ANNUAL REPORT

2025-2026

UMIYA®
MOBILE LTD.

CONTENT OF THE REPORT

ABOUT COMPANY

UMIYA MOBILE LIMITED is a multi-brand retail sector company, specializing in the sale of smartphones, mobile accessories, and consumer durable electronic products, etc. Our product range includes the latest smartphones from Apple, Samsung, Realme, Xiaomi, Oppo, Vivo, Motorola, Google Pixel, Infinix etc. We also offer consumer electronics, such as Smart TVs, Air Conditioners, Refrigerators, Coolers, and more, from brands like Sony, LG, Panasonic, Godrej and others.

Our company operates a total of 390 stores (July, 2026) including 197 stores in the state of Gujarat, 127 stores in Maharashtra, 65 stores in Madhya Pradesh and in 1 stores in Union Territory of Dadra and Nagar Haveli and Daman and Diu, providing us with a widespread geographic presence and accessibility to a large customer base. Our stores operate under various business models designed to meet the diverse needs of our customers: In line with our commitment to making our products accessible to a broader customer base, we offer credit/EMI facilities to customers through tie-ups with credit houses like banks and financial institutions. These financing options make it easier for customers to purchase quality mobile phones and electronics, enhancing the overall shopping experience and increasing accessibility.

To foster long-term relationships with our customers, we also provide after-sales services for mobiles and other consumer durables. These services are available at both our owned stores and retail outlets, ensuring that our customers can rely on us for maintenance, repairs, and support after their purchase.

Furthermore, we ensure that all electronic products come with warranties from the respective manufacturers. In the event of a defect, we have established a seamless process with our suppliers to ensure that customers receive free replacements or servicing, further reinforcing our commitment to quality and customer satisfaction.

OUR PRODUCT PORTFOLIO

Mobile



Laptops / Tablets




Accessories

		
Smartwatch	**Soundbar**	**Mobile adapters and cable**
		
Headphones	**Car Charger**	**Memory Card**

Home Appliances

	
Television	**Refrigerator**

	
Air Conditioner	**Air Cooler**
	
Washing Machine	**Wireless Camera**

CHAIRMAN'S MESSAGE

Dear Shareholders,

It gives me immense pleasure to present the Annual Report of Umiya Mobile Limited for the financial year 2025-26.

The year under review has been a landmark year in the journey of your Company. One of the most significant milestones was the successful completion of our Initial Public Offering (IPO) and the listing of the equity shares of the Company on the BSE SME Platform on August 4, 2025. This achievement marks an important transition for Umiya Mobile Limited and reflects the confidence placed in the Company by our shareholders and investors.

The successful listing has provided the Company with a stronger capital base and enhanced visibility in the financial markets, while also placing greater responsibility on us to maintain high standards of corporate governance, transparency and accountability.

During the year, the Company continued to focus on strengthening its retail network, improving customer experience, expanding its product portfolio and enhancing operational efficiencies. The mobile and consumer electronics retail industry continues to evolve rapidly, driven by technological advancement, changing consumer preferences and increasing demand for quality products and services.

As a multi-brand retailer, we remain focused on offering customers a comprehensive range of smartphones, mobile accessories and consumer electronic products from leading brands. Our objective is to build upon the trust that customers have placed in our brands and strengthen our presence across existing and emerging markets.

Looking ahead, we see considerable opportunities in the growing mobile and consumer electronics market. While competition and changing market dynamics will continue to present challenges, we are confident that our established business model, customer relationships, retail presence and committed team provide a strong foundation for the future.

I would like to take this opportunity to express my sincere gratitude to our shareholders and investors for their trust and confidence, particularly during our IPO and listing journey. I also extend my appreciation to our customers, employees, business associates, bankers, advisors and all other stakeholders for their continued support.

With the continued support of all our stakeholders, we are confident of taking Umiya Mobile Limited to greater heights and creating sustainable long-term value.

Thank you for your continued trust and support.

For and on behalf of the Board of Directors

Sd/-
Chairman
UMIYA MOBILE LIMITED

CORPORATE INFORMATION

DIRECTORS & KMP			
EXECUTIVE DIRECTORS		**REGISTERED OFFICE**	Plot No.3, Ward No.7, C.S. No.5805, Vhora Aghat Nr Pdm Com.Collage,Opp.Lathiya Motors,Gondal Road, Rajkot, 360004 Gujarat, India Contact:- +91 9099359935 Email:info@umiyamobile.in Website: www.umiyamobile.com
Kishorbhai Premjibhai Jadwani	Chairman & Managing Director		
Girishkumar Premjibhai Jadvani	Whole Time Director		
Vijesh Premjibhai Patel	Whole Time Director		
INDEPENDENT DIRECTORS		**REGISTRAR & TRANSFER AGENT**	BIGSHARE SERVICES PRIVATE LIMITED Address: Office No S6-2 6th Floor Pinnacle Business Park, Mahakali Caves Rd, Next to Ahura Centre, Andheri East Mumbai- 400093, Maharashtra E-mail: ipo@bigshareonline.com Telephone: 022 - 6263 8200
Vishwas Odhavjibhai Sagparia	Non-Executive & Independent Director		
Bhavik Kishorbhai Nathavani	Non-Executive & Independent Director		
Komal Nishitbhai Ganatra	Non-Executive & Independent Director		
KEY MANAGERIAL PERSONNEL		**STATUTORY AUDITOR**	SADP & Co.
Piyush Jentibhai Dedakiya	Chief Financial Officer	**INTERNAL AUDITOR**	D.A. Kamani & Associates
Vinay Bhojraj Karkera	Company Secretary & Compliance Officer	**BANKER**	HDFC Bank

NOTICE

NOTICE is hereby given that the **14th Annual General Meeting** of the members of **UMIYA MOBILE LIMITED** will be held on **Saturday, September 26, 2026 at 05:00 p.m. IST** through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt 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 Auditors thereon.

2. To appoint Mr. Girishkumar Premjibhai Jadvani (DIN: 06452836), Whole Time Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment.

   "RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, the approval of the members of the Company be and is hereby accorded for the reappointment of Mr. Girishkumar Premjibhai Jadvani (DIN: 06452836), Whole Time Director as such, to the extent that he is required to retire by rotation."

3. Appointment of M/s. HAY & Associates LLP, Chartered Accountants as the Statutory Auditors of the Company.

   To consider and if thought fit, pass the following resolution as an Ordinary Resolution:

   "RESOLVED THAT pursuant to the provisions of Section 139, 141, 142 and all other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and upon recommendation of the Audit Committee and Board of Directors of the Company, M/s. HAY & Associates LLP, Chartered Accountants (Firm Registration No. 104106W), be and are hereby appointed as the Statutory Auditors of the Company for a term of 05 (Five) consecutive years i.e. from the conclusion of 14th Annual General Meeting ("AGM") till the conclusion of 19th AGM of the Company, at such professional fees and re-imbursement of out of pocket expenses, if any, in each financial year, as mutually agreed between the Board of Directors or any Committee of the Board of Directors ('the Board') and the Statutory Auditors of the Company.

   RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, things and to sign all such documents and writings as may be necessary to give effect to this resolution and for matters connected therewith or incidental thereto.**"**

By Order of the Board of Directors

Kishorbhai Jadwani
Chairman & Managing Director
(DIN: 06460690)

Registered Office:
Plot No.3, Ward No.7,
C.S. No.5805, Vhora Aghat,
Nr. PDM Com. Collage,
Opp. Lathiya Motors,
Gondal Road,
Rajkot – 360 004,
Gujarat

Phone: +91 76002 84884
Email: cs@umiyamobile.in

Place: Rajkot
Date: September 02, 2026

NOTES:

Pursuant to the General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 08, 2021, General Circular No. 03/2022 dated May 05, 2022, General Circular No. 11/2022 dated December 28, 2022, General Circular No. 09/2023 dated September 25, 2023, General Circular No. 09/2024 dated September 19, 2024 and General Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs ("MCA") (collectively referred to as the "MCA Circulars"), and the Circular dated October 03, 2024 and other applicable circulars issued by SEBI from time to time, companies are permitted to convene Annual General Meetings ("AGMs") through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM") without the physical presence of members at a common venue. In compliance with the said Circulars, EGM/AGM shall be conducted through VC / OAVM.

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

The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, in respect of the Special Business to be transacted at the Annual General Meeting ("AGM"), is annexed to this Notice. Further, the details required pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (in respect of the appointment or re-appointment of a Director), the Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, and the applicable circulars issued thereunder, are also annexed to this Notice and form an integral part hereof.

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

Pursuant to the provisions of the Companies Act, 2013, a Member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this AGM is being held pursuant to the MCA Circular through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the Annual General Meeting and hence the Proxy Form and Attendance Slip are not annexed to the Notice.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of

SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Bigshare Services Private Limited ("Bigshare") for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by Bigshare.

Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc) are required to send a scanned copy (PDF/ JPEG Format) of its Board Resolution or governing body Resolution/Authorization etc., authorizing its representative to attend the Annual General Meeting through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through their registered email address to cs@umiyamobile.in or to Bigshare Services Private Limited ("Bigshare") at ivote@bigshareonline.com.

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.

Since the AGM will be held through VC/OAVM, the route map of the venue of the Meeting is not annexed hereto.

In compliance with the MCA Circulars and the SEBI Circulars, Notice of the AGM along with the Annual Report for Financial Year 2025-2026 is being sent only through electronic mode to those Members whose email addresses are registered with the Company, Bigshare Services Private Limited ("Bigshare"), National Securities Depository Limited and Central Depository Services (India) Limited and a letter will be sent by the Company providing the web-link, including the exact path where complete details of the Annual Report including the Notice of the AGM is available, to those shareholder(s) who have not registered their email address with the Company/ Depositories/ Depository Participants. The Notice of the AGM along with the Annual Report for Financial Year ended 2026 has been uploaded on the website of the Company at umiyamobile.com. The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited ("BSE"), at www.bseindia.com. The AGM Notice is also disseminated on the website of Bigshare (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. ivote.bigshareonline.com.

This notice along with Annual Report for 2025-2026 is being sent to all members of the Company whose name appears in the Register of Members/ list of beneficiaries received from the depositories as on Friday, August 28, 2026.

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

In case of joint holders attending the AGM together, only holder whose name appearing first will be entitled to vote.

In terms of the provisions of Section 152 of the Act, The Nomination and Remuneration Committee and the Board of Directors of the Company recommend the appointment/reappointment of the directors mentioned in this notice.

Relevant documents referred to in the accompanying Notice and Explanatory Statement are open for inspection by the members in electronic mode by requesting through email to the company secretary at cs@umiyamobile.in.

Members seeking any information concerning the accounts and operations are requested to send their queries to the company at least 07 days before the date of the meeting i.e. before September 18, 2026, so that information required can be made available at the meeting.

Members seeking any information with regard to the accounts or any matter to be placed at the AGM or who would like to ask questions or registered themselves as Speaker, are requested to write to the Company mentioning their name demat account number/folio number, email id, mobile number at cs@umiyamobile.in on or before September 18, 2026 so as to enable the management to keep the information ready. The speaker shareholder should note that the questions at the Annual General Meeting are limit to two questions only due to continuing the further proceeding of the AGM. For any further questions/queries the shareholder can write to the company at cs@umiyamobile.in.

The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM. Please note that, member's questions will be answered only if the members continue to hold shares of the Company as on cut-off date. Due to limitations of transmission and co-ordination during the Q&A session, the Company may dispense with the speaker registration during the AGM.

All the work related to share registry in terms of both physical and electronic are being conducted by Company's Registrar and Share Transfer Agent, Bigshare Services Private Limited ("Bigshare"), Registrar and Share Transfer Agent ("RTA"). The Shareholders are requested to send their communication to the aforesaid address.

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

The remote e-voting period begins on Wednesday, September 23, 2026 at 09:00 a.m. IST and ends on Friday, September 25, 2026 at 05:00 P.M. IST The remote e-voting module shall be disabled by Bigshare for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday, September 18, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Friday, September 18, 2026.

The Register of Members and Share Transfer Books shall remain closed from Saturday, September 19, 2026 to Friday, September 25, 2026 (both days inclusive).

A person who is not a member as on the cut-off date should treat this notice for information purposes only. The remote e-voting module shall be disabled by Bigshare for voting thereafter and the facility shall forthwith be blocked. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. Friday, September 18, 2026 may obtain the login ID and password by sending a request at ivote@bigshareonline.com. However, if the shareholder is already registered with Bigshare or NSDL or CDSL for remote e-voting then he/ she can use his/ her existing User ID and Password for casting the vote. If a member forgets the password, it can be reset by using 'Forgot User Details/ Password?' or 'Physical User Reset Password?' option available on www. evoting.nsdl.com. and www.evotingindia.com.

Those Members, who will be present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote E-voting and are otherwise not barred from doing so, shall be eligible to vote through E-voting system during the AGM.

The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM through VC/ OAVM but shall not be entitled to change or cast their vote again. Where a member casts vote both by remote e-voting and voting at the meeting, the vote casted by way of remote e-voting shall be considered.

Members attending the AGM through VC / OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act.

The Company has appointed CS Keyur Ghelani, proprietor of M/s K.P. Ghelani & Associates, Practising Company Secretary, as Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. They have given their consent for such appointment.

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

The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.umiyamobile.com and on the notice board of the Company at its registered office and on the website of Bigshare within 2 working days of passing of the resolutions at the AGM of the Company and communicated to the Stock Exchanges where the Company's shares are listed. Subject to receipt of requisite number of votes, the resolutions set out in the Notice shall be deemed to be passed on the date of the AGM.

THE PROCESS AND MANNER FOR REMOTE E-VOTING AND JOINING MEETING ARE AS UNDER:

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

i. The voting period begins on Wednesday, September 23, 2026 at 09:00 a.m. IST and ends on Friday, September 25, 2026 at 05:00 P.M. IST. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Friday, September 18, 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 at the meeting venue.

iii. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020,** under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) 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.

1. Pursuant to above said SEBI Circular**,** 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 **CDSL**	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/Easiest is https://web.cdslindia.com/myeasitoken/home/login or visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of **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. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered

	Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress, and also able to directly access the system of all e-Voting Service Providers. Click on **BIGSHARE** and you will be re-directed to **i-Vote** website for casting your vote during the remote e-voting period.
Individual Shareholders holding securities in demat mode with **NSDL**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on 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 & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number 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 & voting during the meeting 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page with all e-Voting Service Providers. Click on **BIGSHARE** and you

	will be re-directed to **i-vote (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 **Depository Participants**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on 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 **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free No. 1800 22 55 33.
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022- 48867000.

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.
    - o Shareholders holding shares in **CDSL demat account should enter 16 Digit Beneficiary ID** as user id.
    - o Shareholders holding shares in **NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID** as user id.
    - o 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.

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 e-mail 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:

Login type	**Helpdesk details**
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 https://ivote.bigshareonline.com, under download section or you can email us to ivote@bigshareonline.com or call us at: 022-62638338

4. Procedure for joining the AGM/EGM 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/EGM 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/EGM 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/EGM are as under:-

- The Members can join the AGM/EGM 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/EGM is same as the instructions mentioned above for remote e-voting.

- Only those members/shareholders, who will be present in the AGM/EGM 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/EGM.

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

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 or call us at: 1800 22 54 22, 022-62638338

EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013 (“ACT”)

Item 3: Appointment of Statutory Auditors of the Company

The Board of Directors, at its meeting held on September 02, 2026, pursuant to the recommendation of the Audit Committee and in accordance with the provisions of Sections 139 and 141 of the Companies Act, 2013, appointed M/s. HAY & Associates LLP, Chartered Accountants (Firm Registration No. 104106W), Peer Reviewed Firm, as the Statutory Auditors of the Company, to hold office till the conclusion of this 19th Annual General Meeting, subject to the approval of the Members.

The Company has received the written consent and certificate from M/s. HAY & Associates LLP, Chartered Accountants (Firm Registration No. 104106W), confirming their eligibility under Section 141 of the Companies Act, 2013 and that their appointment is in compliance with the applicable provisions of the Act and the rules made thereunder. The proposed Auditors also hold a valid Peer Review Certificate issued by the Peer Review Board of the ICAI.

None of the Directors or other Key Managerial Personnel and their relatives, are concerned or interested (financially or otherwise). The Board has recommended the passing of the abovementioned resolution as ordinary resolution.

Brief Profile of the Statutory Auditors

M/s. HAY & Associates LLP, Chartered Accountants (Firm Registration No. 104106W), is a Mumbai-based Chartered Accountancy firm headquartered at Vidyavihar (W), Mumbai and Branch office at Rajkot. M/s. HAY & Associates LLP led by CA Hasmukhbhai V. Jobanputra, CA Ashok D. Shah, CA Yogesh V. Thakker, CA Sanjay P. Lakhani, CA Kewal K. Shah, CA Yashkumar M. Kava. The firm offers a comprehensive suite of services Compliance under Statutory Audit, Legal Audit, Due Diligence, Secretarial Audit, Taxation, Companies Act, 2013, corporate advisory on various laws, legal advisory, financial services.

By Order of the Board of Directors

Kishorbhai Jadwani
Chairman & Managing Director
(DIN: 06460690)

Registered Office:
Plot No.3, Ward No.7, C.S. No.5805, Vhora Aghat,
Nr. PDM Com. Collage, Opp. Lathiya Motors,
Gondal Road, Rajkot – 360 004, Gujarat

Phone: +91 76002 84884
Email: cs@umiyamobile.in

Place: Rajkot
Date: August 29, 2026

Annexure – I

Details of the Directors seeking appointment and re-appointment at the 14th Annual General Meeting of the company:

Name of the Director	Girishkumar Premjibhai Jadvani
DIN	06452836
Nature	Re-appointment as a Whole Time Director (Retire by rotation)
Date of Birth	12/06/1978
Qualification	Primary Education
Date of Appointment	31/12/2012 as a director 22/02/2025 as a Whole Time Director
Expertise in Specific Functional area	More than 13 years of experience in the Business of Trading in Electronic goods and its accessories.
Directorship held in another Public Limited Company	NA
No. of Shares Held (As on 31.03.2026)	30,32,400 (Thirty Lakh Thirty-Two Thousand Four Hundred)
List of other Companies in which Directorship are held	NA
Chairmanship or membership on other companies	NA

DIRECTOR'S REPORT

Dear Members,

The Board of Directors (" Board") of UMIYA MOBILE LIMITED ("Company") with immense pleasure present their Fourteenth Annual Report on the business and operations of your Company for the financial year 2025-2026. This Report is being presented along with the audited financial statements for the year.

FINANCIAL PERFORMANCE

(Amt Rs. in Thousand)

Financial Particulars	For the year ended March 31	
	2026	2025
Revenue from operations	8,360,968.70	5,600,791.61
Other Income	483,217.06	411,961.44
Total revenues	**8,844,185.76**	**6,012,753.05**
Cost of Material Consumed	0	0
Purchase of Stock In Trade	8,641,135.65	5,894,220.66
Change in Inventories	(395,801.51)	(254,976.25)
Employee Benefit expense	63,736.82	48,933.92
Finance Costs	19,997.44	23,717.33
Depreciation and amortization expense	8,475.44	7,179.94
Other expenses	383,709.64	219,432.67
Total Expenses	**8,721,253.48**	**5,938,508.28**
Profit before tax	**12,2932.28**	**74,244.77**
Current Tax	31,132.69	19,279.68
Deferred tax	(86.69)	(116.06)
Excess/Short provision relating earlier year tax	(50.86)	12.76
Profit/Loss for the year	**91,937.15**	**55,068.49**

PERFORMANCE REVIEW

During the year, your company has achieved revenue from operation of Rs. 8,360,968.70 thousand as compared to previous year revenue from operation of Rs. 5,600,791.61 thousand. Profit after tax was Rs. 91,937.15 thousand during the year under review as compared to profit after tax of Rs. 55,068.49 thousand of previous year.

TRANSFER TO RESERVE

Pursuant to provisions of Section 134 of the Companies Act, 2013, the Company has not proposed to transfer any amount to the general reserves account of the Company during the year under review.

DIVIDEND

The Company has decided to sustain the growth in line with the long-term growth objectives of the company by retaining the profits and utilizing the same for opportunities in hand, therefore the company does not recommend any dividend.

TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

There is no unpaid/unclaimed dividend amount lying with the Company, therefore the provisions of Section 125 of the Companies Act, 2013 do not apply.

AUTHORIZED SHARE CAPITAL
The authorized share capital of the company is Rs.17,00,00,000 (Rupees Seventeen Crore Only) divided into 1,70,00,000 (One Crore Seventy Lakh) Equity Shares of Rs.10/- each.

During the year there is no change in Authorized Share Capital of the Company.

ISSUED, SUBSCRIBED AND PAID-UP SHARE CAPITAL
The issued, subscribed and paid-up share capital of the company is Rs.142,200,000 (Rupees Fourteen Crore Twenty-Two Lakhs Only) divided into 1,42,20,000 (One Crore Forty Two Lakh Twenty Thousand) Equity Shares of Rs.10/- each.

During the financial year under review, the Company's paid-up share capital increased from Rs.104,500,000 comprising 1,04,50,000 equity shares of Rs.10 each to Rs. 142,200,000, comprising 1,42,20,000 equity shares of Rs.10 each. The increase was on account of the Initial Public Offering (IPO) of 37,70,000 equity shares having a face value of Rs.10 each.

SIGNIFICANT AND MATERIAL ORDERS
During the year, there are no significant and material orders passed by the regulators or courts or tribunals.

INITIAL PUBLIC OFFER
During the period under review the company had come up with IPO of 37,70,000 Equity Shares of face value of Rs.10/- each fully paid for cash at a price of Rs.66/- per Equity Share including a premium of Rs.56/- per Equity Share) aggregating to Rs.2,448.60 Lakhs.

The Offer consisted fresh issue of 37,70,000 Equity Shares of face value of Rs.10/- each fully paid for cash at a price of Rs.66/- per Equity Share aggregating Rs.2,448.20 Lakhs.

LISTING OF EQUITY SHARES
Equity shares of the Company were listed on the BSE SME Platform on August 04, 2025. The BSE script code of the Company is '544464'.

MATERIAL CHANGES AND COMMITMENTS
No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statement relates and the date of this report.

CORPORATE GOVERNANCE
The Company practices a culture that is built on core values and ethical governance practices and is committed to transparency in all its dealings. Further, the provisions of Regulation 15 of SEBI (Listing Obligation & Disclosure Requirements), Regulation, 2015, exempt the Companies which have listed their specified securities on the SME Exchange to make the detailed disclosures in the Annual Report on the Corporate Governance as provided in Para C, D and E of Schedule V of SEBI (Listing Obligation & Disclosure Requirements), Regulation, 2015.

Since, the equity share capital of the Company is listed exclusively on the SME Platform of BSE and accordingly, The Company has not made detailed disclosures on the Corporate Governance in the Annual Report. However, The Company is in compliance to the extent of applicable sections of the Companies Act, 2013 with regard to Corporate Governance.

MANAGEMENT DISCUSSION AND ANALYSIS

In compliance with Regulation 34(2), read with Part B of Schedule V of the Listing Regulations, the Management's Discussion and Analysis ("MDA") Report giving the details on review of operations, performance, opportunities, and outlook of the Company forms an integral part of this Report and is annexed herewith as **Annexure - V.**

DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Directors:

The Company's Board of Directors comprises an optimum blend of Executive, Non-Executive and Independent Directors. The Chairperson of the Board is an Executive Director. As on March 31, 2026, the Board of directors comprises Six (6) Directors; One Managing Director, Two whole-Time Director and the remaining Three Independent Directors are as follows:

Name of Director	Category Cum Designation	Date of Original Appointment	Date of Appointment at current Term & designation	Total Directorships *	No. of Committee		No. of Shares held as on March 31, 2026
					in which Director is Member	in which Director is Chairman	
Kishorbhai Premjibhai Jadwani	Chairman & Managing Director	31st December ,2012	22nd February ,2025	1	1	0	37,73,400
Girish Kumar Premjibhai Jadwani	Whole Time Director	31st December ,2012	22nd February ,2025	1	0	0	30,32,400
Vijesh Premjibhai Patel	Whole Time Director	31st December ,2012	22nd February ,2025	1	1	0	36,68,600
Vishwas Odhavjibhai Sagparia	Independent Director	20th March, 2025	20th March, 2025	2	1	1	-
Bhavik Kishorbhai Nathavani	Independent Director	20th March, 2025	20th March, 2025	2	1	1	-
Komal Nishitbhai Ganatra	Independent Director	20th March, 2025	20th March, 2025	1	0	0	-
Piyush Jentibhai Dedakiya	Chief Financial Officer	11th March, 2025	11th March, 2025	NA	NA	NA	-

Vinay Bhojraj Karkera	Company Secretary & Compliance Officer	20th March, 2025	20th March, 2025	NA	NA	NA	-

* Excluding Section 8 Company, Struck off Company, Amalgamated Company and LLPs.

** Committee includes Audit Committee, and Stakeholders' Relationship Committee across all Public Companies including our Company.

B. Changes Occurred in the Board of Directors:

During the year under review:
No changes in composition of Board have occurred during the year under review.

Between the ends of the financial year to which these financial statements relate and the date of the report:

No changes in composition of Board have occurred between the ends of the financial year to which these financial statements relate and the date of the report.

C. Disclosure by Directors:
The Directors on the Board have submitted notice of interest under Section 184(1) i.e. in Form MBP-1, intimation under Section 164(2) i.e. in Form DIR-8 and declaration as to compliance with the Code of Conduct of the Company.

None of the Director of the Company is serving as a Whole-Time Director in any other Listed Company and the number of their directorship is within the limits laid down under section 165 of the Companies Act, 2013.

D. Board Meetings:

During the current financial year, the Board of Directors of the Company duly met 10 (Ten) times on following dates:

Sr.No.	Date of Board Meetings	Sr. No.	Date of Board Meetings
01.	03-04-2025	06.	22-07-2025
02.	02-06-2025	07.	31-07-2025
03.	13-06-2025	08.	11-11-2025
04.	21-06-2025	09.	25-12-2025
05.	17-07-2025	10.	23-02-2026

Proper notices were given and the proceedings were properly recorded and signed in the Minutes Book as required by the Articles of Association of the Company and the Act. Required quorum was present during each board meeting held during the year.

The details of attendance of each Director at the Board Meetings are given below:

Name of Director	Designation	No. of Meetings Entitled to Attend	No. of Meeting Attended
Kishorbhai Premjibhai Jadwani	Chairman & Managing Director	10	10
Girishkumar	Whole Time Director	10	10

Premjibhai Jadwani			
Vijesh Premjibhai Patel	Whole Time Director	10	10
Vishwas Odhavjibhai Sagparia	Independent Director	10	10
Bhavik Kishorbhai Nathavani	Independent Director	10	10
Komal Nishitbhai Ganatra	Independent Director	10	10

E. Retirement by rotation and subsequent re-appointment

Mr. Girishkumar Premjibhai Jadvani (DIN: 06452836), Whole Time Director of the Company, is liable to retire by rotation at the ensuing Annual General Meeting, pursuant to Section 152 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and being eligible have offered himself for re-appointment.

Appropriate business for his re-appointment is being placed for the approval of the shareholders of the Company at the ensuing AGM. The relevant details, as required of the person seeking re-appointment as Director under the Companies Act, 2013 and rules made thereunder and Secretarial Standard are also provided in Notes to the Notice convening the 14^{th} Annual General meeting.

F. Key Managerial Personnel (KMPs):

As on March 31, 2026, Your Company has the following Key Managerial Personnel (KMPs):

Name of Director	**Category Cum Designation**	**Date of Original Appointment**	**Date of Appointment at current Term & designation**	**No. of Shares held as on March 31, 2026**
Kishorbhai Premjibhai Jadwani	Chairman & Managing Director	31^{st} December,2012	22^{nd} February,2025	37,73,400
Girish Kumar Premjibhai Jadwani	Whole Time Director	31^{st} December,2012	22^{nd} February,2025	30,32,400
Vijesh Premjibhai Patel	Whole Time Director	31^{st} December,2012	22^{nd} February,2025	36,68,600

Piyush Jentibhai Dedakiya	Chief Financial Officer	11th March, 2025	11th March, 2025	-
Vinay Bhojraj Karkera	Company Secretary & Compliance Officer	20th March, 2025	20th March, 2025	-

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to section 134(5) of the Companies Act, 2013, the board of directors, to the best of their knowledge and ability, confirm that:

a) In preparation of annual accounts for the year ended March 31, 2026, the applicable accounting standards have been followed and that no material departures have been made from the same;
b) The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that year;
c) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
d) The Directors had prepared the annual accounts for the year ended March 31, 2026 on going concern basis.
e) The Directors had laid down the internal financial controls to be followed by the Company and that such Internal Financial Controls are adequate and were operating effectively; and
f) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

BOARD COMMITTEES

The Board of Director has constituted following Committees vide Board Resolution passed on 22nd March, 2025:

Audit Committee
Nomination And Remuneration Committee
Stakeholders' Relationship Committee

Audit Committee

An audit committee is a group of board members within a company that oversees the financial reporting, risk management, and internal controls of the organization. They ensure the accuracy and reliability of financial statements and that the company complies with relevant laws and regulations. Composition of the Audit Committee as follows:

Name of the Directors	Nature of Directorship	Designation in Committee
Vishwas Odhavjibhai Sagparia	Non-Executive Independent Director	Chairman
Bhavik Kishorbhai Nathavani	Non-Executive Independent Director	Member
Kishorbhai Premjibhai Jadwani	Chairman & Managing Director	Member

During the year Audit Committee met 05 (Five) times:

Sr. No.	Date of Audit Committee Meeting	Sr. No.	Date of Audit Committee Meeting
01	21-06-2025	04	11-11-2025
02	17-07-2025	05	23-02-2026
03	31-07-2025		

Required quorum is present during each meeting of the Audit Committee.

Name of the Directors	Nature of Directorship	Designation in Committee	Particulars of Meetings	
			No. of Meetings entitled to attend	No. of Meetings Attended
Vishwas Odhavjibhai Sagparia	Non-Executive Independent Director	Chairman	05	05
Bhavik Kishorbhai Nathavani	Non-Executive Independent Director	Member	05	05
Kishorbhai Premjibhai Jadwani	Chairman & Managing Director	Member	05	05

Nomination and Remuneration Committee

A Nomination and Remuneration Committee (NRC) is a board-level committee responsible for developing and recommending policies related to director and executive compensation, as well as identifying and evaluating potential board members and senior management. It plays a crucial role in corporate governance by ensuring fair and transparent compensation practices and helping to build a strong leadership team. Composition of the Nomination and Remuneration Committee:

Name of the Directors	Nature of Directorship	Designation in Committee
Vishwas Odhavjibhai Sagparia	Non-Executive Independent Director	Chairman
Bhavik Kishorbhai Nathavani	Non-Executive Independent Director	Member
Komal Nishitbhai Ganatra	Non-Executive Independent Director	Member

During the year, the Nomination and Remuneration Committee met 1 (one) time as on June 21, 2025, where required quorum was present in the meeting of Nomination and Remuneration Committee.

Name of the Directors	Nature of Directorship	Designation in Committee	Particulars of Meetings	
			No. of Meetings entitled to attend	No. of Meetings Attended
Vishwas Odhavjibhai Sagparia	Non-Executive Independent Director	Chairman	1	1
Bhavik Kishorbhai Nathavani	Non-Executive Independent Director	Member	1	1
Komal Nishitbhai Ganatra	Non-Executive Independent Director	Member	1	1

Company's policy on directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under sub-section (3) of section 178 is covered under the Policy on NRC [Nomination and Remuneration Committee] and the Policy of NRC can be accessed on the Company website: https://umiyamobile.com/wp-content/uploads/2025/04/Nomination_and_Remuneration_Policy_Done.pdf

Stakeholders' Relationship Committee

A Stakeholders Relationship Committee (SRC) is a committee formed by a company's Board of Directors to manage and improve relationships with stakeholders, particularly shareholders and other security holders. Its main objective is to address and resolve their grievances. It is a mandatory committee for companies with a significant number of security holders. Composition of the Stakeholders' Relationship Committee:

Name of the Directors	Nature of Directorship	Designation in Committee
Bhavik Kishorbhai Nathavani	Non-Executive Independent Director	Chairman
Vishwas Odhavjibhai Sagparia	Non-Executive Independent Director	Member
Vijesh Premjibhai Patel	Whole Time Director	Member

During the year, the Stakeholders' Relationship Committee met 1 (one) time as on November 11, 2025, where required quorum was present in the meeting of Nomination and Remuneration Committee.

Name of the Directors	Nature of Directorship	Designation in Committee	Particulars of Meetings	
			No. of Meetings entitled to attend	No. of Meetings Attended
Bhavik Kishorbhai Nathavani	Non-Executive Independent Director	Chairman	1	1

Vishwas Odhavjibhai Sagparia	Non-Executive Independent Director	Member	1	1
Vijesh Premjibhai Patel	Whole Time Director	Member	1	1

Corporate Social Responsibility Committee

The Corporate Social Responsibility Committee was formed on June 21, 2025, at the duly convened meeting of the Board of Directors of the Company. The Corporate Social Responsibility committee of the Board of directors was constituted in conformity with the requirements of Section 135 of the Act.

The Committee monitors the implementation of the CSR Policy from time to time.

The Company Secretary of the Company acts as a Secretary to the Corporate Social Responsibility Committee. Composition of the Corporate Social Responsibility Committee as follows:

Name of the Directors	**Nature of Directorship**	**Designation in Committee**
Kishorbhai Premjibhai Jadwani	Chairman & Managing Director	Chairman
Vijesh Premjibhai Patel	Whole Time Director	Member
Bhavik Kishorbhai Nathavani	Non-Executive Independent Director	Member

During the year, the Corporate Social Responsibility Committee met 1 (one) time as on February 23, 2026, where required quorum was present in the meeting of Corporate Social Responsibility Committee.

Name of the Directors	**Nature of Directorship**	**Designation in Committee**	**Particulars of Meetings**	
			No. of Meetings entitled to attend	**No. of Meetings Attended**
Kishorbhai Premjibhai Jadwani	Chairman & Managing Director	Chairman	1	1
Vijesh Premjibhai Patel	Whole Time Director	Member	1	1
Bhavik Kishorbhai Nathavani	Non-Executive Independent Director	Member	1	1

The Policy on CSR [Corporate Social Responsibilities] can be accessed on the Company website:

https://umiyamobile.com/corporate-policies/

The Annual Report on CSR activities is appended under **'Annexure-IV'** to the Board's Report.

BOARD'S POLICIES

The Board has formulate various policies. It is set of written guidelines that provide direction for an organization's operations, ensuring alignment with its values and goals. They outline the board's expectations, rules, and regulations, guiding decision-making and actions at all levels. These policies are crucial for effective governance, risk management, and achieving desired organizational outcomes. Followings are policies formed by the Board which can be accessed at company's website i.e. https://umiyamobile.com/corporate-policies/ :

- Code of Conduct for Directors and Senior Management
- Code of Practices and Procedures for Fair Disclosure of Unpublished - Price Sensitive Information;
- Criteria or Policy for making payments to NED
- Dividend Distribution Policy
- Familiarization Program for Independent Directors
- Nomination and Remuneration Policy
- Policy on Preservation and Archival of Company's Documents
- Policy for Group Company
- Policy on Determination of Materiality Done
- Policy on Materiality of Related Party Transactions
- Policy on prevention of Sexual Harrasement at workplace POSH Done
- Prohibition of Insider Trading Policy
- Terms conditions of Appointment of Independent Directors
- Vigil Mechanism/Whistle Blower Policy for Directors

DECLARATION OF INDEPENDENT DIRECTORS

In terms of the provisions of section 149 of the Act and the Listing Regulations, 2015, the independent directors on the Board of your Company as on the date of this report are Mr. Vishwas Odhavjibhai Sagparia, Mr. Bhavik Kishorbhai Nathavani, Mrs. Komal Nishitbhai Ganatra.

The Company has received declaration pursuant to section 149(7) of the Act and regulation 25 of the Listing Regulations, 2015 from all the independent directors stating that they meet the criteria of independence as provided in section 149(6) of the Act read with regulations 16 and 25 of the Listing Regulations, 2015.

The independent directors have also confirmed compliance with the provisions of section 150 of the Act read with rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014, relating to inclusion of their name in the independent director's databank of the Indian Institute of Corporate Affairs.

The Board of Directors of your Company have taken on record the said declaration and confirmation submitted by the independent directors after undertaking due assessment of the veracity of the same in terms of regulation 25 of the Listing Regulations, 2015.

In the opinion of the Board, the independent directors fulfil the conditions specified in the Act as well as the Rules made thereunder read with the Listing Regulations, 2015 and have complied with the code for independent directors prescribed in Schedule IV to the Act.

As required under the provisions of Schedule IV of the Listing Regulations, a separate meeting of Independent Director was held on November 11, 2025, for transacting the stipulated business. The meeting chaired by Mr. Bhavik Kishorbhai Nathavani was attended by Mr. Vishwas Odhavjibhai Sagparia and Mrs. Komal Nishitbhai Ganatra. The

Independent Director discussed matters pertaining to the Company's affairs and functioning of the Board and the evaluation of fellow Board Members.

Statement by the board with regard to integrity, expertise and experience of the independent directors

The Board of Directors is satisfied about the Integrity, Expertise and Experience including proficiency of the Independent Directors has been appointed during the Financial Year under review in the Board of Directors of the Company and Independent Directors has complied with the Code for Independent Directors prescribed in Schedule IV to the Act.

Performance Evaluation of the Board, its Committees and Individual Directors

The Board has established a formal mechanism for evaluating the performance of the Board as a whole, its committees, individual Directors and the Chairman of the Board.

In accordance with the provisions of the Companies Act, 2013, the annual evaluation process was duly conducted. The evaluation was carried out using structured questionnaires, formulated in line with the Company's Policy on Performance Evaluation and Remuneration of Directors.

The evaluation process covered various aspects of the Board and Committees' functioning including their composition, experience, competencies, performance of specific duties, obligations, governance issues, attendance and contribution of individual Directors and the effective exercise of independent judgement.

Familiarisation Program for Independent Directors

Regular interactions were held between statutory and internal auditors and independent Directors. Monthly / quarterly updates on relevant statutory, regulatory changes were circulated to the Directors.

The Directors were also informed of key developments in the Company. Learning and development sessions for Independent Directors are conducted, as may be required on relevant business topics. The internal newsletters of the Company, the press releases, news in media about the Company are circulated to all the Directors so that they are updated about the operations of the Company. Certain programmes / activities are merged with the Board/Committee Meetings to suit the convenience of Directors.

GENERAL MEETINGS

During the year under review, the following General Meetings were held, the details of which are given as under:

Sr.No.	Date of General Meetings
01.	19-07-2025

AUDITOR

Statutory Auditor

The Board of Directors, based on the recommendation of the Audit Committee, has recommended the appointment of M/s. HAY & Associates LLP, Chartered Accountants (Firm Registration No. 104106W), Peer Reviewed Firm, as the Statutory Auditors of the Company, in place of the retiring auditors M/s S A D P & Co., Chartered Accountants, for a term of 05 (Five) consecutive years, from the conclusion of the ensuing Annual General Meeting until the conclusion of the 19th Annual General Meeting of the company, subject to the approval of the members of the Company.

M/s. HAY & Associates LLP, Chartered Accountants have given their consent to act as the Auditors of the Company and have confirmed that the said appointment, if made, will be in accordance with the conditions prescribed under Sections 139 and 141 of the Act.

M/s. HAY & Associates LLP, Chartered Accountants, have confirmed that they have not been disqualified to act as Statutory Auditors of the Company and that their appointment is within the maximum ceiling limit as prescribed under Section 141 of Companies Act, 2013 / relevant statute.

Internal Auditors
M/s D A KAMANI & ASSOCIATES, Chartered Accountants, were appointed as an Internal Auditor of the Company for the Financial Year 2025-2026 at remuneration as may be mutually agreed between the Internal Auditor and Board of Directors.

The Company has appointed, M/s D A KAMANI & ASSOCIATES, Chartered Accountants, as an Internal Auditor of the Company for the financial year 2026-2027.

Maintenance of Cost Record
Pursuant to Section 148 of the Companies Act, 2013 read with The Companies (Cost Records and Audit) Amendment Rules, 2014, the cost audit records maintenance is not applicable on the company.

Secretarial Audit Report
As pursuant to the provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Regulation 24A of SEBI Listing Regulations, and under approval of the shareholders obtained at the 13th Annual General Meeting of the Company held on July 19, 2025, M/s K.P. Ghelani & Associates, Company Secretaries (Mem No. A33400) were appointed to undertake the Secretarial Audit of the Company for a period of five (5) years from Financial year 2025- 2026 to Financial Year 2029-2030.

Annexure - III contains the Secretarial Audit Report in Form MR-3 for the Financial Year ended March 31, 2026. The Company has complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI) during the year under review. There are no qualifications, reservations, adverse remarks or disclaimers given by the Secretarial Auditor. In terms of Section 118(10) of the Act, the Company is compliant to the Secretarial Standards issued by the ICSI. Board Meetings, General Meetings, and systems as such were adequate and operating effectively.

Secretarial Standards of ICSI
Pursuant to provisions of section 118 of the Companies Act, 2013, the Company has complied with the applicable provisions of the Secretarial Standards issued by The Institute of Company Secretaries of India and notified by Ministry of Corporate Affairs, wherever applicable.

Details Regarding Frauds Reported By Auditors under Section 143(12) Of the Act
In terms of the provisions of section 143(12) of the Act read with rule 13 of the Companies (Audit and Auditors) Rules, 2014, during the year under review, the auditors have not reported any frauds to the Audit Committee or to the Board and therefore, no details pursuant to the provisions of section 134(3)(ca) of the Act are required to be disclosed. Further the Auditors' Report being self – explanatory does not call for any further comments from the Board of Directors.

PARTICULARS OF EMPLOYEE

None of the Employee has Received Remuneration Exceeding the Limit as Stated in Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The prescribed details are mentioned in **Annexure - II**. In line with Section 136 of the Act, this Annual Report is being sent to the members and others entitled thereto without information and details of employees. The particulars are available for inspection by members during business hours on working days at the registered office of the Company up to the date of the ensuing AGM.

FIXED DEPOSITS

The Company has not accepted any Fixed Deposits from the public and it is therefore not required to comply with the requirement under Non-Banking Non-Financial Companies (Reserve Bank) Directions, 1996 and Companies (Acceptance of Deposits) Rules, 1975.

FINANCE

During the period up to this report, company has been utilizing cash credit/term loan facilities from the Bank and the Company has been regular in payment of interest as well as instalments as per schedule to Banks.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The particulars of loans, guarantees and investments have been disclosed in the financial statements.

RISK MANAGEMENT POLICY

The Company has adopted proper Risk Management Policy which in the opinion of the Board is adequate and working effectively.

INTERNAL FINANCIAL CONTROLS

The Company has in place adequate internal financial controls with reference to financial statements. During the year the Company has not come across any fraud or financial irregularity or any material risk event which may threaten the existence of the Company.

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

The Company has in place a Policy against Sexual Harassment at workplace in line with the requirement of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. Complaints Committee has been set-up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary and trainees) are covered under this policy. No complaints were received by the Committee during the year.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES UNDER SECTION 188 OF THE COMPANIES ACT, 2013

During the year under review:

All contracts/arrangements/transactions entered into by the Company with related parties during the financial year were on an Arm's Length basis and in the Ordinary Course of Business. The disclosure of Related Party Transactions as required under Section 134(3)(h) of the Companies Act, 2013, in Form AOC-2 is attached as **'Annexure- I'** forms part of this Report.

The details of the related party transactions for the financial year 2025-2026 is given in notes of the financial statements which is part of Annual Report.

The Policy on Related Party Transactions as approved by the Board of Directors is available on the website of the Company at https://umiyamobile.com/corporate-policies/.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

Pursuant to the provisions of Section 177(9) of the Companies Act, 2013, the Company has established a "Vigil Mechanism" incorporating whistle blower policy in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for employees and Directors of the Company, for expressing the genuine concerns of unethical behaviour, actual or suspected fraud or violation of the codes of conduct by way of direct access to the Chairman/ Chairman of the Audit Committee. The Company has also provided adequate safeguards against victimization of employees and Directors who express their concerns. The Policy on Vigil Mechanism and whistle blower policy as approved by the Board may be accessed on the Company's website at the link

https://umiyamobile.com/wp-content/uploads/2025/04/Vigil_Mechanism_Whistler_Blower_Policy_Done.pdf

HUMAN RESOURCES DEVELOPMENT

Your Company continues to take new initiatives to further align its HR policies to meet the growing needs of its business. People development continues to be a key focus area of the Company. The industrial relations in all the units of the Company remained cordial and peaceful throughout the year.

CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION

i. CONSERVATION OF ENERGY:

The operations of the Company are not energy-intensive in nature. Nevertheless, the Company remains committed to the efficient utilization and conservation of energy across its offices and warehouse facilities. During the year, the Company continued to focus on energy conservation through regular monitoring of energy consumption, adoption of energy-efficient equipment wherever feasible, preventive maintenance of electrical systems, and optimization of warehouse and office operations. The Company will continue to evaluate and implement practical energy saving initiatives as part of its commitment to sustainable and responsible business practices.

Steps taken or impact on conservation of energy:

The Company remains conscious of energy conservation and continues to undertake measures for the efficient utilization of energy in its day-to-day operations, including regular monitoring of energy consumption, preventive maintenance of electrical systems, adoption of energy-efficient equipment wherever feasible, and optimization of warehouse and office operations.

Steps taken by the Company for utilizing alternate sources of energy: Nil

Capital investment on energy conservation equipment: Nil

ii TECHNOLOGY ABSORPTION:

As a brand-driven global company, the Company continues to leverage technology to strengthen its product development, supply chain, and overall business operations. During the year, the Company enhanced the use of digital tools for product design and continued to evaluate automation, artificial intelligence, data analytics, and digital collaboration platforms to improve decision-making, operational efficiency, and scalability.

The management remains committed to adopting appropriate technologies that support innovation, enhance competitiveness, and create long-term value for all stakeholders.

Efforts made towards technology absorption: Adoption and utilization of appropriate information technology systems, digital tools for product design, business operations and process management, along with evaluation of automation, artificial intelligence, data analytics and digital collaboration platforms to improve operational efficiency and business scalability.

The benefits derived like product improvement, cost reduction, product development or import substitution: Improved operational efficiency, better process management, enhanced product development capabilities, informed decision-making, improved customer service, effective business administration and increased scalability.

Information regarding technology imported during last three years: Nil

The expenditure incurred on Research and Development: Nil

FOREIGN EXCHANGE EARNING AND OUTGO:

Information as per Companies (Disclosure of particulars in the Report of Board of Directors) Rules, 1988 relating to foreign exchange earnings and outgo are given as under:

Particulars	**2025-2026**	**2024-2025**
Foreign Exchange earned during the year	00	00
Foreign Exchange outgo during the year	00	00

SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANY

During the year under review, the Company does not have any Subsidiaries, associate or joint venture.

DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 DURING THE YEAR ALONG WITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR

During the Financial Year 2025-2026, neither any application has been made nor any proceeding are initiated against and/or by the Company under the Insolvency and Bankruptcy Code, 2016.

EXTRACTS OF ANNUAL RETURN AND OTHER DISCLOSURES UNDER COMPANIES (APPOINTMENT & REMUNERATION) RULES, 2014

As provided under Section 92(3) of the Act, the extract of annual return is available on Company's website i.e.www.umiyamobile.com for the kind perusal and information, which forms part of this report.

Your directors place on records their sincere thanks to bankers, business associates, consultants, and various Government Authorities for their continued support extended to your Companies activities during the year under review. Your directors also acknowledge gratefully the shareholders for their support and confidence reposed on your Company.

By Order of the Board of Directors
For, UMIYA MOBILE LIMITED

KISHORBHAI JADWANI	**GIRISHKUMAR JADVANI**
MANAGING DIRECTOR	**WHOLE TIME DIRECTOR**
DIN: 06460690	**DIN: 06452836**

DATE: SEPTEMBER 02, 2026
PLACE: RAJKOT

ANNEXURE-I

FORM NO. AOC-2

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

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

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

Sr. No.	Name of Related Party and Nature of Relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts/ arrangements / transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Justification for entering into such contracts or arrangements or transactions	Date(s) of approval by the Board	Amount paid as advances , if any	Date on which the special resolution was passed in general meeting as required under first proviso to section 188
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
….. Nil …..								

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

(Amount Rs. In Thousand)

Sr. No.	Name of Related Party and Nature of Relationship	Nature of contracts/arrangements / transactions	Duration of the contracts/ arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Justification for entering into such contracts or arrangements or transactions	Date(s) of approval by the Board	Amount paid as advances , if any
	(a)	(b)	€	(d)	€	(f)	(g)
1	Mr. Premjibhai Jadwani	Rent	Fixed	- Rs. 1563.00/-	The transaction was made at arm's length basis	03-04-2025	--
2	Mr. Kishor P. Jadwani	Rent	Fixed	- Rs. 390.00/-	The transaction was made at arm's length basis	03-04-2025	--

3	Mr. Girish P. Jadwani	Rent	Fixed	- Rs. 1170.00/-	The transaction was made at arm's length basis	03-04-2025	--
4	Mr. Vijesh P. Jadwani	Rent	Fixed	- Rs. 918.00/-	The transaction was made at arm's length basis	03-04-2025	--
5	Girish P. Jadwani – HUF	Purchase of Goods	Not Fixed	- Rs. 12745.09/-	The transaction was made at arm's length basis	03-04-2025	--
6	Kishor P. Jadwani - HUF	Purchase of Goods	Not Fixed	- Rs. 1427.80/-	The transaction was made at arm's length basis	03-04-2025	--

By Order of the Board of Directors
For, UMIYA MOBILE LIMITED

KISHORBHAI JADWANI
MANAGING DIRECTOR
DIN: 06460690

GIRISHKUMAR JADVANI
WHOLE TIME DIRECTOR
DIN: 06452836

DATE: SEPTEMBER 02, 2026
PLACE: RAJKOT

ANNEXURE-II

Statement of Disclosures under Section 197 of the companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

I) The ratio of remuneration of each Director to the median remuneration of the employees of the Company for the financial year:

NAME	DESIGNATION	RATIO
Mr. Kishorbhai Premjibhai Jadwani	Chairman & Managing Director	12.07
Mr. Girishkumar Premjibhai Jadvani	Whole Time Director	12.07
Mr. Vijesh Premjibhai Patel	Whole Time Director	12.07
Mr. Vishwas odhavjibhai sagparia	Non - Executive Independent Director	Nil
Mr. Bhavik Kishorbhai Nathavani	Non - Executive Independent Director	Nil
Mr. Komal Nishitbhai Ganatra	Non - Executive Independent Director	Nil
Mr. Piyush Jentibhai Dedakiya	Chief Financial Officer	4.81
Mr. Vinay Bhojraj Karkera	Company Secretary	1.72

- Calculation of Median employee was based on actual salary paid to all employees during the year under review.
- The Independent Directors of the Company are entitled to sitting fees and commission as per the statutory provisions and sitting fees is paid to them for the financial year 2025-2026.

II) The Percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:

NAME	DESIGNATION	% INCREASE
Mr. Kishorbhai Premjibhai Jadwani	Chairman & Managing Director	54.29
Mr. Girishkumar Premjibhai Jadvani	Whole-Time Director	54.29
Mr. Vijesh Premjibhai Patel	Whole-Time Director	54.29
Mr. Vishwas odhavjibhai sagparia	Non - Executive Independent Director	Nil
Mr. Bhavik Kishorbhai Nathavani	Non - Executive Independent Director	Nil
Mr. Komal Nishitbhai Ganatra	Non - Executive Independent Director	Nil
Mr. Piyush Jentibhai Dedakiya	Chief Financial Officer	100
Mr. Vinay Bhojraj Karkera	Company Secretary	100

* Mr. Piyush Jentibhai Dedakiya has appointed w.e.f. March 11, 2025, therefore we have no data to compare increase or decrease in remuneration/salary and we have considered the data for current financial year.

* Mr. Vinay Bhojraj Karkera has appointed w.e.f. March 20, 2025, therefore we have no data to compare increase or decrease in remuneration/salary and we have considered the data for current financial year.

The Independent Directors of the Company are entitled to sitting fees and commission as per the statutory provisions and sitting fees is paid to them for the financial year 2025-2026.

- The number of permanent employees on the rolls of the Company is 31.

- It is hereby affirmed that the remuneration paid to the Directors and employees is as per the Remuneration Policy of the Company.

- The particulars of employees as required under Section 197(12) of the Companies Act, 2013, read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are as follows:

Details of employees employed throughout the year and in receipt of remuneration for that year which, in the aggregate, were not less than Rupees One Crore and Two Lakh per annum: None

Details of employees employed for a part of the financial year and in receipt of remuneration for any part of the year, at a rate which, in aggregate, was not less than Rupees Eight lakhs and Fifty thousand rupees per month: None

Details of employees employed throughout the financial year or part thereof and were in receipt of remuneration in the year and are in excess of the remuneration of the Managing Director or Whole Time Director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the company: None

By Order of the Board of Directors
For, UMIYA MOBILE LIMITED

KISHORBHAI JADWANI	**GIRISHKUMAR JADVANI**
MANAGING DIRECTOR	**WHOLE TIME DIRECTOR**
DIN: 06460690	**DIN: 06452836**

DATE: SEPTEMBER 02, 2026
PLACE: RAJKOT

ANNEXURE-III

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,
UMIYA MOBILE LIMITED

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **UMIYA MOBILE LIMITED (L32202GJ2012PLC073173)** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended March 31, 2026 ("Audit Period") complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

i. The Companies Act, 2013 (the Act) and the Rules made thereunder;

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

iii. The Depositories Act, 1996 and the Regulations and 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; **Not Applicable during the audit period**

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

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

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

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

d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 - **Not applicable to the company during the audit period;**

e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - **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, 2025 regarding the Companies Act and dealing with client – **Not applicable to the company during the audit period;**

g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 - **Not applicable to the company during the audit period and;**

h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - **Not applicable to the company during the audit period;**

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

vi. The company has complied with the applicable sector – specific laws relating to its retails trading business.

vii. Based on the representation made by the Company and its officers, the Company has proper system and process in place for compliance under the other applicable Labour Laws and other incidental laws, Acts, Rules, Regulations and Guidelines.

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

i. Secretarial Standards issued by The Institute of Company Secretaries of India.

ii. The Listing Agreements entered into by the Company with Bombay Stock Exchange of India Limited.

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

We further report that the compliance by the Company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this Audit since the same has been subject to review by statutory financial auditor and other designated professionals.

We further report that:

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

ii. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance for Meetings other than those held by a shorter notice, 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 meetings.

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

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

We further report that during the audit period, there were following specific events / actions having a major bearing on company's affair in pursuance of the above – referred laws, rules, regulations, guidelines, standards, etc:

- During the period under review the company had come up with IPO of 37,70,000 Equity Shares of face value of Rs.10/- each fully paid for cash at a price of Rs.66/- per Equity Share including a premium of Rs.56/- per Equity Share) aggregating to Rs.2,448.60 Lakhs.
- The Equity Shares of the Company have been listed with the Bombay Stock Exchange of India Limited ("BSE") (SME Platform) with effect from August 04, 2025.

For K.P. Ghelani & Associates
Company Secretaries

CS Keyur Ghelani
Proprietor
Mem. No. ACS 33400
C.P. No. 12468
UDIN: A033400H001315604
Peer Review Certificate No. 5905/2024

Date: August 31, 2026
Place: Rajkot

This Report is to be read with our letter of even date which is annexed as **Annexure - I** and forms an integral part of this report.

Annexure - I

The Members,
UMIYA MOBILE LIMITED

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

1. Maintenance of secretarial records is the responsibility of 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. 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.

3. We have not verified the correctness and appropriateness of financial records and books of accounts of the company.

4. Wherever required, We have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events, etc.

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

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

For K.P. Ghelani & Associates
Company Secretaries

CS Keyur Ghelani
Proprietor
Mem. No. ACS 33400
C.P. No. 12468
UDIN: A033400H001315604
Peer Review Certificate No. 5905/2024

Date: August 31, 2026
Place: Rajkot

ANNEXURE-IV

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

1. BRIEF OUTLINE ON CSR POLICY OF THE COMPANY

As a corporate entity, the Company is committed towards sustainability and to move ahead in this direction in an organised manner, the Company has its duly enacted Corporate Social Responsibility Policy in place. Through its social investments, concentrates on the needs of communities residing in the areas from where it operates, taking sustainable initiatives in the areas of health, education, green preservation and community development. In compliance with Schedule VII of the Companies Act 2013 including any statutory modification or amendment thereto, Company acknowledges the healthcare, education, community care, sports, and research and technology development activities under its Corporate Social Responsibility.

2. Composition of CSR Committee:

Sr. No.	Name of Director	Designation / Nature of Directorship	Status in Committee
1	Kishorbhai Premjibhai Jadwani	Chairman & Managing Director	Chairman
2	Vijesh Premjibhai Patel	Whole Time Director	Member
3	Bhavik Kishorbhai Nathavani	Non-Executive Independent Director	Member

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company: https://umiyamobile.com/corporate-policies/

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014: Not applicable to the company.

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any:

Sr. No.	Financial Year	Amount available for set-off from preceding financial years (in Rs)	Amount required to be set-off for the financial year, if any (in Rs)
1	2024-25	NA	NA
2	2023-24	NA	NA
3	2022-23	NA	NA

6. Average net profit of the company as per section 135(5): Rs.38,430,113/-

7. (a) Two percent of average net profit of the company as per section 135(5): Rs.768,602/-

(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: NIL

(c) Amount required to be set off for the financial year, if any: NIL

(d) Total CSR obligation for the financial year (7a+7b-7c): Rs.768,602/-

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
Rs.800,000/-	--	--	--	--	--

(b) Details of CSR amount spent against ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)
Sl. No.	Name of the Project.	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No).	Location of the project.	Project duration.	Amount allocated for the project (in Rs.).	Amount spent in the current financial Year (in Rs.).	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.).	Mode of Implementation - Direct (Yes/No).	Mode of Implementation - Through Implementing Agency
1	SHREE SWAMINARAYAN GURUKUL	CSR Activities	Yes	Rajkot, Gujarat	Ongoing Project	--	800,000/-	NIL	Yes	No

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Item from the list of activities in schedule	Local area (Yes/No).	Location of the project.		Amount spent for the project (in Rs.).	Mode of implementation - Direct (Yes/No).	Mode of implementation - Through implementing agency.	
				State.	District.			Name.	CSR

		VII to the Act.							registration number.
--	--	--	--	--		--	--	--	--

(d) Amount spent in Administrative Overheads: NIL
(e) Amount spent on Impact Assessment, if applicable: NA
(f) Total amount spent for the Financial Year (8b+8c+8d+8e): Rs.800,000/-
(g) Excess amount for set off: NIL

9. (a) Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.).	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in Rs.)
				Name of the Fund	Amount (in Rs).	Date of transfer.	
--	--	--	--	--	--	--	--

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID.	Name of the Project.	Financial Year in which the project was commenced.	Project duration.	Total amount allocated for the project (in Rs.).	Amount spent on the project in the reporting Financial Year (in Rs).	Cumulative amount spent at the end of reporting Financial Year. (in Rs.)	Status of the project - Completed /Ongoing.
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10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details): NIL

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5): NA

By Order of the Board of Directors
For, UMIYA MOBILE LIMITED

KISHORBHAI JADWANI
MANAGING DIRECTOR
DIN: 06460690

GIRISHKUMAR JADVANI
WHOLE TIME DIRECTOR
DIN: 06452836

DATE: SEPTEMBER 02, 2026
PLACE: RAJKOT

ANNEXURE-V

MANAGEMENT DISCUSSION AND ANALYSIS

Global Outlook of Industry in Which Company is Operating

The Company operates in the retail industry of mobile phones, accessories, and electronic products, a sector that continues to evolve rapidly in response to technological innovation, shifting consumer behavior, and digital transformation.

Globally, the demand for smartphones and consumer electronics remains strong, driven by increasing connectivity, adoption of 5G technology, and a growing preference for smart and connected devices. The mobile phone market, along with its ecosystem of accessories—such as earphones, smartwatches, power banks, and protective gear—has shown sustained growth across both developed and emerging economies.

The consumer electronics retail sector is being shaped by the increasing penetration of e-commerce platforms. However, physical retail stores continue to hold significant relevance, especially in developing markets, due to the need for in-person product experience, after-sales service, and customer trust.

In addition, the retail landscape is witnessing increased consumer interest in value-driven purchases, sustainability (such as refurbished or energy-efficient products), and brand loyalty programs. Retailers are investing in advanced technologies including AI-driven inventory systems, digital payments, and customer relationship management (CRM) tools to enhance operational efficiency and deliver a superior customer experience.

Regionally, Asia-Pacific leads in terms of market share and growth potential, fueled by rising disposable incomes, smartphone penetration, and expanding urban centers. India, in particular, represents a high-growth market due to a large, youthful population and growing digital infrastructure.

Indian Economy

India's economic momentum remains strong, underpinned by resilient domestic demand and sustained macroeconomic stability. In FY2025–26, Real GDP (GDP at Constant Prices) is estimated to reach Rs.3,23,12,034 crore (US$ 3.66 trillion), rising from Rs.2,99,88,619 crore (US$ 3.55 trillion) in FY2024–25, reflecting a robust growth of 7.7%. At current prices, Nominal GDP is estimated to reach Rs.3,46,35,638 crore (US$ 3.92 trillion) in FY2025–26, from Rs.3,18,07,309 crore (US$ 3.76 trillion) in the previous year, registering a growth of 8.9%. On the production side, Real Gross Value Added (GVA) is estimated at Rs.2,94,91,088 crore (US$ 3.34 trillion), up from Rs. 2,73,36,495 crore (US$ 3.23 trillion) in FY 2024–25, indicating a growth of 7.9%, while Nominal GVA is estimated to expand to Rs.3,14,86,840 crore (US$ 3.56 trillion) from Rs. 2,88,54,467 crore (US$ 3.41 trillion), marking a growth of 9.1%. In Q3 FY26, Real GDP was estimated at Rs.84,64,935 crore (US$ 957.84 billion) against Rs.78,40,573 crore (US$ 927.22 billion) in Q3 FY25. In Q4 FY26, Real GDP increased to Rs.87,77,104 crore (US$ 993.16 billion) from Rs.81,39,598 crore (US$ 962.58 billion) in Q4 FY25, registering a growth of 7.8%, highlighting continued quarterly momentum.

India is undergoing a significant transformation, led by private consumption that is growing faster than the overall economy. The expanding middle income and lower-middle income segment is a key catalyst, pushing per capita GDP higher and accelerating demand for products and services that reflect evolving aspirations.

Indian Retail Industry Overview

India's retail industry remained one of the country's major growth sectors during FY 2025–26 (April 2025–March 2026). Growth was supported by rising household consumption, urbanization, increasing disposable incomes, digital payments, e-commerce, quick commerce and the expansion of organized retail into Tier-II and Tier-III cities. India's retail sector contributes more than 10% of GDP and around 8% of employment, making it strategically important to the economy.

India's overall retail market was estimated at approximately US$1.09 trillion in 2025 and is projected to exceed US$2.36 trillion by 2030. Organised retail is expected to account for more than 35% of the market by 2030, reflecting the gradual shift from traditional/unorganised retail toward modern retail formats.

Reliance Industries, India's largest retailer, stated that the country is set to emerge as the world's third-largest retail market by 2030, supported by government initiatives aimed at enhancing disposable incomes and driving consumption.

Private Final Consumption Expenditure (PFCE), a key indicator of consumer demand, was estimated at about ₹219.6 lakh crore in FY26, representing an estimated 8.2% year-on-year increase in the First Advance Estimates. The Economic Survey's estimate was somewhat more conservative at 7% growth.

Rising purchasing power, especially among urban consumers, is reshaping spending patterns. Branded goods across categories such as apparel, cosmetics, footwear, watches, mobile, laptop, other electronics items, beverages, food, and jewellery are increasingly becoming part of everyday consumption and lifestyle.

Consumer preferences and buying behaviors in India are evolving rapidly, driven by greater access to technology and digital platforms. Shoppers increasingly expect seamless experiences across offline and online channels, prompting retailers to design integrated strategies that combine traditional stores with e-commerce platforms. Companies are also exploring innovative revenue models to enhance customer value and engagement.

The Indian electronics retail market is undergoing significant structural changes. Consumers are increasingly looking for technologically advanced and interconnected products rather than standalone devices. Premium products, artificial intelligence-enabled features, smart-home solutions and connected ecosystems are becoming important drivers of consumer demand.

The market consists broadly of:
- Multi-brand offline retailers
- Single-brand stores
- E-commerce marketplaces
- Brand-owned online channels
- Large-format retail stores
- Regional and local electronics dealers
- Omnichannel retailers

Electronics Industry Growth in India

India's electronics industry has become one of the country's fastest-growing manufacturing sectors, driven by smartphones, consumer electronics, IT hardware, telecom equipment, semiconductors and increasing exports. Electronics production grew 15.8% year-on-year in FY2025–26, from ₹11.32 lakh crore to ₹13.11 lakh crore.

Major drivers of growth

1. **Smartphone manufacturing**
Mobile phones have been the biggest success story. India is now the world's second-largest mobile-phone manufacturer, with more than 300 manufacturing units compared with just two in 2014. Smartphones also became India's largest export product in FY2025–26.

2. **Government incentives**
The government has used programmes such as Production Linked Incentive (PLI), SPECS, Electronics Manufacturing Clusters (EMC 2.0) and the Electronics Component Manufacturing Scheme (ECMS) to attract investment and increase domestic production.

3. **Shift toward component manufacturing**
India initially focused heavily on assembling finished products. The next stage is building domestic capabilities in PCBs, camera modules, displays, passive components, semiconductor packaging, materials and manufacturing equipment. The ECMS is specifically designed to deepen this supply chain.

4. **Semiconductor investment**
Semiconductors are becoming a major strategic priority. As of July 2026, 12 semiconductor manufacturing projects had been approved with committed investment exceeding ₹1.64 lakh crore. The government has also approved Semicon 2.0 with a ₹1.275 lakh crore outlay.

5. **Export opportunities**
The electronics manufacturing ecosystem now supports approximately 25 lakh direct and indirect jobs. Mobile manufacturing alone accounts for around 12 lakh jobs.

Mobile Industry Growth in India — FY 2025–26

India's mobile-phone industry showed mixed growth during FY 2025–26. While the number of smartphones sold remained broadly flat, the value of the market increased, mainly because consumers increasingly purchased premium and higher-priced smartphones. The industry also continued to benefit from local manufacturing, 5G adoption, digitalization and India's growing role as an electronics-export hub.

The Government of India reported that mobile-phone production reached ₹6.27 lakh crore in FY 2025–26, compared with ₹18,900 crore in FY 2014–15. Mobile exports reached ₹2.60 lakh crore, up from ₹1,566 crore in FY 2014–15. Mobile phones also became India's largest export product in FY 2025–26.

According to Counterpoint Research, India's smartphone market in calendar year 2025 grew approximately 1% in shipment volume and 8% in market value. This indicates that growth was driven more by premiumisation and higher average selling prices than by an increase in the number of devices sold.

Major reasons for the 2025–26 changes

1. Premiumization – Consumers are buying fewer low-cost phones but spending more on premium models.
2. AI smartphones – Generative AI and on-device AI are becoming important differentiators.

3. 5G adoption – 5G continues to drive replacement and upgrade cycles.
4. Foldables – A small but rapidly growing category; IDC expects foldable shipments to grow about 20% in 2026 even while the overall smartphone market contracts.
5. Memory-chip costs – Higher memory prices are putting significant pressure on smartphone manufacturers, particularly in budget devices.
6. Changing consumer behavior – Longer replacement cycles and weaker entry-level demand are limiting unit growth.
7. Mobile ecosystem growth – Beyond handsets, 5G, mobile apps, cloud services, IoT and AI are expanding the overall mobile economy. In Asia-Pacific, mobile technologies and services generated about $1 trillion of economic value in 2025.

The industry is becoming more value-driven rather than volume-driven. Budget smartphones are facing pressure, while premium phones, AI capabilities, foldable, 5G and mobile services are creating new growth opportunities.

Business Overview of the Company

Umiya Mobile Limited is engaged in the multi-brand retail sector, specializing in the sale of smartphones, mobile accessories, and consumer durable electronic products, etc. Over the years, the company has built a reputation as a trusted retailer offering a wide array of products from some of the global brands. Our product range includes the latest smartphones from Apple, Samsung, Realme, Xiaomi, Oppo, Vivo, Motorola, Google Pixel, Infinix etc. We also offer consumer electronics, such as Smart TVs, Air Conditioners, Refrigerators, Coolers, and more, from brands like Sony, LG, Panasonic, Godrej and others.

Further, the company operates its retail business with multiple brands. The company have a portfolio of retail stores with different brands. The company had initially started its business operations with brand "Umiya Mobile", for company owned stores as well as franchise stores. Further, the company has establish a new group named "LEELA MOBILE" as part of its strategic business expansion and operational development. The newly formed group will operate under the ownership and management of Umiya Mobile Limited.

The company operates a total of 400 plus stores across the state of Gujarat, Maharashtra, Madhya Pradesh, Union Territory of Dadra and Nagar Haveli and Daman and Diu, with a widespread geographic presence and accessibility to a large customer base.

The Company has well experienced and knowledgeable Directors, Key Management Personnel,
Accounts team and Sales & Marketing team which are the backbone of Company's growth. The
Company's retail stores are offering discounts, incentives, schemes etc. from time to time to increase revenue and profitability. The business of the Company is operating in varieties of franchise model considering win-win situations for Company as well as Franchise Partners. The Company has always tried its best to maintain the trust of its stakeholders including customers and is continuously making its best efforts to increase the turnover and profit of the Company.

The multi-brand electronic retail sector is an important component of India's organized retail industry. Multi-brand retailers offer products from several manufacturers under one roof, allowing customers to compare brands, specifications, prices, financing options and after-sales services before making a purchase.

Multi-brand retailers have an important competitive advantage because they provide customers with the ability to compare multiple brands and products at the same location.

Industry forecasts also indicate continuing opportunities for multi-brand stores because of their product variety, service capabilities and after-sales support.

Furthermore, we ensure that all electronic products come with warranties from the respective manufacturers. In the event of a defect, we have established a seamless process with our suppliers to ensure that customers receive free replacements or servicing, further reinforcing our commitment to quality and customer satisfaction.

Our stores operate under various business models designed to meet the diverse needs of our customers i.e. owned stores and retails outlets.

Operational and Financial performance

During the Financial Year 2025–2026, the Company recorded a Revenue Turnover of Rs. 8,360,968.70 thousand as compared to previous year revenue from operation of Rs. 5,600,791.61 thousand. Profit after tax was Rs. 91,937.15 thousand during the year under review as compared to profit after tax of Rs. 55,068.49 thousand of previous year.

Key Growth Drivers

a. Rising disposable income

Increasing household incomes and urbanisation are supporting consumer spending on smartphones, televisions, home appliances, computers and other electronic products.

b. Premiumisation

Consumers are increasingly willing to spend more on products offering better performance, design, connectivity and advanced features. The movement toward premium and AI-powered products was a significant feature of India's consumer electronics market in 2025.

c. Digitalisation

Growing internet penetration, digital payments, 5G adoption and e-commerce have increased consumer awareness and accessibility of electronic products.

d. Financing and EMI schemes

Consumer financing, credit cards, no-cost EMI schemes and buy-now-pay-later options make relatively expensive electronic products more affordable. This is particularly important for televisions, smartphones, laptops and large appliances.

e. Expansion into Tier-II and Tier-III cities

Smaller cities are becoming important growth markets. Consumers in these markets continue to value physical stores because product demonstrations, sales assistance, installation and after-sales service reduce purchase uncertainty. Recent industry analysis also highlights the continuing importance of offline retail in smaller towns.

f. Smart-home adoption

Connected televisions, smart appliances, smart speakers, security products and wearable devices are creating opportunities for retailers to sell multiple products as part of an integrated ecosystem.

The major management priorities should include:

Product assortment: Retailers need to maintain an appropriate mix of entry-level, mid-range and premium products. Excessive dependence on one category or brand can increase business risk.

Inventory management: Electronics have relatively short product life cycles. Rapid technological changes can make older models obsolete and force retailers to offer discounts. Effective demand forecasting and inventory monitoring are therefore essential.

Pricing strategy: Customers can easily compare prices online. Consequently, retailers need competitive and transparent pricing while protecting margins through accessories, warranties, installation, financing and other value-added services.

Vendor management: Strong relationships with manufacturers and distributors can improve product availability, promotional support, credit terms and access to new product launches.

Customer experience: Physical stores must provide demonstrations, knowledgeable sales staff and easy product comparison. KPMG's India CX Report 2025 found that the purchase stage was considered the most impactful stage by 55% of customers in electronic stores. Flexible delivery and transparent pricing were among the highest-rated experience parameters.

Competitive Environment

Competition in the sector is intense because retailers compete not only with other physical stores but also with e-commerce platforms, brand-owned stores and emerging quick-commerce businesses.

The competitive environment can be analyzed using Porter's Five Forces:

Force	Assessment	Impact
Competitive rivalry	High	Price competition and promotional activity reduce margins
Buyer power	High	Customers can easily compare prices and specifications
Supplier power	Medium to High	Major brands have strong influence over products and pricing
Threat of new entrants	Medium	Digital retail lowers entry barriers, but physical scale requires capital
Threat of substitutes	Medium	Online marketplaces and direct-to-consumer channels compete with stores

Large organized retailers are increasingly using their store networks as fulfilment centers and investing in data analytics, AI and hyper-local commerce. Reliance Retail, for example, identifies omnichannel scale, AI/analytics, consumer electronics and expansion into Tier-II/III markets as important strategic areas.

Major Risks and Challenges

a. Margin pressure

Heavy discounting and online price transparency can reduce gross margins.

b. Inventory obsolescence

New product launches can rapidly reduce the value of older inventory.

c. High operating costs

Rent, employee costs, utilities, logistics and store maintenance can significantly affect profitability.

d. Online competition

E-commerce platforms provide extensive product selection and aggressive pricing, creating pressure on traditional retailers.

e. Supply-chain disruptions

Electronics retailers depend on complex domestic and international supply chains. Currency fluctuations, component shortages and geopolitical disruptions can affect availability and costs.

f. Rapid technological change

Retailers must continuously update product knowledge, store displays and inventory to keep pace with new technologies.

g. Working-capital requirements

Large inventories and extended credit arrangements can increase working-capital requirements.

Opportunities

The sector presents several attractive opportunities:

- Expansion into Tier-II and Tier-III cities.
- Growth in smartphones, laptops and wearables.
- Increasing adoption of smart-home products.
- Premium televisions and home appliances.
- Consumer financing and extended warranty products.
- Installation and after-sales services.
- Omnichannel retailing.
- Private-label and exclusive products.
- Data-driven personalised promotions.
- Corporate and institutional electronics sales.

Quick-commerce companies are also beginning to explore rapid delivery of larger electronic products such as televisions, refrigerators, washing machines and microwaves, which could create a new competitive dimension for traditional retailers.

SWOT Analysis

Strengths	Weaknesses
Wide range of brands	High inventory investment
Product comparison under one roof	High rental and operating costs
Physical product demonstration	Margin pressure

Personalized sales assistance	Risk of obsolete inventory
After-sales support	Dependence on manufacturers
Opportunities	**Threats**
Tier-II and Tier-III expansion	E-commerce competition
Premium electronics	Aggressive price discounting
Smart-home ecosystem	Rapid technological changes
Omnichannel retail	Quick-commerce expansion
Consumer financing	Supply-chain disruptions
Data analytics and AI	Changing consumer preferences

Disclosure of Accounting Treatment

The Company has followed all the treatments in the Financial Statements as per the prescribed Accounting Standards.

Internal Control Systems and Its Adequacy

The Company's internal control systems are commensurate with the nature of its business and the size and complexity of its operations. The internal controls cover operations, financial reporting, compliance with applicable laws and regulations, safeguarding assets from unauthorized use and ensure compliance of corporate policies. The Audit Committee of the Board of Directors also periodically reviews audit plans, external auditor observations and recommendations, significant risk area assessments and adequacy of internal controls.

Human Resources / Industrial Relations Front

The Company believes that people are its strongest asset and a primary source of competitive advantage. Its HR strategy is aligned with long-term business goals and emphasizes:

- Attracting and retaining the best talent.
- Providing growth opportunities, training, and skill development.
- Fostering a culture of performance, work-life balance, and employee well-being.

Management staff are provided with in-house and external training programs to strengthen both technical and managerial competencies. The Company continues to enjoy cordial industrial relations and looks to the future with confidence.

Outlook

Umiya Mobile Limited is on a strong growth trajectory, and we are confident that our turnover will reach Rs.1,200 crore in the coming years. Currently, we operate across 3 states with 400+ stores. Going forward, we plan to expand into new markets, including Chhattisgarh, Mumbai, and other states.

We aim to further strengthen our retail network by expanding to approximately 500 to 600 stores. With continuous expansion, a strong business model, and increasing market presence, Umiya Mobile Limited is steadily moving forward as a fast-growing and strong company.

The medium-term outlook for India's multi-brand electronics retail sector remains positive, supported by rising consumption, premiumisation, digitalization, expansion of organized retail and demand from smaller cities.

However, future success is unlikely to depend solely on opening more physical stores. Retailers will need to combine physical stores, digital channels, efficient supply chains, competitive pricing, financing, customer service and data-driven decision-making.

The strongest retailers are likely to follow an integrated model in which stores function not only as sales outlets but also as experience centers, service points and local fulfilment hubs.

By Order of the Board of Directors
For, UMIYA MOBILE LIMITED

KISHORBHAI JADWANI	**GIRISHKUMAR JADVANI**
MANAGING DIRECTOR	**WHOLE TIME DIRECTOR**
DIN: 06460690	**DIN: 06452836**

DATE: SEPTEMBER 02, 2026
PLACE: RAJKOT

(Disclaimer: The Information were taken from secondary source, there might be some mistakes were there)

CEO & CFO CERTIFICATION

To,
Board of Directors.
UMIYA MOBILE LIMITED

Subject: Under Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We certify that:

a. We have reviewed financial statements and the cash flow statement of **UMIYA MOBILE LIMITED** for the year ended March 31, 2026 and that to the best of our knowledge and belief:

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

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

b. To the best of our knowledge and belief, no transactions entered into by the Company during the years which are fraudulent, illegal or violative of the Code of Conduct of the Company.

c. We accept responsibility for establishing and maintaining internal controls over financial reporting and that we have evaluated the effectiveness of internal control systems of the Company over financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls over financial reporting, if any, of which we are aware and the steps we have taken, propose to take, to rectify these deficiencies. In our opinion, there are adequate internal controls over financial reporting;

d. We have indicated to the auditors and the Audit Committee that there are:

   (i) no significant changes in internal control over financial reporting during the year;
   (ii) no significant changes in accounting policies during the year and
   (iii) no instances of 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 Company's internal control systems over financial reporting.

………………………………………..	……….……………………………...
KISHORBHAI JADWANI	**PIYUSH DEDAKIYA**
MANAGING DIRECTOR	**CHIEF FINANCIAL OFFICER**
DIN NO.: 06460690	

DATE: 02/09/2026
PLACE: RAJKOT

DECLARATION BY THE MANAGING DIRECTOR UNDER REGULATION 26(3) READ WITH SCHEDULE V OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 REGARDING ADHERENCE TO THE CODE OF CONDUCT

Pursuant to Regulation 26 (3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board Members and the Senior Management personnel of the Company have affirmed compliance to their respective Codes of Conduct, as applicable to them for the Financial Year ended March 31, 2026.

FOR UMIYA MOBILE LIMITED,

KISHORBHAI JADWANI
CHAIRMAN & MANAGING DIRECTOR
(DIN: 06460690)

DATE: 02/09/2026
PLACE: RAJKOT

CERTIFICATE OF 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,
Board of Directors,
UMIYA MOBILE LIMITED
PLOT NO.3, WARD NO.7,
C.S. NO.5805, VHORA AGHAT,
NR PDMCOM.COLLAGE,
OPP.LATHIYA MOTORS,
GONDAL ROAD,
RAJKOT – 360 004, GUJARAT

We have examined the relevant registers, records, forms; returns and disclosures received from the Directors of **UMIYA MOBILE LIMITED** having CIN: **L32202GJ2012PLC073173** and having registered office at PLOT NO.3, WARD NO.7, C.S. NO.5805, VHORA AGHAT NR PDMCOM.COLLAGE, OPP.LATHIYA MOTORS, GONDAL ROAD, RAJKOT – 360 004, GUJARAT (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 our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st 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 DIRECTORS	DIN	DATE OF APPOINTMENT
1	Kishorbhai Premjibhai Jadwani	06460690	31/12/2012
2	Girishkumar Premjibhai Jadvani	06452836	31/12/2012
3	Vijesh Premjibhai Patel	06452842	31/12/2012
4	Vishwas odhavjibhai sagparia	10944002	20/03/2025
5	Bhavik Kishorbhai Nathavani	10946732	20/03/2025
6	Komal Nishitbhai Ganatra	11009029	20/03/2025

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our 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 K. P. GHELANI & ASSOCIATES
Company Secretaries
CS Keyur Ghelani
Proprietor

Mem No. ACS 33400
CoP: 12468
UDIN: A033400H001315681
Date: August 31, 2026
Place: Rajkot

NON-APPLICABILITY OF THE COMPLIANCE ON CORPORATE GOVERNANCE
(Pursuant to Regulation 27(2)(A) of SEBI (LODR) Regulations, 2015)

August 31, 2026

To,
Board of Directors,
UMIYA MOBILE LIMITED
PLOT NO.3, WARD NO.7,
C.S. NO.5805, VHORA AGHAT,
NR PDMCOM.COLLAGE,
OPP.LATHIYA MOTORS,
GONDAL ROAD,
RAJKOT – 360 004, GUJARAT

Subject: Certificate of Non-Applicability of the compliance on Corporate Governance under Regulation 27(2)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ended March 31, 2026.

I, Keyur Ghelani, Proprietor of M/s K. P. Ghelani & Associates, Company Secretaries, hereby certify that provisions of Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Regulation 15 (2) (a) of Chapter IV of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are not applicable to "UMIYA MOBILE LIMITED" (the Company) for the quarter ended March 31, 2026.

This is to certify that the Equity Shares of the Company are listed on SME Platform of BSE Limited and under Chapter IV and pursuant to Regulation 15(2) (a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the compliance with the corporate governance provisions as specified in regulation 17, 17A, 18, 19, 20 21 ,22, 23, 24, 24A, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V shall not apply to the listed entity which has listed its specified securities on the SME Exchange.

Therefore, the Company is not required to submit the Corporate Governance Report for the quarter ended on March 31, 2026.

Kindly take the same on your records.

Thanking you.
For K. P. Ghelani & Associates
Company Secretaries

CS Keyur Ghelani
Proprietor
Mem. No. ACS 33400
C.P. No. 12468
UDIN: A033400H001315747

AUDITOR'S REPORT

Independent Auditor's Report

To
The Members of
UMIYA MOBILE LIMITED

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the financial statements of UMIYA MOBILE LIMITED ("the Company"), which comprise the balance sheet as at 31st March, 2026, and the statement of Profit and Loss and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the 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 31st March, 2026, its profit/loss and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

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

Information other than the financial statements and auditors' report thereon

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

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

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

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

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

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

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

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

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

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

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

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

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

<u>Report on Other Legal and Regulatory Requirements</u>

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the 'Annexure A', a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act and rules made thereunder.
e) On the basis of the written representations received from the directors as on 31st March, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2026 from being appointed as a director in terms of Section 164 (2) of the Act.

f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in 'Annexure B'.

g) With respect to the matter to be included in the Auditor's Report under section 197(16), In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under section 197(16) which are required to be commented upon by us. (applicable in case of Public Company)

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

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

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

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

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

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

(c) Based on such 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 mis-statement.

v. No dividend has been declared or paid during the year by the company.

vi. Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account 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 audit trail feature being tampered with.

For S A D P AND CO
Chartered Accountants
FRN: 0112625W

Sd/-
PARAG GUNVANTRAI BHUPTANI
(PARTNER)
Membership No. 122330

Place: Rajkot
Date: 14/05/2026
UDIN: 26122330GBHNKX6831

Annexure 'A'

The Annexure referred to in paragraph 1 of Our Report on "Other Legal and Regulatory Requirements".

We report that:

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

(B) The company has maintained proper records showing full particulars of intangible assets;

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Property, Plant and Equipment have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification;

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets during the year. Accordingly, the reporting under Clause 3(i)(d) of the Order is not applicable to the Company.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

(ii) (a) As explained to us & on the basis of the records examined by us, in our opinion, physical verification of inventory has been conducted at reasonable intervals by the management. In our opinion, the coverage and procedure of such verification by the management is appropriate. No discrepancy of 10% or more in the aggregate for each class of inventory were noticed on physical verification of stocks by the management as compared to book records.

(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 been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets during any point of time of the year. The quarterly returns or statements filed by the company with such banks or financial institutions are not in agreement with the books of account of the Company in respect of following:

Difference in Stock

Qtr / Month	As per books (Rs. In Lacs)	As per statement (Rs. In Lacs)	Remarks
June 2025	7343.21	8588.78	As explained by the management, the difference between stock as per books and stock statement submitted to the bank is primarily on account of inclusion of GST component in the stock statement furnished to the bank.
Sep 2025	10706.60	12651.64	
Dec 2025	9558.46	9558.46	No difference observed between stock as per books and stock statement submitted to the bank.
March 2026	10684.77	10680.90	As explained by the management, the minor difference between stock as per books and stock statement submitted to the bank is due to accounting of certain purchase transactions subsequent to submission of stock statement to the bank.

Difference in Book Debts

Qtr / Month	As per books (Rs. In Lacs)	As per statement (Rs. In Lacs)	Remarks
June 2025	379.59	354.09	Difference is attributable to adjustments/corrections passed upon finalization of books of account.
Sept 2025	228.34	228.98	Difference is attributable to adjustments/corrections passed upon finalization of books of account.
Dec 2025	227.27	237.26	Difference is attributable to adjustments/corrections passed upon finalization of books of account.
March 2026	654.97	528.64	Difference is attributable to adjustments/corrections passed upon finalization of books of account.

Difference in Sundry Creditors

Qtr / Month	As per books (Rs. In Lacs)	As per statement (Rs. In Lacs)	Remarks
June 2025	2328.94	3555.64	Difference is attributable to adjustments/corrections passed upon finalization of books of account.
Sept 2025	5886.31	5888.91	Difference is attributable to adjustments/corrections passed upon finalization of books of account.
Dec 2025	2385.78	3226.46	Difference is attributable to adjustments/corrections passed upon finalization of books of account.
March 2026	4915.03	4952.13	Difference is attributable to adjustments/corrections passed upon finalization of books of account.

The management has explained that the differences are due to provisional figures submitted to the bank before finalization of accounts.

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the company, the company has not made investments in, nor provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, provisions of clause 3(iii)(a), 3(iii)(b), 3(iii)(c), 3(iii)(d), 3(iii)(e) and 3(iii)(f) of the Order are not applicable to the Company.

(iv) The company has not accepted any deposits or amounts which are deemed to be deposits covered under sections 73 to 76 of the Companies Act, 2013. Accordingly, clause 3(v) of the Order is not applicable.

(v) As per information & explanation given by the management, maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act.

(vi) (a) According to the information and explanations given to us and on the basis of our examination of the records of the company, the company is regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities. According to the information and explanation given to us except below there were no outstanding statutory dues as on 31st March, 2026 for a period of more than six months from the date they became payable.

Name of Statue	**Nature of Dues**	**Period to which amount relates**	**Amount of Demand**	**Remarks**
Income Tax	TDS Demand	Various years	72070	Pending for reconciliation/payment
Income Tax	Income Tax Demand	FY 2015-16	45624	Matter under appeal

(b) According to the information and explanations given to us and on the basis of our examination of the records of the company, except above there is no statutory dues referred to in sub-clause (a) that have not been deposited on account of any dispute.

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

(viii) (a) 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 defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the company, the company has not been declared a willful defaulter by any bank or financial institution or other lender;

(c) According to the information and explanations given to us by the management, the Company has not availed any term loan during the year.

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

(e) The Company does not hold any investment in any subsidiary, associate or joint venture (as defined under the Act) during the year ended 31 March 2026. Accordingly, clause 3(ix)(e) is not applicable.

(f) The Company does not hold any investment in any subsidiary, associate or joint venture (as defined under the Act) during the year ended 31 March 2026. Accordingly, clause 3(ix)(f) is not applicable.

(ix) (a) Based on our audit procedures and according to the information given by the management, moneys raised by way of initial public offer or further public offer (including debt instruments) during the year were applied for the purposes for which those are raised.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has not made any preferential allotment or private placement of shares or convertible debentures during the year.

(x) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the company or any fraud on the company has been noticed or reported during the course of audit.

(b) According to the information and explanations given to us, no report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government;

(c) According to the information and explanations given to us by the management, no whistle-blower complaints had been received by the company.

(xi) The company is not a Nidhi Company. Accordingly, clause 3(xii)(a), 3(xii)(b) and 3(xii)(c) of the Order is not applicable.

(xii) In our opinion and according to the information and explanations given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, where applicable and the details have been disclosed in the financial statements, as required by the applicable accounting standards.

(xiii) (a) Based on information and explanations provided to us and our audit procedures, the company has an internal audit system commensurate with the size and nature of its business;

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

(xiv) In our opinion and according to the information and explanations given to us, the company has not entered into any non-cash transactions with directors or persons connected with him and hence, provisions of Section 192 of the Companies Act, 2013 are not applicable to the Company

(xv) (a) In our Opinion and based on our examination, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934). Accordingly, clause 3(xvi)(a) of the Order is not applicable.

(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. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

(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. Accordingly, clause 3(xvi)(c) of the Order is not applicable.

(xvi) Based on our examination, the company has not incurred cash losses in the financial year and in the immediately preceding financial year.

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

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

(xix) Based on our examination, the provisions of section 135 are not applicable on the company. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

(xx) The company is not required to prepare Consolidate financial statement hence this clause is not applicable.

For S A D P AND CO
Chartered Accountants
FRN: 0112625W

Sd/-
PARAG GUNVANTRAI BHUPTANI
(PARTNER)
Membership No. 122330

Place: Rajkot
Date: 14/05/2026

Annexure 'B'

Report on Internal Financial Controls with reference to financial statements

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

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

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

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting
A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting

principles. A company's internal financial control over financial reporting includes those policies and procedures that

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

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

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For S A D P AND CO
Chartered Accountants
FRN: 0112625W

Sd/-
PARAG GUNVANTRAI BHUPTANI
(PARTNER)
Membership No. 122330

Place: Rajkot
Date: 14/05/2026

FINANCIAL STATEMENT

Balance Sheet as at 31st March 2026 **₹ in thousand**

Particulars	Note No.	As at 31st March 2026	As at 31st March 2025
EQUITY AND LIABILITIES			
Shareholder's funds			
Share capital	2	1,42,200.00	1,04,500.00
Reserves and surplus	3	3,41,741.31	38,684.12
Money received against share warrants		Nil	Nil
		4,83,941.31	**1,43,184.12**
Share application money pending allotment		**Nil**	**Nil**
Non-current liabilities			
Long-term borrowings		Nil	Nil
Deferred tax liabilities (Net)	4	Nil	Nil
Other long term liabilities	5	5,17,491.42	3,06,556.21
Long-term provisions	6	Nil	Nil
		5,17,491.42	**3,06,556.21**
Current liabilities			
Short-term borrowings	7	63,305.85	2,33,593.23
Trade payables	8		
(A) Micro enterprises and small enterprises		1,87,909.39	Nil
(B) Others		3,03,593.51	2,67,916.95
Other current liabilities	9	59,900.20	80,548.62
Short-term provisions	6	39,051.66	25,195.48
		6,53,760.61	**6,07,254.28**
TOTAL		**16,55,193.34**	**10,56,994.61**
ASSETS			
Non-current assets			
Property,Plant and Equipment and Intangible assets	10		
Property,Plant and Equipment		45,995.33	35,858.96
Intangible assets		8,485.27	2,524.97
Capital work-in-Progress		Nil	Nil
Intangible assets under development		Nil	Nil
Non-current investments		Nil	Nil
Deferred tax assets (net)		347.49	260.80
Long-term loans and advances	11	Nil	Nil
Other non-current assets	12	38,477.52	8,944.19
		93,305.61	**47,588.92**
Current assets			
Current investments	13	4,891.96	4,626.57
Inventories	14	10,68,477.26	6,72,675.75

Trade receivables	15	65,496.76	36,912.44
Cash and cash equivalents	16	35,419.99	32,220.04
Short-term loans and advances	11	3,87,601.76	2,62,970.89
Other current assets		Nil	Nil
		15,61,887.73	**10,09,405.69**
TOTAL		**16,55,193.34**	**10,56,994.61**

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

As per our report of even date
For S A D P AND CO
Chartered Accountants
(FRN: 0112625W)

Sd/-
PARAG GUNVANTRAI BHUPTANI
PARTNER
Membership No.: 122330
UDIN: 26122330GBHNKX6831
Place: Rajkot
Date: 14/05/2026

For and on behalf of the Board of Directors

Sd/-	**Sd/-**
KISHORBHAI PREMJIBHAI JADWANI	**GIRISH PREMJIBHAI JADVANI**
Director	**Director**
DIN: 0006460690	**DIN: 0006452836**
Sd/-	**Sd/-**
PIYUSH JENTIBHAI DEDAKIYA	**VINAY BHOJRAJ KARKERA**
Chief Financial Officer	**Company Secretary**

Statement of Profit and loss for the year ended 31st March, 2026

₹ in thousand

Particulars	Note No.	31st March 2026	31st March 2025
Revenue			
Revenue from operations	17	83,60,968.70	56,00,791.61
Other income	18	4,83,217.06	4,11,961.44
Total Income		**88,44,185.76**	**60,12,753.05**
Expenses			
Cost of material Consumed		Nil	Nil
Purchase of stock-in-trade		86,41,135.65	58,94,220.66
Changes in inventories	19	(3,95,801.51)	(2,54,976.25)
Employee benefit expenses	20	63,736.82	48,933.92
Finance costs	21	19,997.44	23,717.33
Depreciation and amortization expenses	22	8,475.44	7,179.94
Other expenses	23	3,83,709.64	2,19,432.67
Total expenses		**87,21,253.48**	**59,38,508.28**
Profit before exceptional, extraordinary and prior period items and tax		**1,22,932.28**	**74,244.77**
Exceptional items		Nil	Nil
Profit before extraordinary and prior period items and tax		**1,22,932.28**	**74,244.77**
Extraordinary items		Nil	Nil
Prior period item		Nil	Nil
Profit before tax		**1,22,932.28**	**74,244.77**
Tax expenses			
Current tax	24	31,132.69	19,279.58
Deferred tax		(86.69)	(116.06)
Excess/short provision relating earlier year tax	25	(50.86)	12.76
Profit(Loss) for the period		**91,937.15**	**55,068.49**
Earning per share-in ₹			
Basic	**26**		
Before extraordinary Items		7.09	5.27
After extraordinary Adjustment		7.09	5.27
Diluted			
Before extraordinary Items		Nil	Nil
After extraordinary Adjustment		Nil	Nil

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

As per our report of even date
For S A D P AND CO
Chartered Accountants
(FRN: 0112625W)

Sd/-
PARAG GUNVANTRAI BHUPTANI
PARTNER
Membership No.: 122330
UDIN: 26122330GBHNKX6831
Place: Rajkot
Date: 14/05/2026

For and on behalf of the Board of Directors

Sd/- **KISHORBHAI PREMJIBHAI JADWANI** **Director** **DIN: 0006460690**	**Sd/-** **GIRISH PREMJIBHAI JADVANI** **Director** **DIN: 0006452836**
Sd/- **PIYUSH JENTIBHAI DEDAKIYA** **Chief Financial Officer**	**Sd/-** **VINAY BHOJRAJ KARKERA** **Company Secretary**

CASH FLOW STATEMENT FOR THE YEAR ENDED 31st March 2026

₹ in thousand

	PARTICULARS	31st March 2026	31st March 2025
A.	**Cash Flow From Operating Activities**		
	Net Profit before tax and extraordinary items(as per Statement of Profit and Loss)	**1,22,932.28**	**74,244.77**
	Adjustments for non Cash / Non trade items:		
	Depreciation & Amortization Expenses	8,475.44	7,179.94
	Finance Cost	19,997.44	23,717.33
	Interest received	(545.32)	(647.30)
	Other Inflows / (Outflows) of cash	2,11,120.00	Nil
	Operating profits before Working Capital Changes	**3,61,979.84**	**1,04,494.74**
	Adjusted For:		
	(Increase) / Decrease in trade receivables	(28,584.32)	(2,939.50)
	Increase / (Decrease) in trade payables	2,23,585.95	57,059.61
	(Increase) / Decrease in inventories	(3,95,801.51)	(2,54,976.25)
	Increase / (Decrease) in other current liabilities	13,292.60	67,585.58
	(Increase) / Decrease in Short Term Loans & Advances	(1,24,630.87)	(1,14,392.15)
	Cash generated from Operations	**49,841.69**	**(1,43,167.97)**
	Income Tax (Paid) / Refund	(20,033.97)	(8,474.60)
	Net Cash flow from Operating Activities(A)	**29,807.72**	**(1,51,642.57)**
B.	**Cash Flow From Investing Activities**		
	Purchase of tangible assets	(18,461.23)	(10,888.82)
	Proceeds from sales of tangible assets	1,632.36	633.65
	Current Investments / (Purchased) sold	(265.39)	339.90
	Interest Received	545.32	647.30
	Proceeds from sales of intangible assets	Nil	2,242.68
	Purchase of intangible assets	(7,743.23)	(3,442.52)
	Other Inflow / (Outflows) of cash	1,81,401.87	1,40,832.68
	Net Cash used in Investing Activities(B)	**1,57,109.70**	**1,30,364.88**
C.	**Cash Flow From Financing Activities**		
	Finance Cost	(19,997.44)	(23,717.33)
	Increase in / (Repayment) of Short term Borrowings	(1,70,287.38)	72,562.66
	Increase in / (Repayment) of Long term borrowings	Nil	(13,680.33)
	Increase / (Decrease) in share capital	37,700.00	99,000.00
	Other Inflows / (Outflows) of cash	(31,132.64)	(98,999.98)
	Net Cash used in Financing Activities(C)	**(1,83,717.46)**	**35,165.01**
D.	**Net Increase / (Decrease) in Cash & Cash Equivalents(A+B+C)**	**3,199.96**	**13,887.32**
E.	Cash & Cash Equivalents at Beginning of period	32,220.05	18,332.73
F.	Cash & Cash Equivalents at End of period	35,420.01	32,220.05
G.	**Net Increase / (Decrease) in Cash & Cash Equivalents(F-E)**	**3,199.96**	**13,887.32**

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

As per our report of even date
For S A D P AND CO
Chartered Accountants
(FRN: 0112625W)

Sd/-
PARAG GUNVANTRAI BHUPTANI
PARTNER
Membership No.: 122330
UDIN: 26122330GBHNKX6831
Place: Rajkot
Date: 14/05/2026

For and on behalf of the Board of Directors

Sd/-
KISHORBHAI PREMJIBHAI JADWANI
Director
DIN: 0006460690

Sd/-
GIRISH PREMJIBHAI JADVANI
Director
DIN: 0006452836

Sd/-
PIYUSH JENTIBHAI DEDAKIYA
Chief Financial Officer

Sd/-
VINAY BHOJRAJ KARKERA
Company Secretary

Note:

1. The Cash Flow Statement has been prepared by Indirect Method as per AS-3 issued by ICAI.
2. Figures of previous year have been rearranged/regrouped wherever necessary.
3. Figures in brackets are outflow/deductions

Notes to Financial statements for the year ended 31st March 2026

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

Note No. 1 Accounting Policies

1. Basis of Accounting

The financial statements are prepared in accordance with generally accepted accounting principles in India, under the historical cost convention on an accrual basis. The preparation of financial statements requires estimates and assumptions to be made that affects the reported amount of assets and liabilities on the date of financial statements and the reported amounts of revenue and expenses during the reported year. All the assets and liabilities have been classified as current or non current as per company's normal operation cycle of twelve months and other criteria set out in Schedule III of the Companies Act, 2013.

2. Revenue Recognition :-

Revenue from sale of traded goods is recognised when control of goods is transferred to customers and there is no significant uncertainty regarding ultimate collection of consideration. Revenue is measured net of returns, trade discounts, rebates and taxes collected on behalf of government.

3. Inventories :-

Inventories are valued at lower of cost and net realisable value. Cost is determined using FIFO Method.

4. Fixed Assets :-

Fixed Assets are carried at cost less accumulated depreciation and impairment losses, if any. Cost includes purchase price, taxes (net of input tax credit wherever applicable), duties, freight and other directly attributable expenses incurred to bring the asset to its working condition for intended use.

5. Borrowing Cost

Borrowing costs attributable to acquisition/construction of qualifying assets are capitalised. Other borrowing costs are charged to Statement of Profit and Loss in the year in which they are incurred.

5. Depreciation & Amortisation :-

Tangible Assets

Depreciation on Tangible Assets are provided over the useful lives of the assets as prescribed by Schedule II of the Companies Act, 2013. Depreciation on assets sold or discarded during the year is being provided on pro-rata basis up to the date on which such assets are sold or discarded.

6.Taxes on Income:-

Provision for current tax is made on the basis of estimated taxable income for the current accounting year in accordance with the Income Tax Act, 1961. The deferred tax for timing differences between the book and tax profits for the year is accounted for, using the tax rates and laws that have been substantively enacted as of the balance sheet date. Deferred tax assets arising from timing differences are recognised to the extent there is reasonable certainty that these would be realised in future.

7.Cash Flow Statement :-
Cash flows are reported using indirect method as set out in Accounting Standard (AS)-3 “Cash Flow Statement”. The cash flows from operating, investing and financing activities of the company are segregated based on the available information. Cash comprises cash at bank and in hand.

8.Loan/sundry debtors/sundry creditors :-
Balance of Loans/Sundry Debtors/Sundry Creditors are subject to confirmation of parties.

9.Bank Balance :-
Bank balances are subject to reconciliation.

10.Earnings Per Share (EPS)
Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

11. Investments :-
Investments, if any, are valued in accordance with applicable accounting standards. Current investments are valued at cost.

12. Employee Benefits :-

Contribution to provident fund and other statutory retirement schemes are charged to Statement of Profit and Loss as incurred.

Note No. 2 Share Capital **₹ in thousand**

Particulars	As at 31st March 2026	As at 31st March 2025
Authorised :		
17000000 (31/03/2025:17000000) Equity shares of Rs. 10.00/- par value	1,70,000.00	1,70,000.00
Issued :		
14220000 (31/03/2025:10450000) Equity shares of Rs. 10.00/- par value	1,42,200.00	1,04,500.00
Subscribed and paid-up :		
14220000 (31/03/2025:10450000) Equity shares of Rs. 10.00/- par value	1,42,200.00	1,04,500.00
Total	**1,42,200.00**	**1,04,500.00**

Reconciliation of the Shares outstanding at the beginning and at the end of the reporting period

Equity shares **₹ in thousand**

	As at 31st March 2026		As at 31st March 2025	
	No. of Shares	Amount	No. of Shares	Amount
At the beginning of the period	1,04,50,000	1,04,500.00	5,50,000	5,500.00
Issued during the Period	37,70,000	37,700.00	99,00,000	99,000.00

Redeemed or bought back during the period	Nil	Nil	Nil	Nil
Outstanding at end of the period	**1,42,20,000**	**1,42,200.00**	**1,04,50,000**	**1,04,500.00**

Right, Preferences and Restriction attached to shares

Equity shares

During the year ended 31st March 2026, the Company has issued 37,70,000 Equity Shares of face value of Rs. 10/- each through Public Issue at an issue price of Rs. 66/- per share, including securities premium of Rs. 56/- per share. Consequently, the Company has raised share capital amounting to Rs. 37,700 thousand and securities premium amounting to Rs. 2,11,120 thousand.

The company has only one class of Equity having a par value Rs. 10.00 per share. Each shareholder is eligible for one vote per share held. 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.

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

Type of Share	Name of Shareholders	As at 31st March 2026		As at 31st March 2025	
		No. of Shares	% of Holding	No. of Shares	% of Holding
Equity	Girishbhai P Jadwani	30,32,400	21.32	30,32,400	29.02
Equity	Kishorbhai P Jadwani	37,73,400	26.54	37,73,400	36.11
Equity	Vijeshbhai P Jadwani	36,36,600	25.57	36,36,600	34.80
	Total :	**1,04,42,400**	**73.43**	**1,04,42,400**	**99.93**

Details of shares held by Promoters

		Current Year					Previous Year				
		Shares at beginning		Shares at end		% Change	Shares at beginning		Shares at end		% Change
Promoter name	Particulars	Number	%	Number	%		Number	%	Number	%	
GIRISH PREMJIBHAI JADVANI	Equity [NV: 10.00]	3032400	29.02	3032400	21.32	(7.70)	159600	29.02	3032400	29.02	0.00
KISHORBHAI PREMJIBHAI JADWANI	Equity [NV: 10.00]	3773400	36.11	3773400	26.54	(9.57)	199000	36.18	3773400	36.11	(0.07)

VIJESHBHAI PREMJIBHAI JADVANI	Equity [NV: 10.00]	3636600	34.80	3636600	25.57	(9.23)	191400	34.80	3636600	34.80	0.00
Total		**10442400**		**10442400**			**550000**		**10442400**		

Note No. 3 Reserves and surplus ₹ in thousand

Particulars	As at 31st March 2026	As at 31st March 2025
Surplus		
Opening Balance	38,684.12	82,615.60
Add: Profit for the year	91,937.15	55,068.50
Add: Others	0.05	0.02
Less:Issue of Bonus Shares	Nil	(99,000.00)
Closing Balance	**1,30,621.31**	**38,684.12**
Securities premium		
Opening Balance	Nil	Nil
Add: Addition during the year	2,11,120.00	Nil
Less : Deletion during the year	Nil	Nil
Closing Balance	**2,11,120.00**	**Nil**
Balance carried to balance sheet	**3,41,741.31**	**38,684.12**

Note No. 4 Deferred Tax ₹ in thousand

Particulars	As at 31st March 2026	As at 31st March 2025
Deferred tax liability		
Deferred Tax Liability	Nil	Nil
Gross deferred tax liability	**Nil**	**Nil**
Deferred tax assets		
Deferred Tax Asset	347.49	260.80
Gross deferred tax asset	**347.49**	**260.80**
Net deferred tax assets	**347.49**	**260.80**
Net deferred tax liability	**Nil**	**Nil**

Note No. 5 Other long term liabilities ₹ in thousand

Particulars	As at 31st March 2026	As at 31st March 2025
Others		
Deposit for Branch Management	5,17,441.42	3,06,506.21
Instrument Deposit	50.00	50.00
	5,17,491.42	**3,06,556.21**

Total	**5,17,491.42**	**3,06,556.21**

Note No. 6 Provisions **₹ in thousand**

Particulars	As at 31st March 2026			As at 31st March 2025		
	Long-term	Short-term	Total	Long-term	Short-term	Total
Provision for employee benefit						
Salary Expense Provision	Nil	4,846.92	4,846.92	Nil	3,334.74	3,334.74
ESIC	Nil	38.82	38.82	Nil	30.26	30.26
P.F.	Nil	59.60	59.60	Nil	71.36	71.36
P.T.	Nil	33.00	33.00	Nil	27.10	27.10
	Nil	**4,978.34**	**4,978.34**	**Nil**	**3,463.45**	**3,463.45**
Other provisions						
Current tax provision	Nil	31,132.69	31,132.69	Nil	19,279.58	19,279.58
Electric Exp.	Nil	700.00	700.00	Nil	500.00	500.00
Promotor Incentive Payable	Nil	2,203.89	2,203.89	Nil	1,952.45	1,952.45
Provision for Expenses	Nil	36.75	36.75	Nil	Nil	Nil
	Nil	**34,073.32**	**34,073.32**	**Nil**	**21,732.03**	**21,732.03**
Total	**Nil**	**39,051.66**	**39,051.66**	**Nil**	**25,195.48**	**25,195.48**

Note No. 7 Short-term borrowings **₹ in thousand**

Particulars	**As at 31st March 2026**	**As at 31st March 2025**
Loans Repayable on Demands - From banks		
AXIS BANK INGRAM (923030011079816)	6,032.92	9,575.12
AXIS BANK REDINGTON (923030011079832)	26,219.55	28,763.12
HDFC BANK C.C. A/c.(57500001613598)	27,185.07	1,79,534.86
	59,437.54	**2,17,873.09**
Loans and Advances from related parties		
Loans directors Unsecured	3,868.32	15,720.14
	3,868.32	**15,720.14**
	Nil	**Nil**
Total	**63,305.85**	**2,33,593.23**

Short-term borrowings from HDFC Bank comprising working capital facilities are secured by an exclusive first charge on the current assets of the Company. The facilities are further secured by collateral security in the form of immovable properties owned by directors and relatives of directors of the Company and are additionally backed by personal guarantees of directors.

a.	**Loans has been guaranteed by director or others**
i.	Personal Gurantee by all directors has been provided for AXIS BANK INGRAM (923030011079816) of Rs. 100.00 Lacs.
ii.	Personal Gurantee by all directors has been provided for AXIS BANK REDINGTON (923030011079832) of Rs. 300.00 Lacs.
iii.	Personal Gurantee by all directors has been provided for HDFC Bank Loan of Rs.220.00 millions (Rs. 180.00 million-Cash Credit, Rs. 40.00 million Bank Gurantee)

Note No. 8 Trade payables — **₹ in thousand**

Particulars	As at 31st March 2026	As at31st March 2025
(A) Micro enterprises and small enterprises	1,87,909.39	Nil
(B) Others	3,03,593.51	2,67,916.95
Total	**4,91,502.90**	**2,67,916.95**

Trade Payables Ageing Schedule — **₹ in thousand**

Payment date not defined (Outstanding for following periods from due date of Transaction)										
	Current Year					**Previous Year**				
Particular	**Less than 1 Yrs**	**1-2 Yrs**	**2-3 Yrs**	**More than 3 Yrs**	**Total**	**Less than 1 Yrs**	**1-2 Yrs**	**2-3 Yrs**	**More than 3 Yrs**	**Total**
MSME	187909.39	-	-	-	187909.39	-	-	-	-	0.00
Others	303593.51	-	-	-	303593.51	267916.95	-	-	-	267916.95
Disputed Dues-MSME	-	-	-	-	-	-	-	-	-	0.00
Disputed-Others	-	-	-	-	-	-	-	-	-	0.00

Note No. 9 Other current liabilities — **₹ in thousand**

Particulars	As at 31st March 2026	As at 31st March 2025
Others payables		
TDS/TCS Payable	2,923.46	1,154.75
Director Salary Payable	Nil	214.26
Rent Payable	2,162.38	979.85
Bajaj Deposit	35,624.78	33,398.10
Branch Management Fee Payable	Nil	982.90
Branch Commission Payable	18,340.61	14,287.99
IDFC DEPOSIT	Nil	28,725.52
HDFC Credit card	9.54	Nil
Gst payable	839.45	805.25
	59,900.20	**80,548.62**
Total	**59,900.20**	**80,548.62**

Note No. 10 Property, Plant and Equipment and Intangible assets as at 31st March 2026

₹ in thousand

	Assets		Gross Block					Accumulated Depreciation/ Amortisation				Net Block	
		Useful Life (In Years)	Balance as at 1st April 2025	Additions during the year	Addition on account of business acquisition	Deletion during the year	Balance as at 31st March 2026	Balance as at 1st April 2025	Provided during the year	Deletion / adjustments during the year	Balance as at 31st March 2026	Balance as at 31st March 2026	Balance as at 31st March 2025
A	**Tangible assets**												
	Own Assets												
	Furniture & Fixtures	10.00	41,648.93	13,453.70	Nil	Nil	55,102.63	12,978.21	4,532.94	Nil	17,511.14	37,591.49	28,670.73
	Generator	10.00	1,249.41	Nil	Nil	Nil	1,249.41	786.03	92.33	Nil	878.36	371.05	463.38
	LED TV	10.00	351.50	225.00	Nil	Nil	576.50	133.96	32.12	Nil	166.08	410.42	217.54
	Computer	3.00	6,537.24	2,107.01	Nil	1,923.20	6,721.05	4,940.84	773.88	290.84	5,423.87	1,297.18	1,596.41
	Money counting machine	5.00	199.35	34.50	Nil	Nil	233.85	148.54	25.61	Nil	174.15	59.70	50.81
	Air conditioner	5.00	5,478.09	1,581.53	Nil	Nil	7,059.62	3,648.84	769.77	Nil	4,418.61	2,641.01	1,829.25
	Security Equipments	5.00	2,683.50	472.79	Nil	Nil	3,156.29	1,818.59	294.86	Nil	2,113.45	1,042.84	864.91
	Water Cooler	5.00	42.78	Nil	Nil	Nil	42.78	42.04	Nil	Nil	42.04	0.74	0.74
	Inverter	5.00	60.56	84.02	Nil	Nil	144.58	26.95	13.92	Nil	40.87	103.72	33.62
	Music system	5.00	8.20	Nil	Nil	Nil	8.20	8.20	Nil	Nil	8.20	Nil	Nil
	Office Instrument	5.00	273.36	62.48	Nil	Nil	335.84	228.74	14.96	Nil	243.69	92.15	44.63
	Water machine	5.00	236.02	Nil	Nil	Nil	236.02	224.22	Nil	Nil	224.22	11.80	11.80
	Solar	5.00	86.04	Nil	Nil	Nil	86.04	50.68	16.35	Nil	67.02	19.01	35.36
	WATER PURIFIER	5.00	23.22	Nil	Nil	Nil	23.22	9.48	4.41	Nil	13.89	9.33	13.74
	AIR COOLER	5.00	Nil	34.00	Nil	Nil	34.00	Nil	4.32	Nil	4.32	29.68	Nil
	Vehicles	10.00	1,023.23	Nil	Nil	Nil	1,023.23	390.14	88.11	Nil	478.25	544.98	633.09
	Building Construction	60.00	1,608.77	Nil	Nil	Nil	1,608.77	215.82	26.82	Nil	242.63	1,366.14	1,392.96
	FIRE AND SAFETY	15.00	Nil	406.20	Nil	Nil	406.20	Nil	2.11	Nil	2.11	404.09	Nil
	Total (A)		**61,510.21**	**18,461.23**	**Nil**	**1,923.20**	**78,048.24**	**25,651.25**	**6,692.50**	**290.84**	**32,052.91**	**45,995.33**	**35,858.96**
	P.Y Total		**51,269.90**	**10,888.82**	**Nil**	**648.51**	**61,510.21**	**19,958.56**	**5,707.54**	**14.86**	**25,651.24**	**35,858.97**	**31,311.34**
B	**Intangible assets**												
	Apex Software	3.00	3,573.77	3,589.20	Nil	Nil	7,162.97	2,620.46	782.94	Nil	3,403.40	3,759.58	953.31
	Sap Software	3.00	1,550.36	Nil	Nil	Nil	1,550.36	1,535.66	Nil	Nil	1,535.66	14.70	14.70
	Software Skyptech	3.00	265.00	Nil	Nil	Nil	265.00	262.50	Nil	Nil	262.50	2.50	2.50
	SOFTWARE	3.00	1,328.29	323.16	Nil	Nil	1,651.45	617.73	355.05	Nil	972.77	678.68	710.56
	VDM SOFTWARE	3.00	25.00	Nil	Nil	Nil	25.00	23.75	Nil	Nil	23.75	1.25	1.25
	SOFTWARE (POWER BI DASHBOARD)	3.00	Nil	562.50	Nil	Nil	562.50	Nil	139.48	Nil	139.48	423.03	Nil
	SOFTWARE (MOBILE APP)	3.00	687.00	47.37	Nil	Nil	734.37	339.57	218.25	Nil	557.82	176.56	347.43

	SERVER	6.00	571.65	661.00	Nil	Nil	1,232.65	147.30	115.28	Nil	262.57	970.08	424.35
	Trade mark	5.00	69.75	Nil	Nil	Nil	69.75	45.79	10.83	Nil	56.62	13.13	23.96
	TRADEMARK-PHONEPLUS	5.00	25.50	Nil	Nil	Nil	25.50	12.28	4.84	Nil	17.12	8.38	13.22
	TRADEMARK - MAHARASHTRA MOBILE	5.00	12.75	Nil	Nil	Nil	12.75	2.54	2.42	Nil	4.96	7.79	10.22
	TRADEMARK - PHONE & PHONE	5.00	12.75	30.00	Nil	Nil	42.75	1.72	2.81	Nil	4.53	38.22	11.03
	TRADEMARK - MOBILE HE LENA UMIYA HAI NA	5.00	12.50	Nil	Nil	Nil	12.50	0.07	2.38	Nil	2.45	10.05	12.43
	TRADEMARK- LEELA MOBILE	5.00	Nil	30.00	Nil	Nil	30.00	Nil	0.31	Nil	0.31	29.69	Nil
	TRADEMARK-BARODA	5.00	Nil	2,500.00	Nil	Nil	2,500.00	Nil	148.36	Nil	148.36	2,351.64	Nil
	Total (B)		**8,134.33**	**7,743.23**	**Nil**	**Nil**	**15,877.56**	**5,609.36**	**1,782.94**	**Nil**	**7,392.30**	**8,485.27**	**2,524.97**
	P.Y Total		**7,375.27**	**3,442.52**	**Nil**	**2,683.45**	**8,134.33**	**4,577.74**	**1,472.39**	**440.77**	**5,609.36**	**2,524.97**	**2,797.52**
	Current Year Total (A + B)		**69,644.54**	**26,204.46**	**Nil**	**1,923.20**	**93,925.80**	**31,260.61**	**8,475.44**	**290.84**	**39,445.20**	**54,480.60**	**38,383.93**
	Previous Year Total		**58,645.17**	**14,331.33**	**Nil**	**3,331.96**	**69,644.54**	**24,536.30**	**7,179.94**	**455.63**	**31,260.60**	**38,383.94**	**34,108.87**

General Notes :

1. No depreciation if remaining useful life is negative or zero.
2. Depreciation is calculated on pro-rata basis in case assets is purchased/sold during current F.Y.
3. If above assets is used for any time during the year for double shift, the depreciation will increase by 50% for that period and in case of the triple shift the depreciation shall be calculated on the basis of 100% for that period.

Note No. 11 Loans and advances ₹ in thousand

Particulars	As at 31st March 2026		As at 31st March 2025	
	Long-term	Short-term	Long-term	Short-term
Other loans and advances				
TDS/TCS RECEIVABLE	Nil	33,796.68	Nil	23,782.93
Purchase Allowance Receivable	Nil	74,592.06	Nil	67,630.32
Prepaid Expense	Nil	4,880.39	Nil	1,522.60
Salary Advance Payment	Nil	1,420.00	Nil	1,117.00
Stock Compensation Receivable	Nil	853.29	Nil	1,059.67
Income receivable	Nil	8,755.57	Nil	7,288.45
	Nil	**1,24,297.99**	**Nil**	**1,02,400.97**
GST	Nil	2,63,303.77	Nil	1,60,569.92
	Nil	**3,87,601.76**	**Nil**	**2,62,970.89**
Total	**Nil**	**3,87,601.76**	**Nil**	**2,62,970.89**

Note No. 12 Other non-current assets ₹ in thousand

Particulars	As at 31st March 2026	As at 31st March 2025
Security Deposit	8,808.66	6,806.66
Other Assets		
Misc Expense Asset	29,668.87	2,137.53
Total	**38,477.52**	**8,944.19**

Note No. 12(a) Other non-current assets:Security Deposit ₹ in thousand

Particulars	31st March 2026	As at 31st March 2025
Deposite	8,808.66	6,806.66
Total	**8,808.66**	**6,806.66**

Note No. 13 Current investments ₹ in thousand

Particulars	As at 31st March 2026	As at 31st March 2025
Other current investments (Unquoted)		
In Others		
FD WITH BANKS (At cost)	4,244.65	3,979.26
Gold (At cost)	647.31	647.31
Gross Investment	**4,891.96**	**4,626.57**
Net Investment	**4,891.96**	**4,626.57**
Aggregate amount of unquoted investments	**4,891.96**	**4,626.57**

Note No. 14 Inventories ₹ in thousand

Particulars	As at 31st March 2026	As at 31st March 2025
(Valued at cost or NRV unless otherwise stated)		
Finished Goods	10,68,477.26	6,72,675.75
Total	**10,68,477.26**	**6,72,675.75**

Note No. 15 Trade receivables ₹ in thousand

Particulars	As at 31st March 2026	As at 31st March 2025
Secured, Considered good	Nil	Nil
Unsecured, Considered Good	65,496.76	36,912.44
Doubtful	Nil	Nil
Allowance for doubtful receivables	Nil	Nil
Total	**65,496.76**	36,912.44

(Current Year) ₹ in thousand

Particulars	Payment date not defined(Outstanding for following periods from due date of Transaction					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables (considered good)	51,642.39	1,600.24	2,486.98	8,648.16	1,118.99	65,496.76
(ii) Undisputed Trade Receivables (considered doubtful)	Nil	Nil	Nil	Nil	Nil	Nil
(iii) Disputed Trade Receivables considered good	Nil	Nil	Nil	Nil	Nil	Nil
(iv) Disputed Trade Receivables considered doubtful	Nil	Nil	Nil	Nil	Nil	Nil
(v) Provision for doubtful receivables	Nil	Nil	Nil	Nil	Nil	Nil

(Previous Year) ₹ in thousand

Particulars	Payment date not defined(Outstanding for following periods from due date of Transaction					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables (considered good)	23,614.16	2,854.17	9,248.60	422.39	773.12	36,912.44
(ii) Undisputed Trade Receivables (considered doubtful)	Nil	Nil	Nil	Nil	Nil	Nil
(iii) Disputed Trade Receivables considered good	Nil	Nil	Nil	Nil	Nil	Nil
(iv) Disputed Trade Receivables considered doubtful	Nil	Nil	Nil	Nil	Nil	Nil
(v) Provision for doubtful receivables	Nil	Nil	Nil	Nil	Nil	Nil

Note No. 16 Cash and cash equivalents ₹ in thousand

Particulars	As at 31st March 2026	As at 31st March 2025
Balance with banks		
Federal Bank Ltd. A/c	88.56	680.53
HDFC Bank Lid.	259.57	2,571.55
Kotak Bank	984.16	20.74
Total	**1,332.29**	**3,272.82**
Cash in hand		
Cash in hand	34,087.71	28,947.22
Total	**(0.01)**	**(0.01)**
Total	**35,420.00**	**32,220.04**

Note No. 17 Revenue from operations ₹ in thousand

Particulars	31st March 2026	31st March 2025
Sale of products	82,95,514.63	55,42,967.20
Other operating revenues		
Sales Promotion Service Income	28,012.04	35,122.47
Other operating revenues	37,442.03	22,701.94
	65,454.07	**57,824.41**
Revenue from operations	**83,60,968.70**	**56,00,791.61**
Less: Excise duty	**Nil**	**Nil**
Net revenue from operations	**83,60,968.70**	**56,00,791.61**

Note No. 18 Other income ₹ in thousand

Particulars	31st March 2026	31st March 2025
Interest Income	545.32	647.30
Other non-operating income		
DISCOUNT INCOME	4,82,019.86	4,10,895.57
Profit on Sale of Fixed Assets	121.89	68.57
Shop Rent	530.00	350.00
	4,82,671.75	**4,11,314.14**
Total	**4,83,217.07**	**4,11,961.44**

Note No. 19 Changes in inventories ₹ in thousand

Particulars	31st March 2026	31st March 2025
Inventory at the end of the year		
Finished Goods	10,68,477.26	6,72,675.75
	10,68,477.26	**6,72,675.75**
Inventory at the beginning of the year		
Finished Goods	6,72,675.75	4,17,699.50
	6,72,675.75	**4,17,699.50**
(Increase) / decrease in inventories		
Finished Goods	(3,95,801.51)	(2,54,976.25)
	(3,95,801.51)	**(2,54,976.25)**

Note No. 20 Employee benefit expenses ₹ in thousand

Particulars	31st March 2026	31st March 2025
Salaries and Wages		
Salary and wages	54,743.06	43,356.30
Director Remuneration	6,300.00	2,880.00
	61,043.06	**46,236.30**
Contribution to provident and other fund		
Contribution to approved superannuation fund	433.99	525.35
ESIC Contribution	369.34	315.09
	803.33	**840.44**
Staff welfare Expenses		
Staff welfare Expenses	890.43	357.18
Insurance Expense	1,000.00	1,500.00
	1,890.43	**1,857.18**
Total	**63,736.82**	**48,933.92**

Note No. 21 Finance costs ₹ in thousand

Particulars	31st March 2026	31st March 2025
Interest		
Interest on short-term loans from banks	11,198.37	15,371.01
Interest on short-term loans from others	Nil	12.09
Finance Loan Interest	5,235.31	3,589.16
	16,433.68	**18,972.26**
Other Borrowing costs		
Bank CC Processing Charges.	1,100.00	3,042.15
Bank charges	469.32	322.21
Bank stock insurance	1,581.94	769.20
Bank Guarantee Charges	412.50	611.52
	3,563.76	**4,745.08**
Total	**19,997.44**	**23,717.34**

Note No. 22 Depreciation and amortization expenses ₹ in thousand

Particulars	31st March 2026	31st March 2025

Depreciation on tangible assets	6,692.50	5,707.54
Amortisation on intangible assets	1,782.94	1,472.39
Total	**8,475.44**	**7,179.94**

Note No. 23 Other expenses **₹ in thousand**

Particulars	31st March 2026	31st March 2025
Advertising expenses	12,191.37	15,166.58
Business Related Expense	1,500.70	300.00
Card Swiep Exp	31,848.03	24,671.59
Computer Exp.	855.44	680.92
Customer Gift Exp.	13,880.95	130.21
Donations	973.36	270.70
Electricity expenses	8,200.48	6,467.20
Festival celebration expenses	2,040.35	1,931.13
Courier and Freight Charges	9,437.90	4,728.39
Legal consultancy andProfessional Fee	13,230.95	7,912.14
MIscellenous Exp.	9.00	278.52
Office Exp.	4,812.38	4,325.35
PF, PT, GST and TDS Interest and Penalty Expense	65.33	12.09
Promoter Incentive Exp	23,660.66	18,336.11
Printing And Stationery Expense	513.12	901.34
Professional tax	49.66	2.35
Reparing And Maintenances Exp.	375.13	169.44
SAles Promotion Exp.	1,429.68	1,335.68
Security Expenses	2,611.04	1,818.54
SHOP RENT EXPENSE	48,117.82	34,767.56
Softwere Maintance exp.	1,021.26	705.40
Telephone Exp.	208.77	150.04
Travelling Exp.	10,034.76	2,083.32
Vehical Petrol-Diesel Exp.	810.78	805.66
Vehical Repair And Maintenance	323.87	409.39
Kasar	53.74	38.16
GST Reversal	38.95	5,070.88
Finance/Payment Company Processing Fee	209.47	794.26
Muncipal Taxes	549.36	245.09
Commission Expense	1,78,232.56	69,419.83
Branch Management Fee	1,022.20	8,253.33
Sales Related Expense	2,460.83	606.46
BALANCE WRITTEN OFF	7,651.45	627.15
Product Warrenty/Insurance Exp	4,447.70	4,134.48
BANK CHARGES CASH HANDLING	174.62	1,463.03
Bad debts	666.00	420.36
Total	**3,83,709.64**	**2,19,432.67**

Note No. 24 Current tax **₹ in thousand**

Particulars	31st March 2026	31st March 2025
Current tax pertaining to current year	31,132.69	19,279.58
Total	**31,132.69**	**19,279.58**

Note No. 25 Excess/short provision relating earlier year tax **₹ in thousand**

Particulars	31st March 2026	31st March 2025
Excess Tax paid of Previous year	(50.86)	12.76
Total	**(50.86)**	**12.76**

Note No. 26 Earning Per Share ₹ in thousand

Particulars	Before Extraordinary items		After Extraordinary items	
	31st March 2026	31st March 2025	31st March 2026	31st March 2025
Basic				
Profit after tax (A)	91,937.15	55,068.50	91,937.15	55,068.50
Weighted average number of shares outstanding (B)	1,29,63,333	1,04,50,000	1,29,63,333	1,04,50,000
Basic EPS (A / B)	7.09	5.27	7.09	5.27
Diluted				
Profit after tax (A)	91,937.15	55,068.50	91,937.15	55,068.50
Weighted average number of shares outstanding (B)	1,29,63,333	1,04,50,000	1,29,63,333	1,04,50,000
Diluted EPS (A / B)	7.09	5.27	7.09	5.27
Face value per share	10.00	10.00	10.00	10.00

Note : Disclosures under Accounting Standards

(i) Details of related parties:

Description of relationship	Nature of Relationship	Names of related parties
Key Management Personnel (KMP)	Director	Kishor P Jadwani
Key Management Personnel (KMP)	Director	Vijesh P Jadwani
Key Management Personnel (KMP)	Director	Girish P Jadwani
Key Management Personnel (KMP)	Chief Financial Officer	Piyush J. Dedakiya
Key Management Personnel (KMP)	Company Secretary	Vinay B. Karkera
Relatives of Director	Relative of Director	Premjibhai Jadwani
Relatives of Director	Relative of Director	Girish P Jadwani HUF
Relatives of Director	Relative of Director	Pinkalben V Jadwani
Relatives of Director	Relative of Director	Geetaben G Jadwani
Relatives of Director	Relative of Director	Kishor P Jadwani HUF

(ii) Details of related party transactions and balances outstanding:

Particulars	Nature of Relationship	31.03.2026	31.03.2025
Transactions during the year			
Rent			
Premjibhai Jadwani	Relative of Director	1,563.00	1,560.00
Kishor P Jadwani	Director	390.00	390.00
Girish P Jadwani	Director	1,170.00	1,170.00
Vijesh P Jadwani	Director	918.00	906.75
SALARY			
Kishor P Jadwani	Director	2,100.00	960.00
Girish P Jadwani	Director	2,100.00	960.00
Vijesh P Jadwani	Director	2,100.00	960.00
Pinkalben V Jadwani	Relative of Director	315.00	253.75
Geetaben G Jadwani	Relative of Director	315.00	253.75
Piyush J. Dedakiya	Chief Financial Officer	837.30	516.68
Vinay B. Karkera	Company Secretary	300.00	--
Purchase			
Girish P Jadwani HUF	Relative of Director	12,745.09	6,601.85
Kishor P Jadwani HUF	Relative of Director	1,427.80	Nil

Balances outstanding at the end of the year			

Loan closing balance			
Girish P Jadwani	Director	125.04	3,255.04
Loan closing Balance			
Kishor P Jadwani	Director	2,009.60	8,069.35
Loan Closing Balance			
Vijesh P Jadwani	Director	1,733.68	4,395.75

Note number: 28 Additional Regulatory Information
(1) Ratios:

Ratio	Numerator	Denominator	C.Y. Ratio	P.Y. Ratio	% Change
(a) Current Ratio	Current Assets	Current Liabilities	2.39	1.66	43.98
(b) Debt-Equity Ratio	Long Term Debt + Short Term Debt	Shareholder equity	1.20	3.77	-68.17
(c) Debt Service Coverage Ratio	Earning Before Interest, tax, Depreciation & Amortisation	Total principal + Interest on Borrowings	0.00	0.00	0.00
(d) Return on Equity Ratio	Earning After Interest, tax, Depreciation & Amortisation	Average Shareholder's Equity	0.29	0.48	-39.58
(e) Inventory turnover ratio	Turnover	Average Inventory	9.60	10.27	-6.52
(f)Trade Receivables turnover ratio	Net Credit Sales	Average Trade Receivable	163.29	265.84	-38.58
(g) Trade payables turnover ratio	Net Credit Purchase	Average Trade Payable	22.76	24.62	-7.55
(h) Net capital turnover ratio	Total Sales	Average Working Capital	9.21	13.93	-33.88
(i) Net profit ratio	Net Profit	Net Sales	0.01	0.01	0.00
(j) Return on Capital employed	Earning Before Interest & tax	Capital employed	0.13	0.14	-7.14
(k) Return on investment			0.00	0.00	0.00

(B) <u>Notes on Financial Statements</u>

1. Based on the information and explanations provided by the management, the Company has classified creditors as Micro and Small Enterprises to the extent identified by such parties under the Micro, Small and Medium Enterprises Development Act, 2006, and the disclosures as required under Schedule III to the Companies Act, 2013 have been given accordingly.

2. Salaries includes directors remuneration on account of salary

3. Trade receivables, Trade payables, Loans & Advances and Unsecured Loans have been taken at their book value subject to confirmation and reconciliation.

4. Payments to Auditors: (Rs. In Thousand)

Auditors Remuneration	**2025-26**	**2024-25**
Statutory And Tax Audit Fees	150.00	150.00
Other Professional Services	654.31	662.04
GST	144.78	146.17
Total	**949.09**	**958.21**

5. Loans and Advances are considered good in respect of which company does not hold any security other than the personal guarantee of persons.

6. No provision for retirement benefits has been made, in view of accounting policy No. 11. The impact of the same on Profit & Loss is not determined.

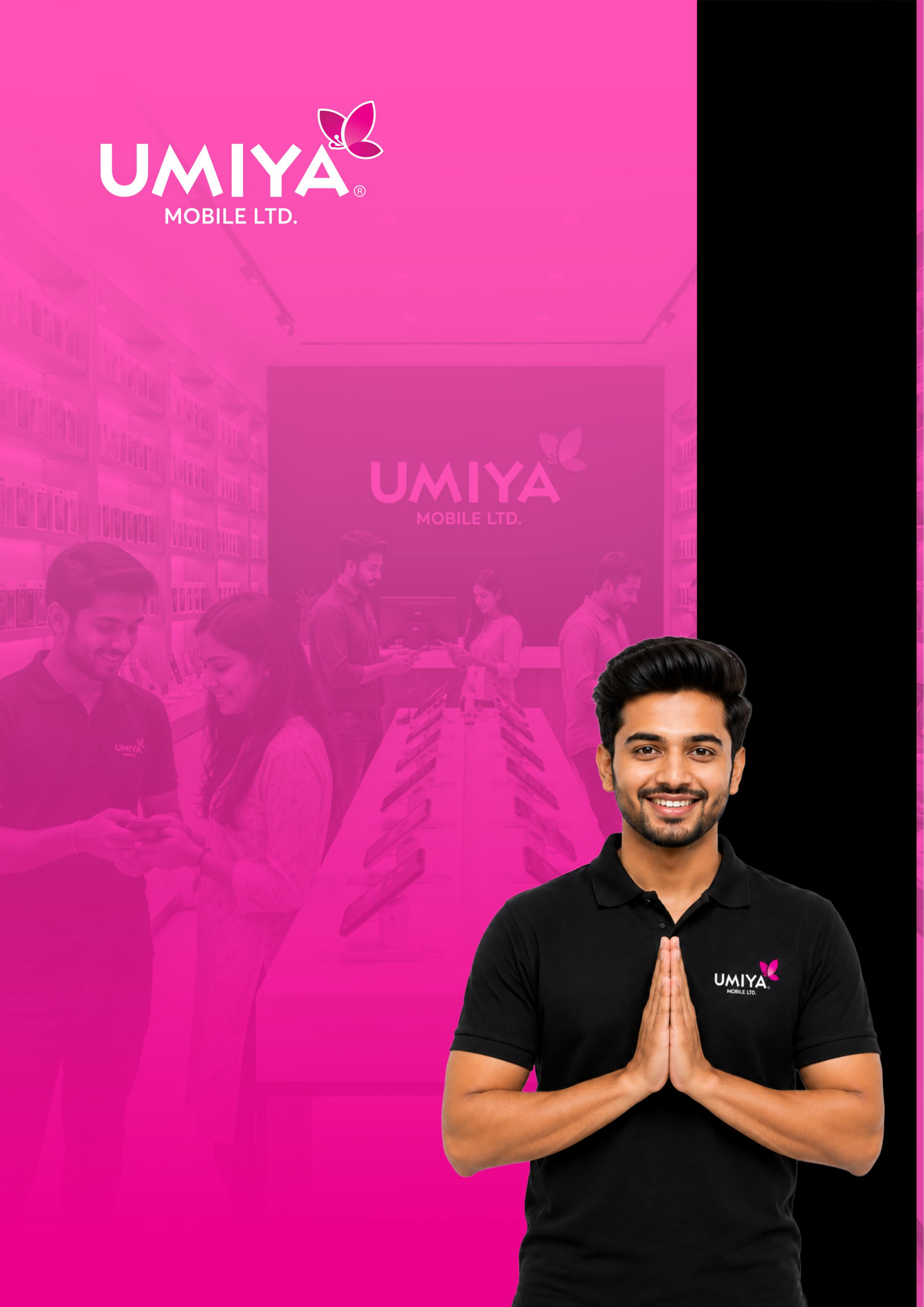
7. Related Party disclosure as identified by the company and relied upon by the auditors.

As per our report of even date
For S A D P AND CO
Chartered Accountants
(FRN: 0112625W)

Sd/-
PARAG GUNVANTRAI BHUPTANI
PARTNER
Membership No.: 122330
UDIN: 26122330GBHNKX6831
Place: Rajkot
Date: 14/05/2026

For and on behalf of the Board of Directors

Sd/- **KISHORBHAI PREMJIBHAI JADWANI** **Director** **DIN: 0006460690**	**Sd/-** **GIRISH PREMJIBHAI JADVANI** **Director** **DIN: 0006452836**
Sd/- **PIYUSH JENTIBHAI DEDAKIYA** **Chief Financial Officer**	**Sd/-** **VINAY BHOJRAJ KARKERA** **Company Secretary**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