NEWJAISA TECHNOLOGIES LIMITED
CIN: L32106KA2020PLC134935
Sy No. 38/1B, 39/1, 39/2 and 39/3, Arekere Village, Begur Hobli, Bannerghatta Road,
Bengaluru, Bengaluru South-560076, Karnataka, India
Email: cs@newjaisa.com; Phone: +91-9035009233
Website: https://newjaisa.com

Date: September 18, 2026

To
National Stock Exchange of India Limited,
Exchange Plaza, Plot No. C/1, G- Block,
Bandra –Kurla Complex, Bandra (East),
Mumbai-400051.

NSE Symbol: NEWJAISA
ISIN: INE0PW501021

Sub: Corrigendum to the Annual Report for the financial year 2025-26

This is with reference to the Annual Report of Newjaisa Technologies Limited for the financial year 2025-26, submitted to the Stock Exchanges on September 5, 2026 and circulated to the shareholders along with the Notice convening the 6th Annual General Meeting ("AGM") of the Company.

Upon subsequent review of the Annual Report, inadvertent typographical errors have been identified in the following sections:

1. "Disclosures with respect to Employee Stock Option Schemes of the Company pursuant to Regulation 14 of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 as on March 31, 2026" appearing on Page No. 52; and
2. "ESOP Disclosure (Employee Share Based Payments)" forming part of the Notes to the Financial Statements appearing on Page No. 106.

Accordingly, the aforesaid pages have been revised and replaced to incorporate the correct information. The revised disclosures shall be read in conjunction with the Annual Report for FY 2025-26.

In this regard, please find enclosed herewith the revised Annual Report for FY 2025-26, along with the Notice of the 6th AGM. The revised Annual Report is also available on the website of the Company at www.newjaisa.com. We hereby confirm that, except for the aforesaid corrections, there are no other changes to the Annual Report or the Notice convening the 6th AGM.

We further request all the Members to kindly take note of the above and participate in the 6th Annual General Meeting ("AGM" or "Meeting") of the Company, which is scheduled to be held on Wednesday, September 30, 2026 at 11:00 A.M. (IST) through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"). Members are requested to refer to the Notice of the AGM for details regarding the procedure for attending and participating in the AGM.

Members are requested to take note of the aforesaid corrections and refer to the revised Annual Report for FY 2025-26.

You are requested to take the above information on record and arrange for its dissemination.

For Newjaisa Technologies Limited
Vishesh Handa
Digitally signed by Vishesh Handa
Date: 2026.09.18 10:53:33 +05'30'

Vishesh Handa
Managing Director
DIN: 07842847

ANNUAL REPORT

FY 2025-26

DIVERSIFIED CHANNELS.
DISCIPLINED EXECUTION.
BUILT FOR WHAT'S NEXT.

Powering India's circular technology economy through quality-assured refurbished IT electronics.

NEWJAISA TECHNOLOGIES LIMITED
NSE SME: NEWJAISA | CIN: L32106KA2020PLC134935 | www.newjaisa.com

CONTENT

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COMPANY OVERVIEW

Newjaisa Technologies Limited ("Newjaisa" or "the Company"), listed on the NSE SME platform under the ticker 'NEWJAISA', is a full-stack refurbished-electronics company catering to the Indian market. Our mission is to extend the lifecycle of IT assets by delivering high-quality, affordable refurbished IT products, while addressing the growing issue of electronic waste.

From our modest beginnings in 2020, we have evolved into one of India's larger organised players in refurbished IT electronics. Operating from a state-of-the-art facility in Bengaluru, we serve a diverse customer base — students, SMEs, working professionals, home users and, increasingly, large enterprises and educational institutions — through our own e-commerce platform, a growing enterprise/B2B sales function, and an expanding distribution and retail partner network, with delivery reach spanning over 20,000 pin codes across India and on-site engineer support serviceable across 7,000+ pincodes.

Strong relationships with recyclers, leasing companies and corporates — including IBM, Tech Mahindra and Hyundai — remain central to our sourcing strategy, reinforcing our position as a trusted player in the reverse IT supply chain. During FY 2025-26, we further formalised distribution partnerships with established electronics distributors in South India, extending our reach into Tier 2 and Tier 3 cities.

BUSINESS MODEL

Our business model is built on a comprehensive reverse supply chain for IT assets:

- **Procurement:** Sourcing used IT equipment from corporates, leasing firms and recyclers. Our E-Waste Management Certificate, together with the R2v3 (Responsible Recycling) certification finalised during FY 2025-26, enables direct procurement relationships with corporates and OEMs.
- **Refurbishment:** Products are processed at our Bengaluru facility through a 10-step refurbishment process supported by AI-driven diagnostics and 70+ quality checks, restoring devices to near-new condition. Newjaisa maintains what we believe is India's only fully in-house, component-level repair capability among refurbishers of our scale, extending to display and motherboard-level repair.
- **Sales & Distribution:** Laptops, desktops, peripherals and monitors are sold through a diversified, multi-channel model built out substantially during FY 2025-26: our own direct-to-consumer website (newjaisa.com), a dedicated institutional/enterprise (B2B) sales team, the education sector, and a growing offline distribution and Business-to-Retail (B2R) network across South India.
- **Value-Added Services:** A capital-light, fee-based services line — covering large-scale device refurbishment for enterprise clients, certified data sanitisation, IT asset lifecycle/disposition (ITAD) management, and Device-as-a-Service (DaaS)/leasing models — introduced and scaled during FY 2025-26 to build recurring, higher-margin revenue alongside device sales.

Differentiators

- Stringent, multi-stage quality checks and technology-led (AI-assisted) refurbishment processes.
- Warranties of 12-36 months depending on product line and segment, backed by pan-India, SLA-based after-sales support, boosting customer confidence.
- India's only fully in-house, component-level (display and motherboard) repair capability among refurbishers of comparable scale.
- A diversified, multi-channel go-to-market model — D2C, enterprise/B2B, education and distribution/retail — built deliberately during FY 2025-26 to reduce dependence on any single marketplace.
- A strong sustainability focus, backed by full R2v3 certification, reducing e-waste while enabling affordable access to technology.

FY 2025-26 Performance Highlights

- Revenue from Operations of ₹40.49 crore, down approximately 38% from ₹65.66 crore in FY 2024-25, reflecting the full-year impact of the loss of the Amazon refurbished-electronics channel in Q4 FY 2024-25.
- Gross margin, excluding the one-time inventory write-down discussed below, remained stable at approximately 36% (35% in FY 2024-25), evidencing resilient underlying unit economics.
- A one-time, conservative inventory write-down of approximately ₹12.38 crore (to net realisable value under AS-2), together with a pre-planned ESOP charge of ₹1.85 crore — together, extraordinary items of approximately ₹13.85 crore — resulted in a reported net loss of ₹17.42 crore for the year, against a net loss of ₹1.13 crore in FY 2024-25.
- EBITDA before extraordinary items of approximately negative 6% for the full year, improving through H2 FY 2025-26 to positive territory by March 2026 as revenue volumes on owned channels recovered and fixed costs stabilised in absolute terms.
- Operating fixed costs reduced by approximately 46% following an approximately 37% headcount rationalisation at the start of the year, with selective re-hiring resumed in Q4 as volumes recovered.
- Balance sheet remained comfortably capitalised: total assets of ₹72.36 crore, total equity of ₹57.60 crore, total borrowings down approximately 4% to ₹11.98 crore, a current ratio of 3.65x, and a cash and bank balance of ₹15.65 crore at year-end.
- Sold 23,506 units during the year (13,920 laptops and 9,586 desktops), against approximately 49,850 units in FY 2024-25, reflecting the channel disruption rather than a change in underlying demand.

Strategic Developments During FY 2025-26

- Finalised R2v3 (Responsible Recycling) certification with Amtivo (USA) Inc., moving from provisional to full certification and placing the Company among a small number of fully R2v3-certified refurbishers in India.
- Built and stabilised a dedicated institutional/enterprise (B2B) sales function, securing multiple purchase orders across BFSI, retail and other sectors during H2 FY 2025-26, and closing the year with a healthy pipeline of confirmed, hot and warm B2B opportunities carrying into FY 2026-27.
- Signed MOUs with established electronics distribution partners in South India, extending reach into Tier 2 and Tier 3 cities, and activated a Business-to-Retail (B2R) channel across select partner stores.
- Scaled the D2C digital channel, with monthly active users surpassing 1 million, supported by a live marketing-automation platform and ongoing UI/UX and conversion optimisation.
- Launched a capital-light Value-Added Services line covering enterprise device refurbishment, data sanitisation and IT asset lifecycle management.
- Strengthened internal controls, including independent, external, quarterly inventory valuation, a weekly inventory-ageing review process across all categories, and an internally built “Item Wizard” automation tool for pre-procurement margin analysis.

Awards & Recognition

- Honoured at the HSBC-CNBC TV18 SME Champions Awards 2024, recognising leadership and innovation in transforming retail and e-commerce for the refurbished technology industry.
- Recognised among India’s Top Performing Listed MSMEs at the Economic Times MSME Awards, reflecting the Company’s resilience and execution through a year of significant disruption.

Infrastructure

Our Bengaluru hub (Arekere Village, Begur Hobli, Bannerghatta Road) is a state-of-the-art refurbishment centre, equipped with advanced repair, testing and quality-assurance systems, including AI-driven diagnostics and India’s only fully in-house, component-level (display and motherboard) repair line among refurbishers of comparable scale. Installed monthly production capacity stands at approximately 15,000 units; this fell to approximately 1,500 units per month immediately following the Amazon channel exit, and had recovered to approximately 3,000-3,500 units per month by the end of FY 2025-26 as volumes on owned channels scaled. The dedicated desktop refurbishment facility commissioned in FY 2024-25 continues to expand processing capacity and improve turnaround times.

Outlook

FY 2025-26 was a year of consolidation and rebuilding following the marketplace-channel disruption that began in FY 2024-25. Having absorbed that shock and rebuilt a diversified, multi-channel revenue base, Newjaisa enters FY 2026-27 with improving monthly EBITDA trends, a comfortably capitalised balance sheet, and a substantive, near-term B2B order pipeline. Our priorities for the year ahead include:

- Converting the confirmed and hot B2B pipeline — spanning enterprise laptop and desktop deployments, multi-location rollouts and end-to-end service engagements — into billed revenue.
- Continuing to scale the D2C channel through sustained, disciplined investment.
- Expanding distribution and B2R partnerships beyond South India.
- Growing the capital-light Value-Added Services line as a higher-margin complement to device sales.
- Maintaining cost discipline, with a steady-state fixed-cost target of approximately 7-8% of revenue.

With a strengthened certification base, a diversified go-to-market model, and a disciplined cost structure, Newjaisa believes it is well positioned to capture the next phase of growth in India’s refurbished IT market.

For more details, please visit: www.newjaisa.com

STATEMENT FROM VISHESH HANDA, CHAIRMAN AND MANAGING DIRECTOR (CO-FOUNDER)

Dear Shareholders,

Financial Year 2025-26 was the year in which Newjaisa Technologies Limited moved decisively from crisis response to deliberate transformation. FY 2024-25 had ended with a sudden shock — Amazon's withdrawal from the refurbished electronics category in March 2025 removed a platform that had historically contributed nearly 60-65% of our revenues. FY 2025-26 was the year we absorbed that shock fully, rebuilt our business around channels we own and control, and re-established a credible, if still early, path back to profitability.

A Year of Consolidation, Not Growth

Let me be direct about the numbers. Revenue for FY 2025-26 stood at INR 40.49 crore, down from INR 65.66 crore in FY 2024-25 — a decline of approximately 38%. We sold 23,506 units (13,920 laptops and 9,586 desktops) during the year, against approximately 49,850 units in the previous year. This decline was not a reflection of weakening demand for refurbished technology — if anything, industry demand for our category continues to grow at double-digit rates — but a direct consequence of losing, almost overnight, the marketplace channel that had carried the majority of our volumes.

Encouragingly, our underlying unit economics held firm through this disruption. Gross margin for the year, excluding the one-time inventory write-down discussed below, remained stable at approximately 36%, against 35% in FY 2024-25. This tells us something important: the core business — our sourcing, our refurbishment process, our pricing discipline — remained sound even as the go-to-market model around it had to be rebuilt from the ground up.

Addressing the Inventory Write-Off Transparently

In the interest of full transparency, the Board took a conservative, one-time decision to write down inventory to net realisable value, in accordance with AS-2, amounting to approximately INR 12.38 crore, together with a pre-planned ESOP charge of INR 1.85 crore already allocated to the leadership team — together, extraordinary items of approximately INR 13.85 crore. This write-off was driven by three identifiable factors: a decisive market shift toward higher-specification devices; the loss of the Amazon channel through which older-generation stock had historically been liquidated at speed; and the resulting obsolescence of associated legacy spares and components, whose net realisable value we have now assessed at, or close to, nil.

I want to be unambiguous with you: this was a one-time, conservative accounting decision reflecting a change in the inventory mix and channel structure, not a reflection of our ongoing operating performance. Including this write-off, ESOP charge, and higher depreciation on the capacity we built for our earlier growth trajectory, EBITDA before these extraordinary items stood at approximately negative 6% for the year (an operating cash burn of approximately INR 2.35 crore), and the Company reported a net loss of INR 17.42 crore for FY 2025-26, against a net loss of INR 1.13 crore in FY 2024-25.

Rebuilding Around Channels We Control

The defining work of FY 2025-26 was the deliberate construction of a multi-channel business, less dependent on any single platform:

- **Direct-to-Consumer (D2C):** Our own website, newjaisa.com, is now a primary revenue channel in its own right, with monthly active users surpassing 1 million and continued investment in UI/UX, conversion optimisation and marketing automation.
- **Institutional B2B:** We built a dedicated enterprise sales team from the ground up, secured multiple purchase orders across BFSI, BPO and retail clients through H2 FY 2025-26, and closed the year with a healthy pipeline of confirmed, hot and warm opportunities — including two confirmed enterprise laptop deployments already

billing in May 2026, and further hot and warm opportunities spanning several thousand units into FY 2026-27.

- **Value-Added Services:** We began offering end-to-end IT lifecycle services — large-scale device refurbishment, data sanitisation and asset lifecycle management — on a capital-light, fee-based basis, supported by what we believe is India's only fully in-house, component-level (display and motherboard) repair capability among refurbishers of our scale.
- **Distribution Partnerships:** We signed MOUs with established electronics distribution partners in South India, extending our reach into Tier 2 and Tier 3 cities, and activated a Business-to-Retail (B2R) channel across select partner stores.

The results of this rebuild are visible in our monthly numbers: our EBITDA margin (before extraordinary items) improved steadily through the second half of the year — from approximately negative 6% in January 2026 to positive territory by March 2026 — as fixed costs stabilised in absolute terms and revenue volumes recovered across our owned channels.

Cost Discipline and Governance

The scale of the disruption required us to act decisively on costs. We reduced headcount by approximately 37% at the start of the year, bringing operating fixed costs down by approximately 46%, before resuming selective hiring in the final quarter as volumes recovered. Our short-term borrowings reduced by approximately 4% to INR 11.98 crore and total borrowings by approximately 11% to INR 12.50 crore, even as we maintained a comfortable current ratio of 3.65x and a cash and bank balance of INR 15.65 crore at year-end.

On governance and quality, I am pleased to report that our R2v3 (Responsible Recycling) certification, previously provisional, has now been finalised by Amtivo — placing us, we believe, among the top five certified refurbishers in India and materially strengthening our ability to engage directly with OEMs and large enterprises. We also introduced independent, external, quarterly inventory valuation and ageing review as an enhanced internal control, and implemented a weekly inventory-ageing review process across all categories, together with an internal "Item Wizard" tool for pre-procurement margin analysis. It was also a year of external recognition: we were honoured at the HSBC-CNBC TV18 SME Champions Awards 2024, and were subsequently recognised among India's Top Performing Listed MSMEs at the Economic Times MSME Awards — both welcome affirmations of our team's work through a difficult year.

Looking Ahead to FY 2026-27

FY 2026-27 will be about execution and scale-up on the foundation we rebuilt this year. Our priorities are clear:

- Convert our confirmed and hot B2B pipeline — spanning enterprise laptop and desktop deployments, multi-location rollouts and end-to-end service engagements — into billed, recurring revenue.
- Continue scaling our own D2C channel through sustained, disciplined investment in traffic, conversion and customer experience.
- Expand our distribution partnerships into further regions beyond South India, and grow the B2R channel.
- Grow our capital-light, fee-based Value-Added Services line as a higher-margin complement to device sales.
- Maintain the fixed-cost discipline built this year, with a steady-state target of approximately 7-8% of revenue, so that EBITDA gains flow through directly as our top line recovers.

We do not underestimate the work ahead. Enterprise sales cycles take time to mature, and rebuilding trust in a diversified channel structure requires consistent delivery, quarter after quarter. But the disruption of the past two years was channel-driven, not demand-driven — India's appetite for quality, warranted, sustainably sourced refurbished technology continues to grow — and I am confident that the structural work completed in FY 2025-26 positions your Company to participate fully in that growth.

A Note of Gratitude

On behalf of the Board, I thank our employees for their resilience through a year of significant change, our partners and lenders for their continued collaboration, and our shareholders for their patience and faith in this journey. FY 2025-26 tested this organisation in ways few of us anticipated. Your Company emerges from it leaner, more diversified, and, I believe, considerably better positioned for the years ahead.

Warm regards,

Vishesh Handa
Digitally signed by Vishesh Handa
Date: 2026.09.18 10:55:44 +05'30'

Vishesh Handa

Founder, Chairman and Managing Director

OUR MANAGEMENT

FOUNDER BEHIND OUR SUCCESS:

Vishesh Handa, Chairman and Managing Director (Founder)

- With an aim of providing cost-effective, eco-friendly, and aspirational IT products at affordable prices, Vishesh founded NewJaisa to offer high-quality refurbished electronics at a significant discount to similar new models
- In NewJaisa, as a hands-on founder, he is involved in 360-degree management covering key areas such as strategy planning and execution, new market/product entry, key partnerships and account handling, and P&L management
- Previously served as a senior operations & product manager at Google (for 5 years), along with stints at HSBC, Amdocs and American Express
- 20+ years of combined experience

The Board and the Company place on record their sincere appreciation for Mr. Mukunda Raghavendra's contribution as Co-Founder, Chief Operating Officer and Whole-time Director, up to his retirement. His technical leadership and role in building NewJaisa's refurbishment operations remain foundational to the Company's journey, and the Board wishes him well in his future endeavours.

SENIOR MANAGEMENT AT A GLANCE:

Sharad Somani (Chief Marketing Officer)

- Sharad has handled roles in technology, payments, telecom, and financial services space covering digital business management, brand/product marketing, digital marketing, corporate communications, partnerships & alliances, product management/development, sales, and business development in both B2B and B2C settings over the last 20+ years
- He is an MBA from IIM Calcutta and B.E. from MNIT, Jaipur

Ashish Nirmal (Chief Financial Officer)

- Ashish is a seasoned professional with over 8 years of extensive experience across diverse industries, including CA firms, Edtech, Construction, and Passenger Mobility
- As a Chartered Accountant by profession, Ashish exemplifies his dedication and proficiency in the financial realm

PRODUCT PORTFOLIO

At Newjaisa, we offer a full-stack range of refurbished IT products designed to meet the needs of students, professionals, enterprises and educational institutions. Every product passes through a rigorous, multi-stage quality-check and certification process before sale, ensuring reliability, performance and sustainability across our range.

1. Business Laptops

- Dell Latitude Series (3000/5000/7000) — Intel Core i5/i7, 7th-12th Gen, HD | FHD, select models with touchscreen; indicative pricing INR 18,000-INR 38,000.
- HP EliteBook / ProBook Series (440/645/840 G-series) — Intel Core i5/i7 and AMD Ryzen 5 Pro variants, HD | FHD, touchscreen options available.
- Lenovo ThinkPad Series (L, T and X Series) — Intel Core i5/i7, business-grade build quality with MIL-SPEC-tested durability.

2. Premium & Workstation Laptops

- Apple MacBook Pro / MacBook Air — Intel Core i5, 8th Gen and above, Retina/FHD displays.
- Dell Precision Workstations (e.g., 7520) — professional-grade graphics and compute for CAD, engineering and content-creation workloads; indicative pricing INR 40,000-INR 55,000.
- HP ZBook Series (15/17) and Lenovo ThinkPad P-Series (P50/P51s/P52/P52s) — mobile workstations for design, video and data-science use cases.

3. Desktops, All-in-Ones and Compact Form Factors

- All-in-One Desktop Sets — Dell, HP, Lenovo, Acer and Asus, bundled with monitor, keyboard, mouse and Wi-Fi, Windows 11 (Pro) pre-installed.
- Small-Form-Factor (SFF) and Tower Desktops — Lenovo ThinkCentre and equivalent Dell/HP/Acer lines, Intel Core i5/i7, for office and enterprise deployment.
- Mini PCs and ChromeBoxes — Acer and Asus mini form-factor devices for space-constrained and budget-conscious deployments.

- Monitors and Accessories — Dell, HP and Lenovo refurbished monitors, alongside a range of certified peripherals and accessories.

4. Curated Use-Case Collections

Beyond brand and specification, our catalogue is organised around real customer use-cases — including Student/Budget Laptops, Coding & Data-Analytics builds, Trading & Stock-Market setups, Creative & Design Workstations, Best Gaming Laptops, and Accounting/Finance-ready configurations — alongside dedicated B2B collections spanning Enterprise Laptops, Workstation Laptops, Budget-Friendly Laptops, Enterprise Towers, Enterprise All-in-Ones, and SFF/Mini PCs for bulk institutional deployment.

5. Value-Added Services

- End-to-end IT Asset Disposition (ITAD): structured buyback of a customer's existing device fleet, with certified documentation for every asset collected, to recover residual value and reduce write-off exposure.
- Data Sanitisation and Certified Disposal: secure, auditable data-wiping and end-of-life processing aligned with R2v3 requirements.
- Device-as-a-Service (DaaS) / Leasing: flexible outright-purchase and rental models for enterprise customers, supporting recurring-revenue relationships.
- Lifetime Buyback Programme: enabling customers to trade in devices at any point in their ownership lifecycle.

Certifications

Our refurbishment processes are backed by globally recognised certifications, validating our commitment to quality, sustainability and safety:

- R2v3 (Responsible Recycling Standard) — full certification, granted by Amtivo (USA) Inc., subject to annual surveillance audits, placing Newjaisa among a small number of fully R2v3-certified refurbishers in India.
- ISO 9001:2015 — Quality Management System.
- ISO 14001:2015 — Environmental Management System.
- ISO 45001:2018 — Occupational Health & Safety Management.

These certifications reinforce our credibility with corporates, OEMs and institutional buyers, and underscore industry-leading practices in refurbishment, recycling and responsible sourcing.

Quality Assurance

Every device that passes through our Bangalore facility undergoes a 10-step refurbishment process supported by AI-driven diagnostics, and is subject to 70+ individual quality checks covering hardware performance, battery health, display quality, port functionality and OS integrity. For enterprise orders, we additionally provide video-proof QC reports and maintain specification uniformity across every unit in an order, so that customers receive identical, reliable hardware regardless of order size. Every product is backed by a warranty ranging from 1 to 3 years depending on the product line and customer segment, supported by pan-India, SLA-backed after-sales service.

Commitment to Quality & Sustainability

Every product refurbished by Newjaisa undergoes multi-level testing, repair and quality control before being certified for sale. Our strong compliance framework and sustainable practices not only provide customers with affordable technology but also contribute to reducing e-waste and extending the lifecycle of IT assets — consistent with our R2v3 certification and our broader circular-economy mission.

For the full, current catalogue, please visit www.newjaisa.com.

CORPORATE INFORMATION

CIN: L32106KA2020PLC134935

BOARD OF DIRECTORS

Mr. Vishesh Handa, Chairman and Managing Director (DIN: 07842847)

Mrs. Ankita Handa, Non-Executive Director (DIN: 08690084)

Mr. Purav Dineshchandra Shah, Non-Executive Director (DIN: 05126728)

Mr. Sachin Khandelwal, Non-Executive Independent Director (DIN: 07448157)

Mrs. Pooja Jain, Non-Executive Independent Director (DIN: 08985766)

Note: Mr. Purav Dineshchandra Shah, Non-Executive Director (DIN: 05126728), resigned from the directorship of the Company with effect from August 13, 2026.

COMPANY SECRETARY & COMPLIANCE OFFICER

Mrs. Gurprit Kaur

CHIEF FINANCIAL OFFICER

Mr. Ashish Nirmal

CHIEF MARKETING OFFICER

Mr. Sharad Kumar Somani

REGISTERED OFFICE

Sy No. 38/1B, 39/1, 39/2 and 39/3, Arekere Village, Begur Hobli, Bengaluru South Taluk, Bannerghatta Road, Bengaluru -560076, Karnataka, India.

Ph. No: +91-9035009233

Email: cs@newjaisa.com

Website: www.newjaisa.com

STATUTORY AUDITORS

Abhilashi & Co.
Chartered Accountants (FRN: 016025N)
Ph: 0181-4656528,
Email: Abhilashi.inderjit@gmail.com

SECRETARIAL AUDITORS

Ms. Priyanka Rajora, Proprietor of M/s. Rajora & Co., Practicing Company Secretaries, Hyderabad

INTERNAL AUDITORS

M/s. R. Manmohan & Associates, Chartered Accountants (FRN: 023546S)

BANKER

Kotak Mahindra Bank

Syndicate Bank Colony B G Road, Bengaluru - 560076 Karnataka, India.

REGISTRAR AND SHARE TRANSFER AGENTS

Bigshare Services Private Limited
Office No S6-2, 6th Floor, Pinnacle Business Park, next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai – 400093.
Contact Person: Mr. Manjeev Mahimkar
E-mail: ipo@bigshareonline.com
Telephone: 022 - 62638261
Fax: 022 – 62638299
Website: www.bigshareonline.com

LISTED WITH

National Stock Exchange of India Limited (NSE Emerge)

ISIN: INE0PW501021

WEBSITE: www.newjaisa.com

INVESTOR'S HELPDESK
Email: cs@newjaisa.com
Phone No.: +91-9035009233

<u>CURRENT COMPOSITION</u>

AUDIT COMMITTEE:

Name of Director	Status in Committee
Mrs. Pooja Jain	Chairperson
Mr. Sachin Khandelwal	Member
Mrs. Ankita Handa	Member

NOMINATION & REMUNERATION COMMITTEE:

Name of Director	Status in Committee
Mrs. Pooja Jain	Chairperson
Mr. Sachin Khandelwal	Member
Mrs. Ankita Handa	Member

STAKEHOLDERS RELATIONSHIP COMMITTEE:

Name of Director	Status in Committee
Mrs. Pooja Jain	Chairperson
Mr. Sachin Khandelwal	Member
Mrs. Ankita Handa	Member

Note: Mr. Purav Dineshchandra Shah (DIN: 05126728), Non-Executive Director, resigned from the Board of Directors of the Company with effect from August 13, 2026. Accordingly, the composition of the Board has been updated to reflect the said change.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT (MDAR) - FY 2025-26

Company Overview:

Founded in 2020, Newjaisa Technologies Limited ("Newjaisa" or "the Company"), listed on the NSE SME platform under the ticker 'NEWJAISA', is a technology-driven, direct-to-consumer company specialising in refurbished IT electronics. The Company offers high-quality refurbished electronics, including laptops, desktops, and peripherals, at significant discounts compared to new products. Its comprehensive business model encompasses an end-to-end reverse supply chain for IT assets — procuring used IT assets, refurbishing them to near-new condition through a rigorous, R2v3 (Responsible Recycling) certified process, and selling them directly to end-use customers, both businesses and individual consumers.

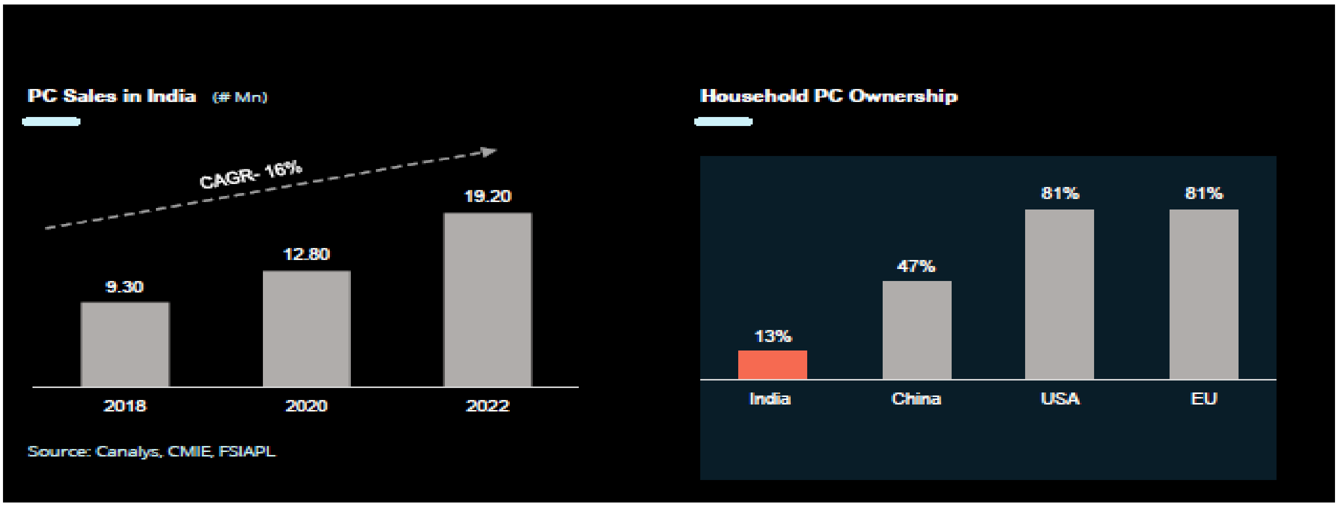
Operating exclusively in the Indian market, the Company caters to a Pan-India customer base through its own e-commerce platform and a growing enterprise/B2B channel, alongside marketplace and education-sector relationships, backed by a pan-India delivery and after-sales service network. Newjaisa has sold over 50,000 refurbished devices to date and remains among the larger organised players in India's refurbished IT electronics market. By delivering high-quality products at affordable prices, backed by service guarantees and warranties, the Company remains committed to making technology accessible to all while contributing to environmental sustainability and addressing India's growing e-waste burden.

There has been no change in the nature of business of the Company during the financial year ended March 31, 2026. Please refer to the Company's website www.newjaisa.com for further details on the business.

(a) Industry structure and developments:

Refurbished Laptops and Desktops Market in India: A Growing but Evolving Opportunity

The refurbished electronics market in India continues to grow steadily, supported by rising new-device prices, growing digital inclusion programmes, expanding enterprise IT-asset-disposition (ITAD) mandates, and increasing consumer and institutional acceptance of quality-assured refurbished products.



Market Metrics	India's Refurbished Computers & Laptops Market
Market Size / Growth	India's refurbished computers and laptops market is projected to grow at a CAGR of approximately 10.7% between 2026 and 2036, driven by affordable device access and formal electronics-recovery infrastructure.* Globally, the refurbished computers and laptops market is estimated to expand from ~US$9.6 billion in 2025 to ~US$10.5 billion in 2026, reaching ~US$16.7 billion by 2031 at a CAGR of ~9.7%.**

Market Metrics	India’s Refurbished Computers & Laptops Market
Key 2025-26 Catalyst	Microsoft’s withdrawal of free support for Windows 10 (effective October 2025) has released a large pool of higher-specification, 8th-generation-and-above devices into refurbishment channels, while simultaneously reducing demand for pre-8th-generation refurbished stock — a dynamic the Company experienced directly during the year (see Note (g) below).
Component Cost Inflation	Industry-wide increases in memory (RAM/SSD) and component prices — reported by management at approximately 30-40% year-on-year — have improved the relative price attractiveness of refurbished devices versus new devices.

**(Source: Future Market Insights, India Refurbished Computers and Laptops Market, 2026) **(Source: Mordor Intelligence, Refurbished Computers and Laptops Market Forecast, 2026)*

Key Drivers of Growth

- Affordable Electronics: Continued demand for cost-effective computing, amplified by rising new-device prices, remains a major driver for both individual consumers and businesses.
- Enterprise ESG and Circular-Economy Mandates: Corporates are increasingly embedding refurbished/circular procurement targets into ESG scorecards, driving large-volume, recurring IT-asset refresh cycles — a trend the Company is actively capturing through its enterprise/B2B vertical.
- Environmental Concerns and E-waste Management: Growing environmental consciousness and government emphasis on responsible e-waste management continue to support the category.
- Technology Transition Cycles: End-of-support events for legacy operating systems (e.g., Windows 10) accelerate the release of higher-grade used devices into the refurbishment pipeline.

Challenges

- Quality Perception: Despite growing acceptance, some consumers continue to have quality and longevity concerns relative to new products.
- Distribution/Channel Concentration: Reliance on third-party online marketplaces exposes participants to abrupt category or policy changes by such platforms, as evidenced industry-wide by a leading marketplace’s exit from the refurbished electronics category during the year (discussed further below).
- Inventory and Obsolescence Management: Technology transitions (e.g., OS end-of-support) can rapidly impair the value of older-generation inventory, requiring active ageing review and disciplined provisioning.
- Regulatory Compliance: Adherence to evolving regulations and standards for refurbished products remains complex and requires robust internal processes.

Market Players

Key organised players in the Indian refurbished electronics market include Cashify, Budli.in, Xfurbish, Electronics Bazaar and other e-commerce/ITAD-focused platforms, alongside brand-backed OEM renewal programmes. As the market evolves, growth in refurbished laptops and desktops continues to reflect broader trends in consumer and enterprise behaviour, technological change, and environmental sustainability.

Development During the Year: Marketplace Channel Disruption

During Q4 of FY 2024-25, Amazon discontinued its refurbished electronics category on its India marketplace. As this channel had historically accounted for a majority of the Company’s sales, its discontinuation had a material impact on the Company’s revenue and operating performance in FY 2025-26, and materially reshaped the Company’s go-to-market strategy during the year, as discussed in detail in sections (c), (d), (e) and (g) below.

Regulatory Environment

The Indian government's policies and initiatives on electronics recycling and e-waste management continue to bolster the growth of the refurbished electronics sector. The emphasis on sustainability and responsible disposal of electronic waste aligns with the broader objectives of promoting environmental stewardship, resource efficiency and a transition toward a circular economy in the electronics sector. These regulatory frameworks and strategic initiatives are expected to continue creating a favourable environment for the refurbished electronics market.

(b) Opportunities and Threats

SWOT Analysis

STRENGTHS

- R2v3 (Responsible Recycling) certification, completed during the year, strengthens the Company's credentials for direct sourcing partnerships with OEMs and large enterprises.
- A diversified, multi-channel go-to-market model — own D2C website, enterprise/B2B sales, and the education vertical — built and scaled during FY 2025-26, reducing dependence on any single third-party marketplace.
- Established pan-India refurbishment infrastructure with an installed monthly production capacity of approximately 15,000 units, providing headroom for volume recovery.
- A growing and increasingly retained enterprise customer base, including relationships with 15+ large corporates (among India's top 100 companies by revenue) and an enterprise customer retention rate of approximately 80%.
- A highly qualified and experienced leadership team that has demonstrated the ability to restructure the cost base and re-orient the business model in response to a significant, unanticipated channel disruption.

WEAKNESSES

- An inventory-heavy operating model exposes the Company to valuation risk from technological obsolescence, as evidenced by the significant one-time inventory write-off recognised during the year.
- Historical revenue concentration in a single third-party marketplace channel proved to be a structural vulnerability when that channel was discontinued.
- Ensuring a consistent supply of skilled engineers and technicians, particularly while rebuilding headcount after the workforce rationalisation undertaken during the year, remains a challenge that could affect the pace of scale-up.
- The intricate nature of the Company's reverse supply chain requires efficient, continuous management of sourcing, logistics and inventory ageing.

OPPORTUNITIES

- Continued growth in India's refurbished electronics market (~10%+ CAGR), supported by rising new-device prices and enterprise ESG/circular-economy mandates.
- A large and expanding enterprise/B2B and education-sector pipeline offers potential for higher-margin, longer-tenure contracts as compared to pure retail/marketplace sales.
- R2v3 certification and OEM-facing capabilities create scope for direct sourcing and distribution partnerships with manufacturers and large corporates.
- Continued digitalisation and rising disposable income in India support demand for affordable computing devices.
- Supportive government policies on digitalisation and e-waste management create a favourable long-term operating environment.

THREATS

- Renewed concentration risk if the Company's enterprise pipeline conversion or owned-channel growth slows, given the demonstrated impact of losing a single dominant sales channel.
- Further technology-driven obsolescence events (e.g., future changes in OS support cycles) could necessitate additional inventory write-downs.
- Competitive intensity from other organised refurbishers and OEM-backed certified-renewal programmes.
- Working-capital and liquidity pressure from elevated inventory holding and the relatively longer enterprise sales/collection cycle.
- Continued volatility in global component prices and supply chains, which can affect sourcing costs and margins.
- Negative consumer perceptions of refurbished products can hinder demand and limit market expansion, particularly in a market with brand-conscious consumers.

(c) Segment-wise and product-wise performance

Revenue Trend (Year-on-Year)

Particulars	**2021-22**	**2022-23**	**2023-24**	**2024-25**	**2025-26**
Revenue from Operations (INR in Lakhs)	2,791.90	4,452.98	6,173.21	6,565.51	4,048.82
YoY Growth %	-	59.5%	38.6%	6.4%	(38.3%)

Revenue from Operations declined by approximately 38.33% in FY 2025-26 to INR 4,048.82 lakhs from INR 6,565.51 lakhs in FY 2024-25, reversing four consecutive years of growth. This decline was driven principally by the discontinuation of the Amazon marketplace channel in Q4 FY 2024-25, which had historically contributed approximately 65% of the Company's sales.

Channel-wise Performance

- Marketplace (Amazon) Channel: Discontinued by Amazon during Q4 FY 2024-25; the Company's run-rate on this channel fell from approximately INR 5 crore/month to nil, necessitating a complete re-orientation of the go-to-market model.
- Own D2C Website: The Company's owned digital channel delivered approximately 200% year-on-year growth in FY 2025-26, as the Company increased marketing investment and doubled down on building direct customer relationships.
- Enterprise / B2B and Education: The Company built a dedicated enterprise sales team during the year, resulting in a robust pipeline that includes 15+ large corporate accounts (among India's top 100 companies) and an enterprise customer retention rate of approximately 80%. Combined, the Company's owned channels (website plus enterprise/education) grew approximately 225% comparing the start to the end of FY 2025-26.
- Overall monthly sales run-rate improved progressively through the second half of the year, from approximately INR 2.8 crore to approximately INR 3.6-3.9 crore per month by February-March 2026, aided in part by two large enterprise orders.
- Average selling price improved on a year-on-year basis as the sales mix shifted from predominantly retail/marketplace sales toward enterprise sales, which management believes will support margin recovery over the long term.

Market Segmentation by Price and Processor (Industry Reference Data)

The following tables present broad industry-wide segmentation benchmarks for the Indian refurbished laptop and desktop market, consistent with the basis reported in the previous year's MDAR, and are provided as general market-structure context rather than Company-specific figures.

Budget Segment	Laptops	Desktops
INR 20,000 – INR 40,000	Holds a significant market share of ~40%, reflecting strong consumer demand for cost-effective computing solutions.	A larger proportion of the market (~50%) is attributed to this price range, indicating a preference for affordable desktop options.
INR 40,000 – INR 80,000 (Mid-range)	Commands a ~30% market share, representing a balanced choice between cost and performance.	Desktops in this price range also account for ~30% of the market, underscoring its importance as a popular price bracket.
INR 80,000+ (Premium)	Makes up ~30% of the market share, highlighting notable interest in high-end refurbished laptops.	Holds a ~20% market share, reflecting a smaller but significant portion of the market seeking high-quality refurbished desktops.

(Source: TechSci Research)

Drivers and Challenges

Drivers: Rising new-device prices; growing enterprise ESG/circular-procurement mandates; increasing awareness and acceptance of refurbished products; environmental concerns; end-of-support technology transitions releasing higher-grade inventory into the market.

Challenges: Quality and reliability perception; channel/marketplace concentration risk; inventory ageing and obsolescence management; competition from new, lower-priced entry-level devices.

(d) Outlook

FY 2025-26 was, in management's own characterisation, a year of consolidation and re-orientation following the abrupt discontinuation of the Company's dominant marketplace sales channel. Having absorbed this disruption, the Company enters FY 2026-27 with a more diversified revenue base across its own D2C website and a scaling enterprise/B2B and education vertical, and with company-reported monthly EBITDA having turned positive/broke even from around February 2026.

Management's stated priorities for the coming year include: (i) continuing to scale the enterprise/B2B pipeline, leveraging the R2v3 certification to pursue direct OEM and distribution partnerships; (ii) further growing the owned D2C channel through continued, disciplined marketing investment; (iii) normalising the Company's fixed-cost base — comprising facility/capacity costs and leadership/support-function overheads — toward a targeted steady-state level of approximately 7-8% of revenue, down from approximately 15-20% during the year of disruption, as sales volumes scale; and (iv) maintaining disciplined inventory management, including continued external, independent quarterly inventory valuation and ageing review.

As at the date of the Company's FY 2025-26 earnings call, the Company held a cash position of approximately INR 15 crore and an inventory base of approximately INR 26 crore (comprising largely 8th-generation-and-above devices together with related spares), which management does not expect to increase materially, while indicating scope to further optimise inventory levels by approximately 10-15% going forward.

These statements are forward-looking in nature and are subject to the risks and uncertainties set out in the Cautionary Statement at the end of this report and in section (e) below.

(e) Risks and concerns

INTERNAL RISK FACTORS

1. Channel Concentration Risk

The Company historically derived a majority of its revenue from a single third-party online marketplace. The abrupt discontinuation of this channel in Q4 FY 2024-25 materially impacted the Company's revenue and profitability in FY 2025-26. While the Company has since diversified into owned D2C and enterprise/B2B channels, renewed or new concentration in any single channel — whether a marketplace, a small number of large enterprise customers, or otherwise — remains a risk to revenue stability.

2. Inventory Valuation and Obsolescence Risk

The refurbished electronics business inherently carries inventory risk arising from technological obsolescence (such as discontinuation of operating-system support for older device generations) and shifts in channel demand. This risk materialised during FY 2025-26 through a significant one-time inventory write-off. Although the Company has since strengthened controls — including independent, external, quarterly inventory valuation and ageing review — the risk of further write-downs in the event of adverse market or technology developments cannot be ruled out.

3. Working Capital and Liquidity Risk

Elevated inventory holding, a relatively longer enterprise sales and collection cycle, and reliance on short-term borrowings for working capital could strain the Company's liquidity if revenue growth does not track management's expectations.

4. Market Adaptation and Product Development Risk

The Company's commercial success remains contingent on its ability to anticipate market and enterprise-customer needs and to manage resources to introduce and upgrade offerings in a timely manner. The market is characterised by rapid technological change, evolving industry standards and shifting customer preferences (including the ongoing transition away from legacy device generations), and any failure to adapt efficiently could adversely affect the Company's competitive position, revenue and profitability.

5. Labour-Intensive Operations Risk

The Company's refurbishment operations remain labour-intensive. Having undertaken a significant headcount rationalisation at the start of FY 2025-26 followed by selective re-hiring as volumes recovered, the Company remains exposed to risks from potential shortages of skilled personnel, wage inflation, and evolving labour regulation as it rebuilds capacity to support growth.

EXTERNAL RISK FACTORS

Marketplace / Platform Policy Risk

As demonstrated during the year, the Company's business can be materially affected by unilateral policy or category changes made by third-party e-commerce marketplaces, which are outside the Company's control. Continued diversification of sales channels is intended to mitigate, but cannot fully eliminate, this risk.

Industry Malpractices

The industry faces risks from unethical practices, such as misleading advertising, dishonest pricing, and inaccurate quality/safety claims by some market participants. These practices contribute to general consumer mistrust and may prompt stricter regulatory oversight. As an organised, listed company, Newjaisa is affected by industry-wide norms, and unethical conduct by other industry players could negatively impact the broader category and, in turn, the Company's business and operating results. Ensuring adherence to ethical standards and maintaining transparency remains crucial to mitigating this risk.

Technology Transition and Component Price Risk

Future changes in operating-system support cycles, evolving hardware standards, or volatility in global component prices could affect both the value of the Company's inventory and its sourcing costs.

(f) Internal control systems and their adequacy

Newjaisa Technologies Limited maintains internal control systems commensurate with the nature, size and complexity of its business operations. Well-documented policies and procedures support effective monitoring of business performance, supported by integrated IT systems for day-to-day operations.

During the year, in response to the inventory-related developments discussed in this report, the Company strengthened its inventory-control framework by introducing independent, external, quarterly inventory valuation and ageing review, to provide earlier visibility of obsolescence risk and support more timely provisioning.

An independent audit firm periodically reviews the Company's internal controls, focusing on accounting and operational efficiency, with internal auditors reporting their observations and recommendations to the Audit Committee. The Audit Committee regularly reviews these reports and evaluates the effectiveness of the Company's internal control systems, providing recommendations to enhance them where required. Based on such reviews, the Board is satisfied that the Company's internal financial controls are adequate and operating effectively, and that the going-concern basis of preparation of the financial statements for FY 2025-26 remains appropriate.

(g) Discussion on financial performance with respect to operational performance

Particulars (INR in Lakhs)	**FY 2025-26**	**FY 2024-25**
Revenue from Operations	4,048.82	6,565.51
Other Income	96.48	79.07
Total Income	4,145.30	6,644.58
Total Expenses	6,248.00	6,768.67
Profit / (Loss) before Tax	(2,102.70)	(124.09)
Profit / (Loss) after Tax	(1,741.89)	(113.18)
Gross Margin Ratio	6.46%	34.96%
Reserves and Surplus	3,971.52	6,034.73
Cash and Bank Balances	1,565.22	1,880.63
Earnings per Share (INR)	(4.90)	(0.33)

Revenue from Operations declined by approximately 38.33% to INR 4,048.82 lakhs in FY 2025-26, from INR 6,565.51 lakhs in FY 2024-25, on account of the discontinuation of the Amazon marketplace channel in Q4 FY 2024-25, partly offset by the ramp-up of the Company's own D2C website and enterprise/B2B channels through the year. Including Other Income of INR 96.48 lakhs, Total Income for the year stood at INR 4,145.30 lakhs, against INR 6,644.58 lakhs in FY 2024-25.

The Gross Margin Ratio declined sharply to approximately 6.46% in FY 2025-26 from approximately 34.96% in FY 2024-25 (on reported basis, i.e. after the one-time inventory write-off; excluding the write-off, gross margin was approximately 36% against 35% in FY 2024-25). This compression was largely attributable to a one-time inventory write-off of approximately INR 12.38 crore recognised within cost of goods sold, together with competitive re-pricing undertaken to liquidate ageing inventory following the loss of the marketplace channel.

Management has attributed the inventory write-off to three principal factors: (i) older-generation devices (approximately 21% of the write-off value) that became harder to liquidate following both the Amazon exit and Microsoft's discontinuation of free support for Windows 10 in older device generations; (ii) the loss of the high-volume Amazon channel through which such lower-value stock had previously been liquidated; and (iii) associated spares and components (such as older-generation RAM and hard disks, approximately 60% of the write-off value) written down to reflect their realisable value.

Total Expenses for the year were rationalised to INR 6,248.00 lakhs, a reduction of approximately 7.69% over INR 6,768.67 lakhs in FY 2024-25, reflecting the Company's cost-optimisation actions amid the revenue contraction. Within this, Employee Benefit Expenses declined by approximately 26.11% to INR 1,004.95 lakhs (from INR 1,359.99 lakhs), reflecting an approximately 46% headcount rationalisation implemented at the start of the year, partly offset by an ESOP charge of INR 185.64 lakhs (pre-planned and allocated to the leadership team under the Company's ESOP 2023 scheme) before the Company resumed selective hiring in the final quarter as volumes recovered. Depreciation and amortisation expense increased by approximately 132.3% to INR 421.87 lakhs (from INR 181.61 lakhs), reflecting the facility and capacity investments made to support the Company's growth plans. Finance costs increased by approximately 31.90% to INR 118.73 lakhs (from INR 90.04 lakhs), reflecting increased utilisation of short-term working-capital borrowings during the year.

Consequently, the Company reported a Loss Before Tax of INR 2,102.70 lakhs in FY 2025-26, as compared to a Loss Before Tax of INR 124.09 lakhs in FY 2024-25. After a deferred tax credit of INR 360.80 lakhs, the Loss After Tax stood at INR 1,741.89 lakhs, as against a Loss After Tax of INR 113.18 lakhs in the preceding year — reflecting a significant widening of losses, primarily on account of the revenue contraction and the one-time inventory write-off discussed above.

Excluding these one-time/extraordinary items — comprising the inventory write-off (~INR 12.38 crore), ESOP expense (~INR 1.85 crore) and depreciation on capacity built for growth (~INR 4.22 crore) — management has reported that the Company's underlying EBITDA margin for FY 2025-26 was approximately negative 6%, broadly consistent between the first and second halves of the year, translating into an operating cash burn of approximately INR 2.35 crore for the year. Management has further indicated that monthly EBITDA turned positive/broke even from around February 2026, as revenue volumes on the Company's own channels recovered.

The annual Audited Financial Statements for the financial year ended March 31, 2026 have been prepared in accordance with the applicable provisions of the Companies Act, 2013, Accounting Standards, and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as applicable to the Company as an SME-listed entity.

(h) Material developments in Human Resources / Industrial Relations front, including number of people employed

At Newjaisa Technologies Limited, employees remain central to the Company's success. FY 2025-26 was a year of significant workforce recalibration: at the start of the year, the Company implemented an approximately 46% headcount rationalisation in response to the sudden loss of its dominant marketplace revenue channel, in order to conserve cash while the business was re-oriented around its own D2C and enterprise channels. As volumes recovered through the second half of the year, the Company resumed selective hiring to rebuild capacity in line with growth.

As of March 31, 2026, Newjaisa Technologies Limited employed 191 persons across its operations, comprising 154 male and 37 female employees (nil transgender employees), as compared to over 400 employees as of March 31, 2024.

The Company continues to invest in a workplace culture that emphasises innovation, collaboration and professional growth, with structured training and leadership-development initiatives, robust health and wellness programmes, and a performance management system built on transparency and meritocracy. The Company remains committed to promoting diversity and inclusion and to building a dynamic, engaged and high-performing team as it scales its enterprise and D2C channels in FY 2026-27.

(i) Details of significant changes in key financial ratios (i.e. change of 25% or more as compared to the immediately previous financial year, with explanation)

Particulars	FY 2025-26	FY 2024-25	% Change	Reason for change (≥25%)
Current Ratio	3.65	4.95	-26.26%	Decline mainly on account of a sharp reduction in inventories (following liquidation/write-off) and cash & bank balances, partly offset by a reduction in short-term borrowings; the fall in current assets outpaced the fall in current liabilities.
Debt-Equity Ratio	0.01	0.02	-50.00%	Reduction due to scheduled repayment of long-term borrowings during the year; the Company continues to carry negligible long-term debt. Ratio computed on long-term borrowings ÷ Shareholders' Funds; including short-term borrowings, the ratio is 0.22 (FY 2024-25: 0.18).
Debt Service Coverage Ratio	(12.60)	0.95	Not meaningful (turned negative)	Earnings available for debt service turned negative on account of the operating loss, including the one-time inventory write-off, against broadly stable debt-servicing obligations.
Return on Equity Ratio	(30.24%)	(1.45%)	Not meaningful (loss widened)	Net loss widened substantially, driven by the revenue contraction following discontinuation of the Amazon marketplace channel and the one-time inventory write-off.
Inventory Turnover Ratio	1.19	1.91	-37.70%	Lower revenue, combined with continued elevated inventory built up to support the Company's pre-disruption growth trajectory, slowed inventory churn.
Trade Receivables Turnover Ratio	6.34	8.89	-28.68%	Decline in revenue during the year.
Trade Payables Turnover Ratio	36.72	54.96	-33.20%	Lower purchase volumes in line with reduced revenue and the Company's inventory liquidation strategy.
Net Capital Turnover Ratio	0.70	0.84	-16.67%	Change is below the 25% threshold; no explanation required.
Net Profit Ratio	(43.02%)	(1.72%)	Not meaningful (loss widened)	Widening of net loss due to revenue contraction, the one-time inventory write-off, ESOP expense and higher depreciation on capacity built for the growth phase.

Particulars	FY 2025-26	FY 2024-25	% Change	Reason for change (≥25%)
Interest Coverage Ratio	(16.71)	(0.38)	Not meaningful (turned negative)	EBIT (Loss before tax plus finance costs) turned negative on account of the one-time inventory write-off and revenue contraction, while finance costs rose to INR 118.73 lakhs from INR 90.04 lakhs.
Operating Profit Margin (%)	(51.38%)	(1.72%)	Not meaningful (loss widened)	Operating loss (before other income, finance costs and tax) widened due to the inventory write-off, higher depreciation and the ESOP charge on a lower revenue base.
Return on Capital Employed**	(28.30%)	(0.37%)	Not meaningful (loss widened)	Computed as EBIT ÷ Capital Employed (Shareholders' Funds + Total Borrowings). EBIT turned sharply negative on account of the one-time inventory write-off and revenue contraction.
Return on Investment	N.A.	N.A.	—	The Company does not hold any investments; the ratio is not applicable.
Gross Margin Ratio*	6.46%	34.96%	-81.53%	Compression largely attributable to the one-time inventory write-off recognised within cost of goods sold and to competitive re-pricing undertaken to liquidate ageing inventory following the Amazon channel exit. Ratio on reported basis, after the one-time write-off; excluding the write-off, gross margin was approximately 36% (FY 2024-25: 35%).

*** Return on Capital Employed is computed as EBIT ÷ (Shareholders' Funds + Total Borrowings). Note 39 to the audited financial statements presents this ratio on a Net Profit ÷ Net Worth basis, i.e. (30.24%) for FY 2025-26 and (1.45%) for FY 2024-25, identical to Return on Equity.*

The analysis of these financial ratios highlights several key themes for the year:

- Channel disruption impact: The steep decline in revenue following the Amazon marketplace exit is the single largest driver behind the movement in almost every ratio above, including turnover ratios, profitability ratios and return ratios.
- Liquidity: The decline in the Current Ratio, while notable, still reflects a comfortable liquidity position (3.65x), supported by the Company's cash balance of INR 1,565.22 lakhs as of year-end.
- Leverage: The Company continues to operate with minimal long-term debt, and the Debt-Equity Ratio, though it declined by 50%, remains negligible in absolute terms (0.01x, computed on long-term borrowings; 0.22x including short-term working-capital borrowings against 0.18x in FY 2024-25). Interest Coverage turned negative as EBIT turned negative.
- Profitability: The widening of losses, reflected in the Net Profit Ratio, Return on Equity, Return on Capital Employed, Operating Profit Margin and Interest Coverage, is driven principally by the one-time inventory write-off, the revenue contraction and the ESOP and depreciation charges discussed in section (g) above,

rather than a deterioration in the Company’s core unit economics, which management expects to normalise as channel diversification progresses.

- Working capital efficiency: Lower turnover ratios (inventory, receivables and payables) are consistent with the lower revenue base and the Company’s deliberate inventory liquidation strategy during the year.

Disclosure of Accounting Treatment: No treatment different from that prescribed under the applicable Accounting Standards has been followed in the preparation of the financial statements of the Company. Accordingly, no disclosure is required in this regard.

Cautionary statement

This document contains forward-looking statements about expected events and the Company’s financial and operational results. By their nature, forward-looking statements require the Company to make assumptions and are subject to inherent risks and uncertainties. There is a significant chance that the assumptions, predictions, and other forward-looking statements may not be accurate. Readers are cautioned not to place undue reliance on forward-looking statements as several factors could cause assumptions and actual results and events to differ materially from those expressed here.

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REPORT OF THE BOARD OF DIRECTORS

To,
The Members of
Newjaisa Technologies Limited

The Board of Directors ("the Board") are pleased to present their 6th (Sixth) Annual Report of Newjaisa Technologies Limited ("the Company/ Newjaisa") on the business and operations of the Company, together with the Audited Standalone Financial Statements of the Company for the Financial Year ("Financial year") ended March 31, 2026 (hereinafter referred as "Financial year 2025-26" or "during the year").

FINANCIAL PERFORMANCE/SUMMARY

(Indian Rupees in Lakhs)

Particulars	**Standalone**	
	March 31, 2026	**March 31, 2025**
Revenue from Operations	4,048.82	6,565.51
Other Income	96.48	79.07
Total Income	4,145.30	6,644.58
Less: Total Expenses	6,248.00	6,768.67
Profit/ (Loss) Before Tax	(2,102.70)	(124.09)
Tax Expense		
Current Tax	-	-
Prior Year Tax	-	(10.37)
Deferred Tax	360.80	21.28
Profit/ (Loss) after tax	(1,741.89)	(113.18)
Reserves & Surplus	3,971.52	6,034.73

REVIEW OF OPERATIONS / STATE OF COMPANY'S AFFAIRS FOR THE FY 2025-26

NewJaisa Technologies Limited operates India's leading direct-to-consumer platform for refurbished IT electronics, built on an end-to-end reverse supply chain that sources pre-owned laptops, desktops, and peripherals, restores them to near-new condition through a rigorous, certified refurbishment process, and delivers them to individual and business customers nationwide. The Company's R2v3 (Responsible Recycling) certification underscores its commitment to responsible IT asset testing, repair, and downstream vendor management, while its pan-India delivery and service network spanning thousands of pincodes continues to be a key differentiator in the category.

Founded with the objective of making quality computing accessible and affordable while addressing India's growing e-waste burden, NewJaisa has sold over 50,000 refurbished devices to date and remains among the largest players in the organized refurbished IT electronics market in the country. The Company continues to invest in strengthening customer trust through warranty-backed sales, after-sales service infrastructure, and consistent quality standards, reinforcing its position at the intersection of affordability and sustainability.

There has been no change in the business of the Company during the financial year ended March 31, 2026. Please refer our website www.newjaisa.com for details on business.

During the financial year under review, the Company reported Revenue from Operations of INR 4,048.82 lakhs for the year ended March 31, 2026, as compared to INR 6,565.51 lakhs in the previous year, a decline of approximately 38.33%. Including Other Income of INR 96.48 lakhs, the Total Income for the year stood at INR 4,145.30 lakhs, as against INR 6,644.58 lakhs in FY 2024-25.

Total Expenses for the year were rationalized to INR 6,248.00 lakhs, a reduction of approximately 7.69% over INR 6,768.67 lakhs in the previous year, reflecting the Company's continued focus on cost optimization amid the revenue contraction.

Consequently, the Company reported a Loss Before Tax of INR 2,102.70 lakhs in FY 2025-26, as compared to a Loss Before Tax of INR 124.09 lakhs in FY 2024-25. After accounting for deferred tax credit of INR 360.80 lakhs, the Loss After Tax stood at INR 1,741.89 lakhs, as against a Loss After Tax of INR 113.18 lakhs in the preceding year, reflecting a significant widening of losses primarily on account of lower revenue during the year.

The Reserves and Surplus of the Company stood at INR 3,971.52 lakhs as of March 31, 2026, as compared to INR 6,034.73 lakhs in the previous year, a decline of approximately 34.19%, on account of the losses incurred during the year.

The Earnings Per Share (EPS) stood at (4.90) in FY 2025-26, as compared to (0.33) in FY 2024-25, in line with the reported net loss for the current year.

The annual Audited Financial Statements for the financial year ended March 31, 2026 have been prepared in accordance with the applicable provisions of the Companies Act 2013 (“the Act”), Accounting Standards (“AS”) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, (“SEBI Listing Regulations”), if any.

As required under Section 136 of the Companies Act, 2013, audited financial statements including all other documents required to be attached thereto are available on the website of the company i.e., www.newjaisa.com. These documents will also be available for inspection during the business hours at the registered office of the Company.

REPORT ON SUBSIDIARIES/JOINT VENTURE

The Company does not have any subsidiaries or joint ventures as of the reporting period. There have been no investments in or affiliations with other entities that would qualify as subsidiaries or joint ventures. The Company operates independently and has not engaged in any joint ventures or established any subsidiary companies.

Names of companies which have become Subsidiaries, joint ventures, or associate companies during the financial year 2025-26: NIL

Names of companies which have ceased to be Subsidiaries, joint ventures, or associate companies during the financial year 2025-26: NIL

TRANSFER TO RESERVES

The Board of Directors did not propose to transfer any amount to reserves for the period under review.

DIVIDEND

Considering the estimated cash flow requirements and the need to conserve resources for future business operations, expansion, and growth, the Board of Directors has decided not to recommend any dividend for the financial year ended March 31, 2026.

CAPITAL STRUCTURE

Authorized Share Capital:

As on March 31, 2026, the authorized share capital of the Company stands at INR. 19,00,00,000/- (Indian Rupees Nineteen Crores Only) divided into 3,80,00,000 (Three Crores Eighty Lakhs) equity shares of INR. 5/- (Indian Rupees Five Only) each.

Subscribed, Issued, and Paid-Up Capital:

As on March 31, 2026, the Subscribed, Issued, and Paid-up Capital of the Company stands at INR 17,88,73,470/- (Indian Rupees Seventeen Crores Eighty-Eight Lakhs Seventy-Three Thousand Four Hundred and Seventy Only) comprising 3,57,74,694 (Three Crores Fifty-Seven Lakhs Seventy-Four Thousand Six Hundred and Ninety-Four) Equity Shares of INR 5/- (Indian Rupees Five Only) each.

During the year, the issuance and allotment of securities were conducted as follows:

Nature of allotment	Date of Allotment	Number of Equity Shares allotted	Face value per Equity Share (INR)	Issue price per Equity Share (INR)	Nature of consideration
Allotment under the Newjaisa Stock Option Plan 2023	April 17, 2025	48,500	5/-	5/-	Cash
Allotment under the Newjaisa Stock Option Plan 2023	September 24, 2025	3,16,394	5/-	5/-	Cash
Allotment under the Newjaisa Stock Option Plan 2023	February 11, 2026	1,04,000	5/-	5/-	Cash

In accordance with Regulation 32 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has submitted the Statement of Deviation(s) or Variation(s) confirming that there has been no deviation or variation in the utilisation of the proceeds of the preferential issue (INR 2,981.16 Lakhs raised on August 07, 2024). Of the said proceeds, INR 2,247.00 Lakhs stood utilised up to March 31, 2026 in accordance with the objects approved by the shareholders, and the balance remains held/earmarked for the approved objects.

The detailed statement in this regard has been filed with the National Stock Exchange of India Limited

(NSE) on May 27, 2026, under the corporate announcements section.

DIRECTORS

As on March 31, 2026, the Company has 5 (Five) Directors with an optimum combination of Executive and Non-Executive Directors.

The Board comprises of 4 (Four) Non-Executive Directors, out of which 2 (Two) are Independent Directors.

S. No	DIN	Name	Designation	Category
1.	07842847	Vishesh Handa	Managing Director	Promoter- Executive
2.	08690084	Ankita Handa	Director	Promoter Group - Non-Executive
3.	07448157	Sachin Khandelwal	Independent Director	Non-Executive
4.	08985766	Pooja Jain	Independent Director	Non-Executive
5.	05126728	Purav Dineshchandra Shah	Director	Non-Executive

Note: Mr. Purav Dineshchandra Shah, Non-Executive Director (DIN: 05126728), resigned from the directorship of the Company with effect from August 13, 2026.

The current composition of the Board is as following:

S. No	DIN	Name	Designation	Category
1.	07842847	Vishesh Handa	Managing Director	Promoter- Executive
2.	08690084	Ankita Handa	Director	Promoter Group - Non-Executive
3.	07448157	Sachin Khandelwal	Independent Director	Non-Executive
4.	08985766	Pooja Jain	Independent Director	Non-Executive

Resignation/ Retirement of Director/KMP:

During the year under review-

a. Mr. Gaurav Jindal (DIN: 06892227) resigned from the post of Independent Directorship with effect from June 11, 2025.
b. Mr. Mukunda Raghavendra (DIN: 10060683) retired from the Whole Time Directorship of the company with effect from January 31, 2026.

Appointment / Reappointment of Director/KMP:

During the year under review, the following appointment/reappointment of Director(s)/KMP took place-

a. Mrs. Gurprit Kaur was appointed as Company Secretary and Compliance Officer of the Company with effect from April 07, 2025 to fill the vacancy incurred due to resignation of Mrs. Poonam Jain from the post of Company Secretary and Compliance Officer.

b. Mrs. Pooja Jain (DIN 08985766) and Mr. Sachin Khandelwal (DIN 07448157) were appointed as Non- Executive Independent Directors of the Company with effect from June 20, 2025.

Change in Designation:

During the year under review, the following Change in designation of Director(s) took place-

a. Mr. Purav Dineshchandra Shah (DIN: 05126728) was redesignated as Non-Executive Non-Independent Director of the Company with effect from June 27, 2025.

Pursuant to the provisions of Section 149 of the Act, the Independent Directors have submitted declarations that each of them meets the criteria of independence as provided in Section 149(6) of the Act along with Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations. There has been no change in the circumstances affecting their status as independent directors of the Company.

Pursuant to provisions of Section 152 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014, Mrs. Ankita Handa (DIN: 08690084), Director is liable to retire by rotation at the ensuing Annual General Meeting and being eligible offers herself for re-appointment to the office of directorship.

A Brief profile of Mrs. Ankita Handa along with the nature of her expertise and the number of companies in which she hold directorship and membership / chairmanship of committees of the Board and other requisite details, as stipulated under Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations" or "SEBI (LODR) Regulations, 2015") and Secretarial Standard 2 as issued by the Institute of Company Secretaries of India is given below.

Name of the Director	Mrs. Ankita Handa
DIN	08690084
Date of Birth	November 07, 1984
Date of first appointment on the Board	January 13, 2023.
Age	41 years
Brief Resume	She holds a bachelor's degree in Electronics and Telecommunications Engineering from Vivekanand Education Society's Institute of Technology, University of Mumbai and MBA from Department of Management Sciences, University of Pune. She has work experience of about 20 years in operations & quality management. She has extensive experience in managing large teams and conducting cross functional trainings. She has been associated with Amazon Development Centre (India) Private Limited as Transaction Risk lnvestigator and HSBC Software Development India Private Limited as Software Engineer. She has been associated with our Company since January 13, 2023.
Qualification	Bachelor's degree in Electronics and Telecommunications Engineering from Vivekanand Education Society's Institute of Technology, University of Mumbai and MBA from Department of Management Sciences, University of Pune.

Experience	She has around 20 years of experience in operations and quality management, with expertise in managing large teams and conducting cross-functional training programs. Prior to joining the Company, she was associated with Amazon Development Centre (India) Private Limited as a Transaction Risk Investigator and HSBC Software Development India Private Limited as a Software Engineer.
Terms & Conditions of appointment along with Remuneration sought to be paid	Appointed as Director (Non-Executive Non-Independent Director) and overall maximum managerial remuneration set to INR 1,00,00,000 (Indian Rupees One Crore Only) and shall be entitled to Salary, Allowance and Perquisites, as determined under the provisions of the Companies Act, 2013 read with the provisions of Income-tax Act, 2025.
Remuneration last drawn	NIL for the FY 2025-26.
Disclosure of relationships between directors inter-se/Relationship with other Directors, Manager, and other Key Managerial Personnel of the Company	The appointee is spouse of Mr. Vishesh Handa, Managing Director and has no relationship with any of the other Directors, Manager, or other Key Managerial Personnel of the Company.
Nature of her expertise in specific functional areas	Operations Management, Quality Management, Team Leadership, Process Improvement, Risk Management, Cross-functional Training, and Software Development.
Number of Meetings of the Board attended during the year 2025-26	4
Names of Companies/LLP in which she holds the directorship	• Newjaisa Edutech Ujwal Foundation • Vanshya Enterprises LLP • Newjaisa Technologies Limited
Names of listed entities in which she holds the directorship	Nil except in Newjaisa Technologies Limited
Names of Companies in which she holds the membership of Committees of the Board	Nil except in Newjaisa Technologies Limited
Names of listed entities in which she holds the membership of Committees of the board	Nil except in Newjaisa Technologies Limited
Shareholding in the Company including shareholding as a beneficial owner	Mrs. Ankita Handa holds 62 equity shares and (Negligible)% of the Company.

KEY MANAGERIAL PERSONNEL & SENIOR MANAGERIAL PERSONNEL DURING THE YEAR

- Mr. Vishesh Handa is the Chairman and Managing Director of the Company.
- Mr. Ashish Nirmal, a Chartered Accountant is Chief Financial Officer of the Company.
- Mr. Sharadkumar Somani is Chief Marketing Officer of the Company.

- Mrs. Gurprit Kaur is Company Secretary and Compliance Officer.

There were no appointment(s)/resignation(s) of Key Managerial Personnel and Senior Managerial Personnel during the year except as follows:

S. No	**Name**	**Date of Appointment/ Change/ Cessation**	**Reason**
1.	Gurprit Kaur	April 07, 2025	Appointment as Company Secretary and Compliance Officer to fill the vacancy incurred due to resignation of Mrs. Poonam Jain from the post of Company Secretary and Compliance Officer
2.	Mukunda Raghavendra	January 31, 2026	Retirement

BOARD AND COMMITTEE MEETINGS

During the year under review, 7 (Seven) meetings of the Board of Directors were duly convened and held in compliance with the Companies Act, 2013 and in respect of said meetings proper notices were given and proceedings were properly recorded and signed in the Minute Book maintained for the purpose.

The dates of Board meetings are as follows:

S. No.	Date of Board meeting	No. of Directors entitled to attend	No. of Directors who attended the meeting
1.	Monday, April 07, 2025	5	4
2.	Thursday, April 17, 2025	5	4
3.	Friday, June 20, 2025	4	4
4.	Monday, June 30, 2025 (adjourned; concluded on Wednesday, July 02, 2025)	6	5
5.	Friday, August 22, 2025 (adjourned to 5th September 2025)	6	5
6.	Thursday, November 13, 2025	6	5
7.	Friday, March 13, 2026 (adjourned to 18th March 2026)	5	5

The Board of Directors confirms compliance and adherence to the Secretarial Standard 1 and 2 as issued by the Institute of Company Secretaries of India and notified by the Ministry of Corporate Affairs.

DECLARATION BY INDEPENDENT DIRECTORS

Your Company has received declarations from all the Independent Directors of the Company confirming that:

a. They meet the criteria of independence as prescribed under section 149(6) of the Companies

Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015;

b. They have registered their names in the Independent Directors' Databank pursuant to Sub-rule (1) and (2) of Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 and amendments thereto;
c. None of the Directors of the Company are disqualified for being appointed as Directors as specified in Section 164(2) of the Act and Rule 14(1) of the Companies (Appointment and Qualification of Directors) Rules, 2014.

In the opinion of the Board, the Independent Directors appointed during the year possess requisite integrity, expertise, experience, and proficiency.

FAMILIARIZATION PROGRAM

During the financial year 2025-26, the Company continued to familiarise its Independent Directors with the business, operations and regulatory environment through various programmes and periodic interactions.

The Independent Directors were apprised, through meetings of the Board and its Committees, of their roles, rights, responsibilities and duties under the applicable laws. They were also provided regular updates on the Company's business model, operational and business verticals, industry developments, financial performance, statutory and regulatory changes, risk management framework, corporate governance practices and other significant business developments.

To enable them to gain a deeper understanding of the Company's operations, the Independent Directors interacted with the Senior Management and business heads, and were provided with such documents, reports, presentations and internal policies as considered necessary. These initiatives helped the Independent Directors remain well-informed and effectively contribute to the deliberations and decision-making process of the Board.

Weblink:
https://cdn.shopify.com/s/files/1/0571/1996/5366/files/9._Familarization_program_of_ID.pdf?v=1689920308

PERFORMANCE EVALUATION, NOMINATION & REMUNERATION POLICY

The Company has in place a Performance Evaluation, Nomination and Remuneration Policy in compliance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 read with Part D of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Policy provides a comprehensive framework for identifying and recommending suitable candidates for appointment as Directors and members of the Senior Management, prescribing the criteria for determining qualifications, positive attributes and independence of Directors, and recommending their appointment or removal. It also sets out the principles governing the remuneration of Directors, Key Managerial Personnel and Senior Management Personnel to ensure that the remuneration structure is fair, competitive and adequate to attract, retain and motivate competent professionals.

Further, the Policy lays down the methodology and criteria for the annual performance evaluation of the Board, its Committees and Individual Directors, and defines the roles and responsibilities of the

Nomination and Remuneration Committee in accordance with the applicable provisions of the Companies Act, 2013 and the SEBI Listing Regulations.

Performance evaluation, nomination and remuneration policy is available on the website of the Company.

Weblink:https://cdn.shopify.com/s/files/1/0571/1996/5366/files/2._NRC_Policy_and_Board_Diversity_Policy.pdf?v=1689918744

Pursuant to the provisions of the Companies Act, 2013 read with the Rules made thereunder and Regulation 17(10) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the annual performance evaluation of the Board, its Committees and individual Directors was carried out during the year. The evaluation was based on various parameters including composition of the Board and its Committees, effectiveness of Board processes, participation and contribution of Directors, strategic guidance, governance practices and fulfilment of statutory responsibilities. The Independent Directors also evaluated the performance of the Non-Independent Directors, the Chairperson and the Board as a whole in a separate meeting held without the presence of the Non-Independent Directors and members of the management.

EVALUATION OF PERFORMANCE OF THE BOARD, ITS COMMITTEES AND DIRECTORS

Pursuant to the provisions of the Companies Act, 2013 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has established a structured framework for the annual evaluation of its own performance, that of its Committees and Individual Directors, including the Chairperson.

The evaluation was undertaken through a comprehensive assessment process covering, inter alia, the effectiveness of the Board and Committee composition, diversity of skills and experience, discharge of statutory and fiduciary responsibilities, quality of deliberations and decision-making, governance practices, strategic oversight and overall functioning of the Board and its Committees.

The performance of Individual Directors was evaluated based on various parameters including attendance and participation in meetings, quality of contribution to Board deliberations, strategic guidance, professional expertise, independent judgment and fulfilment of their roles and responsibilities. The performance of the Chairperson, Non-Independent Directors and the Board as a whole was evaluated by the Independent Directors, while the Independent Directors were evaluated by the entire Board, excluding the Director being evaluated.

In accordance with Schedule IV to the Companies Act, 2013 and the SEBI Listing Regulations, a separate meeting of the Independent Directors was held on March 18, 2026, without the presence of the Non-Independent Directors and members of the Management. At the meeting, the Independent Directors reviewed the performance of the Non-Independent Directors, the Chairperson and the Board as a whole. They also assessed the quality, quantity and timeliness of the information and other support provided by the Management to enable the Board to effectively discharge its responsibilities.

Opinion of the Board

Based on the outcome of the evaluation, the Board is of the opinion that all the Directors, including the Independent Directors, possess the requisite integrity, expertise, experience and proficiency necessary for effectively discharging their duties and responsibilities. The Board further confirms that, in its opinion, the Independent Directors satisfy the criteria of independence as prescribed under the Companies Act, 2013 read with the Rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and are independent of the Management.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 134 of the Companies Act, 2013, with respect to the Directors' Responsibility Statement, the Board of Directors of the Company hereby confirms:

i. that in the preparation of the Annual Accounts, the applicable accounting standards have been followed;
ii. that the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as of March 31, 2026 and of Profit and Loss Account of the Company for that period;
iii. that the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
iv. that the Directors have prepared the Annual Accounts for the Financial Year ended March 31, 2026 on a going concern basis;
v. that the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
vi. that the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

STOCK EXCHANGE LISTING

Presently, the Equity Shares of the Company are listed on NSE Emerge (National Stock Exchange of India Limited for small and medium-sized enterprises). The Company confirms that it has paid Annual Listing Fees to the stock exchange.

AUDITORS AND THEIR REPORT

a) Statutory Auditors

M/s Abhilashi & Co, Chartered Accountants (FRN 016025N) were appointed as Statutory Auditors of the Company from the conclusion of 3rd Annual General Meeting till the conclusion of 8th Annual General Meeting of the company to be held in the year 2028.

The Company has received audit report for standalone audited financial statements of the Company for the financial year ended March 31, 2026 from the statutory auditors, M/s Abhilashi & Co, Chartered Accountants, and forms part of this Annual Report. There are no qualifications, reservation, adverse remarks, or disclaimer made by the Statutory Auditors in their Reports.

b) Internal Auditors

Your directors had appointed M/s. R. Manmohan & Associates, Chartered Accountant, (FRN: 023546S), represented by R. Manmohan (ICAI Membership No. 212570), Proprietor, as Internal Auditor of the Company to conduct internal audit for FY 2025-26.

c) Secretarial Auditor

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Ms. Priyanka Rajora, Practicing Company Secretary (CP No. 22886), Proprietor of M/s Rajora and Co., Practicing Company Secretaries (Peer Review No. S2020TL722100), was appointed as the Secretarial Auditor of the Company for a term of five consecutive financial years, commencing from FY 2025-26 up to FY 2029-30, at the Annual General Meeting held on September 30, 2025.

The Secretarial Audit Report for the financial year ended March 31, 2026 is annexed to this Board's Report as **Annexure 1**.

The Secretarial Audit Report contains an observation regarding the delay in submission of the annual audited standalone financial results for the financial year ended March 31, 2025 under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Board's explanation on the said observation, as required under Section 204(3) of the Companies Act, 2013, forms part of this Report.

Explanation on the Observation of the Secretarial Auditor

The Secretarial Auditor has reported an observation regarding delay in submission of the annual audited standalone financial results for the financial year ended March 31, 2025 under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The financial results, which were required to be submitted to the stock exchange on or before May 30, 2025, were approved by the Board of Directors at the adjourned sitting held on July 02, 2025 of the meeting originally convened on June 30, 2025, and submitted thereafter, resulting in a delay of 33 days. The delay occurred due to technical issues encountered in the Company's Enterprise Resource Planning (ERP) system during the financial closing process. The ERP system generated incorrect data for certain ledger accounts, including instances where data pertaining to entities that were not in existence during the relevant period was reflected. Consequently, additional time was required to identify, rectify and validate the financial information to ensure the accuracy and reliability of the financial statements before their approval by the Board.

Subsequently, the Company received a notice from the National Stock Exchange of India Limited (NSE) for the said non-compliance.

The Company had filed a waiver application with NSE against the levy of fine. However, the waiver application was rejected, and the applicable fine was subsequently paid on September 30, 2025. The

Company has taken note of the observation and has strengthened its internal compliance monitoring mechanism to ensure timely compliance with the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

d) Cost Auditors

Appointment of Cost Auditor as per section 148 of the Companies Act, 2013, is not applicable to the Company.

ANNUAL RETURN

The Annual Return will be available on the website of the Company, as mandated under Section 92(3) read with Section 134 (3) of the Companies Act, 2013, and the same can be accessed at web link: https://newjaisa.com/pages/invesor-relation-of-newjaisa

PARTICULARS OF EMPLOYEES

The information required pursuant to Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is enclosed as **Annexure 2** and forms the part of this Annual Report.
The statement containing particulars of the top ten employees in terms of remuneration drawn and of employees drawing remuneration in excess of the limits prescribed under Rule 5(2) and Rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is NIL. In terms of the first proviso to Section 136(1) of the Act, the Annual Report is being sent to the Members excluding the said statement, which is available for inspection by the Members at the Registered Office of the Company during business hours on working days up to the date of the ensuing Annual General Meeting. Any Member interested in obtaining a copy of the statement may write to the Company Secretary at cs@newjaisa.com.

The number of employees as on the closure of financial year March 31, 2026:
Female: 37
Male: 154
Transgender: 0

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

a) **Whether any loan, guarantee is given by the company or securities of any other body corporate purchased**- No

b) **Are there any reportable transactions on which section 186 applies? (whether or not- threshold exceeds 60% of its paid-up share capital, free reserves, and securities premium account or 100% of its free reserves and securities premium account)-** No

c) **Brief details as to why transaction is not reportable-** There are no Loans, Guarantees, or Investments during the FY 2025-26.

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

(a) Details regarding technology absorption as per Rule 8(3)(B)

- Efforts made towards technology absorption: The Company has not undertaken any specific activities during the year towards technology absorption
- Benefits derived like product improvement, cost reduction, product development or import substitution: Not Applicable, as no new technology has been absorbed during the year under review.
- In case of imported technology (imported during the last three years reckoned from the beginning of the financial year):
- Details of technology imported: NIL
- Year of import: Not Applicable
- Whether the technology has been fully absorbed: Not Applicable
- If not fully absorbed, areas where absorption has not taken place and reasons thereof: Not Applicable
- Expenditure incurred on Research & Development: NIL

(b) Details regarding energy conservation as per Rule 8(3)(A)

- Steps taken or impact on conservation of energy: The Company's operations do not consume significant amounts of energy. Hence, specific steps towards energy conservation are not required.
- Steps taken by the Company for utilizing alternate sources of energy: Not Applicable, in view of comments above.
- Capital investment on energy conservation equipment: Not Applicable.
- (c) Foreign exchange earnings and outgo as per Rule 8(3)(C)
- Foreign exchange earned in terms of actual inflows during the year: NIL
- Foreign exchange outgo in terms of actual outflows during the year: NIL

ADEQUACY OF INTERNAL FINANCIAL CONTROL SYSTEM

The Board of Directors is responsible for ensuring that the Company has an adequate and effective system of internal financial controls. The Company has established internal financial controls commensurate with the nature, size and complexity of its business operations, which are operating effectively.

The internal control framework is designed to ensure the orderly and efficient conduct of business, safeguard the Company's assets, ensure compliance with applicable laws, regulations and internal policies, prevent and detect frauds and errors, maintain the accuracy and completeness of accounting records, and facilitate the timely preparation of reliable financial information.

The Management periodically reviews and evaluates the effectiveness of the internal financial control system and monitors compliance with the Company's operating procedures, accounting policies and statutory requirements. Based on such reviews, the Board is satisfied that the Company's internal financial controls are adequate and effective

DISCLOSURE OF COMPOSITION OF AUDIT COMMITTEE AND PROVIDING VIGIL

MECHANISM/ WHISTLE BLOWER POLICY

The Board of Directors of the Company had duly constituted the Audit Committee on July 03, 2023 under the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the year under review, there were changes in the composition of the Audit Committee due to the resignation of Mr. Gaurav Jindal (Independent Director), the appointment of Mrs. Pooja Jain and Mr. Sachin Khandelwal as Independent Directors, and the re-designation of Mr. Purav Dineshchandra Shah as a Non-Independent Director. Accordingly, the composition of the Audit Committee as on March 31, 2026 is as under:

Name of Director	Status in Committee	Nature of Directorship
Mrs. Pooja Jain	Chairperson	Independent Director
Mr. Sachin Khandelwal	Member	Independent Director
Mrs. Ankita Handa	Member	Non-Executive Director

During the financial year ended on March 31, 2026, the Audit Committee met 4 (four) times viz. June 30, 2025 (adjourned to 2nd July 2025), August 22, 2025 (adjourned to 5th September 2025), November 13, 2025, and March 13, 2026 (adjourned to 18th March 2026).

The Company has established a Vigil Mechanism/Whistle Blower Policy to provide Directors and employees with a formal mechanism for reporting genuine concerns relating to unethical behaviour, actual or suspected fraud, or violations of the Company's Code of Conduct and applicable laws.

The mechanism provides adequate safeguards against victimisation of individuals who report such concerns in good faith and ensures that they are treated fairly. It also enables direct access to the Chairperson of the Audit Committee in appropriate cases to facilitate independent and impartial review of the matters reported.

The Whistleblower Policy of the Company may be accessed on the Company website at the link: https://cdn.shopify.com/s/files/1/0571/1996/5366/files/8._Whistleblower_Policy.pdf?v=1689918744

OTHER COMMITTEES

a) Composition of the Nomination and Remuneration Committee and its meetings:

The Board of Directors of your Company had duly constituted the Nomination & Remuneration Committee on July 03, 2023 under the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the financial year under review, there were changes in the composition of the Nomination and Remuneration Committee due to the resignation of Mr. Gaurav Jindal (Independent Director), the appointment of Mrs. Pooja Jain and Mr. Sachin Khandelwal as Independent Directors, and the re-designation of Mr. Purav Dineshchandra Shah as a Non-Independent Director. Accordingly, the composition of the Nomination and Remuneration Committee as on March 31, 2026 is as under:

Name of Director	Status in Committee	Nature of Directorship
Mrs. Pooja Jain	Chairperson	Independent Director

Mr. Sachin Khandelwal	Member	Independent Director
Mr. Purav Dineshchandra Shah	Member	Non-Executive Director
Mrs. Ankita Handa	Member	Non-Executive Director

Note: Mr. Purav Dineshchandra Shah, Non-Executive Director (DIN: 05126728), resigned from the directorship of the Company with effect from August 13, 2026.

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

Name of Director	Status in Committee	Nature of Directorship
Mrs. Pooja Jain	Chairperson	Independent Director
Mr. Sachin Khandelwal	Member	Independent Director
Mrs. Ankita Handa	Member	Non-Executive Director

During the financial year ended on March 31, 2026, the Nomination and Remuneration Committee met 5 (Five) times viz April 07, 2025, April 17, 2025, June 30, 2025 (adjourned to 2nd July 2025), September 25, 2025, and January 30, 2026.

b) Composition of the Stakeholders Relationship Committee and its meetings:

The Board of Directors of your Company had duly constituted Stakeholders Relationship Committee vide their meeting held on July 03, 2023 under the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the financial year under review, there were changes in the composition of the Stakeholders Relationship Committee due to the resignation of Mr. Gaurav Jindal (Independent Director), the appointment of Mrs. Pooja Jain and Mr. Sachin Khandelwal as Independent Directors, and the re-designation of Mr. Purav Dineshchandra Shah as a Non-Independent Director. Accordingly, the composition of the Stakeholders Relationship Committee as on March 31, 2026 is as follows:

Name of Director	Status in Committee	Nature of Directorship
Mrs. Pooja Jain	Chairperson	Independent Director
Mr. Sachin Khandelwal	Member	Independent Director
Mr. Purav Dineshchandra Shah	Member	Non-Executive Director
Mrs. Ankita Handa	Member	Non-Executive Director

Note: Mr. Purav Dineshchandra Shah, Non-Executive Director (DIN: 05126728), resigned from the directorship of the Company with effect from August 13, 2026.

The current composition of the Stakeholders Relationship Committee is as follows:

Name of Director	Status in Committee	Nature of Directorship
Mrs. Pooja Jain	Chairperson	Independent Director
Mr. Sachin Khandelwal	Member	Independent Director
Mrs. Ankita Handa	Member	Non-Executive Director

During the financial year ended on March 31, 2026, the Stakeholders Relationship Committee met twice viz June 30, 2025 (adjourned to 2nd July 2025) and November 13, 2025.

c) **Composition of the IPO Committee and its meetings:**

The Board of Directors of your Company had duly constituted IPO Committee vide their meeting held on July 03, 2023. The Board dissolved the IPO Committee at its meeting held on April 17, 2025, its purpose having been served; no meeting of the IPO Committee was held during the financial year ended March 31, 2026.

PREVENTION OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

Your Company has in place a Policy against Sexual Harassment at workplace in line with the requirement of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Policy is available on the website of the Company at https://cdn.shopify.com/s/files/1/0571/1996/5366/files/4._Policy_on_Sexual_Harassment_1.pdf?v=1690281293

Sl. No	Particulars	No.
1	Number of complaints on Sexual harassment Received	Nil
2	Number of complaints disposed off during the Year	Nil
3	Number of cases pending for more than ninety Days	Nil
4	Number of workshops or awareness programme against sexual harassment carried out The Company regularly conducts necessary awareness programmes for its employees	Nil
5	Nature of action taken by the employer or district officer	Nil

The Company has constituted an Internal Complaints Committee (ICC) in accordance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, to address complaints relating to sexual harassment at the workplace.

The Company's policy is applicable to all women employees, including permanent, contractual, temporary employees and trainees, as well as women visiting the Company's premises for any official purpose. The Company is committed to providing a safe, secure and respectful work environment that is free from sexual harassment in any form, whether physical, verbal or psychological.

During the financial year under review, no complaints relating to sexual harassment were received by the Internal Complaints Committee.

RISK MANAGEMENT

The Company has established a structured risk management framework to identify, assess, monitor and mitigate key business risks that may impact its operations, financial performance or strategic objectives. The framework facilitates timely identification of existing and emerging risks and ensures that appropriate mitigation measures are implemented to minimise their potential impact and support the sustainable growth of the business.

The Board periodically reviews the key risks faced by the Company and the effectiveness of the measures adopted to manage such risks. Further details on the Company's risk profile and mitigation measures are provided under the "Threats, Risks and Concerns" and "Internal Control Systems and their Adequacy" sections of the Management Discussion and Analysis Report.

In terms of Regulation 15(2)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the provisions relating to the constitution of a Risk Management Committee are not applicable to the Company, being an SME-listed entity.

EMPLOYEE STOCK OPTION SCHEME

Your Company has Newjaisa Technologies Employee Stock Option Plan 2023 with a pool of 32,09,174 options.

The ESOP Scheme is in compliance with the Act and SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and the disclosures relating to the ESOP Schemes as required under the abovementioned SEBI Regulations are available on the Company’s website: https://newjaisa.com/pages/invesor-relation-of-newjaisa

The Certificate from the Secretarial Auditor of the Company under regulation 13 of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 stating that the scheme(s) has been implemented in accordance with SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended, from time to time and in accordance with the resolution of the company in the general meeting, is annexed to this Report as Annexure - 4 and will also be available for inspection by the members at the ensuing AGM.
The disclosures with respect to the Employee Stock Option Scheme of the Company pursuant to Regulation 14 of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 as on March 31, 2026 are annexed to this Report as Annexure - 5 and have also been uploaded on the website of the Company and can be accessed at https://newjaisa.com/pages/invesor-relation-of-newjaisa.

Web-link:
https://cdn.shopify.com/s/files/1/0571/1996/5366/files/NewJaisa_ESOP_scheme_2023_1.pdf?v=1706694983

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All transactions entered into with the Related Parties as defined under the Companies Act, 2013 read with rules made thereunder, during the financial year were in the ordinary course of business and on arm’s length basis and do not attract the provisions of Section 188 of the Companies Act, 2013. However, as a prudent corporate governance practices the Board of Directors have approved such related party transactions in respective Board Meeting under the said provisions.
Regulation 23 of the SEBI Listing Regulations is applicable to the Company pursuant to the proviso to Regulation 15(2)(b) of the said Regulations, and the Company has complied with the requirements thereof. The Policy on Materiality of and Dealing with Related Party Transactions is available on the website of the Company. All related party transactions entered into during the year were approved by the Audit Committee, including by way of omnibus approval wherever applicable; there were no material related party transactions requiring the approval of the Members; and the disclosures of related

party transactions have been submitted to the Stock Exchange on a half-yearly basis in terms of Regulation 23(9) of the SEBI Listing Regulations. Disclosures of transactions of the Company with the promoter / promoter group holding 10% or more shareholding, as required under Para A(2A) of Schedule V of the SEBI Listing Regulations, are set out in Note 25(b) to the audited financial statements.

The Form No. AOC-2 pursuant to clause (h) of sub-section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014 is enclosed as **Annexure-3** to this Report.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management Discussion and Analysis Report for the financial year ended March 31, 2026 is forming part of the Board Report/Annual Report.

CORPORATE GOVERNANCE:

Since, the Company has listed its specified securities on the EMERGE Platform of NSE therefore by virtue of Regulation 15 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 the compliance with the corporate governance provisions as specified in regulations 17, 17A, 18, 19, 20, 21,22, 24, 24A, 25, 26, 26A, 27 and clauses (b) to (i) and (t) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V are not applicable to the Company. Hence Report on Corporate Governance does not form part of this Directors Report.

The provisions of Corporate Governance as stipulated under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are presently not applicable to the Company. However, the Company remains committed to maintaining high standards of governance and ethical conduct.

Your Company follows robust corporate governance practices, prudent risk management, and maintains a proactive approach towards identifying emerging opportunities. Emphasis is placed on stakeholder value creation and transparency, with the adoption of best-in-class disclosure methodologies.

Further, the Company voluntarily endeavors to comply with the non-mandatory requirements of corporate governance to the extent possible, and continues to take necessary actions at appropriate times to align with stakeholder expectations.

CORPORATE SOCIAL RESPONSIBILITY

The provisions of Section 135 of the Companies Act, 2013 relating to Corporate Social Responsibility (CSR) are not applicable to the Company for the financial year 2025-26, as the Company does not satisfy the applicability criteria prescribed under the Act based on the immediately preceding financial year.

During the financial year ended March 31 2025, the Company incurred a loss before tax of INR 12,409,157.78/- and, accordingly, was not required to constitute a CSR obligation or incur any expenditure towards CSR activities for FY 2025-26.

The Corporate Social Responsibility (CSR) Policy adopted by the Company continues to be available on the Company's website at:
https://cdn.shopify.com/s/files/1/0571/1996/5366/files/17._CSR_Policy.pdf?v=1689918744.

COMPANY'S WEBSITE:

Your Company has developed and maintained its fully functional website www.newjaisa.com, which has been designed to exhibit the Company's businesses upfront on the home page and all the relevant details about the Company.

The website carries a comprehensive database of information of the Company including the Financial Results of your Company, Shareholding Pattern, details of Board Committees, Corporate Policies, business activities and current affairs of your Company. All the mandatory information and disclosures as per the requirements of the Companies Act, 2013, Companies Rules, 2014 and as per Regulation 46 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and the non-mandatory information of Investors' interest / knowledge has been duly presented on the website of the Company.

COMPLIANCE WITH THE CODE OF CONDUCT AND ETHICS

Pursuant to the requirements of the Listing Regulations and the Companies Act, 2013, the Company has adopted a Code of Conduct and Ethics ("the Code") applicable to the members of the Board, Senior Management Personnel, executive officers, and all employees of the Company.

The Board members and Senior Management Personnel have confirmed their compliance with the Code for the financial year ended March 31, 2026.

GENERAL

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

a. The Company has neither accepted nor renewed any deposits from the public or otherwise in terms of Section 73 of the Companies Act, 2013 read with the rules made thereunder and as such no amount on account of principal or interest thereon on deposits from public was outstanding as on the date of Balance Sheet.

b. The Company has not issued any sweat equity shares during the year under review and hence no information as per provisions of Section 54(1)(d) of the Act read with Rule 8(13) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

c. The Company has in place proper systems to ensure compliance with the provisions of the applicable secretarial standards issued by The Institute of Company Secretaries of India and such systems are adequate and operating effectively.

d. There is no issue of equity shares with differential rights as to dividend, voting or otherwise.

e. There were no significant or material orders passed by the Regulators, Courts or Tribunals which impact the going concern status and Company's operations in future.

f. In addition to the information mentioned in this annual report, there were no material changes and commitments affecting financial position of the company between March 31, 2026 and the date of this Board's Report.

g. The Auditors have not reported any matter under Section 143(12) of the Companies Act, 2013 and therefore no detail is required to be disclosed under Section 134(3) (ca) of the Act.

h. Maintenance of cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act 2013 is not required by the Company and accordingly such accounts and records are neither made nor maintained.

i. There is no one time settlement done with bank or any financial institution. Hence, the details of difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the Banks or Financial Institutions is not applicable.

j. There is no proceeding pending under the Insolvency and Bankruptcy Code 2016.

k. The Company is in compliance with the applicable provisions of the Maternity Benefit Act, 1961, as amended from time to time. Necessary measures and policies are in place to ensure that all eligible employees receive the benefits and protections mandated under the Act.

OTHER DISCLOSURES:

Your directors state the status of disclosure or reporting requirement in respect of the following items, for the transactions/events related to these items during the year under review:

a. Non-applicability of certain Regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time:

As per Regulation 15 of the SEBI (LODR) Regulations, 2015 the compliance with the corporate governance provisions as specified in regulations 17, 17A, 18, 19, 20, 21, 22, 24, 24A, 25, 26, 26A, 27 and clauses (b) to (i) and (t) of sub-regulation (2) of regulation 46 and para-C, D and E of Schedule V shall not apply to the Company.

b. Investors Education and Protection Fund

In terms of Section 125 of the Companies Act, 2013 read with the Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016, during the financial year ended March 31 2026, there is no outstanding amount to be transferred to Investor Education and Protection Fund.

c. Disclosures with respect to Demat suspense account/ unclaimed suspense account

During the year under review no such shares in the Demat suspense account or unclaimed suspense account which are required to be reported as per Para F of Schedule V of the SEBI (LODR) Regulations, 2015.

d. Disclosure of certain types of agreements binding listed entities

As all the agreements entered into by the Company are in normal course of business are not required to be disclosed as they either directly or indirectly or potentially or whose purpose and effect will not impact the management or control of the Company.

APPRECIATIONS & ACKNOWLEDGEMENTS

Your directors wish to place on record their appreciation for the continuous support received from the Members, customers, suppliers, bankers, various statutory bodies of the Government of India and the Company's employees at all levels.

For Newjaisa Technologies Limited

Sd/-
Vishesh Handa
Managing Director
DIN: 07842847
Date: September 03, 2026
Place: Bengaluru

Sd/-
Ankita Handa
Director
DIN: 08690084
Date: September 03, 2026
Place: Bengaluru

Annexure – 1

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026
[Pursuant to section 204(1) of the Companies Act, 2013 and rule No. 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To
The Members,
Newjaisa Technologies Limited
CIN: L32106KA2020PLC134935
Sy No. 38/1B, 39/1, 39/2 and 39/3, Arekere Village,
Begur Hobli, Bannerghatta Road, Bengaluru,
Bengaluru South-560076, Karnataka, India.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Newjaisa Technologies Limited** having CIN: L32106KA2020PLC134935 (hereinafter called "The Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives 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 March 31, 2026 complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 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 Byelaws framed thereunder;
iv) The 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 (Not applicable to the Company during the audit period);
v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable to the Company:

   a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
   b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
   c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
   d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equities), Regulations, 2021;
   e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities)

Regulations, 2021; (Not applicable to the Company during the audit period)

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 during the audit period)
h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not applicable to the Company during the audit period)
i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 *subject to observations mentioned under this report*.

vi) Other laws applicable specifically to the Company namely:

(a) The Information Technology Act, 2000 and the rules made thereunder;
(b) The Trade Marks Act, 1999;

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

i. Secretarial Standards issued by The Institute of Company Secretaries of India.
ii. The Listing Agreement(s) entered into by the Company with Stock Exchange(s), if any.

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

a) The Company received a notice from the National Stock Exchange of India Limited (NSE) for non-compliance with Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, on account of delay in submission of the annual audited standalone financial results for the financial year ended March 31, 2025.As required under Regulation 33 of the Listing Regulations, the annual audited standalone financial results, together with the Audit Report and the Statement on Impact of Audit Qualifications (where applicable), are required to be submitted within sixty days from the end of the financial year. Accordingly, the due date for submission was May 30, 2025. However, the Board of Directors approved the financial results on July 02, 2025 adjourned meeting of June 30, 2025, resulting in a delay of 33 days. The Company filed an application with NSE seeking waiver of the fine levied for the aforesaid non-compliance. However, the waiver application was rejected by NSE and the Company subsequently paid the applicable fine.

We further report that:

a) The Board of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
b) Adequate notice is given to all Directors to schedule the Board Meetings at least seven days in advance/ shorter notice wherever required and complied with. Agenda and detailed notes on agenda were also sent to all Directors and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
c) Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

We further report that during the audit period, the following event/action taken place which have major bearing on the affairs of the Company in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

1. The Company has allotted 48,500 (Forty-Eight Thousand Five Hundred) equity shares upon exercise of options under the Newjaisa Stock Option Plan 2023 on April 17, 2025.
2. Resignation of Mr. Gaurav Jindal with effective from June 11, 2025.
3. Appointment of Mr. Sachin Khandelwal and Mrs. Pooja Jain with effective from June 20, 2025 (Members' approval at the EGM held on September 18, 2025).
4. Re-designation of Mr. Purav Shah as Non-Executive Non-Independent Director with effective from June 27, 2025
5. The Company has allotted 3,16,394 (Three Lakh Sixteen Thousand Three Hundred Ninety-Four) equity shares upon exercise of options under the Newjaisa Stock Option Plan 2023 on September 24, 2025.
6. Retirement of Mr. Mukunda Raghavendra from the position of Whole Time Director with effective from January 31, 2026.
7. The Company has allotted 1,04,000 (One Lakh Four Thousand) equity shares upon exercise of options under the Newjaisa Stock Option Plan 2023 on February 11, 2026.
8. The company has received certain queries from NSE-Emerge which has been replied to the satisfaction of the exchange.

As per information provided by the Company, barring this, no event/action has taken place which have major bearing on the affairs of the Company in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

For Rajora & Co.,
Practicing Company Secretaries

Date: September 03, 2026
Place: Hyderabad

Sd/-
Priyanka Rajora
Proprietor
Peer Review No.: S2020TL722100
Membership No: 38168
C.P. No: 22886
UDIN: A038168H001353460

Note: This report is to be read with Annexure- A which forms an integral part of this report.

Annexure-A

To
The Members,
Newjaisa Technologies Limited
CIN: L32106KA2020PLC134935
Sy No. 38/1B, 39/1, 39/2 and 39/3, Arekere Village,
Begur Hobli, Bannerghatta Road, Bengaluru,
Bengaluru South-560076, Karnataka, India.

1. My Secretarial Audit Report for the financial year ended March 31, 2026 of even date is to be read along with this letter.

2. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my audit.

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

4. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.

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

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

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

For Rajora & Co.,
Practicing Company Secretaries

Date: September 03, 2026
Place: Hyderabad

Sd/-
Priyanka Rajora
Proprietor
Peer Review No.: S2020TL722100
Membership No: 38168
C.P. No: 22886
UDIN: A038168H001353460

NEWJAISA TECHNOLOGIES LIMITED
CIN: L32106KA2020PLC134935
Sy No. 38/1B, 39/1, 39/2 and 39/3, Arekere Village, Begur Hobli, Bannerghatta Road, Bengaluru, Bengaluru South-560076, Karnataka, India
Email: cs@newjaisa.com; Phone: +91-9035009233
Website: https://newjaisa.com

Annexure - 2

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

i) Ratio of remuneration of each Director to the median remuneration of the Employees of the Company for the financial year 2025-26, the percentage increase in remuneration of each director, Chief Executive Officer, Chief Financial Officer, Company Secretary or Manager, if any, in the financial year 2025-26.

Sl. No	Name of Director/KMP	Designation	Ratio of remuneration of each Director to median remuneration of employees	% increase in remuneration, if any, in the Financial Year 2025-26
1.	Vishesh Handa	Managing Director	4.7	Nil
2.	Mukunda Raghavendra***	Whole-time Director (till January 31, 2026)	4.5	Nil
3.	Ankita Handa*	Non – Executive Director	NA	NA
4.	Purav Dineshchandra Shah	Director	NA	NA
5.	Pooja Jain**	Independent Director	NA	NA
6.	Sachin Khandelwal**	Independent Director	NA	NA
7.	Ashish Nirmal	Chief Financial Officer	9.1	Nil
8.	Gurprit Kaur	Company Secretary	1.0	Nil

* Mrs. Ankita Handa has not drawn any remuneration for the Financial Year 2025-26. Therefore, any percentage increase in remuneration for the Financial Year 2025-26 is not applicable.

**Mrs. Pooja Jain and Mr. Sachin Khandelwal are appointed as Independent Directors of the Company w.e.f. June 20, 2025 respectively. Further, sitting fee was paid and no remuneration was payable to them. Hence, percentage increase in remuneration, if any, in the Financial Year 2025-26 is not applicable.

***Mr. Mukunda Raghavendra retired as Whole-time Director w.e.f. January 31, 2026. Remuneration of INR 13.53 Lakhs drawn for the part of the year served (Note 25 to the financial statements) has been reckoned against the median remuneration of employees for FY 2025-26; there was no increase in his remuneration during the year.

Note: The Non – Executive / Independent Directors are paid only sitting fees for attending meetings of Board and / or Committees.

ii) The percentage increase in the Median remuneration of employees in the financial year 2025-26: There was no revision in the salaries/remuneration of employees, other than managerial personnel, during the financial year 2025-26. Accordingly, there was no increase in the median remuneration of employees during the financial year.

iii) The number of permanent employees on the rolls of company; 191

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

During the financial year 2025-26. Further, there was no increase in managerial remuneration during the financial year. Accordingly, comparison of the percentile increase in employee remuneration with the percentile increase in managerial remuneration, the justification thereof, and details of any exceptional circumstances for increase in managerial remuneration are not applicable.

v) affirmation that the remuneration is as per the remuneration policy of the company.
It is hereby affirmed that the remuneration is as per the remuneration policy of the company.

For Newjaisa Technologies Limited

Sd/-
Vishesh Handa
Managing Director
DIN: 07842847
Date: September 03, 2026
Place: Bengaluru

Sd/-
Ankita Handa
Director
DIN: 08690084
Date: September 03, 2026
Place: Bengaluru

NEWJAISA TECHNOLOGIES LIMITED
CIN: L32106KA2020PLC134935
Sy No. 38/1B, 39/1, 39/2 and 39/3, Arekere Village, Begur Hobli, Bannerghatta Road, Bengaluru, Bengaluru South-560076, Karnataka, India
Email: cs@newjaisa.com; Phone: +91-9035009233
Website: https://newjaisa.com

Annexure - 3

Disclosure of particulars of Contract / Arrangements made with related parties

Form No. AOC – 2

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

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

1. Details of contracts or arrangements or transactions not at arm's length basis: Nil
(a) Name(s) of the related party and nature of relationship
(b) Nature of contracts/arrangements/transactions
(c) Duration of the contracts / arrangements/transactions
(d) Salient terms of the contracts or arrangements or transactions including the value, if any
(e) Justification for entering into such contracts or arrangements or transactions
(f) date(s) of approval by the Board
(g) Amount paid as advances, if any:
(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188

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

S. No	Name(s) of Related Party	Nature of Relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts/ arrangements/transactions	Salient terms of the contracts or arrangements or transactions including the value, if any:	Date(s) of Approval by the Board, if any.	Amount paid as advances, if any:
1.	Vanshya Enterprises LLP	Limited Liability Partnership in which Mrs. Ankita Handa, Director, is a partner (related party under Section 2(76) of the Companies Act, 2013)	Trade advance for supply of materials / services (net of supplies)	The Company is undertaking the said transaction on Arm's length and on continuous basis.	No fresh transaction was entered into during FY 2025-26 (previous year: INR 94.34 Lakhs). Trade advance for supply of materials / services (net of supplies) outstanding as at March 31, 2026: INR 13.79 Lakhs (previous year: INR 16.56 Lakhs), as disclosed in Note 25(b) to the audited financial statements.	June 30, 2025 (adjourned sitting concluded on July 02, 2025)	INR 13.79 Lakhs outstanding as at March 31, 2026

For Newjaisa Technologies Limited

Sd/-	Sd/-
Vishesh Handa	Ankita Handa
Managing Director	Director
DIN: 07842847	DIN: 08690084
Date: September 03, 2026	Date: September 03, 2026
Place: Bengaluru	Place: Bengaluru

Annexure - 4

COMPLIANCE CERTIFICATE

[Pursuant to Regulation 13 of the Securities Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021]

To the Members and Board of Directors
Newjaisa Technologies Limited
CIN: L32106KA2020PLC134935
Sy No. 38/1B, 39/1, 39/2 and 39/3, Arekere Village, Begur Hobli, Bannerghatta Road, Bengaluru, Bengaluru South-560076, Karnataka, India.

Dear Members and Board of Directors,

I, Priyanka Rajora, Company Secretary in practice, have been appointed as the Secretarial Auditor by the Board of Directors of Newjaisa Technologies Limited (hereinafter referred to as 'the Company'), having CIN: L32106KA2020PLC134935 and having its registered office at Sy No. 38/1B, 39/1, 39/2 and 39/3, Arekere Village, Begur Hobli, Bannerghatta Road, Bengaluru, Bengaluru South-560076, Karnataka, India. This certificate is issued under the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (hereinafter referred to as "the Regulations''), for the year ended March 31, 2026.

Management Responsibility:

It is the responsibility of the Management of the Company to implement the Scheme(s) including designing, maintaining records, and devising proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

Verification & Certification:

I have examined the records and documents maintained by the Company and based on the information and explanations given to us and to the best of our knowledge and belief, I confirm that the Newjaisa Technologies Employee Stock Option Plan 2023 of the Company for the period ended March 31, 2026 have been implemented in accordance with the provisions of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended and in accordance with the respective resolutions of the Company passed in general meeting(s).

Assumption & Limitation of Scope and Review:

1. Ensuring the authenticity of documents and information furnished is the responsibility of the Board of Directors of the Company.
2. My responsibility is to give certificates based upon our examination of relevant documents and information. It is neither an audit nor an investigation.
3. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.
4. This certificate is solely for your information, and it is not to be used, circulated, quoted, or otherwise referred to for any purpose other than for the Regulations.

For Rajora & Co

Date: September 03, 2026 | Place: Hyderabad

Sd/-
Priyanka Rajora
Practicing Company Secretary
Membership No. A38168
COP No. 22886
UDIN: A038168H001353537

Annexure - 5

DISCLOSURES WITH RESPECT TO EMPLOYEE STOCK OPTION SCHEMES OF THE COMPANY PURSUANT TO REGULATION 14 OF THE SEBI (SHARE BASED EMPLOYEE BENEFITS AND SWEAT EQUITY) REGULATIONS, 2021 AS ON MARCH 31, 2026

During FY 2025-26, the Company had the Newjaisa Technologies Employee Stock Option Plan 2023.

During the financial year under review there has been no material change in the Employee Stock Option Schemes (‘ESOP Scheme’) of the Company and the same are in compliance with the Companies Act, 2013 read with rules thereunder and the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and other SEBI Regulations, if any.

Disclosures required under Regulation 14 of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, are as under:

A. Relevant disclosures in terms of the accounting standards prescribed by the Central Government in terms of section 133 of the Companies Act, 2013 (18 of 2013) including the 'Guidance note on accounting for employee share-based payments' issued in that regard from time to time.

For details, shareholders may refer to the audited financial statement which forms part of the Annual Report FY 2025-26.

B. Diluted EPS on issue of shares pursuant to all the schemes covered under the regulations shall be disclosed in accordance with 'Accounting Standard 20 - Earnings Per Share' issued by Central Government or any other relevant accounting standards as issued from time to time.

Diluted EPS as per Standalone financial statement for ESOP Schemes for the year ended March 31, 2026 is as under: INR- 4.90/-

C. **Details related to ESOS**

(i) Description including the general terms and conditions of Newjaisa Technologies Employee Stock Option Plan 2023 is as follows:

(a) Date of shareholders' approval	July 06, 2023 and February 06, 2024
(b) Total number of options approved under ESOS	32,09,174 Options
(c) Vesting requirements	As per Newjaisa Technologies Employee Stock Option Plan 2023
(d) Exercise price or pricing formula	The Exercise Price shall be such price, as determined by the Board / Compensation Committee from time to time and as evidenced in the Letter of Grant unless subsequently modified by the Board / Compensation Committee. For the avoidance of doubt, the Exercise Price may be different for different set of Employees for Options granted on same / different dates and which shall not be less than face value of equity share and shall not exceed market price of the equity share of the Company as on date of grant of Option as may be decided by the Committee.
(e) Maximum term of options granted	This Plan is effective from July 06, 2023, being the date of approval by the shareholders, and will remain in force until the earlier of the following: (a) It is terminated by the Board or the Compensation Committee, or (b) All Stock Options under the Plan have been granted, exercised, and no further options are available.

(f) Source of shares (primary, secondary or combination)	Primary
(g) Variation in terms of options	No variations in terms of options during the reporting period.

(ii) Method used to account for ESOS – Fair Value

(iii) Where the company opts for expensing of the options using the intrinsic value of the options, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value of the options shall be disclosed. The impact of this difference on profits and on EPS of the company shall also be disclosed – Not Applicable

(iv) Option movement during the year (For each ESOS):

Particulars	**Details**
Number of options outstanding at the beginning of the period i.e. April 1, 2025	20,61,203
Number of options granted during the year	3,88,495
Number of options forfeited / lapsed during the year	87,303
Number of options vested during the year	3,11,870
Number of options exercised during the year	4,68,894
Number of shares arising as a result of exercise of options	4,68,894
Money realized by exercise of options (INR), if scheme is implemented directly by the company	23,44,470/-
Loan repaid by the Trust during the year from exercise price received	Not Applicable
Number of options outstanding at the end of the year	18,93,501
Number of options exercisable at the end of the year	8,81,337

(v) Weighted-average exercise prices and weighted-average fair values of options shall be disclosed separately for options whose exercise price either equals or exceeds or is less than the market price of the stock: As disclosed in financial statements.

(vi) Employee wise details (name of employee, designation, number of options granted during the year, exercise price) of options granted to -

(a) senior managerial personnel as defined under Regulation 16(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

S. No	**Name of employee**	**Designation**	**Number of options granted during the year**	**exercise price of options granted**
1.	Sharadkumar Somani	Chief Marketing Officer	2,82,035	5/-
2.	Ashish Nirmal	Chief Financial Officer	NIL	NIL

(b) any other employee who receives a grant in any one year of option amounting to 5% or more of option granted during that year; and

S. No	Name of employee	Designation	Number of options granted during the year	exercise price of options granted
1.	Tejas Vijay Kothawade	Process Engineer	24,000	5/-
2.	Sharadkumar Somani	Chief Marketing Officer	2,82,035	5/-

(c) Identified employees who were granted option, during any one year, equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of the company at the time of grant.

S. No	Name of employee	Designation	Number of options granted during the year	exercise price of options granted
NIL				

(vii) A description of the method and significant assumptions used during the year to estimate the fair value of options including the following information:

(a) the weighted-average values of share price, exercise price, expected volatility, expected option life, expected dividends, the risk-free interest rate and any other inputs to the model: We considered the fair price while granting ESOPs.

(b) the method used and the assumptions made to incorporate the effects of expected early exercise: Not applicable- as per the Company's Policy, early exercise of options is not permitted, and therefore no method or assumptions were required to incorporate the effects of expected early exercise.

(c) how expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility: We considered the fair price while granting ESOPs.

(d) whether and how any other features of the options granted were incorporated into the measurement of fair value, such as a market condition: No additional features such as market conditions were incorporated into the measurement of fair value. The fair value was determined solely based on the grant date in line with the Company's ESOP Policy.

Disclosures in respect of grants made in three years prior to IPO under each ESOS

FY	Date of Grant	Number of Options
FY 2023-24- Prior to IPO	July 17, 2023	16,00,992

NEWJAISA TECHNOLOGIES LIMITED
CIN: L32106KA2020PLC134935
Sy No. 38/1B, 39/1, 39/2 and 39/3, Arekere Village, Begur Hobli, Bannerghatta Road, Bengaluru, Bengaluru South-560076, Karnataka, India
Email: cs@newjaisa.com; Phone: +91-9035009233
Website: https://newjaisa.com

NOTICE OF 6TH ANNUAL GENERAL MEETING

Notice is hereby given that the 6th Annual General Meeting ("AGM" or 'the Meeting') of the Members of Newjaisa Technologies Limited will be held on Wednesday, September 30, 2026 at 11:00 A.M. (IST) through video conferencing facility ('VC') / other audio-visual means ('OAVM') for which purpose the Registered office of the Company shall be deemed as the venue for the Meeting and the proceedings of the AGM shall be deemed to be made thereat, to transact the following business:

ORDINARY BUSINESS:

Item No. 1: To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2026 together with the Reports of the Directors and Auditors thereon;

Item No. 2: To consider and appoint a director in place of Mrs. Ankita Handa (DIN: 08690084), Non-Executive Director, who retires by rotation and being eligible, offers herself for re-appointment.

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

"RESOLVED THAT Mrs. Ankita Handa (DIN: 08690084), Non-Executive Director, who retires by rotation at this meeting and being eligible for re-election by rotation, has offered herself for re-appointment in accordance with the applicable provisions of the Companies Act, 2013, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

For and on behalf of the Board of Directors
Newjaisa Technologies Limited

Sd/-
Vishesh Handa
Managing Director
DIN: 07842847
Place: Bengaluru
Date: September 03, 2026

NOTES:

1. The Board of Directors of the Company at its Meeting held on **September 03, 2026** considered that the ordinary businesses under Item No. 1 and 2 be transacted at the Annual General Meeting of the Company.

2. Pursuant to the General Circular No. 03/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/

P/ CIR/ 2024/ 133 dated 3 October 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, AGM shall be conducted through VC / OAVM. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and MCA Circulars, the AGM of the Company is being convened through VC / OAVM. Hence, Members can attend and participate in the ensuing AGM through VC/OAVM. In terms of the aforesaid Circulars, the businesses set out in the Notice will be transacted by the members only through remote e-voting or through the e-voting system provided during the meeting while participating through VC facility. The Company will also publish an advertisement in newspaper containing the details about the AGM i.e., the conduct of the AGM through VC/OAVM, date and time of the AGM, availability of the notice of AGM at the Company's website, manner of registering the email IDs of those shareholders who have not registered their email addresses with the Company/RTA and other matters as may be required.

3. In compliance with the Circulars issued by MCA and SEBI, Notice of the AGM along with annexures (if any) is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories/Depository Participants. Physical copy of the notice of the AGM and annexures shall be sent to those Members who request for the same and a letter providing the web-link to the Annual Report will be sent to members whose email addresses are not registered. Members may note that the Notice will also be available on the website https://newjaisa.com/, websites of the Stock Exchanges i.e. National Stock Exchange of India Limited at https://www.nseindia.com/, and on the website of NSDL https://www.evoting.nsdl.com.

4. Disclosure pursuant to Regulation 36 of the LODR Regulations forms part of this Notice.

5. Ms. Priyanka Rajora, Practicing Company Secretary [C P No. 22886] (Proprietor of M/s. Rajora and Co, Practicing Company Secretaries) has been appointed by the Board of Directors as the Scrutinizer to scrutinize the e-voting system during AGM and remote e-voting process in a fair and transparent manner. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board Resolution or Authority letter, etc., authorizing its representative [with attested specimen signature of the duly authorized signatory(ies)] to attend the AGM through VC / OAVM on its behalf and/or to vote through remote e-voting/e-voting system provided in AGM. The said Resolution/Authority letter shall be sent to the Scrutinizer by email through its registered email address to priyanka@rajoraandco.com with a copy marked to https://www.evoting.nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

6. Members who have not yet registered their email addresses are requested to register their email addresses in respect of shares held in dematerialized form with their respective Depository Participants and in respect of shares held in physical form with the Company's Registrar and Transfer Agent, M/s. Bigshare Services Private Limited.

7. Further, it is to inform you that the Company's Registrars and Transfer Agents, Bigshare Services Private Limited have a facility to register email address on their website at https://www.bigshareonline.com/

8. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form.

9. Members holding shares in demat mode and have not updated their KYC details are requested to register/update the email, bank account details and other KYC details with their depositories through their depository participants.

10. Also, SEBI has issued a Press Release dated March 08, 2023 advising all investors to ensure linking of their PAN with Aadhaar number prior to March 31, 2023, for continual and smooth transactions in securities market and to avoid consequences of non-compliance with the CBDT Circular No. 7 of 2022 (Notification F.No.370142/14/2022-TPL) dated March 30, 2022, as such accounts would be considered non-KYC compliant, and there could be restrictions on securities and other transactions until the PAN and Aadhaar are linked.

11. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same. Members are requested to submit the nomination details to their DP in case the shares are held by them in electronic form.

12. The Company has designated an exclusive email ID cs@newjaisa.com which would enable the investors/ shareholders to post their grievances, if any, by quoting their Registered Folio Number, Client ID, and Number of shares. However, it may be noted that the Company would not respond to any kind of malicious allegations made by the shareholders with ulterior motives.

13. Members who would like to express their views or have questions or seeking any information with regard to the businesses covered under the Notice of AGM, are requested to write to the Company mentioning their name, demat account number/folio number, email id, mobile number on or before September 23, 2026 through email on cs@newjaisa.com.

14. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

15. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to cs@newjaisa.com.

16. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts.

17. Non-Resident Indian Members are requested to inform RTA, immediately on:

    (a) Change in their residential status on return to India for permanent settlement;
    (b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with PIN Code number, if not furnished earlier.

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

GENERAL INSTRUCTIONS FOR ACCESSING AND PARTICIPATING IN THE AGM THROUGH VC/OAVM FACILITY AND VOTING THROUGH ELECTRONIC MEANS INCLUDING REMOTE E-VOTING

1. Pursuant to the General Circular No. 03/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, AGM shall be conducted through VC / OAVM.

2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.

3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at https://newjaisa.com/. The Notice can also be accessed from the websites of the Stock Exchange i.e. National Stock Exchange of India Limited at www.nseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time.

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

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

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

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

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

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

	Voting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders	You can also login using the login credentials of your demat account

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

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

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

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

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

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below:

Manner of holding shares i.e. Demat	**Your User ID is:**

(NSDL or CDSL) or Physical	
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.com mentioning your demat account number/folio number, your PAN, your

name and your registered address etc.

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

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

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

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

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

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to priyanka@rajoraandco.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

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

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 – 4886 7000 or send a request Mr. Falguni Chakraborty at evoting@nsdl.com , and FalguniC@nsdl.com

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to cs@newjaisa.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to cs@newjaisa.com . If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

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

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

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

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

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

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

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

6. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM.

OTHER INSTRUCTIONS

1. Any person other than Individual shareholder holding securities in demat mode and shareholders holding securities in physical mode and becomes member of the Company after, the notice is send through e-mail and holding shares as of the cut-off date i.e. **September 23, 2026**, may follow steps mentioned in this notice under Step 1 (B) w.r.t Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. **September 23, 2026** may follow steps mentioned in the Notice of the AGM under Step 1 (A) w.r.t Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode". Such shareholders can also send a request at evoting@nsdl.co.in or to Issuer/RTA to obtain login id and password.

2. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the AGM and submit a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him/board, who shall countersign the same.

3. The result declared along with the Scrutinizer's Report shall be placed on the Company's website i.e., https://newjaisa.com/ and on the website of NSDL i.e., https://www.evoting.nsdl.com/ immediately after the result is declared by the Chairman or by any other person authorized by the Chairman and the same shall also be communicated to National Stock Exchange of India Limited, where the shares of the Company are listed.

4. In case of any queries with respect to remote e-voting, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders

available at the download section of www.evoting.nsdl.com or call on 022 – 4886 7000 and 022 - 2499 7000. You may also send a request to evoting@nsdl.co.in or contact Mr. Amit Vishal, Asst. Vice President – President – NSDL, 4th Floor, 'A' Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400 013, e-mail: evoting@nsdl.co.in, phone no. 022-24994360, or call on 022 - 4886 7000 and 022 - 2499 7000 who will address the grievances on remote e-voting or in case of any technical assistance is required at the time of log in/ assessing/ e-voting at the Meeting through VC/OAVM or who need assistance with using the technology before or during the meeting.

Annexure-I

Item No. 2: To consider and appoint a director in place of Mrs. Ankita Handa (DIN: 08690084), Non-Executive Director, who retires by rotation and being eligible, offers herself for re-appointment.

Additional information on directors recommended for reappointment as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable Secretarial Standards issued by ICSI:

Name of the Director	Mrs. Ankita Handa
DIN	08690084
Date of Birth	November 07, 1984
Date of first appointment on the Board	January 13, 2023.
Age	41 years
Brief Resume	She holds a bachelor’s degree in Electronics and Telecommunications Engineering from Vivekanand Education Society's Institute of Technology, University of Mumbai and MBA from Department of Management Sciences, University of Pune. She has work experience of about 20 years in operations & quality management. She has extensive experience in managing large teams and conducting cross functional trainings. She has been associated with Amazon Development Centre (India) Private Limited as Transaction Risk lnvestigator and HSBC Software Development India Private Limited as Software Engineer. She has been associated with our Company since January 13, 2023.
Qualification	Bachelor’s degree in Electronics and Telecommunications Engineering from Vivekanand Education Society's Institute of Technology, University of Mumbai and MBA from Department of Management Sciences, University of Pune.
Experience	She has around 20 years of experience in operations and quality management, with expertise in managing large teams and conducting cross-functional training programs. Prior to joining the Company, she was associated with Amazon Development Centre (India) Private Limited as a Transaction Risk Investigator and HSBC Software Development India Private Limited as a Software Engineer.
Terms & Conditions of appointment along with Remuneration sought to be paid	Appointed as Director (Non-Executive Non-Independent Director) and overall maximum managerial remuneration set to INR 1,00,00,000 (Indian Rupees One Crore Only) and shall be entitled to Salary, Allowance and Perquisites, as determined under the provisions of the Companies Act, 2013 read with the provisions of Income-tax Act, 2025.
Remuneration last drawn	NIL for the FY 2025-26.
Disclosure of relationships between directors inter-se/Relationship with other Directors, Manager, and other Key Managerial Personnel of	The appointee is spouse of Mr. Vishesh Handa, Managing Director and has no relationship with any of the other Directors, Manager, or other Key Managerial Personnel of the Company.

the Company	
Nature of her expertise in specific functional areas	Operations Management, Quality Management, Team Leadership, Process Improvement, Risk Management, Cross-functional Training, and Software Development.
Number of Meetings of the Board attended during the year 2025-26	4
Names of Companies/LLP in which she holds the directorship	• Newjaisa Edutech Ujwal Foundation • Vanshya Enterprises LLP • Newjaisa Technologies Limited
Names of listed entities in which she holds the directorship	Nil except in Newjaisa Technologies Limited
Names of Companies in which she holds the membership of Committees of the Board	Nil except in Newjaisa Technologies Limited
Names of listed entities in which she holds the membership of Committees of the board	Nil except in Newjaisa Technologies Limited
Shareholding in the Company including shareholding as a beneficial owner	Mrs. Ankita Handa holds 62 equity shares and (Negligible)% of the Company.

Mrs. Ankita Handa and Mr. Vishesh Handa (Spouse) are interested in this resolution set out at Item No. 2 of the notice relating to the appointment. Save and except as aforesaid, none of the other Directors and Key Managerial Personnel of the Company, or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 2 of the notice.

The Board recommends the resolution set forth in Item No. 2 for the approval of the members as an Ordinary Resolution.

For and on behalf of the Board of Directors
Newjaisa Technologies Limited

Sd/-
Vishesh Handa
Managing Director
DIN: 07842847
Place: Bengaluru
Date: September 03, 2026

INDEPENDENT AUDITOR'S REPORT

To The Members Of M/s. Newjaisa Technologies Limited

(Formerly Known as Newjaisa Technologies Private Limited)

Report on the standalone Financial Statement

Opinion

We have audited the financial statements of **M/s. New Jaisa Technologies limited (the Company)**, which comprise the balance sheet as at March 31, 2026, and the statement of Profit and Loss, and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

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

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. 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 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 thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

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

S. No.	Key Audit Matter	How our audit addressed the key audit matter
1	During FY 2025-26, the Company wrote off inventory worth ₹1238.10 Lakhs consisting of old-aged systems, spare parts, and components. This major write-off was due to Amazon's sudden exit from the refurbished electronics market in March 2025 and a rapid shift in customer demand toward higher-configuration. This matter is critical because the write-off accounts for 71% of the company's net loss of ₹1741.89	Our audit procedures included, amongst others, the following: We obtained management's detailed analysis of the write-off amounting to ₹1238.10 Lakhs, including category-wise details of systems, laptops, spare parts, and components, along with the ageing profile of the written-off inventory and the reasons for considering the items obsolete. We reviewed inventory ageing reports and

	Lakhs, and it is included in "Purchases of Traded Goods"(COGS), which severely compressed gross margins from 30.29% to 6.45%. Given the materiality of the write-off (71% of loss), and the significant judgment involved in valuation, we determined this to be a key audit matter	slow-moving stock analysis to assess whether management's identification of obsolete inventory was reasonable. Management explained that the write-off mainly relates to old systems and spare parts that no longer have significant realizable value due to changing market requirements. With the increasing use of high-performance applications, demand has shifted towards higher-configuration machines, reducing the commercial relevance of older inventory. Management also stated that the market prices of older models, such as i3 and i5 configurations, have declined significantly as customers now prefer higher-performance systems.
2	The Company's revenue from operations faced a sharp 38.35% decline, dropping from ₹6566.00 Lakhs in FY25 to ₹4048.82 Lakhs in FY26, Management attributed this disruption to Amazon India entirely discontinuing its refurbished electronics marketplace in March 2025 (which previously drove 60% of the company's revenue), the natural time lag required to set up alternative B2B and direct distribution channels, In response, the company made a strategic shift into a multi-channel model spanning B2B corporate sales, distribution partnerships, Refurbishment-as-a-Service, and direct website sales. We identified this as a key audit matter because shifting to diverse revenue streams introduces complex revenue recognition timings under AS-9, critical cut-off procedures, and fresh customer concentration and receivable recoverability risks.	Our audit approach included reviewing public news reports related to Amazon's exit and checking the company's Seller Central accounts to confirm the loss of marketplace revenue. We also examined confirmed B2B purchase orders, email communications, and delivery timelines to verify the status of the new business pipeline. In addition, we reviewed the updated revenue recognition policies in line with AS-9 to ensure that B2B sales are recognized at the time of dispatch or delivery and that service contracts are properly structured. Based on our Assessment, we concluded that the decline in revenue is mainly due to Amazon's exit. Management responded quickly by shifting to new business channels within the same financial year. However, the long-term sustainability and the ability to achieve earlier revenue levels will depend on successful execution, although the current accounting policies for these new revenue streams are in line with AS-9.

Emphasis of Matter

We draw attention to Note 16.1 to the standalone financial statements, which describes the significant reduction in revenue from operations resulting from the discontinuation of the business arrangement with Amazon India, and the management's ongoing strategic transition to alternative B2B and direct distribution channels. Our opinion is not modified in respect of this matter.

Other Matters

We draw attention to the fact that the Company has commenced a new line of business relating to renting/leasing of laptops during the year under audit. However, as informed to us, no Board Resolution has been passed by the Directors of the Company in this regard. Our opinion is not modified in respect of this matter.

Information other than the Financial Statements and Auditor's Report thereon

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Director's report, (but does not include the financial statements and our auditors' report thereon).

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

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

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

Responsibility of Management for the Standalone 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, and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial 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 concern, 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.

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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:

(a) 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.

(b) Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial control system over financial reporting and the operating effectiveness of such controls

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

(d) 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. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the 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) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

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

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

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

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

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “**Annexure B**”

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

(i) The Company has disclosed the impact of pending litigations and disputed tax assessments on its financial position in Note 27 to the standalone financial statements.

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

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

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

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

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

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

(vi) Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2026, which has a feature of recording an audit trail (edit log) facility. The audit trail feature has operated throughout the year for all relevant transactions recorded in the software, and we did not observe any instances of the audit trail feature being tampered with during the period under audit. Additionally, the audit trail has been preserved in accordance with statutory requirements for record retention.

(vii) In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act read with Schedule V to the Act, and the remuneration paid to any director is not in excess of the limit laid down under section 197 of the Act.

Date: 27/05/2026
Place: Jalandhar
UDIN: 26530259UYLPOW7668

For Abhilashi & Co.
(Chartered Accountants)
FRN: 016025N

Kuljeet Singh (Partner)
Membership No.: 530259

Annexure 'A' to the Independent Auditor's Report

(Refer to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of New Jaisa Technologies Limited of even date, Formerly Known as New Jaisa Technologies Private Limited For the year ended MARCH 31, 2026)

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

(b) The Company has maintained proper records showing full particulars, including quantitative details of Intangible assets.

(c) Property, Plant and Equipment were physically verified by the management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of all the property, plant and equipment at reasonable intervals. According to the information and explanations given to us, no material discrepancies were observed.

(d) Title deeds of all immovable properties of land and building were held in the name of company as at the balance sheet date.

(e) According to the information and explanations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended) and rules made thereunder.

(ii) (a) Inventories were physically verified by the management in accordance with a regular programme of verification which in our opinion provides for physical verification of all the inventories at reasonable intervals. According to the Information and explanation provided to us, no material discrepancies were observed.

(b) During the financial year 2025-26, the company has been sanctioned working capital limits in excess of ₹5 crores, the total amounting to ₹19.50 crores, secured against current assets and the immovable property of the promoter director, and also backed by personal guarantees of the directors. As per the information and explanations given to us, and on the basis of records examined, the quarterly statements of current assets filed with the bank are not in agreement with the books of account. For the quarter ended March 31, 2026, stock as per books of account was ₹2667.12 lakhs, whereas stock reported to the bank was ₹2758 lakhs, resulting in a higher disclosure of ₹90.88 lakhs to bank. As informed by the Management, the difference is attributable to year-end valuation write-downs recorded in the books of account subsequent to the quarterly submission to the bank..

(IN LAKHS)

QUARTER ENDING	PARTICULARS	AMOUNT AS PER STOCK STATEMENT	AMOUNT AS PER BOOKS OF ACCOUNTS	VARIANCE	REASON FOR VARIATION
MARCH 31, 2026	STOCK	2758.00	2667.12	90.88	As informed by the Management, the difference is Attributable to year-end valuation write-downs recorded in the books of account subsequent to the quarterly submission to the bank..

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, During the year, the Company has not made investments in, provided any guarantee or security, or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships, or any other parties. Accordingly, reporting under clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable..

(iv) According to the information and explanation provided to us, the company has complied with the provisions of Section 185 and Section 186 of the Companies Act, 2013 to the extent applicable.

(v) According to the information and explanations provided to us, the Company has not accepted any deposits or amounts which are deemed to be deposits from the public as per the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act and the rules made thereunder. Accordingly, clause 3(v) of the Order is not applicable.

(vi) 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 Companies Act, 2013 for the products manufactured by it (and/ or services provided by it). Accordingly, clause 3(vi) of the Order is not applicable.

(vii) According to the information and explanations given to us, in respect of statutory dues:

(a) Undisputed Statutory dues including provident fund, employees state insurance, income tax, Goods and service tax, customs duty, cess and other material statutory dues have generally been regularly deposited with appropriate authorities.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, statutory dues relating to Income-tax which have not been deposited on account of any dispute are as follows:

Name of the Statute	**Nature of Dues & Relevant Section**	**Forum where Dispute / Matter is Pending**	**Period to which Amount Relates (Assessment Year)**	**Gross Disputed Demand (₹ in Lakhs)**	**Amount Paid / Adjusted under Protest (₹ in Lakhs)**	**Amount Unpaid / Not Deposited (₹ in Lakhs)**
Income-tax Act, 1961	Income Tax & Interest (System disallowance of Sec 115BAB)	Centralized Processing Centre (CPC) (Rectification u/s 154)	AY 2023–24	90.04	0.00	90.04
Income-tax Act, 1961	Income Tax & Interest (System disallowance of Sec 115BAB)	Centralized Processing Centre (CPC) (Rectification u/s 154)	AY 2024–25	69.64	42.28*	27.36
Total				**159.68**	**42.28**	**117.40**

(Table figures derived from statutory records)

*Note: An amount of ₹42.28 Lakhs was automatically adjusted by the Income Tax Department against the outstanding demand for AY 2024–25 out of the income tax refund determined for FY 2024–25, leaving a net unpaid demand of ₹27.36 Lakhs for AY 2024–25 and an aggregate net unpaid demand of ₹117.40 Lakhs across both assessment years.

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

(ix) (a) According to the records examined by us, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year. The outstanding borrowings as of March 31, 2026, are as follows:

S. No.	Name of Lender	Nature of Facility	Amount Outstanding as on 31.03.2026 (in lakhs)
1.	Deutsche Bank	Term Loan	2.58
2.	Kotak Mahindra Bank	Working Capital /	993.83

		Short-term	
3.	Mercedes-Benz Financial Services India Private Limited	Vehicle / Term Loan	49.93
4.	ICICI Bank Limited	Working Capital / Short-term	204.15

During the Financial Year 2025-26, the Company has not defaulted with respect to the borrowings availed.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

(c) According to the information and explanations given to us by the management, the Company has not obtained any term loans except the following:

S. No.	Name of Lender	Amount Outstanding as on 31.03.2026 (in lakhs)
1.	Deutsche Bank	2.58
2.	Mercedes-Benz Financial Services India Private Limited	49.93

(d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, funds raised on a short-term basis aggregating to ₹1,197.98 Lakhs (comprising working capital facilities from Kotak Mahindra Bank and ICICI Bank) have not been utilized for long-term purposes.

S. No.	Name of Lender	Amount Outstanding as on 31.03.2026(in lakhs)
1.	Kotak Mahindra Bank	993.83
2.	ICICI Bank Limited	204.15

(e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has not any subsidiary so, clause 3(ix)(e) stating that company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries as defined under the Companies Act, 2013, is not applicable.

(x) (a) In our opinion and according to the information and explanation given to us, no moneys raised by way of initial public offer or follow-on public offer during the year.

(b) The Company did not make any preferential allotment or private placement of shares or convertible debentures during the year under audit. With respect to monies aggregating to ₹2,981.16 Lakhs raised through preferential allotment in the immediately preceding financial year, a sum of ₹2,247.00 Lakhs was utilized during the previous year for the purposes for which the funds were raised. The unutilized balance of ₹734.16 Lakhs has been maintained in liquid bank deposits pending utilization.

(xi) (a) In our opinion and according to the information and explanations given to us, no material fraud on or by the company has been noticed or reported during the course of audit.

(xi) (b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Companies Act, 2013 has been filed by us in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government during the year or up to the date of this report.

(xi) (c) As an auditor, we have not received any whistle-blower complaints during the year.

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

(xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with related parties are in compliance with Sections 177 and 188 of the Companies Act, 2013, where applicable. The details of such transactions have been disclosed in the standalone financial statements as required by the applicable Accounting Standard (refer Note 25 to the standalone financial statements).

(xiv) (a) In our opinion and according to the information and the explanations given to us, the provisions of Section 138 of the Companies Act 2013 is applicable to the company from last quarter of the financial year 2023-24, Based on information and explanation given to us and our audit procedures, in our opinion, the company has internal audit system commensurate with the size and nature of business.

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

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Companies Act, 2013 are not applicable to the Company. Accordingly, the requirement to report on the clause (xv) of the Order is not applicable to the Company.

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

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

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

(xvi) (d) There are no other Companies part of the Group, hence the requirement to report on clause 3 (xvi) of the Order is not applicable to the Company.

(xvii) The Company has incurred cash losses of **₹1,680.83 Lakhs** during the financial year covered by our audit. The Company did not incur cash losses in the immediately preceding financial year.

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

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

We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

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

(xxi) The Company does not have any subsidiary, associate or joint venture. Accordingly, the requirement to report on clause 3(xxi) of the Order is not applicable to the Company.

Date: 27/05/2026
Place: Jalandhar
UDIN: 26530259UYLPOW7668

For Abhilashi & Co.
(Chartered Accountants)
FRN: 016025N

Kuljeet Singh (Partner)
Membership No.: 530259

Annexure "B" to the Independent Auditor's Report of Even Date on The Standalone Financial Statements of NEW JAISA TECHNOLOGIES LIMITED ("the Company")

Report on the internal financial controls over financial reporting under clause (i) of sub-section 3 of section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of NEW JAISA TECHNOLOGIES LIMITED ("the Company") (Formerly Known as New Jaisa Technologies Private Limited) as at March 31, 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 board of directors of the Company is responsible for establishing and maintaining internal financial controls based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India". These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, 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 internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the standards on auditing prescribed under Section 143 (10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those standards and the guidance note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting were 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 judgement, including the assessment of the risks of material misstatement in the financial statements, whether due to fraud or error.

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

Meaning of internal financial controls over financial reporting

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

(i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(ii) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and

(iii) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

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

Opinion

In our opinion and according to the information and explanations given to us, the Company has, in all material respects, an adequate internal financial control system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2026, Based on our examination, which included test checks, the Company is using cloud based accounting software for maintaining its books of account for the financial year ended March 31, 2026 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with. 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.

Date: 27/05/2026
Place: Jalandhar
UDIN: 26530259UYLPOW7668

For Abhilashi & Co.
(Chartered Accountants)
FRN: 016025N

Kuljeet Singh (Partner)
Membership No.: 530259

NEWJAISA TECHNOLOGIES LIMITED

(Formerly Known as Newjaisa Technologies Private Limited)

CIN: L32106KA2020PLC134935

BALANCE SHEET AS AT 31ST MARCH 2026

Amount (Rs. in Lakhs)

Particulars	Notes	As at 31-03-2026	As at 31-03-2025
		In Rs Lakhs	**In Rs Lakhs**
EQUITY AND LIABILITIES:			
Shareholders' funds:			
Share Capital	**3**	1,788.73	1,765.29
Reserves and Surplus	**4**	3,971.52	6,034.73
Share Application Money		-	-
		5,760.26	**7,800.02**
Non-Current liabilities:			
Long-Term Borrowings	**6**	52.51	156.74
Deferred Tax Liabilities	**5**	-	-
Long Term Provisions	**5.1**	11.33	13.09
		63.84	**169.83**
Current liabilities:			
Short-Term Borrowings	**6.1**	1,197.98	1,241.03
Trade Payables	**7.1**	117.14	103.37
Other Current Liabilities	**8.1**	89.63	138.02
Short-Term Provisions	**9.1**	7.63	0.62
		1,412.38	**1,483.05**
TOTAL		**7,236.47**	**9,452.90**
ASSETS:			
Non-current assets:			
Property, Plant and Equipments	**10.1**		
Tangible Assets		1,639.02	2,044.77
Intangible Assets		-	-
Working In Progress		-	-
Deferred Tax Assets	**5**	377.62	16.82
Other Non-Current Assets	**11.1**	58.00	58.50
		2,074.64	**2,120.09**
Current assets:			
Inventories	**12.1**	2,667.12	4,131.89
Trade Receivables	**13.1**	656.73	621.22
Cash and Bank Balances	**14.1**	1,565.22	1,880.63
Short-Term Loans and Advances	**15.1**	272.77	699.06
		5,161.84	**7,332.80**
TOTAL		**7,236.47**	**9,452.90**
Notes form an integral part of the Financial Statements.			

As per our report of even date
For Abhilashi & Co.
Chartered Accountants
F. R. No. 016025N

CA Kuljeet Singh
Partner
Membership No: 530259

Place : Jalandhar
Date: 27/05/2026

For and on behalf of the Board
Newjaisa Technologies Limited
(Formerly Known as Newjaisa Technologies Private Li

Ankita Handa
Non Executive Director
DIN: 08690084
Place: Bengaluru
Date: 27/05/2026

Vishesh Handa
MD
DIN: 07842847
Place: Bengaluru
Date: 27/05/2026

Gurprit Kaur
Company Secretary
Place: Bengaluru
Date: 27/05/2026

Ashish Nirmal
CFO
Place: Bengaluru
Date: 27/05/2026

NEWJAISA TECHNOLOGIES LIMITED

(Formerly Known as Newjaisa Technologies Private Limited)

CIN: L32106KA2020PLC134935

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

Amount (Rs. in Lakhs)

Particulars	Notes	Year Ended 31-03-2026	Year Ended 31-03-2025
		In Rs Lakhs	In Rs Lakhs
Revenue:			
Revenue from operations	**16.1**	4,048.82	6,565.51
Other Income	**17.1**	96.48	79.07
Total		**4,145.30**	**6,644.58**
Expenses:			
Purchases of traded goods	**18.1**	3,787.48	4,270.45
Employee benefits expenses	**19.1**	1,004.95	1,359.99
Finance costs	**20.1**	118.73	90.04
Depreciation and amortisation expense	**21.1**	421.87	181.61
Other expenses	**22.1**	914.96	866.57
Total		**6,248.00**	**6,768.67**
Profit before tax		**(2,102.70)**	**(124.09)**
Tax expense:			
Current Tax		-	-
Prior Year Tax		-	(10.37)
Deferred tax		360.80	21.28
Net Profit/(Loss) for the year		**(1,741.89)**	**(113.18)**
Earning Per Share:			
- Basic and Diluted Earning per share of ₹5 each	**23**	**(4.90)**	**(0.33)**
Corporate Background and Significant accounting policies	1 & 2		
Notes form an integral part of the Financial Statements.			

As per our report of even date
For Abhilashi & Co.
Chartered Accountants
F. R. No. 016025N

CA Kuljeet Singh
Partner
Membership No: 530259

Place : Jalandhar
Date: 27/05/2026

For and on behalf of the Board
Newjaisa Technologies Limited
(Formerly Known as Newjaisa Technologies Private l

Ankita Handa
Non Executive Director
DIN: 08690084
Place: Bengaluru
Date: 27/05/2026

Vishesh Handa
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DIN: 07842847
Place: Bengaluru
Date: 27/05/2026

Gurprit Kaur
Company Secretary
Place: Bengaluru
Date: 27/05/2026

Ashish Nirmal
CFO
Place: Bengaluru
Date: 27/05/2026

NEWJAISA TECHNOLOGIES LIMITED

(Formerly Known as Newjaisa Technologies Private Limited)

CIN: L32106KA2020PLC134935

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2026

Amount (Rs. in Lakhs)

	PARTICULARS	Year Ended 31-03-2026 INR Lakhs		Year Ended 31-03-2025 INR Lakhs	
A	**CASH FLOW FROM OPERATING ACTIVITIES**				
	Profit After Tax	(1,741.89)		(113.18)	
	Adjustment For Non-Cash & Non Operating Items:				
	Tax Expense	(360.80)		(10.91)	
	Interest Income	(96.48)		(79.07)	
	Gratuity and ESOP Expenses	184.88		28.09	
	Leave Encashment	-		-	
	Balance written off	1,240.26		-	
	Finance Cost	118.73		90.04	
	Depreciation	421.87		181.61	
	Operating Profit before Working Capital Changes		**(233.43)**		**96.58**
	Adjustment for Working Capital:				
	(Increase)/Decrease in Trade Receivables	(35.51)		235.27	
	(Increase)/Decrease in Short Term Loans and Advances	(82.05)		333.37	
	(Increase)/Decrease in Inventories	226.67		(1,383.16)	
	(Increase)/Decrease in Long Term Loans and Advances	0.50		0.90	
	Increase/(Decrease) in Other Current Liabilities	(48.39)		(4.23)	
	Increase/(Decrease) in Short term Provisions	5.24		(64.26)	
	Increase/(Decrease) in Trade Payables	13.76		(32.19)	
			80.22		**(914.30)**
	Net Cash Generated from Operations (A)		**(153.21)**		**(817.72)**
	Less: Tax paid		-		-
	Net Cash from Operating Activities (A)		**(153.21)**		**(817.72)**
B	**CASH FLOW FROM INVESTING ACTIVITIES**				
	Addition to Property, Plant and Equipment	(16.11)		(1,007.51)	
	Property, Plant and Equipment under Work In Progress	-		-	
	Interest Income	96.48		79.07	
	Net Cash used in Investing Activities (B)		**80.36**		**(928.44)**
C	**CASH FLOW FROM FINANCING ACTIVITIES:**				
	Issues proceedings of Share Capital	23.44		2,354.18	
	Payment of Finance Cost	(118.73)		(90.04)	
	Increase/(Decrease) in Borrowings	(147.28)		640.40	
	Net Cash from Financing Activities (C)		**(242.57)**		**2,904.54**
	Net Increase in Cash and Cash Equivalents (D)=(A+B+C)		(315.41)		1,158.38
	Cash and Cash Equivalents at the Beginning of the year (E)		**1,880.63**		**723.63**
	Cash and Cash Equivalents at the End of the year (D)+(E)		**1,565.22**		**1,882.01**
	Components of Cash and Cash Equivalents:				
	Cash in Hand		**7.68**		**2.06**
	Bank Balance		**1,557.54**		**1,878.57**
	TOTAL		**1,565.22**		**1,880.63**

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

As per our report of even date
For Abhilashi & Co.
Chartered Accountants
F. R. No. 016025N

CA Kuljeet Singh
Partner
Membership No: 530259

Place : Jalandhar
Date: 27/05/2026

For and on behalf of the Board
Newjaisa Technologies Limited
(Formerly Known as Newjaisa Technologies Private Limited)

Ankita Handa
Non Executive Director
DIN: 08690084
Place: Bengaluru

Vishesh Handa
MD
DIN: 07842847
Place: Bengaluru

Gurprit Kaur
Company Secretary
Place: Bengaluru
Date: 27/05/2026

Ashish Nirmal
CFO
Place: Bengaluru
Date: 27/05/2026

NEWJAISA TECHNOLOGIES LIMITED

(Formerly Known as Newjaisa Technologies Private Limited)

CIN: L32106KA2020PLC134935

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

Amount (Rs. in Lakhs)

Notes	Particulars			As at 31.03.2026	As at 31.03.2025
				INR in Lakhs	INR in Lakhs
3 A	**Share capital:**				
	Authorised share capital				
	3,80,00,000 Equity shares of Rs.5 each (Previous year 3,80,00,000 Equity shares of Rs. 5)			1,900.00	1,900.00
				1,900.00	**1,900.00**
	Issued, subscribed and fully paid up				
	3,57,74,694 Equity shares of Rs.5 each (Previous year 3,53,05,800 Equity shares of Rs. 5)			1,788.73	1,765.29
	Total			**1,788.73**	**1,765.29**

Terms / rights attached to equity shares:

1. The Company has only one class of equity shares having a par value of Rs.5 per share. Each holder of equity is entitled to one vote per share. The dividend proposed by the Board of directors, if any is subject to the approval of the shareholder in ensuing Annual General meeting.

2. The euity shares are not repayale execpt in te case of buy back, reduction of capital or winding up in the terms of provisions of companies Act, 2013.

3. Every member of the Company holding equity shares has a right to attend the General Meeting of the Company and has a right to speak and has right to vote in proportion to his share of the paid up capital of the Company.

Details of Shareholders holding more than 5% of the aggregate shares of the Company:

Notes	Particulars	As at 31st March 2026		As at 31st March 2025	
		No of Shares	% Held	No of Shares	% Held
1	Vishesh Handa	21,176,690	59.19	21,194,690	60.03
2	Negen Opportunities Fund				
	Total	**21,176,690**	**59.19**	**21,194,690**	**60.03**

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

The Company has not issued any securities convertible into equity / preference shares.

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

(iv) Shareholders holding promoters:

Notes	Particulars	As at 31st March 2026		As at 31st March 2025	
		No. of shares	% Held during the year	No. of shares	% Held during the year
	Vishesh Handa	21,176,690	59.19%	21,194,690	65.88%
	Mukunda Raghvendra	636,062	1.78%	1,003,562	3.47%
	Pratibha				
	Total	**21,812,752**	**60.97%**	**22,198,252**	**69.35%**

DETAILS OF RESERVES AND SURPLUS AS RESTATED
ANNEXURE-VI

INR in Lakhs

Particulars	As at 2026-03-31 0:00:00	As at 2025-03-31 0:00:00
Reserves and Surplus:		
Surplus		
Opening Balance	719.87	833.05
(+) Net Profit/(Loss) for the year	(1,741.89)	(113.18)
Less: Bonus Issue of Shares	-	-
Less : Capital Expenses	-	-
Closing Balance	(1,022.02)	719.87
Security Premium		
Security Premium	5,314.86	3,079.73
(22056 Shares at 2257 Rs Per Share)	-	-
(8496000 shares at 47 Rs per share	-	-
(3042000 shares at 93 Rs per share)	-	2,829.06
(80328 shares at 32 Rs per share)	-	25.70
(23477 shares at 91.5 Rs per share)	-	-
(420394 shares at 44.49 Rs per share)	187.04	
Less: IPO Issue Expenses	508.35	619.64
	-	-
Less: Bonus Issue of Shares	-	-
Closing Balance	4,993.54	5,314.86

NEWJAISA TECHNOLOGIES LIMITED

(Formerly Known as Newjaisa Technologies Private Limited)

CIN: L32106KA2020PLC134935

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

Amount (Rs. in Lakhs)

Notes	Particulars	As at 31-03-2026	As at 31-03-2025
		In Rs Lakhs	In Rs Lakhs
4	**Reserves and Surplus:**		
	Surplus		
	Opening Balance	719.87	833.05
	(+) Net Profit/(Loss) for the year	(1,741.89)	(113.18)
	Less: Bonus Issue of Shares	-	-
	Less : Capital Expenses	-	-
	Closing Balance	(1,022.02)	719.87
	Other Long Term Liabilities		
	Outstanding for infrastructure rental charges		
	Total		
	Security Premium		
	Opening Balance	5,314.86	3,079.73
	(22056 Shares at 2257 Rs Per Share)	-	-
	(8496000 shares at 47 Rs per share	-	-
	(3042000 shares at 93 Rs per share)	-	2,829.06
	(80328 shares at 32 Rs per share)	-	25.70
	(23477 shares at 91.5 Rs per share)	-	-
	(420394 shares at 44.49 Rs per share)	187.04	-
	Less: IPO Issue Expenses	(508.35)	(619.64)
	Less: Bonus Issue of Shares	-	-
	Closing Balance	4,993.54	5,314.86
	Total	**3,971.52**	**6,034.73**
5	**Deferred Tax Assets / (Liabilities):**		
	Deferred Tax on timing difference of		
	- Depreciable Assets	(24.55)	(29.67)
	- On expenses	2.22	2.35
	- Carried Forward Loss	399.95	44.13
		377.62	**16.82**

NEWJAISA TECHNOLOGIES LIMITED

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NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

Amount (Rs. in Lakhs)

5.1	**Long Term Provisions**		
	Gratuity -Present Value of Defined Benefits Obligation	**11.33**	**13.09**
	(for details refer Note-40 enclosed with financials)		
6	**Long-Term Borrowings:**		
	Secured:		
	Loans from bank	2.58	98.10
	Loans from financial institute	49.93	58.64
		52.51	**156.74**
6.1	**Short-Term Borrowings:**		
	Secured:		
	Loans repayable on demand from banks	1,197.98	1,241.03
	(Hypothicated against the book debt and stock)		
	(for details refer Note 33)		
	Unsecured Loan		
	Loans and advances from related parties	-	-
	(for details refer Note 34)		
	Total	**1,197.98**	**1,241.03**

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Amount (Rs. in Lakhs)

7.1	**Trade Payables:**		
	Total outstanding due to Micro Enterprises and Small Enterprises	-	-
	Total outstanding due to creditors other than Micro Enterprises and Small Enterprises	117.14	103.37
	(as per listb attached)		
	Total	**117.14**	**103.37**
	Trade Payables Due for Payment		
	i) MSME		
	(a) Less than 1 Year	-	-
	(b) 1-2 Years	-	-
	(c) 2-3 Years	-	-
	(d) More than 3 Years	-	-
	(e) Total	**-**	**-**
	ii) Others		
	(a) Less than 1 Year	117.14	103.37
	(b) 1-2 Years	-	-
	(c) 2-3 Years	-	-
	(d) More than 3 Years	-	-
	(e) Total	**117.14**	**103.37**
	iii) Disputed dues - MSME		
	(a) Less than 1 Year	-	-
	(b) 1-2 Years	-	-
	(c) 2-3 Years	-	-
	(d) More than 3 Years	-	-
	(e) Total	**-**	**-**
	iv) Disputed dues - Others		
	(a) Less than 1 Year	-	-
	(b) 1-2 Years	-	-
	(c) 2-3 Years	-	-
	(d) More than 3 Years	-	-
	(e) Total	**117.14**	**103.37**
7.1	**Disclosures under Micro , Small and Medium Enterprises Development Act ,2006 for Capital Creditors**		
(i)	Details of dues to micro and small enterprises as per MSMED Act , 2006 the principal amount and interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
	principal amount	NIL	NIL
	interest amount	NIL	NIL
(ii)	The amount of interest paid by the buyer under the MSMED Act , 2006 along with the amounts of payment made to supplier beyond the appointed date during each accounting year	NIL	NIL
(iii)	The amount of interest due and payable for the year (where the principal has been paid but interest under MSMED Act , 2006 not paid	NIL	NIL
(iv)	The amount of interest accrued and remaining unpaid at the end of each accounting year ; and	NIL	NIL

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

Amount (Rs. in Lakhs)

(v)	The amount of further interest remaining due and payable even in the succeeding years, untill such date when interest dues as above are actually paid to the small enterprises for the purpose of disallowance as deductible expenditure under section 23	NIL	NIL
8.1	**Other Current Liabilities:**		
	Other payables		
	Statutory dues (for details refer Note 36)	26.47	28.25
	Payable to Related Parties	-	21.17
	Advance Received from the Customer	-	-
	Employee Benefits Payable	32.08	79.01
	Payable for Expenses	31.09	9.59
	Total	**89.63**	**138.02**
	The Statutory dues outstanding has been paid by the company		
9.1	**Short-Term Provisions:**		
	Provision for Tax (Net of Advance Tax and TDS)	-	-
	Gratuity -Present Value of Defined Benefits Obligation	1.63	0.62
	Provision for Expenses	6.00	-
	Total	**7.63**	**0.62**

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NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

Amount (Rs. in Lakhs)

11.1	**Other Non-Current Assets**		
	Unsecured and Consider Good		
	Security Deposits (for details refer notre 36)	58.00	58.50
		58.00	**58.50**
	The Security Deposists is With Respect to Office Rent and the same is to be refunded at the time of Lessee Vacating the Premises and handing over the physical possession of the Schedule Property and both the parties to cause 2 months advance notice in writting to terminate the one agreement and 3 months notice for Second agreement and 30 days notice for Third Agreement		
12.1	**Inventories**		
	Finished Goods and Consumables	-	-
	(a) Raw Materials		
	(b) Work -in Progress	-	-
	(c) Finished Goods	2,667.12	4,131.89
	(d) Stock-in- Trade (in respect of goods acquired for trading)	-	-
	(e) Stores and Spares	-	-
	(f) Loose Tools	-	-
	(g) Others		
		2,667.12	**4,131.89**

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NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

Amount (Rs. in Lakhs)

13.1	**Trade Receivables**		
	Outstanding for a period exceeding six months from the date they are due for payment		
	Other receivables		
	i) Undisputed Trade Receivables - considered good		
	(a) Less than 6 months	656.73	621.22
	(b) 6 months - 1 Year	-	-
	(c) 1-2 Years	-	-
	(d) 2-3 Years	-	-
	(e) More than 3 Years	-	-
	Total	656.73	621.22
	ii) Undisputed Trade Receivables - considered doubtful		
	(a) Less than 6 months	-	-
	(b) 6 months - 1 Year	-	-
	(c) 1-2 Years	-	-
	(d) 2-3 Years	-	-
	(e) More than 3 Years	-	-
	Total	-	-
	iii) Disputed Trade Receivables - considered good		
	(a) Less than 6 months	-	-
	(b) 6 months - 1 Year	-	-
	(c) 1-2 Years	-	-
	(d) 2-3 Years	-	-
	(e) More than 3 Years	-	-
	Total	-	-
	iv) Disputed Trade Receivables - considered doubtful		
	(a) Less than 6 months	-	-
	(b) 6 months - 1 Year	-	-
	(c) 1-2 Years	-	-
	(d) 2-3 Years	-	-
	(e) More than 3 Years	-	-
	Total	-	-
	Total	**656.73**	**621.22**
	Due to Large Volume of Transactions with Amazon , Balance reconciliation of Amazon Receivable and Reserve Amount with Amazon as on 31.03.2025 is not possible .		
14.1	**Cash and Cash Equivalent:**		
	Cash in hand	7.68	2.06
	Balances with banks (Note 37)		
	in Current Accounts	38.09	158.92
	in Fixed Deposit	1,519.45	1,679.73
	in Other Deposit	-	39.93
	Total	**1,565.22**	**1,880.63**

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NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

Amount (Rs. in Lakhs)

15.1	**Short-Term Loans and Advances:**		
	Unsecured and Consider Good		
	Balance with the Government Authorities(Note 38)	203.05	283.46
	Receivable from Associates	-	-
	Advance to Suppliers	43.67	323.79
	Advance given to the Employees (Note 38)	1.09	2.54
	Other Receivables-TDS Reimbursement	-	66.77
	Prepaid Expenses	24.96	22.50
	Other Receivables	-	-
	Total	**272.77**	**699.06**
	With Respect to Advance to Suppliers , there are no terms as such for advance payments , Payments are made at the time when Purchase Order is made by the management		

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Amount (Rs. in Lakhs)

10.1	**Tangible assets:**										**In Rs Lakhs**	
	Particulars	**GROSS BLOCK**				**DEPRECIATION**					**NET BLOCK**	
		As on 1.04.2025	**Additions**	**Deletions**	**As on 31-03-2026**	**As on 1.04.2025**	**For the year**	**Adjustments**	**Deletions**	**As on 31-03-2026**	**As on 31-03-2026**	**As on 31-03-2024**
	Electronic Equipments	211.95	0.09	-	212.04	6.26	20.14	-	-	26.40	185.64	205.70
	Office Equipments	124.73	1.52	-	126.24	32.19	23.73	-	-	55.92	70.32	92.53
	Motor Vehicles	116.63	-	-	116.63	21.11	11.08	-	-	32.19	84.44	95.52
	Furniture and Fixtures	42.59	-	-	42.59	7.73	4.05	-	-	11.78	30.82	34.86
	Computer and Software	812.85	-	-	812.85	50.73	256.85	-	-	307.58	505.27	762.12
	Leasehold Improvement	920.12	1.34	-	921.46	128.46	98.22	-	-	226.68	694.78	791.67
	Plant and Machinery	45.59	-	-	45.59	2.46	2.89	-	-	5.35	40.24	43.12
	Licenses	19.47	13.01	-	32.48	-	4.92	-	-	4.92	27.56	19.47
	Total	**2,293.93**	**15.96**	**-**	**2,309.89**	**248.94**	**421.87**	**-**	**-**	**670.82**	**1,639.07**	**2,044.99**
	Previous Year	**1,286.64**	**1,007.51**	**-**	**2,294.15**	**67.76**	**181.61**	**-**	**-**	**249.38**	**2,044.77**	**1,218.88**
	Working In Progess :											
	Particulars	**GROSS BLOCK**				**DEPRECIATION**					**NET BLOCK**	
		As on 1.04.2025	**Additions**	**Capitalised**	**As on 31-03-202**	**As on 1.04.2025**	**For the year**	**Adjustments**	**Deletions**	**As on 31-03-202**	**As on 31-03-202**	**As on 31-03-202**
	Work in Progress	0.22	0.16		0.38	-	-	-	-	-	0.38	-
	Total	**0.22**	**0.16**	**-**	**0.38**	**-**	**-**	**-**	**-**	**-**	**0.38**	**-**

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

Amount (Rs. in Lakhs)

Notes	Particulars	Year Ended 31-03-2026	Year Ended 31-03-2025
		IN Rs Lakhs	IN Rs Lakhs
16.1	**Revenue From Operations**		
	Revenue from Operations	4,048.82	6,565.51
	Revenue From Operations	**4,048.82**	**6,565.51**
The Amazon has discoutined the refurbished segment in the Q4, which has resulted in reduction in the turnover, however it has not impacted on going concern			
17.1	**Other Income:**		
	Interest on Deposits	96.32	79.07
	Balance no longer payable	0.16	-
	Other Income	-	-
		96.48	**79.07**
18.1	**Cost of Goods Sold**		
	Opening Stock	4,131.89	2,748.73
	Add: Purchase of Computers and Accessories	2,204.38	5,368.80
	Add: Direct Expenses	118.33	284.81
	Less: Closing Stock	(2,667.12)	(4,131.89)
		3,787.48	**4,270.45**
The Amazon has discoutined the refurbished segment in the Q4, hence we have approached retail market at competative price. The cost of spares has increased also we have standarised the product quality. Hence the percental of COGS has increased.			
19.1	**Employee Benefit Expense:**		
	Salaries including Bonus	776.82	1,114.21
	ESOP Expenses	185.64	25.67
	Director Remuneration and Salary to Related Party	18.00	37.00
	Contracted Labour Charges	9.56	143.94
	Staff Welfare	15.69	36.76
	Gratuity (For details refer Note 40)	- 0.76	2.42
		1,004.95	**1,359.99**
20.1	**Finance costs**		
	Interest Expenses	80.57	44.11
	Bank Charges	38.16	45.93
		118.73	**90.04**
21.1	**Depreciation and Amortisation expense:**		
	Depreciation of tangible assets	421.87	181.61
		421.87	**181.61**

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Amount (Rs. in Lakhs)

22.1	**Other expenses:**		
	Office Rent	105.85	117.24
	Electricity Charges	24.19	23.54
	Freight and Forwarding Charges	-	5.41
	Repair and Maintenance	35.47	12.58
	Marketing and Business Promotion Expenses	581.28	546.29
	Consultation and Professional Charges	67.68	26.84
	Insurance Charges	13.20	7.78
	Office Maintenance	7.80	13.57
	Security Charges	17.61	31.93
	Audit Fees	6.00	6.00
	Rates and Taxes	8.95	4.29
	Warranty Replacement Expenses	-	8.16
	Write Off	-	-
	Printing and Stationery	7.62	15.82
	Postal and courier charges	-	0.27
	Travelling and Conveyance	16.48	6.80
	Telephone and Internet Charges	10.48	13.29
	Commission	-	14.41
	Donation - CSR Expenses	12.35	12.35
		914.96	**866.57**

23	**Earning Per Share(EPS):**		
Notes	**Particulars**	**Year Ended 31-03-2026**	**Year Ended 31-03-2025**
	i. Net Profit as per Profit and Loss Account available for Equity Shareholders	(1,741.89)	(113.18)
	ii. Weighted average number of equity shares for Earning Per Share	355.71	342.15
	iii. Weighted average number of equity shares for Earning Per Share plus Bonus Shares	355.71	342.15
	iv. Nominal Value per Equity Share (INR)	5.00	5.00
	v. Earning Per Share		
	-Basic	(4.90)	(0.33)
	- Diluted	(4.90)	(0.33)

24	**Auditor's remuneration:**		
Notes	**Particulars**	**Year Ended 31-03-2026** **IN Rs Lakhs**	**Year Ended 31-03-2025** **IN Rs Lakhs**
	Statutory Audit	3.00	3.00
	Tax Audit	3.00	3.00
	Total (amount is exclusive of GST)	**6.00**	**6.00**

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NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

Amount (Rs. in Lakhs)

25 (a)	**Related Party Disclosure:** **Related Party details:**	
	Name	**Nature of Relationship**
	Vishesh Handa	Managing Director
	Mukunda Raghavendra	Whole-time director till the date 31st January 2026
	Ankita Handa	Women Director
	Purav Dineshchandra Shah	Director
	Sachin Khandelwal	Independent Director
	Pooja Jain	Independent Director
	Arun Kumar Handa Kiran Handa Rajalakshmi Gururajan Vijay Kumar	Relatives of the Directors
	Ashish Nirmal	CFO - Key Managerial Personnel
	Gurprit Kaur	Company Secretary - Key Managerial Personnel
	Newjaisa Edutech Ujwal Foundation Vanshya Enterprises - LLP	Associate Entity where directors and relative of directors are interested

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NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

Amount (Rs. in Lakhs)

(b)	**Related Party Transactions and Closing Balance:**					
	Name	**Nature of Transaction**	**For the year 2025-26**	**Balance Receivables / (Payable) as at 31.03.2026**	**For the year 2024-25**	**Balance Receivables / (Payable) as at 31.03.2025**
			INR in Lakhs	**INR in Lakhs**	**INR in Lakhs**	**INR in Lakhs**
	Vishesh Handa	Directors Remunerations	14.23	(1.02)	18.50	(1.40)
		Unsecured loan from Director Received	-	-	-	-
		Reimbursement of Expenses	0.45	-	1.33	-
		Unsecured loan from Director Repaid	-	-	-	-
	Vanshya Enterprises LLP	Trade Advance for Supply of Materials / Services (Net of Supply)	-	13.79	94.34	16.56
	Prathiba G	Directors Remunerations				
	Shesheer	Loan from related party received				
		Loan from related party repaid				
		Loan from related party received				
		Loan from related party repaid				
	Mukunda Raghavendra	Salary to Relative of Director	13.53	-	18.50	(1.40)
	Ashish Nirmal - KMP	Salary for the Year	27.16	(2.40)	29.20	(2.56)
	Ashish Nirmal - KMP	Reimbursement of Expenses	1.63	-	-	-
	Gurprit Kaur (CS) - KMP	Salary for the Year	3.00	(0.25)	2.76	(0.23)
	Arun Kumar Handa	Payment against the supply of Material / Services	-	-	-	-
	Arun Kumar Handa	Professional Charges paid to the Relative of the Director	-	-	-	-
	Kiran Handa		-	-	-	-
	Rajalakshmi Gururajan		-	-	-	-
26	The company has incorporated on 16th June, 2020. The provision for the gratuity expenses hav been provided during the year amounting to Rs Nil Lakhs (Previous Year Rs. 2.42 Lakhs), for details refer Gratuity Disclosure as per Note 40. Further, there is no carried leave balance as on balance sheet date hence, provision for the leave encashment have not been provided.					

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NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

Amount (Rs. in Lakhs)

27 Contingent Liabilities and Commitments (to the extent not provided for)

Contingent Liabilities:

Claims against the Company not acknowledged as debts in respect of disputed system-generated Income Tax demands:

System-Generated Income Tax Demands (Section 115BAB Processing Discrepancy): For Assessment Years 2023–24 and 2024–25, the Company received system-generated intimations under Section 143(1) of the Income-tax Act, 1961 from the Centralized Processing Centre (CPC) raising cumulative tax demands aggregating to ₹159.68 Lakhs (comprising ₹90.04 Lakhs for AY 2023–24 and ₹69.64 Lakhs for AY 2024–25, inclusive of interest under Sections 234B and 234C). The demands arose from an automated processing error on the Income Tax e-filing portal that disallowed the concessional corporate tax rate of 15% claimed by the Company under Section 115BAB and recomputed the tax liability at standard domestic corporate tax rates, notwithstanding that the Company had exercised the option and duly submitted statutory Form 10-ID within the prescribed timelines.

During the year, the Income Tax Department automatically adjusted an amount of ₹42.28 Lakhs against the outstanding demand for FY 2023–24 out of the income tax refund determined for FY 2024–25. The Company is in the process of submitting rectification applications under Section 154 of the Income-tax Act, 1961 with the CPC / Jurisdictional Assessing Officer to correct the system processing error, vacate the remaining net demand of ₹117.40 Lakhs, and seek full refund of the adjusted ₹42.28 Lakhs.

Management, supported by expert tax advice, considers the disallowance to be purely technical and devoid of substantive merit. As the likelihood of an ultimate outflow of economic resources is considered remote to not probable, no provision has been recognized in the standalone financial statements for the year ended March 31, 2026.

Assessment Year	Relevant Financial Year	Nature of Dispute & Section	Forum where Rectification / Dispute is Pending	Gross Demand (₹ in Lakhs)	Amount Adjusted against Refund (₹ in Lakhs)	Net Unpaid Demand (₹ in Lakhs)
2023–24	2022–23	Intimation u/s 143(1) – System disallowance of Sec 115BAB concessional rate	Centralized Processing Centre (CPC) (Rectification u/s 154)	90.04	0.00	90.04
2024–25	2023–24	Intimation u/s 143(1) – System disallowance of Sec 115BAB concessional rate	Centralized Processing Centre (CPC) (Rectification u/s 154)	69.64	42.28	27.36
Total				**159.68**	**42.28**	**117.40**

28 Capital and Other Commitments:

There are no items in the nature of capital and other commitments and as such no amounts have been provided in the accounts.

29 The previous year figures have been regrouped / reclassified, wherever necessary to confirm to current year presentation.

30 Other Statutory Information

(i) The Company does not have any proceeding initiated or pending against the Company for holding any Benami property under the Benami Transactions (Prohibitions) Act, 1988.

(ii) The company doesn't have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

(iii) **The Company do not have charges or satisfaction which is yet to be registered with Registrar of Companies (ROC) beyond the statutory period except for the charge with Axis Bank which has been satisfied by the Company on 11.05.2023**

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NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

Amount (Rs. in Lakhs)

(iv)	The Company has not traded or invested in Crypto Currency or Virtual Currency during the year.
(v)	The Company has not advanced or given loan or invested funds to any other person(s) or entity(ies), including foreign entities ('intermediaries') with the understanding that the intermediary shall:
	(a) directly or indirectly lend or invest in other persons or entities indentified in any manner whatsoever by or on behalf of the Company; or
	(b) provide any gurantee, security or the like to or on behalf of the Company;
(vi)	The Company has not received any fund from any person(s) or entity(ies), including foreign entities with the understanding that the Company shall: (a) directly or indirectly lend or invest in other persons or entities indentified in any manner whatsoever by or on behalf of the Funding person or entity; or
	(b) provide any gurantee, security or the like on behalf of the funding person or entity;
(vii)	The Company does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
(viii)	The Company has obtained borrowings from banks or financial institutions on the basis of current assets during the year. For details refer Note 42
(ix)	The Company has complied with the number of layers prescribed under the Companies Act, 2013 read with Companies (Restriction on number of Layers) Rules, 2017.
(x)	The Company is not declared as a wilful defaulter by any bank or financial institution
(xi)	The Company has not entrered into any scheme or arrangement in terms of Sec 230 to Sec 237 of the Companies Act, 2013.
(xii)	The provison of Section 135 relating to Corporate Social Responsibility is not applicable to the Company.

As per our report of even date
For Abhilashi & Co.
Chartered Accountants
F. R. No. 016025N

CA Kuljeet Singh
Partner
Membership No: 530259

Place : Jalandhar
Date: 27/05/2026

For and on behalf of the Board
Newjaisa Technologies Limited
(Formerly Known as Newjaisa Technologies Private Limited)

Ankita Handa
Non Executive Director
DIN: 08690084

Place: Bengaluru

Vishesh Handa
MD
DIN: 07842847

Place: Bengaluru

Gurprit Kaur
Company Secretary
Place: Bengaluru
Date: 27/05/2026

Ashish Nirmal
CFO
Place: Bengaluru
Date: 27/05/2026

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NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

Amount (Rs. in Lakhs)

Notes	Particulars	As at 31-03-2026	As at 31-03-2025
		In Rs Lakhs	In Rs Lakhs
31(a)(i)	**Loans from bank**		
	Term Loan from IDFC	-	-
	Term Loan from ICICI	-	86.11
	Term Loan from Deutsche Bank	2.58	11.99
31(a)(ii)	**Loans from financial institute**		
	Mercedes-Benz Financial Services India Private Limited	49.93	58.64
	Total	**52.51**	**156.74**
32	**Loans repayable on demand from banks**		
	(Hypothicated against the book debt and stock)		
	AXIS Bank CGTMSE - CC	-	-
	AXIS Bank CGTMSE - OD - Blr - NJ	-	-
	IDFC First Bank CC - 9098	-	-
	IDFC First Bank CC- 6211	-	-
	HDFC NewJaisa Hyd - NJ		
	Bank Of Baroda OD - NJ		
	Kotak Loan - 8099	800.00	-
	ICICI Bank - 2269	204.15	399.71
	Kotak Bank - 3202	193.83	841.32
	CapSave Finance Private Limited	0.00	-
	(Less : TDS on Interest to capsave)	-0.00	-
	Total	**1,197.98**	**1,241.03**
33	**Unsecured Loan**		
	Loans and advances from related parties		
	Vishesh Loan	-	-
	Pratibha Loan	-	-
	Total	**-**	**-**
34	**Statutory Dues**		
	GST	2.32	-
	Professional Tax Payable	0.14	0.18
	TDS Payable	21.73	21.35
	ESIC	0.14	0.56
	PF Payable	2.13	6.15
	Total	**26.47**	**28.25**
35	**Security Deposit**		
	Raghu Bhatt-Office Security Deposit	-	0.50
	Jai Singh- Office Security Deposit	-	-
	V B Asrani Energy Ventures - Rent Deposit - NJ	45.00	45.00
	Rent Deposit - Jigani - NJ	13.00	13.00
	K Jeeva-Office Security Deposit	-	-
	Total	**58.00**	**58.50**

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36	**Bank Account - Current**		
	Bank of Baroda - Inoperative Account	0.02	0.02
	HDFC Bank- BLR - Inoperative Account	0.05	0.05
	IDFC First Bank OD - 2456	-	0.05
	HDFC Bank - HYD	8.51	5.51
	ICICI Bank-2375	10.76	
	Kotak bank - 0221	18.74	
	IDFC-7141	-	3.16
	Kotak Bank - 0221	-	114.51
	Equentia Financial Service Pvt. Ltd	-	35.61
	Total	**38.09**	**158.92**
37	**Balance with the Government Authorities**		
	GST Input	95.52	283.46
	TDS	90.82	-
	TCS Receivables	4.34	-
	Total	**190.68**	**283.46**
38	Advance given to the Employees (Note 38)		
	Advance Salary	-	-
	MD Ashraf	-	0.26
	Khalid Advance	1.09	1.58
	Sikandar Advance	-	0.05
	Salman PAdv	-	0.20
	Benson George - Advance	-	-
	Mr.Hussain Aga	-	-
	Janmejay Kumar - Advance	-	0.03
	Kumar Adv	-	1.79
	Mr.Karan Advance	-	(0.35)
	Vikas salary advance	-	(1.00)
	Md Hasan Ali		-
	Salman	-	-
	Joy		
	Khalid		
	Arun Kaul		
	Total	**1.09**	**2.54**

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39 Key Ratios:

S.No.	Particulars	For the Year 2025-26		For the Year 2024-25	
		IN Lakhs	IN Lakhs	IN Lakhs	IN Lakhs
1	**Current Ratio**				
	Current Assets				
	Inventories	2,667.12		4,131.89	
	Trade Receivables	656.73		621.22	
	Cash and Bank Balances	1,565.22		1,880.63	
	Receivables/Accruals	272.77		699.06	
			5,161.84		7,332.80
	Current Liabilities				
	Short-Term Borrowings	1,197.98		1,241.03	
	Trade Payables	117.14		103.37	
	Statutory dues	26.47		28.25	
	Dues to others	38.71		30.76	
	Employees Dues	32.08		79.01	
	Provision for Taxation	-		-	
	Proposed Dividend				
			1,412.38		1,482.43
	Current Ratio		**3.65**		**4.95**
2	**Debt-Equity Ratio**				
	Debts				
	Long Term Loans	52.51		156.74	
	Long Term Borrowings	-		-	
	Debentures	-		-	
	Preference Shares	-		-	
			52.51		156.74
	Equity				
	Equity Share Capital	1,788.73		1,765.29	
	Reserves & Surplus	3,971.52		6,034.73	
			5,760.26		7,800.02
	Debt-Equity Ratio		**0.01**		**0.02**
3	**Debt- Service Coverage Ratio**				
	Debt - Earnings Available for Debt Service				
	Net Profit before Tax	(2,102.70)		(124.09)	
	Non-Cash Operating Expenses	421.87		181.61	
	Non Operating Adjustments	184.88		28.09	
			(1,495.94)		85.61
	Service				
	Interest	118.73		90.04	
	Instalments	-		-	
			118.73		90.04
	Debt- Service Coverage Ratio		**(12.60)**		**0.95**
4	**Return on Equity Ratio**				
	Profit After Taxes	(1,741.89)		(113.18)	
			(1,741.89)		(113.18)
	Net Worth				
	Total Assets	7,236.47		9,452.90	
	Less: Liabilities				
	Non-Current Liabilities	63.84		169.83	
	Current Liabilities	1,412.38		1,483.05	
			5,760.26		7,800.02
	Return on Equity Ratio		**(0.30)**		**(0.01)**
5	**Inventory Turnover Ratio**				
	Turnover				
	Revenue	4,048.82		6,565.51	
			4,048.82		6,565.51
	Inventory				
	Opening Balance	4,131.89		2,748.73	
	Closing Balance	2,667.12	3,399.50	4,131.89	3,440.31
	Inventory Turnover Ratio		**1.19**		**1.91**

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NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

Amount (Rs. in Lakhs)

6	**Trade Receivables Turnover Ratio**				
	Turnover				
	Revenue	4,048.82		6,565.51	
			4,048.82		6,565.51
	Average Trade Receivables				
	Opening Trade Receivables	621.22		856.49	
	Closing Trade Receivables	656.73		621.22	
			638.97		738.86
	Trade Receivables Turnover Ratio		**6.34**		**8.89**
7	**Trade Payables Turnover Ratio**				
	Turnover				
	Revenue	4,048.82		6,565.51	
			4,048.82		6,565.51
	Average Trade Payables				
	Opening Trade Payables	103.37		135.56	
	Closing Trade Payables	117.14	110.25	103.37	119.47
	Trade Payables Turnover Ratio		**36.72**		**54.96**
8	**Net Capital Turnover Ratio**				
	Turnover				
	Revenue	4,048.82		6,565.51	
			4,048.82		6,565.51
	Capital Employed				
	Equity Share Capital	1,788.73		1,765.29	
	Reserves & Surplus	3,971.52		6,034.73	
	Preference Share Capital	-		-	
	Debentures & Other Long Term Loan	-		-	
	Less: Misc. Expenditure & Losses	-		-	
	Less: Non- Trade Investments	-		-	
			5,760.26		7,800.02
	Net Capital Turnover Ratio		**0.70**		**0.84**
9	**Net Profit Ratio**				
	Net Profit	(1,741.89)		(113.18)	
			(1,741.89)		(113.18)
	Turnover				
	Revenue	4,048.82		6,565.51	
			4,048.82		6,565.51
	Net Profit Ratio		**(0.43)**		**(0.02)**
10	**Return on capital Employed**				
	Return	(1,741.89)		(113.18)	
			(1,741.89)		(113.18)
	Capital Employed				
	Equity Share Capital	1,788.73		1,765.29	
	Reserves & Surplus	3,971.52		6,034.73	
			5,760.26		7,800.02
	Return on Capital Employed		**(0.30)**		**(0.01)**
11	**Return on Investment**				
	Return	(1,741.89)		(113.18)	
			(1,741.89)		(113.18)
	Equity Share Capital	1,788.73		1,765.29	
	Reserves & Surplus	3,971.52		6,034.73	
			5,760.26		7,800.02
	Return on Investment		**(0.30)**		**(0.01)**

Note: There are substaintial restructuring in the organisation and expansion plan towards the growth in the business of the company as a result of which, there is change in the ratios equivalent to the business growth of the company.

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Employee Benefits - AS 15 (Disclosure)

The company has accounted for defined benefit plans in the form of gratuity and leave encashment to employees as per actuarial valuation as at 31.3.2022. The actuarial assumptions in respect of the benefit plan are as under:

Note-40

a) Gratuity

i) Principal Actuarial Assumptions

Particulars	As at 31 March 2026	As at 31 March 2025
	`Rs Lakhs	`Rs Lakhs
Discount rate	**0.0721**	6.62%
Attrition Rate	**0.3**	30.00%
Salary Escalation	**0.03**	3.00%

ii) Table showing changes in present value of obligations

Particulars	As at 31 March 2026	As at 31 March 2025
	`Rs Lakhs	`Rs Lakhs
Current service cost	**4.86598**	5.70
Interest cost	**0.90775**	0.80
Acturial (gain)/loss	**-6.53306**	(3.94)
Defined benefits recognised in P/L	**-0.759329999999999**	2.56

iii) Actuarial Gain / Loss recognized

Particulars	As at 31 March 2026	As at 31 March 2025
	`Rs Lakhs	`Rs Lakhs
Total Actuarial Loss/(Gain)	**-6.53306**	(3.94)

iv) Amount to be recognized in the balance sheet

Particulars	As at 31 March 2026	As at 31 March 2025
	`Rs Lakhs	`Rs Lakhs
Present value of obilgations at the beginning of the year	**13.71225**	11.15
Interest cost	**0.90775**	0.80
Current Service Cost	**4.86598**	5.70
Benefits Paid	**0**	0.00
Actuarial (Gains)/Loss on Obligation	**-6.53306**	(3.94)
Present value of obilgations at the end of the year	**12.95292**	**13.71**

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Note-41	**Details of security for each type of borrowings**				
	Loan	**Long Term Borrowings**	**Short Term Borrowings**	**Security**	**Terms of Repayment**
	Deutsche Bank Term Loan	2.58	-	Collateral Security: Unsecured Loan	The term loan is repayable in 36 Monthly installments of Rs. 90,381/-, at Interest Rate of 18%
	ICICI Bank Term Loan	-	-	Collateral Security: - FD worth Rs. 20 mn - Pari passu charge on Movable fixed asset both Present and Future of Rs.41.32 Mn	The term loan is repayable in 36 Monthly installments of Rs. 2,77,778/-, at Interest Rate of 9.25%
	Mercedes-Benz Financial Services India Private Limited	49.93	-	Collateral Security: Vehicle - Mercedes-Benz	The term loan is repayable in 36 Monthly installments of INR. 1,11,914/- at the Interest rate of 8.51%
	ICICI Bank CC	-	204.15	Collateral Security: First pari-passu charge on entire stocks of raw materials, semi-finished and finished goods, consumables stores, spares and such other movables & movable fixed assets including book-debts, bills.	Working Capital Facility of INR. 4.00 Crores at Interest Rate shall be Repo rate+2.65% and repayable of demand
	Kotak Bank	-	993.83	Collateral Security: Raw materials, consumables, work-in-progress, finished goods / trade goods shall be valued at per relevant accounting standards	Working Capital Facility of INR. 15.50 Crores at Interest Rate shall be Repo rate+2.65% and repayable of demand
	Total of Borrowings	**52.51**	**1,197.98**		

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

ESOP Disclosure (Employee Share Based Payments)

The Board of Directors of the Company, at its meeting held on July 3, 2023 formulated the Grant of Employee Stock Options to the employees of the Company under Newjaisa Employee Stock Option Plan 2023 (ESOP 2023 Plan) and at its EGM held on July 6, 2023 formulated the Newjaisa Employee Stock Option Plan 2023 (ESOP 2023 Plan) and ratified, amend and adopt the Newjaisa Employee Stock Option Plan 2023 (ESOP 2023 Plan) at its EGM held on February 6, 2024, the ESOP plan is implemented with an objective of enabling the Company to attract and retain talented human resources by offering them the opportunity to acquire a continuing equity interest in the Company, which will reflect their efforts in building the growth and the profitability of the Company. These ESOP Plans involve acquisition of shares from the secondary market.

ESOP 2023 Plan:

A total of 32,09,174 options were available for grant to the eligible employees of the Company, excluding Independent Directors and promoter Directors under the ESOP 2023 Plan.

As against this, 3,88,495 options have been granted over a period of last one year under this plan by the ESOP Committee to the eligible employees of the Company by the Nomination and Remuneration Committee of the Company (“NRC”) through the meeting held on 17th April, 2025, 24th September, 2025 and 30th January 2026. There were no material changes in the ESOP 2023 Plan during the year and the same are in compliance with the ESOP Regulations.

In addition to the above, pursuant to the approval of the shareholders at the EGM held on February 06, 2024, a total of 32,09,174 options would be available to the eligible employees of the Company, excluding Independent Directors. The shareholders at the EGM held on February 06, 2024, also approved certain other amendments in the Plan. The rationale for the variations in the Plan were to continue with the Company’s rewards philosophy of employee stock options and align employee efforts with organisational outcomes, align the Plan with the revised SEBI Regulations and carry certain editorial and consistency changes.

During the period ended 31 March, 2026, the Company had the following share-based payment arrangements, which are described below:

Type of arrangement	**General employee stock option plan**			
Date of grant	July 03, 2024	September 19, 2024	October 09, 2024	January 31, 2025
Number granted	6,88,087	14,436	50,000	20,000
Date of grant	April 17, 2025	September 24, 2025	January 30, 2026	
Number granted	1,06,460	48,500	2,33,535	
Contractual life	4 Years	4 Years	4 Years	4 Years
Vesting Conditions	Stock Options Granted under the Plan shall vest within a specified time period or on achievement of certain performance milestones or both subject to a minimum Vesting Period of one (1) year, as determined by the Board / Compensation Committee and as specified in the Letter of Grant issued to the Option Grantee			

The estimated fair value of each stock option granted in the general employee stock option plan is ` 23.60. This was calculated by applying binomial option pricing model. The model inputs were the share price at grant date of ` 50, exercise price of ` 50, expected volatility of 30 per cent, no expected dividends, contractual life of ten years, and a risk- free interest rate of 5 per cent. To allow for the effects of early exercise, it was assumed that the employees would exercise the options after vesting date when the share price was twice the exercise price. Historical volatility was 40 per cent, which includes the early years of the Company’s life; the Company expects the volatility of its share price to reduce as it matures.

The estimated fair value of each share granted in the executive stock plan is ` 50.00, which is equal to the share price at the date of grant.

Further details of the stock option plan are as follows:

Particulars	**31st March 2026**		**31st March 2025**	
	Number of options	**Weighted average exercise price (Rs.)**	**Number of options**	**Weighted average exercise price (Rs.)**
Outstanding at start of year	-	-	-	-
Granted	3,88,495	-	7,72,523	-
Forfeited	-	-	-	-
Exercised	-	-	-	-
Outstanding at end of year	-	-	-	-
Exercisable at end of year	-	-	-	-

The weighted average share price at the date of exercise for stock options exercised during the period highlighted in the note 4.

The disclosures with respect to the Employee Stock Option Scheme of the Company pursuant to Regulation 14 of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 as on March 31, 2026 are annexed to the Board's Report as Annexure - 5 and have also been uploaded on the website of the Company and can be accessed at https://newjaisa.com/pages/invesor-relation-of-newjaisa

ANNUAL REPORT

FY 2025-26

END OF THE ANNUAL REPORT

Thank you for your continued trust and support.

NEWJAISA TECHNOLOGIES LIMITED

CIN: L32106KA2020PLC134935

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Listed on NSE Emerge | Symbol: NEWJAISA