPOSITORY SYSTEM

All the 14537220 equity shares of the Company are in dematerialized form as on March 31, 2026. None of the share of Company is held in physical mode.

7. LISTING

The Company's securities are listed on the following stock exchange since May 30, 2017:

Name of Stock Exchange	Address	Scrip Code/Symbol
National Stock Exchange of India Limited (SME)	Exchange Plaza,C-1,Block-G, Bandra Kurla Complex, Bandra(E),Mumbai, Maharashtra-400051	**JALAN**

8. TRANSFER TO INVESTOR EDUCATION AND PROTECTION FUND

No unclaimed amount is pending to transfer in investor education fund.

9. SUBSIDIARY COMPANY & CONSOLIDATED FINANCIAL STATEMENTS

During the year under review, the Company does not have any subsidiaries or joint ventures or associate companies as defined under Companies Act, 2013 therefore, no such information is required to be furnished.

10. AUDITED FINANCIAL STATEMENTS OF THE COMPANY

The Board of Directors of your Company at their meeting held on 27th May, 2026, approved the Audited Financial Statements for the FY 2025-26, which includes financial statements of the company and forms part of this report. The Audited Financial Statements of your Company for the FY 2025-26, have been prepared in compliance with applicable Indian Accounting Standards (Ind-AS) and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

11. PUBLIC DEPOSITS

During the year under review, your Company has neither invited nor accepted any fixed deposits from the public within the meaning of Section 73 of the Act, read with the Companies (Acceptance of Deposits) Rules, 2014.

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

During the year under review, the Company did not grant any loan or provide any guarantee as per the provisions of section 186 of the Companies Act, 2013.

13. BUSINESS RISK MANAGEMENT

Pursuant to section 134(3)(n) of the Companies Act, 2013 the Company has implemented an integrated risk management approach through which it reviews and assesses significant risks controls and mitigation in place. At present the Company has not identified any element of risk which may threaten the existence of the Company.

14. MATERIAL CHANGES AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN 31ST MARCH, 2026 AND 01st SEPTEMBER, 2026 (DATE OF THE DIRECTOR'S REPORT)

During the year under review and further in between 31st March, 2026 and 01, September, 2026, (Date of Director Report), there is no material changes which could affect the financial position of the company.

The other material announcements are also available on the website of the company at www.jalantransolutions.com and on NSE at www.nseindia.com.

15. ANNUAL RETURN

The Annual Return of the company as on 31.03.2026 is available on the website of the company and can be accessed at www.jalantransolutions.com.

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

The information required under Section 134(3) (m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 with respect to Conservation of Energy, Technology absorption and Foreign Exchange Earnings Outgo forms an integral part of this Board's report and is annexed as **Annexure-II**.

17. RELATED PARTY TRANSACTION

The Company has accepted unsecured loans amounting to Rs. 7.5 Crores from its Directors and related parties.

18. CORPORATE SOCIAL RESPONSIBILITY (CSR)

During the year under review the **Company does not fulfill the criteria of net worth, turnover and profit for Corporate Social Responsibility (CSR).** Section 135 of the Companies Act, 2013, and the Rule 3(2) of the Corporate Social Responsibility Rules, 2014 provides that:

Every company which ceases to be a company covered under subsection (1) of section 135 of the Act for three consecutive financial years shall not be required to comply with the provisions contained in sub-section (2) to (5) of the said section, till such time it meets the criteria specified in sub-section (1) of section 135.

Since the company has incurred Net losses in the preceding three financial years i.e. 2020-21, 2021-22, 2022-23, the CSR Committee was dissolved by the board of directors of the company in PREVIOUS AGM.

19. DIRECTORS AND KEY MANAGERIAL PERSONNEL APPOINTED/ RESIGNED / RETIRED DURING THE YEAR.

During the year under review following appointments/ resignation /cessation were made in the board composition

Name	***Designation***	***Change***	***Date of Change***
Mr. Sanjay Sharma	Independent Director	Resignation	28/12/2025
Ms. Sanjay Sharma	Independent Director	Appointment	26/03/2026

20. DECLARATION BY INDEPENDENT DIRECTOR

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 and rules made thereunder and Regulation 16(1) (b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

21. BOARD MEETINGS

The Board meets at regular intervals to discuss and decide on Company / Business policy and strategy apart from other Board business. The notice of board/committee meetings containing detailed schedule, agenda and notes to agenda is circulated among board/committee members minimum seven days before the meeting to facilitate them to plan their schedule and to ensure meaningful participation in the meetings. However, in case of a special and urgent business need, the notice is sent on shorter period.

The Board of Directors duly met 6 (Six) times during the financial year from 01.04.2025 to 31.03.2026. The dates on which the meetings were held are as follows:

S. No.	**Types of Meeting**	**Date of Meeting**
1.	Board Meeting	02/09/2025
2.	Board Meeting	30/09/2025
3.	Board Meeting	06/10/2025
4.	Board Meeting	08/11/2026
5.	Board Meeting	29/12/2025
6.	Board Meeting	26/03/2026

22. COMMITTEES OF THE BOARD

The Board has constituted various Committees in accordance with the Act and the Listing Regulations. The Company currently has 4 (four) Committees of the Board, namely **Audit**

Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, and Independent Directors Committee.

A. AUDIT COMMITTEE MEETINGS

Your Company has a duly constituted Audit Committee and its composition is in line with the requirements of the Act and Listing Regulations. As on March 31, 2026, Audit Committee comprised of 2 (Two) Non-Executive-Independent Directors and 1 (One) (Executive Director, Managing Director).

Meetings during the Year

The members of Audit Committee duly met 2 (two) times during the financial year from 01.04.2025 to 31.03.2026. The dates on which the meetings were held are as follows:-

S. No.	Types of Meeting	Date of Meeting
1.	Audit Committee Meeting	02/09/2025
2.	Audit Committee Meeting	08/11/2025

Composition of Audit Committee as on March 31, 2026

Name of Directors	Designation in Committee	Nature of Directorship
Sanjay Sharma	Chairman	Non-Executive Independent Director
Anil Kumar	Member	Non- Executive Independent Director
Manish Jalan	Member	Executive Managing Director

Terms of Reference

The powers, role and terms of reference of the Audit Committee covers the areas as contemplated under Regulation 18 of the Listing Regulations and Section 177 of the Act as applicable along with other terms as referred by the Board.

1. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
2. Review and monitor the auditors' independence and performance and effectiveness of audit process;
3. Examination of the financial statements and the auditors' report thereon;
4. Approval or any subsequent modification of transactions of the Company with related parties;
5. Scrutiny of inter-corporate loans and investments;
6. Valuation of undertakings or assets of the Company, wherever it is necessary;
7. Evaluation of internal financial controls and risk management systems;
8. Monitoring the end use of funds raised through public offers and related matters.
9. Operate the vigil mechanism in the Company.

Apart from above, following are the terms of reference in accordance with the Listing Regulations:

- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible;
- Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- Reviewing with the management, the annual financial statements and auditors' report thereon before submission to the board for approval, with particular reference to:
- Matters required forming part of in the Directors' Responsibility Statement forming part of in the Board's report in terms of clause (c) of sub-section 3 of Section 134 of the Act;
- Changes, if any, in accounting policies and practices and reasons for the same;
- Major accounting entries involving estimates based on the exercise of judgment by management;
- Significant adjustments made in the financial statements arising out of audit findings;
- Compliance with listing and other legal requirements relating to financial statements;
- Disclosure of any related party transactions;
- Qualifications in the draft audit report;
- Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- Discussion with internal auditors of any significant findings and follow up there on;
- Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of material nature and reporting the matter to the Board;
- Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- To review the functioning of the whistle blower mechanism; Approval of appointment of CFO (i.e. Chief Financial Officer or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
- Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

B. STAKEHOLDERS RELATIONSHIP COMMITTEE MEETINGS

Your Company has duly constituted Stakeholders Relationship Committee, pursuant to the requirements of Section 178 of the Act read with rules notified thereunder and Regulation 20 of the Listing Regulations.

The Committee addresses issues relating to the Redressal of grievances of shareholders including complaints related to transfer of shares, non-receipt of annual report and other related issues etc. in order to provide timely and efficient service to the stakeholders.

Meetings during the Year

The members of Stakeholders Relationship Committee duly met 2 (two) times during the financial year from 01.04.2025 to 31.03.2026. The dates on which the meetings were held are as follows:-

The dates on which the meetings were held are as follows:-

S. No.	Types of Meeting	Date of Meeting
1.	Stakeholders Relationship Committee Meeting	14/11/2025
2.	Stakeholders Relationship Committee Meeting	21/02/2026

Composition of Stakeholders Relationship Committee as on March 31, 2026

Name of Directors	Designation in Committee	Nature of Directorship
Ritu Jalan	Chairman	Non-Executive Director
Manish Jalan	Member	Executive Director, Managing Director
Anil Kumar	Member	Non-Executive Independent Director

Terms of Reference

The terms of reference of the Stakeholders Relationship Committee inter-alia, include the following:

1. Approve transfers, transmissions, issue of duplicate certificates, transpositions; change of names etc. and to do all such acts, deeds, matters and things as connected therein;
2. Monitor and review any investor complaints received by the Company or through SEBI, SCORES and ensure its timely and speedy resolution, in consultation with the Company Secretary, Compliance officer and Registrar and Share Transfer Agent of the Company;
3. Monitor implementation and compliance with the Company's Code of Conduct for Prohibition of Insider Trading;
4. Carry out any other function as is referred by the Board from time to time and / or enforced by any statutory notification/amendment or modification as may be applicable;
5. Perform such other functions as may be necessary or appropriate for the performance of its duties.

C. NOMINATION AND REMUNERATION COMMITTEE MEETINGS

Your Company has a duly constituted Nomination & Remuneration Committee and its composition is in line with the requirements of the Act and Listing Regulations. As on March 31, 2026 Nomination & Remuneration Committee comprised of 2 (Two) Non-Executive-Independent Directors and 1 (One) Non-Executive Non-Independent Director.

Meetings during the Year

The members of Nomination and Remuneration Committee duly met 1 (one) time during the financial year from 01.04.2025 to 31.03.2026. The dates on which the meetings were held are as follows:-

S. No.	Types of Meeting	Date of Meeting
1.	Nomination and Remuneration Committee Meeting	26/03/2026

Composition of Nomination and Remuneration Committee as on March 31, 2026

Name of Directors	Designation in Committee	Nature of Directorship
Anil Kumar	Chairman	Non-Executive Independent Director
Sanjay Sharma	Member	Non-Executive Independent Director
Ritu Jalan	Member	Non-Executive Non-Independent Direct

Terms of Reference

The terms of reference of the Nomination and Remuneration Committee inter-alia, include the following:

1. To formulate and recommend to the Board of Directors the Company's policies, relating to the remuneration for the Directors, key managerial personnel and other employees, criteria for determining qualifications, positive attributes and independence of a director;
2. To formulate criteria for evaluation of Independent Directors and the Board;
3. To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board their appointment and removal;
4. To carry out evaluation of every director's performance;
5. To devise a policy on Board diversity;
6. Deciding whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent Directors.

23. SEPARATE MEETING OF INDEPENDENT DIRECTORS

In accordance with Schedule IV of Companies Act, 2013 a separate meeting of the Independent Directors of the Company was held on 22nd December, 2025 to;

(i) Review the performance of non-independent Directors and the Board as a whole;
(ii) Review the performance of the Chairperson of the company taking into account the views of executive Directors and Non-executive Directors;
(iii) Assess the quality, quantity and timeliness of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

24. PARTICULARS OF EMPLOYEES

The information required under Section 197 (12) of the Act read with Rule 5(1) & 5 (2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed as **Annexure-IV.**

25. POLICY ON DIRECTOR APPOINTMENT AND REMUNERATION

The Company's policy on Directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a Director and other matters provided under section 178(3) of the Companies Act, 2013.

26. TERMS AND CONDITIONS FOR APPOINTMENT OF INDEPENDENT DIRECTOR

The Board of Directors has approved the terms and conditions for appointment of Independent Directors in the Company. The Terms and Conditions are available on the website of the company at www.jalantransolutions.com

27. ANNUAL EVALUATION BY THE BOARD

The evaluation framework for assessing the performance of Directors comprises of the following key areas:

a. Attendance of Board Meetings and Board Committee Meetings.
b. Quality of contribution to Board deliberations.
c. Strategic perspectives or inputs regarding future growth of Company and its performance.
d. Providing perspectives and feedback going beyond information provided by the management.
e. Commitment to shareholder and other stakeholder interests. The evaluation involves Self-Evaluation by the Board Member and subsequently assessment by the Board of Directors. A member of the Board will not participate in the discussion of his / her evaluation.

28. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

During the year the company has undergone under Corporate Insolvency Resolution Process (CIRP) vide Hon'ble National Company Law Tribunal (NCLT) order dated March 4, 2025 in terms of the provisions of Insolvency and Bankruptcy Code, 2016 (IB Code) and regulations framed there-under.

Further, an application of withdrawal was filed on April 8, 2025, which has been accepted by Hon'ble NCLT and on August 21, 2025 in the open court final order was passed and CIRP has been withdrawn and board was restored.

29. VIGIL MECHANISM / WHISTLE BLOWER POLICY

Pursuant to Section 177 of the Companies act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 the Vigil Mechanism and Whistle-Blower Policy is prepared and adopted by Board of Directors of the Company.

The Company has a Vigil Mechanism/Whistle Blower Policy to deal with instances of fraud and mismanagement, if any. The Vigil Mechanism/Whistle Blower Policy ensures that strict confidentiality is maintained whilst dealing with concerns and also that no discrimination will be meted out to any person for a genuinely raised concern.

30. AUDITORS

STATUTORY AUDITORS

The Board of Directors of company has appointed M/s APT & Co, LLP as the Statutory Auditor of the company in Board meeting held on 2nd September, 2024. Subsequently the members of the company in their 21st Annual General Meeting held on 28th September, 2024 has approved the resolution to appoint M/s APT & Co, LLP, Chartered Accountants for a period of 5 (Five) years.

The Independent Auditor Report forms part of this Report and it is annexed as **Annexure-VIII**.

AUDITORS' REPORT

The Report of Auditors of the Company **M/s APT & Co, LLP**, **Chartered Accountants** on the Audited Financial Statement of the Company for the year ended 31st March, 2026 forms part of this report. The Auditors Report contain qualified opinion on the standalone financial statement of the company. The Board's explanation on the Auditors' Qualification is as follow:

Auditors' Qualification	Directors' comment on qualification
The financial statements have been prepared on a going concern basis. However, the Company has incurred significant financial stress as at 31st March 2026, reflected by its negative net worth of Rs. 4189.51 Lakhs and current liabilities of Rs. 3486.43 lakhs exceeding current assets of Rs. 84.25 Lakhs. Further, the Company has defaulted in repayment of principal and interest in respect of its borrowings during the year, except for payment of Rs. 7.50 crores towards the One-Time Settlement ("OTS") entered into with Union Bank of India, which was paid by the promoters and/or related parties on behalf of the Company. However, as the final settlement confirmation / No Objection Certificate ("NOC") from the Bank has not been received as at the year end, no consequential adjustment in respect of the settlement has been recognised in the financial statements. Further, substantial balances of trade creditors and other liabilities are subject to confirmation and reconciliation, and supporting documents in respect of certain balances were not made available for verification. Considering the above circumstances, material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern	During last few years, company was under severe financial crisis. In order to make it debt free and strengthen its operations, the company was in search of some new equity partners but in the mean while the promoters showed the commitment by making successful OTS payment to union Bank during the year.
The Company's trade receivables, trade payables, borrowings, and certain other balances are subject to verification, confirmation, and reconciliation. Adequate supporting documents and third-party confirmations in respect of such balances were not available, and accordingly the consequential impact, if any, on the standalone financial statements remains unascertained.	Company does not hold any assets during the year.
Company does not hold any assets during the year.	Qualification relates to financial preparation process and impact of which is not quantifiable
the Company has not established its internal financial control with reference to Financial Statements on criteria based on or considering the	Qualification relates to financial preparation process and impact of which is not quantifiable

essential components of internal control stated in the Guidance Note	

Report on Frauds U/S 143 (12) of the Act

The Auditors during the performance of their duties have not identified any offence of fraud committed by the Company or its officers or employees. Therefore, no frauds have been reported to the Central Government under Section 143 (12) of the Act.

INTERNAL AUDITOR

Pursuant to the provisions of Section 138 of the Act and the Companies (Accounts) Rules, 2014, during the year under review the Internal Audit of the functions and activities of the Company was to be undertaken by the Internal Auditors of the Company. But due to very low operations and financial crunch being faced by the company, the management decided not to appoint any internal auditor for the company.

SECREATRIAL AUDITORS

Pursuant to the provisions of Section 204 of Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors has appointed **M/s AMJ & Associates, Company Secretaries** (Membership No. 5832 and C.P. No. 5629) for conducting Secretarial Audit of the Company for the Financial Year 2025-26.

The Secretarial Audit Report forms part of this Report and it is annexed as **Annexure-IV**. The Secretarial Audit Report for the Financial Year ended on March 31, 2026 issued by Secretarial Auditor contains the following observations:

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

- *The company was admitted into Corporate Insolvency Resolution Process (CIRP) under the Insolvency and Bankruptcy Code, 2016 pursuant to petition filled by Financial Creditor. The settlement has been executed between Company & Financial Creditor, Capital Trade Links Limited. Necessary application for withdrawn of CIRP has been filed with Hon'ble NCLT under Section 12A and the said application was admitted by Hon'ble NCLT vide order no. IA-1717/ND/2025 dated 21.08.2025, therefore the Company stands successfully discharged from all insolvency proceedings.*
- *During the period under review, the company has entered into the One Time Settlement ("OTS") with Union Bank of India for Rs. 21.62 Crores of which of Rs 7.50 Crores were paid through funds arranged as unsecured loans from promoters. However, the financial settlement confirmation/No Objection Certificate from the bank has not been received as at the year end on 31.03.2026.*

- *During the Period under Review, the company has obtained the approval of members via resolution passed through postal ballot concluded on 06th November, 2025, to increase the*

Authorised Share Capital of the company from Rs. 22,00,00,000 (Rupees Twenty-Two Crore) to Rs. 45,00,00,000 (Rupees Forty-Five Crore). The filling of the necessary forms with MCA is still pending.

- *During the Period under Review, the validity of existing Certificate of Registration under Carriage by Road Act, 2007 was expired on 03.02.2026 and company did not renew its Certificate of Registration under section 4 of the Carriage by Road Act, 2007. As explained to us by the management, company do not hold any motor vehicles during the period under review, so there is no requirement/need to renew the Certificate of Registration under the Carriage by Road Act, 2007.*

- *No Internal Auditor for the Financial Year 2025-2026 was appointed by the Company as per the requirement of the provisions of the section 138 of Companies Act 2013 read with Rule 13 of the Companies (Accounts) Rules, 2014.*

- *No Stamp duty was paid on Share Certificates issued by the Company during the year 2017-2018 as required under the provisions of the Indian Stamp Act, 1899.*

- *During the period under review, the company was in non-compliance/violation of Regulation 23 of the SEBI LODR Regulations, 2015 read with Section 177, 188 of the Companies Act, 2013 such as No policy on Materiality of Related Party Transactions was formulated by the company, no prior approval of Audit Committee was obtained for all related party transactions entered during the review period, no prior approval of the shareholders was obtained for all material related party transactions and also there were inaccuracies noted in the half yearly disclosures of Related Party Transactions.*

- *As per Statutory Auditors Remarks, Material uncertainty relating to going concern, in respect of preparation of financial statements of the company on going concern basis. The company has negative net worth and current liabilities exceed current assets.*

- *As per Statutory Auditors Remarks, the Company has not established its internal financial control with reference to Financial Statements on criteria based on or considering the essential components of internal control stated in the Applicable Guidance Note.*

31. ANNUAL SECRETARIAL COMPLIANCE REPORT

Your Company is listed on NSE EMERGE (SME) platform and in accordance with the Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the compliance with the provision as specified in regulations 17, 17A, 18, 19, 20, 21, 22, 23, 24, 24A, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and Para C, D and E of schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 shall not apply on listed entity which has listed its specified securities on the SME Exchange.

Hence being an entity listed on SME Exchange, compliances under Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 are not applicable to the company.

32. CERTIFICATE FROM A COMPANY SECRETARY IN PRACTICE THAT NONE OF THE DIRECTORS ON THE BOARD OF THE COMPANY HAVE BEEN DEBARRED OR DISQUALIFIED FROM BEING APPOINTED OR CONTINUING AS DIRECTORS OF COMPANIES BY THE BOARD/MINISTRY OF CORPORATE AFFAIRS OR ANY SUCH STATUTORY AUTHORITY

As the Company is listed on NSE EMERGE (SME) platform and as per the Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the compliance with the provision as specified in regulations 17, 17A, 18, 19, 20, 21, 22, 23, 24, 24A, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and Para C, D and E of schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 shall not apply on listed entity which has listed its specified securities on the SME Exchange.

Hence being an entity listed on SME Exchange, compliances under Regulation 34 Schedule V Para C clause (10) (i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 i.e. Certificate from Practicing Company Secretary, confirming that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority, is not applicable to the company.

33. COMPLIANCE CERTIFICATE BY MANAGING DIRECTOR AND CHIEF FINANCIAL OFFICER

The Managing Director and Chief Financial Officer of the Company give annual certification on financial reporting and internal controls to the Board in terms of Regulation 17(8) of the Listing Regulations, copy of which is attached to this Report. The Managing Director and Chief Financial Officer also give half yearly certification on financial results while placing the financial results before the Board in terms of Regulation 33(2) of the Listing Regulations.

34. CERTIFICATE FOR TRANSFER OF SHARES AND RECONCILIATION OF SHARE CAPITAL

Pursuant to Regulation 40(9) of Listing Regulations, certificates on half-yearly basis, have been issued by a Company Secretary-in-Practice with respect to due compliance of share transfer formalities by the Company.

35. RECONCILIATION OF SHARE CAPITAL AUDIT

This audit is carried out every quarter and report thereon is submitted to the stock Exchange as well as placed before the Board of Directors. The Audit Report confirms that the total issued is in agreement with the Paid up Capital of the Company.

36. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company maintains appropriate systems of internal controls, including monitoring procedures, to ensure that all assets and investments are safeguard against loss from unauthorized use or disposition. Company policies, guidelines and procedures provide for adequate checks and balances and are meant to ensure that all transactions are authorized, recorded and reported correctly.

37. COST AUDITORS

Provision of Cost Audit is not applicable on your Company. Accordingly, your Company is not required to conduct the cost audit for the financial year 2025-26.

38. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The detailed Management Discussion and Analysis Report for the year under review as stipulated under Regulation 34 of Listing Regulations is presented in a separate section forming part of this Report as **Annexure-V.**

39. SECRETARIAL STANDARDS

The Institute of Company Secretaries of India had revised the Secretarial Standards on Meetings of the Board of Directors (SS-1) and Secretarial Standards on General Meetings (SS-2) with effect from 1st October 2017. The Company is in compliance with the revised secretarial standards.

40. POLICY ON SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

The Company's Policy on Prevention of Sexual harassment at workplace is in line with the requirements of the Sexual harassment of women at workplace (Prevention Prohibition and Redressal) Act, 2013 (Prevention of Sexual harassment of Women at Workplace Act) and rules framed thereunder. As Under Section 4 of the POSH Act at all workplaces with 10 or more employees, the employer must form an Internal Complaints Committee (ICC). This is an obligation that must be adhered to by public and private organizations.

But In our Organization there are less than 10 employees, So there is no obligation to us to form an Internal Complaint Committee.

Although The Company has zero tolerance towards sexual harassment at the workplace. The Company is committed to providing a safe and Conducive work environment to all of its employees and associates.

During the year under review Company has not received complaints of sexual harassment from any employee of the Company. The policy on prevention of sexual harassment at the workplace as approved by the Board is uploaded on the website of the Company at www.jalantransolutions.com

41. CODE OF CONDUCT

The board of directors of the company at their meeting held on 25th April, 2022 has passed the board resolution to amend the code of conduct for directors and senior management of the company. The amended Code of Conduct is available on the website of the company www.jalantransolutions.com. All Board members and senior management personnel have affirmed the compliance with the code.

During the year under review no Board members and senior management personnel has violated the provision of Code of Conduct.

42. PREVENTION OF INSIDER TRADING

The board of directors of the company in their meeting held on 14th November, 2022 has considered and adopted the amendment to the code of conduct for fair disclosure of Unpublished Price Sensitive information and Prevention of Insider Trading and code of conduct to regulate, monitor and report trading by the designated persons and immediate relatives of designated persons. The amended code of conduct for fair disclosure of unpublished price sensitive information is available on the website of the company www.jalantransolutions.com.

The Code of Conduct is applicable to all the directors and such identified employees of the Company as well as who are expected to have access to unpublished price sensitive information related to the company. The Code lays down guidelines, which advises them on procedures to be followed and disclosures to be made, while dealing with shares of Jalan Transolutions (India) Limited, and cautions them on consequences of violations.

43. POLICY FOR PRESERVATION OF DOCUMENTS

Pursuant to the requirements under Regulation 9 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has approved and adopted the policy for preservation of documents and archival policy prescribing the manner of retaining the Company's documents and the time period up to certain documents are to be retained. The amendment to the policy was approved by the board of directors on 14th November, 2022 and is available on the website if the company www.jalantransolutions.com. The Policy not only covers the various aspects on preservation of the Documents, but also the safe disposal/destruction of the Documents.

During the year under review the Company has complied with the provision of Policy for preservation of documents

44. INDUSTRIAL RELATIONS

During the year under review, your Company enjoyed cordial relationship with workers and employees at all levels.

45. SUSTAINABILITY INITIATIVE

Your company is conscious of its responsibility towards preservation of Natural resources and continuously takes initiative to reduce consumption of electricity and water.

46. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to clause (*c*) of sub-section (*3*) of Section 134 of the Companies Act, 2013, the Directors confirm that:-

a) In the preparation of the annual accounts for the financial year 2025-26, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

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

c) The Directors had taken proper and sufficient care to the best of their knowledge and ability for the maintenance of adequate accounting records in accordance with the provisions of the Act. They confirm that there are adequate systems and controls for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) The Directors had prepared the annual accounts on a going concern basis;

e) They have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and operating properly; and

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

47. APPRECIATIONS AND ACKNOWLEDGEMENT

Your Directors would place on record their sincere appreciation to customers, business associates, government agencies & shareholders for their continued support.

Your Directors are also happy to place on record their sincere appreciation to the co-operation, commitments & contribution extended by all the employees of the Jalan Family & look forward to enjoying their continued support & co- operation.

For and on behalf of the Board
JALAN TRANSOLUTIONS (INDIA) LIMITED

Dated:01-09-2026
Place: Delhi

Sd/-
Manish Jalan
Chairman
DIN: 00043040

Annexure I

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, AND FOREIGN EXCHANGE EARNING AND OUTGO ETC:

Particulars of Conservation of energy, Technology absorption and Foreign exchange earnings and outgo in terms of Section 134 (3) of the Act read with Rule, 8 of the Companies (Accounts) Rules, 2014, forming part of the Directors' Report for the year ended March 31, 2026:-

A. CONSERVATION OF ENERGY

i. the steps taken or impact on conservation of energy; The operations of your Company are not energy intensive. However, adequate measures have been initiated to reduce energy consumption by installing solar panel.

ii. the steps taken by the company for utilizing alternate sources of energy – The operations of your company are not energy intensive.

iv The capital investment on energy conservation equipment's – Nil

B. TECHNOLOGY ABSORPTION

i. the efforts made towards technology absorption – None.

ii. the benefits derived like product improvement, cost reduction, product development or import substitution – Not applicable.

iii. in case of imported technology (imported during the last three years reckoned from the beginning of the financial year

- **a)** the details of technology imported : None
- **b)** the year of import; : NA
- **c)** whether the technology been fully absorbed; : NA
- **d)** if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; :NA

vi. the expenditure incurred on Research and Development – Nil

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

Total Foreign Exchange Earned	Nil
Total Foreign Exchange Outgo	Nil

For and on behalf of the Board
JALAN TRANSOLUTIONS (INDIA) LIMITED

Dated:01-09-2026
Place: Delhi

Sd/-
Manish Jalan
Chairman
DIN: 00043040

Annexure –II
FORM AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014) Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso is given below:

1. Details of contracts or arrangements or transactions not at arm's length basis ;

S NO.	PARTICULARS	DETAILS
(a)	Names of related Parties and nature of relationship	Nil
(b)	Nature of contracts / arrangements / transactions	Nil
(c)	Duration of the contracts / arrangements / transactions	Nil
(d)	Salient terms of the contracts / arrangements / transactions including the value, if any.	Nil
(e)	Justification for entering into such contracts / arrangements / transactions.	Nil
(f)	Date of approval by the Board	Nil
(g)	Amount paid as advances, if any.	Nil
(h)	Date on which special resolution was passed in General Meeting as required under first proviso to section 188	Nil

2. Details of material contracts / arrangements / transactions on Arm's length basis.

S NO.	PARTICULARS	DETAILS	DETAILS
(a)	Name of related Party and Nature of Relationship	Nil	Nil
(b)	Nature of contracts/ arrangements/ transactions	Nil	Nil
(c)	Duration of Contract/ arrangements/ transactions	Nil	Nil
(d)	Salient terms of contract / arrangements / transactions including the value if any:	Nil	Nil
(e)	Date(s) of approval by the Board, if any:	Nil	Nil
(f)	Amount incurred during the year.	Nil	Nil

For and on behalf of the Board
JALAN TRANSOLUTIONS (INDIA) LIMITED

Dated:01-09-2026
Place: Delhi

Sd/-
Manish Jalan
Chairman
DIN: 00043040

ANNEXURE-III

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

Ratio of the remuneration of each Executive Director to the median remuneration of the Employees of the Company for the financial year 2024-25, the percentage increase in remuneration of Managing Director, Company Secretary, Chief Financial Officer and other Executive Director during the financial year 2025-26.

S. No.	Name of Director/KMP	Designation	% increase in Remuneration	Ratio of remuneration of each Director/KMP to median remuneration of Employees
1	Manish Jalan	Managing Director	Nil	N.A
2	Manjeet Kumar	Chief Financial Officer	Nil	NA
3	CS Shruti Goel	Company Secretary	Nil	NA
4.	Ritu Jalan	Director	Nil	NA

The above figures are calculated on the basis of gross salary paid to the Directors, KMPs and Employees.

	Sitting fees paid to the below mentioned Directors		
	Name of Director	**Designation**	**Amount**
5.	Ritu Jalan	Non-Executive Independent Director	No Sitting fees is paid to any Director
6.	Anil Kumar	Non-Executive Independent Director	
7.	Sanjay Sharma	Non-Executive Independent Director	

In compliance with the provisions of Companies Act, 2013, the Managing Director is not drawing any remuneration. The CFO resigned on 28 June, 2024 and new CFO was appointed on 26 December, 2024. Therefore, the said ratio of remuneration of each director to median remuneration of the employees of the company is not applicable.

& There is no increase in % of Remuneration of Managing Director, Company Secretary, Chief Financial Officer and other Executive Director during the financial year 2025-26.

The Company has 01 (One) permanent employees on the rolls of Company as on March 31, 2026.

The Company has formulated a Nomination and Remuneration policy as required under section 178 of the Companies Act, 2013 and the remuneration paid to employees are as per the remuneration policy of the Company.

During the year under review, there was no employee of the Company drawing remuneration of Rs. 1.02 Crore p.a. and above being employed throughout the financial year

During the year under review, there were no employees of the Company drawing remuneration of Rs. 8.5 Lakhs per month and above being employed for the part of the year.

For and on behalf of the Board
JALAN TRANSOLUTIONS (INDIA) LIMITED

Dated:01-09-2026
Place: Delhi

Sd/-
Manish Jalan
Chairman
DIN: 00043040

ANNEXURE-IV

SECRETARIAL AUDIT REPORT
Form No. MR-3
For the Financial Year ended 31st March, 2026

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

To,

The Members
JALAN TRANSOLUTIONS (INDIA) LIMITED
206, Ajnara Bhawan, D-Block Market
Vivek Vihar, New Delhi- 110095.

We have conducted the secretarial audit of the compliance of applicable statutory provision and adherence to good corporate practice by **JALAN TRANSOLUTIONS (INDIA) LIMITED** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the **JALAN TRANSOLUTIONS (INDIA) LIMITED** books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representative during the conduct of secretarial audit, we hereby report that in our opinion, the Company has during the audit period covering the financial year ended on **31st March 2026** complied with the statutory provision listed hereunder and also that the company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the **JALAN TRANSOLUTIONS (INDIA) LIMITED** ("the Company") for the financial year ended on **31st March 2026** according to the provisions of:

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

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

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

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

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

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

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

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

d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity Share) Regulations, 2021; **(Not applicable to the Company as there was no reportable event during the financial year under review).**

e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulation, 2021; **(Not applicable to the Company as there was no reportable event during the financial year under review).**

f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **(Not applicable to the Company as there was no reportable event during the financial year under review)**and

h) The Securities and Exchange Board of India (Buyback of Securities) Regulations 2018 **(Not applicable to the Company as there was no reportable event during the financial year under review)**.

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

(a) Secretarial Standard issued by The Institute of Company Secretaries of India.

(b) The Listing Agreement Entered into by the Company with Stock Exchanges read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We report that during the Audit Period, the Company has confirmed compliance with the provisions of the above- mentioned applicable laws.

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

- *The company was admitted into Corporate Insolvency Resolution Process (CIRP) under the Insolvency and Bankruptcy Code, 2016 pursuant to petition filled by Financial Creditor. The settlement has been executed between Company & Financial Creditor, Capital Trade Links Limited. Necessary application for withdrawn of CIRP has been filed with Hon'ble NCLT under Section 12A and the said application was admitted by Hon'ble NCLT vide order no. IA-1717/ND/2025 dated 21.08.2025, therefore the Company stands successfully discharged from all insolvency proceedings.*
- *During the period under review, the company has entered into the One Time Settlement ("OTS") with Union Bank of India for Rs. 21.62 Crores of which of Rs 7.50 Crores were paid through funds arranged*

as unsecured loans from promoters. However, the financial settlement confirmation/No Objection Certificate from the bank has not been received as at the year end on 31.03.2026.

- *During the Period under Review, the company has obtained the approval of members via resolution passed through postal ballot concluded on 06th November, 2025, to increase the Authorised Share Capital of the company from Rs. 22,00,00,000 (Rupees Twenty-Two Crore) to Rs. 45,00,00,000 (Rupees Forty-Five Crore). The filling of the necessary forms with MCA is still pending.*

- *During the Period under Review, the validity of existing Certificate of Registration under Carriage by Road Act, 2007 was expired on 03.02.2026 and company did not renew its Certificate of Registration under section 4 of the Carriage by Road Act, 2007. As explained to us by the management, company do not hold any motor vehicles during the period under review, so there is no requirement/need to renew the Certificate of Registration under the Carriage by Road Act, 2007.*

- *No Internal Auditor for the Financial Year 2025-2026 was appointed by the Company as per the requirement of the provisions of the section 138 of Companies Act 2013 read with Rule 13 of the Companies (Accounts) Rules, 2014.*

- *No Stamp duty was paid on Share Certificates issued by the Company during the year 2017-2018 as required under the provisions of the Indian Stamp Act, 1899.*

- *During the period under review, the company was in non-compliance/violation of Regulation 23 of the SEBI LODR Regulations, 2015 read with Section 177, 188 of the Companies Act, 2013 such as No policy on Materiality of Related Party Transactions was formulated by the company, no prior approval of Audit Committee was obtained for all related party transactions entered during the review period, no prior approval of the shareholders was obtained for all material related party transactions and also there were inaccuracies noted in the half yearly disclosures of Related Party Transactions.*

- *As per Statutory Auditors Remarks, Material uncertainty relating to going concern, in respect of preparation of financial statements of the company on going concern basis. The company has negative net worth and current liabilities exceed current assets.*

- *As per Statutory Auditors Remarks, the Company has not established its internal financial control with reference to Financial Statements on criteria based on or considering the essential components of internal control stated in the Applicable Guidance Note.*

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

Adequate notice is given to all the directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda item before the meeting and for meaningful participation at the meeting.

All decision at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

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 Period under review following changes/events were occurred:

1. Approval of Members obtained via resolution passed through postal ballot concluded on 06th November, 2025, to rescind the resolution passed at the Extra-Ordinary General Meeting of the members of the company held on 11th March 2025 To increase the Authorised Share Capital of the company from Rs. 22,00,00,000 (Rupees Twenty-Two Crore) to Rs. 25,00,00,000 (Rupees Twenty-Five Crore).

2. Approval of Members obtained via resolution passed through postal ballot concluded on 06th November, 2025, to rescind the resolution passed at the Extra-Ordinary General Meeting of the members of the company held on 11th March 2025 for the issuance of up to 1,04,40,000 (One Crore Four Lakh Forty Thousand Only) Compulsorily Convertible Share Warrants on Preferential Basis to the identified persons belonging to "Non-Promoter, Public Category".

3. Approval of Members obtained via resolution passed through postal ballot concluded on 06th November, 2025, to increase the Authorised Share Capital of the company from Rs. 22,00,00,000 (Rupees Twenty-Two Crore) to Rs. 45,00,00,000 (Rupees Forty-Five Crore).

4. During the period under review, 37,350 Shares of Late Ms. Pushpa Jalan was transmitted to Mr. Manish Jalan on 28th November 2025.

5. The tenure of Mr. Sanjay Sharma (DIN: 08060195) as Independent Director of the Company was completed with effect from the close of business hours on 28th December 2025. Subsequently the Board of Directors at their meeting held on 26.03.2026 appointed Mr. Sanjay Sharma (DIN: 08060195) as Additional Independent Director of the Company w.e.f 26.03.2026.

For AMJ & Associates
Company Secretaries
PR Certificate No.: 1640/2021

Sd/
Manoj Kumar Jain
(Proprietor)
FCS No.: 5832, C.P. No.: 5629
UDIN: F005832H001324765

Place: Ghaziabad
Date: 01.09.2026

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

'Annexure A'

To,
The Members,
JALAN TRANSOLUTIONS (INDIA) LIMITED
206, Ajnara Bhawan, D-Block Market
Vivek Vihar, New Delhi- 110095.

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

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness about the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.

3. We have relied on the Statutory Auditors Report for the period under review; hence we have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards, is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

6. The secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For AMJ & Associates
Company Secretaries
PR Certificate No.: 1640/2021

Sd/-

Manoj Kumar Jain
(Proprietor)
FCS No.: 5832, C.P. No.: 5629
UDIN: F005832H001324765

Place: Ghaziabad
Date: 01.09.2026

ANNEXURE-V

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Jalan Transolutions (India) Limited, started its progressive journey in 2003 as a two-wheeler transport solution provider with a renowned Multinational Automobile Company. Over the years, the Company has emerged into one of the leading automobile transportation companies in Northern India and expanded its network across the country that allows it to deliver clients' shipment on time with greater safety and ease, through its IT enabled and value-added services, and extensive network. Company also provides Full Truck Load (FTL) & Less than Truck Load (LTL) services.

All the trucks are GPS enabled and centralized information technology network provides seamless real-time monitoring of our operations and consignment bookings and delivery status. Ability to provide timely delivery and quality service is the key to our reputation and further expansion of goods transportation business.

ECONOMIC OVERVIEW

Industry & Growth

Logistics is regarded as the backbone of the economy, providing efficient and cost effective flow of goods on which other commercial sectors depend. Logistic industry in India is evolving rapidly, it is the interplay of infrastructure, technology and new types of service providers, which defines whether the logistic industry is able to help its customers reduce their costs in logistic sector and provide effective services.

Global Economic

The pandemic time has changed the game for many economic activities and logistics is no different. Consumer demands are always on the rise. During the pandemic, there has been a hike in demand for goods with a shortage of supply. Thus, we can say that logistics is one sector that has the potential to see a substantial increase in 2023.

India is one of the countries with the largest population and an expansive geographical coverage which contributes to many of the factors that influence logistics in the country. The pandemic has seen a shift with countless challenges unique to each region. The logistics industry is seeing its fair share of ups and downs but trends suggest better growth for this sector in the coming year.

India Economic

India’s transportation and logistics industry is set to play a pivotal role in supporting the country’s ambitious growth aspirations. According to a recent EY report titled “India@100: realizing the potential of a US$26 trillion economy,” India is expected to reach a staggering

US$26 trillion by FY 2048. As the nation gears up to achieve this milestone over the next 25 years, the transportation and logistics industry will be a key enabler.
Currently, India's freight movement is heavily dependent on road transportation, accounting for 66 percent of cargo in ton-kilometers. Rail transportation follows closely behind, with a share of 31 percent, while shipping and air transportation contribute three percent and one percent, respectively. However, freight transportation is unevenly distributed across different modes.
Efforts are underway to correct this imbalance by establishing integrated infrastructure, adopting a multimodal approach, and pursuing sustainable development.

Indian Logistic Sector

Technology, data, and infrastructure trends indicate that 2023 is a year of dynamic shifts for the logistics industry. Any period of change and transformation brings with it opportunities for businesses to leverage with the right tools and growth goals. Some of these include adopting cutting-edge technologies, harnessing the power of data, and fostering collaborative digital ecosystems to facilitate **supply chain streamlining**. These strategies are also creating space for niche start-ups as companies seek to outpace competitors and meet the ever-evolving expectations of customers.

Technological innovation

The integration of advanced solutions is revolutionizing logistics operations, enhancing efficiency, and unlocking new opportunities. Key technologies shaping the future of logistics include:

- **Artificial intelligence(AI)and machine learning**: AI-powered algorithms and machine learning models enable predictive analytics, demand forecasting, route optimization, and real-time decision-making. These tools empower businesses to optimize their supply chains, improve resource allocation, and deliver enhanced customer experiences.
- **Internet of things (IoT)**: With the proliferation of IoT devices, logistics companies gain greater visibility and control over their assets and inventory. IoT sensors and connectivity facilitate real-time tracking, remote monitoring, and predictive maintenance, enabling proactive and efficient logistics operations.
- **Robotics and automation**: Automation technologies, such as robotic process automation (RPA) and autonomous vehicles, are reshaping warehouse operations and last-mile delivery. Robotics streamlines repetitive tasks, reduces errors, enhances speed, and improves safety, leading to cost savings and increased productivity.

Rise of cross-border e-commerce

The logistics industry has been significantly impacted by the rapid growth of e-commerce, which has led to an increase in demand for international goods and MSMEs selling internationally. This growth is driven by millennials who make up a large portion of the professional purchase decision market and expect online shopping interfaces. Therefore,

efficient and reliable delivery services have become necessary, leading to the rise of cross-border digital markets that have seen significant economic growth.

To meet the challenges presented by cross-border delivery, such as customs and duty laws, language barriers, and payment options, businesses need to carefully plan their operations. Logistics firms with a robust network and digital infrastructure capable of providing end-to-end solutions and support for cross-border e-commerce will be best suited to serve these customers.

FINANCIAL OVERVIEW

The performance of the Company for the financial year ended March 31, 2026, is as follows:

- Total revenue from operations at Rs. 228.67 lakh for the year ended March 31, 2026, as against Rs. 78.82 lakh for the corresponding previous period,
- The cost of Raw Materials/Revenue for the financial year ended March 31, 2026 were Rs 206.75 lakh as against Rs 92.92 lakh for the corresponding previous period,
- The Employee expenses for the financial year ended March 31, 2026 were Rs 3.22 lakh as against Rs. 5.38 lakh for the corresponding previous period,
- The other expenses for the financial year ended March 31, 2026 were Rs. 12.72 lakh as against Rs 19.54 lakh for the corresponding previous period,

RESOURCES AND LIQUIDITY

The cash and cash equivalents at the end of March 31, 2026 were Rs. 10.05 lakh.

RISKS AND CONCERNS

The Company is in continuous process of strengthening its risk management framework which identifies and evaluates business risks and opportunities. The Company recognizes that risks need to be identified at the right time, managed adequately and mitigation plans needs to be prepared to protect the interest of the stakeholders. Managing these risks actively is also a pre-requisite to achieve business objectives and enable sustainable growth of the Company. The exercise to design the risk management framework is aimed at effectively mitigating the Company's various business and operational risks. The Company has a risk management policy for identification and assessment of risks which is monitored by the Audit Committee of the Company. The Committee closely monitors the process and suggests suitable measures to mitigate the risks. The risks may be caused due to the internal or external factor and necessary precautionary measures are taken by the Company to negate the impact of probable risk. The major risks of the Company are as follows:

Economic Risk

Company's business may be affected by interest rates, changes in Government policy, taxation and other economic developments affecting India. The Company has defined conservative internal prudential norms. The Company ensures a favorable debt/equity ratio, moderate liquidity, strong clientele with timely payment track record and focus on select markets to

minimize the impact in adverse conditions. The Company has geographically diversified thereby reducing its dependency on one market.

Trade Risk

Our business can be affected by the rise and fall in the levels of cargo in the country. Given the projected growth in the Indian economy and expected recovery in global trade, rising spending in the infrastructure and manufacturing space and increasing per capita and disposable income, it is estimated that demand will continue to rise steadily. The Company is also focusing on this business, a relatively high margin segment which is essentially dependent on timely delivery of cargo in India. Thus, we believe we have adequate mitigation in place for trade risk.

Regulatory Risk

If we are unable to obtain required approvals and licenses in a timely manner, our business and operations may be adversely affected. We require certain approvals, licenses, registrations and permissions for operating our business. We may encounter delays in obtaining these requisite approvals, or may not be able to obtain such approvals at all, which may have an adverse effect on our revenues. However, the Government has come up with several initiatives to boost the sector and has planned massive investments in the infrastructure sector. As all industry predictions suggest that this will be the trend in the future as well and given our own experience in obtaining such permissions, we do not expect this risk to affect us materially in the coming years.

Liability Risk

The liquidity risk may come in the way of smooth operation of the Company due to one or the other reasons. Whenever there is blockage of funds in the hands of customers, the liquidity crunch is likely to happen. Although wholehearted support from the bankers strengthen the hands of the Company to face the liquidity risk, the company leaves no stone unturned to avoid the possibility of liquidity risk.

Execution Risk

The Company has undertaken number of trips for customers in the last year and several more are in the pipeline. Execution is largely dependent upon project management skills and timely delivery. Any delay in implementation can impact revenue and profit for that period. Our implementation schedules are in line with the plans. Emergency and contingency plans are in place to prevent or minimize business interruptions. Therefore, we do not expect this risk to affect us materially in the future. Concerns like complex tax structure, infrastructure bottle-necks, retaining talent and unprecedented natural and man-made disasters and political/social turmoil which may affect our business, remain. However, these are threats faced by the entire industry. With superior methodologies and improved processes and systems, the Company is well positioned to lead a high growth path.

OPPORTUNITIES AND THREATS

The most essential challenge faced by the industry today is insufficient integration of transport networks, information technology & distribution facilities. Regulations exist at a number of

different tiers, is imposed by national, regional and local authorities. However, the regulations differ from city to city, hindering the creation of national networks.

Logistics sector in India is a highly disorganized sector, its perception as a manpower-heavy industry and lack of adequate training institutions has led to a shortfall in skilled management and client service personnel. There is a lack of IT standard, equipment and poor systems integration.

Whereas the Government gave emphasis on building world-class road networks and creation of logistics parks, the company had also converted its fleet's strength in specially designed fleets. Currently 100% fleets of Company are CMVR complied trucks and engineered to lift loads with minimum on road damages.

Transportation dominates supply chain management in automobile

Among the various segments of the supply chain, transportation accounts for about 75-80% of the total supply chain management market for automobiles. Transportation is used in both inbound as well as outbound part of the supply chain, as the vehicles as well as the components are required to be transported to and from several locations. However, warehousing (including VAS and in-factory logistics) which accounts for about 20-25% of the total supply chain management market for automobiles is majorly required in the inbound part of the supply chain rather than on the outbound.

The Indian Government to also focus on new transportation avenues

India's railways and roadways collectively accounted for approximately 87% of the total freight movement. Weighed down by the sheer load, the rail and road networks have been grappling with severe congestion. This has led the GOI to identify other alternatives to reduce congestion. Inland waterways and coastal shipping are both fuel and cost efficient, thereby reducing cost of logistics. The GOI is, therefore, promoting schemes such as Sagarmala and inland waterways as well as working towards developing an integrated, multi-modal logistics and transport policy for optimum and efficient utilization of all modes of transport. (Source: CRISIL Report.)

THREATS

- Competition from local and multinational players
- Execution risk
- Regulatory changes
- Attraction and retention of human capital

INTERNAL CONTROL SYSTEMS AND ADEQUACY

The Company has initiated adequate internal control procedure commensurate with the nature of its business and size of its operations. The company has Audit committee constituted with two independents and one executive director. To conduct independent audit on quarterly basis, which covers all the key areas of operations our company has Internal Auditor. All significant audit observations and follow up actions thereon are reported to the audit committee. The Audit committee met as per the details provided in Directors' Report.

The Board of Directors of the Company have adopted various policies such as Related Party Transactions Policy, Whistle Blower Policy, Policy to determine the materiality of event and such other procedures for ensuring the orderly and efficient conduct of its business for 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.

HUMAN RESOURCE DEVELOPMENT

Human resources are the most valued assets of the Company. They work individually and collectively contributing to the achievement of the objectives of the business. The relation between the employees and the Company remained cordial throughout the year. Your Company's corporate culture and the vision and values help unite the workforce and provide standards for how your Company conducts the business. The Company has 01 (One) permanent employee on the rolls of Company as on March 31, 2026.

CAUTIONARY STATEMENT

Estimate and expectations stated in this Management Discussion and Analysis may be "forward-looking statement" within the meaning of applicable securities, laws and regulations. Actual result could differ materially from those expressed or implied. Important factors that could make difference to your Company's operations include economic conditions in the government regulations, tax laws, other statutes and other incidental factors.

For and on behalf of the Board
JALAN TRANSOLUTIONS (INDIA) LIMITED

Dated:01-09-2026
Place: Delhi

Sd/-
Manish Jalan
Chairman
DIN: 00043040

ANNEXURE-VI

Certification by Managing Director and Chief Financial Officer of the Company in terms of Regulation-33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the half year and year ended March 31, 2026.

We, the Undersigned's, in our respective capacity as Managing Director and CFO of the company to the best of our knowledge and belief certify that:

The Financial Results for the Financial Year ended as on 31st March, 2026 do not contain any False or misleading statement or figures and do not omit any material fact which may make the statements or figures contained therein misleading.

For **JALAN TRANSOLUTIONS (INDIA) LIMITED**

Sd/-	**Sd/-**
Manish Jalan	**Manjeet Kumar**
(Managing Director)	**CFO**
DIN: 00043040	

Date: 27/05/2026
Place: Delhi

ANNEXURE-VII

Compliance Certificate by Managing Director and Chief financial officer of the Company in terms of Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Financial Year ending March 31, 2026.

We, the Undersigned's, in our respective capacity as Managing Director and CFO of the Company Jalan Transolutions (India) Limited, do hereby certify the followings:

A. I have reviewed financial statements and the cash flow statement for the year and that to the best of our knowledge and belief:
   (1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
   (2) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

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

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

D. I have indicated to the auditors and the Audit committee
   (1) significant changes in internal control over financial reporting during the year;
   (2) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
   (3) Instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For **JALAN TRANSOLUTIONS (INDIA) LIMITED**

Sd/-
Manish Jalan
(Managing Director)
DIN: 00043040

Sd/-
Manjeet Kumar
CFO

Date: 27/05/2026
Place: Delhi

ANNEXURE-VIII

INDEPENDENT AUDITORS' REPORT

To the Members of JALAN TRANSOLUTIONS INDIA LIMITED

Report on the Audit of the Standalone Financial

Statements Qualified Opinion

We have audited the accompanying Standalone Financial Statements of JALAN TRANSOLUTIONS INDIA LIMITED ('The Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, except for the possible effect of matter described in the basis for qualified opinion section of our report, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 ('be Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, the loss and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for qualified opinion

a. Going concern

The financial statements have been prepared on a going concern basis. However, the Company has incurred significant financial stress as at 31st March 2026, reflected by its negative net worth of ₹41.89 crores and current liabilities of ₹34.86 crores exceeding current assets of ₹0.84 crores. Further, the Company has defaulted in repayment of principal and interest in respect of its borrowings during the year, except for payment of ₹7.50 crores towards the One-Time Settlement ("OTS") entered into with Union Bank of India, which was paid by the promoters and/or related parties on behalf of the Company. However, as the final settlement confirmation / No Objection Certificate ("NOC") from the Bank has not been received as at the year end, no consequential adjustment in respect of the settlement has been recognised in the financial statements.

Further, substantial balances of trade creditors and other liabilities are subject to confirmation and reconciliation, and supporting documents in respect of certain balances were not made available for verification. Considering the above circumstances, material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern.

b. Fixed Assets

As informed and represented by the management, the Company does not hold any fixed assets as at 31st March 2026 and no fixed assets existed during the year under audit. Accordingly, we were unable to carry out verification regarding the existence, ownership, impairment, or completeness of fixed assets, and consequently, we are unable to comment on the same.

c. The company has certain trade receivables as on 31st March 2026. However, due to the absence of sufficient supporting evidence or third party confirmations, we are unable to verify the existence , recoverability, and valuation of these receivables.

d. the Company has not established its internal financial control with reference to Financial Statements on criteria based on or considering the essential components of internal control stated in the Guidance Note.

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the 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 ("ICA I") together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our qualified opinion.

Emphasis of Matter

1. Balances of Trade Payables, Borrowings, Advances from Customers, and Advances Recoverable in Cash or Kind are subject to confirmation and reconciliation. Since confirmations from the respective

parties have not been made available for our verification, the consequential impact, if any, on the financial statements remains unascertained. Company is continuously defaulting in payment of loans and advances. All the Bank Facilities of the companies has been blocked during the year, Director's personal bank account and group companies account has been used to fulfill company‘s working fund requirements.

2. We draw attention to the Company’s significant outstanding financial liabilities, including secured loans, NBFC borrowings, and unsecured loans, which are subject to confirmation and reconciliation. No confirmations or supporting documents were made available from the respective lenders for our verification.

During the year, the Company entered into a One-Time Settlement (“OTS”) with Union Bank of India amounting to ₹21.62 crores. As per the settlement deed, ₹7.50 crores were paid by the taking unsecured loan from the promoters. Since final No Objection Certificate (“NOC”) from the Bank is awaiting , so effect of the said settlement (profit/loss on the settlement) has not yet been given in the books of accounts and O/s amount of loan for ₹14.12 crores are reflecting in the financial liabilities as at the year end.

3. The Company has accepted unsecured loans amounting to Rs. 7.5 Crores from its Directors and related parties. Since aggregate of the paid-up share capital, free reserves and securities premium of the Company is negative as at the balance sheet date, so, its violation of borrowing limits prescribed under Section 180(1)(c) of the Companies Act, 2013. The said loans have been treated by the management in accordance with Rule 2(1)(c)(viii) of the Companies (Acceptance of Deposits) Rules, 2014.

4. As at 31st March 2026, total trade creditor balances amounting to ₹3.12 crores are reflected in the books of accounts, out of which balances aggregating to ₹2.70 crores pertain to parties outstanding for a substantial period and continue to be carried forward. The Company has not provided balance confirmations or adequate supporting documents in respect of such balances for our verification. Accordingly, we are unable to comment upon the existence, accuracy, completeness, or settlement of these balances and the consequential impact, if any, on the financial statements. The details of the creditors are given below:

Name	Amount

JAWALA SERVICE STATION	3619018
R K FILLING STATION	1722507
Saheed Bijender Filling Station	476412
Surendra Auto Service (Old) A/C	15141834
TAJ MIDWAY-REWARI	1049452
Guruji	1210320
Senior Tyre	224606
Jagdamba Traders	501300
ANUBHAV ARYA HUF (WORKS SHOP RENT)	288000
BAJAJ INTERNATIONAL	31360
BAJRANG BATTERY HOUSE	51700
SANYOG ENTERPRISES PVT LTD	2682652
SHRI GANESHJI MAHARAJ	123
Total	**2,69,99,283**

Our opinion is not modified in respect of the matters.

Key Audit Matters

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

Other Information

The company's management and board of directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statement and our auditors report thereon.

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

In connection with our audit of the financial statement, our responsibility is to read the other information and, in doing is to read the other information and, in doing so. Consider whether the other information is materially inconsistent with the financial statement or our knowledge obtained in the audit or otherwise appears to be materially misstated. If based on the work we have performed, we conclude that there is a material misstatement of this the other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ('the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India, 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 statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Those Board of Directors are also responsible for overseeing the company's financial reporting process

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that

includes our opinion. Reasonable assurance is a High level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

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

Obtain an understanding of internal 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 financial statements or, if such disclosures are inadequate, to modify Our opinion. OM conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern

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

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

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ('the Order"), issued by the Central Government of India in terms of sub-section (I 1) of section 143 ot the Companies Act, 2013, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

a. Except for the possible effect of the matter described in the basis for qualified opinion section of our report, 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. Except for the possible effect of the matter described in the basis for qualified opinion section of

our report, 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 (including other comprehensive income), the statement of changes in equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.

d. Except for the possible effect of the matter described in the basis for qualified opinion section of our report, In our opinion, the aforesaid 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. The matter described in the basis for qualified opinion section of our report, may have adverse effect on the functioning of the company.

f. On the basis of the written representations received from the directors as on 31st March, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2026 from being appointed as a director in terms of Section I64(2) of the Act.

g. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in 'Annexure B".

h. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section I97(I6) of the Act, as amended -

In our opinion and to the best of our information and according to the explanations given to us, there is no remuneration paid by the Company to its directors during the year.

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

a. The Company has disclosed the impact of pending litigations on the financial position in the Standalone Financial Statements. Refer Note 33 to its standalone financial statements.

b. The Company has made provision, as required under the applicable law or accounting standards,

for material foreseeable losses, if any, on long term contracts including derivative contracts.

c. There are no amounts outstanding which has to be transferred to Investor Education and Protection Fund by the company.

d. i. The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend 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;

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

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

e. The company has not proposed and declared any dividend in previous year as well as current year.

f. Based on our examination which included test checks, the Company has not used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility.

For APT & Co. LLP

Chartered Accountants

Firm Registration No.:014621C/N500088

SD/-

CA. DILIP KUMAR SINGH

Partner

Membership No.: 523877

UDIN – 26523877WYKVSS1371

DATE: 27/05/2026

Annexure A to Independent Auditors' Report

1. A. As informed and represented by the management, the Company does not hold any fixed assets as at 31st March 2026. Accordingly, the requirement of maintaining records showing full particulars, including quantitative details and situation of fixed assets, is not applicable.

B. As informed and represented by the management, the Company does not hold any intangible assets as at 31st March 2026. Accordingly, the requirement of maintaining records showing full particulars of intangible assets is not applicable.

2. As informed and represented by the management, the Company did not hold any fixed assets during the year ended 31st March 2026. Accordingly, the requirement of physical verification of fixed assets is not applicable.

3. According to the information and explanations given to us and based on our examination of the records of the Company, the Company does not hold any immovable properties as at 31st March 2026. Accordingly, reporting under this clause is not applicable.

4. Since there is no any property, plant and equipment (including right of use assets) or intangible assets

as on 31st March, 2026 so this clause is not applicable.

5. According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made there under.

6. The Company is a service company, primarily rendering goods of transport services. Accordingly, it does not hold any physical inventories. Hence reporting under clause 3(ii)(a) of the Order is not applicable.

7. As per the financials and data made available to us, no new working capital limits have been sanctioned to the Company during the year and, hence, reporting under clause 3(ii)(b) of the order is not applicable to the Company.

8. According to the information and explanations given to us, the Company has not made any investments in or provided security to companies, firms, limited liability partnerships or any other parties during the year. The Company has not provided guarantees or granted loans or advances in the nature of loans to companies, firms, limited liability partnerships or other parties. Accordingly, the provision of clause 3(iii)(a),(b), (c),(d),(e) and (f) of the order are not applicable to the Company.

9. In our opinion and according to the information and explanations given to us, the Company has neither made any investments nor has it given loans or provided guarantee or security as specified under **Section** 185 of the **Companies** Act, 2013 ('be **Act') and the Company** has not provided any **security as** specified under Section 186 of the Act. Accordingly, paragraph 3 (iv) of the Order is not applicable.

10. The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.

11. According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act for the **services** provided by it. Accordingly, clause 3(vi) of the Order is not applicable.

12. According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has generally been regular in depositing undisputed **statutory** dues, including

Goods and **Services tax,** Provident Fund, Employees' State Insurance, Income Tax, Service Tax and other material statutory dues applicable to it with the appropriate authorities. However, as at March 31, 2026, statutory dues including TDS, VAT, and income tax amounting to ₹23.80 lakhs and ₹7.44 lakhs respectively remain unpaid.

There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, **Employees'** State Insurance, Income Tax, Service Tax and other material statutory dues in arrears as at March 31, 2026 for a period of more than six months from the date they became payable other than as disclosed in the financial statements

13. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

14.The Company has defaulted in repayment of loans or other borrowings or in the payment of interest thereon to lenders, refer Note no 12 and 14 of the standalone financial statement.

15. The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

16. During the year, the Company has not raised term loans. Hence, reporting under clause 3(ix)(c) of the Order is not applicable to the Company.

17. During the year, the Company has not raised funds on short term basis. Hence, reporting under clause 3(ix)(d) of the Order is not applicable to the Company.

18. During the year, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

19. During the year, the Company has not raised loans on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Hence, reporting under clause 3(ix)(f) of the order is not applicable to the Company

20. The Company has outstanding balances payable to Capital Trade Links, a Non-Banking Financial Company ("NBFC"), from which the Company has availed loan facilities., which are subject to

confirmation and reconciliation. During the previous year, an insolvency petition filed by CTL under Section 7 of the Insolvency and Bankruptcy Code, 2016 was admitted by the Hon'ble NCLT, which was subsequently withdrawn pursuant to a settlement entered into between the parties. As informed by the management, the Company has exited the insolvency proceedings vide order dated 21st August 2025. However, no external confirmations or supporting documents in respect of the outstanding balances, including interest and related dues, were made available for our verification. Accordingly, we are unable to comment upon the accuracy, completeness, and consequential impact, if any, of such balances in the financial statements.

21. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have not come across any instance of material fraud by or on the Company, noticed or reported during the year, nor have we been informed of such case by management.

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

22. As represented to us by the management, there are no whistle blower complaints received by the Company during the year.

23. The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.

24. In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable 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.

25. The Company does not have a formal internal audit system. In our opinion the internal control system is not commensurate with the size and nature of business.

26. In our opinion during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors. and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

27. In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.

28. In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the **Order** is not applicable.

29. The Company has not incurred cash losses during the financial year covered by our audit. However, the Company had incurred cash losses in the immediately preceding financial year.

30. The Company has defaulted in repayment of its obligations to lenders and installments of loans outstanding as at the balance sheet date and has reported negative net worth as at 31st March 2026. Although the Company has earned profit during the current financial year, material uncertainty continues to exist regarding its ability to meet its liabilities as and when they fall due within a period of one year from the balance sheet date. Accordingly, we are unable to comment on the Company's capability to discharge its liabilities in the normal course of business.

31. The Company is not required to spend towards Corporate Social Responsibility (CSR) as per Section 135 of the Companies Act, 2013, since there is no average profit in the last 3 years calculated as per the provisions of the Act. Hence reporting under clause 3(xx)(a) of the order is not required.

32. There are no unspent amounts under sub-section (5) of Section 135 of the Act, pursuant to any ongoing project requiring transfer to special account in compliance with the provision of sub-section (6) of section 135 of the Act. Accordingly, reporting under clause 3(xx)(b) of the Order is not applicable for the year.

33. The clause 3(xxi) of the Order is not applicable to the Standalone Financial Statements of company.

For APT & Co. LLP

Chartered Accountants

Firm Registration No.:014621C/N500088

SD/-

CA. DILIP KUMAR SINGH

Partner

Membership No.: 523877

UDIN – 26523877WYKVSS1371

DATE: 27/05/2026

ANNEXURE - B TO THE AUDITORS' REPORT

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

We have audited the internal financial controls over financial reporting of JALAN TRANSOLUTIONS INDIA LIMITED. ("The Company") as of 31 March 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls

over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Qualified Opinion

According to the information and explanation given to us, the Company has not established its internal financial control with reference to Financial Statements on criteria based on or considering the essential components of internal control stated in the Guidance Note. Because of this reason, we are unable to obtain sufficient appropriate audit evidence to provide a basis for our opinion whether the Company had internal financial controls with reference to Financial Statements and whether such internal financial controls were operating effectively as at March 31, 2026. We have considered the disclaimer reported above in determining the nature, timing, and extent of audit tests applied in our audit of the Financial Statements of the Company, and the disclaimer does not affect our opinion on the Financial Statement.

SD/-

For APT & Co. LLP

Chartered Accountants

Firm Registration No.:014621C/N500088

CA. DILIP KUMAR SINGH

Partner

Membership No.: 523877

UDIN – 26523877WYKVSS1371

DATE:27/05/2026

Statement on Impact of Audit Qualifications (for audit report with modified opinion) submitted along-with Annual Audited Financial Results

I. Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2026 (See Regulation 33 / 52 of SEBI (LODR) Regulations, 2015)

(Amounts in Lakhs)

S. No	Particulars	Audited Figures (as reported before adjusting for qualifications)	Adjusted Figures (audited figures after adjusting for qualifications)
1	Turnover / Total income	228.70	228.70
2	Total Expenditure	223.02	223.02
3	Net Profit/(Loss)	1.38	1.38
4	Earnings Per Share	0.01	0.01
5	Total Assets	86.58	86.58
6	Total Liabilities	4276.08	4276.08
7	Net Worth	(4189.51)	(4189.51)

II. **Audit Qualification (each audit qualification separately)**:

a.	Details of Audit Qualification	The financial statements have been prepared on a going concern basis. However, the Company has incurred significant financial stress as at 31st March 2026, reflected by its negative net worth of ₹4189.51 Lakhs and current liabilities of ₹3486.43 lakhs exceeding current assets of ₹84.25 Lakhs. Further, the Company has defaulted in repayment of principal and interest in respect of its borrowings during the year, except for payment of ₹7.50 crores towards the One-Time Settlement ("OTS") entered into with Union Bank of India, which was paid by the promoters and/or related parties on behalf of the Company. However, as the final settlement confirmation / No Objection Certificate ("NOC") from the Bank has not been received as at the year end, no consequential adjustment in respect of the settlement has been recognised in the financial statements. Further, substantial balances of trade creditors and other liabilities are subject to confirmation and reconciliation, and supporting documents in respect of certain balances were not made available for verification. Considering the above circumstances, material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern
b.	Type of Audit Qualification: Qualified Opinion Disclaimer of Opinion Adverse Opinion	Qualified Opinion
c.	Frequency of qualification: Whether appeared first time / repetitive / since how long continuing	The qualification is disclosed as qualification for the fifth time in Audit Report for the financial year ending on 31st March, 2026.

d.	For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views	Not Applicable (Impact is not quantifiable)
e.	For Audit Qualification(s) where the impact is not quantified by the auditor : (i) Management's estimation on the impact of audit qualification (ii) If management is unable to estimate the impact, reasons for the same: (iii) Auditors' Comments on (i) or (ii) above	(i) Not Quantifiable (ii) During last few years, company was under severe financial crisis. In order to make it debt free and strengthen its operations, the company was in search of some new equity partners but in the mean while the promoters showed the commitment by making successful OTS payment to union Bank during the year. (iii) Management Remarks are self-explanatory.

a.	Details of Audit Qualification	The Company's trade receivables, trade payables, borrowings, and certain other balances are subject to verification, confirmation, and reconciliation. Adequate supporting documents and third-party confirmations in respect of such balances were not available, and accordingly the consequential impact, if any, on the standalone financial statements remains unascertained.
b.	Type of Audit Qualification: Qualified Opinion Disclaimer of Opinion Adverse Opinion	Qualified Opinion
c.	Frequency of qualification: Whether appeared first time / repetitive / since how long continuing	The qualification is disclosed as qualification for the First time in Audit Report for the financial year ending on 31st March, 2026.
d.	For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views	Not Applicable (Impact is not quantifiable)

e.	For Audit Qualification(s) where the impact is not quantified by the auditor : (i) Management's estimation on the impact of audit qualification (ii) If management is unable to estimate the impact, reasons for the same: (iii) Auditors' Comments on (i) or (ii) above	(i) Not Quantifiable (ii) Company does not hold any assets during the year. (iii) Management Remarks are self-explanatory.

a.	Details of Audit Qualification	The Company's outstanding financial liabilities, including secured loans, NBFC borrowings, and unsecured loans, are subject to confirmation and reconciliation. Supporting documents and confirmations from the respective lenders were not available, and accordingly the consequential impact, if any, on the standalone financial statements remains unascertained.
b.	Type of Audit Qualification: Qualified Opinion Disclaimer of Opinion Adverse Opinion	Qualified Opinion
c.	Frequency of qualification: Whether appeared first time / repetitive / since how long continuing	The qualification is disclosed as qualification for the First time in Audit Report for the financial year ending on 31st March, 2026.
d.	For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views	Not Applicable (Impact is not quantifiable)
e.	For Audit Qualification(s) where the impact is not quantified by the auditor : (i) Management's estimation on the impact of audit qualification (ii) If management is unable to estimate the impact, reasons for the same: (iii) Auditors' Comments on (i) or (ii) above	(i) Not Quantifiable (ii) Qualification relates to financial preparation process and impact of which is not quantifiable (iii) Management Remarks are self-explanatory.

a.	Details of Audit Qualification	the Company has not established its internal financial control with reference to Financial Statements on criteria based on or considering the essential components of internal control stated in the Guidance Note
b.	Type of Audit Qualification: Qualified Opinion Disclaimer of Opinion Adverse Opinion	Qualified Opinion
c.	Frequency of qualification: Whether appeared first time / repetitive / since how long continuing	The qualification is disclosed as qualification for the Third time in Audit Report for the financial year ending on 31st March, 2026.
d.	For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views	Not Applicable (Impact is not quantifiable)
e.	For Audit Qualification(s) where the impact is not quantified by the auditor : (i) Management's estimation on the impact of audit qualification (ii) If management is unable to estimate the impact, reasons for the same: (iii) Auditors' Comments on (i) or (ii) above	(i) Not Quantifiable (ii) Qualification relates to financial preparation process and impact of which is not quantifiable (iii) Management Remarks are self-explanatory.

III. Signatories

For Jalan Transolutions (India) Limited

Manish Jalan
(Managing Director)

Manjeet Kumar
(CFO)

Sanjay Sharma
(Chairman of Audit Committee)

For APT & Co. LLP

Chartered Accountants

Firm Registration No.:014621C/N500088

Sd/-

CA. DILIP KUMAR SINGH

Partner

Membership No.: 523877

Date: 27/05/2026
Place: Delhi

JALAN TRANSOLUTIONS (INDIA) LIMITED

Standalone Balance sheet as at 31 March 2026

CIN: L63090DL2003PLC119773

(All amounts Rs. in lakhs, unless otherwise stated) **(₹ in Lakhs)**

Particular	**Note No.**	**As at 31 March 2026**	**As at 31 March 2025**
ASSETS			
Non-current assets			
Property, plant and equipment	**10**	-	-
Intangible assets	**10**	-	-
Financial assets			
- Investments		-	-
- Other non-current assets	**6**	2.33	2.33
Total non-current assets		**2.33**	**2.33**
Current assets			
Financial assets			
- Trade receivables	**8**	66.10	43.07
- Cash and cash equivalents	**9**	10.05	1.11
- Bank balances other than cash and cash equivalents			
Other current assets	**7**	8.11	5.32
Total current assets		**84.25**	**49.50**
Total Assets		**86.58**	**51.83**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	**11**	1,453.72	1,453.72
Other equity	**11**	(5,643.23)	(5,644.61)
Total equity		**(4,189.51)**	**(4,190.89)**
Liabilities			
Non-current liabilities			
Financial liabilities			
- Borrowings	**12**	733.00	463.00
Provisions		-	-
Deferred tax liabilities (net)		56.65	56.65
Total non-current liabilities		**789.65**	**519.65**

Current liabilities			
Financial liabilities			
Borrowings	**12**	2,298.29	3,048.30
Trade payables			
- total outstanding dues of micro and small enterprises; and		-	-
- total outstanding dues of creditors other than micro and small enterprises	**13**	312.72	287.48
Other Financial Liabilities	**14**	1.16	0.96
Other current liabilities	**15**	769.93	284.36
Provisions	**16**	104.33	101.97
Current Tax liabilities (net)			-
Total current liabilities		**3,486.43**	**3,723.07**
Total Equity and Liabilities		**86.58**	**51.84**

See Accompanying notes to Financial Statements

As per our report of even date attached
For APT & Co. LLP
Chartered Accountants
Firm Registration No.:014621C/N500088

For and on behalf of the Board of Directors of
Jalan Transolutions (India) Limited

Sd/-
CA. DILIP KUMAR SINGH
Partner
Membership No.: 523877

Date: 27/05/2026

Sd/-
RITU JALAN
Director
DIN : 00050268

Sd/-
Manish Jalan
Managing Director
DIN: 00043040

Sd/-
Manjeet Kumar
CFO
HJLPK7204R

Sd/-
Shruti Goel
Company Secretary
M. No.: A33739

JALAN TRANSOLUTIONS (INDIA) LIMITED

Standalone Statement of Profit and Loss for year ended March 31, 2026

(₹ in Rupees in lakhs)

Particulars	Notes	6 Months Ended			Year Ended	
		31.03.2026 (Audited)	30.09.2025 (Unaudited)	31.03.2025 (Audited)	31.03.2026 (Audited)	31.03.2025 (Audited)
Revenue from operations	17	134.92	93.75	25.51	228.67	78.82
Other income	18	0.03	-	-47.24	0.03	99.75
Total Income		**134.95**	**93.75**	**-21.73**	**228.70**	**178.57**
Expenses:						
Cost of rendering of services	19	126.30	80.45	25.40	206.75	92.92
Employee benefits expense	20	1.88	1.34	1.62	3.22	5.38
Depreciation and amortization expense	21	-	-	-	-	10.68
Finance costs	22	0.33	-	231.68	0.33	233.35
Other expenses	23	4.72	8.00	15.01	12.72	19.54
Total expenses		**133.23**	**89.79**	**273.71**	**223.02**	**361.86**
Profit before exceptional item and tax		1.72	3.97	(295.45)	5.68	(183.29)
Exceptional Items	24	(4.30)	-	-	(4.30)	(4.58)
Profit before tax		**(2.58)**	**3.97**	**(295.45)**	**1.38**	**(187.87)**
Tax expense :						
Current tax		-	-	-	-	-
Deferred tax charge		-	-	-		-
Total tax expenses		-	-	-	-	-
Profit for the year		**(2.58)**	**3.97**	**(295.45)**	**1.38**	**(187.87)**

Other comprehensive income/(loss)						
A) Items that will not be reclassified to profit or loss in subsequent period		0.00	0.00	0.00	0.00	0.00
B) Items that will be reclassified to profit or loss in subsequent period		0.00	0.00	0.00	0.00	0.00
Total other comprehensive income/(loss) for the year		-	-	-	-	-
Total comprehensive income/(loss) for the year		**(2.58)**	**3.97**	**(295.45)**	**1.38**	**(187.87)**
Earnings per share (nominal value of shares ₹ 2)						
-Basic earnings per share (₹)	25	(0.02)	0.03	(2.03)	0.01	(1.29)
-Diluted earnings per share (₹)	25	(0.02)	0.03	(2.03)	0.01	(1.29)

See accompanying notes to financial statements.

As per our report on even date
For APT & Co. LLP
Chartered Accountants
Firm Registration No.:014621C/N500088

For and on behalf of the Board of Directors of
Jalan Transolutions (India) Limited

Sd/-
CA. DILIP KUMAR SINGH
Partner
Membership No.: 523877
Date: 27/05/2026

Sd/-
RITU JALAN
Director
DIN : 00050268

Sd/-
Manish Jalan
Managing Director
DIN: 00043040

Sd/-
Manjeet Kumar
CFO
HJLPK7204R

Sd/-
Shruti Goel
Company Secretary
M. No.: A33739

JALAN TRANSOLUTIONS (INDIA) LIMITED

Standalone Statement of Cash Flow for the year ended March 31, 2026

(₹ in Lakhs)

	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(A)	**CASH FLOW FROM OPERATING ACTIVITIES :**		
	Net profit before tax	1.38	(187.87)
	Adjustments to reconcile profit to net cash provided by operating activities:		
	Depreciation and amortization expense	-	10.68
	Interest expense	0.33	233.35
	Interest income	(0.03)	(1.02)
	Allowance for bad and doubtful advances	-	
	Net loss on sale of property, plant and equipment	-	-
	Loan Settlement	-	-
	Previous year adjustment	0.02	-
	Operating profit before working capital changes	**1.70**	**55.13**
	Working capital changes:		
	Increase /(decrease) in Short term Borrowing	270.00	5.32
	Increase/(decrease) in trade payables	25.24	(94.70)
	Increase/(decrease) in Other current liabilities	485.77	1.11
	Increase/(decrease) in Other provisions	2.36	(21.05)
	Increase/(Decrease) in trade receivables	(23.02)	27.17

	Increase/(Decrease) in loans and advances and other current assets	(2.79)	36.99
	Increase/(Decrease) in other non current assets	-	7.46
	Cash flows from operations	**759.26**	**17.44**
	Income taxes (paid) during the year (net of refunds)	-	-
	Net cash flows from operating activities	**759.26**	**17.44**
(B)	**CASH FLOW FROM INVESTING ACTIVITIES :**		
	Proceeds from sale of Property, Plant and Equipment	-	722.71
	Proceeds from sale of non current investments	-	-
	Net cash flows (used) in investing activities	**-**	**722.71**
(C)	**CASH FLOW FROM FINANCING ACTIVITIES :**		
	Interest and other finance charges paid	(0.33)	(233.35)
	Interest and other finance charges received	0.03	1.02
	Proceeds from long term borrowings	-	-
	Repayment of long term borrowings	(750.01)	(502.76)
	Proceeds from Short term borrowings		
	Net cash flows (used) in financing activities	**(750.31)**	**(735.09)**
	Net (Decrease) in Cash and cash equivalents	8.94	5.06
	Cash and cash equivalents at the beginning of the year	1.11	(3.94)
	Cash and cash equivalents at the end of the year (Refer Note 11)	**10.05**	**1.11**

Note:-

1. The figures in brackets indicates outflows.
2. The above cash flow has been prepared under "Indirect method" as set out in Indian Accounting Standard (Ind AS -7) Statement of Cash Flows.

See accompanying notes to financial statements.

As per our report on even date

For APT & Co. LLP

Chartered Accountants
Firm Registration No.:014621C/N500088

Sd/-

CA. DILIP KUMAR SINGH

Partner
Membership No.: 523877

Date: 27/05/2026

For and on behalf of the Board of Directors of Jalan Transolutions (India) Limited

Sd/-	Sd/-
RITU JALAN	**Manish Jalan**
Director	Managing Director
DIN : 00050268	DIN: 00043040
Sd/-	Sd/-
Manjeet Kumar	**Shruti Goel**
CFO	Company Secretary
HJLPK7204R	M. No.: A33739

Notes forming part of the financial statements as at and for the year ended March 31, 2026

1. COMPANY OVERVIEW

The Standalone financial statement comprise financial statement of Jalan Transolutions (India) Limited for the year Ended on 31st March, 2026. The company is a public company domiciled in India and is incorporated under the provision of the Companies Act, 2013 and rule 8 of the companies incorporation rules 2014. Its share listed on National Stock Exchange of India, Jalan Transolutions (India) Limited incorporated on 07.04.2003 is engaged in the transportation business. The registered Office of the company is located at 206, Ajnara Bhawan, D-Block Market, Vivek Vihar, Delhi –110095

2. BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The financial statements of Jalan Transolutions (India) Limited ('the Company') have been prepared in accordance with India Accounting Standards (Ind As) notified under Section 133 of the Companies Act, 2013 ('the Act') read together with Rule 3 of the Companies (India Accounting Standards) Rules, 2015 and other relevant provisions and amendments of the Act.

The financial statements are presented in India Rupees which is also the company's functional currency. all amounts have been rounded off to the nearest rupees, unless otherwise indicated.

Accounting policies have been consistently applied in all material aspects except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

3.(I) MATERIAL ACCOUNTING POLICIES

a) Fair value measurement

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

•In the principal market for the asset or liability, or
• In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their best economic interest.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy.

b) Current and non-current classification

The assets and liabilities are classified as current/ non-current based on the operating cycle, which has been identified as 12 months.

c) Functional and presentation currency

The financial statements are prepared in Indian Rupees (₹), which is the Company's functional currency. All financial information presented in Indian Rupees (₹) has been rounded to the nearest lakhs. Amounts less than ₹ 0.50 Crore have been presented as "0".

d) Revenue recognition

(i) Sale of Services

Revenue from the transportation business is recognized by reference to the stage of completion.
When the contract outcome cannot be measured reliable, revenue is recognised only to the extent that the expenses incurred are eligible to be recovered.

(ii) Interest income

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

(v) Others

Other income is recognized on an accrual basis only when there is certainty of collection.

e) Property, Plant and Equipment

(i) Property, Plant and Equipment

The Company does not hold any fixed assets as of the reporting date. During the financial year, the Company has written off, sold, and/or had auctioned all its fixed assets, resulting in no fixed assets being recorded in the books as at the balance sheet date. Consequently, no physical verification or title deed verification was possible for fixed assets during the year.

(ii) Depreciation

Depreciation is charged on the assets as per Written Down Value method at rates worked out based on the useful lives and in the manner prescribed in the Schedule II to the Companies Act, 2013.The depreciation method, useful lives and residual value are reviewed at each of the reporting date. Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (upto) the date on which the asset is ready for use (disposed off). The residual values and useful life are reviewed, and adjusted if appropriate, at the end of each reporting period. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount

Assets	**Useful life in years**
Factory buildings	30 years
Computers and data processing equipment (included in office equipments)	3-6 years
Office equipment	5 years
Furniture and fixtures	10 years
Vehicles	8-10 years

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

(iii) Borrowing costs

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 capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consists of interest and other costs that an entity incurs in connection with the borrowings of the funds.

f) Intangible assets

Intangible assets are recognized, when it is probable that the expected future economic benefits that are attributable to the asset will flow to the Company and the cost of the asset can be measured reliably. An intangible asset shall be measured initially at cost. Intangible assets are subsequently measured at cost less accumulated amortization and any accumulated impairment losses. Intangible does not include any software which is integral part of the related hardware.

The Company should assess whether the useful life of an intangible asset is finite or infinite. A useful life is infinite, when based on all relevant factor analysis, there is no foreseeable limit to the period over which the asset is expected to generate net cash inflows. An intangible asset with a finite useful life is amortised and those with an infinite useful life are not

amortised.

The amortisation period and the amortisation method for intangible assets are reviewed at financial year end.

g) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets – recognition and subsequent measurement

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit and loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets except treasury investment that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognized on the trade date, i.e., the date that the Company commits to purchase or sell the asset. For purposes of subsequent measurement, financial assets are classified in three categories:

Financial assets at amortized cost

A 'financial asset' is measured at the amortized cost if both the following conditions are met:

a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included in finance income in the Statement of Profit and Loss. The losses arising from impairment are recognized in the Statement of Profit and Loss. This category generally applies to trade and other receivables.

Financial assets - derecognition

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognize the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognizes an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Financial liabilities – recognition and subsequent measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

· Financial Liabilities at amortized cost (Loans, Borrowings and Trade and Other payables)

After initial recognition, interest-bearing loans, borrowings and Trade and Other payables are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process.

Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the Statement of Profit and Loss.

Financial liabilities - derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of Profit and Loss.

h) Taxation

Current tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided, using the balance sheet method, on all temporary differences at the reporting date 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:

· 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

· In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future

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:

· In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

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 and does not give to equal taxable and deductible taxable differences.

· In respect of deductible temporary differences associated with investments in subsidiaries and interests in joint ventures, deferred tax assets are recognized only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilized.

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.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to 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.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

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.

Minimum Alternate Tax ('MAT') paid in a year is charged to the Statement of Profit and Loss as current tax. MAT paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognized as an asset in the Balance Sheet when it is probable that future economic benefit associated with it will flow to the Company.

I) Retirement and other Employee benefit schemes

i. Short-term employee benefits

Employee benefits payable wholly within twelve months of receiving employee services are classified as short-term employee benefits. These benefits include salaries and wages, performance incentives and compensated absences which are expected to occur in next twelve months. The undiscounted amount of short-term employee benefits to be paid in exchange for employee services is recognized as an expense as the related service is rendered by employees.

ii. Post-Employment Benefits

Gratuity
In accordance with the Payment of Gratuity Act of 1972, the Company contributes to a defined benefit plan (the “Gratuity Plan”). The Gratuity Plan provides a lump sum payment to employees who have completed at least 5 years of service; at retirement, disability or termination of employment being an amount equal to 15 days' salary (based on the respective employee’s last drawn salary) for every completed year of service.

Based on actuarial valuations conducted as at year end, a provision is recognized in full for the benefit obligation over and above the funds held in the Gratuity Plan.

In respect of defined benefit schemes, the assets are held in separately administered funds. In respect of defined benefit schemes, the cost of providing benefits under the plans is determined by actuarial valuation separately each year using the projected unit credit method by independent qualified actuary as at the year end.

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognized immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to the Statement of Profit and Loss in subsequent periods.

The Company recognizes the following changes in the net defined benefit obligation as an expense in the Statement of Profit and Loss:

· Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and

· Net interest expense or income

Provident Fund

The Company offers retirement benefits to its employees, under provident fund scheme which is a defined benefit plan. The Company and employee contribute at predetermined rates to 'Hindustan Zinc Limited Employee's Contributory Provident Fund' ('Trust') accounted on accrual basis and the conditions for grant of exemption stipulate that the employer shall make good the deficiency, if any, between the return guaranteed by the statute and actual earning of the Trust. The contribution towards provident fund is recognized as an expense in the Statement of Profit and Loss.

j) Provision

Provisions are recognized when the Company has a present obligation (legal or constructive), as a result of past events, and it is probable that an outflow of resources, that can be reliably estimated, will be required to settle such an obligation. 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 recognised as a finance cost. Provisions are reviewed at each reporting date and are adjusted to reflect the current best estimate.

k) Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and on hand and short-term money market deposits with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of change in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above.

l) Provisions, contingent liabilities and contingent assets

The assessments undertaken in recognising provisions and contingencies have been made in accordance with the applicable Ind AS.

Provisions represent liabilities for which the amount or timing is uncertain. Provisions are recognized when the Company has a present obligation (legal or constructive), as a result of past events, and it is probable that an outflow of resources, that can be reliably estimated, will be required to settle such an obligation.

If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows to net present value using an appropriate pre-tax discount rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. Unwinding of the discount is recognized in Statement of profit and loss as a finance cost. Provisions are reviewed at each reporting date and are adjusted to reflect the current best estimate.

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 recognised 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 recognised because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the Balance Sheet.

In the normal course of business, contingent liabilities may arise from litigation and other claims against the Company. There are certain obligations which management has concluded, based on all available facts and circumstances, are not probable of payment or are very difficult to quantify reliably, and such obligations are treated as Contingent liabilities and disclosed in the notes but are not reflected as liabilities in the financial statements. Although there can be no assurance regarding the final outcome of the legal proceedings in which the Company is involved, it is not expected that such contingencies will have a material effect on its financial position or profitability.

Contingent assets are not recognised but disclosed in the financial statements when an inflow of economic benefit is probable.

The Company has significant capital commitments in relation to various capital projects which are not recognized on the balance sheet but disclosed in the financial statement.

4. (II) CHANGES IN ACCOUNTING POLICIES AND

DISCLOSURES

Standards issued but not yet effective

There are no new amendments proposed in the existing Ind AS.

5 (III) SIGNIFICANT ACCOUNTING ESTIMATE AND JUDGEMENT

The preparation of the standalone financial statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amount of assets, liabilities, income, expenses and disclosures of contingent liabilities at the date of these financial statements. Actual results may differ from these estimates under different assumptions and conditions.

The management believes that the estimates used in preparation of the consolidated financial statements are prudent and reasonable. Information about estimates and judgments made in applying accounting policies that have the most significant effect on the amounts recognized in the consolidated financial statements are as follows:

6. OTHER FINANCIAL ASSET

(₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Bank deposits with maturity more than 12 months	2.00	2.00
Security Deposit	-	-
Total	2.00	2.00

7. OTHER ASSETS

(₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Non-Current		

(Unsecured considered good unless otherwise stated)		
Accrued Interest on FDR's & Securities	0.33	0.33
Total	0.33	0.33
Current		
Unsecured, considered good		
Balance with Government authorities	3.11	0.32
TDS Receivable (from Financers)	-	-
Prepaid expenses	-	-
Operational Advances given	-	-
Other Imprest	-	-
Staff Advance	-	-
Other current Assets	5.00	5.00
Total	8.11	5.32

8. TRADE RECEIVABLES

(₹ in Lakhs)

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
Unsecured		
Considered Good (Refer note Below)	66.10	43.07
Total	66.10	43.07

Trade Receivables ageing schedule

Particulars	As at March 31, 2026	As at March 31, 2025
Undisputed - considered good		
Not Due		
Less than 6 months	32.81	
6 months – 1 year	-	
1-2 years	-	
2-3 years	-	
More than 3 years	33.29	43.07
Total	66.10	43.07

9. CASH AND CASH EQUIVALENTS

(₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Balances with banks		
Cash in hand	0.36	0.36
On current accounts	9.69	0.75
Total	10.05	1.11

10. PROPERTY, PLANT AND EQUIPMENT AND OTHER INTANGIBLE ASSETS

(₹ in Lakhs)

Particulars	Land	Building	Plant and Equipment	Furniture and Fixture	Vehicles	Computer	Total
At Cost							
As at April 1, 2024	95.98	1,227.49	44.38	3.48	399.34	204.64	1,975.31
Additions (1&3)							
Disposals/ adjustments	95.98	1,227.49	44.38	3.48	399.34	204.64	1,975.31
Transfer/Reclassfication (from)/to							
As at March 31, 2025	-	-	-	-	-	-	-
Additions (1&3)							
Disposals/ adjustments	-	-	-	-	-	-	-
Transfer/Reclassfication (from)/to							
As at March 31, 2026	-	-	-	-	-	-	-
Accumulated depreciation							
As at April 1, 2024	-	655.90	39.56	3.18	342.21	201.12	1,241.97
Depreciation charge for the year	-	8.90	-	-	1.78	-	10.68
Disposals/ adjustments		664.80	39.56	3.18	343.99	201.12	1,252.65
As at March 31, 2025	-	-	-	-	-	-	-
Depreciation charge for the year		-					-
Disposals/ adjustments		-	-	-	-	-	-
As at March 31, 2026	-	-	-	-	-	-	-
Net Book Value							
As at March 31, 2026	-	-	-	-	-	-	-
As at March 31, 2025	-	-	-	-	-	-	-
INTANGIBLE ASSETS	-	-	-	-	-	-	-

Particulars	Computer Software	Total
At Cost		
As at April 1, 2024	0.96	0.96
Additions (1&3)		
Disposals/ adjustments	0.96	0.96
Transfer/Reclassfication (from)/to		
As at March 31, 2025	-	-
Additions (1&3)		
Disposals/ adjustments	-	-
Transfer/Reclassfication (from)/to		
As at March 31, 2026	-	-
Accumulated depreciation		
As at April 1, 2026	-	-
Depreciation charge for the year		-
Disposals/ adjustments		
As at March 31, 2025	-	-
Depreciation charge for the year	-	-
Disposals/ adjustments	-	-
As at March 31, 2026	-	-
Net Book Value		
As at March 31, 2026	-	-
As at March 31, 2025	-	-

Note:

(i) Contractual obligations

The Company does not have any contractual commitments for the acquisition of property, plant and equipment.

(ii)The Company has not capitalised any borrowing cost during the year ended March 31, 2026 and March 31, 2025.

(iii)The Company does not hold any fixed assets as at the reporting date.

JALAN TRANSOLUTIONS (INDIA) LIMITED
Standalone Statement of Changes in Equity for the year ended March 31, 2026

(All amounts Rs. in lakhs, unless otherwise stated)

11

a. Equity share capital

Equity shares of ₹ 10 each issued, subscribed and fully paid	**Numbers of shares (in Crore)**	**₹ in Lakhs**
As at March 31, 2025*	145	1,454
Changes in equity share capital due to prior period errors	-	-
Changes in equity share capital during the current year	-	-
As at March 31, 2026*	**145**	**1,454**

*There are no prior period errors for the year ended 31 March 2026

b. Other equity

Particulars	**Reserve & Surplus**		**Other comprehensive Income - Reserve**	**Total**
	Retained earnings	**Securities Premium**	**Remeasurement of defined benefit plans**	
Balance as at April 01, 2025	**(6,842)**	**1,386**	-	**(5,457)**
Profit for the year	(188)	-	-	(188)
Changes in accounting policy or prior period errors		-	-	-
Other comprehensive income/(loss)				-
(a.) Remeasurements gain of the defined benefit plans	-	-	-	-

Tax effect on above	-	-	-	-
Total Other comprehensive income/(loss) for the year	-	-	-	-
Total comprehensive income/(loss) for the year	**(188)**	-	-	**(188)**
Balance as at March 31, 2025	**(7,030)**	**1,386**	-	**(5,645)**
Profit for the year	1.38	-	-	1.38
Changes in accounting policy or prior period errors	-	-	-	-
Other comprehensive income/(loss)				
(a.) Remeasurements gain of the defined benefit plans	-	-	-	-
Tax effect on above	.	-	-	-
Total Other comprehensive income/(loss) for the year	-	-	-	-
Total comprehensive income/(loss) for the year	**1.38**	-	-	**1.38**
Balance as at March 31, 2026	**(7,029)**	**1,386**	-	**(5,643)**

11. EQUITY SHARE CAPITAL

(₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
A. Authorized equity share capital		
Equity shares of ₹ 10 (March 31, 2021: ₹ 10) each.	2,200	2,200
No. of Shares (In Lakhs)	220	220
B. Issued, subscribed and paid up		
Equity shares of ₹ 10 (March 31, 2021: ₹ 10) each.	1,454	1,454
No. of Shares (In Lakhs)	145	145

Details of shareholders holding more than 5% shares in the Company

Manish Jalan		
No. of Shares (In lakhs)	24.1	17.3
% of Holding	16.57%	11.91%

Terms/Rights attached to equity shares

The Company has one class of equity shares having a par value of ₹ 10 per share. Each equity shareholder is eligible for one vote per share held. Each equity shareholder is entitled to dividend as and when declared by the Company. Interim dividend is paid as and when declared by the Board. Final dividend is paid after obtaining shareholders' approval. Dividends are paid in Indian Rupees. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amount in proportion to their shareholding.

12. BORROWINGS

(₹ in Lakhs)

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
Non-Current		
At amortised cost		
Secured		

Term Loan from Banks*	-	-
Term Loan from Other Financial institutions*	-	-
Unsecured		
Term Loan from Other Financial Institutions	-	-
Term Loan from Other Companies	-	-
Loan from Related Parties[#]	733.00	463.00
Total Non-current borrowing	733.00	463.00

Term loan from banks/Other Financial Institutions*

* the above maturity profile is based on total principal outstanding gross of issue expense

It consist of loan from Directors/Relatives and are interest free. Further, The Directors have certified that the loans are provided by the director from their own funds and not from borrowed funds

Current

(₹ in Lakhs)

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
Secured		
Working capital Loan repayable on demand from Bank		
- Restructured Term Loan*	1,411.62	2,161.62
- State Bank of India	-	-
Current Maturities of Long term Debt		
Term Loan from Banks	240.31	240.32
Term Loan from Other Financial institutions	302.28	302.28
Unsecured		
Loan from other Financial institutions		

Loan from other companies	344.09	344.09
Total	2,298.29	3048.30

The Company has entered into a One-Time Settlement ("OTS") with Union Bank of India vide sanction letter bearing reference no. SAM: DELOR4562025-26 for a settlement amount of ₹7,50,00,000.

Pursuant to the terms of the letter, the Company has accounted for an amount of ₹7,50,00,000 in its books of accounts during the year. The payments towards the said settlement have been made by the promoters of the Company and/or related parties on behalf of the Company, and appropriate adjustments have been made in their respective ledger accounts.

However, since the No Objection Certificate ("NOC") / final settlement confirmation from the Bank had not been received as at 31 March 2026, no further settlement effect or waiver adjustment has been recognised in respect of the balance amount.

The balance settlement amount shall be accounted for upon completion of the settlement process and receipt of necessary confirmation from the Bank.

Particulars	Overdue EMI (Amount in Rs.)	Interest Component (Amounts in Rs.)	Overdues Period (in days)	Status of Loan
SECURED LOANS				
FROM BANKS				
CORPORATION BANK (union Bank)	14,11,61,716		2734	NPA
KOTAK MAHINDRA BANK LTD	17,60,763		1587	NPA
ICICI BANK LTD.	1,27,27,762		2920	NPA
INDUSIND BANK LTD.	95,42,013		2920	NPA
FROM NBFC				
Capital Trade Links	3,02,27,551	-	730	NPA

Total	**19,54,19,805**	**-**		

Particulars	Less than 1 year	1-2 year	2-3 years	More than 3 yrs
Total Borrowings				
Secured				
Banks				
UNION BANK OF INDIA	-	-	-	14,11,61,716
ICICI BANK LTD	-	-	-	1,27,27,762
INDUSIND BANK LTD	-	-	-	95,42,013
KOTAK MAHINDRA BANK LTD	-	-	-	17,60,763
NBFC				
Capital Trade Links Limited	-		-	3,02,27,551
Other Companies				
Hearmo Tech Pvt Ltd	-	-	-	30,00,000
Kalpa Commercial Pvt Ltd		-	30,00,000	-
Prasiddh Fincap Limited	-	-	-	66,20,450
RRN Financial Services Limited	-	-	-	66,74,000
Saubhagya Enterprises Pvt Ltd	-	-	-	1,21,15,000
Stitched Textiles Pvt Ltd	-	-	0	10,00,000
Sunrise Bizcom Pvt Ltd	-	-	0	10,00,000
Vax Fashion Pvt Ltd	-	-	0	10,00,000
Directors Loans				
Manish Jalan	2,70,00,000	-	0	4,50,00,000
Ritu Jalan	-	13,00,000	-	-

13. TRADE PAYABLES

Particulars	As at March 31, 2026	As at March 31, 2025
		(₹ in Lakhs)
Total outstanding dues of Micro Enterprises and Small Enterprises	-	-
Total outstanding dues of creditors other than Micro Enterprises and Small Enterprises	312.71849	287.48
Total	312.72	287.48

Trade payables Ageing Schedule

	As at March 31, 2026	As at March 31, 2025
		(₹ in Lakhs)
Undisputed dues- Micro Enterprises and Small Enterprises		
Unbilled Dues		
Less than 1 year	-	-
1-2 years	-	-
2-3 years	-	-
More than 3 years	-	-
Total	-	-
Undisputed dues- Other than Micro Enterprises and Small Enterprises		
Less than 1 year	32.71	
1-2 years	-	-
2-3 years	-	-
More than 3 years	280.01	287.48
Total	312.72	287.48

14. OTHER FINANCIAL LIABILITY

Particulars	As at March 31, 2026	As at March 31, 2025
		(₹ in Lakhs)
Other Financial Payables	1.16	0.96
Total	1.16	0.96

15. OTHER CURRENT LIABILITIES

Particulars	As at March 31, 2026	As at March 31, 2025
		(₹ in Lakhs)
TDS Payable	23.86	23.39
VAT Payable	7.44	7.44
GST Payable	-	-
Salary Payable	0.27	0.27
Advance from Customer	77.49	77.49
Audit Fees Payable	0.54	-
Advance from Related Parties	660.34	175.78
Total	769.93	284.36

16. PROVISION

Particulars	As at March 31, 2026	As at March 31, 2025
		(₹ in Lakhs)
Non-Current		
Provision for Gratuity	-	-
Provision for Income Tax	-	-

Total	-	-
Current		
Provision for Gratuity		
Provision for Income Tax	104.33	101.97
Total	104.33	101.97

17. REVENUE FROM OPERATIONS

(₹ in Lakhs)

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
Sale of Services	228.67	78.82
Total	228.67	78.82

18. OTHER INCOME

(₹ in Lakhs)

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
Interest Income		1.02
Discount /Cashback Received		
Settlement of Loan		3.71
Others	0.03	95.02
Total	0.03	99.75

19. COST OF RENDERING OF SERVICES

(₹ in Lakhs)

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
Insurance	-	6.19
Truck Operational Expense	206.75	86.65

Consumption of Stock	-	-
Loading and Unloading charges	-	0.08
	206.75	92.92

20. EMPLOYEE BENEFIT EXPENSE

(₹ in Lakhs)

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
Salary Wages and Bonus	3.00	4.00
Contribution to Provident and other funds	0.22	0.29
Staff welfare expense	-	1.09
Total	3.22	5.38

21. FINANCE COST

(₹ in Lakhs)

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
Interest Expense	-	231.47
Bank Charges	-	0.01
Other Finance Cost	0.33	1.86
Total	0.33	233.35

22. DEPRECIATION AND AMORTISATION

(₹ in Lakhs)

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
Depreciation of Property, Plant & Equipment	-	10.68
Total	-	10.68

23. OTHER EXPENSE

(₹ in Lakhs)

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
Electricity, fuel and water	-	0.11
Travelling and conveyance	-	0.18
Business Promotion	-	0.09

Office expenses	3.60	0.79
Communication	-	0.07
Legal and professional	6.45	5.08
Audit Fees	0.50	0.30
Rent, Rates and Taxes	1.70	2.58
Loss on sale of Fixed asset	-	1.60
Miscellaneous Expenses	0.31	0.83
Amount written off	0.15	7.90
Total	12.72	19.54

24. EXEPTIONAL ITEMS

(₹ in Lakhs)

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
Loan Settlement		
Bad debts written off	-	-
Assets Written off	-	4.58
Total	-	4.58

EARNING PER SHARE

(₹ in Lakhs)

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
Profit after Tax	1.38	(187.87)
Net Profit (loss) attributable to equity shareholders	1.38	(187.87)
Weighted average number of equity shares outstanding during the year (in numbers)	1,45,37,220.00	1,45,37,220.00
Nominal value per equity share (₹)	10.00	10.00
Earning/(Loss) per share (₹) (Basic and diluted)	0.01	(1.29)

RELATED PARTY DISCLOSURES

a) Key Management Personnel:

(i) Board of Directors:

Mr.Manish Jalan	Managing Director
Mr. Rajesh Jalan	Managing Director (Deceased Date of Death 19th April,2021)
Mrs. Pushpa Jalan	Director (Deceased Date of Death 17th April,2021)
Mrs. Meena Jalan	Director (Resigned 01st July 2024)
Mrs. Ritu Jalan	Director (Date of Appointment 19th October 2021)
Mr.Sanjay Sharma	Independent Director
Mrs.Jyoti Chauhan	Director (Resigned 28th July 2021)
Mr. Anil Kumar	Independent Director
Mr. Chandan Singh Bankoti	Independent Director (Date of Appointment 28th July 2021, Resigned 21st August 2021)
Mr. Manjeet Kumar	CFO (Date of appointment 26th December 2024

Ms. Kanchan Aggarwal Company Secretary
(Date of Appointment 7th December 2022)
(Date of Resignation 30th September 2023)

Ms. Shruti Goel Company Secretary
(Date of Appointment 16th October 2023)

b) Companies in which Key Managerial Personnel or their relatives have control/significant influence:
M/s Peejay Buildwell Limited
M/s Quikhop Logistic Solutions Private Limited
M/s Jalan Transolgistics (India) Limited
M/s Jalan Chits Pvt Limited

II. Details of transactions, in the ordinary course of business at commercial terms, and balances with related parties as mentioned in I above

Particulars	**Year ended March 31 2026**	**Year ended March 31 2025**
Remunaration Paid		
o Ms. Aditi (Company Secretary)	-	-
o Ms. Shruti Goel (Company Secretary)	2.86	3.00
o Ms. Kanchan Aggarwal (Company Secretary)	-	-
o Onkar Kapila (CFO)	-	-
o Shantanu Kumar Jha (CFO)	-	-
o Manjeet Kumar(CFO)		

o Manish Jalan				-
Loan Repaid				
o Manish Jalan		-		-
o Rajesh Jalan		-		-
o Pushpa Jalan		-		-
Advances Received through Current Account				
o Manish Jalan		21.98	42.88	
o Rajesh Jalan		-		-
Advances Repaid through Current Account				
o Manish Jalan		61.12	43.77	
o Rajesh Jalan		-		-
Relatives of KMP				
o Meena Jalan (amount received)		175.00	0.91	
o Meena Jalan (amount paid)		40.70		
Companies in which KMP have control				
Loan Taken				
o Jalan Translogistics (India) Ltd.		400.00	12.30	
o Quikhop Logistics Solutions P Ltd				
Loan returned				
o Jalan Translogistics (India) Ltd.		10.60	0.60	
o Quikhop Logistics Solutions P Ltd		-		-
Purchase of Assets				
o Jalan Translogistics (India) Ltd.		-		-
o Quikhop Logistics Solutions P Ltd		-		-

Jalan Transolutions (India) Limited

Summary of significant accounting policies and other explanatory information for the Year ended March 31, 2026
(All amounts Rs. in lakhs, unless otherwise stated)

Note 27 FINANCIAL RISK MANAGEMENT

i Financial instruments by category

For amortised cost instruments, carrying value represents the best estimate of fair value

(₹ in Lakhs)

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
	Amortised Cost	**Amortised Cost**
Financial Asset		
- Trade receivables	66.10	43.07

- Loans	-		-
- Cash and cash equivalents	10.05	1.11	
Total	**76.14**	**44.19**	
Financial Liability			
- Borrowings	3,031.29	3,511.30	
- Trade Payable	312.72	287.48	
- Loans	-		-
	3,344.01	**3,798.78**	

ii Risk Management

The Company's activities expose it to market risk, liquidity risk and credit risk. The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements.

A **Market Risk**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, other financial liabilities and deposits.

Interest rate risk

i Liabilities

Interest rate risk exposure

The company's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates

ii **Assets**

The company's fixed deposits are carried at fixed rate. Therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates

B Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due. Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Company takes into account the liquidity of the market in which the entity operates.

CONTINGENT LIABILITIES
(a). Contingent liabilities, not acknowledged as debt, include:

Particulars	As at March 31, 2026	As at March 31, 2025
Contingent Liability (Income Tax Demand)		

Being interest on overdue installments has not been provided and calculated and the same will be recognised at the final settlement of loans

(b). Contingent liabilities (under litigation), not acknowledged as debt, include:

(₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Pending Court Cases	466.87	466.87

During the year, a financial creditor, Capital Trade Links (CTL), filed an insolvency petition under Section 7 of the Insolvency and Bankruptcy Code, 2016 before the Hon'ble NCLT, which was admitted on 4th March 2025. Subsequently, the Company entered into a settlement agreement with the creditor pursuant to which an initial payment of ₹30 lakhs was made and necessary application for withdrawal of the Corporate Insolvency Resolution Process (CIRP) was filed before the Hon'ble NCLAT/NCLT. The Company has successfully exited the insolvency proceedings and the relevant order for closure/withdrawal of the proceedings was passed on 21st August 2025.

The undisputed amount of Income Tax aggregating to ₹123.02 Lakhs pertaining to Assessment Year 2017-2018 is payable by the Company and the related interest and penalty, if any, has remained unascertained and unaccounted for in the books of accounts. Further, the Company has defaulted in filing of GSTR returns and payment of statutory GST liabilities, and accordingly, the related liability, interest and penalty, if any, have also remained unascertained and unaccounted for. Additionally, the Company has disputed demand under HVAT amounting to ₹37.57 Lakhs and ₹15.48 Lakhs for Assessment Years 2015-2016 and 2016-2017 respectively, which have not been recognised in the books of accounts.

Numerator	Denominator	March 31, 2026	March 31, 2025
Current Assets	Current Liabilities	0.02	0.01
Debt [Debt is long term borrowing (current & non current portion) and Short Term Borrowing]	Shareholder's Equity	(0.72)	(0.84)
Earning before Interest, Tax, Depreciation & Amortisation (EBITDA) and exceptional items	Interest expense on long term and short term borrowing during the period + Scheduled principal repayment of long term borrowing during the year	0.01	0.08
Net Profit after tax (PAT) before exceptional items(net of tax)	Average Shareholder's Equity	-0.14	4.47
Revenue from operations - Earning before Interest, Tax, Depreciation & Amortisation (EBITDA) and exceptional items	Average Inventory	-	-
Revenue from operations (including Other operating income)	Average Trade Receivable	4.19	1.83
Total Purchases	Average Trade Payables	0.69	0.32
Revenue from operations (including Other operating income)	Working capital = Current assets – Current liabilities excluding current maturities of long term borrowing	(0.08)	(0.03)
Net Profit after tax (PAT) before exceptional items(net of tax)	Revenue from operations (including Other operating income)	-	-
Earnings before interest and taxes	Average Capital Employed Capital Employed= Net Worth + Total Debt [Debt is long term borrowing (current & non current portion) and Short Term Borrowing]	-0.01	(0.07)
Income on investments(including interest income on Bank deposits with original maturity of more than 12 months)	Average Investments(including Bank deposits with original maturity of more than 12 months)		

END OF REPORT