

**September 08, 2026**

To,  
National Stock Exchange of India Limited  
Exchange plaza,  
Bandra-Kurla Complex,  
Bandra (E), Mumbai – 400051  
**SYMBOL: OLIL**

**Dear Sir/Ma'am,**

**Subject: Annual Report – 2026 & Notice of 4<sup>th</sup> Annual General Meeting.**

With reference to the captioned subject, we inform that 4<sup>th</sup> Annual General Meeting (“AGM”) of the Company shall be held on **Wednesday, September 30, 2026 at 03.00 p.m.** through Video Conferencing (“VC”)/Other Audio-Visual Means (“OAVM”), in accordance with the applicable circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

Pursuant to regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith Annual Report for the FY 2025-26 and the Notice of 4<sup>th</sup> AGM. The said reports are being sent to the shareholders through email and have been uploaded on the “investors” section of the website of the Company at: [www.1click.co.in](http://www.1click.co.in).

The “**cut-off date**” for determining eligibility of shareholders for remote e-voting/e-voting at AGM and for attending AGM is fixed as Wednesday, September 23, 2026. The remote e-voting period shall commence from Sunday, September 27, 2026 at 9.00 a.m. and end on Tuesday, September 29, 2026 at 5.00 p.m. The detailed instruction with regard to the remote e-voting/e-voting at AGM and procedure for attending AGM is provided in the notice of AGM which are being sent to shareholders and submitted to stock exchanges. The procedure for attending the AGM is provided in the Notice of AGM.

Kindly take the same on your record.

Thanking you,

Yours faithfully,

**For Oneclick Logistics India Limited**

Digitally signed by  
RAJAN S MOTE  
Date: 2026.09.08  
18:36:38 +05'30'

**Rajan Shivram Mote**  
**Whole-time director and Chief Financial Officer**  
**DIN: 07946637**

**Regd Office:** Office No. 822, 821, 8<sup>th</sup> Floor, Ajmera Sikova, LBS Road, Ghatkopar West, Mumbai 400086

**Email:** doc@1click.co.in **Website:** www.1click.co.in **Contact No.** +91 22 25001717



**ONECLICK**  
Logistics India Limited  
Logistics on your fingertips!

# ANNUAL REPORT

2025-26

[www.1click.co.in](http://www.1click.co.in)

## OUR SERVICES



**AIR FREIGHT**  
(Delivering seamless last-mile solutions across India and international markets)



**OCEAN FREIGHT**  
(Delivering seamless last-mile solutions across India and international markets)



**WAREHOUSE**



**CUSTOM HOUSE BROKERAGE**  
(Delivering seamless last-mile solutions across India and international markets)



**PROJECT CARGO**  
(Delivering seamless last-mile solutions across India and international markets)

## PROJECTS UNDERTAKEN



From local consignments to complex global movements, we deliver with precision, reliability and care.

## OUR OFFICES



### Registered Office

Office No. 822, 821, 8th Floor,  
Ajmera Sikova, LBS Road,  
Ghatkopar West,  
Mumbai – 400086, Maharashtra



### Gandhidham Office

Plot No. 18, Survey No. 330,  
Nr. Alankar Cinema,  
Gandhidham,  
Kutch, Gujarat – 370201



### Hyderabad Office

Plot No. 124, H.No. 8-2-293/82/A,  
A&R Prime, 2nd Floor,  
Road No. 10, Banjara Hills,  
Hyderabad, Telangana – 500034



### Ahmedabad Office

B-310, Sakar 9, ASHRAM ROAD,  
City Gold Multiplex, Navrangpura,  
Ahmedabad,  
Ahmedabad, Gujarat, 380009

## OUR ASSOCIATIONS & LISTING DETAILS



GLOBAL AFFINITY  
ALLIANCE



[www.1click.co.in](http://www.1click.co.in)

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## CORPORATE INFORMATION

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|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p><b><u>BOARD OF DIRECTORS</u></b></p> <p><b>MR. MAHESH LILADHAR BHANUSHALI</b><br/>(Managing Director)</p> <p><b>MR. RAJAN SHIVRAM MOTE</b><br/>(Whole-time Director and Chief Financial Officer)</p> <p><b>MRS. SAKRI LILADHAR BHANUSHALI</b><br/>(Non-Executive Director)</p> <p><b>MS. KRATI MAHESHWARI</b><br/>(Independent Director)</p> <p><b>MS. PURTI KOTHARI</b><br/>(Independent Director)</p> <p><b>MS. NISHTHA PARMANAND GURAV</b><br/>(Independent Director)</p> | <p><b><u>INTERNAL AUDITOR</u></b></p> <p><b>M/S M G P &amp; ASSOCIATES,</b><br/>(FRN: 140164W)<br/>B-1212 , Sun West Bank , Opp City Gold Ashram Road , Ahmedabad-380009</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
| <p><b><u>CHIEF FINANCIAL OFFICER</u></b><br/>MR. RAJAN SHIVRAM MOTE</p>                                                                                                                                                                                                                                                                                                                                                                                                         | <p><b><u>REGISTERED OFFICE</u></b></p> <p>ONECLICK LOGISTICS INDIA LIMITED<br/>Registered Address: Office No. 822, 821, 8th Floor, Ajmera Sikova, LBS Road, Ghatkopar West, Mumbai, Maharashtra, India, 400086<br/>CIN: L63040MH2022PLC395273<br/>Website: <a href="http://www.1click.co.in">www.1click.co.in</a><br/>Email: <a href="mailto:compliance@1click.co.in">compliance@1click.co.in</a></p>                                                                                                                                                                                                                                                                                    |
| <p><b><u>COMPANY SECRETARY &amp; COMPLIANCE OFFICER</u></b><br/>MS. RAKHI ARORA</p>                                                                                                                                                                                                                                                                                                                                                                                             | <p><b><u>STATUTORY AUDITORS</u></b><br/>RATAN CHANDAK &amp; CO LLP<br/>Firm Registration No. 108696W/W101028<br/>1701, Haware Infotech Park, Sector 30A, Vashi, Navi Mumbai 400705.</p> <p><b><u>SECRETARIAL AUDITORS</u></b><br/>PRACHI BANSAL &amp; ASSOCIATES<br/>House No 837, Sector 28 Faridabad, 121008</p> <p><b><u>REGISTRAR &amp; SHARE TRANSFER AGENT</u></b><br/>BIGSHARE SERVICES PRIVATE LIMITED<br/>S6-2, 6<sup>th</sup> Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East), Mumbai, Maharashtra, 400093<br/>E-mail id: <a href="mailto:investor@bigshareonline.com">investor@bigshareonline.com</a><br/>Tel. No: 022- 62628200</p> |

## NOTICE

NOTICE is hereby given that the 4<sup>th</sup> Annual General Meeting of the Members of Oneclick Logistics India Limited ("OLIL"/"the Company") will be held on **Wednesday, September 30, 2026** at **03.00 P.M** (IST) through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") to transact the following business. The venue of the meeting shall be deemed to be the Registered Office of the Company situated at Office No. 822, 821, 8<sup>th</sup> Floor, Ajmera Sikova, LBS Road, Ghatkopar West, Mumbai, Maharashtra, India, 400086:

### ORDINARY BUSINESS:

1. To receive, consider and adopt
  - a. The Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and the Auditors thereon.
  - b. The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, together with the Report of the Auditors thereon.
2. To appoint a Director in place of Mr. Mahesh Liladhar Bhanushali (DIN: 07946644), who retires by rotation and being eligible, offers himself for re-appointment:

**Explanation:** Based on the terms of appointment, Executive Directors and Non-Executive Directors (other than Independent Directors) are subject to retirement by rotation. Mr. Mahesh Liladhar Bhanushali (DIN: 07946644) who has been on the Board of the Company and whose office is liable to retire at this AGM, being eligible, seeks re-appointment. Based on the performance evaluation and the recommendation of the Nomination and Remuneration Committee, the Board recommends his re-appointment.

Therefore, the Shareholders are requested to consider and, if thought fit, to pass the following resolution as **an Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Mahesh Liladhar Bhanushali (DIN: 07946644), who retires by rotation, be and is hereby re-appointed as a Director, liable to retire by rotation."

### SPECIAL BUSINESS:

3. To consider, and, if thought fit, to approve the appointment of Ms. Purti Kothari (DIN: 08192182) as an Independent Director and in this regard, to pass with or without modification(s) the following resolution as a **Special Resolution**:

**"RESOLVED THAT** in accordance with the provisions of Section 149, 150 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Ms. Purti Kothari (DIN:08192182) who was appointed as an Additional Director, designated as an Independent Director, pursuant to the provisions of Section 161 of the Act and has submitted a declaration that she meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom the Company has received a notice in writing from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a first term of five consecutive years up to August 17, 2031 and she shall not be liable to retirement by rotation.

**RESOLVED FURTHER THAT** the Board of Directors and/or a duly constituted Committee thereof and/or the Key Managerial Personnel of the Company be and are hereby severally authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds, matters and things as may be considered necessary or expedient for giving effect to this resolution, inter-alia, filings of required forms/documents with the Ministry of Corporate Affairs and Stock Exchanges and/or other authorities as may be required to give effect to this resolution."

4. To consider, and, if thought fit, to approve the appointment of Ms. Nishtha Parmanand Gurav (DIN:11896586) as an Independent Director and in this regard, to pass with or without modification(s) the following resolution as a **Special Resolution**:

**“RESOLVED THAT** in accordance with the provisions of Section 149, 150 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Ms. Nishtha Parmanand Gurav (DIN:11896586) who was appointed as an Additional Director, designated as an Independent Director, pursuant to the provisions of Section 161 of the Act and has submitted a declaration that she meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom the Company has received a notice in writing from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a first term of consecutive five years up to August 17, 2031 and she shall not be liable to retirement by rotation.

**RESOLVED FURTHER THAT** the Board of Directors and/or a duly constituted Committee thereof and/or the Key Managerial Personnel of the Company be and are hereby severally authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds, matters and things as may be considered necessary or expedient for giving effect to this resolution, inter-alia, filings of required forms/documents with the Ministry of Corporate Affairs and Stock Exchanges and/or other authorities as may be required to give effect to this resolution.”

**By Order of the Board of Directors  
For Oneclick Logistics India Limited**

**Registered Office:**

**Oneclick Logistics India Limited**

CIN: L63040MH2022PLC395273

Office No. 822, 821, 8<sup>th</sup> Floor, Ajmera Sikova,  
LBS Road, Ghatkopar West, Mumbai,  
Maharashtra, India, 400086

**Sd/-  
Mahesh Bhanushali  
Managing Director  
DIN: 07946644**

**Date: September 04, 2026**

**Place: Mumbai**

**NOTES:**

1. The Government of India, Ministry of Corporate Affairs has allowed conducting Annual General Meeting ("AGM") through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) and dispensed the personal presence of the members at the meeting. Accordingly, the Ministry of Corporate Affairs issued Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 5, 2020 and Circular No. 02/2021 dated January 13, 2021 and Circular No. 21/2021 dated December 14, 2021 and 02/2022 dated May 5, 2022, 10/2022 dated December 28, 2022 and latest being 09/2023 dated September 25, 2023 and 9/2024 dated September 19, 2024 ("MCA Circulars") and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and Circular No. SEBI/HO/DDHS/P/CIR/2022/0063 dated May 13, 2022, SEBI/HO/CRD/PoD-2/P/CIR/2023/4 dated January 5, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD2/P/CIR/2024/133 dated October 3, 2024 issued by the Securities Exchange Board of India ("SEBI Circular") prescribing the procedures and manner of conducting the Annual General Meeting through VC/OVAM. In terms of the said circulars, the 4<sup>th</sup> Annual General Meeting (AGM) of the members will be held through VC/OAVM. Hence, members can attend and participate in the AGM through VC/OAVM only. The detailed procedure for participation in the meeting through VC/OAVM is as per notes of this notice and available at the Company's website: [www.1click.co.in](http://www.1click.co.in).

2. In line with the aforesaid MCA Circulars and SEBI Circular, the Notice of AGM along with Annual Report 2025-26 is being sent only through electronic mode to those Members whose name is recorded in the Register of Members/Register of Beneficial Owners and whose email addresses are registered with the Company/ Registrar and Share Transfer Agent ("Bigshare Services Private Limited"/"RTA") or with the respective Depository Participant(s). The physical copies of such statements and Notice of AGM will be dispatched only to those shareholders who request for the same. Members holding shares in dematerialized form are requested to contact their Depository Participant for updation of their email id.

In terms of Regulation 36 of the SEBI Listing Regulations, a letter containing the exact weblink of the website hosting the Annual Report – 2025-26 has been sent to those Members whose e mail addresses are not registered, at their addresses as recorded with the Company/RTA/ Depositories/Depository Participants.

Members who are desirous of obtaining hard copy of the Annual Report should send a request to the Company's e-mail id viz [compliance@1click.co.in](mailto:compliance@1click.co.in) clearly mentioning their Folio number/DP ID and Client ID.

Member may note that Notice and Annual Report 2025-26 has been uploaded on the website of the Company at [www.1click.co.in](http://www.1click.co.in). 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](http://www.nseindia.com) and the AGM Notice is also available on the website of Bigshare Services Private Limited (agency for providing the Remote e-Voting facility) i.e. <https://ivote.bigshareonline.com/landing>.

3. The Explanatory Statement pursuant to Section 102 of the Act setting out material facts concerning the special business of the Notice is annexed hereto. The relevant details, pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), in respect of Directors seeking appointment/reappointment at this Annual General Meeting is annexed.
4. Since this AGM is being held through VC/OAVM pursuant to the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for this AGM. Hence, proxy form, attendance slip and route map are not annexed to this Notice. However, Institutional Investors and Corporate Members are entitled to appoint authorised representatives to attend this AGM through VC/OAVM, participate thereat, and cast their votes through e-voting.
5. The Members may join the AGM in the VC/OAVM mode fifteen minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in this Notice. The helpline number regarding any query/assistance for participation in the AGM through VC/OAVM is 022-23058542/43.
6. 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.

7. Members desirous of seeking information regarding Accounts of the Company are requested to send their queries to [compliance@1click.co.in](mailto:compliance@1click.co.in) on or before Wednesday, September 23, 2026.
8. Members holding the shares in physical mode are requested to notify immediately the change of their address and bank particulars to the R & T Agent of the Company. In case shares held in dematerialized form, the information regarding change of address and bank particulars should be given to their respective Depository Participant.
9. SEBI vide its notification dated January 25, 2022, has mandated listed companies to issue securities in dematerialised form only while processing service requests, viz., issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; subdivision/ splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Further, as per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialised form with effect from April 01, 2019. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialisation, Members are advised to dematerialise the shares held by them in physical form. Members can contact the Company or M/s. Bigshare Services Private Limited ('RTA'), for assistance in this regard.
10. In terms of Section 72 of the Companies Act, 2013, nomination facility is available to individual members holding shares in the physical form. The members who are desirous of availing this facility, may kindly write to Company's R & T Agent for nomination form by quoting their folio number.
11. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection in electronic mode.
12. The Members can join the AGM through VC/OAVM mode 15 (fifteen) 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 1,000 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.

**13. Process and manner for members opting for voting through electronic means:**

- i. 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) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020, May 05, 2020 and January 13, 2021, December 14, 2021, May 05, 2022 and December 28, 2022, 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 Bigshare Services Private Limited as the Authorised e-voting agency for facilitating voting through electronic means. The facility of casting votes by a member using remote e-voting as well as e-voting system on the date of the AGM will be provided by Bigshare Services Private Limited.
- ii. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e., Wednesday, September 23, 2026 shall be entitled to avail the facility of remote e-voting or e-voting on the date of the AGM and participating at AGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, should treat this Notice as intimation only.
- iii. A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the AGM and prior to the Cut-off date i.e., Wednesday, September 23, 2026, shall be entitled to exercise his/her vote either electronically i.e., remote e-voting or e-voting system on the date of the AGM by following the procedure mentioned in this part.

- iv. The remote e-voting will commence on Sunday, September 27, 2026 at 9.00 a.m. and will end on Tuesday, September 29, 2026 at 5.00 p.m. During this period, the members of the Company holding shares either in physical mode or in demat mode as on the Cut-off date i.e., Wednesday, September 23, 2026 may cast their vote electronically. The members will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be disabled for voting by Bigshare thereafter.
- v. Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.
- vi. The voting rights of the members shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off date i.e. Wednesday, September 23, 2026.
- vii. The Company has appointed CS Vishal Thawani, Designated Partner of M/s. VTSN and Associates LLP, Practising Company Secretaries (Membership No. ACS: 43938; CP No: 17377), to act as the Scrutinizer for conducting the remote e-voting process as well as the venue voting system on the date of the AGM, in a fair and transparent manner.

**14. Process for those members whose email ids are not registered:**

- a) For members holding shares in Physical mode- please provide necessary details like Folio No., Name of shareholder by email to [compliance@1click.co.in](mailto:compliance@1click.co.in).
- b) Members holding shares in Demat mode can get their E-mail ID and mobile number registered by contacting their respective Depository Participant.
- c) Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

**15. The instructions for Shareholders for Remote E-Voting are as under:**

- i. The voting period begins on Sunday, September 27, 2026 at 9.00 a.m. and will end on Tuesday, September 29, 2026 at 5.00 p.m. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Wednesday, September 23, 2026 may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote during the meeting.
- iii. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020, under Regulation 44 of SEBI Listing Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/websites of Depositories/Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- iv. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

**Step 1: Pursuant to aforesaid SEBI Circular dated December 9, 2020, login method for e-Voting and joining virtual meetings for individual shareholders holding securities in Demat mode, is given below:**

| Type of shareholders                                                      | Login Method                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
|---------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Individual Shareholders holding securities in Demat mode with <b>CDSL</b> | <ol style="list-style-type: none"> <li>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 URL for users to login to Easi/Easiest is <a href="https://web.cdslindia.com/myeasitoken/home/login">https://web.cdslindia.com/myeasitoken/home/login</a> or visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then use your existing my easi username &amp; password.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of BIGSHARE the e-Voting service provider and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. BIGSHARE, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration">https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration</a>.</li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a>. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress, and also able to directly access the system of all e-Voting Service Providers. Click on BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-voting period.</li> </ol>            |
| Individual Shareholders holding securities in demat mode with <b>NSDL</b> | <ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of eVoting 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 name BIGSHARE and you will be redirected to i-Vote website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ol> |

| Type of shareholders                                                                                          | Login Method                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
|---------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|                                                                                                               | 4) For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a> . 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 with all eVoting Service Providers. Click on <b>BIGSHARE</b> and you will be re-directed to <b>i-vote</b> (E-voting website) for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. |
| Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants</b> | You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see eVoting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website 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. CDSL and NSDL.**

| Login type                                                                | Helpdesk details                                                                                                                                                                                                           |
|---------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Individual Shareholders holding securities in Demat mode with <b>CDSL</b> | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 21 09911 |
| Individual Shareholders holding securities in Demat mode with <b>NSDL</b> | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at: 022 - 4886 7000 and 022 - 2499 7000.                  |

**Step 2: Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:**

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “**LOGIN**” button under the ‘**INVESTOR LOGIN**’ section to Login on E-Voting Platform.
- Please enter you ‘**USER ID**’ (User id description is given below) and ‘**PASSWORD**’ which is shared separately on you register email id.
  - Shareholders holding shares in **CDSL demat account should enter 16 Digit Beneficiary ID** as user id.
  - Shareholders holding shares in **NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID** as user id.
  - Shareholders holding shares in **physical form should enter Event No + Folio Number** registered with the Company as user id.

**Note:** If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.  
**NOTE:** If Shareholders are holding shares in demat form and have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on '**LOGIN**' under '**INVESTOR LOGIN**' tab and then Click on '**Forgot your password?**'
- Enter "**User ID**" and "**Registered email ID**" Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on 'Reset'.

*(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).*

**Voting method for shareholders on i-Vote E-voting portal:**

- After successful login, **Bigshare E-voting system** page will appear
- Click on "**VIEW EVENT DETAILS (CURRENT)**" under '**EVENTS**' option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on "**VOTE NOW**" option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option "**IN FAVOUR**", "**NOT IN FAVOUR**" or "**ABSTAIN**" and click on "**SUBMIT VOTE**". A confirmation box will be displayed. Click "**OK**" to confirm, else "**CANCEL**" to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can "**CHANGE PASSWORD**" or "**VIEW/UPDATE PROFILE**" under "**PROFILE**" option on investor portal.

**Step 3: Custodian registration process for i-Vote E-Voting Website:**

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on "**REGISTER**" under "**CUSTODIAN LOGIN**", to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with "**User id and password will be sent via email on your registered email id**".  
*NOTE: If Custodian have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.*
- If you have forgotten the password: Click on '**LOGIN**' under '**CUSTODIAN LOGIN**' tab and further Click on '**Forgot your password?**'
- Enter "**User ID**" and "**Registered email ID**" Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on '**RESET**'.

*(In case a custodian is having valid email address, Password will be sent to his / her registered email address).*

**Voting method for Custodian on i-Vote E-voting portal:**

- After successful login, **Bigshare E-voting system** page will appear

**Investor Mapping:**

- First you need to map the investor with your user ID under "DOCUMENTS" option on custodian portal.
  - Click on "**DOCUMENT TYPE**" dropdown option and select document type power of attorney (POA).
  - Click on upload document "**CHOOSE FILE**" and upload power of attorney (POA) or board resolution for respective investor and click on "**UPLOAD**".

**Note:** The power of attorney (POA) or board resolution has to be named as the "**InvestorID.pdf**" (Mention Demat account number as Investor ID.)

  - Your investor is now mapped and you can check the file status on display.

**Investor vote File Upload:**

- To cast your vote select "**VOTE FILE UPLOAD**" option from left hand side menu on custodian portal.
- Select the Event under dropdown option.

- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on **“UPLOAD”**. Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can **“CHANGE PASSWORD”** or **“VIEW/UPDATE PROFILE”** under **“PROFILE”** option on custodian portal.

#### **Helpdesk for queries regarding e-voting:**

| <b>Login type</b>                                                                              | <b>Helpdesk details</b>                                                                                                                                                                                                                                                                                                                                                                              |
|------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Shareholder's other than individual shareholders holding shares in Demat mode & Physical mode. | In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions ('FAQs') and i-Vote e-Voting module available at <a href="https://ivote.bigshareonline.com">https://ivote.bigshareonline.com</a> , under download section or you can email us to <a href="mailto:ivote@bigshareonline.com">ivote@bigshareonline.com</a> or call us at: 022-62638338 |

#### **Step 4: Procedure for joining the AGM through VC/ OAVM:**

**For shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:**

- The Members may attend the AGM through VC/ OAVM at <https://ivote.bigshareonline.com> under Investor login by using the e-voting credentials (i.e., User ID and Password).
- After successful login, **Bigshare E-voting system** page will appear.
- Click on **“VIEW EVENT DETAILS (CURRENT)”** under **‘EVENTS’** option on investor portal.
- Select event for which you are desire to attend the AGM under the dropdown option.
- For joining virtual meeting, you need to click on **“VOTE NOW” “VC/OAVM”** link placed beside of **“VIDEO CONFERENCE LINK”** option.
- 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.

#### **The instructions for Members for e-voting on the day of the AGM are as under:-**

- The Members can join the AGM in the VC/ OAVM mode 15 minutes before the scheduled time of the commencement of the meeting. The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
- 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.
- 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.

#### **Helpdesk for queries regarding virtual meeting:**

In case shareholders/ investor have any queries regarding virtual meeting, you may refer the Frequently Asked Questions ('FAQs') available at <https://ivote.bigshareonline.com>, under download section or you can email us to [ivote@bigshareonline.com](mailto:ivote@bigshareonline.com) or call us at: 1800 22 54 22, 022-62638338.

**Contact Details:**

|                              |                                                                                                                                                                                                                                                                                                                                                             |
|------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Company:</b>              | <b>Oneclick Logistics India Limited</b><br>821-822 Ajmera Sikova , Next to Ashok Silk Mill Compound, Opp to Damodar Park, LBS Road, Ghatkopar West - 400086.<br>Email: <a href="mailto:compliance@1click.co.in">compliance@1click.co.in</a><br>Website: <a href="http://www.1click.co.in">www.1click.co.in</a>                                              |
| Registrar and Transfer Agent | <b>Bigshare Services Pvt. Ltd</b><br>S6-2, 6th Floor, Pinnacle Business Park,<br>Next to Ahura Centre, Mahakali Caves Road, Andheri (East),<br>Mumbai-400093 Maharashtra<br>Email: <a href="mailto:ipo@bigshareonline.com">ipo@bigshareonline.com</a><br>Tel.: 022- 62628200<br>Website: <a href="http://www.bigshareonline.com">www.bigshareonline.com</a> |
| e-Voting Agency              | <b>Bigshare Services Pvt. Ltd</b><br><b>E-mail ID:</b> <a href="mailto:ivote@bigshareonline.com">ivote@bigshareonline.com</a><br><b>Phone:</b> 1800 22 54 22, 022-62638338                                                                                                                                                                                  |
| Scrutinizer                  | <b>PCS Vishal Thawani (on behalf of VTSN &amp; Associates LLP)</b><br>Membership No: 43938; COP: 17377<br>18th Floor, 1803, Yash Anant, Opp. Old RBI Bank, Ashram Road,<br>Navrangpura, Ahmedabad, Gujarat, India, 380009<br>Email: <a href="mailto:vishal@pcsvta.com">vishal@pcsvta.com</a>                                                                |

**Registered Office:**

Oneclick Logistics India Limited  
CIN: L63040MH2022PLC395273  
Office No. 822, 821, 8th Floor, Ajmera Sikova, LBS  
Road, Ghatkopar West, Mumbai, Maharashtra, India,  
400086

Date: September 04, 2026  
Place: Mumbai

**By Order of the Board of Directors**  
**For Oneclick Logistics India Limited**

Sd/-  
**Mahesh Bhanushali**  
**Managing Director**  
DIN: 07946644

**ANNEXURE TO NOTICE:****EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND/OR REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.****ITEM NO. 03**

Based on recommendation of Nomination and Remuneration Committee, the Board of Directors at their meeting held on August 18, 2026 appointed Ms. Purti Kothari as an Additional Director and also as an Independent Director, for a first term of five years w.e.f August 18, 2026, subject to approval of the members.

Further, in terms of the amended Regulation 17(1C) of the SEBI Listing Regulations, effective from January 01, 2022, a listed entity shall ensure that the approval of shareholders for appointment of a person on the Board of Directors has to be taken either at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Therefore, a resolution for the appointment of Ms. Purti Kothari has been proposed for the necessary approval of the Members of the Company.

The Company has received a Notice under Section 160 of the Act from a member proposing candidature of Ms. Purti Kothari for the office of Director of the Company. She has given a declaration to the Board that she meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1) (b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"). The Company has received from Ms. Purti Kothari her consent to act as a Director in Form DIR-2, declaration confirming that she is not disqualified from being appointed as a Director in Form DIR-8, declaration of independence under Section 149(7) of the Act, and confirmation regarding her registration in the Independent Directors' Databank, as applicable. The disclosure of interest in Form MBP-1 has been/will be placed before the Board in accordance with Section 184 of the Act. In the opinion of the Board, she fulfils the conditions specified in the Act read with rules made thereunder for appointment as an Independent Director and she is independent of the management. Ms. Purti Kothari is not disqualified from being appointed as Director in terms of Section 164 of the Act.

The terms and conditions of appointment, draft letters of appointment and all documents referred to in this Notice shall be available for electronic inspection by the Members from the date of circulation of this Notice until the conclusion of the AGM. Members seeking inspection may send a request to [compliance@1click.co.in](mailto:compliance@1click.co.in)

Brief resume and other details of Ms. Purti Kothari are provided in annexure to the Notice pursuant to the provision of SEBI Listing Regulations and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

The Board recommends passing of the Special Resolution as set out in Item No. 3 of this Notice, for approval by the Members of the Company.

None of the Director(s) and Key Managerial Personnel of the Company or their respective relatives, except Ms. Purti Kothari, to whom the resolution relates, are concerned or interested in the Resolution mentioned at Item No. 3 of the Notice.

**ITEM NO. 04**

Based on recommendation of Nomination and Remuneration Committee, the Board of Directors at their meeting held on August 18, 2026 appointed Ms. Nishtha Parmanand Gurav as an Additional Director and also as an Independent Director, for a first term of five years w.e.f August 18, 2026, subject to approval of the members.

Further, in terms of the amended Regulation 17(1C) of the SEBI Listing Regulations, effective from January 01, 2022, a listed entity shall ensure that the approval of shareholders for appointment of a person on the Board of Directors has to be taken either at the next general meeting or within a time period of three months

from the date of appointment, whichever is earlier. Therefore, a resolution for the appointment of Ms. Nishtha Parmanand Gurav has been proposed for the necessary approval of the Members of the Company.

The Company has received a Notice under Section 160 of the Act from a member proposing candidature of Ms. Nishtha Parmanand Gurav for the office of Director of the Company. She has given a declaration to the Board that she meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1) (b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"). The Company has received from Ms. Nishtha Parmanand Gurav her consent to act as a Director in Form DIR-2, declaration confirming that she is not disqualified from being appointed as a Director in Form DIR-8, declaration of independence under Section 149(7) of the Act, and confirmation regarding her registration in the Independent Directors' Databank, as applicable. The disclosure of interest in Form MBP-1 has been/will be placed before the Board in accordance with Section 184 of the Act. In the opinion of the Board, she fulfils the conditions specified in the Act read with rules made thereunder for appointment as an Independent Director and she is independent of the management. Ms. Nishtha Parmanand Gurav is not disqualified from being appointed as Director in terms of Section 164 of the Act.

The terms and conditions of appointment, draft letters of appointment and all documents referred to in this Notice shall be available for electronic inspection by the Members from the date of circulation of this Notice until the conclusion of the AGM. Members seeking inspection may send a request to [compliance@1click.co.in](mailto:compliance@1click.co.in)

Brief resume and other details of Ms. Nishtha Parmanand Gurav are provided in annexure to the Notice pursuant to the provision of SEBI Listing Regulations and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

The Board recommends passing of the Special Resolution as set out in Item No. 4 of this Notice, for approval by the Members of the Company.

None of the Director(s) and Key Managerial Personnel of the Company or their respective relatives, except Ms. Nishtha Parmanand Gurav, to whom the resolution relates, are concerned or interested in the Resolution mentioned at Item No. 4 of the Notice.

## ANNEXURE TO NOTICE

DISCLOSURE ON APPOINTMENT/RE-APPOINTMENT OF DIRECTOR PURSUANT TO REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD 2 ON GENERAL MEETINGS:

| Sr. No. | Particulars                                                                                 | Details                                                                                                                                                                                                                                                                                                                                           | Details                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | Details                                                                                                                                                                                                                                                                                                                                                                                                     |
|---------|---------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1       | Name and DIN                                                                                | Mr. Mahesh Liladhar Bhanushali<br>(DIN: 07946644)                                                                                                                                                                                                                                                                                                 | Ms. Purti Kothari<br>(DIN: 08192182)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | Ms. Nishtha Parmanand Gurav<br>(DIN: 11896586)                                                                                                                                                                                                                                                                                                                                                              |
| 2       | Age and Date of Birth                                                                       | 43 Years, April 22, 1983                                                                                                                                                                                                                                                                                                                          | 34 Years, January 27, 1992                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | 27 Years, October 27, 1998                                                                                                                                                                                                                                                                                                                                                                                  |
| 3       | Qualification                                                                               | Post Graduate Diploma in Foreign Trade from the World Trade Center Mumbai.                                                                                                                                                                                                                                                                        | Company Secretary                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | Bachelor of Commerce; CA Inter Cleared; M.Com. Pursuing; US AICPA Pursuing                                                                                                                                                                                                                                                                                                                                  |
| 4       | Brief Resume/ Experience/Brief profile and nature of expertise in specific functional areas | Mr. Mahesh Liladhar Bhanushali is the Managing Director and Chairman on the board of the Company. He has completed the course in post graduate diploma in foreign trade from the World Trade Center Mumbai in 2009. He has been associated with our Company since its Incorporation and has over 5 years of experience in the logistics industry. | Ms. Purti Kothari is a Company Secretary with over seven years of professional experience in corporate laws, regulatory compliance, corporate governance, secretarial practice, corporate restructuring, start-up advisory and intellectual property rights. She has advised companies and businesses on Board processes, statutory compliances, regulatory matters, due diligence and business structuring, with professional exposure across sectors including IT, manufacturing, healthcare, hospitality, education, food & beverage, real estate, e-commerce and start-ups. | Ms. Nishtha Parmanand Gurav is a Finance & Accounts professional with over 7 years of experience in finance operations, statutory compliance and team leadership. She has experience in process automation, taxation, statutory, tax, GST and internal audits, MIS reporting, working capital management and international accounting, including UAE accounting. She also has experienced in SAP and Tally. |
| 5       | Remuneration last drawn (FY 2025-26) (per annum)                                            | Rs. 7.43 Lacs                                                                                                                                                                                                                                                                                                                                     | Not applicable, as she was appointed after the close of FY 2025-26.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | Not applicable, as she was appointed after the close of FY 2025-26.                                                                                                                                                                                                                                                                                                                                         |
| 6       | Remuneration proposed to be paid                                                            | As approved by members in the Extra-Ordinary General Meeting held on March 29, 2023                                                                                                                                                                                                                                                               | She shall be entitled to sitting fees for attending meetings of the Board and its Committees and reimbursement of expenses, as determined by the Board in accordance with the Companies Act, 2013 and the applicable policies of the Company.                                                                                                                                                                                                                                                                                                                                   | She shall be entitled to sitting fees for attending meetings of the Board and its Committees and reimbursement of expenses, as determined by the Board in accordance with the Companies Act, 2013 and the applicable policies of the Company.                                                                                                                                                               |
| 7       | Date of first appointment on the Board                                                      | December 14, 2022                                                                                                                                                                                                                                                                                                                                 | August 18, 2026                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | August 18, 2026                                                                                                                                                                                                                                                                                                                                                                                             |
| 8       | Relationship with other Directors/KMPs                                                      | Mr. Mahesh Bhanushali is Son of Mrs. Sakri Bhanushali, Non-Executive Director of the Company                                                                                                                                                                                                                                                      | None                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | None                                                                                                                                                                                                                                                                                                                                                                                                        |
| 9       | Details of Board Meetings attended during the Year (FY 2025-26)                             | 15 (Fifteen)                                                                                                                                                                                                                                                                                                                                      | Not Applicable                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | Not Applicable                                                                                                                                                                                                                                                                                                                                                                                              |

| Sr. No. | Particulars                                                                                                                                                                                               | Details                                                                                                                                                                                                                                                           | Details                                                                                                                                                                                                                                              | Details                                                                                                                                                                                                                                                        |
|---------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 10      | Directorships in other Companies as on date of notice*                                                                                                                                                    | 1. Afriglobex Logistics Private Limited - Director<br>2. Oneclick Foods Private Limited - Director<br>3. Winners Freight Management India Private Limited - Director<br>4. Oneclick Warehousing Private Limited - Director                                        | Nil                                                                                                                                                                                                                                                  | Nil                                                                                                                                                                                                                                                            |
| 11      | Membership/Chairmanship of Committees of other Boards#                                                                                                                                                    | Nil                                                                                                                                                                                                                                                               | Nil                                                                                                                                                                                                                                                  | Nil                                                                                                                                                                                                                                                            |
| 12      | No. of Shares held (as on date of the Notice)                                                                                                                                                             | 5,80,995 Equity Shares                                                                                                                                                                                                                                            | Nil                                                                                                                                                                                                                                                  | Nil                                                                                                                                                                                                                                                            |
| 13      | Names of listed entities, in which he/she also holds the directorship and the membership of Committees of the board along with listed entities from which the person has resigned in the past three years | Nil                                                                                                                                                                                                                                                               | Nil                                                                                                                                                                                                                                                  | Nil                                                                                                                                                                                                                                                            |
| 14      | Information as required pursuant to NSE Circular No. NSE/CML/2018/24 dated June 20, 2018                                                                                                                  | Mr. Mahesh Liladhar Bhanushali is not debarred from accessing the capital markets and/or restrained from holding the position of Director in any listed Company by virtue of any order of the Securities and Exchange Board of India or any other such authority. | Ms. Purni Kothari is not debarred from accessing the capital markets and/or restrained from holding the position of Director in any listed Company by virtue of any order of the Securities and Exchange Board of India or any other such authority. | Ms. Nishtha Parmanand Gurav is not debarred from accessing the capital markets and/or restrained from holding the position of Director in any listed Company by virtue of any order of the Securities and Exchange Board of India or any other such authority. |

#Membership/Chairmanship of Audit Committee and Stakeholders Relationship Committee of other Company is considered.

## DIRECTORS' REPORT

Dear Shareholders'

Your Directors have pleasure in presenting 4<sup>th</sup> Annual Report together with the Audited Financial Statements of the Company for the Financial Year ended March 31, 2026.

### 1. FINANCIAL RESULTS:

The summary of Financial Results for the Year ended March 31, 2026:

(Rs. In lakhs, except EPS)

| Particulars                        | Standalone                        |                                   | Consolidated                      |                                   |
|------------------------------------|-----------------------------------|-----------------------------------|-----------------------------------|-----------------------------------|
|                                    | For the year ended March 31, 2026 | For the year ended March 31, 2025 | For the year ended March 31, 2026 | For the year ended March 31, 2025 |
| Total Revenue                      | 5,012.74                          | 4,425.83                          | 11,558.02                         | 4,497.41                          |
| Total Expenses                     | 4,783.37                          | 4,141.16                          | 11,226.65                         | 4,214.34                          |
| Profit Before Tax                  | 229.37                            | 284.67                            | 331.37                            | 283.07                            |
| Tax Expenses                       | 60.66                             | 70.90                             | 71.52                             | 70.93                             |
| Net Profit After Tax               | 168.71                            | 213.78                            | 259.85                            | 212.15                            |
| Proposed Dividend on Equity Shares | -                                 | -                                 | -                                 | -                                 |
| Tax on proposed Dividend           | -                                 | -                                 | -                                 | -                                 |
| Transfer to General Reserve        | -                                 | -                                 | -                                 | -                                 |
| Profit for the year                | 168.71                            | 213.78                            | 259.85                            | 212.15                            |
| Earnings Per Share                 | 3.29                              | 5.93                              | 5.54                              | 5.89                              |

#### Notes:

Save and except as disclosed elsewhere in the Annual Report 2025–26, there have been no material changes or commitments affecting the financial position of the Company that have occurred between the close of the Financial Year ended March 31, 2026 and the date of this Board's Report.

### 2. PERFORMANCE HIGHLIGHTS:

Your Company has delivered yet another year of profitable growth. During the year under review your company has earned total income of Rs. 5,012.74/- Lakhs (Previous year Rs. 4,425.83/- Lakhs). The Company has reported a net profit of Rs. 168.71/- Lakhs against previous year Rs. 213.78/- Lakhs. The Company is engaged in providing clearing and forwarding services, there has been no change in the nature of business of the Company.

In accordance with Section 136 of the Companies Act, 2013, the audited financial statements and every other document referred therein are available on website of the Company i.e. <https://www.1click.co.in/investor-relations>. These documents are also available for inspection during working hours at the registered office of your Company.

Any member interested in obtaining such document may write to the Company Secretary and the same shall be furnished on request.

### 3. CONSOLIDATED FINANCIAL STATEMENTS:

In accordance with the provisions of Companies Act, 2013, Regulation 33 of the Listing Regulations, and applicable Accounting Standards, the Audited Consolidated Financial Statements of the Company for the FY 2025-26, together with the Auditors' Report, form part of this Annual Report.

During the financial year ended March 31, 2026, the Company recorded consolidated total revenue of ₹11,558.02 lakhs, as compared to ₹4,497.41 lakhs in the previous financial year, representing an increase of approximately 157.00%.

The consolidated profit before tax stood at ₹331.37 lakhs, as against ₹283.07 lakhs in the previous year, registering a growth of approximately 17.06%. The consolidated profit after tax increased by approximately 22.48% to ₹259.85 lakhs from ₹212.15 lakhs in the previous financial year.

### 4. CHANGE IN NATURE OF BUSINESS, IF ANY

There was no change in the principal nature of business of the Company during the financial year under review, and the Company continued to operate primarily in the logistics and freight-forwarding sector. However, at the Group level, the Company expanded and diversified its business portfolio through its subsidiary companies, namely Oneclick Foods Private Limited and Indispice Dehydration Private Limited, thereby strengthening its presence in the warehousing, food and agro-processing sectors.

### 5. DIVIDEND:

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

### 6. TRANSFER TO RESERVES:

The Company has not transferred any amount to the General Reserves. However, a profit of Rs. 168.71 lakhs has been transferred to retained earnings of the Company.

### 7. ISSUE OF CAPITAL AND STATE OF THE COMPANY'S AFFAIRS:

**During the year under review following changes took place in the Capital Structure of the Company:**

1. The Company has increased its Authorized Share Capital from 4,50,00,000/- (Rupees Four Crore Fifty Lakh Only) divided into 45,00,000 Equity Shares of Rs. 10/- each, to Rs. 6,00,00,000/- (Rupees Six Crore Only), divided into 60,00,000 Equity Shares of Rs. 10/- each at the Extraordinary General Meeting held June 19, 2025.
2. Further the Company has increased its Authorized Share Capital from Rs. 6,00,00,000/- (Rupees Six Crore Only), divided into 60,00,000 Equity Shares of Rs. 10/- each, to Rs. 12,00,00,000 (Rupees Twelve Crore Only), divided into 1,20,00,000 Equity Shares of Rs. 10/- each at the Extraordinary General Meeting held on February 20, 2026.
3. The Board of Directors at their meeting held on July 4, 2025 allotted 19,89,363 (Nineteen Lakh Eighty-Nine Thousand Three Hundred Sixty-Three) Equity Shares at an issue price of Rs. 168/- per Equity Share, including a securities premium of Rs. 158/- per Equity Share, on a preferential basis.

4. The Board of Directors, at its meeting held on March 17, 2026, allotted 11,18,560 (Eleven Lakhs Eighteen Thousand Five Hundred Sixty) Equity Shares of face value of Rs. 10/- each at an issue price of Rs. 313/- per Equity Share, including a securities premium of Rs. 303/- per Equity Share, pursuant to the Rights Issue of the Company.

Consequently, the Authorized Share Capital of the Company stood at Rs. 12,00,00,000/- (Rupees Twelve Crore Only), divided into 1,20,00,000 Equity Shares of ₹10/- each and the Subscribed and Paid-up Share Capital of the Company stood at Rs. 6,71,17,230/- (Rupees Six Crore Seventy-One Lakh Seventeen Thousand Two Hundred Thirty Only) divided in to 67,11,723 (Sixty-Seven Lakh Eleven Thousand Seven Hundred Twenty-Three) equity shares of Rs. 10/- each.

Subsequent to the closure of the financial year, the Board of Directors at its meeting held on July 10, 2026, allotted 1,33,000 (One Lakh Thirty Three Thousand) Equity Shares of face value of Rs. 10/-each at an issue price of Rs. 451/- each, including a premium of Rs. 441/-, pursuant to the Preferential Issue.

## 8. DETAILS OF ASSOCIATES/SUBSIDIARY/JOINT VENTURE COMPANIES:

During the financial year under review, the Company incorporated Oneclick Foods Private Limited as its wholly owned subsidiary on January 21, 2026.

The Company also acquired a 46.31% equity stake in Shree Siddhi Vinayak Express Movers Private Limited ("SSVEMPL"), pursuant to which SSVEMPL became an associate company of the Company.

Further, the Company acquired an aggregate 55.01% equity stake in Indispice Dehydration Private Limited, consequent to which it became a subsidiary of the Company.

As at March 31, 2026, the Company had three subsidiaries, including one wholly owned subsidiary, and one associate company namely:

1. Nikos Freight Line Private Limited;
2. Indispice Dehydration Private Limited; and
3. Oneclick Foods Private Limited, a wholly owned subsidiary.
4. Shree Siddhi Vinayak Express Movers Private Limited, Associate Company

During the year, the Board of Directors reviewed the performance of the subsidiaries. Pursuant to the provisions of Section 129, 134 and 136 of the Act read with rules made thereunder and Regulation 33 of the SEBI Listing Regulations, your Company has prepared consolidated financial statements of the Company and a separate statement containing the salient features of financial statement of subsidiaries, joint ventures and associates in Form AOC-1, which forms part of this Annual Report.

The annual financial statements and related detailed information of the subsidiary companies shall be made available to the shareholders of the holding and subsidiary companies seeking such information on all working days during business hours. The financial statements of the subsidiary companies shall also be kept for inspection by any shareholders during working hours at your Company's registered office and that of the respective subsidiary companies concerned. In accordance with Section 136 of the Act, the audited financial statements, including consolidated financial statements and related information of your Company and audited accounts of each of its subsidiaries, are available on website of your Company.

The Company has formulated policy for determining "Material Subsidiaries". The said policy can be accessed at <https://www.1click.co.in/investor-relations>, as on March 31 2026, your Company did not have any Material Subsidiary.

Pursuant to Section 134 of the Act read with rules made thereunder, the details of developments at the level of subsidiaries and joint ventures of your Company are covered in the Management Discussion and Analysis Report, which forms part of this Integrated Annual Report.

## 9. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

The Management Discussion and Analysis Report, prepared in accordance with the applicable provisions of the SEBI Listing Regulations, forms part of this Directors' Report.

## 10. CORPORATE GOVERNANCE:

The Company's equity shares are listed on the SME Platform and accordingly, Regulations 17 to 27 of the SEBI Listing Regulations are not applicable to the Company. Nevertheless, as a matter of good governance and transparency, the Company has voluntarily provided certain corporate-governance disclosures forming part of this Annual Report.

## 11. SECRETARIAL STANDARDS:

The Company has complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India and approved by the Central Government under Section 118(10) of the Act.

## 12. VIGIL MECHANISM:

Your Company promotes ethical behavior in all its business activities and has put in place a mechanism for reporting illegal or unethical behavior. The Company has a Vigil mechanism and Whistle blower policy under which the employees are free to report violations of applicable laws and regulations and the Code of Conduct. Employees may also report to the Chairman of the Audit Committee. During the year under review, no employee was denied access to the Audit Committee. Whistle blower policy of the Company has been uploaded on the website of the Company and can be accessed at <https://www.1click.co.in/investor-relations>.

## 13. CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION.

Pursuant the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Company has adopted (1) "Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information" ("Fair Disclosure Code") incorporating a policy for determination of "Legitimate Purposes" as per Regulation 8 and Schedule A to the said regulations and (2) "Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons" as per Regulation 9 and Schedule B to the said regulations.

## 14. INSURANCE:

Your Company's assets are adequately insured against all major risks.

## 15. PUBLIC DEPOSITS:

During the year, the Company neither accepted nor renewed any deposits, and as at March 31, 2026, there were no unpaid, unclaimed or non-compliant deposits, defaults in repayment or interest, or outstanding amounts not regarded as deposits.

## 16. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENT:

The particulars of Investments. Guarantees, etc. made by the Company during the financial year under review, which are covered under the provisions of Section 186 of the Act, are disclosed in the relevant Notes to the Financial Statements for the Financial Year ended March 31, 2026.

All such transactions have been undertaken in compliance with the applicable statutory provisions, and within the limits approved by the Board and/or Shareholders of the Company.

## 17. MERGERS AND ACQUISITIONS

During the financial year under review, the Company completed the following strategic investments/acquisitions:

- a. The Company acquired a 46.31 % equity stake in Shree Siddhi Vinayak Express Movers Private Limited ("SSVEMPL"). Consequently, SSVEMPL became an Associate Company.
- b. The Company completed the acquisition of 55.01% stake in Indispice Dehydration Private Limited. Consequently, Indispice Dehydration Private Limited became a subsidiary of the Company.

The aforesaid acquisitions are in line with the Company's strategic objectives and are expected to strengthen its business portfolio, enhance operational capabilities, and create long-term value for stakeholders.

### Material Changes and Commitments After the Close of the Financial Year

Pursuant to Section 134(3)(l) of the Companies Act, 2013, the following material developments occurred after the close of the financial year ended March 31, 2026 and up to the date of this Report:

#### a. Acquisition of Winners Freight Management India Private Limited

On July 10, 2026, the Company acquired 60% of the equity share capital of Winners Freight Management India Private Limited for a total cash consideration of ₹5.16 crore. Consequent to the said acquisition, Winners Freight Management India Private Limited became a subsidiary of the Company.

The acquisition is expected to strengthen the Company's presence in the logistics and freight-management business and provide opportunities for business consolidation, operational synergies, expansion of the customer base and enhancement of the Company's market presence.

#### b. Preferential Allotment of Equity Shares

On July 10, 2026, the Board of Directors allotted 1,33,000 equity shares of face value ₹10 each at an issue price of ₹451 per equity share, including a securities premium of ₹441 per equity share, on a preferential basis, aggregating to ₹5,99,83,000.

Consequent to the said allotment, the issued, subscribed and paid-up equity share capital of the Company increased from ₹6,71,17,230, comprising 67,11,723 equity shares of ₹10 each, to ₹6,84,47,230, comprising 68,44,723 equity shares of ₹10 each.

#### c. Modification and Utilisation of Rights Issue Proceeds Subsequent to Year-End

Subsequent to the close of the financial year, the Company further modified the deployment of the Rights Issue proceeds by reallocating a portion thereof toward the acquisition of additional shares in Indispice Dehydration Private Limited and General Corporate Purposes. The modification and utilisation already undertaken were approved and ratified by the Members through a Special Resolution passed by postal ballot on June 6, 2026.

Except as stated above and elsewhere in this Report, there were no material changes or commitments affecting the financial position of the Company between the end of the financial year and the date of this Report.

## 18. CORPORATE SOCIAL RESPONSIBILITY:

The provisions of Section 135 of the Companies Act, 2013 read with Rule 9 of the Companies (Accounts) Rules, 2013 are not applicable to the Company.

## 19. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and based on the information and explanations received from the Company, confirm that:

- a) in the preparation of the annual financial statements, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b) such accounting policies have been selected and applied consistently and judgement and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2026 and of the profit of the Company for the year ended on that date;
- c) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the annual financial statements have been prepared on a going concern basis;
- e) proper internal financial controls were in place and that the financial controls were adequate and were operating effectively;
- f) proper systems to ensure compliance with the provisions of all applicable laws were in place and such systems were adequate and operating effectively.

## 20. AUDITORS:

### Statutory Auditor:

In accordance with the provisions of section 139 of the Companies Act 2013 and the rules made thereunder, M/s. Ratan Chandak & Co. LLP, Chartered Accountants, were appointed as the Statutory Auditors of the Company for a term of five (5) consecutive years commencing from the conclusion of the 3<sup>rd</sup> Annual General Meeting until the conclusion of the 8<sup>th</sup> Annual General Meeting (i.e. for Financial Year 2025-26 to 2029-30) at the Annual General Meeting held on Tuesday, September 30, 2025.

M/s. Ratan Chandak & Co. LLP have confirmed their eligibility and qualifications to continue as Statutory Auditors of the Company in accordance with the provisions of the Companies Act, 2013.

The Notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments. The Auditors' Report does not contain any qualification, reservation, adverse remark or disclaimer.

### Cost Auditors:

The Company was not required to maintain cost records as specified under Section 148(1) of the Companies Act, 2013, and hence, no cost auditors have been appointed.

### Secretarial Audit:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 24A of SEBI Listing Regulations, M/s. Prachi Bansal and Associates, Practicing Company Secretary has been appointed as a Secretarial Auditor to undertake the Secretarial Audit of your Company for the term of five consecutive financial years from FY 2025-26 till FY 2029-30. Secretarial Audit Report for FY 2025-26 is enclosed as **Annexure-A** to this report.

M/s. Prachi Bansal and Associates has confirmed that they are not disqualified to be appointed as a Secretarial Auditor and is eligible to hold office as Secretarial Auditor of your Company.

The Secretarial Audit Report contains an observation relating to the utilisation of a portion of the Rights Issue proceeds toward a revised object before obtaining the approval of the Members. The Board states that the variation was undertaken in view of prevailing business requirements, was duly disclosed to the Stock Exchange and in the Monitoring Agency Report, and was subsequently approved and ratified by the Members through a Special Resolution passed by postal ballot on June 6, 2026.

Further, the Company has duly paid the penalty of ₹20,000/- plus applicable GST levied by NSE for the delay in filing the application for trading approval.

#### **Internal Auditors:**

Pursuant to the provisions of Section 138 of the Companies Act, 2013 and The Companies (Accounts) Rules, 2014, M/s M G P & Associates, Chartered Accountants (FRN: 140164W) was appointed by the Board of Directors to conduct internal audit of the Company for the financial year 2025-2026.

#### **Frauds Reported by Auditors**

During the year under review, the Statutory Auditors of the Company have not reported any instance of fraud committed in the Company by its officers or employees under Section 143(12) of the Act.

The Company maintains internal control systems, well-defined policies and procedures, and an effective internal audit mechanism to safeguard its assets and ensure the accuracy and reliability of its financial records. The absence of any reported fraud during the year indicates Company's effective internal controls, adherence to good governance and reflects the strength of the Company's governance framework, internal controls, and commitment to ethical business practices.

## **21. RISK MANAGEMENT AND INTERNAL FINANCIAL CONTROL**

Your Company has an Internal Financial Control System commensurate with the size, scale and complexity of its operations. Your Company has adopted proper system of Internal Control and Risk Management to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition and that the transactions are authorized, recorded and reported quickly.

The effectiveness of internal controls is reviewed through the internal audit process. Reports of internal auditors are reviewed by Audit Committee of the Company from time to time and desired actions are initiated to strengthen the control and effectiveness of the system.

## **22. SIGNIFICANT AND MATERIAL ORDERS:**

There are no significant and material orders passed by any regulator or court or tribunal impacting the going concern status and your Company's operations in future.

## **23. BOARD EVALUATION:**

As per the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the formal annual evaluation was carried out for the Board's own performance, its Committees & Individual Directors.

The performance of the committees was evaluated by the Board after seeking inputs from the committee members based on the criteria such as the composition of committees, effectiveness of committee meetings, etc.

The Board and the Nomination and Remuneration Committee ("NRC") reviewed the performance of the Individual Directors on the basis of criteria such as the contribution of the Individual Director to the Board and Committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, Code of conduct etc. In addition, the Chairman was also evaluated on the key aspect of his role.

In a separate meeting of Independent Directors, performance of non-independent Directors, performance of the board as a whole and performance of the Chairman was evaluated. The same was discussed in the Board meeting that followed the meeting of the Independent Directors, at which the performance of the Board, its committees and Individual Directors was also discussed. Performance evaluation of Independent Director's was done by the entire Board, excluding the Independent Directors being evaluated. In the opinion of the Board, the Independent Directors possess the requisite integrity, expertise and experience, including proficiency, as applicable, for discharging their duties effectively.

## **24. RELATED PARTY TRANSACTIONS:**

All related party transactions entered into during the financial year were on an arm's length basis and were in the ordinary course of business. There were no material related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large.

During the financial year, pursuant the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, none of the transactions entered into by the Company with its Promoters, Directors, Key Managerial Personnel or other related parties were in the nature of transactions requiring disclosure under Section 188 of the Companies Act, 2013. Accordingly, Form AOC-2 is not applicable to the Company for the financial year under review.

All Related Party Transactions are placed before the Audit Committee and the Board for approval. Prior omnibus approval of the Audit Committee is obtained for the transactions which are of a foreseen and repetitive nature. The transactions entered into pursuant to the omnibus approval so granted are placed before the Audit Committee and the Board of Directors for their review and approval on a quarterly basis.

The Policy on Related Party Transactions, as approved by the Board of Directors, is available on the Company's website at <https://www.1click.co.in/investor-relations/policies-codes>

The details of related party transactions are also disclosed in the notes forming part of the financial statements.

## **25. MEETINGS OF THE BOARD:**

The Board met 15 (Fifteen) times during the financial year 2025-26. Details of meetings are given in the Corporate Governance Report annexed herewith and forms part of this report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

## **26. DIRECTORS AND KMP:**

Pursuant to Section 152 of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Mahesh Liladhar Bhanushali (DIN: 07946644), Managing Director of the Company is liable to retire by rotation at the ensuing Annual General Meeting ("AGM") and being eligible, offers himself for re-appointment.

Based on the recommendation of the Nomination and Remuneration Committee ("NRC"), the Board of Directors recommends the re-appointment of Mr. Mahesh Liladhar Bhanushali as a Director of the Company for the approval of the Members.

**During the under review following changes took place in the KMP(s) of the Company:**

Pursuant to the provisions of Section 203 of Companies Act, 2013, the Company has appointed Mr. Ashish Nayak as Company Secretary and Compliance Officer w.e.f May 29, 2025 due to the resignation of Ms. Bhawna Hundlani, Company Secretary and Compliance Officer, who had resigned w.e.f April 01, 2025.

Subsequent to the close of the financial year following changes took place in the Directors and KMPs of the Company:

1. Mr. Ashish Nayak, Company Secretary and Compliance Officer of the Company has resigned w.e.f from July 25, 2026 to pursue career outside the Organization.
2. Ms. Purti Kothari and Ms. Nishtha Parmanand Gurav were appointed as an Additional Director (Non-Executive, Independent) of the Company w.e.f August 18, 2026, subject to the approval of the Members at the ensuing Annual General Meeting.
3. Mr. Aditya Vikrambhai Patel resigned as an Independent Director with effect from the close of business hours on August 18, 2026, due to personal reasons and other occupations. He confirmed that there were no material reasons for his resignation other than those stated in his resignation letter. The Board placed on record its appreciation for the valuable guidance and contribution made by him during his tenure.
4. Ms. Rakhi Arora was appointed as Company Secretary and Compliance Officer of the Company w.e.f August 18, 2026.

All the directors of the Company have confirmed that they are not disqualified from being appointed as directors in terms of Section 164 of the Companies Act, 2013.

Details of policy of appointment and remuneration of directors has been provided in the Corporate Governance Report.

**Independent Director Declaration:**

Your Company has received necessary declaration from each independent director under section 149(7) of the Companies Act, 2013 that they meet the criteria of independence laid down in section 149(6) of the Companies Act, 2013. The Independent Directors of the Company have confirmed that they have enrolled themselves in the Independent Directors' Databank maintained with the Indian Institute of Corporate Affairs ('IICA') in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment & Qualification of Directors) Rules, 2014.

**Declaration for non-disqualification**

All the directors of the Company have confirmed that they are not disqualified from being appointed as directors in terms of Section 164 of the Companies Act, 2013.

**27. POLICY ON APPOINTMENT AND REMUNERATION OF DIRECTORS**

The Board of Directors has, on the recommendation of the Nomination and Remuneration Committee, framed a policy for selection and appointment of Directors, Key Managerial Personnel and Senior Management and their remuneration. Salient features of Nomination and Remuneration Policy have been disclosed in Corporate Governance Report.

The same is available on the Website of the company at <https://www.1click.co.in/investor-relations/policies-codes>.

**28. ANNUAL RETURN:**

Pursuant to Section 92(3) read with Section 134(3) (a) of the Companies Act, 2013, the Annual Return for the year ending on March 31, 2026 is available on the Company's website at <https://www.1click.co.in/investor-relations/financial-information>.

**29. DISCLOSURE UNDER REGULATION 32 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:**

The details of utilisation of proceeds including deviation or variation, if any for the financial year under review, is given herein below:

**Initial Public Offer (IPO):**

(Amount in Lakhs)

| Particulars of Issue                       | Shares Issued                                                                                                                    | Amount Raised | Amount Utilised | Total unutilized amount |
|--------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------|---------------|-----------------|-------------------------|
| Allotment under Initial Public Offer (IPO) | 10,00,800 Equity Share of face value Rs. 10 each at issue price of Rs. 99/- Per equity share through Initial Public Offer (IPO). | 990.79        | 955.31          | 35.48                   |
| Total                                      |                                                                                                                                  | 990.79        | 955.31          | 35.48                   |

**Preferential Issue:**

(Amount in Lakhs)

| Particulars of Issue               | Shares Issued                                                                                                                                                            | Amount Raised | Amount Utilised | Total unutilized amount |
|------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|-----------------|-------------------------|
| Allotment under Preferential issue | 19,89,363 equity shares of face value of Rs. 10/- each at an issue price of Rs. 168/- per equity share (premium of Rs. 158 per equity share) through Preferential Issue. | 3342.13       | 3340.09         | 2.04                    |
| Total                              |                                                                                                                                                                          | 3342.13       | 3340.09         | 2.04                    |

**Rights Issue:**

(Amount in Lakhs)

| Particulars of Issue        | Shares Issued                                                                                                                                                                                | Amount Raised | Amount Utilised | Total unutilized amount |
|-----------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|-----------------|-------------------------|
| Allotment under Right Issue | 11,18,560 Rights Equity Shares of face value of Rs. 10/- each at an issue price of Rs. 313/- per Equity Share, including a securities premium of Rs. 303/- per Equity Share on Rights basis. | 3501.09       | 800.71          | 2700.38                 |
| Total                       |                                                                                                                                                                                              | 3501.09       | 800.71          | 2700.38                 |

The statement of utilization of funds raised have been reviewed by the Audit Committee and the Board of Directors periodically and submitted to the stock exchange in the format as prescribed under regulation 32. The said information is also available on the website of the Company at <https://www.1click.co.in/investor-relations/financial-information>.

There was no deviation or variation in the utilisation of proceeds of the Initial Public Offer and the Preferential Issue. In respect of the Rights Issue, during FY 2025–26, the Company utilised ₹800.71 lakh towards the acquisition of additional shares in Indispace Dehydration Private Limited, resulting in a variation from the objects stated in the Letter of Offer. The variation and utilisation were disclosed in the Monitoring Agency Report and to the Stock Exchange. Subsequent to the close of the financial year, the Company further modified the deployment of the Rights Issue proceeds, and the Members approved and ratified the modification of the objects by way of a Special Resolution passed through postal ballot on June 6, 2026.

### 30. PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE:

In compliance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("POSH Act") and the rules framed thereunder, the Company has constituted an Internal Complaints Committee ("ICC") at its workplaces. The ICC is entrusted with the responsibility of receiving, investigating, and redressing complaints pertaining to sexual harassment of women at the workplace in a fair, impartial, and time-bound manner.

The Company is committed to providing a safe, secure, and inclusive working environment free from harassment and discrimination. It has adopted a Policy on Prevention of Sexual Harassment of Women at Workplace, which outlines the procedures for reporting complaints, conducting inquiries, and ensuring protection against victimization or retaliation. Regular awareness initiatives are also undertaken to sensitize employees about their rights and responsibilities under the Act.

The Policy on Prevention of Sexual Harassment of Women at Workplace is available on the Company's website at <https://www.1click.co.in/investor-relations/policies-codes>.

### 31. COMPLIANCE UNDER THE MATERNITY BENEFIT ACT, 1961:

The Company has complied with the applicable provisions of the Maternity Benefit Act, 1961. All eligible women employees have been extended the benefits as prescribed under the Act. The Company remains committed to supporting working mothers and promoting a gender-inclusive workplace.

### 32. PARTICULARS OF EMPLOYEES:

A statement containing the names and other particulars of employees in accordance with the provisions of section 197(12) of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is appended as **Annexure-B** to this report.

The information required under Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, forms part of this Annual Report. Having regard to the provisions of Section 134 and Section 136 of the Companies Act, 2013, the Reports and Accounts are being sent to the Members excluding such information. However, the said information is available for inspection by the Members at the Registered Office of the Company during business hours on working days of the Company up to the date of ensuing AGM. Any shareholder interested in obtaining a copy of such statement may write to the Company Secretary at the Registered Office of the Company or e-mail to [compliance@1click.co.in](mailto:compliance@1click.co.in).

### 33. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

The particulars under Section 134(3) (m) of the Companies Act, 2013 with respect to conservation of energy, technology absorption and foreign exchange earnings and outgo, pursuant to the Companies (Accounts) Rules, 2014 are provided in the **Annexure-C** to the Report.

### 34. DETAILS OF NODAL OFFICER

In accordance with Rule 7(2A) of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, the detail of the Nodal Officer of the Company, for the purpose of coordination with Investor Education and Protection Fund (IEPF) Authority is as under:

Name: Ms. Rakhi Arora

Designation: Company Secretary and Compliance Officer

Email Id: [compliance@1click.co.in](mailto:compliance@1click.co.in)

Contact No.: +91 7304227339

### 35. OTHER DISCLOSURES AND INFORMATION

#### Annual Listing Fee

The Company shares are listed with National Stock Exchange of India Limited (Emerge Platform) and listing fees was paid to the Stock Exchange.

#### Insolvency and Bankruptcy Code, 2016

During the year under review, no application was made and no proceeding was pending against the Company under the Insolvency and Bankruptcy Code, 2016.

#### One-Time Settlement

During the year under review, the Company did not enter into any one-time settlement with any bank or financial institution. Accordingly, disclosure relating to the difference between the valuation made at the time of such settlement and the valuation made while availing the loan is not applicable.

### 36. ACKNOWLEDGMENTS:

Your Company has maintained healthy, cordial and harmonious industrial relations at all levels. The enthusiasm and unstinted efforts of the employees have enabled your Company to remain at the forefront of the industry. Your directors place on records their sincere appreciation for significant contributions made by the employees through their dedication, hard work and commitment towards the success and growth of your Company.

Your directors take this opportunity to place on record their sense of gratitude to the Banks, Financial Institutions, Central and State Government departments, their Local Authorities and other agencies working with the Company for their guidance and support.

By Order of Board of Directors

For **Oneclick Logistics India Limited**

Sd/-

Sd/-

| Maresh Liladhar Bhanushali              | Rajan Shivram Mote                      |
|-----------------------------------------|-----------------------------------------|
| Managing Director                       | Whole Time Director & CFO               |
| DIN: 07946644                           | DIN: 07946637                           |
| Date: September 04, 2026, Place: Mumbai | Date: September 04, 2026, Place: Mumbai |

**Annexure A to Director's Report**  
**Form No. MR-3**  
**SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026**

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

To,  
The Members,  
**Onclick Logistics India Limited**  
**CIN: L63040MH2022PLC395273**  
Office No.822, 821, 8<sup>th</sup> Floor, Ajmera Sikova,  
LBS Road, Ghatkopar West, Mumbai, Maharashtra, India, 400086.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Onclick Logistics India Limited** (hereinafter called the '**Company**'). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

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

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

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -
  - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amendments from time to time;
  - d. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (Not Applicable to the Company during the Audit Period)

- 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; (Not Applicable as the Company is not registered as Registrar to Issue and Share Transfer Agent during the financial year under review).
  - 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);
- vi. No specific laws are applicable to the industry in which the Company operates. The same has also been confirmed by the Management

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

- a) Secretarial Standards issued by The Institute of Company Secretaries of India.
- b) The Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015.

During the period under review the Company has generally complied with the provisions of the Act, Rules Regulations, Guidelines, Standards, etc. mentioned above. Also, during the financial year NSE levied a penalty of ₹20,000 plus GST for delay in filing the trading-approval application for the preferential issue, which was duly paid by the Company. Further During the financial year under review, the Company utilised ₹800.71 lakh out of the Rights Issue proceeds towards the acquisition of additional equity shares in Indispice Dehydration Private Limited. Such utilisation constituted a deviation from the objects stated in the Letter of Offer, as the aforesaid acquisition was not included in the original objects of the Rights Issue. The said amount was utilised before obtaining the approval of the Members for modification of the objects.

The deviation was disclosed by the Company to the Stock Exchange and in the Monitoring Agency Report. Subsequent to the close of the financial year, the Members approved the modification of the objects and ratified the utilisation already undertaken by passing a Special Resolution through postal ballot on June 6, 2026.

**We further report that, during the audit period:**

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

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

All decisions at the meeting of the Board of Directors / Committees of the Board were taken unanimously as recorded in the minutes of the meetings and no dissenting views have been recorded.

**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 specific events/actions having a major bearing on the affairs of the Company took place:

1. **Preferential Issue:** On July 4, 2025, the Company allotted 19,89,363 equity shares of face value ₹10 each at an issue price of ₹168 per equity share, including a securities premium of ₹158 per equity share, on a preferential basis, aggregating to ₹33,42,12,984. Out of the proceeds of ₹3,342.13 lakh, ₹3,340.09 lakh was utilised as at March 31, 2026, and the balance amount of ₹2.04 lakh remained unutilised. There was no deviation or variation in the utilisation of the proceeds of the Preferential Issue.
2. **Rights Issue:** The Company offered 11,18,633 Rights Equity Shares of face value ₹10 each at an issue price of ₹313 per share, including a securities premium of ₹303 per share, aggregating to ₹35,01,32,129, in the ratio of one Rights Equity Share for every five fully paid-up equity shares held on the record date. On March 17, 2026, the Company allotted 11,18,560 Rights Equity Shares aggregating to ₹35,01,09,280. The difference of 73 shares arose on account of the applicable market-lot requirement.
3. **Acquisition of Indispice Dehydration Private Limited:** During the year, the Company initially acquired 50% of the equity share capital of Indispice Dehydration Private Limited for a consideration of ₹27 crore. Thereafter, on March 17, 2026, the Company acquired an additional 5.01% equity stake for a consideration of ₹800.71 lakh, thereby increasing its aggregate shareholding to 55.01%. Consequently, Indispice Dehydration Private Limited became a subsidiary of the Company.
4. **Incorporation of Wholly Owned Subsidiary:** The Company incorporated Oneclick Foods Private Limited as its wholly owned subsidiary on January 21, 2026, with the objective of undertaking and expanding the Company's business activities in the food and allied sectors.
5. **Acquisition of Associate Company:** During the year, the Company acquired a 46.31% equity stake in Shree Siddhi Vinayak Express Movers Private Limited. Consequently, it became an associate company of the Company.

Accordingly, as at March 31, 2026, the Company had three subsidiaries, namely Nikos Freight Line Private Limited, Indispice Dehydration Private Limited and Oneclick Foods Private Limited, and one associate company, namely Shree Siddhi Vinayak Express Movers Private Limited.

Except for the matters stated above and elsewhere in this Report, no other specific event or action having a major bearing on the affairs of the Company occurred during the audit period.

**For Prachi Bansal & Associates**

**Company Secretaries**

Sd/-

**Prachi Bansal**

**Proprietor**

**Membership No. 43355; CP. No. 23670**

**Peer Review No. I2020HR2093500**

**UDIN: A043355H001380231**

**Date:** September 04, 2026

**Place:** Faridabad

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

**Annexure 'A'**

To,  
The Members,  
**Oneclick Logistics India Limited**  
**CIN: L63040MH2022PLC395273**  
Office No.822, 821, 8<sup>th</sup> Floor, Ajmera Sikova,  
LBS Road, Ghatkopar West,  
Mumbai, Maharashtra, India, 400086.

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records.
3. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
4. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
5. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events.
6. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures and compliances done are on test basis.
7. The secretarial audit report 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.
8. We have relied on Management Representation Letters provided by the Company before issuing this Report to the Company.

**For Prachi Bansal & Associates**  
**Company Secretaries**

**Sd/-**

**Prachi Bansal**  
**Proprietor**

**Membership No. 43355; CP. No. 23670**

**Peer Review No. I2020HR2093500**

**UDIN: A043355H001380231**

**Date:** September 04, 2026

**Place:** Faridabad

**Annexure B to Director's Report****PARTICULARS OF EMPLOYEES**

**(Pursuant to rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014.**

1. The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the Financial Year 2025-26, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the Financial Year 2025-26.

| Sr No | Name of Directors/KMP                                                     | % increase/decrease in remuneration in FY 25-26 | Ratio of remuneration of each Director to median of remuneration of employees for FY 25-26 |
|-------|---------------------------------------------------------------------------|-------------------------------------------------|--------------------------------------------------------------------------------------------|
| 1     | Mr. Mahesh Liladhar Bhanushali<br>(Chairman & Managing Director)          | 126.82                                          | 1.66                                                                                       |
| 2     | Mr. Rajan Shivram Mote<br>(Whole-Time Director & Chief Financial Officer) | 125.15                                          | 1.64                                                                                       |
| 3     | Mrs. Sakri Liladhar Bhanushali <sup>3</sup><br>(Non-executive Director)   | -                                               | -                                                                                          |
| 4     | Mr. Aditya Patel<br>(Independent Director)                                | NA                                              | -                                                                                          |
| 5     | Ms. Krati Maheshwari<br>(Independent Director)                            | NA                                              | -                                                                                          |
| 6     | Mr. Ashish Nayak <sup>1</sup><br>(Company Secretary)                      | NA                                              | -                                                                                          |
| 7     | Ms. Bhavna Hundlani <sup>2</sup><br>(Company Secretary)                   | NA                                              | -                                                                                          |

<sup>1</sup> Mr. Ashish Nayak was appointed with effect from May 29, 2025; accordingly, his remuneration for FY 2025–26 is not comparable with that of the previous financial year.

<sup>2</sup> Ms. Bhavna Hundlani resigned with effect from April 1, 2025, and did not receive any remuneration during FY 2025–26; accordingly, remuneration comparison is not applicable.

<sup>3</sup> Ms. Sakri Liladhar Bhanushali did not receive any remuneration during FY 2025–26; accordingly, remuneration comparison is not applicable.

**2. In the Financial Year, there was increase of 0.79% in the median remuneration of employees.**

**3. There were 30 permanent employees on the role of Company as on March 31, 2026.**

4. There was increase of 30.66% in average percentage in the salaries of employees other than the managerial personnel in the last financial year i.e., 2025-26, whereas there was increase of 125.98% in average percentage in the managerial remuneration for the same financial year. The criteria for remuneration of managerial personnel are based on the remuneration policy as recommended by the Nomination & Remuneration Committee and approved by the Board of Directors and as per industry benchmarks.

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

**Annexure C to Director's Report****CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:**

Information as required under Section 134 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 is set out hereunder.

**A. CONSERVATION OF ENERGY****(i) The steps taken or impact on conservation of energy:**

The Company continues to strive for efficient use and conservation of energy. As an integrated logistics and freight-forwarding service provider, the Company's energy consumption is primarily associated with its offices, warehouse and allied logistics operations. Continuous monitoring, employee awareness and process optimisation remain important measures for avoiding unnecessary energy consumption.

During FY 2025-26, the Company continued to focus on efficient utilisation of available warehouse and operational space through organised storage practices and process standardisation.

- Optimisation of available warehouse space through organised storage solutions and systematic placement of goods.
- Systematic labelling and numbering of products and locations to improve retrieval efficiency and reduce unnecessary movement and handling.
- Greater emphasis on process efficiency and digital/technology-enabled workflows to reduce avoidable manual activity and operational wastage.

**(ii) Steps taken by the Company for utilizing alternate sources of energy:**

During FY 2025-26, the Company continued to evaluate technology and automation-led improvements in warehouse and logistics operations.

- Use of automation and technology-enabled warehouse processes, wherever commercially and operationally appropriate, to improve throughput and reduce unnecessary handling and movement.
- Evaluation of energy-efficient operating practices and technology solutions as part of the Company's continuing focus on operational efficiency.

**(iii) Capital Investments on energy conservation equipment:**

During the year under review, the Company has not incurred any capital investment on energy conservation equipment.

**B. TECHNOLOGY ABSORPTION****(i) Efforts made towards technology absorption:**

Technology continues to be an important enabler for the Company's integrated logistics operations. The Company has continued to focus on process automation, operational efficiency, customer responsiveness and information-security awareness.

- Automation of business processes to reduce manual intervention, improve turnaround time and support faster response to customers.

- Use of technology-enabled logistics and warehouse processes to improve operational visibility, documentation and process efficiency.
- Strengthening information-security practices and maintaining awareness among employees regarding secure handling of business and customer information.
- Continued focus on technology adoption commensurate with the Company's expanding scale of operations and service requirements.

**(ii) The benefits derived like product improvement, cost reduction, product development or import substitution:**

The Company's technology and process-improvement initiatives are intended to improve service quality, operational efficiency, response time, visibility and reliability, while reducing avoidable manual effort and operational errors.

With the significant increase in the Company's scale of operations during FY 2025-26, technology-enabled process efficiency assumes greater importance in supporting scalable and cost-conscious service delivery.

**(iii) Information regarding imported technology:**

The Company has not imported any technology during the year under review.

**(iv) The expenditure incurred on research and development:**

The Company is an integrated logistics and freight-forwarding service provider and does not operate a separate research and development function of the nature contemplated for manufacturing/R&D-intensive businesses.

The Company has not incurred any expenditure on Research and Development during the year.

**C. FOREIGN EXCHANGE EARNINGS AND OUTGO**

The particulars of earning and expenditure in foreign exchange during the year are given as follows:

| (Rs. in lakhs)             |         |         |
|----------------------------|---------|---------|
| Particulars                | 2025-26 | 2024-25 |
| EARNINGS & OUTGO           |         |         |
| a. Foreign Exchange inward | 147.76  | 157.19  |
| b. Foreign Exchange outgo  | 1275.36 | 1242.29 |

# MANAGEMENT DISCUSSION AND ANALYSIS REPORT

For the Financial Year ended March 31, 2026

## 1. Indian Economic Review

During FY 2025-26, the Indian economy continued to demonstrate resilience amid global economic uncertainty, geopolitical developments, evolving trade conditions, and changing commodity and freight dynamics. The Company's operating environment remained closely linked to domestic consumption, manufacturing activity, international trade, e-commerce, infrastructure investment and the continued formalisation and digitalisation of supply chains.

For the Company, the broader logistics environment continued to be supported by increasing demand for integrated freight forwarding, air and ocean freight, warehousing and technology-enabled supply-chain visibility. At the same time, volatility in international trade routes, foreign exchange movements, fuel and freight rates, geopolitical tensions and customer pricing pressures remained important operating considerations.

## 2. Indian Logistics Industry Overview

The Indian logistics industry is undergoing structural transformation driven by digitalisation, infrastructure development, e-commerce, manufacturing growth, formalisation of supply chains and government initiatives. The Company's FY 2024-25 annual report identified technology adoption, automation, multimodal connectivity, GST/e-way bill implementation, dedicated freight corridors, logistics parks, and increasing demand for value-added services as important sector drivers.

For FY 2025-26, these themes remained relevant, with greater emphasis on supply-chain resilience, real-time visibility, automation, data analytics, cybersecurity, sustainability and integrated logistics solutions. The industry continues to face intense competition and pricing pressure, particularly where customers demand shorter turnaround times and greater service visibility.

The Company provides integrated logistics solutions across air freight, ocean freight and warehousing, with the Company's website also describing end-to-end movement of cargo across air, sea and land and related supply-chain services. The Company's stated focus is on speed, transparency, reliability and customer service.

## 3. Growth Drivers for Organized Logistics Players

### A. Evolving B2C demand and consumption trends

Growth in e-commerce, digital payments and penetration into Tier-2 and Tier-3 markets continues to support demand for faster, reliable and cost-efficient logistics. Customers increasingly expect real-time shipment visibility, predictable delivery timelines and flexible return/fulfilment arrangements.

### B. Value-added services

Value-added services such as tracking, MIS reporting, analytics, packaging, warehousing, distribution and technology-enabled customer updates are increasingly becoming integral to logistics offerings rather than optional services.

### C. Evolving B2B demand and consumption patterns

Manufacturing, organised retail, D2C/D2R models and supply-chain diversification continue to create demand for integrated logistics partners capable of providing reliable freight forwarding, warehousing and distribution solutions.

#### D. Technology-driven supply-chain transformation

The sector is moving from predominantly manual processes towards digital workflows, real-time tracking, data analytics, Transportation Management Systems and Warehouse Management Systems. Cyber security and data protection are also becoming increasingly important as logistics operations become more digitally interconnected.

#### E. Automation and operational efficiency

Automation, process standardisation and technology-enabled route, capacity and warehouse management can improve throughput, reduce manual errors and support better cost management. The ability to invest in appropriate technology while maintaining commercial discipline is expected to remain an important differentiator.

### 4. Opportunities and Future Outlook

India's expanding trade and consumption base, infrastructure investment, manufacturing initiatives, e-commerce penetration and increasing preference for organised supply-chain partners provide opportunities for integrated logistics companies. The Company's opportunity lies in strengthening its freight-forwarding capabilities, expanding customer relationships, improving service quality, developing warehousing and allied solutions, and using technology to improve visibility and operational efficiency.

The Company can also benefit from increasing demand for integrated logistics solutions that combine air freight, ocean freight, warehousing, distribution and related services. Strategic expansion and selective inorganic opportunities may provide additional scale, subject to commercial, financial, regulatory and integration considerations.

### 5. Company Overview

Oneclick Logistics India Limited is a freight forwarding and logistics company providing integrated logistics solutions. The Company was incorporated on December 14, 2022 and its equity shares were listed on the NSE Emerge platform with effect from October 11, 2023.

The Company's service offering includes air freight, ocean freight and warehousing, supported by supply-chain and cargo-handling capabilities. The Company seeks to provide reliable, flexible and technology-enabled logistics solutions to its customers.

The Company entered FY 2025-26 with a focus on strengthening its operating platform and scaling its business. During the year, the Company also undertook a rights issue, which materially strengthened its capital-raising and growth strategy.

### 6. Financial Performance

The financial performance for FY 2025-26 reflects substantial growth in the Company's scale of operations. Based on publicly available FY 2025-26 financial data, consolidated total revenue increased to approximately ₹115.58 crore from ₹44.97 crore in FY 2024-25, representing growth of approximately 157%. Profit before tax increased to approximately ₹3.31 crore from ₹2.83 crore, while reported profit after tax increased to approximately ₹2.60 crore, with total net profit including share of profit/loss from an associate reported at approximately ₹2.62 crore, compared with ₹2.12 crore in FY 2024-25.

Operating profit increased to approximately ₹5.91 crore from ₹3.23 crore. However, operating margin moderated to approximately 5.13% from 7.19%, primarily reflecting the significantly larger scale of operations and higher operating and financing costs. Interest expense increased materially during FY 2025-26, which is an important factor to consider while evaluating the movement in profitability.

EPS was reported at approximately ₹5.54 for FY 2025-26 compared with ₹5.89 for FY 2024-25. The movement in EPS should be read together with changes in the Company's paid-up share capital arising from capital-raising activities during the year.

| Particulars (₹ crore, except EPS)                                                                           | FY 2025-26 | FY 2024-25 | Change    |
|-------------------------------------------------------------------------------------------------------------|------------|------------|-----------|
| Total Revenue                                                                                               | 115.58     | 44.97      | 157.0% ↑  |
| Operating Profit                                                                                            | 5.91       | 3.23       | 83.0% ↑   |
| Profit Before Tax                                                                                           | 3.31       | 2.83       | 17.0% ↑   |
| Profit After Tax                                                                                            | 2.60       | 2.12       | 22.6% ↑   |
| Profit for the year after share of profit/(loss) of associates and adjustment for non-controlling interests | 2.84       | 2.12       | 33.96 ↑   |
| EPS                                                                                                         | 5.54       | 5.89       | 5.9% ↓    |
| Operating Margin                                                                                            | 5.13%      | 7.19%      | 206 bps ↓ |

#### Standalone Particulars

| Particulars (₹ crore, except EPS) | FY 2025-26 | FY 2024-25 | Change    |
|-----------------------------------|------------|------------|-----------|
| Total Revenue                     | 50.13      | 44.26      | 13.26% ↑  |
| Operating Profit                  | 3.05       | 3.32       | 8.13% ↓   |
| Profit Before Tax                 | 2.29       | 2.85       | 19.65% ↓  |
| Profit After Tax                  | 1.69       | 2.14       | 21.03% ↓  |
| EPS                               | 3.29       | 5.93       | 44.52% ↓  |
| Operating Margin                  | 6.12%      | 7.51%      | 139 bps ↓ |

## 7. Segment / Service-wise Performance

The Company's principal business activities comprise integrated logistics and freight-forwarding services, including air freight, ocean freight and warehousing. The Company also carries on a food business involving the trading of agricultural and spice products through its subsidiary.

During FY 2025–26, the Company continued to focus on expanding its logistics operations and strengthening its service capabilities.

During the financial year under review, the Company initially acquired 50.00% of the equity share capital of Indispice Dehydration Private Limited ("IDPL"). Subsequently, the Company acquired an additional 5.01% stake in IDPL on March 17, 2026, pursuant to which its aggregate shareholding increased to 55.01%. Accordingly, IDPL became a subsidiary of the Company.

The addition of IDPL has further strengthened the Company's presence in the food and agro-processing segment and supports its objective of diversifying its business portfolio beyond its core logistics operations.

### Nikos Freight Line Private Limited

Nikos Freight Line Private Limited continued as a subsidiary of the Company during the financial year under review. The Company reviewed the performance of its subsidiary as part of its overall review of the Group's business operations.

### Shree Siddhi Vinayak Express Movers Private Limited

During the financial year under review, the Company acquired an equity stake in Shree Siddhi Vinayak Express Movers Private Limited, pursuant to which it became an associate company of the Company. The investment is in line with the Company's strategy of strengthening and diversifying its business portfolio.

## 8. Internal Control Systems and their Adequacy

The Company maintains internal control processes appropriate to the size and nature of its operations, with controls intended to support orderly and efficient conduct of business, safeguarding of assets, prevention and detection of frauds and errors, accuracy and completeness of accounting records, and timely preparation of reliable financial information.

During FY 2025-26, as the scale of operations increased materially, continued strengthening of controls over revenue recognition, customer credit, receivables, vendor payments, freight documentation, foreign currency exposures, banking arrangements, related-party transactions, capital expenditure and compliance monitoring assumes increased importance.

The adequacy of internal financial controls and the observations of the Statutory Auditors should be read together with the Auditors' Report and the relevant notes to the financial statements.

## 9. Opportunities

- Growth in India's organised logistics and freight-forwarding market.
- Expansion of e-commerce, D2C/D2R and organised manufacturing supply chains.
- Increasing demand for integrated air, ocean, warehousing and distribution solutions.
- Technology-enabled shipment visibility, analytics and automation.
- Potential scale benefits from strategic partnerships, network expansion and selective inorganic growth.
- Increasing demand for resilient and diversified supply chains arising from global trade realignment.

## 10. Risks and Concerns

**Freight-rate and margin volatility:** Freight rates, carrier charges, fuel-linked costs and customer pricing pressure may affect margins. Management needs disciplined pricing and vendor/customer negotiations.

**Geopolitical and international trade risk:** Conflicts, sanctions, route disruptions, customs restrictions and changes in trade policies can affect transit times, costs and volumes.

**Foreign exchange risk:** International freight transactions can create currency exposures and may affect realised margins and receivables/payables.

Working-capital and credit risk: Rapid revenue growth can increase receivables and working-capital requirements. Customer credit assessment and collection discipline remain important.

**Competition:** The industry is highly competitive, with pressure on pricing, turnaround times, technology and service quality.

Regulatory and compliance risk: Customs, GST, foreign trade, shipping/air-cargo, labour, environmental, data-protection and other applicable regulations require continuous monitoring.

**Cybersecurity and technology risk:** Increasing digitalisation exposes logistics operations to cyber incidents, data loss, system downtime and third-party technology risks.

Customer concentration and business continuity: Dependence on major customers, carriers, agents or critical vendors may create operational or revenue concentration risks.

**Acquisition/integration risk:** Any inorganic expansion can involve integration, valuation, funding, governance and operational execution risks.

## 11. Human Resources / Industrial Relations

Human capital remains an important enabler of service quality in the logistics business. The Company continues to focus on employee capability, operational discipline, customer service and continuous learning. As the business scales, strengthening talent across freight forwarding, customer relationship management, compliance, technology, finance and operations remains important.

During the financial year 2025–26, the Company had a total employee headcount of 39. As at March 31, 2026, the total employee headcount stood at 30.

The Company continues to focus on building and strengthening its human resources to support its operational requirements and business growth. Any material employee-related developments, if applicable, may also be appropriately disclosed in the Annual Report.

## 12. Strategic and Corporate Developments during / after FY 2025-26

**Preferential Issue:** FY 2025-26: During the financial year 2025–26, the Company undertook a preferential issue of 19,89,363 equity shares of face value ₹10 each at an issue price of ₹168 per equity share, aggregating to approximately ₹33.42 crore.

The preferential issue and the subsequent utilisation of the proceeds constitute material developments during the financial year. The details of the issue and the utilisation of proceeds should be read in conjunction with the relevant Statement of Deviation(s) or Variation(s), wherever applicable, and the notes forming part of the financial statements.

**Rights Issue:** FY 2025-26: The Company undertook a rights issue of up to 11,18,633 equity shares of ₹10 each at an issue price of ₹313 per share, aggregating up to approximately ₹35.01 crore, in the ratio of 1 rights equity share for every 5 fully paid-up equity shares held on the record date of February 26, 2026. The Rights Issue size was of 11,18,633 equity shares and since this was an SME Rights issue and the allotment had to be made in multiple of lot size of 80 equity shares, due to which 73 equity shares amounting to Rs. 0.23 Lakhs could not be allotted. Accordingly, the actual allotment was lower by 73 equity shares as compared to the issue size, as per the Basis of Allotment dated March 17, 2026

The rights issue and subsequent utilisation of proceeds are material to the Company's FY 2025-26 narrative and should be read with the relevant statement of deviation/variation, monitoring agency reports and notes to the financial statements.

### 13. Future Outlook

The Company expects the Indian logistics sector to continue offering structural growth opportunities, supported by trade, manufacturing, e-commerce, infrastructure development and the increasing formalisation of supply chains. The Company's strategic priorities are expected to remain focused on profitable growth, service diversification, operational efficiency, technology adoption, customer acquisition and retention, and prudent deployment of capital.

Management's ability to convert revenue growth into sustainable margins, maintain working-capital discipline, manage financing costs, integrate strategic investments and maintain strong compliance and governance systems will be important to the Company's medium-term performance.

### 14. Cautionary Statement

Statements in this Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations or other forward-looking statements may constitute forward-looking statements within the meaning of applicable securities laws and regulations. Actual results may differ materially from those expressed or implied. Important factors that could influence the Company's operations include economic and political conditions, global trade and geopolitical developments, freight and fuel costs, foreign exchange movements, interest rates, competition, customer demand, technology and cyber security risks, changes in Government policies and regulations, taxation, availability of capital and other incidental factors.

The Company undertakes no obligation to publicly update any forward-looking statement, except as may be required under applicable law.

## CORPORATE GOVERNANCE REPORT

### 1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Your Company believes in adopting the best corporate governance practices, based on the following principles in order to maintain transparency, accountability and ethics:

- Recognition of the respective roles and responsibilities of the management;
- Independent verification and assured integrity of financial reporting;
- Protection of Shareholders' right and priority for investor relations; and
- Timely and accurate disclosure on all material matters concerning operations and performance of your Company.

Keeping the above in mind, your Company is fully committed to conduct its affairs in a fair and transparent manner and to enhance shareholders value while complying with the applicable Rules and Regulations. We are in compliance with most of the requirements of the Corporate Governance enshrined in Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the "SEBI Listing Regulations").

Pursuant to Regulation 15(2)(b), Regulations 17 to 27 and the specified provisions of Regulation 46 and Schedule V are not applicable to the Company while its equity shares remain listed on the SME Exchange. The following disclosures are provided voluntarily as a matter of good governance.

### 2. BOARD OF DIRECTORS

The Board, being the trustee of the Company, responsible for the establishment of cultural, ethical and accountable growth of the Company, is constituted with a high level of integrated, knowledgeable and committed professionals. The Board provides strategic guidance and independent views to the Company's senior management while discharging its fiduciary responsibilities. The Board also provides direction and exercises appropriate control to ensure that the Company is managed in a manner that fulfils stakeholder's aspirations and societal expectations.

#### a. Composition and Category

The Company's Board of Directors as on Financial Year ended March 31, 2026 comprises of 5 Directors out of which 1 is Promoter cum Managing Director, 1 is Promoter cum Whole Time Director & Chief Financial Officer, 1 is Promoter cum Non-Executive Non-Independent Director and 2 are Non-Executive Independent Directors. The Chairman of the Company is Promoter and Executive Director.

The Independent Directors have included their names in the data bank of Independent Directors maintained with the Indian Institute of Corporate Affairs in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment & Qualification of Directors) Rules, 2014.

Mr. Mahesh Bhanushali and Mrs. Sakri Bhanushali are related to each other as son and mother except this, no other director is related to any other Director on the Board.

**The Composition of Board of Directors as on 31<sup>st</sup> March, 2026 is as follows:**

| Name of Director                         | Category                  | Total No. of Other Directorship** | Details of Committees# |        | Directorship in other Listed Companies |
|------------------------------------------|---------------------------|-----------------------------------|------------------------|--------|----------------------------------------|
|                                          |                           |                                   | Chairman               | Member |                                        |
| Mr. Mahesh Bhanushali<br>(DIN: 07946644) | Managing Director         | -                                 | -                      | -      | No                                     |
| Mr. Rajan Mote<br>(DIN: 07946637)        | Whole Time Director & CFO | -                                 | -                      | -      | No                                     |
| Mrs. Sakri Bhanushali<br>(DIN: 09824248) | Non-Executive Director    | -                                 | -                      | -      | No                                     |
| Ms. Krati Maheshwari<br>(DIN: 09611183)  | Independent Director      | 4                                 | -                      | 6      | 3                                      |
| Mr. Aditya Patel<br>(DIN: 09121052)      | Independent Director      | 6                                 | 8                      | 10     | 5                                      |

\*\*Excludes Private Limited Companies, Foreign Companies and Section 8 Companies.

#Includes only Audit Committee and Stakeholders' Relationship Committee of other Companies.

**Board Meetings and Procedure:**

The internal guidelines for Board/Committee meetings facilitate the decision-making process at the meetings of the Board/Committees in an informed and efficient manner.

Board Meetings are governed by structured agenda. All major agenda items are backed by comprehensive background information to enable the Board to take informed decisions. The Company Secretary in consultation with the Senior Management prepares the detailed agenda for the meetings.

Agenda papers and Notes on Agenda are circulated to the Directors, in advance, in the defined Agenda format. All material information is being circulated along with Agenda papers for facilitating meaningful and focused discussions at the meeting. Where it is not practicable to attach any document to the agenda, the same is tabled before the meeting with specific reference to this effect in the agenda. In special and exceptional circumstances, additional or supplementary item(s) on the agenda are permitted. In order to transact some urgent business, which may come up after circulation agenda papers, the same is placed before the Board by way of Table agenda or Chairman's agenda. Frequent and detailed deliberation on the agenda provides the strategic road-map for the future growth of the Company.

Minimum 4 (four) Board meetings are held every year. Apart from the above, additional Board meetings are convened by giving appropriate notice to address the specific needs of the Company. The meetings are usually held at the Company's Registered Office at Office No. 822, 821, 8th Floor, Ajmera Sikova, LBS Road, Ghatkopar West, Mumbai- 400086, Maharashtra, India.

Detailed presentations are made at the Board/Committee meetings covering Finance, major business segments and operations of the Company, terms of reference of the Committees, global business environment, all business areas of the Company including business opportunities, business strategy and the risk management practices before taking on record the quarterly/half yearly/annual financial results of the Company.

The required information as enumerated in Part A of Schedule II to SEBI Listing Regulations is made available to the Board of Directors for discussions and consideration at every Board Meetings. The Board periodically reviews compliance reports of all laws applicable to the Company as required under Regulation 17(3) of the SEBI Listing Regulations.

The important decisions taken at the Board/Committee meetings are communicated to departments concerned promptly. Action taken report on the decisions taken at the meeting(s) is placed at the immediately succeeding meeting of the Board/Committee for noting by the Board/Committee.

During the Financial Year 2025-26, the Board of Directors of your Company met 15 (Fifteen) times which were held on 21-05-2025, 29-05-2025, 28-06-2025, 04-07-2025, 09-07-2025, 28-08-2025, 04-09-2025, 14-11-2025, 20-12-2025, 08-01-2026, 28-01-2026, 10-02-2026, 27-02-2026, 17-03-2026 and 19-03-2026.

The details of attendance of each Director at Board Meetings held in the Financial Year and the last Annual General Meeting are as under:

| Date of Board Meeting                                               | Name of Directors     |                |                       |                      |                  |
|---------------------------------------------------------------------|-----------------------|----------------|-----------------------|----------------------|------------------|
|                                                                     | Mr. Mahesh Bhanushali | Mr. Rajan Mote | Mrs. Sakri Bhanushali | Ms. Krati Maheshwari | Mr. Aditya Patel |
| 21/05/2025                                                          | Yes                   | Yes            | Yes                   | Yes                  | Yes              |
| 29/05/2025                                                          | Yes                   | Yes            | No                    | Yes                  | Yes              |
| 28/06/2025                                                          | Yes                   | Yes            | Yes                   | Yes                  | No               |
| 04/07/2025                                                          | Yes                   | Yes            | Yes                   | Yes                  | Yes              |
| 09/07/2025                                                          | Yes                   | Yes            | Yes                   | Yes                  | Yes              |
| 28/08/2025                                                          | Yes                   | Yes            | Yes                   | Yes                  | Yes              |
| 04/09/2025                                                          | Yes                   | Yes            | Yes                   | Yes                  | No               |
| 14/11/2025                                                          | Yes                   | Yes            | Yes                   | Yes                  | Yes              |
| 20/12/2025                                                          | Yes                   | Yes            | Yes                   | Yes                  | No               |
| 08/01/2026                                                          | Yes                   | Yes            | Yes                   | Yes                  | Yes              |
| 28/01/2026                                                          | Yes                   | Yes            | Yes                   | Yes                  | Yes              |
| 10/02/2026                                                          | Yes                   | Yes            | Yes                   | Yes                  | Yes              |
| 27/02/2026                                                          | Yes                   | Yes            | Yes                   | Yes                  | Yes              |
| 17/03/2026                                                          | Yes                   | Yes            | Yes                   | Yes                  | Yes              |
| 19/03/2026                                                          | Yes                   | Yes            | Yes                   | Yes                  | Yes              |
| Total                                                               | 15                    | 15             | 14                    | 15                   | 12               |
| Attendance at the last AGM held on 30 <sup>th</sup> September, 2025 |                       |                |                       |                      |                  |
| 30/09/2025                                                          | Yes                   | Yes            | Yes                   | Yes                  | Yes              |

During the year, the Board of Directors accepted all recommendations of the Committees of the Board, which were statutory in nature and required to be recommended by the Committee and approved by the Board of Directors.

Hence, the Company is in compliance of condition of clause 10(j) of Schedule V of the SEBI Listing Regulations.

#### Confirmation as regards independence of Independent Directors

It is confirmed that in the opinion of the board, the independent directors fulfil the conditions specified in these regulations and are independent of the management.

## Code of Conduct for Board & Senior Management Personnel

Your Company has adopted a Code of Conduct for Board Members & Senior Management Personnel and the declaration from the Managing Director, stating that all the Directors and the Senior Management Personnel of your Company have affirmed compliance with the Code of Conduct has been included in this Report.

The Code has been posted on your Company's website at <https://www.1click.co.in/investor-relations/policies-codes>.

## Profile of Directors seeking appointment / re-appointment:

The brief profile and other information of the director's seeking re-appointment is provided in the notice convening the Annual General Meeting.

## Detailed reasons for the resignation of an independent director.

During the year under review none of the independent director has tendered their resignation from the post of independent director.

## Meeting of Independent Directors

During the year, a meeting of Independent Directors was held on January 28, 2026 to review the performance of the Board as a whole on parameters of effectiveness and to assess the quality, quantity and timeliness of the flow of information between the management and the Board.

Mr. Aditya Vikrambhai Patel, Chairman of the Meeting presented the views of the Independent Directors on matter relating to Board processes and overall affairs of the Company to the full Board. All the Independent Directors were present in the meeting.

## Familiarization programs for Independent Directors

The Board familiarization program comprises of the following:-

- Induction program for new Independent Directors;
- Presentation on business and functional issues
- Updating of business, branding, corporate governance, regulatory developments and investor relations matters

All new Independent Directors are taken through a detailed induction and familiarization program when they join the Board of your Company. The induction program is an exhaustive one that covers the history and culture of your company, background of the Company and its growth, various milestones in the Company's existence since its incorporation, the present structure and an overview of the businesses and functions.

Independent Directors are familiarized with their roles, rights and responsibilities in the Company as well as with the nature of industry and business model of the Company by providing various presentations at Board/ Committee meetings from time to time. These presentations provide a good understanding of the business to the Independent Directors which covers various functions of the Company and also an opportunity for the Board to interact with the next level of management. There are opportunities for Independent Directors to interact amongst themselves.

Apart from the above, the Directors are also given an update on the environmental and social impact of the business, branding, corporate governance, regulatory developments and investor relations matters.

The details of the Familiarization programmes can be accessed on the website on the Company <https://www.1click.co.in/investor-relations/policies-codes>.

### Disclosure of relationships between directors inter-se

Following relationships exist between executive directors –

| Director                       | Other Director                 | Relationship                                                                |
|--------------------------------|--------------------------------|-----------------------------------------------------------------------------|
| Mr. Mahesh Liladhar Bhanushali | Mrs. Sakri Liladhar Bhanushali | Mrs. Sakri Liladhar Bhanushali is Mother of Mr. Mahesh Liladhar Bhanushali. |

None of the Independent Directors are related to each other or with any other executive directors.

## 2) BOARD COMMITTEES

During the Financial Year under review, the Board had following Committee –

- Audit Committee
- Stakeholders Relationship Committee
- Nomination and Remuneration Committee

The Board decides the term of reference of these committees and assignment of its Members thereof.

### A) Audit Committee

#### *Composition, meetings and attendance*

The Audit Committee of your Company has been constituted as per the requirements of Section 177 of the Companies Act, 2013 and SEBI Listing Regulations. The Chairman of the Audit Committee is an Independent Director and two-third of the members of the Audit Committee are Independent Directors. During the Financial Year 2025-26, the Committee met 7 (Seven) times on 21-05-2025, 29-05-2025, 09-07-2025, 28-08-2025, 14-11-2025, 10-02-2026 and 19-03-2026.

The composition of the Audit Committee as on 31<sup>st</sup> March, 2026 and the attendance of the members in the meetings held during the Financial Year 2025-26 are as follows:

| Name of Member       | Designation | No. of meetings attended |
|----------------------|-------------|--------------------------|
| Mr. Aditya Patel     | Chairman    | 7                        |
| Ms. Krati Maheshwari | Member      | 7                        |
| Mr. Rajan Mote       | Member      | 7                        |

The Company Secretary of the Company acted as the Secretary to the Committee.

#### **Terms of Reference:**

The broad terms of reference of the Audit Committee include the following as has been mandated in Section 177 of Companies Act, 2013 and SEBI Listing Regulations:

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
2. Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor and the fixation of audit fees.
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
4. Reviewing, with the management, the annual financial statements before submission to the board for approval, with particular reference to:
  - i. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013;
  - ii. Changes, if any, in accounting policies and practices and reasons for the same;
  - iii. Major accounting entries involving estimates based on the exercise of judgment by management;
  - iv. Significant adjustments made in the financial statements arising out of audit findings;
  - v. Compliance with listing and other legal requirements relating to financial statements;
  - vi. Disclosure of any related party transactions;
  - vii. Qualifications in the draft audit report.
5. Reviewing, with the management, the half yearly financial statements before submission to the board for approval.
6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, right issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/Draft Prospectus/ Prospectus /notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter.
7. Review and monitor the auditor's independence, performance and effectiveness of audit process.
8. Approval or any subsequent modification of transactions of the company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the company, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems.
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
14. Discussion with internal auditors any significant findings and follow up there on.
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board.

16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.
18. To oversee and review the functioning of the vigil mechanism which shall provide for adequate safeguards against victimization of employees and directors who avail of the vigil mechanism and also provide for direct access to the Chairperson of the Audit Committee in appropriate and exceptional cases.
19. Call for comments of the auditors about internal control systems, scope of audit including the observations of the auditor and review of the financial statements before submission to the Board;
20. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background, etc. of the candidate.
21. Management discussion and analysis of financial condition and results of operations;
22. Statement of significant related party transactions (as defined by the Audit Committee), submitted by management.
23. Management letters/letters of internal control weaknesses issued by the statutory auditors.
24. Internal audit reports relating to internal control weaknesses.
25. The appointment, removal and terms of remuneration of the Chief Internal Auditor.
26. Reviewing the utilization of loans and/or advances from/ investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans/advances/investments existing as on the date of coming into force of this provision.
27. Consider and comment on rationale, cost benefits and impact of schemes involving merger, demerger, amalgamation etc., on the Company and its shareholders.
28. To investigate any other matters referred to by the Board of Directors.
29. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

**The Audit Committee shall mandatorily review the following information:**

- a. Management discussion and analysis of financial information and results of operations;
- b. Statement of significant related party transactions (as defined by the Audit Committee), submitted by the management;
- c. Management letters / letters of internal control weaknesses issued by the statutory auditors;
- d. Internal audit reports relating to internal control weaknesses; and
- e. The appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the Audit Committee.

A structured and documented communication framework between Those Charged with Governance (TCWG) and the Statutory Auditors facilitates timely, open, and constructive engagement throughout the audit cycle, enabling effective oversight of audit quality, auditor independence, significant accounting judgments, internal control matters, and regulatory compliance. The Company remains committed to ethical conduct, robust disclosure practices, and continuous strengthening of governance processes in line with applicable laws and evolving best practices. Towards this, the Audit Committee has been

designated as TCWG and the Chairman of the Audit Committee is the Nodal Person to facilitate two way communication between the Statutory Auditors and the Board and the Audit Committee.

The Chief Financial Officer and the representatives of the Statutory Auditors and Internal Auditors are invited to attend the meetings of the Audit Committee.

## **B) Stakeholders Relationship Committee**

### **Composition, meetings and attendance**

The Stakeholders' Relationship Committee of your Company has been constituted as per the requirements of Section 178 of the Companies Act, 2013 and SEBI Listing Regulations. The Chairman of the Committee is an Independent Director. During the Financial Year 2025-26, the Committee met once on 28-01-2026.

The composition of the Stakeholder's Relationship Committee as on 31<sup>st</sup> March, 2026 and the attendance of the members in the meetings held during the Financial Year 2025-26 are as follows:

| Name of Member        | Designation | No. of meetings attended |
|-----------------------|-------------|--------------------------|
| Ms. Krati Maheshwari  | Chairperson | 1                        |
| Mr. Mahesh Bhanushali | Member      | 1                        |
| Mr. Rajan Mote        | Member      | 1                        |

The Company Secretary of the Company acted as the Secretary to the Committee.

### **Terms of Reference**

The terms of reference of the Stakeholders Relationship Committee includes the matters specified under Regulation 20 of SEBI Listing Regulations, 2015 as well as Section 178 of the Companies Act, 2013.

1. Efficient transfer of shares, including review of cases for refusal of transfer/transmission of Shares and Debentures, demat/remat of shares;
2. Redressal of Shareholder and Investor complaints like transfer of shares, non-receipt of Balance Sheet, non-receipt of declared dividends etc;
3. Issue of new/duplicate/split/consolidated Share Certificates;
4. Allotment of Shares;
5. Review of cases for refusal of transfer/transmission of Shares and Debentures;
6. Reference to Statutory and Regulatory authorities regarding Investor Grievances; and
7. To otherwise ensure proper and timely attendance and redressal of Investor's queries and grievances;
8. Resolving the grievances of the security holders of the Company including complaints related to transfer/ transmission of shares, non-receipt of annual report, no receipt of declared dividends, issue of new/duplicate certificates, general meetings etc;
9. Review of measures taken for effective exercise of voting rights by shareholders;
10. Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent;
11. Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/ annual reports/statutory notices by the shareholders of the company.

Other function roles duties powers etc. have been clearly defined in line with the Regulation 20 of the Listing Regulations and kept flexible for medication by the Board from time to time.

### Status of investors' complaints

The status of investor's complaints as on March 31, 2026 is as follows:

| Number of complaints as on April 1, 2025.                              | Nil |
|------------------------------------------------------------------------|-----|
| Number of complaints received during the year ended on March 31, 2026. | Nil |
| Number of complaints resolved up to March 31, 2026.                    | NA  |
| Number of complaints pending as on March 31, 2026.                     | NA  |

### Name and Designation of Compliance Officer

As at March 31, 2026, Mr. Ashish Nayak was the Company Secretary and Compliance Officer of the Company. Subsequent to his resignation with effect from July 25, 2026, Ms. Rakhi Arora was appointed as the Company Secretary and Compliance Officer with effect from August 18, 2026.

### Redressal of Investor Grievances

The Company and its Registrar and Share Transfer Agent addresses all complaints, suggestions and grievances expeditiously and replies are sent usually within 7-10 days except in case of dispute over facts or other legal impediments and procedural issues.

The Company endeavours to implement suggestions as and when received from the investors.

### C) Nomination and Remuneration Committee

#### Composition

The Nomination and Remuneration Committee of your Company has been constituted as per the requirements of Section 178 of the Companies Act, 2013 and SEBI Listing Regulations. The Chairman of the Committee is an Independent Director.

During the Financial Year 2025-26, the Committee met 2 (Two) times on 29-05-2025, and 28-01-2026.

The composition of the Nomination and Remuneration Committee as on 31<sup>st</sup> March, 2026 and the attendance of the members in the meetings held during the Financial Year 2025-26 are as follows:

| Name of Member        | Designation | No. of meetings attended |
|-----------------------|-------------|--------------------------|
| Mr. Aditya Patel      | Chairman    | 2                        |
| Ms. Krati Maheshwari  | Member      | 2                        |
| Mrs. Sakri Bhanushali | Member      | 2                        |

The Company Secretary of the Company acted as the Secretary to the Committee

#### Terms of Reference

The terms of reference of the Nomination and Remuneration Committee includes the matters specified under Regulation 19 of SEBI Listing Regulations, 2015 as well as Section 178 of the Companies Act, 2013.

**Role of committee shall, inter-alia, include the following:**

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
2. Formulation of criteria for evaluation of performance of independent directors and the board of directors;
3. Devising a policy on diversity of board of directors;
4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal.
5. Recommend whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
6. Recommend to the board, all remuneration, in whatever form, payable to senior management.
7. Carry out any other function as is mandated by the Board from time to time and/or enforced by any statutory notification, amendment or modification, as may be applicable.
8. Perform such other functions as may be necessary or appropriate for the performance of its duties.

**Performance Evaluation Criteria**

The Board has carried out an annual evaluation of its own performance and that of its committees, Chairman and individual directors. The criteria for performance evaluation of the Board included aspects like Board composition and quality, Board meeting and procedure, information and functioning, strategic plans and policies etc. The criteria for performance evaluation of committees of the Board included aspects like composition of committees, functions and duties, committee meeting and procedures, management relation etc. The criteria for performance evaluation of the Chairman included his role, managing relationship and leadership. The criteria for performance evaluation of individual directors included participation and contribution in the Board/Committee meetings, managing relationship, knowledge & skills etc.

The performance of non-independent directors was reviewed in the separate meeting of Independent Directors. The performance evaluation of the Board and the individual directors was evaluated by the Board seeking inputs from all the Directors. The performance of the committees was evaluated by the Board seeking inputs from the committee members.

**Remuneration Policy:**

The remuneration policy of the Company is directed towards rewarding performance, based on review of achievements on a periodic basis. The Company endeavours to attract, retain, develop and motivate the high-caliber executives and to incentivise them to develop and implement the Companies Strategy, thereby enhancing the business value and maintain a high-performance workforce. The policy ensures that the level and composition of remuneration of the Directors is optimum.

The Remuneration policy is also placed on the website of the Company can be accessed at <https://www.1click.co.in/investor-relations/policies-codes>.

**Remuneration to Directors:**

There were no pecuniary relationship or transactions of the non-executive director's vis a vis the Company except the payment of sitting fees for attending board and committee Meeting.

Role of Non-Executive/Independent Directors of the Company is not just restricted to corporate governance or outlook of the Company, but they also bring with them significant professional expertise

and rich experience across the wide spectrum of functional areas. The Company seeks their expert advice on various matters from time to time.

During the year under review, neither the Managing Director nor the Whole-time Director of the Company received any commission or remuneration from any holding or subsidiary company pursuant to Section 197(14) of the Companies Act, 2013.

Details of remuneration and sitting fees paid or provided to all the directors during the year ended March 31, 2026 are as under:

(Rs. In Lakhs)

| Name of Director      | Salary & Perquisites | Sitting Fees | Commission | Total |
|-----------------------|----------------------|--------------|------------|-------|
| Mr. Mahesh Bhanushali | 7.43                 | -            | -          | 7.43  |
| Mr. Rajan Mote        | 7.37                 | -            | -          | 7.37  |
| Mrs. Sakri Bhanushali | -                    | -            | -          | -     |
| Ms. Krati Maheshwari  | -                    | 1.08         | -          | 1.08  |
| Mr. Aditya Patel      | -                    | 0.72         | -          | 0.72  |

The Company pays remuneration by way of salary, perquisites and allowances (fixed component), incentive remuneration and/or commission (variable components) to its Executive Directors within the limits prescribed under the Companies Act, 2013 and approved by the shareholders.

There is no separate provision for payment of severance fees under the resolutions governing the appointment of Managing Director and Whole-time Director.

The Company has not granted stock options to the Executive Directors or Employees of the Company.

The aforesaid Executive Directors, so long as they function as such shall not be entitled to any sitting fees for attending any meetings of Board or Committees thereof.

**The Shareholding of Directors as on March 31, 2026 is as under:**

| Sr. No. | Name of Director      | Shareholding | Percentage |
|---------|-----------------------|--------------|------------|
| 1.      | Mr. Mahesh Bhanushali | 5,14,495     | 7.67%      |
| 2.      | Mr. Rajan Mote        | 4,22,470     | 6.29%      |
| 3.      | Mrs. Sakri Bhanushali | 830          | 0.01%      |
| 4.      | Ms. Krati Maheshwari  | Nil          | Nil        |
| 5.      | Mr. Aditya Patel      | Nil          | Nil        |

### 3) GENERAL BODY MEETINGS

**Details of Annual General Meetings held during the last three financial years:**

| For the Financial Year | Date of AGM | Time       | Venue                                                            |
|------------------------|-------------|------------|------------------------------------------------------------------|
| 2022-23                | 25/09/2023  | 11.30 a.m. | Through video conferencing("VC")/Other Audio-Visual Means (OAVM) |

| For the Financial Year | Date of AGM | Time       | Venue                                                            |
|------------------------|-------------|------------|------------------------------------------------------------------|
| 2023-24                | 13/09/2024  | 12.30 p.m. | Through conferencing("VC")/Other Audio-Visual Means (OAVM) video |
| 2024-25                | 30/09/2025  | 02:30 p.m. | Through conferencing("VC")/Other Audio-Visual Means (OAVM) video |

*All the resolutions proposed by the Directors to shareholders in last three years are approved by shareholders with requisite majority.*

**Postal Ballot:** During the year no Resolution was passed through postal ballot. However after the financial year end Company passed the following resolution as Special Resolution through Postal Ballot: Change in objects of the issue and ratification of deviation in respect of the issue of fully paid-up equity shares of face value Rs. 10/- each offered on a rights basis.

#### Details of special resolutions passed in Previous Three AGMs.

| Financial Year | Particulars of Special Resolution Passed                                                                                                                                                               |
|----------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 2022-23        | No Special Resolution passed                                                                                                                                                                           |
| 2023-24        | No Special Resolution passed                                                                                                                                                                           |
| 2024-25        | To consider appointment of M/s. Prachi Bansal & Associates, Practicing Company Secretaries as Secretarial Auditors of the Company for term of five (5) consecutive years i.e. from 2025-26 to 2029-30. |

#### Extra-Ordinary General Meeting held during the FY 2025-26:

Details of Resolution Passed in the Extra-Ordinary General Meeting during the financial year 2025-26.

| In the Financial Year | Date of EGM               | Time and Mode              | Details of Resolution                                                                                                                                                                                                                                     |
|-----------------------|---------------------------|----------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 2025-26               | Thursday, June 19, 2025   | 12:15 p.m. through VC/OVAM | 1. To approve increase in the Authorised Share Capital of the Company and amendment of Clause V of the Memorandum of Association<br><br>2. To approve Issue of Equity Shares of the Company to certain identified persons/ entities on Preferential Basis |
| 2025-26               | Friday, February 20, 2026 | 12:17 p.m. through VC/OVAM | 1. To approve increase in the Authorised Share Capital of the Company and amendment of Clause V of the Memorandum of Association                                                                                                                          |

#### 4) MEANS OF COMMUNICATION

- All Quarterly/Half-Yearly/Annual financial results are immediately sent to stock exchanges after being taken on record by the Board.

- b. The Company's website <https://www.1click.co.in/investor-relations> contains a separate dedicated section named "Investors" where information for shareholders is available.

## 5) OTHER DISCLOSURES

### A. Related Party Transactions

The disclosure as required by the AS 18 has been made in the notes to the Financial Statement. A policy on related party transactions has been formulated and put up on the website of the Company.

The policy on Related Party Transactions as approved by the Board is uploaded on the Company's website and the <https://www.1click.co.in/investor-relations/policies-codes>

### B. Statutory Compliances, Penalties and Strictures

The Company has complied with the requirements of the Stock Exchange/SEBI/any statutory authorities on all matters related to capital markets. There are no penalties or strictures imposed on the Company by Stock Exchange or SEBI.

### C. Whistle Blower Policy/Vigil Mechanism

The Company has established a Whistle Blower/Vigil Mechanism through which its Directors, Employees and Stakeholders can report their genuine concerns about unethical behaviors, actual or suspected frauds or violation of the Company's code of conduct or ethics policy. The said policy provides for adequate safeguard against victimization and also direct access to the higher level of supervisors.

### D. Details of compliance with mandatory requirements and adoption of non-mandatory requirements

The Company has complied with all mandatory requirements and has not adopted non-mandatory requirements.

### E. Policies of the Company and Code of Conduct

Various policies and code of conduct of the Company are available on its website.

With a view to regulate trading in securities by the directors and designated employees, the Company has adopted a Code of Conduct for Prohibition of Insider Trading.

- F.** The designated Senior Management Personnel of the Company have disclosed to the Board that no material, financial and commercial transactions have been made during the year under review in which they have personal interest, which may have a potential conflict with the interest of the Company at large.
- G.** The Company has put in place succession plan for appointment to the Board and to senior management.
- H.** The Company has obtained certificate from CS Prachi Bansal, Practising Company Secretary confirming that none of the Directors of the Company is debarred or disqualified by the Securities and Exchange Board of India/Ministry of Corporate Affairs or any such authority from being appointed or continuing as Director of the Company and the same is also attached to this Report.
- I.** Total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the statutory auditors and all entities in the network firm/network entity of which the statutory auditor is a part.

The details of total fees for all services paid by the Company and its subsidiaries, on a consolidated basis to the Statutory Auditors and all the entities in the network firm/network entity of which the statutory auditor is a part, for the financial year 2025-26 are as follows:

| Sr. No. | Name of Statutory Auditors | Nature of Services                                                | Fees Paid (Rs. In Lacs) |
|---------|----------------------------|-------------------------------------------------------------------|-------------------------|
| 1.      | M/s Ratan Chandak & Co LLP | Statutory Audit Fees, Tax Audit Fees and other certification Fees | Rs. 6.10                |

**J. Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:**

The Company is committed to provide a safe and conducive work environment to its employees. Your directors further state that during the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

**K. Risk Management**

Risk Management is a key aspect of the “Corporate Governance Principles and Code of Conduct” which aims to improvise the governance practices across the Company's activities. Risk management policy and processes enables the Company to proactively manage uncertainty and changes in the internal and external environment to limit negative impacts and capitalize on opportunities.

The Company in its meeting of the Audit Committee and the Board of Directors, review its business operations, discuss the risk associated with and prepare the strategy and plans to mitigate those risks. The Senior Management provides the information regarding business operation and risk associated with it monthly. The Board of Directors & Audit Committee is looking after the Risk Management of the Company.

**L. Disclosure of accounting treatment**

There is no deviation in following the treatments prescribed in any Accounting Standard in preparation of financial statements for the year 2025-26.

**M. Reconciliation of Share Capital Audit Report**

As stipulated by Securities and Exchange Board of India, Company is required to carry out Reconciliation of Share Capital Audit (RSCA) from a practicing Company Secretary. This audit is carried out every quarter and the report thereon of Practicing Company Secretary is submitted to the stock exchanges. The audit, inter alia, confirms that the total listed and paid-up capital of the company agrees with the aggregate of the total number of shares in dematerialized form (held with NSDL and CDSL) and total number of shares in physical form.

**N. Disclosure of commodity price risks and commodity hedging activities.**

Please refer to Management Discussion and Analysis Report for the same.

**6) GENERAL SHAREHOLDER INFORMATION**

**a. Annual General Meeting (Proposed): 4<sup>th</sup> Annual General Meeting**

**Day and date:** Wednesday, September 30, 2026

**Time:** 03:00 P.M

**Venue:** Through Video Conferencing (“VC”)/Other Audio-Visual Means (“OAVM”) the venue of the meeting shall be deemed to be the Registered Office of the Company situated at Office No.822, 821, 8th Floor, Ajmera Sikova, LBS Road, Ghatkopar West, Mumbai, Maharashtra, India, 400086.

#### **b. Financial Year**

For accounting and financial reporting purpose, Company follows Financial Year which starts from 1<sup>st</sup> April each year and ends on 31<sup>st</sup> March of every succeeding year.

The Half-Year Financial Results for the financial year 2026-27 will be taken on record by the Board of Directors as per the following tentative schedule (subject to change, if any):

Half-year ending 30<sup>th</sup> September 2026: October / November 2026

Half-year ending 31<sup>st</sup> March 2027: April / May 2027

#### **c. Listing on Stock exchange**

The Equity shares of the company are listed on National Stock Exchange of India Limited (Emerge Platform) on 11<sup>th</sup> October 2023.

The Company has paid the Annual Listing Fee to the Stock Exchange.

#### **d. Stock Code**

The NSE Symbol of Company is: **OLIL**

ISIN for Equity Shares held in Demat form with NSDL and CDSL is **INE0OPS01011**.

#### **e. Market Price Data**

| Month            | National Stock Exchange of India Limited |        |
|------------------|------------------------------------------|--------|
|                  | Low                                      | High   |
| April – 2025     | 147.00                                   | 178.00 |
| May – 2025       | 159.00                                   | 188.00 |
| June - 2025      | 178.00                                   | 204.40 |
| July – 2025      | 191.00                                   | 221.00 |
| August – 2025    | 212.20                                   | 252.90 |
| September – 2025 | 210.50                                   | 282.00 |
| October-2025     | 260.10                                   | 300.00 |
| November -2025   | 279.80                                   | 355.00 |
| December- 2025   | 290.00                                   | 335.00 |
| January -2026    | 291.50                                   | 325.50 |
| February – 2026  | 271.70                                   | 314.00 |
| March -2026      | 280.00                                   | 337.80 |

#### **f. Registrar and Share Transfer Agent**

**Name:** Bigshare Services Pvt. Ltd.

**Address:** S6-2, 6thFloor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East Mumbai, Maharashtra, 400093

**E-mail id:** [investor@bigshareonline.com](mailto:investor@bigshareonline.com)

**Tel. No:** 022- 62628200

**g. Share Transfer System**

The Shares of Company are compulsorily traded in dematerialized form. The request for dematerialization of shares are also processed by the R&T agent within stipulated period and uploaded with the concerned Depositories. In terms of SEBI Listing Regulation, no transfer of shares in physical form can be lodged by the shareholders.

**h. Category wise Summary of Holders / Holdings as on 31<sup>st</sup> March, 2026:**

| Sr. No. | Category of Shareholders.                                         | No. of Shares held | % of total Shares |
|---------|-------------------------------------------------------------------|--------------------|-------------------|
| 1.      | Promoters, Directors, Relatives and Associates.                   | 10,09,590          | 15.04             |
| 2.      | Indian Public                                                     | 42,70,098          | 63.63             |
| 3.      | Banks, Financial Institutions & Insurance Companies/ Mutual Funds | -                  | -                 |
| 4.      | NRI's / Overseas Body Corporate                                   | 2,160              | 0.03              |
| 5.      | Bodies Corporate                                                  | 8,52,945           | 12.71             |
| 6.      | NBFC Registered with RBI                                          | -                  | -                 |
| 7.      | Trusts                                                            | -                  | -                 |
| 8.      | Clearing Members (NSDL+CDSL)                                      | 33,200             | 0.49              |
| 9.      | Any Other (HUF)                                                   | 5,43,730           | 8.10              |
|         | Total                                                             | 67,11,723          | 100.00            |

**i. Dematerialization of Shares & Liquidity**

On March 31, 2026, no shares of Company were held in physical form. The Promoters & Promoters-group shareholding was also fully dematerialized. The aggregate dematerialized shareholding of the Company stood at 100%. Brief position of Company's dematerialized shares is given below:

| Sr. No. | Description | Shares    | % holding |
|---------|-------------|-----------|-----------|
| 1.      | NSDL        | 18,33,530 | 27.32     |
| 2.      | CDSL        | 48,78,193 | 72.68     |
|         | Total       | 67,11,723 | 100.00%   |

**j. Outstanding GDRs / ADRs / Warrants or any Convertible instruments, conversion date and likely impact on equity**

As on 31<sup>st</sup> March, 2026, the Company did not have any outstanding GDRs/ADRs/ Warrants or any Convertible instruments.

**k. Address for Correspondence**

*In case any problem or query shareholders can contact at:*

**Ms. Rakhi Arora**

Company Secretary & Compliance Officer  
Office No. 822, 821, 8th Floor, Ajmera Sikova, LBS Road,  
Ghatkopar West, Mumbai, Maharashtra, India, 400086  
Phone: 7304227339  
Email: [compliance@1click.co.in](mailto:compliance@1click.co.in)

***In case of finance and accounts related queries contact at:*****Mr. Rajan Shivram Mote**

Whole-time Director and Chief financial Officer  
Office No. 822, 821, 8th Floor, Ajmera Sikova, LBS Road,  
Ghatkopar West, Mumbai, Maharashtra, India, 400086  
Email: [compliance@1click.co.in](mailto:compliance@1click.co.in)

***Shareholders may also contact Company's Registrar & Share Transfer Agent at:*****Bigshare Services Private Limited.**

Office No S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road,  
Andheri (East), Mumbai – 400093  
Phone : 91-22-6263 8200  
Fax : 91-22-6263 8299  
Email : [investor@bigshareonline.com](mailto:investor@bigshareonline.com)

**1. List of core skills / expertise /competencies identified in the context of the business.**

The Board continues to identify an appropriate mix of diversity and skills for introducing different perspectives into Board for better anticipating the risks and opportunities in building a long-term sustainable business.

The below table summarizes the key qualifications, skills and attributes which are taken into consideration while nominating to serve on the Board.

| Business Strategies              | Experience of crafting Successful Business Strategies an understanding the changing regulatory requirements                                                                                    |
|----------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Financial & Accounting Expertise | Proficiency in financial accounting and reporting, corporate finance and internal controls, corporate funding and associated risks                                                             |
| Governance, Risk and Compliance  | Knowledge and experience of best practices in governance structures, policies and processes including establishing risk and legal compliance frameworks, identifying and monitoring key risks. |
| Innovative                       | A strong understanding of innovation and technology, and the development and implementation of initiatives to enhance production                                                               |
| Diversity                        | Representation of gender, cultural or other such diversity that expand the Board's understanding and perspective                                                                               |

**The below table specifies area of focus or expertise of individual Board Member:**

| Directors             | Area of Skill/Expertise |                                |                               |            |           |
|-----------------------|-------------------------|--------------------------------|-------------------------------|------------|-----------|
|                       | Business Strategies     | Finance & Accounting Expertise | Governance, Risk & Compliance | Innovative | Diversity |
| Mr. Mahesh Bhanushali | √                       | -                              | √                             | √          | √         |
| Mr. Rajan Mote        | √                       | √                              | √                             | -          | √         |
| Mrs. Sakri Bhanushali | √                       | -                              | -                             | -          | √         |
| Ms. Krati Maheshwari  | -                       | √                              | √                             | √          | √         |
| Mr. Aditya Patel      | √                       | √                              | √                             | -          | √         |

**m. Particulars of Senior Management including the changes therein since the close of FY 2025-26:**

As of 31st March, 2026 the following individuals served as senior management personnel of the Company:

| Sr. No. | Name of Head of Department       |
|---------|----------------------------------|
| 1.      | Mr. Rajan Shivram Mote – Finance |
| 2.      | Mr. Mahesh Bhanushali – Business |
| 3.      | Ms. Anjana Mote – Human Resource |
| 4.      | Mr. Vaibhav Bhanushali - Sales   |
| 5.      | *Mr. Ashish Nayak – Secretarial  |

*\*Mr. Ashish Nayak, had resigned w.e.f from July 25, 2026 & Ms. Rakhi Arora was appointed as Company Secretary and Compliance Officer of the Company w.e.f August 18, 2026*

**n. Dividend:**

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

**o. Plant Locations**

Being a service company, the Company has no plant locations.

**p. Foreign Exchange Risk and Hedging**

In the ordinary course of business, the Company is exposed to risks resulting from exchange rate fluctuation and interest rate movements. Its management's exposure to these risks through derivative financial instruments. The Company's risk management activities are subject to the management, direction and control of Treasury Team of the Company under the framework of Risk Management Policy for Currency and Interest rate risk as approved by the Board of Directors of the Company. The Company's Treasury Team ensures appropriate financial risk governance framework for the Company through appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. It is the Company's policy that no trading in derivatives for speculative purposes maybe undertaken. The decision of whether and when to execute derivative financial instruments along with its tenure can vary from period to period depending on market conditions and the relative costs of the instruments. The tenure is linked to the timing of the underlying exposure, with the connection between the two being regularly monitored.

**7) MD/ CEO/ CFO CERTIFICATION**

The MD and CFO have certified to the board with regard to the financial statements and other matters as required by the SEBI Listing Regulations. The certificate is appended as an Annexure to this annual report.

They have also provided quarterly certificates on financial results while placing the same before the Board pursuant to Regulation 33 of the SEBI Listing Regulations.

**For and on behalf of the Board of Directors of  
Oneclick Logistics India Limited**

Sd/-

**Mahesh Bhanushali**  
**Managing Director**  
**DIN: 07946644**

Sd/-

**Rajan Shivram Mote**  
**Whole-time Director and CFO**  
**DIN: 07946637**

**Date:** September 04, 2026

**Place:** Mumbai

## MD / CFO CERTIFICATION

*(Under regulation 17(8) of SEBI (LODR) Regulations, 2015)*

To,  
The Board of Directors,  
**Oneclick Logistics India Limited**

In compliance with Regulation 17(8) read with Schedule II Part B of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we hereby certify that:

A. We have reviewed the Audited Financial Statements for Oneclick Logistics India Limited for the year ended 31<sup>st</sup> March, 2026 and to the best of our knowledge and belief:

(1) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

(2) These statements together present a true and fair view of the listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

B. There are, to the best of our knowledge and belief, no transaction entered into by the listed entity during the year ended 31<sup>st</sup> March, 2026 which are fraudulent, illegal or violative of the listed entity's code of conduct.

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

### **D. We have indicated to the Auditors and the Audit Committee:**

(i) That there are no significant changes in internal control over financial reporting during the half year and year ended;

(ii) That there are no significant changes in accounting policies during the half year and year ended; and hence there are no disclosures to be made regarding the same in the notes to the financial results;

(iii) That there are no instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the listed entity's internal control system over financial reporting.

Sd/-  
**Mahesh Bhanushali**  
Managing Director  
DIN: 07946644

Sd/-  
**Rajan Shivram Mote**  
Whole-time Director and Chief Financial Officer  
DIN: 07946637

**Date:** 30.05.2026

**Place:** Mumbai

**CERTIFICATE OF COMPLIANCE WITH THE CODE OF CONDUCT POLICY**

*[Regulation 34(3) read with Schedule V (Part D) of the  
SEBI (LODR) Regulations, 2015]*

In accordance with SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, we hereby confirm that, all the Directors and the Senior Management personnel of the Company have confirmed compliance with their respective Codes of Conduct, as applicable to them, for the financial year ended March 31, 2026.

**For and on behalf of the Board of Directors of  
Oneclick Logistics India Limited**

| Sd/-                                                           | Sd/-                                                                                          |
|----------------------------------------------------------------|-----------------------------------------------------------------------------------------------|
| <b>Mahesh Bhanushali</b><br>Managing Director<br>DIN: 07946644 | <b>Rajan Shivram Mote</b><br>Whole-time Director and Chief Financial Officer<br>DIN: 07946637 |

**Date:** 30.05.2026

**Place:** Mumbai

## **CERTIFICATE ON NON-DISQUALIFICATION OF DIRECTORS**

**(Pursuant to Regulation 34(3) and Schedule V Para C clause (10) (i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)**

To,

The Members of

**Oneclick Logistics India Limited**

Add: Office No.822, 821, 8<sup>th</sup> Floor, Ajmera Sikova, LBS Road, Ghatkopar West, Mumbai, Maharashtra, India, 400086.

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Oneclick Logistics India Limited (CIN: L63040MH2022PLC395273) and having registered office at Office No. 822, 821, 8<sup>th</sup> Floor, Ajmera Sikova, LBS Road, Ghatkopar West, Mumbai, Maharashtra, India, 400086 (hereinafter referred to as "the Company"), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para C Sub Clause 10 (i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to me by the Company and its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial year ending on 31<sup>st</sup> March, 2026 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

| Sr. No. | Name of Director               | DIN      | Date of Appointment in Company |
|---------|--------------------------------|----------|--------------------------------|
| 1.      | Mr. Mahesh Liladhar Bhanushali | 07946644 | 14/12/2022                     |
| 2.      | Mr. Rajan Shivram Mote         | 07946637 | 14/12/2022                     |
| 3.      | Mrs. Sakri Liladhar Bhanushali | 09824248 | 14/12/2022                     |
| 4.      | Mr. Aditya Vikrambhai Patel    | 09121052 | 11/03/2023                     |
| 5.      | Ms. Krati Maheshwari           | 09611183 | 11/03/2023                     |

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on these based on my verification. 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.

**For Prachi Bansal & Associates**  
**Practicing Company Secretaries**

Sd/-

**CS Prachi Bansal**

**Proprietor**

**ACS: 43355, COP: 23670**

**UDIN: A043355H001380284**

**Place: Faridabad**

**Date: September 04, 2026**

## INDEPENDENT AUDITOR'S REPORT

**TO THE MEMBERS OF ONECLICK LOGISTICS INDIA LIMITED (formerly known as "ONECLICK LOGISTICS LLP")**

### **Report on the Audit of the Standalone Financial Statements**

#### **Opinion**

We have audited the accompanying Standalone Financial Statements of **ONECLICK LOGISTICS INDIA LIMITED (formerly as "Oneclick Logistics LLP")** (the "Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss, and the Statement of Cash Flows for the year ended on that date, Notes to the Standalone Financial Statements and a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "financial statements").

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

#### **Basis for Opinion**

We conducted our audit of the Standalone Financial Statements in accordance with the Standards on Auditing ("SA's") specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Standalone Financial Statements.

#### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone Financial Statements of the current year 31 March 2026. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

| Sr no | Key Audit Matter                                                                                                                                                                                                                                                                                                                                             | Auditor's Response                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
|-------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1     | <p><b>Revenue recognition</b></p> <p>Revenue is one of the key performance indicators of the Company and there could be a</p> <p>Risk that revenue is recognized in the incorrect period or before the</p> <p>Completion of services to the customer.</p> <p>Unbilled revenue is wrongly Billed in current period, even though services yet to rendered.</p> | <p>Our Audit procedures in relation to revenue recognition includes the following:</p> <ul style="list-style-type: none"> <li>Assessed the appropriateness of the revenue recognition accounting policies and</li> </ul> <p>assessed compliance with the Policies in terms of applicable accounting standards.</p> <ul style="list-style-type: none"> <li>Tested the design and operating effectiveness of the controls around revenue recognition.</li> <li>Verified with Job number, HAWB HBL number allocated to consignment, its estimated arrival time (ETA) along with, invoices raised on sample basis.</li> <li>Evaluated management's assessment of the impact on revenue recognition and consequential impact on the provisions on receivables.</li> <li>Verified movement in Unbilled revenue, subsequent billing on sample basis.</li> </ul> |

#### Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility and Sustainability Report, Corporate Governance and Shareholder's Information, but does not include the Standalone Financial Statements and our auditor's report thereon.

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

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

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

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

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance, and cash flows of the Company in accordance 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 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 Standalone Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless 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 is also responsible for overseeing the Company's financial reporting process.

### **Auditor's Responsibilities for the Audit of the Standalone Financial Statements**

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

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

We are also:

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

- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. As we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to Standalone Financial Statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

**Report on Other Legal and Regulatory Requirements**

1. As required by Section 143(3) of the Act, based on our audit we report that:

- a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c. The Balance Sheet, the Statement of Profit and Loss, and the Statement of Cashflows dealt with by this Report agree with the books of accounts.
- d. In our opinion, the aforesaid Standalone Financial Statements comply with the accounting standard specified under Section 133 of the Act.
- e. On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
- f. With respect to the adequacy of the internal financial controls with reference to Standalone Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Standalone Financial Statements.
- g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197 (16) of the Act, as amended:  
In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position in its Standalone Financial Statements.

- ii. The Company didn't 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. The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

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

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

- v. There is no dividend declared or paid during the year by the company and hence provisions of section 123 of the companies Act, 2013 are not applicable
- 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 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.

The audit trail has been preserved by the Company as per the statutory requirements for record retention.

2. As required by the Companies (Auditor's Report) Order, 2020 (the "Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

**For Ratan Chandak & Co. LLP**  
**Chartered Accountants**  
**Firm Reg. No.: 108696W/W101028**



**CA Jagadish Sate**  
**Partner**  
**Membership No.: 182935**  
**UDIN: 26182935STDBMO3274**  
**Place: Navi Mumbai**  
**Date: 30/05/2026**

## **ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT**

**(Referred to in paragraph 1(f) under Report on Other Legal and Regulatory Requirements' section of our report to the Members of ONECLICK LOGISTICS LIMITED (formerly known as "ONECLICK LOGISTICS LLP") of even date)**

Report on the Internal Financial Controls with reference to Standalone Financials Statements under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 (the "Act")

We have audited the internal financial controls with reference to Standalone Financial Statements of **ONECLICK LOGISTICS INDIA LIMITED** (the "Company") as of March 31, 2026 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

### **Management's Responsibility for Internal Financial Controls**

The Company's Management is responsible for establishing and maintaining internal financial controls with reference to Standalone Financial Statements 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 (the "[ICAI]"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

### **Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to Standalone Financial Statements 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 ICAI and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to Standalone Financial Statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to Standalone Financial Statements was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to Standalone Financial Statements.

### **Meaning of Internal Financial Controls with reference to Standalone Financial Statements**

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

### **Inherent Limitations of Internal Financial Controls with reference to Standalone Financial Statements**

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

### **Opinion**

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls with reference to Standalone Financial Statements and such internal financial controls with reference to Standalone Financial Statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to Standalone Financial Statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For Ratan Chandak & Co. LLP**

**Chartered Accountants**

**Firm Reg. No.: 108696W/W101028**

**CA Jagadish Sate**

**Partner**

**Membership No.: 182935**

**UDIN: 26182935STDBMO3274**

**Place: Navi Mumbai**

**Date: 30/05/2026**



## ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of ONECLICK LOGISTICS INDIA LIMITED (formerly known as "ONECLICK LOGISTICS LLP") of even date)

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

- i. In respect of the Company's property, plant and equipment, right-of-use assets and intangible assets:
  - a.
    - A. The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and relevant details of right-of-use assets.
    - B. The Company does not have any intangible assets as at the date of the balance sheet; accordingly, reporting under this clause is not applicable.
  - b. The Company has a program of physical verification of property, plant and equipment and right-of-use assets so to cover all the assets at reasonable intervals which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain property, plant and equipment and right-of-use assets were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
  - c. According to the information and explanations given to us and based on our examination of the records of the Company, the title deeds of all immovable properties disclosed in the Standalone financial statements are held in the name of the Company.
  - d. The Company has not revalued any of its property, plant and equipment (including right- of-use assets) and intangible assets during the year.
  - e. Based on the information and explanation furnished to us, no proceedings have been initiated on the company under the under the Prohibition of Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii. (a) The Company is involved in the business of rendering services. Accordingly, no inventory held by company at any point of time during the year, the reporting under clause 3(ii)(a) of the Order is not applicable to the Company.  
  
(b) The During the year, the company has not been sanctioned, any point of time of the year, working capital limits in excess of Rs. 5 crores, in aggregate, from banks on the basis of security of current assets. Hence reporting under clause 3(ii)(b) of the Order is not applicable to the Company.
- iii. During the year the Company has made investments in, provided guarantee or security or granted loans and advances in the nature of loans, secured or unsecured, to Companies, Firms, Limited Liability Partnerships or any other parties during the year, in respect of which.

(a) During the year the Company has provided loans or advances in the nature of loans, stood guarantee or provided security to Companies, Firms, Limited Liability Partnerships or any other parties.

A. Details of aggregate amount during the year, and balance outstanding at the Balance Sheet date with respect to such loans or advances and guarantees or security to subsidiaries, joint ventures.

Details of the loan granted enclosed below:

| Particulars                                        | Loan (in Lakhs) |
|----------------------------------------------------|-----------------|
| Aggregate amount granted/ provided during the year |                 |
| Subsidiary                                         | 2030.60         |
| Balance outstanding as at balance sheet date       |                 |
| Subsidiary                                         | 45.99           |

B. There are no loans or advances and guarantees and securities provided to other than subsidiaries, joint ventures and associates.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the company, the investments made, and the terms and conditions of all loans, and advances in the nature of loans and guarantees provided are not prejudicial to the company's interest.

(c) According to the information and explanations given to us and based on our examination of the records of the Company, since the loans and advances in the nature of loans granted by the Company are repayable on demand and no repayment schedule has been stipulated, the requirement to report under clause 3(iii)(c) of the Order is not applicable.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the company, as there are no amounts overdue for more than ninety days, the requirement to report on clause 3(iii)(d) of the Order is not applicable to the Company.

(e) On the basis of our examination of the records of the Company, no loan or advance in the nature of loan granted which has fallen due during the year, has been renewed or extended or has been settled by granting fresh loans to the same parties.

(f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has granted loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment. The details of such loans are enclosed as:

(In lakhs)

| Particulars                                                                | Promoters | Related Parties | Remark              |
|----------------------------------------------------------------------------|-----------|-----------------|---------------------|
| <b>Aggregate amount of loans/advances in nature of loans</b>               |           |                 |                     |
| Repayment on demand (A)                                                    | -         | 2030.60         | Given to Subsidiary |
| Agreement does not specify any terms or period of repayment (B)            | -         | -               |                     |
| <b>Total (A+B)</b>                                                         | -         | 2030.60         |                     |
| <b>Percentage of loans/ advances in nature of loans to the total loans</b> | -         | 100%            |                     |

- iv. The Company has not granted loans or provided guarantees or securities to parties covered under Section 185 of the Companies Act, 2013 ("the Act"). The Company has complied with the provisions of Section 186 of the Act in respect of loans granted, as applicable.
- v. The Company has not accepted any deposit, within the meaning of sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended) during the year hence, the reporting under clause 3(v) of the order is not applicable.
- vi. In our opinion and according to the information and explanations given to us the maintenance of cost records pursuant to the Companies (Cost Records and Audit) Rules, 2014 has not been specified by the Central Government under Section 148(1) of the Companies Act, 2013 for the business activities carried out by the Company. Hence, reporting under clause 3(vi) of the order is not applicable to the Company.
- vii. In respect of statutory dues
  - a. According to the information and explanations given to us and according to the books and records as produced and examined by us, in respect of statutory dues, the Company has been regular in depositing undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Goods & Service Tax, Cess and other material statutory dues as applicable with the appropriate authorities. As at last day of financial year, there were no amounts payable in respect of the aforesaid statutory dues outstanding for a period of more than six months from the date they became payable.
  - b. According to the information and explanations given to us, there were no disputed dues on account of the aforesaid statutory dues as at the year end and hence, reporting under clause 3(vii)(b) is not applicable.
- 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 transaction, previously unrecorded 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 books and records of the Company examined by us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
  - b. According to the information and explanation given to us and on the basis of our audit procedure, the Company has not been declared wilful defaulter by any bank or financial institution or other lenders.
  - c. In our opinion, and according to the information and explanations given to us, the term loans have been applied for the purposes for which they were obtained.
  - d. On an overall examination of the financial statements of the company, funds raised on short-term basis have not been used during the year for long-term purposes by the Company.
  - e. On an overall examination of the financial statements of the company, the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures. Hence, the requirement to report on clause 3(ix)(e) of the Order is not applicable to the Company.

- f. On an overall examination of the financial statements of the company, the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Hence, the requirement to report on clause 3(ix)(f) of the Order is not applicable to the Company.
- x.
- a. The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- b. According to the information and explanations given to us and on the basis of our examination of the records of the company, the company has complied with the requirements of Section 42 and Section 62 of the Companies Act, 2013 in respect of preferential allotment and has utilised such funds for the purposes for which they were raised.
- xi.
- a. To the best of our knowledge and according to the information and explanations given to us and on the basis of examination of the books and records of the Company, carried out in accordance with generally accepted auditing practices in India, no fraud by the Company or on the Company was noticed or reported during the year.
- b. According to the information and explanations given to me, No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report
- c. According to the information and explanations given to us including the representation made to us by the management of the Company, no whistle-blower complaints were received by the Company during the year and upto the date of this report hence, reporting under clause 3(xi)(c) of the Order is not applicable to the Company.
- xii. The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
- xiii. According to the information and explanations given by the management, transactions with the related parties are in compliance with Section 177 and 188 of Companies Act, 2013 where applicable and the details thereof have been disclosed in the financial statements, as required by the applicable Accounting Standards.
- xiv.
- a. In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- b. We have considered, the reports of Internal Auditor of the company issued for the period under audit.
- xv. In our opinion and according to the information and explanations given to us, during the year, Company has not entered into any non-cash transactions with its directors or persons connected with him and accordingly, the reporting under clause 3(xv) of the Order is not applicable to the Company.

xvi.

- a. The provisions of Section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company.
- b. In our Opinion and based on our examination, the Company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.
- c. In our opinion and based on our examination, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.
- d. According to the information and explanations given by the management, the Group does not have more than one CIC as part of the Group. Accordingly, the reporting under Clause 3(xvi)(d) is not applicable to the Company.

xvii. Based on our examination of books of accounts, the Company has not incurred any cash loss in the current as well as the immediately preceding financial year.

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

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 plans of the Board of Directors and management and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that my 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. The According to the information and explanations given to us, and based on our verification, the provisions of section 135 of the Act are not applicable to the Company. Hence, reporting under paragraph (xx)(a) to (b) of the Order is not applicable to the Company.

**For Ratan Chandak & Co. LLP**

**Chartered Accountants**

**Firm Reg. No.: 108696W/W101028**

**CA Jagadish Sate**

**Partner**

**Membership No.: 182936**

**UDIN: 26182935STDBMO3274**

**Place: Navi Mumbai**

**Date: 30/05/2026**



OneClick Logistics India Limited

CIN: U63040MH2022PLC395273

Address: Ajmera Sikova, 821-822, Lal Bahadur Shastri Marg, opposite Damodar Park, Nityanand Nagar, Ghatkopar West, Mumbai, Maharashtra 400086

Standalone Balance Sheet as at 31-March-2026

| (Rs in lakhs)                                           |      |                        |                        |
|---------------------------------------------------------|------|------------------------|------------------------|
| Particulars                                             | Note | As at<br>31-March-2026 | As at<br>31-March-2025 |
| <b>I. EQUITY AND LIABILITIES</b>                        |      |                        |                        |
| <b>(1) Shareholders' Funds</b>                          |      |                        |                        |
| (a) Share Capital                                       | 3    | 671.17                 | 360.38                 |
| (b) Reserves and Surplus                                | 4    | 7,692.02               | 1,032.87               |
| (c) Money Received against Share Warrants               |      | -                      | -                      |
| <b>Total</b>                                            |      | 8,363.19               | 1,393.25               |
| <b>(2) Share application money pending allotment</b>    |      | -                      | -                      |
| <b>(3) Non-current liabilities</b>                      |      |                        |                        |
| (a) Long Term Borrowings                                | 5    | 86.70                  | 36.25                  |
| (b) Deferred Tax Liabilities (Net)                      |      | -                      | -                      |
| (c) Other Long Term Liabilities                         |      | -                      | -                      |
| (d) Long Term Provisions                                | 6    | 30.89                  | 24.19                  |
| <b>Total</b>                                            |      | 117.59                 | 60.44                  |
| <b>(4) Current liabilities</b>                          |      |                        |                        |
| (a) Short Term Borrowings                               | 7    | 455.52                 | 95.96                  |
| (b) Trade Payables                                      | 8    |                        |                        |
| - Due to Micro and Small Enterprises                    |      | 32.82                  | 48.01                  |
| - Due to others                                         |      | 332.32                 | 193.63                 |
| (c) Other Current Liabilities                           | 9    | 44.52                  | 30.60                  |
| (d) Short Term Provisions                               | 10   | 75.42                  | 75.92                  |
| <b>Total</b>                                            |      | 940.60                 | 444.12                 |
| <b>Total Equity and Liabilities</b>                     |      | <b>9,421.38</b>        | <b>1,897.81</b>        |
| <b>II. ASSETS</b>                                       |      |                        |                        |
| <b>(1) Non-current assets</b>                           |      |                        |                        |
| (a) Property, Plant and Equipment and Intangible Assets |      |                        |                        |
| (i) Property Plant and Equipment                        | 11   | 244.24                 | 263.28                 |
| (ii) Intangible Assets                                  |      | -                      | -                      |
| (iii) Capital Work-in-progress                          |      | -                      | -                      |
| (iv) Intangible Assets under Development                |      | -                      | -                      |
| (b) Non Current Investments                             | 12   | 4,616.41               | 25.51                  |
| (c) Deferred Tax Assets (net)                           | 13   | 0.98                   | 1.57                   |
| (d) Long Term Loans and Advances                        | 14   | 250.00                 | 251.08                 |
| (e) Other Non Current Assets                            | 15   | 1.20                   | 0.48                   |
| <b>Total</b>                                            |      | 5,112.83               | 541.92                 |
| <b>(2) Current assets</b>                               |      |                        |                        |
| (a) Current Investments                                 |      | -                      | -                      |
| (b) Inventories                                         |      | -                      | -                      |
| (c) Trade Receivables                                   | 16   | 984.45                 | 920.80                 |
| (d) Cash and Cash Equivalents                           | 17   | 3,030.84               | 244.97                 |
| (e) Short Term Loans and Advances                       | 18   | 171.56                 | 146.22                 |
| (f) Other Current Assets                                | 19   | 121.70                 | 43.90                  |
| <b>Total</b>                                            |      | 4,308.55               | 1,355.89               |
| <b>Total Assets</b>                                     |      | <b>9,421.38</b>        | <b>1,897.81</b>        |

See accompanying notes to the financial statements

1-55

As per our report of even date  
For RATAN CHANDAK & CO LLP  
Chartered Accountants  
Firm's Registration No. 108696W/W101028

CA Jagadish Sate  
Partner  
Membership No. 182935  
UDIN: 26182935-18BM03274

For and on behalf of the Board of  
OneClick Logistics India Limited

Rajan Shivram Mote  
Whole Time Director and CFO  
7946637

Ashish Nayak  
Company Secretary  
AMIPN0609C

Mahesh Liladhar Bhanushali  
Managing Director  
7946644

Place: Navi Mumbai  
Date: 30-May-2026

Place: Mumbai  
Date: 30-May-2026

**OneClick Logistics India Limited**

CIN: U63040MH2022PLC395273

Address: Ajmera Sikova, 821-822, Lal Bahadur Shastri Marg, opposite Damodar Park, Nityanand Nagar, Ghatkopar West, Mumbai, Maharashtra 400086

**Standalone Statement of Profit and loss for the year ended 31-March-2026**

(Rs in lakhs)

| Particulars                                                            | Note | Year ended on<br>31-March-2026 | Year ended on<br>31-March-2025 |
|------------------------------------------------------------------------|------|--------------------------------|--------------------------------|
| Revenue from Operations                                                | 20   | 4,981.69                       | 4,417.48                       |
| Other Income                                                           | 21   | 31.05                          | 8.36                           |
| <b>Total Income</b>                                                    |      | <b>5,012.74</b>                | <b>4,425.84</b>                |
| <b>Expenses</b>                                                        |      |                                |                                |
| Cost of Material Consumed                                              |      | -                              | -                              |
| Freight, handling and service cost                                     | 22   | 4,416.99                       | 3,899.84                       |
| Change in Inventories of Work in Progress and Finished Goods           |      | -                              | -                              |
| Employee Benefit Expenses                                              | 23   | 202.04                         | 135.08                         |
| Finance Costs                                                          | 24   | 46.95                          | 20.77                          |
| Depreciation and Amortization Expenses                                 | 25   | 28.46                          | 26.38                          |
| Other Expenses                                                         | 26   | 88.93                          | 59.09                          |
| <b>Total Expenses</b>                                                  |      | <b>4,783.37</b>                | <b>4,141.16</b>                |
| <b>Profit/(Loss) before Exceptional and Extraordinary Item and Tax</b> |      | <b>229.37</b>                  | <b>284.68</b>                  |
| Exceptional Item                                                       |      | -                              | -                              |
| <b>Profit/(Loss) before Extraordinary Item and Tax</b>                 |      | <b>229.37</b>                  | <b>284.68</b>                  |
| Prior Period Item                                                      |      | -                              | -                              |
| Extraordinary Item                                                     |      | -                              | -                              |
| <b>Profit/(Loss) before Tax</b>                                        |      | <b>229.37</b>                  | <b>284.68</b>                  |
| Tax Expenses                                                           | 27   |                                |                                |
| - Current Tax                                                          |      | 58.53                          | 70.53                          |
| - Deferred Tax                                                         |      | 0.59                           | 0.37                           |
| - Prior Period Taxes                                                   |      | 1.54                           | -                              |
| <b>Profit/(Loss) for the Period from Continuing Operations</b>         |      | <b>168.71</b>                  | <b>213.78</b>                  |
| Profit/(Loss) from Discontinuing Operation (before Tax)                |      | -                              | -                              |
| Tax Expenses of Discontinuing Operation                                |      | -                              | -                              |
| Profit/(Loss) from Discontinuing Operation (after Tax)                 |      | -                              | -                              |
| <b>Profit/(Loss) for the Period</b>                                    |      | <b>168.71</b>                  | <b>213.78</b>                  |
| Earnings Per Share (Face Value per Share Rs.10 each)                   |      |                                |                                |
| -Basic (In Rs.)                                                        | 28   | 3.29                           | 5.93                           |
| -Diluted (In Rs.)                                                      | 28   | 3.29                           | 5.93                           |

See accompanying notes to the financial statements

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As per our report of even date

**For RATAN CHANDAK & CO LLP**

Chartered Accountants

Firm's Registration No. 108696W/W101028

**CA Jagadish Sat**

Partner

Membership No. 182935

UDIN: 26182935TDBMO3274



For and on behalf of the Board of

OneClick Logistics India Limited

**Rajan Shivram Mote**

Whole Time Director and CFO

7946637

**Ashish Nayak**

Company Secretary

AMIPN0609C

**Mahesh Liladhar Bhanushali**

Managing Director

7946644

Place: Navi Mumbai

Date: 30-May-2026

Place: Mumbai

Date: 30-May-2026

OneClick Logistics India Limited

CIN: U63040MH2022PLC395273

Address: Ajmera Sikova, 821-822, Lal Bahadur Shastri Marg, opposite Damodar Park, Nityanand Nagar, Ghatkopar West, Mumbai, Maharashtra 400086

**Standalone Cash Flow Statement for the year ended As at 31-March-2026**

(Rs in lakhs)

| Particulars                                                   | Note | Year ended on<br>31-March-2026 | Year ended on<br>31-March-2025 |
|---------------------------------------------------------------|------|--------------------------------|--------------------------------|
| <b>CASH FLOW FROM OPERATING ACTIVITIES</b>                    |      |                                |                                |
| Net Profit before tax                                         |      | 229.37                         | 284.68                         |
| Depreciation and Amortisation Expense                         |      | 28.46                          | 26.38                          |
| Interest Income                                               |      | (28.65)                        | (1.02)                         |
| Finance Costs                                                 |      | 46.95                          | 20.77                          |
| <b>Operating Profit before working capital changes</b>        |      | <b>276.13</b>                  | <b>330.81</b>                  |
| <b>Adjustment for:</b>                                        |      |                                |                                |
| Trade Receivables                                             |      | (63.65)                        | (211.37)                       |
| Loans and Advances                                            |      | 23.53                          | 17.51                          |
| Other Current Assets                                          |      | (127.38)                       | (14.29)                        |
| Other Non current Assets                                      |      | -                              | 13.03                          |
| Trade Payables                                                |      | 123.50                         | 52.81                          |
| Other Current Liabilities                                     |      | 14.74                          | 0.60                           |
| Short-term Provisions                                         |      | 8.49                           | (31.67)                        |
| Long-term Provisions                                          |      | 6.71                           | 7.47                           |
| Cash (Used in)/Generated from Operations                      |      | 262.08                         | 164.93                         |
| Tax paid(Net)                                                 |      | 69.89                          | 31.67                          |
| <b>Net Cash (Used in)/Generated from Operating Activities</b> |      | <b>192.19</b>                  | <b>133.25</b>                  |
| <b>CASH FLOW FROM INVESTING ACTIVITIES</b>                    |      |                                |                                |
| Purchase of Property, Plant and Equipment                     |      | (8.34)                         | (12.03)                        |
| Purchase of Investments Property                              |      | (89.32)                        | -                              |
| Purchase of Equity Instruments                                |      | (4,501.58)                     | (25.51)                        |
| Interest received                                             |      | 28.65                          | 1.02                           |
| <b>Net Cash (Used in)/Generated from Investing Activities</b> |      | <b>(4,570.59)</b>              | <b>(36.52)</b>                 |
| <b>CASH FLOW FROM FINANCING ACTIVITIES</b>                    |      |                                |                                |
| Proceeds from Issue of Share Capital                          |      | 6,801.23                       | (7.01)                         |
| Proceeds from Long Term Borrowings                            |      | 56.19                          | (97.83)                        |
| Proceeds from Short Term Borrowings                           |      | 353.81                         | 6.15                           |
| Interest Paid                                                 |      | (46.95)                        | (20.77)                        |
| <b>Net Cash (Used in)/Generated from Financing Activities</b> |      | <b>7,164.28</b>                | <b>(119.46)</b>                |
| <b>Net Increase/(Decrease) in Cash and Cash Equivalents</b>   |      | <b>2,785.88</b>                | <b>(22.73)</b>                 |
| Opening Balance of Cash and Cash Equivalents                  |      | 244.97                         | 267.71                         |
| <b>Closing Balance of Cash and Cash Equivalents</b>           | 17   | <b>3,030.84</b>                | <b>244.97</b>                  |

| Components of cash and cash equivalents                                       | Year ended on<br>31-March-2026 | Year ended on<br>31-March-2025 |
|-------------------------------------------------------------------------------|--------------------------------|--------------------------------|
| Cash on hand                                                                  | 10.22                          | 11.09                          |
| Balances with banks in current accounts                                       | 2,857.93                       | 232.26                         |
| Bank Deposit having maturity of less than 3 months                            | 160.95                         | -                              |
| <b>Cash and cash equivalents as per Cash Flow Statement</b>                   | <b>3,029.10</b>                | <b>243.35</b>                  |
| <b>Other Bank Balance</b>                                                     |                                |                                |
| Bank Deposit having maturity of greater than 3 months and less than 12 months | 1.74                           | 1.62                           |
| Bank Deposit having maturity of greater than 12 months                        | -                              | -                              |
| Less: Deposits reclassified to other non current assets                       | -                              | -                              |
| <b>Cash and bank balance as per Balance Sheet</b>                             | <b>3,030.84</b>                | <b>244.97</b>                  |

**Note:**

The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in the Accounting Standard 3 (AS-3), "Cash Flow

See accompanying notes to the financial statements

1-55

As per our report of even date

For **RATAN CHANDAK & CO LLP**

Chartered Accountants

Firm's Registration No. 108696W/W101028



**CA Jagadish Sate**

Partner

Membership No. 182935

UDIN: 26182935STDBMO3274

Place: Navi Mumbai

Date: 30-May-2026

For and on behalf of the Board of  
**OneClick Logistics India Limited**

**Rajan Shivram Mote**

Whole Time Director and CFO

7946637

**Ashish Nayak**

Company Secretary

AMIPN0609C

**Mahesh Liladhar Bhanushali**

Managing Director

7946644

Place: Mumbai

Date: 30-May-2026

## 1 COMPANY INFORMATION

The Company was incorporated on 14 December 2022 under the provisions of Companies Act 2013. The Company is engaged in business of clearing and forwarding services. Subsequently it acquired entire running business with assets and liabilities of OneClick Logistics LLP, vide business transfer agreement dated 10 February 2023.

## 2 SIGNIFICANT ACCOUNTING POLICIES

### a Basis of Preparation

1. These financial statements have been prepared in accordance with the Generally Accepted Accounting Principles in India ('Indian GAAP') to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013, as applicable. The financial statements have been prepared under the historical cost convention on accrual basis, except for certain current investments which are valued at lower of cost and fair value as required under AS 13

2. Accounting policies not specifically referred to otherwise are consistent with generally accepted accounting principles.

3. The Company generally follows mercantile system of accounting and all income and expenditure items having a material bearing on the financial statements are recognised on accrual basis.

### b Use of Estimates

The preparation of Financial Statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Differences between the actual results and estimates are recognised in the period in which the results are known/materialised.

### c Property, Plant and Equipment

Property, Plant and Equipment are stated at cost, less accumulated depreciation / amortisation. Costs include all expenses incurred to bring the asset to its present location and condition.

Property, Plant and Equipment exclude computers and other assets individually costing Rs. XXXX or less which are not capitalised except when they are part of a larger capital investment programme. Property, Plant and Equipment are accounted as per AS 10.

### d Depreciation and amortization

Depreciation has been provided on the Fixed Asset on the Straight Line Method (SLM) and the useful lives adopted by the Company are in accordance with or shorter than those prescribed under Schedule II of the Companies Act, 2013, based on management's technical assessment.

Depreciation on assets acquired/disposed of during the year is provided on a pro-rata basis from/up to the date of acquisition/disposal.

The residual value of all assets is assumed to be 5% of the original cost unless technically assessed otherwise.

The useful life of the Assets has been taken as below;

| Type of Assets         | Useful Life |
|------------------------|-------------|
| Buildings              | 30 Years    |
| Plant and Equipment    | 15 Years    |
| Furniture and Fixtures | 10 Years    |
| Vehicles               | 8 Years     |
| Office equipment       | 5 Years     |
| Computers              | 3 Years     |

### e Impairment of assets

At each balance sheet date, the management reviews the carrying amounts of its assets included in each cash generating unit to determine whether there is any indication that those assets were impaired. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of impairment. Recoverable amount is the higher of an asset's net selling price and value in use. In assessing value in use, the estimated future cash flows expected from the continuing use of the asset and from its disposal are discounted to their present value using a pre-tax discount rate that reflects the current market assessments of time value of money and the risks specific to the asset. Impairment losses recognised in prior periods are reversed if there has been a change in estimates. Such reversal is recognised in the Statement of Profit and Loss, to the extent that the carrying amount does not exceed what it would have been had no impairment been recognised. Impairment loss on goodwill, if any, is not reversed.

### f Leases

Assets taken on lease by the Company in its capacity as lessee, where the Company has substantially all the risks and rewards of ownership are classified as finance lease. Such a lease is capitalised at the inception of the lease at lower of the fair value or the present value of the minimum lease payments and a liability is recognised for an equivalent amount. Each lease rental paid is allocated between the liability and the interest cost so as to obtain a constant periodic rate of interest on the outstanding liability for each year.

Lease arrangements where the risks and rewards incidental to ownership of an asset substantially vest with the lessor, are recognised as operating leases. Lease rentals under operating leases are recognised in the statement of profit and loss on a straight-line basis, unless another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed. Lease payments under cancellable and non-cancellable operating leases are disclosed as required under AS 19.

**g Investment**

Investments are classified as long-term or current in accordance with AS 13. Long-term investments are carried at cost. Provision for diminution in value of long-term investments is made only when such diminution is other than temporary in nature. Current investments are carried at the lower of cost or fair value, determined on an individual investment basis.

**h Inventories**

Accordingly, AS 2 – Valuation of Inventories is not applicable to the Company as engaged in rendering services and does not hold any inventories.

**i Cash and cash equivalents**

Cash and cash equivalents as used in the Cash Flow Statement (prepared under AS 3 – Cash Flow Statements) comprise cash in hand, cheques on hand, balances with banks in current accounts, demand deposits and short-term highly liquid investments that are readily convertible into known amounts of cash and are subject to an insignificant risk of changes in value. Such investments are generally those with original maturities of three months or less from the date of acquisition.

**j Revenue recognition**

**Revenue from Services**

1. Revenue is recognised upon transfer of control of promised product or services to customer in an amount that reflect the consideration which the company expects to receive in exchange for those product or services for the consideration received or receivable, which is generally the transaction price.

2. Revenue from logistics/clearing services is recognised upon completion of services, i.e., when the consignment has been cleared and delivered to the destination point.

3. Referral fees are recognised as revenue when the right to receive such fees is established upon final confirmation from the customer.

4. Unbilled revenue represents the value of services rendered for which invoices have not been raised as at the Balance Sheet date due to completion of partial services. Such revenue is recognised on an accrual basis and disclosed as Unbilled Revenue.

**k Employee Benefits**

**Post-employment benefit plans**

Contributions to defined contribution retirement benefit schemes are recognised as expense when employees have rendered services entitling them to such benefits. For defined benefit schemes, the cost of providing benefits is determined using the Projected Unit Credit Method, with actuarial valuations being carried out at each balance sheet date. Actuarial gains and losses are recognised in full in the statement of profit and loss for the period in which they occur. Past service cost is recognised immediately to the extent that the benefits are already vested, or amortised on a straight-line basis over the average period until the benefits become vested. The retirement benefit obligation recognised in the balance sheet represents the present value of the defined benefit obligation as adjusted for unrecognised past service cost, and as reduced by the fair value of scheme assets. Any asset resulting from this calculation is limited to the present value of available refunds and reductions in future contributions to the scheme.

The Gratuity liability which is determined on the basis of valuation carried out by an independent actuary (under projected unit credit method) at the Balance Sheet date.

Leave encashment : Company does not have any policy related to encashment of leave pending at the end of the year/period or during the year, hence no provision is made.

**Other employee benefits**

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees is recognised during the period when the employee renders the service. These benefits include compensated absences such as paid annual leave, overseas social security contributions and performance incentives.

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as an actuarially determined liability at the present value of the defined benefit obligation at the balance sheet date.

**l Borrowing Cost**

Borrowing costs are accounted in accordance with AS 16. Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur in the Statement of Profit and Loss. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

**m Foreign currency transactions**

In preparing the financial statements of the company, transaction in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the date of transaction. Foreign Exchange losses and gain resulting from the settlement of such transaction are generally recognised in profit or loss in the year in which they arise.

**n Taxation**

**Current tax**

Current income tax expense comprises taxes on income from operations in India and in foreign jurisdictions. Income tax payable in India is determined in accordance with the provisions of the Income Tax Act, 1961. Tax expense relating to foreign operations is determined in accordance with tax laws applicable in countries where such operations are domiciled.

Minimum Alternative Tax (MAT) paid in accordance with the tax laws in India, which gives rise to future economic benefits in the form of adjustment of future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax after the tax holiday period. Accordingly, MAT is recognised as an asset in the balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with it will fructify.

Deferred tax expense or benefit is recognised on timing differences being the difference between taxable income and accounting income that originate in one period and is likely to reverse in one or more subsequent periods. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

Advance taxes and provisions for current income taxes are presented in the balance sheet after off-setting advance tax paid and income tax provision arising in the same tax jurisdiction for relevant tax paying units and where the Company is able to and intends to settle the asset and liability on a net basis.

The Company offsets deferred tax assets and deferred tax liabilities if it has a legally enforceable right and these relate to taxes on income levied by the same governing taxation laws.

#### Deferred tax

Deferred tax expense or benefit is recognised on timing differences being the difference between taxable income and accounting income that originate in one period and is likely to reverse in one or more subsequent periods. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

The Company offsets deferred tax assets and deferred tax liabilities if it has a legally enforceable right and these relate to taxes on income levied by the same governing taxation laws.

#### o Earnings Per Shares

Basic earnings per share is computed by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the net profit or loss attributable to equity shareholders (after adjusting for effects of dilutive potential equity shares) by the weighted average number of equity shares and dilutive potential equity shares outstanding during the period. Earnings per share are computed in accordance with AS 20 – Earnings Per Share.

#### p Provisions, Contingent liabilities and Contingent assets

A provision is recognised when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made. Provisions (excluding retirement benefits and compensated absences) are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognised in the financial statements. A contingent asset is neither recognised nor disclosed in the financial statements. Contingent assets are not recognised in the financial statements but are disclosed when an inflow of economic benefits is probable.

As per our report of even date

For **RATAN CHANDAK & CO LLP**

Chartered Accountants

Firm's Registration No. 108696W/W101028



Partner

Membership No. 182935

UDIN: 26182935STDBMO3274

Place: Navi Mumbai

Date: 30-May-2026

**Rajan Shivram Mote**  
Whole Time Director and CFO  
7946637

**Ashish Nayak**  
Company Secretary  
AMIPN0609C

For and on behalf of the Board of  
**OneClick Logistics India Limited**

**Mahesh Liladkar Bhanushali**  
Managing Director  
7946644

Place: Mumbai

Date: 30-May-2026

### 3 Share Capital

(Rs in lakhs)

| Particulars                                                                             | As at<br>31-March-2026 | As at<br>31-March-2025 |
|-----------------------------------------------------------------------------------------|------------------------|------------------------|
| <b>Authorised Share Capital</b>                                                         |                        |                        |
| Equity Shares, of Rs. 10 each, 1,20,00,000 (Previous Year -45,00,000) Equity Shares     | 1,200.00               | 450.00                 |
| <b>Issued, Subscribed and Fully Paid up Share Capital</b>                               |                        |                        |
| Equity Shares, of Rs. 10 each, 6711723 (Previous Year -36,03,800) Equity Shares paid up | 671.17                 | 360.38                 |
| <b>Total</b>                                                                            | <b>671.17</b>          | <b>360.38</b>          |

- a) The Company has allotted 10,00,800 equity shares of face value of Rs.10/- through Initial Public Offer.
- b) Vide as per business transfer agreement dated 10th February 2023 the Company has to allot 44800 shares at the price of Rs. 580/- of Rs. 10 each, including share premium of Rs. 570/- to partners of Oneclick Logistics LLP, which has been allotted as on 04/04/2023 vide resolution dated 29/03/2023.
- c) The company has issued 25,48,200 equity shares of face value of Rs. 10/- each to eligible shareholders by the way of Bonus Issue.
- d) The Company has increased its Authorised Share Capital from Rs. 4,50,00,000/- divided into 45,00,000 equity shares of Rs. 10/- each to Rs. 6,00,00,000/- divided into 60,00,000 equity shares of Rs. 10/- each vide Ordinary Resolution passed at the Extra-Ordinary General Meeting held on 19th June, 2025.
- e) Further, pursuant to Special Resolution passed at the Extra-Ordinary General Meeting held on 19th June, 2025, the Company allotted 19,89,363 equity shares of face value of Rs.10/- each on preferential basis at an issue price of Rs.168/- per share including premium of Rs.158/- per share on 04th July, 2025.
- f) Further, pursuant to Ordinary Resolution passed at the Extra-Ordinary General Meeting held on 20th February, 2026, the Company increased its Authorised Share Capital from Rs.6,00,00,000/- divided into 60,00,000 equity shares of Rs.10/- each to Rs.12,00,00,000/- divided into 1,20,00,000 equity shares of Rs.10/- each by creation of additional 60,00,000 equity shares ranking pari-passu with the existing equity shares of the Company.
- g) Further, the Company made a Rights Issue and allotted 11,18,560 Rights Equity Shares of face value of Rs.10/- each in the ratio of 1:5 at an issue price of Rs.313/- per share including premium of Rs.303/- per share on 17th March, 2026.

#### (i) Reconciliation of number of shares

| Particulars            | As at 31-March-2026 |               | As at 31-March-2025 |               |
|------------------------|---------------------|---------------|---------------------|---------------|
|                        | No. of shares       | (Rs in lakhs) | No. of shares       | (Rs in lakhs) |
| Equity Shares          |                     |               |                     |               |
| Opening Balance        | 36,03,800           | 360.38        | 10,000              | 1.00          |
| Issued during the year | 31,07,923           | 310.79        | 35,93,800           | 359.38        |
| Deletion               | -                   | -             | -                   | -             |
| <b>Closing balance</b> | <b>67,11,723</b>    | <b>671.17</b> | <b>36,03,800</b>    | <b>360.38</b> |

#### (ii) Rights, preferences and restrictions attached to shares

Equity Shares: The Company has one class of equity shares. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

#### (iii) Details of Shares held by shareholders holding more than 5% of the aggregate shares in the company

| Equity Shares<br>Name of Shareholder | As at 31-March-2026 |       | As at 31-March-2025 |        |
|--------------------------------------|---------------------|-------|---------------------|--------|
|                                      | No. of shares       | In %  | No. of shares       | In %   |
| MAHESH BHANUSHALI                    | 5,14,495            | 7.67% | 3,60,495            | 10.00% |
| RAJAN MOTE                           | 4,22,470            | 6.29% | 3,60,470            | 10.00% |

(iv) Shares held by Promoters at the end of the year As at 31-March-2026

| Name of Promoter             | Class of Shares | No. of Shares | % of total shares | % Change during the year |
|------------------------------|-----------------|---------------|-------------------|--------------------------|
| MAHESH LILADHAR BHANUSHALI   | Equity          | 5,14,495      | 7.67%             | -23.30%                  |
| RAJAN SHIVRAM MOTE           | Equity          | 4,22,470      | 6.29%             | -37.10%                  |
| PROMOTERS GROUP              | Equity          |               |                   |                          |
| ANJANA SHIVRAM MOTE          | Equity          | 26,030        | 0.72%             | 0.00%                    |
| LILADHAR TULSIDAS BHANUSHALI | Equity          | 13,015        | 0.36%             | 0.00%                    |
| RUPAL MAHESH BHANUSHALI      | Equity          | 830           | 0.02%             | -96.81%                  |
| SAKRI LILADHAR BHANUSHALI    | Equity          | 830           | 0.02%             | -96.81%                  |
| MEGHA KETAN BHANUSHALI       | Equity          | 10,640        | 0.30%             | 0.00%                    |
| SITABAI SHIVRAM MOTE         | Equity          | 21,280        | 0.59%             | 0.00%                    |

Shares held by Promoters at the end of the year As at 31-March-2025

| Name of Promoter             | Class of Shares | No. of Shares | % of total shares | % Change during the year |
|------------------------------|-----------------|---------------|-------------------|--------------------------|
| MAHESH LILADHAR BHANUSHALI   | Equity          | 3,60,495      | 10.00%            | -68.59%                  |
| RAJAN SHIVRAM MOTE           | Equity          | 3,60,470      | 10.00%            | -68.66%                  |
| PROMOTERS GROUP              | Equity          |               |                   |                          |
| ANAND JADHAVJI BHANUSHALI    | Equity          | -             | 0.00%             | -100.00%                 |
| ANJANA SHIVRAM MOTE          | Equity          | 26,030        | 0.72%             | 0.00%                    |
| LILADHAR TULSIDAS BHANUSHALI | Equity          | 13,015        | 0.36%             | 0.00%                    |
| RUPAL MAHESH BHANUSHALI      | Equity          | 830           | 0.02%             | -96.81%                  |
| SAKRI LILADHAR BHANUSHALI    | Equity          | 830           | 0.02%             | -96.81%                  |
| MEGHA KETAN BHANUSHALI       | Equity          | 10,640        | 0.30%             | 0.00%                    |
| SITABAI SHIVRAM MOTE         | Equity          | 21,280        | 0.59%             | 0.00%                    |

(v) Equity shares movement during 5 years preceding to 31-March-2026

| Particulars                                  | Year 1    | Year 2 | Year 3    | Year 4 | Year 5 |
|----------------------------------------------|-----------|--------|-----------|--------|--------|
| Equity shares issued as bonus                | -         | -      | 25,48,200 | -      | -      |
| Equity shares issued for cash                | 31,07,923 | -      | 10,00,800 | 10,000 | -      |
| Equity shares issued for consideration other | -         | -      | 44,800    | -      | -      |

a) The Company made a Rights Issue and allotted 11,18,560 Rights Equity Shares of face value Rs.10/- each in the ratio of 1:5.

b) The Company allotted 19,89,363 equity shares of face value of Rs.10/- each on preferential basis.

c) The company has issued 25,48,200 equity shares of face value of Rs. 10/- each to eligible shareholders by the way of Bonus Issue.

d) Additionally, the Company has allotted 10,00,800 equity shares of face value of Rs.10/- through Initial Public Offer.

e) The company has allotted 44,800 equity shares of face value of Rs. 10/- each for consideration other than cash.

f) Upon incorporation of the company, 10,000 equity shares were issued as initial subscription.

4 Reserves and Surplus

(Rs in lakhs)

| Particulars                          | As at 31-March-2026 | As at 31-March-2025 |
|--------------------------------------|---------------------|---------------------|
| <b>Securities Premium</b>            |                     |                     |
| Opening Balance                      | 734.24              | 741.25              |
| Add: Issue of Shares                 | 6,532.43            | -                   |
| (Add)/Less: IPO Expenses             | 41.99               | 7.01                |
| Closing Balance                      | 7,224.68            | 734.24              |
| <b>Statement of Profit and loss</b>  |                     |                     |
| Balance at the beginning of the year | 298.63              | 84.85               |
| Add: Profit/(loss) during the year   | 168.71              | 213.78              |
| Balance at the end of the year       | 467.34              | 298.63              |
| <b>Total</b>                         | <b>7,692.02</b>     | <b>1,032.87</b>     |

## 5 Long Term Borrowings

(Rs in lakhs)

| Particulars                   | As at<br>31-March-2026 | As at<br>31-March-2025 |
|-------------------------------|------------------------|------------------------|
| Secured Term loans from banks | 86.70                  | 36.25                  |
| <b>Total</b>                  | <b>86.70</b>           | <b>36.25</b>           |

### Borrowings includes

(Rs in lakhs)

| Particulars               | As at<br>31-March-2026 | As at<br>31-March-2025 |
|---------------------------|------------------------|------------------------|
| Car Loan-Bajaj Serv       | 8.13                   | 12.70                  |
| Car Loan-HDFC             | 16.63                  | 23.55                  |
| RBL Loan Against Property | 61.95                  | -                      |
| <b>Total</b>              | <b>86.70</b>           | <b>36.25</b>           |

### Particulars of Long term Borrowings

| Name of Lender/Type of Loan | Nature of Security | Rate of Interest | Monthly Installments | No of Installment |
|-----------------------------|--------------------|------------------|----------------------|-------------------|
| Car Loan-Bajaj Serv         | Secured            | 8.90%            | 46007                | 60                |
| Car Loan-HDFC               | Secured            | 9.44%            | 73292                | 60                |
| RBL Loan Against Property   | Secured            | 8.60%            | 86049                | 117               |

a) Bajaj Finserv Car Loan, Sanctioned Amount - Rs.2,221,485/-

The Company has obtained Car loan from Bajaj Finserv at the interest rate of 8.9% per annum. This loan is secured against Car.

b) HDFC Car loan, Sanctioned Amount - Rs.3,518,360

The Company has obtained Car loan from HDFC bank at the interest rate of 9.44% per annum. This loan is secured against Car.

c) RBL Bank Term Loan, Sanctioned Amount - Rs.68,00,000/-

The Company has availed a Term Loan facility from RBL Bank Limited amounting to Rs.68,00,000/- for takeover of existing loan from HDFC Bank. The facility carries interest at RBI Repo Rate plus applicable spread of 3.35% per annum, payable at monthly rests. The loan is repayable in 117 equal monthly instalments. The facility is secured by hypothecation of current assets and mortgage of office premises.

## 6 Long Term Provisions

(Rs in lakhs)

| Particulars                                                 | As at<br>31-March-2026 | As at<br>31-March-2025 |
|-------------------------------------------------------------|------------------------|------------------------|
| Provision for employee benefits<br>- Provision for Gratuity | 30.89                  | 24.19                  |
| <b>Total</b>                                                | <b>30.89</b>           | <b>24.19</b>           |

## 7 Short Term Borrowings

(Rs in lakhs)

| Particulars                                       | As at<br>31-March-2026 | As at<br>31-March-2025 |
|---------------------------------------------------|------------------------|------------------------|
| Current maturities of long-term debt              | 16.25                  | 10.51                  |
| Secured Loans repayable on demand from banks      | 402.72                 | 11.12                  |
| Unsecured Loans and advances from related parties | 36.55                  | 74.33                  |
| <b>Total</b>                                      | <b>455.52</b>          | <b>95.96</b>           |

**Borrowings includes**

(Rs in lakhs)

| Particulars               | As at<br>31-March-2026 | As at<br>31-March-2025 |
|---------------------------|------------------------|------------------------|
| Car Loan- Bajaj Serv      | 4.57                   | 4.19                   |
| Car Loan- HDFC            | 6.93                   | 6.32                   |
| Loan from Directors       | 36.55                  | 74.34                  |
| HDFC OD A/C               | -                      | 11.12                  |
| RBL CC A/C                | 402.72                 | -                      |
| RBL Loan Against Property | 4.75                   | -                      |
| <b>Total</b>              | <b>455.52</b>          | <b>95.96</b>           |

**Particulars of Short term Borrowings**

| Name of Lender/Type of Loan | Rate of Interest | Nature of Security                                       |
|-----------------------------|------------------|----------------------------------------------------------|
| HDFC Loan Against Property  | 9.75%            | Secured against Property                                 |
| Car Loan- Bajaj Serv        | 8.90%            | Secured                                                  |
| Car Loan- HDFC              | 9.44%            | Secured                                                  |
| Loan From directors         | 0.00%            | Unsecured                                                |
| HDFC BANK OD A/C            | 11.00%           | Cash Credit against Current assets/ stock and bad debts, |
| RBL BANK CC A/C             | 8.50%            | Secured against current assets and mortgage of immovable |
| RBL Loan Against Property   | 8.60%            | Secured against current assets and mortgage of immovable |

a) Bajaj Finserv Car Loan, Sanctioned Amount - Rs.2,221,485/-

The Company has obtained Car loan from Bajaj Finserv at the interest rate of 8.9% per annum. This loan is secured against Car.

b) HDFC Car loan, Sanctioned Amount - Rs.3,518,360

The Company has obtained Car loan from HDFC bank at the interest rate of 9.44% per annum. This loan is secured against Car.

c) HDFC Bank A/C No - 50200106177301, Sanctioned Amount - Rs.4,00,00,000/-

The Company has obtained a Cash Credit facility from HDFC Bank at an interest rate of 11% per annum. This facility is secured by a margin of 40% on the Company's Debtors upto 90 days. The Primary security details for this facility include current assets/stock and Book debts, CGTSME Cover as Collateral security. Additionally, the loan is backed by the personal guarantees of the Directors, Mr. Rajan Mote and Mr. Mahesh Bhanushali.

d) RBL Bank CC A/c - 609001287764, Sanctioned Amount - Rs.4,00,00,000/-

The Company has availed a Cash Credit facility from RBL Bank Limited amounting to Rs.4,00,00,000/- for meeting its working capital requirements. The facility carries interest at RBL Repo Rate plus applicable spread, resulting in an effective interest rate of approximately 11.50% per annum, payable at monthly rests. The facility is secured by hypothecation of stock and book debts of the Company and mortgage of office premises No 1201, 821 and 822 situated at Ajmera Sikova Road, LBS Marg, Ghatkopar (West), Mumbai. The said facility is further supported by personal guarantees of Mr. Rajan Mote and Mr. Mahesh Bhanushali.

e) RBL Bank Term Loan, Sanctioned Amount - Rs.68,00,000/-

The Company has availed a Term Loan facility from RBL Bank Limited amounting to Rs.68,00,000/- for takeover of existing loan from HDFC Bank. The facility carries interest at RBI Repo Rate plus applicable spread of 3.35% per annum, payable at monthly rests. The loan is repayable in 117 equal monthly instalments. The facility is secured by hypothecation of current assets and mortgage of office premises.

**8 Trade Payables**

(Rs in lakhs)

| Particulars                        | As at<br>31-March-2026 | As at<br>31-March-2025 |
|------------------------------------|------------------------|------------------------|
| Due to Micro and Small Enterprises | 32.82                  | 48.01                  |
| Due to others                      | 332.32                 | 193.63                 |
| <b>Total</b>                       | <b>365.14</b>          | <b>241.64</b>          |

**8.1 Trade Payables ageing schedule as at 31-March-2026**

(Rs in lakhs)

| Particulars           | Outstanding for following periods from due date of payment |           |           |                   | Total         |
|-----------------------|------------------------------------------------------------|-----------|-----------|-------------------|---------------|
|                       | Less than 1 year                                           | 1-2 years | 2-3 years | More than 3 years |               |
| MSME                  | 30.66                                                      | 2.09      | 0.07      | -                 | 32.82         |
| Others                | 288.59                                                     | 9.85      | 5.25      | 28.63             | 332.32        |
| Disputed dues- MSME   |                                                            |           |           |                   | -             |
| Disputed dues- Others |                                                            |           |           |                   | -             |
| <b>Sub total</b>      |                                                            |           |           |                   | <b>365.14</b> |
| MSME - Undue          |                                                            |           |           |                   |               |
| Others - Undue        |                                                            |           |           |                   |               |
| <b>Total</b>          |                                                            |           |           |                   | <b>365.14</b> |

**8.2 Trade Payables ageing schedule as at 31-March-2025**

(Rs in lakhs)

| Particulars            | Outstanding for following periods from due date of payment |           |           |                   | Total         |
|------------------------|------------------------------------------------------------|-----------|-----------|-------------------|---------------|
|                        | Less than 1 year                                           | 1-2 years | 2-3 years | More than 3 years |               |
| MSME                   | 46.77                                                      | 1.08      | 0.16      |                   | 48.01         |
| Others                 | 155.10                                                     | 10.08     | 1.31      | 27.14             | 193.63        |
| Disputed dues- MSME    |                                                            |           |           |                   | -             |
| Disputed dues- Others  |                                                            |           |           |                   | -             |
| <b>Sub total</b>       |                                                            |           |           |                   | <b>241.64</b> |
| MSME - Undue           |                                                            |           |           |                   | -             |
| Others - Undue         |                                                            |           |           |                   | -             |
| MSME - Unbilled dues   |                                                            |           |           |                   | -             |
| Others - Unbilled dues |                                                            |           |           |                   | -             |
| <b>Total</b>           |                                                            |           |           |                   | <b>241.64</b> |

**9 Other Current Liabilities**

(Rs in lakhs)

| Particulars                                                                                            | As at<br>31-March-2026 | As at<br>31-March-2025 |
|--------------------------------------------------------------------------------------------------------|------------------------|------------------------|
| Application money received for allotment of securities and due for refund and interest accrued thereon | 0.02                   | -                      |
| Statutory dues                                                                                         |                        |                        |
| -ESIC PAYABLE                                                                                          | 0.06                   | 0.22                   |
| -GST payable                                                                                           | 10.82                  | 10.83                  |
| -PF PAYABLE                                                                                            | 1.35                   | 1.21                   |
| -PT PAYABLE                                                                                            | 0.56                   | 0.45                   |
| -TDS Payable                                                                                           | 3.69                   | 3.81                   |
| Salaries and wages payable                                                                             | 10.43                  | 11.50                  |
| Advances from customers                                                                                | 17.59                  | 2.54                   |
| Conveyance Payable                                                                                     | -                      | 0.01                   |
| Duties and taxes                                                                                       | -                      | 0.03                   |
| <b>Total</b>                                                                                           | <b>44.52</b>           | <b>30.60</b>           |

**10 Short Term Provisions**

(Rs in lakhs)

| Particulars                     | As at<br>31-March-2026 | As at<br>31-March-2025 |
|---------------------------------|------------------------|------------------------|
| Provision for employee benefits |                        |                        |
| -Provision for Gratuity         | 6.69                   | 4.81                   |
| Provision for income tax        | 2.70                   | 11.10                  |
| Provision for others            | 66.03                  | 60.01                  |
| <b>Total</b>                    | <b>75.42</b>           | <b>75.92</b>           |

Property, Plant and Equipment and Intangible Assets

| Property, Plant and Equipment and Intangible Assets |        |                    |          |           |            |                               |                    |                 |           |            |                    |                    |
|-----------------------------------------------------|--------|--------------------|----------|-----------|------------|-------------------------------|--------------------|-----------------|-----------|------------|--------------------|--------------------|
| Name of Assets                                      |        | Gross Block        |          |           |            | Depreciation and Amortization |                    |                 | Net Block |            |                    |                    |
|                                                     |        | As at<br>01-Apr-25 | Addition | Deduction | Adjustment | As at<br>31-Mar-26            | As at<br>01-Apr-25 | for the<br>year | Deduction | Adjustment | As at<br>31-Mar-26 | As at<br>31-Mar-25 |
| (i) Property Plant and Equipment                    |        |                    |          |           |            |                               |                    |                 |           |            |                    |                    |
| Computer                                            | 31.96  | 3.53               | -        | -         | 35.50      | 14.33                         | 10.62              | -               | -         | 24.95      | 10.54              | 17.63              |
| Office Premises                                     | 167.39 | -                  | -        | -         | 167.39     | 7.82                          | 5.30               | -               | -         | 13.12      | 154.27             | 159.57             |
| Mobile                                              | 5.89   | 1.34               | -        | -         | 7.23       | 1.12                          | 1.23               | -               | -         | 2.35       | 4.88               | 4.77               |
| Vehicle                                             | 67.55  | -                  | -        | -         | 67.55      | 9.58                          | 8.02               | -               | -         | 17.60      | 49.94              | 57.97              |
| Office Equipement                                   | 0.89   | 0.08               | -        | -         | 0.96       | 0.21                          | 0.18               | -               | -         | 0.40       | 0.57               | 0.67               |
| Electrical Fittings                                 | 5.76   | -                  | -        | -         | 5.76       | 0.81                          | 0.55               | -               | -         | 1.36       | 4.40               | 4.94               |
| Air conditioner                                     | 2.00   | -                  | -        | -         | 2.00       | 0.55                          | 0.38               | -               | -         | 0.93       | 1.07               | 1.45               |
| Furniture & Fixture                                 | 18.73  | 4.27               | -        | -         | 23.00      | 2.44                          | 2.12               | -               | -         | 4.56       | 18.43              | 16.28              |
| Printer                                             | -      | 0.19               | -        | -         | 0.19       | -                             | 0.06               | -               | -         | 0.06       | 0.14               | -                  |
| Total                                               | 300.16 | 9.42               | -        | -         | 309.58     | 36.88                         | 28.46              | -               | -         | 65.34      | 244.24             | 263.28             |
| Previous Year                                       | 289.21 | 10.95              | -        | -         | 300.16     | 10.50                         | 26.38              | -               | -         | 36.88      | 263.28             | 278.71             |

12 Non Current Investments

(Rs in lakhs)

| Particulars                                      | As at<br>31-March-2026 | As at<br>31-March-2025 |
|--------------------------------------------------|------------------------|------------------------|
| Investment property                              | 89.32                  | -                      |
| Unquoted Other Investments in Equity Instruments | 4,527.09               | 25.51                  |
| <b>Total</b>                                     | <b>4,616.41</b>        | <b>25.51</b>           |

12 Investment Property

(Rs in lakhs)

| Particulars               | As at<br>31-March-2026 | As at<br>31-March-2025 |
|---------------------------|------------------------|------------------------|
| <b>Gross Block</b>        |                        |                        |
| Opening Balance           | -                      | -                      |
| Addition                  | 89.32                  | -                      |
| Deletion                  | -                      | -                      |
| <b>Closing Balance</b>    | <b>89.32</b>           | <b>-</b>               |
| <b>Depreciation Block</b> |                        |                        |
| Opening Balance           | -                      | -                      |
| for the year              | -                      | -                      |
| Deletion                  | -                      | -                      |
| <b>Closing Balance</b>    | <b>-</b>               | <b>-</b>               |
| <b>Net Block</b>          | <b>89.32</b>           | <b>-</b>               |

12 Details of Investments

(Rs in lakhs)

| Name of Entity                              | No of Shares | As at<br>31-March-2026 | No of Shares | As at<br>31-March-2025 |
|---------------------------------------------|--------------|------------------------|--------------|------------------------|
| Trade Investment                            |              |                        |              |                        |
| Sampat Aluminium Private Limited            | 5,000        | 25.00                  | 5,000        | 25.00                  |
| Nikos Freight Line Private Limited          | 5,100        | 0.51                   | 5,100        | 0.51                   |
| Indispace Dehydration Private Limited       | 12,225       | 3,500.71               | -            | -                      |
| Shree Siddhi Vinayak Movers Private Limited | 8,627        | 999.87                 | -            | -                      |
| Oneclick Foods Private Limited              | 10,000       | 1.00                   | -            | -                      |

12 Details of Investments

(Rs in lakhs)

| Particulars                              | As at<br>31-March-2026 | As at<br>31-March-2025 |
|------------------------------------------|------------------------|------------------------|
| Aggregate amount of unquoted investments | 4,527.09               | 25.51                  |

13 Deferred Tax Assets (net)

(Rs in lakhs)

| Particulars             | As at<br>31-March-2026 | As at<br>31-March-2025 |
|-------------------------|------------------------|------------------------|
| Deferred tax assets net | 0.98                   | 1.57                   |
| <b>Total</b>            | <b>0.98</b>            | <b>1.57</b>            |

**13 Significant Components of Deferred Tax**

(Rs in lakhs)

| Particulars                                                    | As at<br>31-March-2026 | As at<br>31-March-2025 |
|----------------------------------------------------------------|------------------------|------------------------|
| <b>Deferred Tax Asset</b>                                      |                        |                        |
| Expenses provided but allowable in Income tax on Payment basis | 2.16                   |                        |
| Due to disallowance u/s.40(A)7                                 |                        | 4.02                   |
| Due to disallowance u/s.43B                                    |                        | 0.51                   |
| <b>Gross Deferred Tax Asset (A)</b>                            | <b>2.16</b>            | <b>4.53</b>            |
| <b>Deferred Tax Liability</b>                                  |                        |                        |
| Due to Depreciation                                            | 1.18                   | 2.96                   |
| <b>Gross Deferred Tax Liability (B)</b>                        | <b>1.18</b>            | <b>2.96</b>            |
| <b>Net Deferred Tax Asset (A)-(B)</b>                          | <b>0.98</b>            | <b>1.57</b>            |

**14 Long Term Loans and Advances**

(Rs in lakhs)

| Particulars      | As at<br>31-March-2026 | As at<br>31-March-2025 |
|------------------|------------------------|------------------------|
| Capital Advances | 250.00                 | 251.08                 |
| <b>Total</b>     | <b>250.00</b>          | <b>251.08</b>          |

**15 Other Non Current Assets**

(Rs in lakhs)

| Particulars                          | As at<br>31-March-2026 | As at<br>31-March-2025 |
|--------------------------------------|------------------------|------------------------|
| Security Deposits<br>-Office Deposit | 1.20                   | 0.48                   |
| <b>Total</b>                         | <b>1.20</b>            | <b>00-Jan-00</b>       |

**16 Trade Receivables**

(Rs in lakhs)

| Particulars               | As at<br>31-March-2026 | As at<br>31-March-2025 |
|---------------------------|------------------------|------------------------|
| Unsecured considered good | 984.45                 | 920.80                 |
| <b>Total</b>              | <b>984.45</b>          | <b>920.80</b>          |

**16 Trade Receivables ageing schedule as at 31-March-2026**

(Rs in lakhs)

| Particulars                                      | Outstanding for following periods from due date of payment |                  |           |           |                   | Total         |
|--------------------------------------------------|------------------------------------------------------------|------------------|-----------|-----------|-------------------|---------------|
|                                                  | Less than 6 months                                         | 6 months- 1 year | 1-2 years | 2-3 years | More than 3 years |               |
| Undisputed Trade receivables-considered good     | 612.97                                                     | 44.99            | 91.62     | 55.99     | 124.36            | 929.92        |
| Undisputed Trade Receivables-considered doubtful |                                                            |                  |           |           |                   | -             |
| Disputed Trade Receivables considered good       |                                                            |                  |           |           |                   | -             |
| Disputed Trade Receivables considered doubtful   |                                                            |                  |           |           |                   | -             |
| Sub total                                        |                                                            |                  |           |           |                   | 929.92        |
| Unbilled Revenue                                 |                                                            |                  |           |           |                   | 54.52         |
| <b>Total</b>                                     |                                                            |                  |           |           |                   | <b>984.45</b> |

**16 Trade Receivables ageing schedule as at 31-March-2025**

(Rs in lakhs)

| Particulars                                       | Outstanding for following periods from due date of payment |                  |           |           |                   | Total         |
|---------------------------------------------------|------------------------------------------------------------|------------------|-----------|-----------|-------------------|---------------|
|                                                   | Less than 6 months                                         | 6 months- 1 year | 1-2 years | 2-3 years | More than 3 years |               |
| Undisputed Trade receivables- considered good     | 529.18                                                     | 107.16           | 90.07     | 80.15     | 55.44             | 861.99        |
| Undisputed Trade Receivables- considered doubtful |                                                            |                  |           |           |                   | -             |
| Disputed Trade Receivables considered good        |                                                            |                  |           |           |                   | -             |
| Disputed Trade Receivables considered doubtful    |                                                            |                  |           |           |                   | -             |
| Sub total                                         |                                                            |                  |           |           |                   | 861.99        |
| Unbilled Revenue                                  |                                                            |                  |           |           |                   | 58.81         |
| <b>Total</b>                                      |                                                            |                  |           |           |                   | <b>920.80</b> |

**17 Cash and Cash Equivalents**

(Rs in lakhs)

| Particulars                                                                    | As at 31-March-2026 | As at 31-March-2025 |
|--------------------------------------------------------------------------------|---------------------|---------------------|
| Cash on hand                                                                   | 10.22               | 11.09               |
| Balances with banks in current accounts                                        | 2,857.93            | 232.26              |
| Bank Deposit having maturity of less than 3 months                             | 160.95              | -                   |
| <b>Cash and cash equivalents - total</b>                                       | <b>3,029.10</b>     | <b>243.35</b>       |
| Other Bank Balances                                                            |                     |                     |
| Deposits with original maturity for more than 3 months but less than 12 months | 1.74                | 1.62                |
| <b>Total</b>                                                                   | <b>3,030.84</b>     | <b>244.97</b>       |

**18 Short Term Loans and Advances**

(Rs in lakhs)

| Particulars                           | As at 31-March-2026 | As at 31-March-2025 |
|---------------------------------------|---------------------|---------------------|
| Loans and advances to related parties | 46.10               | 42.35               |
| Loans and advances to employees       | 2.84                | 0.07                |
| Advances to suppliers                 | 122.62              | 103.80              |
| <b>Total</b>                          | <b>171.56</b>       | <b>146.22</b>       |

**19 Other Current Assets**

(Rs in lakhs)

| Particulars                    | As at 31-March-2026 | As at 31-March-2025 |
|--------------------------------|---------------------|---------------------|
| Interest accrued               | 0.10                | 0.01                |
| GST Appeal Deposit             | 3.64                | -                   |
| Prepaid Expenses               | 102.71              | 43.89               |
| Security Deposits to Creditors | 15.25               | -                   |
| <b>Total</b>                   | <b>121.70</b>       | <b>43.90</b>        |

**20 Revenue from Operations**

(Rs in lakhs)

| Particulars                      | Year ended on 31-March-2026 | Year ended on 31-March-2025 |
|----------------------------------|-----------------------------|-----------------------------|
| Others                           |                             |                             |
| - Clearing & Forwarding Services | 4,981.69                    | 4,417.48                    |
| <b>Total</b>                     | <b>4,981.69</b>             | <b>4,417.48</b>             |

**21 Other Income**

(Rs in lakhs)

| Particulars                 | Year ended on<br>31-March-2026 | Year ended on<br>31-March-2025 |
|-----------------------------|--------------------------------|--------------------------------|
| Interest Income             | 28.65                          | 1.02                           |
| Foreign Exchange gain (net) | -                              | 7.34                           |
| Rent Income                 | 2.40                           | -                              |
| <b>Total</b>                | <b>31.05</b>                   | <b>8.36</b>                    |

**22 Freight, handling and service cost**

(Rs in lakhs)

| Particulars     | Year ended on<br>31-March-2026 | Year ended on<br>31-March-2025 |
|-----------------|--------------------------------|--------------------------------|
| Freight Charges | 4,416.99                       | 3,899.84                       |
| <b>Total</b>    | <b>4,416.99</b>                | <b>3,899.84</b>                |

**23 Employee Benefit Expenses**

(Rs in lakhs)

| Particulars                               | Year ended on<br>31-March-2026 | Year ended on<br>31-March-2025 |
|-------------------------------------------|--------------------------------|--------------------------------|
| Salaries and wages                        | 174.93                         | 114.27                         |
| Contribution to provident and other funds | 5.13                           | 4.10                           |
| Staff welfare expenses                    | 13.40                          | 8.18                           |
| Gratuity                                  | 8.58                           | 8.26                           |
| Incentives                                | -                              | 0.27                           |
| <b>Total</b>                              | <b>202.04</b>                  | <b>135.08</b>                  |

**Defined Benefit Plan****Changes in the present value of the defined benefit obligation**

(Rs in lakhs)

| Particulars                                         | As at<br>31-March-2026 | As at<br>31-March-2025 |
|-----------------------------------------------------|------------------------|------------------------|
| Defined Benefit Obligation at beginning of the year | 29.00                  | 20.74                  |
| Current Service Cost                                | 9.00                   | 7.84                   |
| Interest Cost                                       | 2.03                   | 1.50                   |
| Actuarial (Gain) / Loss                             | (2.45)                 | (1.08)                 |
| Benefits Paid                                       | -                      | -                      |
| <b>Defined Benefit Obligation at year end</b>       | <b>37.58</b>           | <b>29.00</b>           |

**Reconciliation of present value of defined benefit obligation and fair value of assets**

(Rs in lakhs)

| Particulars                                        | As at<br>31-March-2026 | As at<br>31-March-2025 |
|----------------------------------------------------|------------------------|------------------------|
| Present value obligation as at the end of the year | 37.58                  | 29.00                  |
| Unfunded net liability recognized in balance sheet | 37.58                  | 29.00                  |
| <b>Amount classified as:</b>                       |                        |                        |
| Short term provision                               | 6.69                   | 4.81                   |
| Long term provision                                | 30.89                  | 24.19                  |

**Expenses recognized in Profit and Loss Account**

(Rs in lakhs)

| Particulars                                          | Year ended on<br>31-March-2026 | Year ended on<br>31-March-2025 |
|------------------------------------------------------|--------------------------------|--------------------------------|
| Current service cost                                 | 9.00                           | 7.84                           |
| Interest cost                                        | 2.03                           | 1.50                           |
| Net actuarial loss/(gain) recognized during the year | (2.45)                         | (1.08)                         |
| <b>Total expense recognised in Profit and Loss</b>   | <b>8.58</b>                    | <b>8.26</b>                    |

**Actuarial assumptions**

| Particulars                                     | As at<br>31-March-2026 | As at<br>31-March-2025 |
|-------------------------------------------------|------------------------|------------------------|
| Discount Rate                                   | 7.78%                  | 6.99%                  |
| Expected Rate of increase in Compensation Level | 10.00%                 | 10.00%                 |
| Expected Rate of return on Plan assets          | NA                     | NA                     |
| Retirement Age                                  | 60                     | 60                     |
| Withdrawal Rate                                 |                        |                        |
| Upto to 30 years                                | 3.00%                  | 3.00%                  |
| From 31 to 44 years                             | 2.00%                  | 2.00%                  |
| Above 44 years                                  | 1.00%                  | 1.00%                  |

**General Description of the Plan**

The Entity operates gratuity plan through a trust wherein every employee is entitled to the benefit equivalent to fifteen days salary last drawn for each completed year of service. The same is payable on termination of service or retirement, whichever is earlier. The benefit vests after five years of continuous service. In case of some employees, the Entity's scheme is more favourable as compared to the obligation under Payment of Gratuity Act, 1972.

**Net assets/liability and actuarial experience gain/(loss) for present benefit obligation ('PBO') and plan assets**

| Particulars            | Year 1  | Year 2  | Year 3  | Year 4 | Year 5 |
|------------------------|---------|---------|---------|--------|--------|
| PBO                    | 20.74   | 29.00   | 37.58   |        |        |
| Plan assets            | -       | -       | -       | -      | -      |
| Net assets/(liability) | (20.74) | (29.00) | (37.58) |        |        |

**24 Finance Costs**

(Rs in lakhs)

| Particulars           | Year ended on<br>31-March-2026 | Year ended on<br>31-March-2025 |
|-----------------------|--------------------------------|--------------------------------|
| Interest expense      | 39.23                          | 7.51                           |
| Other borrowing costs | 7.72                           | 13.26                          |
| <b>Total</b>          | <b>46.95</b>                   | <b>20.77</b>                   |

**25 Depreciation and Amortization Expenses**

(Rs in lakhs)

| Particulars                                   | Year ended on<br>31-March-2026 | Year ended on<br>31-March-2025 |
|-----------------------------------------------|--------------------------------|--------------------------------|
| Depreciation on property, plant and equipment | 28.46                          | 26.38                          |
| <b>Total</b>                                  | <b>28.46</b>                   | <b>26.38</b>                   |

**26 Other Expenses**

(Rs in lakhs)

| Particulars                            | Year ended on<br>31-March-2026 | Year ended on<br>31-March-2025 |
|----------------------------------------|--------------------------------|--------------------------------|
| Auditors' Remuneration                 | 7.10                           | 7.50                           |
| Commission                             | 2.90                           | 0.24                           |
| Insurance                              | -                              | 0.30                           |
| Power and fuel                         | 1.52                           | 1.32                           |
| Professional fees                      | 0.17                           | 0.20                           |
| Repairs others                         | 1.46                           | 1.06                           |
| Rates and taxes                        | 0.02                           | -                              |
| Other Business Administrative Expenses | 3.07                           | 2.21                           |
| Travelling Expenses                    | 10.86                          | 1.50                           |
| Miscellaneous expenses                 | 9.44                           | 8.17                           |
| Subscription & Membership Charges      | 6.06                           | 5.73                           |
| Advertising Expenses                   | 0.27                           | 0.59                           |
| Computer & Software Expenses           | 4.54                           | 3.56                           |
| Conveyance Expenses                    | 1.46                           | 4.44                           |
| Courier & Postage Expenses             | 0.46                           | 0.32                           |
| Directors Sitting Fees                 | 1.80                           | 1.44                           |
| Electricity Expenses                   | 1.38                           | 1.60                           |
| Foreign Exchange Loss(net)             | 14.70                          | -                              |

|                                         |              |              |
|-----------------------------------------|--------------|--------------|
| GST Expense                             | 0.90         | 0.82         |
| GST Penalty                             | -            | 0.33         |
| Interest on Statutory Dues              | -            | 0.01         |
| IPO Expenses                            | 2.92         | -            |
| Misc. Balance Written Off ( Net of RDD) | 1.39         | 4.94         |
| Office Rent                             | 3.72         | 0.72         |
| Penalty and Interest on PT              | -            | 0.01         |
| Printing & Stationary                   | 0.49         | 0.12         |
| Professional Fees                       | 8.60         | 9.58         |
| Registration & Filing Fees              | 0.10         | 0.04         |
| Telephone Charges and Internet Expenses | 0.23         | 0.15         |
| Website Expenses                        | 3.37         | 2.19         |
| <b>Total</b>                            | <b>88.93</b> | <b>59.09</b> |

## 27 Tax Expenses

(Rs in lakhs)

| Particulars        | Year ended on<br>31-March-2026 | Year ended on<br>31-March-2025 |
|--------------------|--------------------------------|--------------------------------|
| Current Tax        | 58.53                          | 70.53                          |
| Deferred Tax       | 0.59                           | 0.37                           |
| Prior Period Taxes | 1.54                           | -                              |
| <b>Total</b>       | <b>60.66</b>                   | <b>70.90</b>                   |

## Significant components of Deferred Tax charged during the year

(Rs in lakhs)

| Particulars                                                    | Year ended on<br>31-March-2026 | Year ended on<br>31-March-2025 |
|----------------------------------------------------------------|--------------------------------|--------------------------------|
| Difference between book depreciation and tax depreciation      | (1.78)                         | 2.96                           |
| Expenses provided but allowable in Income tax on Payment basis | 2.37                           | (2.59)                         |
| <b>Total</b>                                                   | <b>0.59</b>                    | <b>0.37</b>                    |

## 28 Earnings Per Share

| Particulars                                              | Year ended on<br>31-March-2026 | Year ended on<br>31-March-2025 |
|----------------------------------------------------------|--------------------------------|--------------------------------|
| Profit attributable to equity shareholders (Rs in lakhs) | 168.71                         | 213.78                         |
| Weighted average number of Equity Shares                 | 51,26,802                      | 36,03,800                      |
| Earnings per share basic (In Rs.)                        | 3.29                           | 5.93                           |
| Earnings per share diluted (In Rs.)                      | 3.29                           | 5.93                           |
| Face value per equity share (In Rs.)                     | 10                             | 10                             |

## 29 Auditors' Remuneration

(Rs in lakhs)

| Particulars                   | Year ended on<br>31-March-2026 | Year ended on<br>31-March-2025 |
|-------------------------------|--------------------------------|--------------------------------|
| <b>Payments to auditor as</b> |                                |                                |
| - Auditor                     | 4.90                           | 6.90                           |
| - for taxation matters        | 0.60                           | 0.60                           |
| - for other services          | 1.60                           | -                              |
| <b>Total</b>                  | <b>7.10</b>                    | <b>7.50</b>                    |

## 30 Contingent Liabilities and Commitments

(Rs in lakhs)

| Particulars                                         | As at<br>31-March-2026 | As at<br>31-March-2025 |
|-----------------------------------------------------|------------------------|------------------------|
| Claims against the Company not acknowledged as debt |                        |                        |
| - Income tax demands                                |                        |                        |
| - Indirect tax demands                              |                        |                        |
| <b>Total</b>                                        | <b>-</b>               | <b>-</b>               |

The Company has trade receivables of Rs.34.95 lakhs from Export Debtors which is receivable in US \$ 0.41 lakhs, GBP £0.00 Lakhs & SG\$ 0.04 lakhs, and considered doubtful as the same is outstanding for more than 12 Months. As per the Foreign Exchange Management Act, 1999, the Company need to apply for extension to Reserve Bank of India ("RBI") for receipt of foreign exchange from Export Debtors if same is not received within 9 months from the date of invoice. As the debt is receivable in US \$, the writing off of the debt also needs approval from RBI. The Company has not applied to RBI for the approval for writing off the debt. This might attract penalty under Foreign Exchange Management Act, 1999.

# Represents value less than 0.01 lakhs

## 31 Micro and Small Enterprise

(Rs in lakhs)

| Particulars            | As at 31-March-2026 |          | As at 31-March-2025 |          |
|------------------------|---------------------|----------|---------------------|----------|
|                        | Principal           | Interest | Principal           | Interest |
| Amount Due to Supplier | 32.82               | -        | 48.01               | -        |

## 32 Leases

The company has entered into operating lease agreement which is cancellable, accordingly lease disclosure is not applicable to the company. Lease expense has been booked in Profit & loss A/c amounting Rs. 3.72 lakhs

## 33 Earnings in Foreign Currencies

(Rs in lakhs)

| Particulars                             | Year ended on<br>31-March-2026 | Year ended on<br>31-March-2025 |
|-----------------------------------------|--------------------------------|--------------------------------|
| Export of Goods calculated on FOB basis | 147.76                         | 157.19                         |
| <b>Total</b>                            | <b>147.76</b>                  | <b>157.19</b>                  |

**34 Expenditure made in Foreign Currencies**

(Rs in lakhs)

| Particulars                             | Year ended on<br>31-March-2026 | Year ended on<br>31-March-2025 |
|-----------------------------------------|--------------------------------|--------------------------------|
| Import of Goods calculated on FOB basis | 1,275.36                       | 1,242.29                       |
| <b>Total</b>                            | <b>1,275.36</b>                | <b>1,242.29</b>                |

**35 Related Party Disclosure**
**(i) List of Related Parties**

| Particulars                                         | Relationship                                                  |
|-----------------------------------------------------|---------------------------------------------------------------|
| Rajan Shivram Mote                                  | Whole time director and CFO                                   |
| Mahesh Liladhar Bhanushali                          | Managing Director                                             |
| Sakri Liladhar Bhanushali                           | Non-Executive Director                                        |
| Shivram Mote                                        | Father of Director                                            |
| Liladhar Bhanushali                                 | Father of Director                                            |
| Sitabai Shivram Mote                                | Mother of Director                                            |
| Anjana Rajan Mote                                   | Wife of Director                                              |
| Rupal Mahesh Bhanushali                             | Wife of Director                                              |
| Aditya V Patel                                      | Non-Executive Independent Director                            |
| Krati Maheshwari                                    | Non-Executive Independent Director                            |
| Bhawna Hundlani                                     | Company Secretary upto 31.03.2025                             |
| Ashish Nayak                                        | Company Secretary w.e.f 29.05.2025                            |
| Oneclick Logistics LLP                              | Enterprise on which Key management personnel having Influence |
| Nikos Freight Line Private Limited                  | Subsidiary Company                                            |
| Oneclick Foods Private Limited                      | Wholly owned Subsidiary                                       |
| Indispice Dehydration Private Limited               | Subsidiary Company                                            |
| Shree Siddhi Vinayak Express Movers Private Limited | Associate Company                                             |
| Oneclick Warehousing Private Limited                | Enterprise on which Key management personnel having Influence |

**(ii) Related Party Transactions**

(Rs in lakhs)

| Particulars                             | Relationship                       | Year ended on<br>31-March-2026 | Year ended on<br>31-March-2025 |
|-----------------------------------------|------------------------------------|--------------------------------|--------------------------------|
| Directors Remuneration                  |                                    |                                |                                |
| - Rajan Shivram Mote                    | Whole time director and CFO        | 7.37                           | 3.28                           |
| - Mahesh Liladhar Bhanushali            | Managing Director                  | 7.43                           | 3.28                           |
| - Sakri Liladhar Bhanushali             | Non-Executive Director             | -                              | 2.00                           |
| Interest on Unsecured Loan              |                                    |                                |                                |
| - Indispice Dehydration Private Limited | Subsidiary Company                 | 20.21                          | -                              |
| - Oneclick Foods Private Limited        | Wholly owned Subsidiary            | 0.44                           | -                              |
| Reimbursement                           |                                    |                                |                                |
| - Rajan Shivram Mote                    | Whole time director and CFO        | 0.45                           | -                              |
| - Mahesh Liladhar Bhanushali            | Managing Director                  | 0.21                           | -                              |
| - Anjana Rajan Mote                     | Wife of Director                   | 0.20                           | -                              |
| Directors Sitting Fees                  |                                    |                                |                                |
| - Aditya V Patel                        | Non-Executive Independent Director | 0.72                           | 0.81                           |
| - Krati Maheshwari                      | Non-Executive Independent Director | 1.08                           | 0.49                           |
| Salary                                  |                                    |                                |                                |
| - Bhawna Hundlani                       | Company Secretary upto 31.03.2025  | -                              | 1.98                           |
| - Ashish Nayak                          | Company Secretary w.e.f 29.05.2025 | 2.02                           | -                              |
| - Shivram Mote                          | Father of Director                 | 6.53                           | 6.53                           |
| - Liladhar Bhanushali                   | Father of Director                 | 6.53                           | 4.78                           |
| - Sitabai Shivram Mote                  | Mother of Director                 | 3.25                           | 3.25                           |
| - Rupal Mahesh Bhanushali               | Wife of Director                   | 3.25                           | 3.50                           |
| - Anjana Rajan Mote                     | Wife of Director                   | 12.59                          | 10.24                          |
| Sundry Debtor                           |                                    |                                |                                |
| - Indispice Dehydration Private Limited | Subsidiary Company                 | 6.18                           | -                              |
| Unsecured Loan Given                    |                                    |                                |                                |

|                                         |                                       |          |      |
|-----------------------------------------|---------------------------------------|----------|------|
| - Indispace Dehydration Private Limited | Subsidiary Company                    | 1,870.00 | -    |
| - Oneclick Foods Private Limited        | Wholly owned Subsidiary               | 160.60   | -    |
| Repayment of Unsecured Loan Granted     |                                       |          |      |
| - Indispace Dehydration Private Limited | Subsidiary Company                    | 1,870.00 | -    |
| - Oneclick Foods Private Limited        | Wholly owned Subsidiary               | 115.00   | -    |
| Purchases/Services                      |                                       |          |      |
| - Nikos Freight Line Private Limited    | Subsidiary Company                    | -        | 4.50 |
| Repayment of Unsecured Loan             |                                       |          |      |
| - Rajan Shivram Mote                    | Whole time director and CFO           | 37.79    | -    |
| Loans and Advance                       |                                       |          |      |
| - Oneclick Warehousing private Limited  | Enterprise on which Key management pe | 0.10     | -    |

(iii) **Related Party Balances**

(Rs in lakhs)

| Particulars                            | Relationship                          | As at<br>31-March-2026 | As at<br>31-March-2025 |
|----------------------------------------|---------------------------------------|------------------------|------------------------|
| Directors Loan Taken                   |                                       |                        |                        |
| - Mahesh Liladhar Bhanushali           | Managing Director                     | 34.03                  | 34.03                  |
| - Rajan Shivram Mote                   | Whole time director and CFO           | 2.52                   | 40.31                  |
| Directors Remuneration Payable         |                                       |                        |                        |
| - Rajan Shivram Mote                   | Whole time director and CFO           | 0.25                   | 0.25                   |
| - Mahesh Liladhar Bhanushali           | Managing Director                     | 0.25                   | 0.25                   |
| - Sakri Liladhar Bhanushali            | Non-Executive Director                | -                      | 0.25                   |
| Salary Payable                         |                                       |                        |                        |
| - Ashish Nayak                         | Company Secretary w.e.f 29.05.2025    | 0.20                   | -                      |
| - Shivram Mote                         | Father of Director                    | 0.50                   | 0.50                   |
| - Liladhar Bhanushali                  | Father of Director                    | 0.50                   | 0.50                   |
| - Sitabai Shivram Mote                 | Mother of Director                    | 0.25                   | 0.25                   |
| - Anjana Rajan Mote                    | Wife of Director                      | 1.02                   | 0.77                   |
| - Rupal Mahesh Bhanushali              | Wife of Director                      | 0.25                   | 0.25                   |
| - Aditya V Patel                       | Non-Executive Independent Director    | 0.16                   | 0.16                   |
| - Krati Maheshwari                     | Non-Executive Independent Director    | 0.16                   | -                      |
| Sundry Creditors                       |                                       |                        |                        |
| - Nikos Freight Line Private Limited   | Subsidiary Company                    | 0.48                   | 0.48                   |
| Unsecured Loan Given                   |                                       |                        |                        |
| - Oneclick Foods Private Limited       | Wholly owned Subsidiary               | 45.99                  | -                      |
| Loans and Advance                      |                                       |                        |                        |
| - Oneclick Warehousing private Limited | Enterprise on which Key management pe | 0.10                   | -                      |

**36 Title deeds of Immovable Property not held in the name of the Company**

The company holds all the immovable property in its name.

**37 Loans and Advances given to Related Parties**

(Rs in lakhs)

| Type of Borrower | As at 31-March-2026   |                | As at 31-March-2025   |                |
|------------------|-----------------------|----------------|-----------------------|----------------|
|                  | Amount<br>outstanding | % of Total     | Amount<br>outstanding | % of Total     |
| Related Parties  | 0.10                  | 0.11%          | -                     | 0.00%          |
| Subsidiaries     | 45.99                 | 99.89%         | 42.36                 | 100.00%        |
| <b>Total</b>     | <b>46.10</b>          | <b>100.00%</b> | <b>42.36</b>          | <b>100.00%</b> |

**38 Details of Benami Property held**

The company does not have any Benami property, where any proceedings have been initiated or pending against the company for holding any benami property under The Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.

**39 Wilful Defaulter**

The company is not declared as wilful defaulter by any bank or financial Institution or other lender.

**40 Relationship with Struck off Companies**

The company does not have any transaction with the companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 2013.

**41 Registration of Charge**

The company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

**42 Compliance with number of layers of companies**

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

**43 Ratio Analysis**

| Particulars                          | Numerator/Denominator                                                      | As at<br>31-March-2026 | As at<br>31-March-2025 | Change in % |
|--------------------------------------|----------------------------------------------------------------------------|------------------------|------------------------|-------------|
| (a) Current Ratio                    | $\frac{\text{Current Assets}}{\text{Current Liabilities}}$                 | 4.58                   | 3.05                   | 50.04%      |
| (b) Debt-Equity Ratio                | $\frac{\text{Total Debts}}{\text{Shareholder's Equity}}$                   | 0.06                   | 0.09                   | -31.68%     |
| (c) Debt Service Coverage Ratio      | $\frac{\text{Earning available for Debt Service}}{\text{Debt Service}}$    | 7.57                   | 42.41                  | -82.15%     |
| (d) Return on Equity Ratio           | $\frac{\text{Profit after Tax}}{\text{Average Shareholder's Equity}}$      | 3.46%                  | 16.57%                 | -79.13%     |
| (e) Inventory turnover ratio         | $\frac{\text{Total Turnover}}{\text{Average Inventories}}$                 | -                      | -                      |             |
| (f) Trade receivables turnover ratio | $\frac{\text{Total Turnover}}{\text{Average Trade Receivable}}$            | 5.23                   | 5.42                   | -3.51%      |
| (g) Trade payables turnover ratio    | $\frac{\text{Total Purchases}}{\text{Average Trade Payable}}$              | 14.56                  | 18.12                  | -19.65%     |
| (h) Net capital turnover ratio       | $\frac{\text{Total Turnover}}{\text{Closing Working Capital}}$             | 1.48                   | 4.84                   | -69.47%     |
| (i) Net profit ratio                 | $\frac{\text{Net Profit}}{\text{Total Turnover}}$                          | 3.39%                  | 4.84%                  | -30.02%     |
| (j) Return on Capital employed       | $\frac{\text{Earning before interest and taxes}}{\text{Capital Employed}}$ | 3.10%                  | 20.02%                 | -84.50%     |
| (k) Return on investment             | $\frac{\text{Return on Investment}}{\text{Total Investment}}$              | 2.69%                  | 0.00%                  |             |

**Note:**

- Earning available for Debt Service = Net Profit before taxes + Non-cash operating expenses + Interest + other exceptional item
- Debt service = Interest & Lease Payments + Principal Repayments
- Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability

**44 Undisclosed Income**

The company has no such 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 (such as, search or survey or any other relevant provision of the Income Tax Act, 1961) unless there is immunity for disclosure under any scheme.

**45 Details of Crypto Currency**

The company has not traded or invested in Crypto currency or Virtual Currency during the reporting periods.

**46 Capital Work-in-Progress Ageing Schedule**

As there is no capital-work-in progress as on balance sheet dates, disclosure/reporting with respect to ageing of the same is not applicable during the periods under consideration.

**47 Intangible Assets under Development Ageing Schedule**

As there are no Intangible assets under development as on balance sheet dates, disclosure/reporting with respect to ageing of the same is not applicable during the period under consideration

**48 Scheme of arrangements**

There is no Scheme of arrangements approved by the Competent Authority in terms of section 230 to 237 of the Companies Act, 2013.

**49 Utilisation of Borrowed funds and share premium**

The company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall: i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

The company has not Received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall: i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

**50 Revaluation of PPE and Intangible assets**

The Company has not revalued its Property, Plant and Equipment and Intangible Asstes during the reporting period. The disclose as to whether the revaluation is based on the valuation by a registered valuer as defined under rule 2 of the Companies (Registered Valuers and Valuation) Rules, 2017 is not applicable.

**51 Audit Trails and Backup of Books and Papers**

The company has used accounting software for maintaining its books of accounts for the financial period ending March 31, 2026 which has a feature of recording audit trail (Edit log) Facility. The Company has operated the said facility.

**52 Regrouping/ Reclassification**

Previous year's figures have been regrouped/rearranged wherever necessary to make them compareable with current year figures.

**53 Trade Receivable, Trade Payable, borrowings, Loan & Advance and Deposits**

Balance of Trade Receivable, Trade Payable, Borrowings, Loan & Advance and Deposits are subject to confirmation.

**54 Security of Current Assets Against Borrowings**

The Company has not filed quarterly returns/statements of current assets with banks during the year. Accordingly, the question of reconciliation of such statements with books of account does not arise.

**55 Segment Reporting**

Company is in only one segment, hence Segment Reporting as per AS 17 is not applicable on the company.

As per our report of even date

**For RATAN CHANDAK & CO LLP**

Chartered Accountants

Firm's Registration No. 108696W/W101028

**CA Jagadish Sate**

Partner

Membership No. 182935

UDIN: 26182935STDBMO3274



**For and on behalf of the Board of  
OneClick Logistics India Limited**

**Rajan Shivram Mote**

Whole Time Director and CFO

7946637

**Ashish Nayak**

Company Secretary

AMIPN0609C

**Mahesh Liladhar Bhanushali**

Managing Director

7946644

Place: Navi Mumbai

Date: 30-May-2026

Place: Mumbai

Date: 30-May-2026

## INDEPENDENT AUDITOR'S REPORT

**TO THE MEMBERS OF ONECLICK LOGISTICS INDIA LIMITED (formerly known as "ONECLICK LOGISTICS LLP")**

### **Report on the Audit of the Consolidated Financial Statements**

#### **Opinion**

We have audited the accompanying Consolidated Financial Statements of **ONECLICK LOGISTICS INDIA LIMITED** (formerly known as " **ONECLICK LOGISTICS LLP**" (hereinafter referred to as "the Holding Company") its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") comprising of the consolidated Balance sheet as at March 31 2026, the Consolidated Statement of Profit and Loss, the Consolidated Statement of Cash Flows for the year ended on that date and notes to the Consolidated Financial Statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of report of other auditor on separate/Consolidated Financial Statements and on the other financial information of the subsidiary, the aforesaid Consolidated Financial Statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2026, their consolidated profit & loss and their consolidated cash flows for the year ended on that date.

#### **Basis for Opinion**

We conducted our audit of the Consolidated Financial Statements in accordance with the Standards on Auditing ("SA's") specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated Financial Statements.

#### **Key Audit Matters**

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

| Sr no | Key Audit Matter                                                                                                                                                                                                                                                                                                                                             | Auditor's Response                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
|-------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1     | <p><b>Revenue recognition</b></p> <p>Revenue is one of the key performance indicators of the Company and there could be a</p> <p>Risk that revenue is recognized in the incorrect period or before the</p> <p>Completion of services to the customer.</p> <p>Unbilled revenue is wrongly Billed in current period, even though services yet to rendered.</p> | <p>Our Audit procedures in relation to revenue recognition includes the following:</p> <ul style="list-style-type: none"> <li>Assessed the appropriateness of the revenue recognition accounting policies and</li> <li>assessed compliance with the Policies in terms of applicable accounting standards.</li> <li>Tested the design and operating effectiveness of the controls around revenue recognition.</li> <li>Verified with Job number, HAWB HBL number allocated to consignment, its estimated arrival time (ETA) along with, invoices raised on sample basis.</li> <li>Evaluated management's assessment of the impact on revenue recognition and consequential impact on the provisions on receivables.</li> <li>Verified movement in Unbilled revenue, subsequent billing on sample basis.</li> </ul> |

### Information Other than the Consolidated Financial Statements and Auditor's Report Thereon

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report, but does not include the Consolidated Financial Statements and our auditor's report thereon. Our opinion on the Consolidated Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the other information, compare with the financial statements / financial information of the subsidiaries audited by the other auditor, to the extent it relates to these entities and, in doing so, place reliance on the work of the other auditors and consider whether the other information is materially inconsistent with the Consolidated Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. Other information so far as it relates to the subsidiaries is traced from their financial statements / financial information audited by the other auditors. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Consolidated Financial Statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated statement of changes in equity and consolidated cash flows of the Company in accordance 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 the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors is also responsible for overseeing the Company's financial reporting process of the Group and of its subsidiary

## **Auditor's Responsibilities for the Audit of the Consolidated Financial Statements**

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

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

- Identify and assess the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material

misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

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

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

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

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

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group of which we are the independent auditors, to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the Consolidated Financial Statements of which we are the independent auditors. For the other entity included in the Consolidated Financial Statements, which have been reviewed by other auditor, such other auditor remains responsible for the direction, supervision and performance of the review carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company other entities included in the Consolidated Financial Statements of which we are the independent auditors 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 From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated Financial Statements for the financial year ended March 31, 2026 and are therefore the key audit

matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### Other Matter

We did not audit the financial statements of the following subsidiaries and associate included in the Consolidated Financial Statements for the year ended 31st March 2026:

| Sr. No | Name of the Entity                                  | Associate/Subsidiary | Auditors                  |
|--------|-----------------------------------------------------|----------------------|---------------------------|
| 1      | Shree Siddhi Vinayak Express Movers Private Limited | Associate Company    | Savjani & Associate       |
| 2      | Indispice Dehydration Private Limited               | Subsidiary           | Meghrajshin Johi & Co.    |
| 3      | Nikos Freight Line Private Limited                  | Subsidiary           | R. Vsree & Co.            |
| 4      | Oneclick Foods Private Limited                      | Subsidiary           | K Mohanlal and Associates |

These Financial Statements have been audited by the respective auditors referred to above, whose reports have been furnished to us by the Management and our opinion on the Consolidated Financial Statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and associate, and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries and associate, is based solely on the reports of the other auditors.

Our opinion on the Consolidated Financial Statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the Consolidated Financial Statements certified by the Management.

### Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report that:

- 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 of the aforesaid Consolidated Financial Statements;
- 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.
- The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Statement of Cash flows dealt with by this Report are in agreement with the books of accounts.

d. In our opinion, the aforesaid Consolidated Financial Statements comply with the accounting standard 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 of the Holding Company as on March 31, 2026 taken on record by the Board of Directors of the Holding Company, none of the directors of the Group's companies is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.

f. With respect to the adequacy of the internal financial controls with reference to Consolidated Financial Statements of the Holding Company and its subsidiary, and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Consolidated Financial Statements.

g. With respect to the other matters to be included in the Auditor's Report in accordance with remuneration the requirements of section 197 (16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, remuneration for the year ended March 31, 2026 has been paid/ provided by Holding Company to their directors is in accordance with the provisions of section 197 of the Act.

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

i. The Company does not have any pending litigations which would impact its financial position in its Consolidated Financial Statements.

ii. The Company didn't have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

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

iv.

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

("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

b. The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend 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;

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

v. There is no dividend declared or paid during the year by the company and hence provisions of section 123 of the companies Act, 2013 are not applicable.

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 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.

The audit trail has been preserved by the Company as per the statutory requirements for record retention.

2. As required by the Companies (Auditor's Report) Order, 2020 (the "Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

**For Ratan Chandak & Co. LLP**

**Chartered Accountants**

**Firm Reg. No.: 108696W/W101028**

**CA Jagadish Sate**

**Partner**

**Membership No.: 182935**

**UDIN: 26182935VLFPP8877**

**Place: Navi Mumbai**

**Date: 30/05/2026**



## **ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT**

**(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of ONECLICK LOGISTICS INDIA LIMITED (formerly known as "ONECLICK LOGISTICS LLP") of even date)**

**Report on the Internal Financial Controls with reference to Consolidated Financial Statements under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 (the "Act")**

We have audited the internal financial controls with reference to financial statements of **ONECLICK LOGISTICS INDIA LIMITED** (the "Company") as of March 31, 2026 in conjunction with our audit of the Consolidated Financial Statements of the Company for the year ended on that date.

### **Management's Responsibility for Internal Financial Controls**

The Company's Management is responsible for establishing and maintaining internal financial controls with reference to Consolidated Financial Statements based on the internal control 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 (the "ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its asset, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and the timely preparation of reliable financial information, as required under the Act.

### **Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to Consolidated Financial Statements 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 ICAI and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to Consolidated Financial Statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to Consolidated Financial Statements was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to Consolidated Financial Statements.

### **Meaning of Internal Financial Controls with reference to Consolidated Financial Statements**

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

#### **Inherent Limitations of Internal Financial Controls with reference to Consolidated Financial Statements**

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

#### **Opinion**

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls with reference to Consolidated Financial Statements and such internal financial controls with reference to Consolidated Financial Statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

**For Ratan Chandak & Co. LLP**

**Chartered Accountants**

**Firm Reg. No.: 108696W/W101028**



**CA Jagadish Sate**

**Partner**

**Membership No.: 182935**

**UDIN: 26182935VLFPP8877**

**Place: Navi Mumbai**

**Date: 30/05/2026**

## **ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT**

**(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of ONECLICK LOGISTICS INDIA LIMITED (formerly known as "ONECLICK LOGISTICS LLP") of even date)**

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 Company Act, 2013, we give a statement on the matters Specified in Paragraph 3 and Paragraph 4 of the Order, to the extent applicable.

With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order" | "CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by us for the Company, its subsidiaries and its Associate included in the Consolidated Financial Statements of the Company, to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports.

**For Ratan Chandak & Co. LLP**

**Chartered Accountants**

**Firm Reg. No.: 108696W/W101028**



**CA Jagadish Sate**

**Partner**

**Membership No.: 182935**

**UDIN: 26182935VLFPP8877**

**Place: Navi Mumbai**

**Date: 30/05/2025**

OneClick Logistics India Limited

CIN: U63040MH2022PLC395273

Address: Ajmera Sikova, 821-822, Lal Bahadur Shastri Marg, opposite Damodar Park, Nityanand Nagar, Ghatkopar West, Mumbai, Maharashtra 400086

Consolidated Balance Sheet as at 31-March-2026

(Rs in lakhs)

| Particulars                                             | Note | As at<br>31-March-2026 | As at<br>31-March-2025 |
|---------------------------------------------------------|------|------------------------|------------------------|
| <b>I. EQUITY AND LIABILITIES</b>                        |      |                        |                        |
| <b>(1) Shareholders' Funds</b>                          |      |                        |                        |
| (a) Share Capital                                       | 3    | 671.17                 | 360.38                 |
| (b) Reserves and Surplus                                | 4    | 8,240.54               | 1,031.57               |
| (c) Money Received against Share Warrants               |      | -                      | -                      |
| <b>Total</b>                                            |      | <b>8,911.71</b>        | <b>1,391.95</b>        |
| <b>(2) Share application money pending allotment</b>    |      | <b>-</b>               | <b>-</b>               |
| <b>(3) Minority Interest</b>                            |      | <b>1,564.73</b>        | <b>(6.30)</b>          |
| <b>(4) Non-current liabilities</b>                      |      |                        |                        |
| (a) Long Term Borrowings                                | 5    | 269.70                 | 36.25                  |
| (b) Deferred Tax Liabilities (Net)                      |      | -                      | -                      |
| (c) Other Long Term Liabilities                         |      | -                      | -                      |
| (d) Long Term Provisions                                | 6    | 30.90                  | 24.19                  |
| <b>Total</b>                                            |      | <b>300.60</b>          | <b>60.44</b>           |
| <b>(5) Current liabilities</b>                          |      |                        |                        |
| (a) Short Term Borrowings                               | 7    | 757.15                 | 107.84                 |
| (b) Trade Payables                                      | 8    |                        |                        |
| - Due to Micro and Small Enterprises                    |      | 32.82                  | 48.01                  |
| - Due to others                                         |      | 5,498.41               | 230.89                 |
| (c) Other Current Liabilities                           | 9    | (17.69)                | 38.57                  |
| (d) Short Term Provisions                               | 10   | 140.11                 | 69.80                  |
| <b>Total</b>                                            |      | <b>6,410.80</b>        | <b>495.11</b>          |
| <b>Total Equity and Liabilities</b>                     |      | <b>17,187.84</b>       | <b>1,941.20</b>        |
| <b>II. ASSETS</b>                                       |      |                        |                        |
| <b>(1) Non-current assets</b>                           |      |                        |                        |
| (a) Property, Plant and Equipment and Intangible Assets |      |                        |                        |
| (i) Property Plant and Equipment                        | 11   | 576.04                 | 263.61                 |
| (ii) Intangible Assets                                  | 11   | 2,000.17               | 6.72                   |
| (iii) Capital Work-in-progress                          |      | -                      | -                      |
| (iv) Intangible Assets under Development                |      | -                      | -                      |
| (b) Non Current Investments                             | 12   | 1,115.93               | 25.00                  |
| (c) Deferred Tax Assets (net)                           | 13   | 1.86                   | 1.55                   |
| (d) Long Term Loans and Advances                        | 14   | 254.30                 | 251.08                 |
| (e) Other Non Current Assets                            | 15   | 14.68                  | 3.48                   |
| <b>Total</b>                                            |      | <b>3,962.98</b>        | <b>551.44</b>          |
| <b>(2) Current assets</b>                               |      |                        |                        |
| (a) Current Investments                                 |      | -                      | -                      |
| (b) Inventories                                         |      | 1,668.71               | -                      |
| (c) Trade Receivables                                   | 16   | 4,887.36               | 958.06                 |
| (d) Cash and Cash Equivalents                           | 17   | 3,044.08               | 249.16                 |
| (e) Short Term Loans and Advances                       | 18   | 3,467.01               | 103.87                 |
| (f) Other Current Assets                                | 19   | 157.70                 | 78.67                  |
| <b>Total</b>                                            |      | <b>13,224.86</b>       | <b>1,389.76</b>        |
| <b>Total Assets</b>                                     |      | <b>17,187.84</b>       | <b>1,941.20</b>        |

See accompanying notes to the financial statements

1-52

As per our report of even date

For RATAN CHANDAK & CO LLP

Chartered Accountants

Firm's Registration No. 108696W/W101028

CA Jagdish Satish

Partner

Membership No. 183935

UDIN: 26182935VLFPP8877



Rajan Shivram Mote

Whole Time Director and CFO

7946637

Ashish Nayak

Company Secretary

AMIPN0609C

For and on behalf of the Board of

OneClick Logistics India Limited

Mahesh Liladhar Bhanushali

Managing Director

7946644

Place: Navi Mumbai

Date: 30-May-2026

Place: Mumbai

Date: 30-May-2026

**OneClick Logistics India Limited**
**CIN: U63040MH2022PLC395273**
**Address: Ajmera Sikova, 821-822, Lal Bahadur Shastri Marg, opposite Damodar Park, Nityanand Nagar, Ghatkopar West, Mumbai, Maharashtra**  
**Consolidated Statement of Profit and loss for the year ended 31-March-2026**

(Rs in lakhs)

| Particulars                                                               | Note | Year ended on<br>31-March-2026 | Year ended on<br>31-March-2025 |
|---------------------------------------------------------------------------|------|--------------------------------|--------------------------------|
| Revenue from Operations                                                   | 20   | 11,521.91                      | 4,490.01                       |
| Other Income                                                              | 21   | 36.11                          | 7.41                           |
| <b>Total Income</b>                                                       |      | <b>11,558.02</b>               | <b>4,497.42</b>                |
| <b>Expenses</b>                                                           |      |                                |                                |
| Cost of Material Consumed                                                 |      | -                              | -                              |
| Freight, handling and service cost/Purchases of Stock in Trade            | 22   | 11,482.27                      | 3,956.03                       |
| Change in Inventories of Work in Progress and Finished Goods              |      | (909.42)                       | -                              |
| Employee Benefit Expenses                                                 | 23   | 210.49                         | 147.89                         |
| Finance Costs                                                             | 24   | 230.05                         | 20.77                          |
| Depreciation and Amortization Expenses                                    | 25   | 65.74                          | 26.45                          |
| Other Expenses                                                            | 26   | 147.52                         | 63.20                          |
| <b>Total Expenses</b>                                                     |      | <b>11,226.65</b>               | <b>4,214.34</b>                |
| <b>Profit/(Loss) before Exceptional and Extraordinary Item and Tax</b>    |      | <b>331.37</b>                  | <b>283.08</b>                  |
| Exceptional Item                                                          |      | -                              | -                              |
| <b>Profit/(Loss) before Extraordinary Item and Tax</b>                    |      | <b>331.37</b>                  | <b>283.08</b>                  |
| Prior Period Item                                                         |      | -                              | -                              |
| Extraordinary Item                                                        |      | -                              | -                              |
| <b>Profit/(Loss) before Tax</b>                                           |      | <b>331.37</b>                  | <b>283.08</b>                  |
| Tax Expenses                                                              | 27   |                                |                                |
| - Current Tax                                                             |      | 70.29                          | 70.53                          |
| - Deferred Tax                                                            |      | (0.31)                         | 0.40                           |
| - Prior Period Taxes                                                      |      | 1.54                           | -                              |
| <b>Profit/(Loss) for the Period from Continuing Operations</b>            |      | <b>259.85</b>                  | <b>212.15</b>                  |
| Profit/(Loss) from Discontinuing Operation (before Tax)                   |      | -                              | -                              |
| Tax Expenses of Discontinuing Operation                                   |      | -                              | -                              |
| Profit/(Loss) from Discontinuing Operation (after Tax)                    |      | -                              | -                              |
| <b>Profit/(Loss) for the Period</b>                                       |      | <b>259.85</b>                  | <b>212.15</b>                  |
| Add: Share in Profit/(Loss) (net) of Associate Companies                  |      | 1.74                           | -                              |
| <b>Profit/(Loss) for the Period (before Minority Interest Adjustment)</b> |      | <b>261.59</b>                  | <b>212.15</b>                  |
| Less: Minority Interest in Profit/(Losses)                                |      | (22.51)                        | -                              |
| <b>Profit/(Loss) for the Period (after Minority Interest Adjustment)</b>  |      | <b>284.10</b>                  | <b>212.15</b>                  |
| Earnings Per Share (Face Value per Share Rs.10 each)                      |      |                                |                                |
| -Basic (In Rs.)                                                           | 28   | 5.54                           | 5.89                           |
| -Diluted (In Rs.)                                                         | 28   | 5.54                           | 5.89                           |

**See accompanying notes to the financial statements**
**1-52**

As per our report of even date

**For RATAN CHANDAK & CO LLP**

Chartered Accountants

Firm's Registration No. 108696W/W101028


**CA Jagadish Sate**

Partner

Membership No. 182935

UDIN: 26182935VLPBP8877

Place: Navi Mumbai

Date: 30-May-2026

**Rajan Shivram Mote**

Whole Time Director and CFO

7946637

**Ashish Nayak**

Company Secretary

AMIPN0609C

**For and on behalf of the Board of**
**OneClick Logistics India Limited**
**Mahesh Liladhar Bhanushali**

Managing Director

7946644

Place: Mumbai

Date: 30-May-2026

OneClick Logistics India Limited

CIN: U63040MH2022PLC395273

Address: Ajmera Sikova, 821-822, Lal Bahadur Shastri Marg, opposite Damodar Park, Nityanand Nagar, Ghatkopar West, Mumbai,  
Consolidated Cash Flow Statement for the year ended As at 31-March-2026

(Rs in lakhs)

| Particulars                                                   | Note | Year ended on<br>31-March-2026 | Year ended on<br>31-March-2025 |
|---------------------------------------------------------------|------|--------------------------------|--------------------------------|
| <b>CASH FLOW FROM OPERATING ACTIVITIES</b>                    |      |                                |                                |
| Net Profit before tax                                         |      | 331.37                         | 283.07                         |
| Depreciation and Amortisation Expense                         |      | 65.74                          | 26.45                          |
| Interest Income                                               |      | (24.51)                        | (0.25)                         |
| Finance Costs                                                 |      | 230.05                         | 20.77                          |
| <b>Operating Profit before working capital changes</b>        |      | 602.65                         | 330.04                         |
| <b>Adjustment for:</b>                                        |      |                                |                                |
| Inventories                                                   |      | (1,668.71)                     | -                              |
| Trade Receivables                                             |      | (3,929.29)                     | (220.58)                       |
| Loans and Advances                                            |      | (3,366.35)                     | 40.24                          |
| Other Current Assets                                          |      | (76.76)                        | (14.29)                        |
| Other Non current Assets                                      |      | (13.48)                        | 13.03                          |
| Trade Payables                                                |      | 5,252.33                       | 44.52                          |
| Other Current Liabilities                                     |      | (56.26)                        | 6.07                           |
| Short-term Provisions                                         |      | 35.79                          | 4.05                           |
| Long-term Provisions                                          |      | 6.71                           | 7.47                           |
| Cash (Used in)/Generated from Operations                      |      | (3,213.38)                     | 210.55                         |
| Tax paid(Net)                                                 |      | 37.31                          | 70.53                          |
| <b>Net Cash (Used in)/Generated from Operating Activities</b> |      | (3,250.69)                     | 140.03                         |
| <b>CASH FLOW FROM INVESTING ACTIVITIES</b>                    |      |                                |                                |
| Purchase of Property, Plant and Equipment                     |      | (2,371.62)                     | (12.03)                        |
| Purchase of Equity Instruments                                |      | (1,089.19)                     | (25.51)                        |
| Investment in Term Deposits                                   |      | -                              | 63.00                          |
| Interest received                                             |      | 24.51                          | 0.07                           |
| <b>Net Cash (Used in)/Generated from Investing Activities</b> |      | (3,436.30)                     | 25.52                          |
| <b>CASH FLOW FROM FINANCING ACTIVITIES</b>                    |      |                                |                                |
| Proceeds from Issue of Share Capital                          |      | 7,235.66                       | (7.01)                         |
| Proceeds from Long Term Borrowings                            |      | 239.19                         | (93.38)                        |
| Proceeds from Short Term Borrowings                           |      | 643.58                         | (1.80)                         |
| Minority Interest Movement                                    |      | 1,593.54                       | -                              |
| Interest Paid                                                 |      | (230.05)                       | (20.77)                        |
| Net Cash (Used in)/Generated from Financing Activities        |      | 9,481.91                       | (122.96)                       |
| <b>Net Increase/(Decrease) in Cash and Cash Equivalents</b>   |      | 2,794.92                       | 42.59                          |
| Opening Balance of Cash and Cash Equivalents                  |      | 249.16                         | 206.57                         |
| <b>Closing Balance of Cash and Cash Equivalents</b>           | 17   | <b>3,044.08</b>                | <b>249.16</b>                  |

| Components of cash and cash equivalents                                       | Year ended on<br>31-March-2026 | Year ended on<br>31-March-2025 |
|-------------------------------------------------------------------------------|--------------------------------|--------------------------------|
| Cash on hand                                                                  | 16.74                          | 11.09                          |
| Balances with banks in current accounts                                       | 2,864.65                       | 236.45                         |
| Bank Deposit having maturity of less than 3 months                            | 160.95                         | -                              |
| <b>Cash and cash equivalents as per Cash Flow Statement</b>                   | <b>3,042.34</b>                | <b>247.54</b>                  |
| <b>Other Bank Balance</b>                                                     |                                |                                |
| Bank Deposit having maturity of greater than 3 months and less than 12 months | 1.74                           | 1.62                           |
| Bank Deposit having maturity of greater than 12 months                        | -                              | -                              |
| Less: Deposits reclassified to other non current assets                       | -                              | -                              |
| <b>Cash and bank balance as per Balance Sheet</b>                             | <b>3,044.08</b>                | <b>249.16</b>                  |

**Note:**

The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in the Accounting Standard 3 (AS-3), "Cash Flow

See accompanying notes to the financial statements

1-52

As per our report of even date

**For RATAN CHANDAK & CO LLP**

Chartered Accountants

Firm's Registration No. 108696W/W101028



**CA Jagadish Sate**

Partner

Membership No. 182935

UDIN: 26182935VLFPP8877

Place: Navi Mumbai

Date: 30-May-2026

**Rajan Shivram Mote**

Whole Time Director and CFO

7946637

**Ashish Nayak**

Company Secretary

AMIPN0609C

For and on behalf of the Board of  
OneClick Logistics India Limited

**Mahesh Liladhar Bhanushali**

Managing Director

7946644

Place: Mumbai

Date: 30-May-2026

## 1 COMPANY INFORMATION

The Company was incorporated on 14 December 2022 under the provisions of Companies Act 2013. The Company is engaged in business of clearing and forwarding services. Subsequently it acquired entire running business with assets and liabilities of OneClick Logistics LLP, vide business transfer agreement dated 10 February 2023.

## 2 SIGNIFICANT ACCOUNTING POLICIES

### a Basis of Preparation

1. These financial statements have been prepared in accordance with the Generally Accepted Accounting Principles in India ('Indian GAAP') to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013, as applicable. The financial statements have been prepared under the historical cost convention on accrual basis, except for certain current investments which are valued at lower of cost and fair value as required under AS 13.

2. Accounting policies not specifically referred to otherwise are consistent with generally accepted accounting principles.

3. The Company generally follows mercantile system of accounting and all income and expenditure items having a material bearing on the financial statements are recognised on accrual basis.

### b Use of Estimates

The preparation of Financial Statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Differences between the actual results and estimates are recognised in the period in which the results are known/materialised.

### c Property, Plant and Equipment

Property, Plant and Equipment are stated at cost, less accumulated depreciation / amortisation. Costs include all expenses incurred to bring the asset to its present location and condition.

Property, Plant and Equipment exclude computers and other assets individually costing Rs. XXXX or less which are not capitalised except when they are part of a larger capital investment programme. Property, Plant and Equipment are accounted as per AS 10.

### d Depreciation and amortization

Depreciation has been provided on the Fixed Asset on the Straight Line Method (SLM) and the useful lives adopted by the Company are in accordance with or shorter than those prescribed under Schedule II of the Companies Act, 2013, based on management's technical assessment.

Depreciation on assets acquired/disposed of during the year is provided on a pro-rata basis from/up to the date of acquisition/disposal.

The residual value of all assets is assumed to be 5% of the original cost unless technically assessed otherwise.

The useful life of the Assets has been taken as below;

| Type of Assets         | Useful Life |
|------------------------|-------------|
| Buildings              | 30 Years    |
| Plant and Equipment    | 15 Years    |
| Furniture and Fixtures | 10 Years    |
| Vehicles               | 8 Years     |
| Office equipment       | 5 Years     |
| Computers              | 3 Years     |

### e Impairment of assets

At each balance sheet date, the management reviews the carrying amounts of its assets included in each cash generating unit to determine whether there is any indication that those assets were impaired. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of impairment. Recoverable amount is the higher of an asset's net selling price and value in use. In assessing value in use, the estimated future cash flows expected from the continuing use of the asset and from its disposal are discounted to their present value using a pre-tax discount rate that reflects the current market assessments of time value of money and the risks specific to the asset. Impairment losses recognised in prior periods are reversed if there has been a change in estimates. Such reversal is recognised in the Statement of Profit and Loss, to the extent that the carrying amount does not exceed what it would have been had no impairment been recognised. Impairment loss on goodwill, if any, is not reversed.

### f Leases

Assets taken on lease by the Company in its capacity as lessee, where the Company has substantially all the risks and rewards of ownership are classified as finance lease. Such a lease is capitalised at the inception of the lease at lower of the fair value or the present value of the minimum lease payments and a liability is recognised for an equivalent amount. Each lease rental paid is allocated between the liability and the interest cost so as to obtain a constant periodic rate of interest on the outstanding liability for each year.

Lease arrangements where the risks and rewards incidental to ownership of an asset substantially vest with the lessor, are recognised as operating leases. Lease rentals under operating leases are recognised in the statement of profit and loss on a straight-line basis, unless another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed. Lease payments under cancellable and non-cancellable operating leases are disclosed as required under AS 19.

**g Investment**

Investments are classified as long-term or current in accordance with AS 13. Long-term investments are carried at cost. Provision for diminution in value of long-term investments is made only when such diminution is other than temporary in nature. Current investments are carried at the lower of cost or fair value, determined on an individual investment basis.

**h Inventories**

Accordingly, AS 2 – Valuation of inventories is not applicable to the Company as engaged in rendering services and does not hold any inventories.

**i Cash and cash equivalents**

Cash and cash equivalents as used in the Cash Flow Statement (prepared under AS 3 – Cash Flow Statements) comprise cash in hand, cheques on hand, balances with banks in current accounts, demand deposits and short-term highly liquid investments that are readily convertible into known amounts of cash and are subject to an insignificant risk of changes in value. Such investments are generally those with original maturities of three months or less from the date of acquisition.

**j Revenue recognition**

**Revenue from Services**

1. Revenue is recognised upon transfer of control of promised product or services to customer in an amount that reflect the consideration which the company expects to receive in exchange for those product or services for the consideration received or receivable, which is generally the transaction price.

2. Revenue from logistics/clearing services is recognised upon completion of services, i.e., when the consignment has been cleared and delivered to the destination point.

3. Referral fees are recognised as revenue when the right to receive such fees is established upon final confirmation from the customer.

4. Unbilled revenue represents the value of services rendered for which invoices have not been raised as at the Balance Sheet date due to completion of partial services. Such revenue is recognised on an accrual basis and disclosed as Unbilled Revenue.

**k Employee Benefits**

**Post-employment benefit plans**

Contributions to defined contribution retirement benefit schemes are recognised as expense when employees have rendered services entitling them to such benefits. For defined benefit schemes, the cost of providing benefits is determined using the Projected Unit Credit Method, with actuarial valuations being carried out at each balance sheet date. Actuarial gains and losses are recognised in full in the statement of profit and loss for the period in which they occur. Past service cost is recognised immediately to the extent that the benefits are already vested, or amortised on a straight-line basis over the average period until the benefits become vested. The retirement benefit obligation recognised in the balance sheet represents the present value of the defined benefit obligation as adjusted for unrecognised past service cost, and as reduced by the fair value of scheme assets. Any asset resulting from this calculation is limited to the present value of available refunds and reductions in future contributions to the scheme.

The Gratuity liability which is determined on the basis of valuation carried out by an independent actuary (under projected unit credit method) at the Balance Sheet date.

Leave encashment : Company does not have any policy related to encashment of leave pending at the end of the year/period or during the year, hence no provision is made.

**Other employee benefits**

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees is recognised during the period when the employee renders the service. These benefits include compensated absences such as paid annual leave, overseas social security contributions and performance incentives.

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as an actuarially determined liability at the present value of the defined benefit obligation at the balance sheet date.

**l Borrowing Cost**

Borrowing costs are accounted in accordance with AS 16. Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur in the Statement of Profit and Loss. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

**m Foreign currency transactions**

In preparing the financial statements of the company, transaction in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the date of transaction. Foreign Exchange losses and gain resulting from the settlement of such transaction are generally recognised in profit or loss in the year in which they arise.

**n Taxation**

**Current tax**

Current income tax expense comprises taxes on income from operations in India and in foreign jurisdictions. Income tax payable in India is determined in accordance with the provisions of the Income Tax Act, 1961. Tax expense relating to foreign operations is determined in accordance with tax laws applicable in countries where such operations are domiciled.

Minimum Alternative Tax (MAT) paid in accordance with the tax laws in India, which gives rise to future economic benefits in the form of adjustment of future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax after the tax holiday period. Accordingly, MAT is recognised as an asset in the balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with it will fructify.

Deferred tax expense or benefit is recognised on timing differences being the difference between taxable income and accounting income that originate in one period and is likely to reverse in one or more subsequent periods. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

Advance taxes and provisions for current income taxes are presented in the balance sheet after off-setting advance tax paid and income tax provision arising in the same tax jurisdiction for relevant tax paying units and where the Company is able to and intends to settle the asset and liability on a net basis.

The Company offsets deferred tax assets and deferred tax liabilities if it has a legally enforceable right and these relate to taxes on income levied by the same governing taxation laws.

#### Deferred tax

Deferred tax expense or benefit is recognised on timing differences being the difference between taxable income and accounting income that originate in one period and is likely to reverse in one or more subsequent periods. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

The Company offsets deferred tax assets and deferred tax liabilities if it has a legally enforceable right and these relate to taxes on income levied by the same governing taxation laws.

#### o Earnings Per Shares

Basic earnings per share is computed by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the net profit or loss attributable to equity shareholders (after adjusting for effects of dilutive potential equity shares) by the weighted average number of equity shares and dilutive potential equity shares outstanding during the period. Earnings per share are computed in accordance with AS 20 – Earnings Per Share

#### p Provisions, Contingent liabilities and Contingent assets

A provision is recognised when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made. Provisions (excluding retirement benefits and compensated absences) are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognised in the financial statements. A contingent asset is neither recognised nor disclosed in the financial statements. Contingent assets are not recognised in the financial statements but are disclosed when an inflow of economic benefits is probable.

As per our report of even date

For RATAN CHANDAK & CO LLP

Chartered Accountants

Firm's Registration No. 108696W/W101028



Partner

Membership No. 182935

UDIN: 26182935STDBMO3274

Place: Navi Mumbai

Date: 30-May-2026

Rajan Shivram Mote  
Whole Time Director and CFO  
7946637

Ashish Nayak  
Company Secretary  
AMIPN0609C

For and on behalf of the Board of  
OneClick Logistics India Limited

Mahesh Liladhar Bhanushali  
Managing Director  
7946644

Place: Mumbai

Date: 30-May-2026

### 3 Share Capital

(Rs in lakhs)

| Particulars                                                                             | As at<br>31-March-2026 | As at<br>31-March-2025 |
|-----------------------------------------------------------------------------------------|------------------------|------------------------|
| <b>Authorised Share Capital</b>                                                         |                        |                        |
| Equity Shares, of Rs. 10 each, 1,20,00,000 (Previous Year -45,00,000) Equity Shares     | 1,200.00               | 450.00                 |
| <b>Issued, Subscribed and Fully Paid up Share Capital</b>                               |                        |                        |
| Equity Shares, of Rs. 10 each, 6711723 (Previous Year -36,03,800) Equity Shares paid up | 671.17                 | 360.38                 |
| <b>Total</b>                                                                            | <b>671.17</b>          | <b>360.38</b>          |

- a) The Company has allotted 10,00,800 equity shares of face value of Rs.10/- through Initial Public Offer.
- b) Vide as per business transfer agreement dated 10th February 2023 the Company has to allot 44800 shares at the price of Rs. 580/- of Rs. 10 each, including share premium of Rs. 570/- to partners of OneClick Logistics LLP, which has been allotted as on 04/04/2023 vide resolution dated 29/03/2023.
- c) The company has issued 25,48,200 equity shares of face value of Rs. 10/- each to eligible shareholders by the way of Bonus Issue.
- d) The Company has increased its Authorised Share Capital from Rs. 4,50,00,000/- divided into 45,00,000 equity shares of Rs. 10/- each to Rs. 6,00,00,000/- divided into 60,00,000 equity shares of Rs. 10/- each vide Ordinary Resolution passed at the Extra-Ordinary General Meeting held on 19th June, 2025.
- e) Further, pursuant to Special Resolution passed at the Extra-Ordinary General Meeting held on 19th June, 2025, the Company allotted 19,89,363 equity shares of face value of Rs.10/- each on preferential basis at an issue price of Rs.168/- per share including premium of Rs.158/- per share on 04th July, 2025.
- f) Further, pursuant to Ordinary Resolution passed at the Extra-Ordinary General Meeting held on 20th February, 2026, the Company increased its Authorised Share Capital from Rs.6,00,00,000/- divided into 60,00,000 equity shares of Rs.10/- each to Rs.12,00,00,000/- divided into 1,20,00,000 equity shares of Rs.10/- each by creation of additional 60,00,000 equity shares ranking pari-passu with the existing equity shares of the Company.
- g) Further, the Company made a Rights Issue and allotted 11,18,560 Rights Equity Shares of face value of Rs.10/- each in the ratio of 1:5 at an issue price of Rs.313/- per share including premium of Rs.303/- per share on 17th March, 2026.

#### (i) Reconciliation of number of shares

| Particulars            | As at 31-March-2026 |               | As at 31-March-2025 |               |
|------------------------|---------------------|---------------|---------------------|---------------|
|                        | No. of shares       | (Rs in lakhs) | No. of shares       | (Rs in lakhs) |
| Equity Shares          |                     |               |                     |               |
| Opening Balance        | 36,03,800           | 360.38        | 10,000              | 1.00          |
| Issued during the year | 31,07,923           | 310.79        | 35,93,800           | 359.38        |
| Deletion               | -                   | -             | -                   | -             |
| <b>Closing balance</b> | <b>67,11,723</b>    | <b>671.17</b> | <b>36,03,800</b>    | <b>360.38</b> |

#### (ii) Rights, preferences and restrictions attached to shares

Equity Shares: The Company has one class of equity shares. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

#### (iii) Details of Shares held by shareholders holding more than 5% of the aggregate shares in the company

| Equity Shares       | As at 31-March-2026 |       | As at 31-March-2025 |        |
|---------------------|---------------------|-------|---------------------|--------|
| Name of Shareholder | No. of shares       | In %  | No. of shares       | In %   |
| MAHESH BHANUSHALI   | 5,14,495            | 7.67% | 3,60,495            | 10.00% |
| RAJAN MOTE          | 4,22,470            | 6.29% | 3,60,470            | 10.00% |

## (iv) Shares held by Promoters at the end of the year As at 31-March-2026

| Name of Promoter             | Class of Shares | No. of Shares | % of total shares | % Change during the year |
|------------------------------|-----------------|---------------|-------------------|--------------------------|
| MAHESH LILADHAR BHANUSHALI   | Equity          | 5,14,495      | 7.67%             | -23.30%                  |
| RAJAN SHIVRAM MOTE           | Equity          | 4,22,470      | 6.29%             | -37.10%                  |
| PROMOTERS GROUP              | Equity          |               |                   |                          |
| ANJANA SHIVRAM MOTE          | Equity          | 26,030        | 0.72%             | 0.00%                    |
| LILADHAR TULSIDAS BHANUSHALI | Equity          | 13,015        | 0.36%             | 0.00%                    |
| RUPAL MAHESH BHANUSHALI      | Equity          | 830           | 0.02%             | 0.00%                    |
| SAKRI LILADHAR BHANUSHALI    | Equity          | 830           | 0.02%             | 0.00%                    |
| MEGHA KETAN BHANUSHALI       | Equity          | 10,640        | 0.30%             | 0.00%                    |
| SITABAI SHIVRAM MOTE         | Equity          | 21,280        | 0.59%             | 0.00%                    |

## Shares held by Promoters at the end of the year As at 31-March-2025

| Name of Promoter             | Class of Shares | No. of Shares | % of total shares | % Change during the year |
|------------------------------|-----------------|---------------|-------------------|--------------------------|
| MAHESH LILADHAR BHANUSHALI   | Equity          | 3,60,495      | 10.00%            | -68.59%                  |
| RAJAN SHIVRAM MOTE           | Equity          | 3,60,470      | 10.00%            | -68.66%                  |
| PROMOTERS GROUP              | Equity          |               |                   |                          |
| ANAND JADHAVJI BHANUSHALI    | Equity          | -             | 0.00%             | -100.00%                 |
| ANJANA SHIVRAM MOTE          | Equity          | 26,030        | 0.72%             | 0.00%                    |
| LILADHAR TULSIDAS BHANUSHALI | Equity          | 13,015        | 0.36%             | 0.00%                    |
| RUPAL MAHESH BHANUSHALI      | Equity          | 830           | 0.02%             | -96.81%                  |
| SAKRI LILADHAR BHANUSHALI    | Equity          | 830           | 0.02%             | -96.81%                  |
| MEGHA KETAN BHANUSHALI       | Equity          | 10,640        | 0.30%             | 0.00%                    |
| SITABAI SHIVRAM MOTE         | Equity          | 21,280        | 0.59%             | 0.00%                    |

## (v) Equity shares movement during 5 years preceding to 31-March-2026

| Particulars                                  | Year 1    | Year 2 | Year 3    | Year 4 | Year 5 |
|----------------------------------------------|-----------|--------|-----------|--------|--------|
| Equity shares issued as bonus                | -         | -      | 25,48,200 | -      | -      |
| Equity shares issued for cash                | 31,07,923 | -      | 10,00,800 | 10,000 | -      |
| Equity shares issued for consideration other | -         | -      | 44,800    | -      | -      |

- a) The Company made a Rights Issue and allotted 11,18,560 Rights Equity Shares of face value Rs.10/- each in the ratio of 1:5.
- b) The Company allotted 19,89,363 equity shares of face value of Rs.10/- each on preferential basis.
- c) The company has issued 25,48,200 equity shares of face value of Rs. 10/- each to eligible shareholders by the way of Bonus Issue.
- d) Additionally, the Company has allotted 10,00,800 equity shares of face value of Rs.10/- through Initial Public Offer.
- e) The company has allotted 44,800 equity shares of face value of Rs. 10/- each for consideration other than cash.
- f) Upon incorporation of the company, 10,000 equity shares were issued as initial subscription.

## 4 Reserves and Surplus

(Rs in lakhs)

| Particulars                           | As at<br>31-March-2026 | As at<br>31-March-2025 |
|---------------------------------------|------------------------|------------------------|
| <b>Securities Premium</b>             |                        |                        |
| Opening Balance                       | 734.24                 | 741.25                 |
| Add: Issue of Shares                  | 6,969.75               | -                      |
| (Add)/Less: IPO Expenses              | 41.99                  | 7.01                   |
| Closing Balance                       | 7,661.99               | 734.24                 |
| <b>Statement of Profit and loss</b>   |                        |                        |
| Balance at the beginning of the year  | 297.33                 | 84.85                  |
| Add: Profit/(loss) during the year    | 284.10                 | 212.15                 |
| Less: Appropriation                   |                        |                        |
| NCI (Non Controlling Interest)        | 2.89                   | (0.33)                 |
| <b>Balance at the end of the year</b> | 578.55                 | 297.33                 |
| <b>Total</b>                          | <b>8,240.54</b>        | <b>1,031.57</b>        |

## 5 Long Term Borrowings

(Rs in lakhs)

| Particulars                                       | As at<br>31-March-2026 | As at<br>31-March-2025 |
|---------------------------------------------------|------------------------|------------------------|
| Secured Term loans from banks                     | 222.72                 | 36.25                  |
| Unsecured Loans and advances from related parties | 46.98                  | -                      |
| <b>Total</b>                                      | <b>269.70</b>          | <b>36.25</b>           |

## Borrowings includes

(Rs in lakhs)

| Particulars               | As at<br>31-March-2026 | As at<br>31-March-2025 |
|---------------------------|------------------------|------------------------|
| Car Loan-Bajaj Serv       | 8.13                   | 12.70                  |
| Car Loan-HDFC             | 16.63                  | 23.55                  |
| RBL Loan Against Property | 61.95                  | -                      |
| Loan From Directors       | 46.98                  | -                      |
| SBI Loan                  | 26.51                  | -                      |
| Term Loan                 | 109.51                 | -                      |
| <b>Total</b>              | <b>269.70</b>          | <b>36.25</b>           |

## Particulars of Long term Borrowings

| Name of Lender/Type of Loan | Nature of Security | Rate of Interest | Monthly<br>Installments | No of Installment |
|-----------------------------|--------------------|------------------|-------------------------|-------------------|
| Car Loan-Bajaj Serv         | Secured            | 8.90%            | 46,007                  | 60                |
| Car Loan-HDFC               | Secured            | 9.44%            | 73,292                  | 60                |
| RBL Loan Against Property   | Secured            | 8.60%            | 86,049                  | 117               |
| Loan from Directors         | Unsecured          | 0.00%            | -                       | 0                 |
| SBI Loan                    | Secured            | 9.00%            | 34,347                  | 74                |
| Term Loan                   | Secured            | 8.60%            | 22,02,192               | 74                |

a) Bajaj Finserv Car Loan, Sanctioned Amount - Rs.2,221,485/-

The Company has obtained Car loan from Bajaj Finserv at the interest rate of 8.9% per annum. This loan is secured against Car.

b) HDFC Car loan, Sanctioned Amount - Rs.3,518,360

The Company has obtained Car loan from HDFC bank at the interest rate of 9.44% per annum. This loan is secured against Car.

c) RBL Bank Term Loan, Sanctioned Amount - Rs.68,00,000/-

The Company has availed a Term Loan facility from RBL Bank Limited amounting to Rs.68,00,000/- for takeover of existing loan from HDFC Bank. The facility carries interest at RBI Repo Rate plus applicable spread of 3.35% per annum, payable at monthly rests. The loan is repayable in 117 equal monthly instalments. The facility is secured by hypothecation of current assets and mortgage of office premises.

d) State Bank of India Loan, Sanctioned Amount- Rs. 2,00,00,000/-

The Subsidiary has obtained a loan from State Bank of India at an interest rate of 9.00% per annum, repayable in monthly instalments of Rs.34,347. The loan is repayable over a term of 74 months.

e) State Bank of India Term Loan, Sanctioned Amount- Rs.2,25,00,000/-

The Subsidiary has obtained a term loan from State Bank of India at an interest rate of 8.60% per annum, repayable in monthly instalments of Rs.22,02,192. The loan is repayable over a term of 74 months.

## 6 Long Term Provisions

(Rs in lakhs)

| Particulars                                                | As at<br>31-March-2026 | As at<br>31-March-2025 |
|------------------------------------------------------------|------------------------|------------------------|
| Provision for employee benefits<br>-Provision for Gratuity | 30.90                  | 24.19                  |
| <b>Total</b>                                               | <b>30.90</b>           | <b>24.19</b>           |

## 7 Short Term Borrowings

(Rs in lakhs)

| Particulars                                            | As at<br>31-March-2026 | As at<br>31-March-2025 |
|--------------------------------------------------------|------------------------|------------------------|
| Current maturities of long-term debt                   | 16.25                  | 10.51                  |
| Secured Loans repayable on demand from banks           | 692.75                 | 11.12                  |
| Unsecured Loans repayable on demand from other parties | 3.00                   | -                      |
| Unsecured Loans and advances from related parties      | 45.15                  | 86.21                  |
| <b>Total</b>                                           | <b>757.15</b>          | <b>107.84</b>          |

### Borrowings includes

(Rs in lakhs)

| Particulars               | As at<br>31-March-2026 | As at<br>31-March-2025 |
|---------------------------|------------------------|------------------------|
| Car Loan- Bajaj Serv      | 4.57                   | 4.19                   |
| Car Loan- HDFC            | 6.93                   | 6.32                   |
| Loan from Directors       | 45.15                  | 86.21                  |
| HDFC OD A/C               | -                      | 11.12                  |
| RBL CC A/C                | 402.72                 | -                      |
| RBL Loan Against Property | 4.75                   | -                      |
| Loan from Others          | 3.00                   | -                      |
| SBI CC A/C                | 290.03                 | -                      |
| <b>Total</b>              | <b>757.15</b>          | <b>107.84</b>          |

### Particulars of Short term Borrowings

| Name of Lender/Type of Loan | Rate of Interest | Nature of Security                                                                                                                                                                                                    |
|-----------------------------|------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| HDFC Loan Against Property  | 9.75%            | Secured against Property                                                                                                                                                                                              |
| Car Loan- Bajaj Serv        | 8.90%            | Secured                                                                                                                                                                                                               |
| Car Loan- HDFC              | 9.44%            | Secured                                                                                                                                                                                                               |
| Loan From directors         | 0.00%            | Unsecured                                                                                                                                                                                                             |
| HDFC BANK OD A/C            | 11.00%           | Cash Credit against Current assets/ stock and bad debts, CGTSME Cover as Collateral security. Additionally, the loan is backed by the personal guarantees of the Directors, Mr. Rajan Mote and Mr. Mahesh Bhanushali. |
| Loan from Others            | 0.00%            | Unsecured                                                                                                                                                                                                             |
| RBL BANK CC A/C             | 8.50%            | Secured against current assets and mortgage of                                                                                                                                                                        |
| RBL Loan Against Property   | 8.60%            | Secured against current assets and mortgage of                                                                                                                                                                        |

a) Bajaj Finserv Car Loan, Sanctioned Amount - Rs.2,221,485/-

The Company has obtained Car loan from Bajaj Finserv at the interest rate of 8.9% per annum. This loan is secured against Car.

b) HDFC Car loan, Sanctioned Amount - Rs.3,518,360

The Company has obtained Car loan from HDFC bank at the interest rate of 9.44% per annum. This loan is secured against Car.

c) HDFC Bank A/C No - 50200106177301, Sanctioned Amount - Rs.4,00,00,000/-

The Company has obtained a Cash Credit facility from HDFC Bank at an interest rate of 11% per annum. This facility is secured by a margin of 40% on the Company's Debtors upto 90 days. The Primary security details for this facility include current assets/stock and Book debts, CGTSME Cover as Collateral security. Additionally, the loan is backed by the personal guarantees of the Directors, Mr. Rajan Mote and Mr. Mahesh Bhanushali.

d) RBL Bank CC A/c - 609001287764, Sanctioned Amount - Rs.4,00,00,000/-

The Company has availed a Cash Credit facility from RBL Bank Limited amounting to Rs.4,00,00,000/- for meeting its working capital requirements. The facility carries interest at RBL Repo Rate plus applicable spread, resulting in an effective interest rate of approximately 11.50% per annum, payable at monthly rests. The facility is secured by hypothecation of stock and book debts of the Company and mortgage of office premises No 1201, 821 and 822 situated at Ajmera Sikova Road, LBS Marg, Ghatkopar (West), Mumbai. The said facility is further supported by personal guarantees of Mr. Rajan Mote and Mr. Mahesh Bhanushali.

e) RBL Bank Term Loan, Sanctioned Amount - Rs.68,00,000/-

The Company has availed a Term Loan facility from RBL Bank Limited amounting to Rs.68,00,000/- for takeover of existing loan from HDFC Bank. The facility carries interest at RBI Repo Rate plus applicable spread of 3.35% per annum, payable at monthly rests. The loan is repayable in 117 equal monthly instalments. The facility is secured by hypothecation of current assets and mortgage of office premises.

## 8 Trade Payables

(Rs in lakhs)

| Particulars                        | As at<br>31-March-2026 | As at<br>31-March-2025 |
|------------------------------------|------------------------|------------------------|
| Due to Micro and Small Enterprises | 32.82                  | 48.01                  |
| Due to others                      | 5,498.41               | 230.89                 |
| <b>Total</b>                       | <b>5,531.23</b>        | <b>278.90</b>          |

### 8.1 Trade Payables ageing schedule as at 31-March-2026

(Rs in lakhs)

| Particulars           | Outstanding for following periods from due date of payment |           |           |                   | Total           |
|-----------------------|------------------------------------------------------------|-----------|-----------|-------------------|-----------------|
|                       | Less than 1 year                                           | 1-2 years | 2-3 years | More than 3 years |                 |
| MSME                  | 30.66                                                      | 2.09      | 0.07      | -                 | 32.82           |
| Others                | 5,440.34                                                   | 11.95     | 17.48     | 28.63             | 5,498.41        |
| Disputed dues- MSME   |                                                            |           |           |                   | -               |
| Disputed dues- Others |                                                            |           |           |                   | -               |
| <b>Sub total</b>      |                                                            |           |           |                   | <b>5,531.23</b> |
| MSME - Undue          |                                                            |           |           |                   |                 |
| Others - Undue        |                                                            |           |           |                   |                 |
| <b>Total</b>          |                                                            |           |           |                   | <b>5,531.23</b> |

### 8.2 Trade Payables ageing schedule as at 31-March-2025

(Rs in lakhs)

| Particulars           | Outstanding for following periods from due date of payment |           |           |                   | Total         |
|-----------------------|------------------------------------------------------------|-----------|-----------|-------------------|---------------|
|                       | Less than 1 year                                           | 1-2 years | 2-3 years | More than 3 years |               |
| MSME                  | 46.77                                                      | 1.08      | 0.16      |                   | 48.01         |
| Others                | 192.37                                                     | 10.08     | 1.31      | 27.14             | 230.89        |
| Disputed dues- MSME   |                                                            |           |           |                   | -             |
| Disputed dues- Others |                                                            |           |           |                   | -             |
| <b>Sub total</b>      |                                                            |           |           |                   | <b>278.90</b> |
| MSME - Undue          |                                                            |           |           |                   |               |
| Others - Undue        |                                                            |           |           |                   |               |
| <b>Total</b>          |                                                            |           |           |                   | <b>278.90</b> |

## 9 Other Current Liabilities

(Rs in lakhs)

| Particulars                                                                                            | As at<br>31-March-2026 | As at<br>31-March-2025 |
|--------------------------------------------------------------------------------------------------------|------------------------|------------------------|
| Application money received for allotment of securities and due for refund and interest accrued thereon | 0.02                   | -                      |
| Statutory dues                                                                                         |                        |                        |
| -ESIC PAYABLE                                                                                          | 0.06                   | 0.22                   |
| -GST payable                                                                                           | (43.20)                | 14.78                  |
| -PF PAYABLE                                                                                            | 1.35                   | 1.21                   |
| -PT PAYABLE                                                                                            | 0.56                   | 0.45                   |
| -TDS Payable                                                                                           | 5.04                   | 3.81                   |
| Salaries and wages payable                                                                             | 10.89                  | 15.56                  |
| Advances from customers                                                                                | 7.59                   | 2.54                   |
| <b>Total</b>                                                                                           | <b>(17.69)</b>         | <b>38.57</b>           |

## 10 Short Term Provisions

(Rs in lakhs)

| Particulars                     | As at<br>31-March-2026 | As at<br>31-March-2025 |
|---------------------------------|------------------------|------------------------|
| Provision for employee benefits |                        |                        |
| -Provision for Gratuity         | 6.69                   | 4.81                   |
| Provision for income tax        | 39.28                  | 4.67                   |
| Provision for others            | 94.14                  | 60.32                  |
| <b>Total</b>                    | <b>140.11</b>          | <b>69.80</b>           |

## Property, Plant and Equipment and Intangible Assets

(Rs in lakhs)

| Name of Assets                          | Gross Block        |                 |           |            | Depreciation and Amortization |                 |           | Net Block  |                    |
|-----------------------------------------|--------------------|-----------------|-----------|------------|-------------------------------|-----------------|-----------|------------|--------------------|
|                                         | As at<br>01-Apr-25 | Addition        | Deduction | Adjustment | As at<br>31-Mar-26            | for the<br>year | Deduction | Adjustment | As at<br>31-Mar-26 |
| <b>(i) Property Plant and Equipment</b> |                    |                 |           |            |                               |                 |           |            |                    |
| Computer                                | 32.69              | 3.59            | -         | -          | 36.28                         | 10.79           | -         | -          | 25.52              |
| Office Premises                         | 167.39             | -               | -         | -          | 167.39                        | 5.30            | -         | -          | 13.12              |
| Mobile                                  | 5.89               | 1.34            | -         | -          | 7.23                          | 1.23            | -         | -          | 2.35               |
| Vehicle                                 | 67.55              | -               | -         | -          | 67.55                         | 8.02            | -         | -          | 17.60              |
| Office Equipment                        | 0.89               | 1.49            | -         | -          | 2.38                          | 0.71            | -         | -          | 0.92               |
| Electrical Fittings                     | 5.76               | 35.00           | -         | -          | 40.76                         | 9.48            | -         | -          | 10.29              |
| Air conditioner                         | 2.00               | 8.42            | -         | -          | 10.42                         | 2.30            | -         | -          | 2.85               |
| Furniture & Fixture                     | 18.73              | 5.51            | -         | -          | 24.23                         | 2.44            | -         | -          | 4.88               |
| Building                                | -                  | 244.37          | -         | -          | 244.37                        | 11.47           | -         | -          | 11.47              |
| Plant & Machinery                       | -                  | 77.80           | -         | -          | 77.80                         | 13.88           | -         | -          | 13.88              |
| Sewing Machine                          | -                  | 0.03            | -         | -          | 0.03                          | 0.01            | -         | -          | 0.01               |
| Fire Equipments                         | -                  | 0.41            | -         | -          | 0.41                          | 0.07            | -         | -          | 0.07               |
| Printer                                 | -                  | 0.19            | -         | -          | 0.19                          | 0.06            | -         | -          | 0.06               |
| <b>Total</b>                            | <b>300.89</b>      | <b>378.17</b>   | <b>-</b>  | <b>-</b>   | <b>679.06</b>                 | <b>65.74</b>    | <b>-</b>  | <b>-</b>   | <b>103.02</b>      |
| <b>Previous Year</b>                    | <b>289.79</b>      | <b>11.10</b>    | <b>-</b>  | <b>-</b>   | <b>300.89</b>                 | <b>26.45</b>    | <b>-</b>  | <b>-</b>   | <b>37.28</b>       |
| <b>(ii) Intangible Assets</b>           |                    |                 |           |            |                               |                 |           |            |                    |
| Goodwill                                | 6.72               | 1,993.45        | -         | -          | 2,000.17                      | -               | -         | -          | -                  |
| <b>Total</b>                            | <b>6.72</b>        | <b>1,993.45</b> | <b>-</b>  | <b>-</b>   | <b>2,000.17</b>               | <b>-</b>        | <b>-</b>  | <b>-</b>   | <b>-</b>           |
| <b>Previous Year</b>                    | <b>-</b>           | <b>6.72</b>     | <b>-</b>  | <b>-</b>   | <b>6.72</b>                   | <b>-</b>        | <b>-</b>  | <b>-</b>   | <b>-</b>           |

| 12 Non Current Investments (Rs in lakhs)         |                        |                        |
|--------------------------------------------------|------------------------|------------------------|
| Particulars                                      | As at<br>31-March-2026 | As at<br>31-March-2025 |
| Investment property                              | 89.32                  | -                      |
| Unquoted Other Investments in Equity Instruments | 1,026.61               | 25.00                  |
| <b>Total</b>                                     | <b>1,115.93</b>        | <b>25.00</b>           |

| 12 Details of Investments (Rs in lakhs) |              |                        |              |                        |
|-----------------------------------------|--------------|------------------------|--------------|------------------------|
| Name of Entity                          | No of Shares | As at<br>31-March-2026 | No of Shares | As at<br>31-March-2025 |
| Sampat Aluminium Private Limited        | 5,000        | 25.00                  | 5,000        | 25.00                  |

| 12 Details of Investments (Rs in lakhs)  |                        |                        |
|------------------------------------------|------------------------|------------------------|
| Particulars                              | As at<br>31-March-2026 | As at<br>31-March-2025 |
| Aggregate amount of unquoted investments | 25.00                  | 25.00                  |

| 13 Deferred Tax Assets (net) (Rs in lakhs) |                        |                        |
|--------------------------------------------|------------------------|------------------------|
| Particulars                                | As at<br>31-March-2026 | As at<br>31-March-2025 |
| Deferred tax assets net                    | 1.86                   | 1.55                   |
| <b>Total</b>                               | <b>1.86</b>            | <b>1.55</b>            |

| 13 Significant Components of Deferred Tax (Rs in lakhs)        |                        |                        |
|----------------------------------------------------------------|------------------------|------------------------|
| Particulars                                                    | As at<br>31-March-2026 | As at<br>31-March-2025 |
| <b>Deferred Tax Asset</b>                                      |                        |                        |
| Expenses provided but allowable in Income tax on Payment basis | 2.16                   | 4.02                   |
| Due to disallowance u/s.40(A)7                                 |                        | 0.51                   |
| Due to disallowance u/s.43B                                    |                        |                        |
| <b>Gross Deferred Tax Asset (A)</b>                            | <b>2.16</b>            | <b>4.53</b>            |
| <b>Deferred Tax Liability</b>                                  |                        |                        |
| Due to Depreciation                                            | 0.30                   | 2.98                   |
| <b>Gross Deferred Tax Liability (B)</b>                        | <b>0.30</b>            | <b>2.98</b>            |
| <b>Net Deferred Tax Asset (A)-(B)</b>                          | <b>1.86</b>            | <b>1.55</b>            |

| 14 Long Term Loans and Advances (Rs in lakhs)         |                        |                        |
|-------------------------------------------------------|------------------------|------------------------|
| Particulars                                           | As at<br>31-March-2026 | As at<br>31-March-2025 |
| Capital Advances                                      | 250.00                 | 251.08                 |
| Other loans and advances (Unsecured, considered good) |                        |                        |
| -Deposits                                             | 4.30                   | -                      |
| <b>Total</b>                                          | <b>254.30</b>          | <b>251.08</b>          |

| 15 Other Non Current Assets (Rs in lakhs)              |                        |                        |
|--------------------------------------------------------|------------------------|------------------------|
| Particulars                                            | As at<br>31-March-2026 | As at<br>31-March-2025 |
| Security Deposits                                      | 5.46                   | 3.48                   |
| Bank Deposit having maturity of greater than 12 months | 9.22                   | -                      |
| <b>Total</b>                                           | <b>14.68</b>           | <b>03-Jan-00</b>       |

**16 Trade Receivables**

(Rs in lakhs)

| Particulars               | As at<br>31-March-2026 | As at<br>31-March-2025 |
|---------------------------|------------------------|------------------------|
| Secured considered good   | 927.61                 | -                      |
| Unsecured considered good | 3,959.75               | 958.06                 |
| <b>Total</b>              | <b>4,887.36</b>        | <b>958.06</b>          |

**16 Trade Receivables ageing schedule as at 31-March-2026**

(Rs in lakhs)

| Particulars                                      | Outstanding for following periods from due date of payment |                  |           |           |                   | Total           |
|--------------------------------------------------|------------------------------------------------------------|------------------|-----------|-----------|-------------------|-----------------|
|                                                  | Less than 6 months                                         | 6 months- 1 year | 1-2 years | 2-3 years | More than 3 years |                 |
| Undisputed Trade receivables-considered good     | 4,506.16                                                   | 44.99            | 101.34    | 55.99     | 124.36            | 4,832.83        |
| Undisputed Trade Receivables-considered doubtful |                                                            |                  |           |           |                   | -               |
| Disputed Trade Receivables considered good       |                                                            |                  |           |           |                   | -               |
| Disputed Trade Receivables considered doubtful   |                                                            |                  |           |           |                   | -               |
| Sub total                                        |                                                            |                  |           |           |                   | <b>4,832.83</b> |
| Unbilled Revenue                                 |                                                            |                  |           |           |                   | 54.52           |
| <b>Total</b>                                     |                                                            |                  |           |           |                   | <b>4,887.36</b> |

**16 Trade Receivables ageing schedule as at 31-March-2025**

(Rs in lakhs)

| Particulars                                      | Outstanding for following periods from due date of payment |                  |           |           |                   | Total         |
|--------------------------------------------------|------------------------------------------------------------|------------------|-----------|-----------|-------------------|---------------|
|                                                  | Less than 6 months                                         | 6 months- 1 year | 1-2 years | 2-3 years | More than 3 years |               |
| Undisputed Trade receivables-considered good     | 529.18                                                     | 127.14           | 107.36    | 80.15     | 55.44             | 899.25        |
| Undisputed Trade Receivables-considered doubtful |                                                            |                  |           |           |                   | -             |
| Disputed Trade Receivables considered good       |                                                            |                  |           |           |                   | -             |
| Disputed Trade Receivables considered doubtful   |                                                            |                  |           |           |                   | -             |
| Sub total                                        |                                                            |                  |           |           |                   | <b>899.25</b> |
| Unbilled Revenue                                 |                                                            |                  |           |           |                   | 58.81         |
| <b>Total</b>                                     |                                                            |                  |           |           |                   | <b>958.06</b> |

**17 Cash and Cash Equivalents**

(Rs in lakhs)

| Particulars                                                                    | As at<br>31-March-2026 | As at<br>31-March-2025 |
|--------------------------------------------------------------------------------|------------------------|------------------------|
| Cash on hand                                                                   | 16.74                  | 11.09                  |
| Balances with banks in current accounts                                        | 2,864.65               | 236.45                 |
| Bank Deposit having maturity of less than 3 months                             | 160.95                 | -                      |
| <b>Cash and cash equivalents - total</b>                                       | <b>3,042.34</b>        | <b>247.54</b>          |
| Other Bank Balances                                                            |                        |                        |
| Deposits with original maturity for more than 3 months but less than 12 months | 1.74                   | 1.62                   |
| <b>Total</b>                                                                   | <b>3,044.08</b>        | <b>249.16</b>          |

**18 Short Term Loans and Advances**

(Rs in lakhs)

| Particulars                           | As at<br>31-March-2026 | As at<br>31-March-2025 |
|---------------------------------------|------------------------|------------------------|
| Loans and advances to related parties | 0.10                   | -                      |
| Loans and advances to employees       | 2.84                   | 0.07                   |
| Advances to suppliers                 | 3,464.07               | 103.80                 |
| <b>Total</b>                          | <b>3,467.01</b>        | <b>103.87</b>          |

**19 Other Current Assets**

(Rs in lakhs)

| Particulars                    | As at<br>31-March-2026 | As at<br>31-March-2025 |
|--------------------------------|------------------------|------------------------|
| Interest accrued               | 0.10                   | 0.02                   |
| GST Appeal Deposit             | 3.64                   | -                      |
| Other Current Asset            | 3.50                   | -                      |
| Prepaid Expenses               | 135.21                 | 77.19                  |
| Security Deposits to Creditors | 15.25                  | 1.46                   |
| <b>Total</b>                   | <b>157.70</b>          | <b>78.67</b>           |

**20 Revenue from Operations**

(Rs in lakhs)

| Particulars                                | Year ended on<br>31-March-2026 | Year ended on<br>31-March-2025 |
|--------------------------------------------|--------------------------------|--------------------------------|
| Sale of products                           | 6,523.34                       | 72.53                          |
| Others<br>- Clearing & Forwarding Services | 4,998.57                       | 4,417.48                       |
| <b>Total</b>                               | <b>11,521.91</b>               | <b>4,490.01</b>                |

**21 Other Income**

(Rs in lakhs)

| Particulars                                  | Year ended on<br>31-March-2026 | Year ended on<br>31-March-2025 |
|----------------------------------------------|--------------------------------|--------------------------------|
| Interest Income                              | 24.51                          | 0.07                           |
| Other non-operating income (net of expenses) | 0.42                           | -                              |
| Foreign Exchange gain (net)                  | -                              | 7.34                           |
| Interest on IT refund                        | 0.23                           | -                              |
| Misc. Balance Written Off ( Net of RDD)      | 8.55                           | -                              |
| Rent Income                                  | 2.40                           | -                              |
| <b>Total</b>                                 | <b>36.11</b>                   | <b>7.41</b>                    |

**22 Freight, handling and service cost/Purchases of Stock in Trade**

(Rs in lakhs)

| Particulars        | Year ended on<br>31-March-2026 | Year ended on<br>31-March-2025 |
|--------------------|--------------------------------|--------------------------------|
| Purchases of goods | 7,045.15                       | -                              |
| Freight Charges    | 4,437.12                       | 3,956.03                       |
| <b>Total</b>       | <b>11,482.27</b>               | <b>3,956.03</b>                |

**23 Employee Benefit Expenses**

(Rs in lakhs)

| Particulars                               | Year ended on<br>31-March-2026 | Year ended on<br>31-March-2025 |
|-------------------------------------------|--------------------------------|--------------------------------|
| Salaries and wages                        | 183.38                         | 127.09                         |
| Contribution to provident and other funds | 5.13                           | 4.10                           |
| Staff welfare expenses                    | 13.40                          | 8.17                           |
| Gratuity                                  | 8.58                           | 8.26                           |
| Incentives                                | -                              | 0.27                           |
| <b>Total</b>                              | <b>210.49</b>                  | <b>147.89</b>                  |

**Defined Benefit Plan**

Changes in the present value of the defined benefit obligation

(Rs in lakhs)

| Particulars                                         | As at<br>31-March-2026 | As at<br>31-March-2025 |
|-----------------------------------------------------|------------------------|------------------------|
| Defined Benefit Obligation at beginning of the year | 29.00                  | 20.74                  |
| Current Service Cost                                | 9.00                   | 7.84                   |
| Interest Cost                                       | 2.03                   | 1.50                   |
| Actuarial (Gain) / Loss                             | (2.45)                 | (1.08)                 |
| Benefits Paid                                       | -                      | -                      |
| <b>Defined Benefit Obligation at year end</b>       | <b>37.58</b>           | <b>29.00</b>           |

**Reconciliation of present value of defined benefit obligation and fair value of assets**

(Rs in lakhs)

| Particulars                                        | As at<br>31-March-2026 | As at<br>31-March-2025 |
|----------------------------------------------------|------------------------|------------------------|
| Present value obligation as at the end of the year | 37.58                  | 29.00                  |
| Unfunded net liability recognized in balance sheet | 37.58                  | 29.00                  |
| <b>Amount classified as:</b>                       |                        |                        |
| Short term provision                               | 6.69                   | 4.81                   |
| Long term provision                                | 30.89                  | 24.19                  |

**Expenses recognized in Profit and Loss Account**

(Rs in lakhs)

| Particulars                                          | Year ended on<br>31-March-2026 | Year ended on<br>31-March-2025 |
|------------------------------------------------------|--------------------------------|--------------------------------|
| Current service cost                                 | 9.00                           | 7.84                           |
| Interest cost                                        | 2.03                           | 1.50                           |
| Net actuarial loss/(gain) recognized during the year | (2.45)                         | (1.08)                         |
| <b>Total expense recognised in Profit and Loss</b>   | <b>8.58</b>                    | <b>8.26</b>                    |

**Actuarial assumptions**

| Particulars                                     | As at<br>31-March-2026 | As at<br>31-March-2025 |
|-------------------------------------------------|------------------------|------------------------|
| Discount Rate                                   | 7.78%                  | 6.99%                  |
| Expected Rate of increase in Compensation Level | 10.00%                 | 10.00%                 |
| Expected Rate of return on Plan assets          | NA                     | NA                     |
| Retirement Age                                  | 60                     | 60                     |
| Withdrawal Rate                                 |                        |                        |
| Upto to 30 years                                | 3.00%                  | 3.00%                  |
| From 31 to 44 years                             | 2.00%                  | 2.00%                  |
| Above 44 years                                  | 1.00%                  | 1.00%                  |

**General Description of the Plan**

The Entity operates gratuity plan through a trust wherein every employee is entitled to the benefit equivalent to fifteen days salary last drawn for each completed year of service. The same is payable on termination of service or retirement, whichever is earlier. The benefit vests after five years of continuous service. In case of some employees, the Entity's scheme is more favourable as compared to the obligation under Payment of Gratuity Act, 1972.

| Particulars            | Year 1  | Year 2  | Year 3  | Year 4 | Year 5 |
|------------------------|---------|---------|---------|--------|--------|
| PBO                    | 20.74   | 29.00   | 37.58   |        |        |
| Plan assets            | -       |         |         |        |        |
| Net assets/(liability) | (20.74) | (29.00) | (37.58) |        |        |

**24 Finance Costs**

(Rs in lakhs)

| Particulars           | Year ended on<br>31-March-2026 | Year ended on<br>31-March-2025 |
|-----------------------|--------------------------------|--------------------------------|
| Interest expense      | 215.49                         | 7.51                           |
| Other borrowing costs | 14.56                          | 13.26                          |
| <b>Total</b>          | <b>230.05</b>                  | <b>20.77</b>                   |

**25 Depreciation and Amortization Expenses**

(Rs in lakhs)

| Particulars                                   | Year ended on<br>31-March-2026 | Year ended on<br>31-March-2025 |
|-----------------------------------------------|--------------------------------|--------------------------------|
| Depreciation on property, plant and equipment | 65.74                          | 26.45                          |
| <b>Total</b>                                  | <b>65.74</b>                   | <b>26.45</b>                   |

**26 Other Expenses**

(Rs in lakhs)

| Particulars             | Year ended on<br>31-March-2026 | Year ended on<br>31-March-2025 |
|-------------------------|--------------------------------|--------------------------------|
| Auditors' Remuneration  | 7.55                           | 7.58                           |
| Administrative Expenses | 0.34                           | 1.03                           |
| Advertisement           | 0.21                           | -                              |
| Commission              | 3.30                           | 0.24                           |
| Insurance               | 0.83                           | 0.30                           |

|                                         |               |              |
|-----------------------------------------|---------------|--------------|
| Power and fuel                          | 13.95         | 1.32         |
| Professional fees                       | 9.23          | 1.05         |
| Rent                                    | 9.74          | 1.72         |
| Repairs others                          | 1.46          | 1.06         |
| Rates and taxes                         | 0.03          | -            |
| Other Business Administrative Expenses  | 8.75          | 2.21         |
| Telephone expenses                      | 0.24          | 0.16         |
| Travelling Expenses                     | 10.92         | 1.68         |
| Miscellaneous expenses                  | 14.05         | 8.17         |
| Subscription & Membership Charges       | 7.34          | 5.73         |
| Advertising Expenses                    | 0.27          | 0.60         |
| APMC Fees                               | 0.04          | -            |
| Bank Charges                            | 0.18          | 0.19         |
| Computer & Software Expenses            | 5.34          | 3.56         |
| Conveyance Expenses                     | 1.46          | 4.44         |
| Courier & Postage Expenses              | 0.46          | 0.32         |
| Directors Sitting Fees                  | 1.80          | 1.44         |
| Electricity Expenses                    | 6.96          | 1.71         |
| Foreign Exchange Loss(net)              | 14.70         | -            |
| GST Expense                             | 0.90          | 0.82         |
| GST Penalty                             | -             | 0.33         |
| Interest on Statutory Dues              | 2.47          | 0.01         |
| IPO Expenses                            | 2.92          | -            |
| Misc. Balance Written Off ( Net of RDD) | 1.39          | 4.94         |
| Office Rent                             | 3.72          | 0.72         |
| Penalty and Interest on PT              | -             | 0.01         |
| Printing & Stationary                   | 0.49          | 0.17         |
| Prior Period Depreciation               | -             | (0.18)       |
| Professional Fees                       | 8.60          | 9.58         |
| Registration & Filing Fees              | 0.10          | 0.04         |
| Rent-Printer/Equipment                  | 0.04          | 0.06         |
| Transportation Charges                  | 4.37          | -            |
| Website Expenses                        | 3.37          | 2.19         |
| <b>Total</b>                            | <b>147.52</b> | <b>63.20</b> |

## 27 Tax Expenses

(Rs in lakhs)

| Particulars              | Year ended on<br>31-March-2026 | Year ended on<br>31-March-2025 |
|--------------------------|--------------------------------|--------------------------------|
| Current Tax              | 70.29                          | 70.53                          |
| Deferred Tax             |                                |                                |
| -Deferred tax assets net | (0.90)                         | -                              |
| -Others                  | 0.59                           | 0.40                           |
| Prior Period Taxes       | 1.54                           | -                              |
| <b>Total</b>             | <b>71.52</b>                   | <b>70.93</b>                   |

### Significant components of Deferred Tax charged during the year

(Rs in lakhs)

| Particulars                                                    | Year ended on<br>31-March-2026 | Year ended on<br>31-March-2025 |
|----------------------------------------------------------------|--------------------------------|--------------------------------|
| Difference between book depreciation and tax depreciation      | (2.68)                         | 2.99                           |
| Expenses provided but allowable in Income tax on Payment basis | 2.37                           | (2.59)                         |
| <b>Total</b>                                                   | <b>(0.31)</b>                  | <b>0.40</b>                    |

## 28 Earnings Per Share

| Particulars                                              | Year ended on<br>31-March-2026 | Year ended on<br>31-March-2025 |
|----------------------------------------------------------|--------------------------------|--------------------------------|
| Profit attributable to equity shareholders (Rs in lakhs) | 284.10                         | 212.15                         |
| Weighted average number of Equity Shares                 | 51,26,802                      | 36,03,800                      |
| Earnings per share basic (In Rs.)                        | 5.54                           | 5.89                           |
| Earnings per share diluted (In Rs.)                      | 5.54                           | 5.89                           |
| Face value per equity share (In Rs.)                     | 10                             | 10                             |

## 29 Auditors' Remuneration

(Rs in lakhs)

| Particulars                   | Year ended on<br>31-March-2026 | Year ended on<br>31-March-2025 |
|-------------------------------|--------------------------------|--------------------------------|
| <b>Payments to auditor as</b> |                                |                                |
| - Auditor                     | 5.35                           | 6.98                           |
| - for taxation matters        | 0.60                           | 0.60                           |
| - for other services          | 1.60                           | -                              |
| <b>Total</b>                  | <b>7.55</b>                    | <b>7.58</b>                    |

## 30 Contingent Liabilities and Commitments

(Rs in lakhs)

| Particulars                                         | As at<br>31-March-2026 | As at<br>31-March-2025 |
|-----------------------------------------------------|------------------------|------------------------|
| Claims against the Company not acknowledged as debt |                        |                        |
| - Income tax demands                                |                        |                        |
| - Indirect tax demands                              |                        |                        |
| <b>Total</b>                                        | <b>-</b>               | <b>-</b>               |

The Company has trade receivables of Rs.34.95 lakhs from Export Debtors which is receivable in US \$ 0.41 lakhs, GBP £0.00 Lakhs & SG\$ 0.04 lakhs, and considered doubtful as the same is outstanding for more than 12 Months. As per the Foreign Exchange Management Act, 1999, the Company need to apply for extension to Reserve Bank of India ("RBI") for receipt of foreign exchange from Export Debtors if same is not received within 9 months from the date of invoice. As the debt is receivable in US \$, the writing off of the debt also needs approval from RBI. The Company has not applied to RBI for the approval for writing off the debt. This might attract penalty under Foreign Exchange Management Act, 1999.

# Represents value less than 0.01 lakhs

## 31 Leases

The company has entered into operating lease agreement which is cancellable, accordingly lease disclosure is not applicable to the company. Lease expense has been booked in Profit & loss A/c amounting Rs. 3.72 lakhs

## 32 Earnings in Foreign Currencies

(Rs in lakhs)

| Particulars                             | Year ended on<br>31-March-2026 | Year ended on<br>31-March-2025 |
|-----------------------------------------|--------------------------------|--------------------------------|
| Export of Goods calculated on FOB basis | 147.76                         | 157.19                         |
| <b>Total</b>                            | <b>147.76</b>                  | <b>157.19</b>                  |

### 33 Expenditure made in Foreign Currencies

(Rs in lakhs)

| Particulars                             | Year ended on<br>31-March-2026 | Year ended on<br>31-March-2025 |
|-----------------------------------------|--------------------------------|--------------------------------|
| Import of Goods calculated on FOB basis | 1,275.36                       | 1,242.29                       |
| <b>Total</b>                            | <b>1,275.36</b>                | <b>1,242.29</b>                |

### 34 Related Party Disclosure

#### (i) List of Related Parties

| Particulars                          | Relationship                                                  |
|--------------------------------------|---------------------------------------------------------------|
| Rajan Shivram Mote                   | Whole time director and CFO                                   |
| Mahesh Liladhar Bhanushali           | Managing Director                                             |
| Sakri Liladhar Bhanushali            | Non-Executive Director                                        |
| Shivram Mote                         | Father of Director                                            |
| Liladhar Bhanushali                  | Father of Director                                            |
| Sitabai Shivram Mote                 | Mother of Director                                            |
| Anjana Rajan Mote                    | Wife of Director                                              |
| Rupal Mahesh Bhanushali              | Wife of Director                                              |
| Aditya V Patel                       | Non-Executive Independent Director                            |
| Krati Maheshwari                     | Non-Executive Independent Director                            |
| Bhawna Hundlani                      | Company Secretary upto 31.03.2025                             |
| Ashish Nayak                         | Company Secretary w.e.f 29.05.2025                            |
| Oneclick Logistics LLP               | Enterprise on which Key management personnel having Influence |
| Oneclick Warehousing Private Limited | Enterprise on which Key management personnel having Influence |

#### (ii) Related Party Transactions

(Rs in lakhs)

| Particulars                            | Relationship                                                  | Year ended on<br>31-March-2026 | Year ended on<br>31-March-2025 |
|----------------------------------------|---------------------------------------------------------------|--------------------------------|--------------------------------|
| Directors Remuneration                 |                                                               |                                |                                |
| - Rajan Shivram Mote                   | Whole time director and CFO                                   | 7.37                           | 3.28                           |
| - Mahesh Liladhar Bhanushali           | Managing Director                                             | 7.43                           | 3.28                           |
| - Sakri Liladhar Bhanushali            | Non-Executive Director                                        | -                              | 2.00                           |
| Reimbursement                          |                                                               |                                |                                |
| - Rajan Shivram Mote                   | Whole time director and CFO                                   | 0.45                           | -                              |
| - Mahesh Liladhar Bhanushali           | Managing Director                                             | 0.21                           | -                              |
| - Anjana Rajan Mote                    | Wife of Director                                              | 0.20                           | -                              |
| Directors Sitting Fees                 |                                                               |                                |                                |
| - Aditya V Patel                       | Non-Executive Independent Director                            | 0.72                           | 0.81                           |
| - Krati Maheshwari                     | Non-Executive Independent Director                            | 1.08                           | 0.49                           |
| Salary                                 |                                                               |                                |                                |
| - Bhawna Hundlani                      | Company Secretary upto 31.03.2025                             | -                              | 1.98                           |
| - Ashish Nayak                         | Company Secretary w.e.f 29.05.2025                            | 2.02                           | -                              |
| - Shivram Mote                         | Father of Director                                            | 6.53                           | 6.53                           |
| - Liladhar Bhanushali                  | Father of Director                                            | 6.53                           | 4.78                           |
| - Sitabai Shivram Mote                 | Mother of Director                                            | 3.25                           | 3.25                           |
| - Rupal Mahesh Bhanushali              | Wife of Director                                              | 3.25                           | 3.50                           |
| - Anjana Rajan Mote                    | Wife of Director                                              | 12.59                          | 10.24                          |
| Repayment of Unsecured Loan            |                                                               |                                |                                |
| - Rajan Shivram Mote                   | Whole time director and CFO                                   | 37.79                          | -                              |
| Loans and Advance                      |                                                               |                                |                                |
| - Oneclick Warehousing private Limited | Enterprise on which Key management personnel having Influence | 0.10                           | -                              |

#### (iii) Related Party Balances

(Rs in lakhs)

| Particulars                  | Relationship                | As at<br>31-March-2026 | As at<br>31-March-2025 |
|------------------------------|-----------------------------|------------------------|------------------------|
| Loan Taken From Directors    |                             |                        |                        |
| - Mahesh Liladhar Bhanushali | Managing Director           | 34.03                  | 34.03                  |
| - Rajan Shivram Mote         | Whole time director and CFO | 2.52                   | 40.31                  |

|                                        |                                       |      |      |
|----------------------------------------|---------------------------------------|------|------|
| Directors Remuneration Payable         |                                       |      |      |
| - Rajan Shivram Mote                   | Whole time director and CFO           | 0.25 | 0.25 |
| - Mahesh Liladhar Bhanushali           | Managing Director                     | 0.25 | 0.25 |
| - Sakri Liladhar Bhanushali            | Non-Executive Director                | -    | 0.25 |
| Salary Payable                         |                                       |      |      |
| - Ashish Nayak                         | Company Secretary w.e.f 29.05.2025    | 0.20 | -    |
| - Shivram Mote                         | Father of Director                    | 0.50 | 0.50 |
| - Liladhar Bhanushali                  | Father of Director                    | 0.50 | 0.50 |
| - Sitabai Shivram Mote                 | Mother of Director                    | 0.25 | 0.25 |
| - Anjana Rajan Mote                    | Wife of Director                      | 1.02 | 0.77 |
| - Rupal Mahesh Bhanushali              | Wife of Director                      | 0.25 | 0.25 |
| - Aditya V Patel                       | Non-Executive Independent Director    | 0.16 | 0.16 |
| - Krati Maheshwari                     | Non-Executive Independent Director    | 0.16 | -    |
| Loans and Advance                      |                                       |      |      |
| - Oneclick Warehousing private Limited | Enterprise on which Key management pe | 0.10 | -    |

### 35 Title deeds of Immovable Property not held in the name of the Company

The company holds all the immovable property in its name.

### 36 Loans and Advances given to Related Parties

(Rs in lakhs)

| Type of Borrower | As at 31-March-2026 |                | As at 31-March-2025 |              |
|------------------|---------------------|----------------|---------------------|--------------|
|                  | Amount outstanding  | % of Total     | Amount outstanding  | % of Total   |
| Related Parties  | 0.10                | 100.00%        | -                   | 0.00%        |
| <b>Total</b>     | <b>0.10</b>         | <b>100.00%</b> | <b>-</b>            | <b>0.00%</b> |

### 37 Details of Benami Property held

The company does not have any Benami property, where any proceedings have been initiated or pending against the company for holding any benami property under The Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.

### 38 Wilful Defaulter

The company is not declared as wilful defaulter by any bank or financial Institution or other lender.

### 39 Relationship with Struck off Companies

The company does not have any transaction with the companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 2013.

### 40 Registration of Charge

The company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

### 41 Compliance with number of layers of companies

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

### 42 Ratio Analysis

| Particulars                     | Numerator/Denominator                                                   | As at 31-March-2026 | As at 31-March-2025 | Change in % |
|---------------------------------|-------------------------------------------------------------------------|---------------------|---------------------|-------------|
| (a) Current Ratio               | $\frac{\text{Current Assets}}{\text{Current Liabilities}}$              | 2.06                | 2.81                | -26.51%     |
| (b) Debt-Equity Ratio           | $\frac{\text{Total Debts}}{\text{Shareholder's Equity}}$                | 0.12                | 0.10                | 11.31%      |
| (c) Debt Service Coverage Ratio | $\frac{\text{Earning available for Debt Service}}{\text{Debt Service}}$ | -                   | -                   | -           |
| (d) Return on Equity Ratio      | $\frac{\text{Profit after Tax}}{\text{Average Shareholder's Equity}}$   | 5.51%               | 16.46%              | -66.49%     |

|                                      |                                                              |       |        |         |
|--------------------------------------|--------------------------------------------------------------|-------|--------|---------|
| (e) Inventory turnover ratio         | <u>Total Turnover</u><br>Average Inventories                 | 13.81 | -      |         |
| (f) Trade receivables turnover ratio | <u>Total Turnover</u><br>Average Trade Receivable            | 3.94  | 5.39   | -26.80% |
| (g) Trade payables turnover ratio    | <u>Total Purchases</u><br>Average Trade Payable              | 3.95  | 16.92  | -76.63% |
| (h) Net capital turnover ratio       | <u>Total Turnover</u><br>Closing Working Capital             | 1.69  | 5.02   | -66.31% |
| (i) Net profit ratio                 | <u>Net Profit</u><br>Total Turnover                          | 2.47% | 4.72%  | -47.81% |
| (j) Return on Capital employed       | <u>Earning before interest and taxes</u><br>Capital Employed | 5.65% | 19.78% | -71.44% |
| (k) Return on investment             | <u>Return on Investment</u><br>Total Investment              | 2.69% | 0.00%  |         |

**Note:**

- i. Earning available for Debt Service = Net Profit before taxes + Non-cash operating expenses + Interest + other exceptional item
- ii. Debt service = Interest & Lease Payments + Principal Repayments
- iii. Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability

**43 Undisclosed Income**

The company has no such 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 (such as, search or survey or any other relevant provision of the Income Tax Act, 1961) unless there is immunity for disclosure under any scheme.

**44 Capital Work-in-Progress Ageing Schedule**

As there is no capital-work-in progress as on balance sheet dates, disclosure/reporting with respect to ageing of the same is not applicable during the periods under consideration.

**45 Intangible Assets under Development Ageing Schedule**

As there are no Intangible assets under development as on balance sheet dates, disclosure/reporting with respect to ageing of the same is not applicable during the period under consideration

**46 Scheme of arrangements**

There is no Scheme of arrangements approved by the Competent Authority in terms of section 230 to 237 of the Companies Act, 2013.

**47 Utilisation of Borrowed funds and share premium**

The company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall: i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

The company has not Received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall: i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

**48 Revaluation of PPE and Intangible assets**

The Company has not revalued its Property, Plant and Equipment and Intangible Asstes during the reporting period. The disclose as to whether the revaluation is based on the valuation by a registered valuer as defined under rule 2 of the Companies ( Registered Valuers and Valuation) Rules, 2017 is not applicable.

**49 Audit Trails and Backup of Books and Papers**

The company has used accounting software for maintaining its books of accounts for the financial period ending March 31, 2026 which has a feature of recording audit trail (Edit log) Facility. The Company has operated the said facility.

**50 Regrouping/ Reclassification**

Previous year's figures have been regrouped/rearranged wherever necessary to make them comparable with current year figures.

**51 Trade Receivable, Trade Payable, borrowings, Loan & Advance and Deposits**

Balance of Trade Receivable, Trade Payable, Borrowings, Loan & Advance and Deposits are subject to confirmation.

**52 Security of Current Assets Against Borrowings**

The Company has not filed quarterly returns/statements of current assets with banks during the year. Accordingly, the question of reconciliation of such statements with books of account does not arise.

As per our report of even date

**For RATAN CHANDAK & CO LLP**

Chartered Accountants

Firm's Registration No. 108696W/W101028



**CA Jagadish Sate**

Partner

Membership No. 182935

UDIN: 26182935VLFPBP8877

Place: Navi Mumbai

Date: 30-May-2026

**Rajan Shivram Mote**

Whole Time Director and CFO

7946637

**Ashish Nayak**

Company Secretary

AMIPN0609C

**For and on behalf of the Board of  
OneClick Logistics India Limited**

**Mahesh Liladhar Bhanushali**

Managing Director

7946644

Place: Mumbai

Date: 30-May-2026

## FORM AOC-1

Statement containing salient features of the financial statement of subsidiaries or associate companies or joint ventures.

### PART-A: Subsidiaries/Wholly Owned Subsidiaries

(Rs. In Lacs)

| Sr. No. | Particulars                                    | Details                            | Details                               | Details                        |
|---------|------------------------------------------------|------------------------------------|---------------------------------------|--------------------------------|
| 1.      | Name of the Subsidiary/Wholly-owned Subsidiary | Nikos Freight Line Private Limited | Indispice Dehydration Private Limited | Oneclick Foods Private Limited |
| 2.      | Financial Period Ended                         | 31 <sup>st</sup> March, 2026       | 31 <sup>st</sup> March, 2026          | 31 <sup>st</sup> March, 2026   |
| 3.      | Reporting currency                             | INR                                | INR                                   | INR                            |
| 4.      | Exchange Rate @                                | -                                  | -                                     | -                              |
| 5.      | Share capital                                  | 1.00                               | 2.22                                  | 1.00                           |
| 6.      | Reserves & surplus                             | (17.70)                            | 3586.19                               | 40.85                          |
| 7.      | Paid-up Share Capital                          | 1.00                               | 2.22                                  | 1.00                           |
| 8.      | Total Assets                                   | 60.72                              | 6339.30                               | 3024.70                        |
| 9.      | Total Liabilities                              | 77.42                              | 2750.89                               | 2982.85                        |
| 10.     | Investments                                    | 1.00                               | 3500.71                               | 1.00                           |
| 11.     | Turnover                                       | 25.66                              | 898.72                                | 5625.07                        |
| 12.     | Profit before taxation                         | (2.90)                             | 64.05                                 | 40.85                          |
| 13.     | Provision for taxation                         | -                                  | 10.86                                 | -                              |
| 14.     | Profit after taxation                          | (2.90)                             | 53.19                                 | 40.85                          |
| 15.     | Proposed Dividend                              | 0.00                               | 0.00                                  | 0.00                           |
| 16.     | % of shareholding                              | 51.00%                             | 55.01%                                | 100.00%                        |

### PART-B: Associate

| Sr.No. | Particulars                                                                 | Details                                                     |
|--------|-----------------------------------------------------------------------------|-------------------------------------------------------------|
| 1.     | Name of Associate                                                           | Shree Siddhi Vinayak Express Movers Private Limited         |
| 2.     | Latest audited Balance Sheet Date                                           | 31 <sup>st</sup> March, 2026                                |
| 3.     | Shares of Joint Ventures/Associates held by the company on 31st March, 2026 | 8627 shares                                                 |
| 4.     | Total No. of shares                                                         | 18627 shares                                                |
| 5.     | Amount of investment                                                        | 999.87 lacs                                                 |
| 6.     | Extent of holding %                                                         | 46.31 %                                                     |
| 7.     | Description of how therSSe is significant influence                         | Our shareholding in this associate company is more than 20% |
| 8.     | Reason why the joint venture is not consolidated                            | NA                                                          |
| 9.     | Net-worth attributable to Shareholding as per latest audited Balance Sheet  | 465.93 lacs                                                 |
| 10.    | Profit/(Loss) for the year                                                  |                                                             |
|        | i . Considered in Consolidation                                             | 2.43 lakh                                                   |
|        | ii. Not Considered in Consolidation                                         | -                                                           |

Names of subsidiaries which are yet to commence operations – NA

Names of subsidiaries which have been liquidated or sold during the year – NA

Names of associates or joint ventures which are yet to commence operations – NA

Names of associates or joint ventures which have been liquidated or sold during the year – NA

**For and on behalf of the Board of Directors of**

**Oneclick Logistics India Limited**

Sd/-

Sd/-

**Rajan Shivram Mote**

**Mahesh Liladhar Bhanushali**

**Whole Time Director and CFO**

**Managing Director**

**DIN: 07946637**

**DIN: 07946644**

Sd/-

**Ashish Nayak**

**Company Secretary**

**PAN: AMIPN0609C**

**Date:** May 30, 2026

**Place:** Mumbai