PREMIER POLYFILM LIMITED

ANNUAL REPORT 2025-2026

BOARD OF DIRECTORS

*Sm*t. Bhupinder Kaur Marwah	- Non Executive Independent Director
Smt. Mainka Sharma (a)	- Non Executive Independent Director
Shri Santosh Kumar Dabriwala	- Non Executive Independent Director
Shri Umesh Kumar Agarwalla (b)	- Non Executive Independent Director
Shri Manish Bajoria	- Non Executive Independent Director
Shri Ram Babu Verma	- Executive Director
Shri Mayank Goenka	- Executive Director
Shri Amitaabh Goenka	- Managing Director & CEO

(a) Smt. Mainka Sharma was appointed as Non Executive Independent Director by the Board with effect from November 10, 2025 Her appointment was confirmed by shareholder through Postal Ballot.

(b) Shri Umesh Kumar Agarwalla resigned from the Directorship of the company with effect from January 12, 2026.

COMPANY SECRETARY & COMPLIANCE OFFICER
Smt. Heena Soni

CHIEF FINANCIAL OFFICER
Shri Paribesh Kumar Mishra

AUDITORS
M/S A D V And Co LLP, Chartered Accountants,
E-15/144-145, Second Floor,
Sector 8,Shiva Road, Rohini, Delhi 110085

BANKERS
Kotak Mahindra Bank Limited
Chandni Chowk, Delhi – 110006

Yes Bank Limited
Sector 63, Noida-201301

REGISTERED OFFICE

Flat No. 305, III Floor, Elite House,
36, Community Centre,
Kailash Colony Extension (Zamroodpur),
New Delhi - 110 048 Ph.: 011 45537559

HEAD OFFICE & FACTORY
(UNIT I)
40/1A, Site IV,
Sahibabad Industrial Area,
Sahibabad, Ghaziabad - (U.P.) 201010

UNIT (II)
A-11,12,& 13, Sikandrabad Industrial Area,
Sikandrabad, District - Bulandshahr, (UP)

REGISTRAR & SHARE TRANSFER AGENT
Beetal Financial & Computer Services (P) Ltd.
Beetal House, 99, Madangir,
Behind Local Shopping Centre,
Near Dada Harsukh Das Mandir,
New Delhi - 110062
Ph.: 011 29961282/83
ISIN NUMBER : INE309M01020
E-VOTING :National Securities Depository Limited (NSDL)
CIN NO. : L52109DL1992PLC049590

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NOTICE

Notice is hereby given that the Thirty Fourth Annual General Meeting of Premier Polyfilm Limited will be held on **Thursday 24th day of September, 2026 at 12.15 P.M**. through Video Conferencing / Other Audio Visual Means (VC) 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 the Auditors thereon.

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution:**

"RESOLVED THAT the Audited Standalone Financial Statements of the Company for the financial year ended 31st March 2026 and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

2. To declare a dividend for the financial year 2025-2026.

To consider and, if thought fit, to pass the following resolution as **an ordinary resolution:**

"RESOLVED THAT a dividend of 15% (Rs.0.15 per equity share of Rs. 1/-) as recommended by the Board of Directors be and is hereby declared out of the profits of the Company for the financial year 2025-2026."

3. To appoint a Director in place of Shri Mayank Goenka (holding DIN 08604786), who retires by rotation and being eligible, offers himself for re-appointment.

To consider and, if thought fit, to pass the following resolution as **an ordinary resolution:**

"RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Shri Mayank Goenka (holding DIN 08604786), who retires by rotation at this Annual General Meeting, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

4. To consider appointment of Statutory Auditors and, if thought fit, to pass the following resolution with or without modification(s), as an Ordinary Resolution.

"RESOLVED THAT pursuant to the provisions of Sections 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time, and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification, amendment or enactment thereof, for the time being in force), M/s A D V And Co LLP, Chartered Accountants (Firm's Registration No. 003467N/N500463) the retiring statutory auditor, be and are hereby appointed as Statutory Auditor of the Company to hold the office from the conclusion of the 34th Annual General Meeting until the conclusion of the 35th Annual General Meeting of the Company to be held in the year 2027,at a remuneration of Rs.1,25,000/-(Rupees One Lakh Twenty Five Thousand only) plus GST."

RESOLVED FURTHER THAT the Managing Director and Company Secretary of the company be and are hereby severally authorized to do all such acts and deeds, matters and things that may be required in connection or for matters incidental thereto, filing all such documents with appropriate authorities and completing such other formalities as may be considered necessary, proper and expedient to give effect to this Resolution."

SPECIAL BUSINESS:

5. To consider the re-appointment of Shri Ram Babu Verma as an Executive Director of the company.

To consider and, if thought fit, to pass the following resolution as a **special resolution:**

"**RESOLVED THAT** pursuant to the provisions of Sections 2(51), 2(94), 178, 196, 197, 198 and 203 and other applicable provisions, if any, of the Companies Act, 2013, read with Schedule V thereto, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and subject to such other approvals, consents, permissions and sanctions, as may be necessary, and in accordance with the Articles of Association of the Company, the consent of the Members of the Company be and is hereby accorded for the re-appointment of Shri Ram Babu Verma (DIN: 08760599) as Whole-time Director, designated as Executive Director, for a period of 12 (twelve) months with effect from 27th December, 2026 to 26th December, 2027, on such terms and conditions, including remuneration, as set out below."

RESOLVED FURTHER THAT the terms of re-appointment and remuneration including perquisites payable to Shri Ram Babu Verma shall be as under:

(A) Tenure: 12 months, commencing from 27th December, 2026 to 26th December, 2027.

(B) Remuneration:

(i) Basic Salary per month: Rs. 90,500/- (Rupees Ninety Thousand Five Hundred Only) in the pay scale of Rs. 90,500/- to Rs.1,10,000/- with such increments as may be decided by the Board of Directors on the recommendations of Nomination and Remuneration Committee from time to time.

(ii) Perquisites and other amenities payable:

a) **Housing:** The executive director shall be paid house Rent Allowance at the rate of 40% of the basic salary per month.

b) **Conveyance: T**he executive director shall be provided with the facility of a company's car for official use.

c) **Leave, Telephone & Other Benefits:** As per the Company's policy applicable to senior management, including leave entitlement, leave encashment, gratuity, and reimbursement of actual mobile phone expenses**.**

d) **Other Benefits:** The executive director shall be paid other allowances, benefits and perquisites as may be applicable to Senior Executives and/or as may be approved by the Board from time to time.

e) **Resignation/Termination:** The appointment may be terminated by either party by giving 30 days' written notice or payment in lieu thereof (i.e., basic salary and applicable allowances).

(C) **Overall Remuneration:** The aggregate of salary and perquisites in any financial year shall not exceed the limits specified by the provisions of the Companies Act, 2013, read with Schedule V to the said Act as may be in force.

(D) **Minimum Remuneration:** In the event of loss or inadequacy of profits, the Executive Director shall be paid the same salary as mentioned in Para (B) (i) above and shall continue to enjoy all the perquisites as mentioned in Para (B) (ii) above.

RESOLVED FURTHER THAT the approval of the Members be accorded to the Board of Directors of the Company (including any Committee thereof), to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals and to settle any questions, difficulties or doubts that may arise in this regard and further to execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient.

RESOLVED FURTHER THAT the Managing Director and the Company Secretary of the Company be and are hereby severally authorized to take all such steps as may be necessary, desirable or expedient to give effect to this resolution, including filing of necessary forms with the Registrar of Companies and any other statutory authority, and to do all such acts, deeds, matters and things as may be deemed necessary to implement the above resolution in letter and spirit."

6. **To consider the rectification of perquisites and amenities payable to Shri Mayank Goenka, Executive Director of the company.**

To consider and, if thought fit, to pass the following resolution **as a special resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V to the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and subject to such approvals, permissions and sanctions as may be required, the consent of the Members of the Company be and is hereby accorded for the ratification/approval of the payment of perquisites, benefits and other amenities to Shri Mayank Goenka, Executive Director of the Company, with effect from 09th May, 2026, on the terms and conditions as approved by the Board of Directors.

PERQUISITES AND OTHER AMENITIES PAYABLE

In addition to the salary, the Executive Director shall be entitled to the following perquisites, benefits and other amenities, subject to the applicable provisions of the Companies Act, 2013 and rules made thereunder:

a) **House Rent Allowance:**

The Executive Director shall be paid House Rent Allowance at the rate of 40% of the basic salary per month.

b) **Conveyance Facility:**

The Executive Director shall be provided with the facility of free chauffeur-driven conveyance from his residence to the factory/office and back, and for official purposes during the course of his duties.

c) **Reimbursement of Medical Expenses:**

The Executive Director shall be entitled to reimbursement of actual medical expenses incurred for himself, his family and parents, subject to a maximum limit equivalent to one month's consolidated salary in a year. The unutilized portion of such entitlement may be accumulated during the tenure of his appointment.

The Executive Director shall also be entitled to incur medical expenses beyond the aforesaid limit in case of serious illness requiring specialized treatment for himself, his family members or parents, whether within India or abroad. The Company shall bear expenses relating to hospitalization, nursing home charges, surgical expenses, medicines, travel, boarding and lodging expenses, as may be applicable, until recovery.

Any tax liability arising on such reimbursement or payment under the provisions of the Income Tax Act, 1961 shall be borne by or recovered from the Executive Director, as applicable.

Upon expiry of his present tenure, the unutilized portion of medical expense entitlement, if any, shall be settled and paid to the Executive Director, subject to deduction of applicable taxes.

d) **Leave Travel Assistance:**

The Executive Director shall be entitled to reimbursement of actual travel fare incurred by him, his spouse and unmarried children once in every two years, subject to a maximum limit of one month's consolidated salary. Hotel expenses shall not be included in such reimbursement.

Upon expiry of his present tenure, the unutilized portion of Leave Travel Assistance entitlement, if any, shall be settled and paid to the Executive Director, subject to deduction of applicable taxes.

e) **Leave, Telephone Expenses and Other Benefits:**

The Executive Director shall be entitled to leave in accordance with the leave rules of the Company applicable to senior managerial personnel. The unavailed privilege leave may be encashed in accordance with the applicable leave rules of the Company.

The Executive Director shall also be entitled to gratuity in accordance with the provisions of applicable laws and the rules of the Company in force from time to time.

The Company shall provide the Executive Director with the facility of telephone at his residence and reimbursement of mobile phone expenses on an actual basis for official purposes.

f) **Other Benefits and Perquisites:**

The Executive Director shall be entitled to such other benefits and perquisites as are applicable to senior executives of the Company and/or as may become applicable from time to time, including any additional allowances, benefits or perquisites as may be approved by the Board of Directors based on the recommendations of the Nomination and Remuneration Committee.

All perquisites and benefits shall be subject to the applicable provisions of the Companies Act, 2013, Schedule V thereto, and other applicable laws, rules and regulations, as amended from time to time.

RESOLVED FURTHER THAT the Managing Director and the Company Secretary of the Company be and are hereby severally authorized to take all such steps as may be necessary, desirable or expedient to give effect to this resolution, including filing of necessary forms with the Registrar of Companies and any other statutory authority, and to do all such acts, deeds, matters and things as may be deemed necessary to implement the above resolution in letter and spirit."

7. **To consider approving remuneration of M/s Cheena & Associates, Cost Auditors and, if thought fit, to pass with or without modification, the following resolution as an ordinary resolution:**

"**RESOLVED THAT** pursuant to the provisions of Section 148(3) of the Companies Act, 2013, read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, the remuneration of ₹55,000/- (Rupees Fifty Five Thousand only) plus applicable Goods and Services Tax (GST) and out-of-pocket expenses, as approved by the Board of Directors on the recommendation of the Audit Committee, to be paid to M/s Cheena & Associates, Cost Accountants (Firm Registration No. 000397), who have been appointed as Cost Auditors of the Company for the financial year 2026–2027, for conducting the audit of the cost records of the Company, be and is hereby ratified and confirmed."

RESOLVED FURTHER THAT the Managing Director and Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters, and things as may be necessary, proper, or expedient for the purpose of giving effect to this resolution, including filing necessary forms with the Registrar of Companies and other statutory authorities."

Place: New Delhi
Date: 18-07-2026

By order of the Board
For PREMIER POLYFILM LIMITED
Sd/-
HEENA SONI
Company Secretary & Compliance Officer
ACS 70248

Regd. Office:
305, III Floor, Elite House, 36, Community Centre,
Kailash Colony Extension, Zamroodpur,
New Delhi - 110048

CIN:L52109DL1992PLC049590

NOTES:

1. The Ministry of Corporate Affairs ('MCA'), inter alia, vide its General Circular No(s). 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2022 dated May 5, 2022 and subsequent circulars issued in this regard, the latest being General Circular No. 03/2025 dated September 22, 2025 (collectively referred to as 'MCA Circulars'), has permitted the holding of the AGM through Video Conferencing ('VC') or through Other Audio-Visual Means ('OAVM'), without the physical presence of the Members at a common venue.

   Further, the Securities and Exchange Board of India ('SEBI'), vide Regulations 36(1), 44(4) and 58(1) of the SEBI Listing Regulations have provided relaxations from compliance with certain provisions of the SEBI Listing Regulations relating to the sending of physical copy Annual Report to security holders as well as appointing of proxy.

   In compliance with the applicable provisions of the Act, SEBI Listing Regulations and MCA Circulars, the 34th AGM of the Company is being held through VC/OAVM on **Thursday 24th day of September, 2026 at 12.15 P.M.** The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company situated at 305, Elite House, III Floor,36, Community Centre, Kailash Colony Extension, Zamroodpur, New Delhi 110048.

2. **PURSUANT TO THE PROVISIONS OF THE COMPANIES ACT, 2013 A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON ITS BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

   SINCE THIS AGM IS BEING HELD PURSUANT TO THE FRAMEWORK PROVIDED IN THE MCA CIRCULARS READ WITH THE COMPANIES ACT, 2013 AND THE SEBI LISTING REGULATIONS, THROUGH VC/OAVM, PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILLNOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.

3. Members can join the AGM in VC/OAVM mode 15 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The Members will be able to view the proceedings on the website of National Securities Depository Limited **('NSDL')** at www.evoting.nsdl.com

   Please note that, the facility for participation at the AGM through VC/OAVM will be made available to at least 1,000 Members on a first come first served basis as per the MCA Circulars

4. The Statement pursuant to Section 102(1) of the Companies Act, 2013, as amended ('Act'), setting out the material facts concerning the business with respect to Item No(s). 4 to 7 forms part of this Notice. Further, relevant information pursuant to Regulation 36 and other relevant provisions of the Securities and Exchange Board of India (Listing Obligations

and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and disclosure requirements in terms of Secretarial Standard on General Meetings ('SS-2') issued by The Institute of Company Secretaries of India, in respect of Director retiring by rotation and seeking re-appointment at this Annual General Meeting ('Meeting' or 'AGM') is furnished as **Annexure A & B** to this Notice.

5. **Institutional investors/corporate shareholders:** Institutional Investors/Corporate Members (i.e. other than individuals, HUFs, NRIs, etc.) who are intending to appoint their authorised representatives pursuant to Sections 112 or 113 of the Act, as the case may be, to attend the AGM and vote through remote e-Voting, are requested to send their certified copy of the Board Resolution/Power of Attorney/Authority Letter to the Scrutinizer by e-mail at cssumitbajaj@gmail.com with a copy marked to evoting@nsdl.com or upload by clicking on the "Upload Board Resolution/ Authority Letter" displayed under the "e-Voting" tab in their login.

6. The Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

7. In case of joint holders attending the AGM through VC/OAVM, only such joint holders who are higher in the order of their names as per the Register of Members of the Company, as of the cut-off date i.e., **Thursday, September 17, 2026**, will be entitled to vote at the Meeting.

8. **Dispatch of Annual Report:** In accordance with the aforesaid MCA Circulars and the SEBI Listing Regulations, the Notice of the AGM along with the Annual Accounts for Financial Year 2025-2026 are being sent ONLY through electronic mode to those Members whose e-mail addresses are registered with the Company/Registrar and Transfer Agent ('RTA')/ Depositories/Depository Participants and a letter will be sent by the Company providing the web-link, including the exact path where complete details of the Annual Report is available, to those shareholder(s) who have not so registered their e-mail addresses. The Company shall send physical copy of the Integrated Report to those Members who request for the same at compliance.officer@premierpoly.com or raise request with RTA at beetalrta@gmail.com mentioning their Folio No./DP ID and Client ID. The Notice convening the 34th AGM is also available on the website of the Company at www.premierpoly.com and websites of the Stock Exchanges where the securities of the Company are listed, i.e. BSE Limited and the National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the website of **NSDL** at www.evoting.nsdl.com

9. **Registrar and Transfer Agent:** The Registrar and Transfer Agent of the Company is Beetal Financial and Computer Services Private Limited The e-mail address of the RTA is beetalrta@gmail.com

10. **Dividend for FY2025-2026:** The Board at its meeting held on May 09, 2026 recommended a dividend of ₹0.15/- per equity Share of Rs. 1/- each (15%). The dividend, if approved by the Members at the AGM, will be paid subject to deduction of income tax at source ('TDS').

11. Pursuant to Finance Act, 2020, dividend income will be taxable in the hands of share-holders w.e.f. April 1, 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. The shareholders are requested to update their PAN with Share Transfer Agents, M/s Beetal Financial & Computer Services (P) Ltd. (in case of shares held in physical mode) and depositories (in case of shares held in demat mode). A Resident individual shareholder with PAN who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source by email to beetalrta@gmail.com on or before the end of the business hours of **17 September, 2026.**

12. Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%.

13. Non-resident shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, any other document which may be required to avail the tax treaty benefits by sending an email to beetalrta@gmail.com. The aforesaid declarations and documents need to be submitted by the shareholders on or before the end of business hours of **17 September, 2026**.

14. **Record Date for Dividend**: The Board of Directors of the Company ('Board') at its meeting held on July 18, 2026 has fixed Thursday, September 17, 2026 as the Record Date for determining the Members entitled to receive dividend for the Financial Year ended March 31, 2026, subject to approval of the shareholders at this AGM.

15. The Register of Members and Share Transfer Books of the Company will remain closed from **Friday,18th September, 2026 to Thursday, the 24th September, 2026** (Both days inclusive) for the purpose of Annual General Meeting and to determine eligible shareholders to receive dividend. The dividend as recommended by the Board, if approved by the members at the Annual General Meeting will be paid to the eligible share-holders, subject to deduction of tax at source, whose names appear in the Register of Members as on **17th September, 2026** in respect of shares held in physical form and by the shareholders provided that their KYC have been approved by the RTA of the company in respect of shares held in dematerialized form, the dividend shall be paid on the basis of the beneficial ownership as per the details furnished by the Depositories for this purpose at the end of the business hours on **17th September, 2026**.

16. E voting facility will be available to all the shareholders of the Company.

17. Annual Report is available at website of the company i.e. www.premierpoly.com/investors.

18. Members holding shares in physical mode are requested to communicate their change of postal address (enclose copy of Aadhar Card), e-mail address, if any, PAN (enclose self-attested copy of PAN Card) and Bank account details (enclose cancelled cheque leaf) quoting their folio numbers to the Registrar and Share Transfer Agent M/s Beetal Financial & Computer Services (P) Ltd., Beetal House, 99, Madangir, Behind Local Shopping Centre, Near Dada Harsukh Das Mandir, New Delhi - 110062. Similarly, members holding shares in Demat form shall intimate the above details to their respective Depository Participants.

19. Shareholders holding shares in the physical form and wish to avail National Electronic Clearing Services (NECS) facility may authorize the Company with NECS mandate in the prescribed form as per attached **Annexure-XI** and the same should be lodged with the Registrars and Share Transfer Agents, M/s Beetal Financial & Computer Services (P) Ltd. latest by **17th September 2026** for payment of dividend in future through NECS, if eligible.

20. Members who require any clarifications on accounts or operations of the Company are requested to write to the Company Secretary of the company at registered office of the company or by email at compliance.officer@premierpoly.com so as to reach by 17th September, 2026 (5.00 pm IST). The queries will be answered accordingly.

21. Members who want to participate in discussion and express their views at AGM must lodge their request by 17th September, 2026, by 5.00 P.M. by post at registered office of the company or by email at complaince.officer@premierpoly.com.

23. The Registers and documents maintained under the Act, which are eligible for inspection, will be available electronically for inspection by the members during the AGM.

24. The Company had already transferred a sum of Rs. 3,86,441/- on account of Unclaimed Final Dividend for Financial Year 2017-2018 and 1,42,110 Equity Shares pf Rs.1/- each into the DEMAT Account of the IEPF Authority held with CDSL (DPID/ Client ID 1204720013676780) in terms of the provisions of section 124(6) of the Companies Act, 2013 and the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended from time to time. These Equity Shares were the Shares of such Shareholders whose unclaimed/ unpaid dividend pertaining to financial year 2017-2018 had been transferred into IEPF and who have not encashed their dividends for 7 (Seven) consecutive years.

25. Members who have not encashed their dividend warrants towards the Dividend for the year ended 31st March,2019, 31st March, 2021, 31st March,2022 ,31st March,2023, 31st March,2024 and 31st March,2025 are requested to write to the Company to claim-duplicate Dividend Warrant. Members are requested to note that un-encashed amount of Dividend as on 31-10-2026 pertaining to financial year 2018-2019 shall be transferred to IEPF account on 02/11/2026.

26. Shareholders whose shares and dividends have been transferred to the Investor Education and Protection Fund (IEPF) may claim them by submitting Form IEPF-5, available on the IEPF website at www.iepf.gov.in

27. **Special window for re-lodgement of physical share transfer requests:** Pursuant to SEBI Circulars dated July 2, 2025 and January 6, 2026 read with SEBI Master Circular issued to RTAs dated February 6, 2026, Members who had submitted transfer deeds for physical shares before April 1, 2019, and whose requests were rejected, returned, or remained unprocessed due to deficiencies, have been provided a special re-lodgement window till February 4, 2027, to re-lodge the transfer requests. Transfers would be approved if all the requisite documents are in place. Transfer of shares under this window will be credited only in dematerialised form and will carry a one-year lock in period from the date of transfer registration. Members are requested to contact the Company or the RTA for assistance in this regard.

28. **Simplification of Procedure for Issuance of Duplicate Share Certificates:** The SEBI Circular dated December 24, 2025 has simplified the framework for issuance of duplicate share certificates and related procedures. The documentation requirements have been standardized as below:

    i) Value Up to Rs.10,000: Undertaking on plain paper (no notarisation required)

    ii) Value Above Rs.10,000 and up to Rs.10 lakh: Single Affidavit-cum-Indemnity Bond

    iii) Value Above Rs.10 lakh: Affidavit-cum-Indemnity Bond along with FIR/Police Complaint and Newspaper Advertisement.

29. The remote e-voting facility will be available during the following period:

Commencement of remote e -voting	**Monday 21st September, 2026 from 9.00 A.M**
End of remote e-voting	**Wednesday 23rd September, 2026 till 5.00 P.M.**

During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 17th September, 2026, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a Resolution is cast by the member, the member shall not be allowed to change it subsequently.

30. Shri Sumit Bajaj, Practising Company Secretary (Membership No. ACS 45042) has been appointed as Scrutinizer to Scrutinize the voting at the ensuing Annual General Meeting and remote e-voting process in a fair and transparent manner and the Scrutinizer and Alternate Scrutinizer have given their consent for appointment and will be available for the said purpose.

31. Shareholders holding shares in physical form are also requested to update their KYC details and convert their physical share certificates into dematerialized form. The detailed advertisement regarding this special window is available on the Company's website at www.premierpoly.com.

32. **MEMBERS ARE REQUESTED TO PROVIDE THEIR RESPECTIVE EMAILS SO AS TO ENABLE COMPANY TO SEND ANNUAL REPORTS BY EMAIL**

Place: New Delhi
Date: 18-07-2026

By order of the Board
For PREMIER POLYFILM LIMITED
Sd/-
HEENA SONI
Company Secretary & Compliance Officer
ACS 70248

Regd. Office:
305, III Floor, Elite House, 36, Community Centre,
Kailash Colony Extension, Zamroodpur,
New Delhi - 110048
CIN:L52109DL1992PLC049590

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT,2013 AND REGULATION 36(5) OF SEBI (Listing Obligations and Disclosure Requirements) REGULATIONS, 2015

(Explanatory Statement to Ordinary Business)

ITEM NO. 4:

(This Explanatory Statement is provided though strictly not required under Section 102 of the Companies Act, 2013, as the item forms part of the Ordinary Business of the Company.)

M/s M A R S & Associates, Chartered Accountants (Firm Registration No. 010484N), were appointed as the Statutory Auditors of the Company by the Members at the 30th Annual General Meeting held on 26th September, 2022, to hold office from the conclusion of the said Annual General Meeting until the conclusion of the 35th Annual General Meeting of the Company.

Subsequently, the Company was informed that M/s M A R S & Associates, Chartered Accountants, had merged with M/s A D V AND CO LLP, Chartered Accountants (Firm Registration No. 003467N/N500463), pursuant to the approval granted by the Institute of Chartered Accountants of India (ICAI), with effect from 11th February, 2026. Consequent to the said merger, M/s M A R S & Associates ceased to exist as a separate entity and expressed their inability to continue as the Statutory Auditors of the Company due to the aforesaid merger and related firm-level circumstances.

Accordingly, a casual vacancy arose in the office of the Statutory Auditors of the Company in terms of the provisions of Section 139(8) of the Companies Act, 2013. Based on the recommendation of the Audit Committee, the Board of Directors appointed M/s A D V AND CO LLP, Chartered Accountants (Firm Registration No. 003467N/N500463), as the Statutory Auditors of the Company to fill the said casual vacancy. The said appointment was subsequently approved by the Members through Postal Ballot dated 30th April, 2026. In accordance with the provisions of Section 139(8) of the Companies Act, 2013, M/s A D V AND CO LLP, Chartered Accountants, shall hold office until the conclusion of the ensuing 34th Annual General Meeting of the Company.

It is further clarified that, pursuant to the merger and the resulting commonality of partners in the merged firm, the proposed appointment of M/s A D V AND CO LLP, Chartered Accountants (Firm Registration No. 003467N/N500463) is being continued only for the unexpired portion of the original tenure approved by the Members.

M/s A D V AND CO LLP have furnished their written consent to act as the Statutory Auditors of the Company and have confirmed that their appointment, if approved by the Members, shall be in accordance with the applicable provisions of Sections 139 and 141 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014. The firm has further confirmed its eligibility and compliance with the applicable requirements under the Act and the rules made thereunder.

The brief profile and other details of M/s A D V AND CO LLP, as required under Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are provided in **Annexure-B** to this Notice. The draft appointment letter is available for electronic inspection on the Company's website at www.premierpoly.com from the date of dispatch of this Notice up to the last date of e-voting.

Annexure "B"

Particulars	Details
Proposed fees payable to the statutory auditor along with terms of appointment and in case of a new auditor, any material change in the fee payable to such auditor from that paid to the outgoing auditor along with the rationale for such change;	The proposed fee payable to M/s. A D V AND CO LLP, Chartered Accountants, for the Statutory Audit services for FY 2026-2027 shall be ₹ 1,25,000 (Rupees One Lakh Twenty-Five Thousand only) (plus applicable GST) and other fees for related services shall be paid as per the recommendation of the Audit Committee and approved by the Board in consultation with the Statutory Auditors. The Statutory Auditor shall hold office until the conclusion of the 35th Annual General Meeting of the Company for the FY 2026-2027. There has been no material change in the fee payable to the proposed Statutory Auditor as compared to the fee paid to the outgoing Statutory Auditor and in the opinion of the Audit Committee, the recommended remuneration is considered reasonable.
Basis of recommendation for appointment including the details in relation to and credentials of the statutory auditor proposed to be appointed	M/s. A D V AND CO LLP, Chartered Accountants, a limited liability partnership firm incorporated in India, is a firm of Chartered Accountants registered with the Institute of Chartered Accountants of India ("ICAI") with (ICAI Firm Registration No. 003467N/N500463). The Firm has registered office in New Delhi. The Firm has a valid Peer Review certificate. All the network firms including the Firm are primarily engaged in providing audit and assurance services to its clients. They along-with its network firms audit several large listed and private companies across diverse market segments including Industrial, Infrastructure, Consumer Products, Financial Services, Technology, Media and Entertainment, Telecommunications and Professional Services. In the opinion of the Audit Committee and Board of the company the firm possesses the requisite experience, expertise, and professional qualifications commensurate with the size, business nature, and statutory audit requirements of the Company. The auditors have confirmed their eligibility and willingness to undertake the assignment for the prescribed term and have provided necessary declarations regarding independence and absence of any disqualifications as per Section 141 of the Companies Act, 2013.

None of the Directors, Key Managerial Personnel of the Company, or their respective relatives, is concerned or interested, financially or otherwise, in the said Resolution, except to the extent of their shareholding, if any, in the Company.

The Board recommends that the Ordinary Resolution set forth in item No. 4 of the Notice for approval of the Members.

Explanatory Statement to Special Business

ITEM NO. 5:

Shri Ram Babu Verma was re-appointed as Executive Director of the Company on 24th September,2025 by the shareholders of the company for a term of one year, which will expire on 26th December, 2026. Since the next Annual General Meeting of the Company will be held after the expiry of his current term, the Board, on the recommendation of the Nomination and Remuneration Committee, has approved his re-appointment for a further period of 12 months from 27th December, 2026 to 26th December, 2027, subject to the approval of shareholders at the Thirty Fourth Annual General Meeting.

The re-appointment shall be made under the provisions of Sections 2(51), 2(94), 178,196, 197, 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time. His remuneration will remain the same as previously approved, subject to increments in basic salary as may be recommended by the Nomination and Remuneration Committee from time to time, and will remain within the limits prescribed under Schedule V to the Act.

As per the requirements of Section II of Part II of Schedule V, in case of inadequate profits, managerial remuneration can be paid by way of special resolution. The Company has earned a net profit of ₹3,091/- Lakhs for the financial year ended 31st March, 2026. However, to comply with good governance practices and to cover future contingencies, the Company is seeking approval by way of Special Resolution.

Shri Ram Babu Verma is not a director in any other company. Within the Company, he serves as a member of the Audit Committee, Stakeholders Relationship Committee, CSR Committee, Internal Complaints Committee, Share Transfer Committee and Share Allotment Committee. He holds no equity shares of the Company.

As per Regulation 36(3) of SEBI (LODR) Regulations, 2015, brief details of Shri Ram Babu Verma are provided in **Annexure IV** of the Notice. He is an Indian national, born on 11th January, 1963, and holds a Bachelor's Degree in Science, Master's Degree in EconoWmics, and an MSW in HR & IR, with over 37 years of executive experience.He has submitted necessary declarations confirming his eligibility and has not been disqualified under any provisions of the Companies Act, 2013. He is not debarred from holding the office of Director by SEBI or any other statutory authority.

The Board affirms that he is a person of integrity and possesses the necessary qualifications, experience and competence to hold office of the director of company and his appointment as an Executive Director shall be beneficial to the company.

Statement of Information pursuant to Section II of Part II of Schedule V to the Companies Act, 2013

I. General Information		
1.	**Nature of Industry**	The Company is engaged in manufacturing of Vinyl Flooring, Sheeting, and Leather Cloth.
2.	**Date or expected date of commencement of commercial production**	1st November, 1993
3.	**In case of new companies, expected date of commencement of activities as per project approved by financial institutions**	Not applicable, as the Company is an established entity.
4.	**Financial performance based on given indicators**	**As per Audited Financial Results for the year** *(₹ in Lakhs)*
5.	**Foreign investments or collaborations, if any**	Nil

	2025-2026	2024-2025
Paid-up Capital_:	**1,059**	1,059
Reserves & Surplus:	**13,661**	8,384
Revenue from Operations:	**33,890**	30,139
Other Income:	**236**	325
Total Revenue:	**34,126**	30,464
Total Expenditure:	**29,846**	27,001
Profit After Tax:	**3,091**	2,501

II. Information about the Appointee		
1.	**Background details**	Shri Ram Babu Verma is 63 years of age and holds a Bachelor Degree in Science, M.A. in Economics and also MSW (HR & IR). He has experience of around 37 years as an Executive.
2.	**Past remuneration**	Rs.90,500/- (Rupees Ninety Thousand Five Hundred only) per month as Basic Salary, House Rent Allowance @40% of his basic salary Plus applicable perks.

3.	**Recognition or awards**	NIL
4.	**Job profile and suitability**	He is looking after General Administration and Personnel Department of the company and is also “Occupier” of the Company. He has vast experience of more than 37 years of an executive.
5.	**Remuneration proposed**	As mentioned in the Resolution No. 5 of Notice of Annual General Meeting.
6.	**Comparative remuneration profile**	In the past few years, the remuneration of Senior Executives in the industry in general has gone up significantly. The remuneration proposed to be paid to Shri Ram Babu Verma is purely based on merit. Further, the Board perused the remuneration of managerial persons in other companies comparable with the size of the Company, industry benchmarks in general, profile and responsibilities of Shri Ram Babu Verma before approving the remuneration as proposed hereinabove.
7.	**Pecuniary relationship with the company or managerial personnel**	Besides the remuneration proposed Shri Ram Babu Verma does not have any pecuniary relationship with the Company. He is not related to any of the Director or Key managerial personnel of the company.
III. Other Information		
1.	**Reasons for loss or inadequate profits**	NA
2.	**Steps taken or proposed to be taken for improvement**	NA
3.	**Expected increase in productivity and profits in measurable terms**	NA

IV. Disclosures:	
•	The information and disclosures of the remuneration of Shri Ram Babu Verma as per the requirements of Section II of Part II of Schedule V of the Act will be mentioned in the Corporate Governance Report forming part of the Annual Report for the financial year 2025-2026;
•	Shri Ram Babu Verma satisfies all the conditions set out in Part-I of Schedule V to the Act and also the conditions set out under section 196(3) of the Act for being eligible for appointment;
•	Shri Ram Babu Verma is not disqualified from being appointed as a Director in terms of section 164(1) and 164(2) of the Act and has given his consent to act as a Director;
•	Shri Ram Babu Verma is not debarred from holding the office of Director by virtue of SEBI Order or any such authority pursuant to BSE Circular No. LIST/COMP/14/2018-19 and the National Stock Exchange of India Limited Circular No. NSE/CML/2018/24, both dated 20th June 2018 (“Stock Exchange Circulars”) pertaining to Enforcement of SEBI Orders regarding appointment of Directors by the listed companies;
•	Shri Ram Babu Verma’s directorship/committee memberships are within the statutorily permitted limits and that he does not hold any other whole-time directorship in any other company.

No Directors, Key Managerial Personnel and their relatives are in any way concerned or interested in the resolution number 5 of the Notice except Shri Ram Babu Verma himself.

The Board recommends the Special Resolution set forth in Item No. 5 of the Notice for approval of the Members.

Item No. 6

Revision in Perquisites and Other Amenities Payable to Shri Mayank Goenka, Executive Director

The Members of the Company had previously approved the terms and conditions of appointment and remuneration of Shri Mayank Goenka, Executive Director of the Company, including salary, perquisites, benefits and other amenities, in accordance with the applicable provisions of the Companies Act, 2013 in the Annual General meeting held on 24th September,2025.

Considering the increased responsibilities associated with the position, changes in prevailing market practices, increase in the cost of living and healthcare expenses, and with a view to aligning the remuneration structure with the responsibilities and contribution of the Executive Director, the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, has approved the revision in the perquisites, benefits and other amenities payable to Shri Mayank Goenka, Executive Director, with effect from 09th May, 2026, subject to the approval of the Members of the Company.

Accordingly, it is proposed to revise the perquisites and other amenities payable to Shri Mayank Goenka, Executive Director, as set out in the Item no 6 of Notice of the Annual General Meeting. The revised perquisites and benefits shall form part of his remuneration package and shall be subject to the applicable provisions of Sections 196, 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V thereto and the rules made thereunder.

The revised perquisites and other amenities proposed to be provided to Shri Mayank Goenka include, inter alia, the following:

a) House Rent Allowance:

House Rent Allowance at the rate of 40% of the basic salary per month.

b) Conveyance Facility:

Facility of free chauffeur-driven conveyance from his residence to the factory/office and back, and for official purposes.

c) Medical Reimbursement/Medical Benefits:

Reimbursement of actual medical expenses incurred by him, his family and parents, subject to the limits and terms specified in the Notice of the Annual General Meeting, including provisions relating to accumulation and settlement of unutilized entitlement during the tenure, subject to applicable tax provisions.

d) Leave Travel Assistance:

Reimbursement of actual travel fare incurred by him, his wife and unmarried children once in every two years, subject to the limits and terms specified in the Notice of the Annual General Meeting.

e) Leave, Telephone Expenses and Other Benefits:

Leave entitlement in accordance with the leave rules applicable to senior managerial personnel of the Company, encashment of unavailed privilege leave as per applicable rules, gratuity in accordance with applicable laws, telephone facility at residence and reimbursement of mobile phone expenses on an actual basis.

f) Other Benefits and Perquisites:

Such other benefits, allowances and perquisites as are applicable to senior executives of the Company and/or as may be approved by the Board of Directors from time to time based on the recommendation of the Nomination and Remuneration Committee.\

All other terms and conditions of appointment and remuneration of Shri Mayank Goenka, Executive Director, as previously approved by the Members of the Company, shall remain unchanged.

The Board is of the opinion that the proposed revision in perquisites, benefits and other amenities is reasonable, commensurate with the responsibilities and position of the Executive Director and is in the best interests of the Company.

The Company has received necessary consent and disclosures from Shri Mayank Goenka in relation to the proposed revision. The revised remuneration structure shall remain subject to the applicable provisions of the Companies Act, 2013, Schedule V thereto and other applicable laws, rules and regulations.

Except Shri Mayank Goenka and Shri Amitaabh Goenka (being his father), and their relatives to the extent of their shareholding interest, if any, none of the other Directors Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed Resolution.

The Board recommends the Special Resolution set out at Item No. 6 of the Notice for approval of the Members.

Item No. 7

The Board of the Directors, at its meeting held on 09th May,2026, upon recommendation of the Audit Committee, approved the appointment of M/s Cheena & Associates, Cost Accountants, having Firm Registration No. 000397, as Cost Auditors of the Company for conducting the Audit of cost records of the company for the financial year ending on 31st March, 2027 at a remuneration of Rs.55,000/- (Rupees Fifty Five Thousand Only) plus applicable taxes and remuneration of such other out of pocket expenses as may be incurred by the said Cost Auditors during the course of the audit.

Pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the Members of the company are required to approve the remuneration to be paid to the cost auditors of the company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No.7 of the Notice for approval of the remuneration payable to the Cost Auditors for conducting the audit of the cost records of the Company for the financial year ending 31st March, 2027.

None of the Directors, Key Managerial Person(s) of the Company including their relatives are, in any way, concerned or deemed to be interested in the proposed resolution.

The Board recommends the Ordinary Resolution set forth in Item No. 7 of the Notice for approval of the Members.

Place: New Delhi
Date: 18-07-2026

By order of the Board
For PREMIER POLYFILM LIMITED
Sd/-
HEENA SONI
Company Secretary & Compliance Officer
ACS 70248

Regd. Office:
305, III Floor, Elite House, 36, Community Centre,
Kailash Colony Extension, Zamroodpur,
New Delhi - 110048
CIN:L52109DL1992PLC049590

Annexure-"A"

Details of Directors seeking appointment/re-appointment at the 34th Annual General Meeting to be held on September 24,2026 [Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Name of Director	Shri Ram Babu Verma	Shri Mayank Goenka
Date of Birth	11/01/1963	21/02/1998
Age	63	28
Date of re-appointment	27-12-2025	23/07/2025
Relationship with Directors and Key Managerial Personnel	None	He is son of Shri Amitaabh Goenka, Managing Director and CEO of the company.
Expertise in specific functional area	He is looking after General Administration and Personnel Department of the company and is also "Occupier" of the Company.	Shri Mayank Goenka as a member of the team looking after the Company's new project being established in the state of Tamil Nadu. In addition to it, Shri Mayank shall also be looking after the affairs of Unit No. II of the company situated at Sikandrabad, Uttar Pradesh. With his integrity, substantial expertise, and professional competence
Qualification	Bachelor Degree in Science, M.A. in Economics and also MSW (HR & IR).	Shri Mayank Goenka, is a technocrat holding a professional degree in Engineering from the University of Glasgow. He has also completed a Diploma Programme in International Baccalaureate, along with certifications in Solid Works, C and Embedded Programming from the University of Glasgow, and foundational training in Robotics and Autonomous Robotics.
Board Membership of other listed Companies	None	One company i.e In Premier Polyplast and Processors Limited as a Director
Committees of other public limited companies as on March 31, 2026	Nil	Nil
Number of equity shares held in the Company as at March 31, 2026	Nil	Nil

Annexure- "B"

Brief profile of Directors seeking appointment/re-appointment at the 34th Annual General Meeting to be held on September 24, 2026.

Shri Ram Babu Verma

Shri Ram Babu Verma is 63 years of age and holds a Bachelor Degree in Science, M.A. in Economics and also MSW (HR & IR). He has experience of around 37 years as an Executive. He is looking after General Administration and Personnel Department of the company and is also "Occupier" of the Company.

Shri Mayank Goenka

Shri Mayank Goenka is 28 years of age and holds a professional degree in Engineering from the University of Glasgow. He has also completed a Diploma Programme in International Baccalaureate, along with certifications in Solid Works, C and Embedded Programming from the University of Glasgow, and foundational training in Robotics and Autonomous Robotics. He has experience of more than 6 years as an Executive. He is member of the team looking after the Company's new project being established in the state of Tamil Nadu. In addition to it, Shri Mayank shall also be looking after the affairs of Unit No. II of the company situated at Sikandrabad, Uttar Pradesh.

Place: New Delhi

Date: 18-07-2026

By order of the Board
For PREMIER POLYFILM LIMITED
Sd/-
HEENA SONI
Company Secretary & Compliance Officer
ACS 70248

Regd. Office:
305, III Floor, Elite House, 36, Community Centre,
Kailash Colony Extension, Zamroodpur,
New Delhi - 110048
CIN:L52109DL1992PLC049590

INSTRUCTIONS FOR E VOTING AND JOINING VIRTUAL MEETINGS FOR MEMBERS

1. Pursuant to the General Circular No. 03/2025 dated September 22, 2025 ('MCA Circulars') and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, AGM shall be conducted through VC / OAVM.

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

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

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

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

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

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

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

The remote e-voting period begins on Monday, 21st September,2026 at 9:00 A.M. and ends on Wednesday, 23rd September,2026 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Thursday, 17th September,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 Thursday, 17th September,2026

<u>How do I vote electronically using NSDL e-Voting system?</u>

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

<u>Step 1: Access to NSDL e-Voting system</u>

<u>A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode</u>

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
	5. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers

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

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

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

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

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

<u>How to Log-in to NSDL e-Voting website?</u>

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

   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

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

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

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

c) How to retrieve your 'initial password'?

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

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

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

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

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

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

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

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

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

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

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

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

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

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to cssumitbajaj@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to at evoting@nsdl.com or call Ms. Pallavi Mhatre, Deputy Vice President.

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

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

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

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

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

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions latest by Thursday, 17th September,2026 mentioning their name demat account number/folio number, email id, mobile number at compliance.officer@premierpoly.com The same will be replied by the company suitably.

Place: New Delhi
Date: 18-07-2026

By order of the Board of Directors
Sd/-
Heena Soni
Company Secretary & Compliance Officer
Membership No. A70248

Regd. Office: 305, III Floor, Elite House, 36, Community Centre, Kailash Colony Extension, Zamroodpur, New Delhi -110048
CIN:L52109DL1992PLC049590

DIRECTORS' REPORT TO THE MEMBERS

Your Directors present the Thirty Fourth Annual Report together with Audited Accounts for the year ended on 31st March, 2026.

FINANCIAL SUMMARY AND HIGHLIGHTS *(Rs. In Lakh)*

Particulars		**For the year ended 31st March, 2026**		**For the year ended 31st March, 2025**
Sales & Other Income		**34,126**		30,464
Operating profit before providing for interest & Depreciation		**4,830**		4,086
Less:				
Interest	**81**		116	
Depreciation	**469**	**550**	507	623
Net Profit before taxation		**4,280**		3,463
Less:				
Tax Expenses		**1,092**		863
Profit after tax		**3,188**		2,600
Changes in fair value of FVTOCI Equity Securities		**(137)**		(103)
Re-measurements of post employment benefits obligations		**39**		4
Net Profit		**3,090**		2,501
Basic and diluted earning per share		**3.04**		2.48
Face value per equity Share		**1.00**		1.00

BUSINESS PERFORMANCE, STATE OF AFFAIRS OF THE AND FUTURE PROSPECTS

The Company continued to deliver a robust financial performance in the fiscal year 2025-2026 too , demonstrating significant growth in profitability and operational efficiency. Net Profit surged to ₹3,188 lakhs, a substantial 22.60% increase from ₹2,600 lakhs in the previous year. This strong bottom-line growth was supported by a steady rise in Gross Sales from Operations and Other Income, which reached ₹34,126 lakhs compared to ₹30,464 lakhs in FY 2024-2025.

Operational excellence was a key highlight, with production volume of PVC flooring, sheeting, and allied products growing to 29,311 metric tonnes from 28,383 metric tonnes in the prior year. This increase is a direct result of enhanced capacity utilization following the successful commissioning of new plant and machinery during the year, which has strengthened our manufacturing capabilities.

Key Drivers of Profitability

The notable expansion in profitability was driven by a multi-pronged strategy focused on operational and financial optimization:

* Strategic Cost and Margin Management: The Company successfully implemented a dual strategy of procuring raw materials at highly competitive prices while maintaining stable selling prices for finished goods. This was complemented by the strategic discontinuation of product lines with sub-optimal margins, allowing for a concentrated focus on high-demand, high-profitability categories.

The Company has secured and taken possession of an 18.13-acre industrial plot at SIPCOT Industrial Park and that the Company has commenced logistics and trading activities at the new unit and the billing process has also started. The company for the time being is procuring finished products, namely flooring, artificial leather cloth and sheeting from local area and sold by the company within southern region of the country on company's billing.

Further, the Company has placed an order for manufacturing of PVC films and paper tube manufacturing machine and the advance payment for the same has been made. The commercial production through the said machine is expected to commence in the forthcoming quarter.

DETAILS OF DIVIDEND DECLARED

Encouraged by the performance of the company, The Board of your company is pleased to recommend for your approval Payment of dividend @ 0.15 per equity share of Rs.1/- each (i.e. 15%) for the year ended on 31st March,2026 subject to deduction of Tax at Source, which if approved at the forthcoming Annual General Meeting, will be paid to those equity shareholders whose names appear in the Register of Members as on 17th September, 2026 in respect of shares held in physical form and in respect of shares held in dematerialized form, the dividend shall be paid on the basis of the beneficial ownership as per the details furnished by the Depositories for this purpose at the end of business hours on 17th September, 2026.

RESERVES

During the year under review, the Board has transferred an amount of Rs. 400/- Lakh to General Reserves.

DETAILS OF MONEY ACCEPTED FROM DIRECTORS

During the year under review, the company has not accepted money in the form of Unsecured Loan from any of the Directors and/ or their relative(s).

CHANGE IN NATURE OF BUSINESS

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

CHANGE IN CAPITAL AND DEBT STRUCTURE

There was no change in the capital structure of the company during the year under review and no fresh shares or convertible securities were issued by the company during the year under review.

CREDIT RATING

The company got its credit rating done from Credit Rating Information Services of ICRA Limited is as under:-

ICRA Limited - [ICRA] A-(Stable)/[ICRA] A2+

TRANSFER OF SHARES AND UNPAID/UNCLAIMED AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

During the FY 2025-2026, unpaid/ unclaimed dividend for the FY 2017-2018 aggregating to Rs.3,86,441/- and 1,42,110 numbers of equity shares with the face value of Rs.1/- each aggregating nominal value of Rs. 1,42,110/- for which dividend entitlements remained unpaid/ unclaimed for seven consecutive years or more, were transferred by the Company to IEPF established by the Central Government, pursuant to provisions of Section 124 of the Companies Act, 2013 read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended from time to time, within the statutorily stipulated time frame. Before effecting transfer of shares to IEPF, company has informed all such members, whose shares were liable to be transferred to IEPF during the FY 2025-2026 through individually addressed letters and publication of notice in newspapers. The details of unpaid/ unclaimed dividend and corresponding shares that would be transferred to IEPF, unpaid and unclaimed amounts lying with the Company and procedure for claiming the dividend and shares from IEPF Authority are available on website of the Company at the link: http://www.premierpoly.com and also on the website of Investor Education and Protection Fund Authority i.e. www.iepf.gov.in. Shareholders may claim their unpaid/ unclaimed dividend and the corresponding shares from the IEPF Authority through online application in prescribed form i.e. IEPF-5 at its website www.iepf.gov.in.

During the FY 2026-2027, unpaid/ unclaimed dividend for the FY 2018-2019 aggregating to Rs 3,79,242/- and 89,400 numbers of equity shares of nominal value of Rs. 89,400/- for which dividend entitlements remained unpaid/ unclaimed for seven consecutive years or more, would be transferred by the Company to IEPF established by the Central Government, pursuant to provisions of Section 124 of the Companies Act, 2013 read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended from time to time, within the statutorily stipulated time frame. Before effecting transfer of shares to IEPF, company has informed all such members, whose shares were liable to be transferred to IEPF during the FY 2026-2027 through individually addressed letters and publication of notice in newspapers. The details of unpaid/ unclaimed dividend and corresponding shares that would be transferred to IEPF, unpaid and unclaimed amounts lying with the Company and procedure for claiming the dividend and shares from IEPF Authority are available on website of the Company at the link: http://www.premierpoly.com and also on the website of Investor Education and Protection Fund Authority i.e. www.iepf.gov.in. Shareholders may claim their unpaid/ unclaimed dividend and the corresponding shares from the IEPF Authority through online application in prescribed form i.e. IEPF-5 at its website www.iepf.gov.in. The last date for claiming dividend declared during FY 2018-2019 which remained unpaid/ unclaimed is October 15, 2026. Members may forward their claims for unpaid/ unclaimed final dividend to the Company's RTA before it is due to be transferred to IEPF. Thereafter, no claim shall lie against the Company in respect of the dividend/ shares so transferred to IEPF.

SUBSIDIARIES AND ASSOCIATES

As per provisions of the Section 129 and other applicable provisions, if any, of the Companies Act,2013, your company has no Subsidiaries or Associate company.

QUALITY CONTROL

Your company remains committed to excellence and holds the following prestigious certifications:

- ISO 9001:2015 – Quality Management System (Cert. No. 9910020252)
- IATF 16949:2016 – Automotive Quality Management System (Cert. No. 50261734IATF25)
- ISO 14001:2015 – Environmental Management System (Cert. No. 1103E215221)

Your company is also a BIS-certified manufacturer and exporter of PVC products, including marbled, printed, and technical flooring, leather cloth, PVC sheeting, humidity barriers, and geomembranes and holds the following certifications of Bureau of Indian Standards (BIS) certifications for PVC includes:

- IS 3462:1986 – Poly Floor (L. No. 8429686)
- IS 15652:2006 – Electromat (L. No. 8963811)
- IS 15909:2020 – Aqualining (L. No. 8800097117)

Additionally, your company holds the ISI Certification Mark for:

- PVC Geo Membrane for lining – Thicknesses of 0.75 mm, 1.5 mm, and 2.0 mm
- Insulating mat for electrical purpose– Thicknesses of 2.0 mm, 2.5 mm, and 3.0 mm
- Unbacked Flexible PVC Flooring – Thicknesses of 1.5 mm and 2.0 mm

POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION AND OTHER DETAILS

The Company's policy on directors' appointment and remuneration and other matters provided in Section 178(3) of the Companies Act,2013 has been disclosed under Nomination & Remuneration Committee in the Corporate Governance Report which forms part of the Directors' Report.

ANNUAL RETURN

Pursuant to the provisions of 92(3) and Section 134(3) (a) of the Companies, Act,2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the draft Annual Return of the Company for the Financial Year 31st March, 2026 is uploaded on the website of the Company and can be accessed https://www.premierpoly.com/form-MGT-7-2026.pdf

DIRECTORS' RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134(3)(c) of the Companies Act, 2013, your Directors state:-

(I) That in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures ;

(II) That your Directors have selected such accounting policies and applied them consistently and made judgment 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 period ;

(III) That your Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for the assets of your company and for preventing and detecting fraud and other irregularities;

(IV) That your Directors have prepared the annual accounts on a going concern basis ;

(V) That the directors have laid down proper internal financial controls which are followed by the company and that such internal financial controls are adequate and were operating effectively ; and

(VI) That the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

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

DETAILS OF AUDITORS QUALIFICATIONS AND REPLY OF MANAGEMENT

The Auditor's Report for the Financial year 2025-2026 does not have any details of qualifications, reservations or adverse remarks.

PARTICULARS OF EMPLOYEES AND HUMAN RESOURCES

The information as required under Section 197 of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are attached given below

(a) The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year

Non Executive Independent Director	Ratio to median remuneration
Smt. Bhupinder Kaur Marwah	NA
Smt. Mainka Sharma *	NA
Shri Santosh Kumar Dabriwala	NA
Shri Manish Bajoria	NA
Shri Umesh Kumar Agarwalla **	NA

* Smt. Mainka Sharma was appointed as Non Executive Independent Director by the Board with effect from 10-11-2025. Her appointment was confirmed by shareholder through Postal Ballot.

* * Shri Umesh Kumar Agarwalla resigned from the Directorship of the company with effect from 12-01-2026

(b) **The percentage increase in remuneration of each director, Chief Executive Office & Company Secretary in the financial year :**

Smt Bhupinder Kaur Marwah	NA
Shri Santosh Kumar Dabriwalla	NA
Shri Umesh Kumar Agarwalla	NA
Smt. Mainka Sharma	NA
Shri Manish Bajoria	NA
Shri Amitaabh Goenka, Managing Director & CEO	NA
Shri Ram Babu Verma, Executive Director	NA
Shri Mayank Goenka	NA
Ms. Heena Soni, Company Secretary and Compliance Officer	22.22%
Shri Paribesh Kumar Mishra, Chief Financial Officer	6.68%

c) **The percentage increase in the median remuneration of employees in the financial year: 9.24%.**

(d) **The number of permanent employees on the roll of company: 323**

(e) **The explanation on the relationship between average increase in remuneration and company performance:**

On an average, employees received an annual increase of 9.24 %. The individual increments varied from 0.00 % to 41.17 % based on individual performance.

(f) **Comparison of the remuneration of the key managerial personnel against the performance of the company:**

Aggregate Remuneration of Managerial personnel (KMP) in financial year 2025-2026 (Rs. In Lakhs)	273.97
Revenue (Figures in Rupees in Lakhs)	33,890
Remuneration of KMPs (as % of revenue)	0.81
Profit before Tax (PBT) (Figures in Rupees in Lakhs)	4,280
Remuneration of KMPs (as % of PBT)	6.40

(g) **Variation in the market capitalization of the Company, price earnings ratio as at the closing date of the currentfinancial year and previous financial year.**

Particulars	March 31, 2026	March 31, 2025	% Change
Market Capitalization (Rupees in Lakhs)	65,751.84	50,905	29.17
Price Earnings Ratio	3.04	2.48	22.58

(h) **Percentage increase or decease in the market quotations of the shares of the company in comparison to the rat eat which the company came out with the last public offer:**

Particulars	March 31, 2026	1995* (Right cum Public Issue)	% Change
Market Price (BSE) Closing rate	62.59	14.25	339.25
Market Price (NSE) Closing rate	62.77	12.50	402.13

* In the year 2003 the face value of equity share was reduced from Rs.10/- per equity share to Rs.2.50 per equity share in compliance with the Orders of the Hon'ble BIFR. Further pursuant to a resolution passed by the Shareholders of the company in the year 2009, the face value of the equity Shares was changed from Rs.2.50 per equity shares to Rs.5/- per equity share and one equity share was issued against the holding of two equity shares held by a shareholders. Price per share at BSE was Rs.28.50 for paid up face of Rs.10/- each and at NSE was Rs.25/-in the year 1995. These rates were taken at half the price due to change in face value. During the year under review the company has Subdivision of existing Equity Shares from One Equity Share of Rs. 5/- each into Five Equity Shares of Re.1/- each with effect from 05th November,2024.

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

The average annual increase was 09.24%. However, during the year, the total average increase in managerial and key personnel 07.23.%. which is considered to be very reasonable.

(j) Comparison of remuneration of each key managerial personnel against the performance of the company :

Particulars	Shri Amitaabh Goenka, Managing Director & CEO	Shri Ram Babu Verma, Executive Director	Shri Mayank Goenka , Executive Director	Shri Paribesh Kumar Mishra, Chief Financial Officer	Ms Heena Soni Company Secretary & Compliance Officer
Remuneration in FY 2025- 2026 (Rs. In Lakhs)	162.19	16.77	63.77	26.13	5.11
Revenue (Rs. In Lakhs)	33,890	33,890	33,890	33,890	33,890
Remuneration as % of revenue	0.54	0.05	0.19	0.08	0.02
Profit before tax (Rs. In Lakh)	4,280	4,280	4,280	4,280	4,280
Remuneration (as % of PBT)	3.79	0.439	1.49	0.61	0.12

(k) Key parameters for any variable component of remuneration availed by the directors:

There is no variable component involved in the remuneration of Directors. The Directors are being paid remuneration as approved by the shareholders of the company.

(l) The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year:

None

(m) Affirmation that the remuneration is as par the remuneration policy of the company :

The company affirms remuneration is as per the remuneration policy of the company.

(n) The Statement containing particulars of employees as required under Section 197(12) of the Companies Act,2013 readwith Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules,2014 is not applicable as none of the employees of the company is covered under the provisions of the act and rules made thereunder

* Smt. Mainka Sharma was appointed as Non Executive Independent Director by the Board with effect from 10-11-2025. Her appointment was confirmed by shareholder through Postal Ballot.

* * Shri Umesh Kumar Agarwalla resigned from the Directorship of the company with effect from 12-01-2026.

RESEARCH & DEVELOPMENT CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

Particulars regarding conservation of energy, technology absorption and foreign exchange earn-ings and outgo, as prescribed under Section 134(3) (m) of the Companies Act, 2013, are annexed as **Annexure "I"**.

AUDITORS REPORT AND AUDITORS

AUDIT REPORTS

- The Auditors' Report for fiscal Year 2026 does not contain any qualification, reservation or adverse remark. The Auditors' Report is enclosed with the financial statements in this Annual Report.
- The Secretarial Auditors' Report for fiscal Year 2026 does not contain any qualification, reservation or adverse remark.
- The Secretarial Auditors' Report is enclosed as **Annexure II** to the Board's report in this Annual Report.
- As required by the Listing Regulations, the auditors' certificate on corporate governance is enclosed as **Annexure "V"** to the Board's report and report does not contain any qualification, reservation or adverse remark.

AUDITORS

Statutory Auditor

M/s M A R S & Associates, Chartered Accountants (Firm Registration No. 010484N), the Statutory Auditors of the Company, informed the Company that the firm had merged with M/s A D V AND CO LLP, Chartered Accountants (Firm Registration No. 003467N/N500463), with effect from 11th February, 2026, pursuant to the approval granted by the Institute of Chartered Accountants of India (ICAI). Consequent to the said merger, M/s M A R S & Associates ceased to exist as a separate entity and expressed their inability to continue as the Statutory Auditors of the Company.

Accordingly, a casual vacancy arose in the office of the Statutory Auditors of the Company. The Board of Directors, at its meeting held on 16th March, 2026, based on the recommendation of the Audit Committee, appointed M/s A D V AND CO LLP, Chartered Accountants (Firm Registration No. 003467N/N500463), as the Statutory Auditors of the Company to fill the said casual vacancy, subject to the approval of the Members.

The Members of the Company approved the appointment of M/s A D V AND CO LLP, Chartered Accountants, through Postal Ballot on 30th April, 2026, in accordance with the applicable provisions of the Companies Act, 2013 for the financial Year 2025-2026.

Further M/s A D V AND CO LLP, Chartered Accountants has been appointed as statutory auditor of the company for the financial year 2026-2027 by the Board on the recommendation of Audit Committee, subject to the approval of shareholders.

Secretarial Auditor

As required under Section 204 of the Companies Act, 2013 (as amended or re-enacted from time to time) read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 and other applicable provisions, if any, of the Companies Act 2013, M/s Sumit Bajaj & Associates, were appointed as Secretarial Auditor of the company to conduct the secretarial audit of the company for five financial years commencing from 2025-2026 till 2029-2030. The shareholders of the company in the 33rd AGM held in the year 2025 approved the appointment of M/s Sumit Bajaj & Associates for five years.

Internal Auditor

The Company has in place adequate Internal financial control with reference to financial statements. During the year, such control were tested and no reportable material weakness in the design or operations were observed. The Internal Auditor, M/s D D Bansal Associates, Chartered Accountants, directly report to the Audit Committee. M/s D D Bansal Associates, Chartered Accountants, was appointed as Internal Auditor of the company for the financial year 2026-2027 by the Board of Directors of the Company in their Meeting held on May 09, 2026 on the recommendation of Audit Committee.

Cost Accountant

As per the requirements of the Central Government and pursuant to Section 148 of the Companies Act,2013 read with the Companies (Cost Records & Audit) Rules,2014 as amended from time to time your Company is maintaining cost accounting records and get them audited for products(s)/ Service covered under the Cost Records Rules, 2014 for the year ending 31st March 2021 pursuant to section 148(1) of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit & Auditor) Rules, 2014.

On the recommendation of the Audit Committee, The Board of Directors in their Meeting held on May 09, 2026 have appointed M/s Cheena & Associates, Cost Accountants to maintain cost accounting records and certify them for Product(s)/ Services Covered under Cost Records Rules 2014 for the year ending 31st March 2027 at a remuneration of Rs. 55,000/- (Rupee Fifty five Thousand Only) plus GST and out of pocket expenses. A resolution for the approval of remuneration of Cost Auditor forms part of the Notice convening the Annual General Meeting.

CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES

All contracts / arrangements / transactions entered by the Company during the financial year with related parties were in the ordinary course of business and at arm’s length basis. During the year, the Company has not entered into any fresh contract / arrangement / transaction with related parties which could be considered material in accordance with the policy of the Company or materiality of related party transactions. None of the transactions with related parties falls under the scope of Section 188(1) of the Companies Act,2013.Your Directors draw attention of the members to Note 32 to the financial statement which sets out related party disclosures.

Information on transactions with related parties pursuant to clause (h) of sub-section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules,2014 are given in **Annexure “ III”** in Form No. AOC-2 and form integral part of the Directors’ Report.

BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

During the year under review, Shri Mayank Goenka was appointed as Executive Director by the Board with effect from 23-07-2025. His appointment was confirmed by shareholder in the 33rd AGM held on 24th September,2025.

During the year under review, Smt. Mainka Sharma was appointed as Non Executive Independent Director by the Board with effect from 10-11-2025. Her appointment was confirmed by shareholder through Postal Ballot.

Shri Umesh Kumar Agarwalla , Non Executive Director of the company, resigned from the Directorship of the company with effect from 12-01-2026.

Details of re-appointed of whole time Director of the company are as under:-

Shri Ram Babu Verma

Shri Ram Verma (DIN: 08760559) is the Executive Director of the Company since 27th June, 2020 and his last reappointment as Executive Director was approved by the Shareholders in the Thirty Third Annual General Meeting of the company held on 24th September, 2025 for a period of Twelve (12) months under Schedule V of the Companies Act, 2013 with effect from 27th December,2025 till 26th December, 2026 at a remuneration of Rs.90,500/- (Rupees Ninety Thousand Five Hundred only) per month as basic salary plus perquisites admissible under Schedule V to the Companies Act, 2013.

The present term of Shri Ram Babu Verma expires on 26/12/2026 and the next Annual General Meeting of the company would be held on or before 30th September,2027 i.e. in any case after the expiry of his present tenure on 26/12/2026. It is, therefore, proposed to re-appoint Shri Ram Babu Verma as Executive Director of the Company in the ensuing Annual General Meeting for a further period of twelve (12) months with effect from 27/12/2026 under Schedule V to the Companies Act,2013 at the existing basic salary of Rs. 90,500/- (Rupees Ninety Thousand Five Hundred Only) per month plus perquisites as given in the Notice of Thirty Fourth Annual General Meeting.

Shri Ram Babu Verma was appointed pursuant to Sections196,197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) and subject to such other approvals, permissions and sanctions and as per provisions of Article of Association of the Company and subject to the limits specified in Schedule V to the Companies Act,2013.

As per provisions of the Companies Act,2013 any appointment of whole time Director including Executive Directors requires approval of the Shareholders in their General Meeting. Further in case of inadequate profit or no profit Executive Director can be appointed under Schedule V of the Companies Act, 2013 upto a period not exceeding thirty six months without obtaining the consent of the Central Government provided that such approval is accorded by the shareholders by a Special Resolution moved in the Notice for Annual General Meeting. It is, therefore, proposed to pass the Special Resolution approving reappointment of Shri Ram Babu Verma as Executive Director for a term of Twelve (12) months on the Terms and Conditions as specified in the Notice of the Thirty Fourth Annual General Meeting under Schedule V of the Companies Act,2013.The Board of Directors of the company have approved appointment of Shri Ram Babu Verma as Executive Director for Twelve (12) months i.e. upto 26/12/2027 in their Meeting held on May 09,2026 on the recommendation of the Nomination and Remuneration Committee subject to approval by the Members of the company and subject to such other approvals, permissions and sanctions, as may be necessary.

Shri Ram Babu Verma is not a Director in any other company. However, he is member in Share Transfer Committee, Audit Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee of the company. Shri Ram Babu Verma does not holds any equity share of the Company.

Shri Ram Babu Verma is 63 years of age and holds a Bachelor Degree in Science, M.A. in Economics and also MSW (HR & IR). He has experience of around 37 years as an Executive and hence the salary and perquisites proposed to provide to him are considered reasonable. Further the remuneration and perks given in the Notice convening the Thirty Fourth Annual General Meeting are within the prescribed limits of Schedule V of the Companies Act, 2013.

Shri Ram Babu Verma has given his declaration and has confirmed that he has not been convicted of any offence in connection with the promotion, formation and/or management of any company or LLP and has not been found guilty of any fraud or misfeasance or of any breach of duty to any company under this Act or any previous company law in the last five years and that his total directorship in all companies shall not exceed the prescribed number of companies in which a person can be appointed as a director.

The Board of Directors affirms that Shri Ram Babu Verma is not debarred from holding of the office the Director by virtue of any SEBI order and/or any other such authority. In the opinion of the Board Shri Ram Babu Verma is a person of integrity and possesses relevant expertise, competence and experience to hold office of the Director of the Company and his appointment as a Director and an Executive Directors of the company would be beneficial to the Company.

The Board recommends approval of Shri Ram Babu Verma as Executive Director of the company.

Shri Mayank Goenka

Shri Mayank Goenka, (DIN: 08604786) was appointed as an additional Director and Whole-time Director designated as 'Executive Director' of the Company for a period of three consecutive years from 23rd July, 2025 to 22nd July, 2028 and his appointment was approved by the shareholders of the company in their meeting held on 24-09-2025. Furthermore, the appointment of Shri Mayank Goenka was subject to retirement by rotation.

Shri Mayank Goenka, aged 28, is a technocrat holding a professional degree in Engineering from the University of Glasgow. He has also completed a Diploma Programme in International Baccalaureate, along with certifications in SolidWorks, C and Embedded Programming from the University of Glasgow, and foundational training in Robotics and Autonomous Robotics.

He is a member of the Institute of Engineers (India) and has over six years of experience in project management and execution. Shri Mayank Goenka is the son of Shri Amitaabh Goenka, the current Managing Director and CEO of the Company. He does not held any share in the company as on 31/03/2026.

Shri Mayank Goenka has been serving as a Director on the Board of M/s Premier Polyplast & Processors Limited since November,2019.

Shri Mayank Goenka has given his declaration and has confirmed that he has not been convicted of any offence in connection with the promotion, formation and/or management of any company or LLP and has not been found guilty of any fraud or misfeasance or of any breach of duty to any company under this Act or any previous company law in the last five years and that his total directorship in all companies shall not exceed the prescribed number of companies in which a person can be appointed as a director.

The Board of Directors affirms that Shri Mayank Goenka is not debarred from holding of the office the Director by virtue of any SEBI order and/or any other such authority. In the opinion of the Board Shri Mayank Goenka is a person of integrity and possesses relevant expertise, competence and experience to hold office of the Director of the Company and his appointment as a Director of the company would be beneficial to the Company. The Board recommends approval of Shri Mayank Goenka as Director liable to retire by rotation.

DECLARATION BY THE INDEPENDENT DIRECTORS

Independent Directors have submitted their disclosures to the Board that they fulfill all the requirements as stipulated in section 149(6) of the Companies Act,2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act,2013 and the relevant Rules.

STOCK EXCHANGES

The equity shares of your company are listed at BSE Limited and National Stock Exchange of India Limited. The equity shares of the company are traded at these Stock Exchanges. The shares were not suspended from trading by any of the stock exchanges where shares are listed during the period under review.

Name and address of stock exchange	Code No
National Stock Exchange of India Limited, Exchange Plaza", 5 Floor, Plot No. C/1, 'G' Block, Bandra Kulra Complex, Bandra East, Mumbai – 400051.	PREMIERPOL
BSE Limited, Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai- 400001	514354

SUSTAINABILITY AND SOCIAL RESPONSIBILITY INITIATIVES

In alignment with the Government's ongoing efforts and policy focus on promoting a pollution-free environment, the Company has taken proactive steps to transition towards sustainable and renewable sources of energy. During the current financial year, the Company is in the process of adopting Solar Power and Piped Natural Gas (PNG) as alternative sources of energy, in addition to its existing power infrastructure. This transition is expected to reduce the Company's carbon footprint and contribute meaningfully to long-term environmental sustainability.

In addition to its green energy initiatives, the Company continues to actively support social welfare programs through its associated charitable trust. The trust is engaged in various activities promoting the sustainability of nature, including plantation drives, and also supports the distribution of woolen clothing to underprivileged communities and tribal populations in remote regions of Jharkhand. These initiatives reflect the Company's commitment to inclusive growth, environmental care, and community development.

ADDITIONS OF OTHER SOURCES OF POWER/ENERGY

Seeing the Government inclination towards pollution free environment and as per various notifications of Government in this regard, your Company plans to fully switch other sustainable and renewable sources of power/energy such as Solar and PNG energy in addition to available current source of power energy available with the company during the current financial year.

STATEMENT OF DEVIATION OR VARIATION

The company did not issue any shares under Public/Rights and/or preferential Issue during the period under review.

CORPORATE GOVERNANCE

A separate Report on Corporate Governance along with the General Shareholders Information, as prescribed under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations,2015 along with a certificate from the Secretarial Auditors of the Company regarding compliance of the conditions of the Corporate Governance is given in **Annexure "V"** and **Annexure "VI"** respectively and form part of Directors' Report to the Members.

SAFETY, HEALTH AND ENVIRONMENTAL PERFORMANCE

Your Company's commitment towards Safety, Occupational Health and Environment is being continuously enhanced. The Company encourages involvement of all its employees in activities related to safety, including promotion of safety standards. This is also to ensure sustainable business growth. The Company has a well-established Safety, Occupational Health and Environmental Policy which inter alia ensures safety of public, employees, plant and equipment by ensuring compliance with all statutory rules and regulations on regular basis.

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT:

Since the company doesn't fall under requisite criterion of Reporting on Business Responsibility & Sustainability for the Financial Year 2025-2026, the requirement of Reporting on Business Responsibility & Sustainability is not applicable to your company.

EMPLOYEES' STOCK OPTION SCHEME

At present your company does not have any Scheme regarding Employees' Stock Option Scheme pursuant to SEBI (Share Based Employee Benefits) Regulations, 2014.

WHISTLE BLOWER POLICY/VIGIL MECHANISM

The company promotes ethical behavior in all its business activities and has put in place a mechanism for reporting illegal or unethical behavior. The company has a vigil mechanism and whistle blower policy under which the employees are free to report violations of applicable laws and regulations and the code of conduct. The reportable matters are disclosed to the Chairman of Audit Committee.

During the year under review, no employee was denied access to the Audit Committee.

DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013

The Company has constituted Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 to hear and redress the complaints, if any received from women employees.

(a) number of complaints filed during the financial year - Nil
(b) number of complaints disposed of during the financial year - Nil
(c) number of complaints pending as on end of the year - Nil

RISK MANAGEMENT

The company has developed and implemented a Risk Management Policy to identify and mitigate key risks that may threaten the existence of the company.

INSURANCE

The Company has taken the required insurance coverage for its assets against the possible risks like fire, flood, burglary etc.

RECOMMENDATION BY AUDIT COMMITTEE

There were no such instances where the recommendation of Audit Committee has not been accepted by the Board during the financial year under review.

CEO & CFO CERTIFICATE ON CODE OF CONDUCT

The Board has laid down a specific code of Conduct for all Board Members and Senior Management of the Company. All the Board Members and Senior Management Personnel have affirmed compliance with the Code on annual basis. In this regard certificate from CEO and CFO as required under Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has been received by the Board and the same is attached herewith as per **Annexure "VII".**

COMPANY'S POLICY RELATING TO DIRECTORS APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES

A Nomination and Remuneration Committee has been constituted under section 178 of the Companies Act, 2013 for formalization the criteria for determining qualifications, positive attributes and independence of a Directors and recommend to the Board a policy relating to the remuneration for the Directors, Key Managerial Personnel and other employees. Further, the Directors of the Company are being paid remuneration as approved by the Shareholders and Board as per the provisions of the Act and rules made thereunder.

DETAILS OF INDEPENDENT DIRECTORS RETIRED FROM THE DIRECTORSHIP OF THE COMPANY

During the year under review no Independent Director retired from the Directorship of the company. However, Shri Umesh Kumar Agarwalla Resigned from the Directorship of the company with effect from 12-01-2026.

TOTAL FEES PAID TO THE STATUTORY AUDITOR FOR ALL THE SERVICES DURING THE YEAR 2025-2026

The Company has paid a sum of Rs 1,42,992 /- (Rupees One Lakh Forty Two Thousand Nine Hundred Ninety Two only) towards all the services rendered by Statutory Auditor during the financial year 2025-2026.

INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS

The Board has adopted the procedures for ensuring orderly and efficient conduct of its business including adherence to the company's policy, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of accounting record, and timely preparation of financial disclosures. The Internal Auditors, M/s D D Bansal Associates, Chartered Accountants, directly reports to the Audit Committee of the Company

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There were no material changes and commitments affecting the financial position of the company between the end of financial yearto which these financial statements relate and as on the date of this Report except steep fluctuations in the prices of raw material as discussed elsewhere in this report.

FORMAL ANNUAL EVALUATION

The Board of Directors had carried out an annual evaluation of its own performance, Board committees and individual directors pursuant to the provisions of SEBI Listing Obligations and Disclosure Requirements. The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of criteria such as Board composition, structure, Board processes and their effectiveness, information given to the Board etc. The performance of the committees was evaluated by the Board after seeking inputs from the committee members on the basis of criteria such as Committee composition, structure, effectiveness of Committee Meetings etc.

In a separate Meeting of Independent Directors, held on January 12, 2026 performance of Non-Independent Directors, Board as Whole and Chairman of the company was evaluated considering the views of Executive and Non-Executive Directors.

The Board and the Nomination and Remuneration Committee (NRC) reviewed the performance of the individual directors on the basis of criteria such as contribution at meetings, their preparedness on the issues to be discussed etc. Additionally, the Chairperson was also evaluated on key aspects of his role.

DETAILS OF FRAUD

No fraud has been reported/detected for the period under review.

MANAGEMENT DISCUSSIONS AND ANALYSIS

A separate annexure on Management Discussions and Analysis Report is attached as **Annexure "VIII"** forming part of the Director's Report.

DISCLOSURE ON CORPORATE SOCIAL RESPONSIBILITY POLICY

A report on CSR is attached as **Annexure 'IX'** to the Director's Report.

INDUSTRIAL RELATIONS :

The industrial relations remained cordial during the year under review.

PUBLIC DEPOSITS

The Company has not invited or accepted deposits from the public covered under Section 73 of the Companies Act, 2013.

COMPLIANCE WITH THE SECRETARIAL STANDARDS

The Company has complied with the applicable Secretarial Standards as recommended by the Institute of Company Secretaries of India. The Report of Secretarial Auditors of the company on Secretarial standards maintained by the company is attached as **Annexure "II"** for the financial year 2025-2026.

GREEN INITIATIVES IN CORPORATE GOVERNANCE

Ministry of Corporate Affairs has permitted Companies to send copies of Annual Report, Notice etc. electronically to the email Ids of shareholders. Your Company has arranged to send the soft copies of these documents to the registered email IDs of the shareholders, wherever applicable, In case, any shareholder would like to receive physical copies of these documents the same shall be forwarded upon receipt of written request.

SIGNIFICANT AND MATERIAL ORDERS OF REGULATION,COURTS OR TRIBUNALS

During the year under review, the Company received a notice from the National Stock Exchange of India Limited (NSE) regarding non-compliance with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") due to delay in uploading the Integrated Filing (XBRL) containing Related Party Transaction disclosures under Regulation 23(9) of the SEBI Listing Regulations on the NEAPS portal.

The delay occurred due to technical issues encountered on the NSE portal. The Company submitted an application seeking waiver of the penalty imposed; however, the waiver application was not accepted by NSE. Accordingly, NSE imposed a fine of ₹50,000/- vide its order dated 16th February, 2026. The Company has subsequently paid the said fine. The aforesaid matter did not have any material adverse impact on the operations, financial position or performance of the Company.

IMPACT OF THE NEW LABOUR CODES

The four new labour codes—namely, the Code on Wages, 2019; the Code on Social Security, 2020; the Industrial Relations Code, 2020; and the Occupational Safety, Health and Working Conditions Code, 2020—have been evaluated by the Company. As the Company's existing human resource and operational practices are closely aligned with the provisions of these codes, their implementation does not have any material financial impact on the operations.

Furthermore, the actuarial valuation obtained by the Company as of March 31, 2026, which incorporates the revised definition of 'wages' under the new codes, did not identify any significant impact for the inter-valuation period, save for the inclusion of fixed-term employees for gratuity eligibility. The estimated incremental payout in respect of the same, amounting to ₹6,26,785/-, has already been fully factored into the Company's current provisions.

COMPLIANCE WITH THE PROVISIONS OF MATERNITY BENEFIT ACT 1961

The Company affirms that it has duly complied with the provisions of Maternity Benefit Act, 1961.

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

No such event occurred during the period under review, thus no valuation was carried out for the one-time settlement with the Banks or Financial Institutions

CERTIFICATE OF NON DISQUALIFICATION OF DIRECTORS

M/s Sumit Bajaj & Associates, Company Secretaries in Practice, has issued a certificate as required under the Listing Regulations, confirming that none of the directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as director of companies by the SEBI / Ministry of Corporate Affairs or any such statutory authority. The certificate is enclosed with this section as **Annexure "X"**.

ACKNOWLEDGMENT

The Directors wish to place on record their sincere appreciation for the whole-hearted Co-operation received by the Company from Central and State Governments, Kotak Mahindra Bank Limited, Yes Bank Limited and other Government Agencies and look forward to their continuing support. The Directors also record their appreciation for the sincere efforts put in by the employees of the Company at all levels.

Place : New Delhi Date : 18/07/2026 Regd. Office: 305, III Floor, Elite House, 36, Community Centre, Kailash Colony Extension, (Zamroodpur), New Delhi-110048 CIN : L52109DL1992PLC049590	By order of the Board FOR PREMIER POLYFILM LIMITED. Sd/- Amitaabh Goenka Managing Director & CFO DIN: 00061027 Address : "Vrindavan Farm", No. 1, Green Avenue, Behind Sector D-3, Vasant Kunj, Kishangarh, New Delhi 110070	By order of the Board FOR PREMIER POLYFILM LIMITED. Sd/- Bhupinder Kaur Marwah Director DIN: 08399222 Address : "Spring House", No. 3, Green Avenue, Behind Sector D-3, Vasant Kunj, Kishangarh, New Delhi 110070

ANNEXURE - "I"

RESEARCH AND DEVELOPMENT (R& D)

1.	Specific areas in which R&D carried out by the Company	Development of economical formulations for production. Development of various designs and colours of flooring, sheeting & Leather Cloth.
2.	Benefits derived as a result	Continuous development of economical of the manufacturing. By introducing above R&D formulations has helped the company to reduce cost of new range of colour schemes and designs of finished products the Company's products continue to be in demand.
3.	Future plan of action	The Company continues to develop economical formulations for production. The company will consider future plan based on need and availability of funds.
4.	Expenditure on R&D	
	a) Capital	Rs. Nil
	b) Recurring	Rs.3.66 Lakhs approx
	c) Total	Rs. 3.66 Lakhs approx
	d) Total R&D expenditure	0.001 % as a percentage of total turnover

CONSERVATION OF ENERGY

The Company has installed Plant & Machinery at the Unit number II of the Company at Sikandrabad (UP) which saves energy and alsto contributed by reduction on no load losses of energy in transfers and has also installed energy efficient LED Lights.

The Company is in compliance within the prescribed permissible limits for Air and Water emissions, effluent quality and discharge solid and hazardous waste generation and disposed.

TECHNOLOGY ABSORPTION, ADOPTION AND INNOVATION

1.	Efforts, in brief made towards technology& absorption.	No technology has been imported and the company continues to adopt the indigenous technology
2.	Benefits derived as a result of the above efforts e.g. Product improvement, cost reduction of product development import, substitution etc.	The Company has installed laboratory scale calendaring line, first time in India, by which every material is tested on lab scale resulting in deduction of wastage and saving machine time. It gives extra benefits in developing economical formulations within the shortest span of time.

FOREIGN EXCHANGE EARNINGS & OUTGO

		(Rs. In Lakh)
1.	Earnings .	Rs 3,078.08
2.	Outgo	Rs 5,054.21

ANNEXURE - "II"

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024

[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,
Premier Polyfilm Limited
305, 3rd Floor, Elite House,
36, Community Centre,
Kailash Colony Extn.,
Zamroodpur, Delhi- 110048

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

Based on our inspection, verification of 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 on March 31, 2026 has possibly 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 on March 31, 2026 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made there under.

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

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

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

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

- a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; The Company has received disclosures under the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 from the Promoters/Designated Persons, as applicable, and has duly disseminated the same to the Stock Exchanges within the prescribed timelines. The disclosures were verified from the records maintained by the Company and filings made with BSE and NSE.
- b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; The Company has received disclosures under the SEBI (Prohibition of Insider Trading) Regulations, 2015 from the Promoters/ Designated Persons, as applicable, and has duly disseminated the same to the Stock Exchanges within the prescribed timelines. The disclosures were verified from the records maintained by the Company and filings made with BSE and NSE.
- c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (Not applicable to the company during the Audit Period)
- d) The Securities and Exchange Board of India (Share Based Employee Benefits and sweat equity) Regulations, 2021;(Not applicable to the company during the Audit Period)
- e) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
- f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008
- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; (Not applicable to the company during the Audit Period)
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018: (Not applicable to the company during the Audit Period)
- i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

In respect of other laws specifically applicable to the Company, I have relied on information/records produced by the Company during the course of our audit and the reporting is limited to that extent.

In respect of Direct and Indirect Tax Laws like Income Tax Act, Goods & Service Tax Act, Excise & Custom Acts we have relied on the Reports given by the Statutory Auditor of the company.

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

1. Secretarial Standard issued by The Institute of Company Secretaries of India with respect to board and general meetings.
2. Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited.

During the period under review, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, standards etc.

We further report that the Board of Directors of the Company is duly constituted with proper balance of executive directors, non-executive directors and independent directors including one-woman independent director. However, during the year under review following changes occurred:

(a) Shri Mayank Goenka was appointed as Additional director (executive) by the board with effect from July 23,2025 and duly approved by shareholders in the 33rd Annual General Meeting of the company by passing Special Resolution.

(b) Smt. Mainka Sharma was appointed as Non-Executive Independent Director by the Board with effect from November, 10 ,2025. Her appointment was confirmed by shareholder through Postal Ballot.

(c) Shri Umesh Kumar Agarwalla resigned from the Directorship of the company with effect from 12-01-2026.

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

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 and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India, 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.

All decisions of the Board were unanimous and the same are captured and recorded as part of the minutes.

We further report that there is scope to improve the systems and processes in the company and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

During the period, the National Stock Exchange of India Limited (NSE) has levied a penalty of ₹50,000/-(Rupees Fifty Thousand only) for delay in uploading the Integrated Filing (XBRL) containing details of Related Party Transactions pursuant to Regulation 23(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the NEAPS portal. For quarter September 30,2025. Which was duly paid by the Company.

We further report that as informed to us, the Company has undertaken event / action having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

For Sumit Bajaj & Associates
(Practicing Company Secretary)
FRN: S2019DE677200
Sd/ -
Sumit Bajaj
(Proprietor)
C. P. No: 23948
M. No.: 45042

Date: 18.07.2026
Place: New Delhi
UDIN:A045042G000783494

**This report is to be read with our letter of even date which is annexed as Annexure-A forming part of an integral.*

Annexure-A

To,
The Members,
Premier Polyfilm Limited
305, 3rd Floor, Elite House,
36, Community Centre,
Kailash Colony Extn.,
Zamroodpur, Delhi- 110048

Our report is to be read along with this letter.

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

II. 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 record. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

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

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

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

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

For Sumit Bajaj & Associates

(Practicing Company Secretary)
FRN: S2019DE677200
Sd/ -
Sumit Bajaj
(Proprietor)
C. P. No: 23948
M. No.: 45042

Date: 18.07.2026
Place: New Delhi
UDIN:A045042G000783494

ANNEXURE "III"

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 transaction under third proviso thereto

1. Details of contracts or arrangements or transactions not at Arm's length basis.-**NOT APPLICABLE**
2. Details of contracts or arrangements or transactions at Arm's length basis.

(Figures: Rupees in Lakh)

S. No.	Particulars	Details	Details	Details	Details	Details	Details	Details
1.	Name (s) of the related par-ty & nature of rela- tionship	M/s D L Millar & Co. Ltd	M/s Joemi-llar Aquatek India Private Limited	Shree Magniram Baijnath Goenka Charitable Trust	Smt. Indira Goenka	Smt. Manvi Goenka	M/s RMG Polyvinyl India Limited	M/s Premier Polyplast & Processors Limited
2.	Nature of contracts/ arrange-ments/ transaction	Sales of goods 3.85 Lease rent 2.12	Sales of goods = 111.93	CSR Expenses 50.00	Rent paid = 9,54	Rent paid = 3.15	Sales and purchase of goods & services 6,788.83	Interest paid = 3.00 Loan taken and repaid during the year 150
3.	Duration of the contracts/ arrangements/ transaction	Financial year 2025-2026	Financial year 2025-2026	Financial year 2025-2026	Financial year 2025-2026	Financial year 2025-2026	Financial year 2025-2026	Financial year 2025-2026
4.	Salient terms of the contracts or arrangements or transaction including the value, if any	-	-	-	-	–	-	-
5.	Date of approval by the Board.	27-01-2025	27-01-2025	27-01-2025	27-01-2025	27-01-2025	27-01-2025	27-01-2025
6.	Amount paid as advances, if any any	Nil	Nil	Nil	Nil	Nil	Nil	Nil

For Premier Polyfilm Limited
sd/
(Amitaabh Goenka)
Managing Director & CEO

Place: New Delhi
Date :18/07/2026

ANNEXURE – “IV”

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING

[Additional information on Director recommended for appointment / reappointment as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings]

Name of Director	Shri Ram Babu Verma	Shri Mayank Goenka
Date of Birth	11/01/1963	21/02/1998
Age	63	28
Date of re-appointment	27-12-2025	23/07/2025
Relationship with Directors and Key Managerial Personnel	None	He is son of Shri Amitaabh Goenka, Managing Director and CEO of the company.
Expertise in specific functional area	He is looking after General Administration and Personnel Department of the company and is also “Occupier” of the Company.	Shri Mayank Goenka as a member of the team looking after the Company’s new project being established in the state of Tamil Nadu. In addition to it, Shri Mayank shall also be looking after the affairs of Unit No. II of the company situated at Sikandrabad, Uttar Pradesh. With his integrity, substantial expertise, and professional competence
Qualification	Bachelor Degree in Science, M.A. in Economics and also MSW (HR & IR).	Shri Mayank Goenka, is a technocrat holding a professional degree in Engineering from the University of Glasgow. He has also completed a Diploma Programme in International Baccalaureate, along with certifications in Solid Works, C and Embedded Programming from the University of Glasgow, and foundational training in Robotics and Autonomous Robotics.
Board Membership of other listed Companies	None	One company i.e In Premier Polyplast and Processors Limited as a Director
Committees of other public limited companies as on March 31, 2026	Nil	Nil
Number of equity shares held in the Company as at March 31, 2026	Nil	Nil

ANNEXURE – “V”

CORPORATE GOVERNANCE REPORT AND NUMBER OF BOARD MEETINGS AND COMMITTEE MEETINGS OF THE BOARD OF DIRECTORS HELD DURING THE FINANCIAL YEAR

BOARD OF DIRECTORS

Shri Amitaabh Goenka is the Managing Director & Chief Executive Officer of the company. The Board as on 31st March, 2026 consisted of Seven (7) Directors including the Managing Director out of which Smt. Bhupinder Kaur Marwah, Shri Santosh Kumar Dabriwala, Smt. Mainka Sharma and Shri Manish Bajoria Four (4) Independent Directors and out of remaining three (3) Directors Shri Amitaabh Goenka, is promoter Director and Shri Ram Babu Verma is Executive Director and Shri Mayank Goenka , is Executive Director under promoter category. Smt. Mainka Sharma was appointed as Non Executive Independent Director by the Board with effect from 10-11-2025. Her appointment was confirmed by shareholder through Postal Ballot. Shri Umesh Kumar Agarwalla resigned from the Directorship of the company with effect from 12-01-2026.

During the financial year under review, the Board met Six (6) times. The Board Meetings were held on 17th May, 2025, 23rd July,2025,10th November,2025, 26th November,2025,12th January, 2026 and 16th March,2026 the gap between two meetings did not exceed one hundred twenty (120) days. During the year a separate meeting of the independent director was held on 12th January, 2026 interalia to review the performance of non-independent directors and the Board as a whole. The Board periodically reviews compliance reports of all laws applicable to the company. The details of

(1) Composition and Category of Directors,

(2) Attendance of each Director at the Board Meeting and last Annual General Meeting and the Directorship/Membership held by each Director, and

(3) The details of the Board Meetings

(4) Remuneration paid to each Director during the financial year 2025-2026 are as follows :

1. **COMPOSITION AND CATEGORY OF DIRECTORS AS ON 31-03-2026**

CATEGORY	NAME OF DIRECTOR	STATUS	DATE OF APPOINTMENT	DATE OF CESSATION
PROMOTER & GROUP	Shri Amitaabh Goenka	Managing Director & CEO	27-01-2010	NA
	Shri Mayank Goenka	Executive Director	23-07-2025	NA
EXECUTIVE	Shri Ram Babu Verma	Executive Director	27-06-2020	NA
INDEPENDENT	Smt. Bhupinder Kaur Marwah	Non Executive Independent Director	01-04-2019	NA
	Shri Santosh Kumar Dabriwala	Non Executive Independent Director	01-04-2019	NA
	Shri Umesh Kumar Agarwalla	Non Executive Independent Director	28-05-2019	12-01-2026
	Shri Manish Bajoria	Non Executive Independent Director	27-01-2025	NA
	Smt. Mainka Sharma*	Non Executive Independent Director	10-11-2025*	NA

*Smt. Mainka Sharma was appointed as Non Executive Independent Director by the Board with effect from 10-11-2025. Her appointment was confirmed by shareholder through Postal Ballot. .

ATTENDANCE OF DIRECTORS AT BOARD MEETINGS AND THE LAST ANNUAL GENERAL MEETING HELD ON SEPTEMBER 24, 2025, AND DETAILS OF DIRECTORSHIPS AND COMMITTEE POSITIONS IN OTHER COMPANIES AS ON MARCH 31, 2026

Name of Director	No. of Board meetings Held	No. of Board meetings attended	Attendance at the last AGM held on 24th September, 2025	Number of Directorship in other company's Boards as on 31-03-2026	Membership on other Board Committees as on 31-03-2026
Shri Amitaabh Goenka	6	6	Present	1	Member of Corporate Social Responsibility Committee, Share Transfer Committee and Share Allotment Committee
Shri Ram Babu Verma	6	6	Present	0	Member of Audit Committee, Corporate Social Responsibility Committee, Share Transfer Committee Share, Allotment Committee, Internal Control Committee & Stakeholder Relationship Committee
Shri Mayank Goenka	5	5	Present	1	NA
Smt. Bhupinder Kaur Marwah	6	6	Present	0	Chairperson of Audit Committee, Chairperson of Nomination & Remuneration Committee, Chairperson of Stakeholder Relationship Committee and Chairperson of Corporate Social Responsibility Committee
Shri Santosh Kumar Dabriwala	6	5	Present	2	Remuneration Committee, Member of Audit Committee & Stakeholder Relationship Committee
Shri Umesh Kumar Agarwalla*	4	0	Present	8	Member Nomination & Remuneration Committee
Shri Manish Bajoria	6	3	Present	0	NA
Smt. Mainka sharma **	4	4	NA	1	Member Nomination & Remuneration Committee, Audit Committee and Stakeholder Relationship Committee

*Shri Umesh Kumar Agarwalla resigned from the Directorship of the company with effect from 12-01-2026

**Smt. Mainka Sharma was appointed as Non Executive Independent Director by the Board with effect from 10-11-2025. Her appointment was confirmed by shareholder through Postal Ballot.

Note:
Directorships held in foreign companies and partnership firms have not been considered in the above table.
Further, none of the Directors of the Company was a member of more than ten committees or acted as Chairperson of more than five committees across all public companies in which he or she was a Director, in accordance with the provisions of the SEBI (LODR) Regulations, 2015

2. DETAILS OF THE BOARD MEETINGS HELD DURING THE YEAR 1ST APRIL, 2025 TO 31st MARCH, 2026
The number of meetings of the Board of Directors held during the financial year 2025–2026 and the attendance of each Director of Premier Polyfilm Limited at these meetings are summarized in the table below:

Quarter	Date	Shri Amitaabh Goenka	Shri Ram Babu Verma	Smt. Bhupinder Kaur Marwah	Shri Santosh Kumar Dabriwala	Shri Umesh Kumar Agarwalla*	Shri Mayank Goenka	Smt. Mainka Sharma **	Shri Manish Bajoria
April,2025 to June 2025	17-05-2025	Present	Present	Present	Present	Leave of absence	NA	NA	Present
July, 2025 To Sept. 2025	23-07-2025	Present	Present	Present	Present	Leave of absence	Present	NA	Present
Oct., 2025 To Dec, 2025	10-11-2025	Present	Present	Present	Present	Leave of absence	Present	Present	Present
	26-11-2025	Present	Present	Present	Leave of absence	Leave of absence	Present	Present	Leave of absence
Jan.,2026 To March, 2026	12-01-2026	Present	Present	Present	Present	Resigned	Present	Present	Leave of absence
	16-03-2026	Present	Present	Present	Present	NA	Present	Present	Leave of absence

3. DETAILS OF REMUNERATION PAID TO ALL DIRECTORS DURING APRIL, 2025 TO MARCH, 2026

(Figures Rupees in Lakh)

Name of the Director	Sitting Fees	Basic Salary	House Rent Allowance/ Housing Accommodation	Other Allowances	Gas/ Electricity/ Club Fee	Medical	Leave Travel Concession	Leave Encashment Provision	Gratuity Provision	Accidental Insurance Premium	Total
Shri Amitaabh Goenka	-	106.90	42.76	-	-	-	-	12.21	0.32	-	162.19
Shri Ram Babu Verma	-	10.86	4.35	-	-	-	-	1.04	0.52	-	16.77
Shri Mayank Goenka	-	41.45	16.58	-	-	-	-	4.43	1.31	-	63.77
Smt. Bhupinder Kaur Marwah	1.44	-	-	-	-	-	-	-	-	-	1.44

Shri Santosh Kumar Dabri-wala	1.44	-	-	-	-	-	-	-	-	-	1.44
Shri Manish Bajoria	0.24	-	-	-	-	-	-	-	-	-	0.24
Smt. Mainka Sharma	0.56	-	-	-	-	-	-	-	-	-	0.56
Shri Umesh Kumar Agarwalla	-	-	-	-	-	-	-	-	-	-	-
Total	**3.68**	**159.21**	**63.69**					**17.68**	**2.15**	**-**	**246.41**

III. COMMITTEES OF BOARD

A) AUDIT COMMITTEE

The Audit Committee of the Board as on 31-03-2026 consist of Four (4) Directors of the company i.e. Smt. Bhupinder Kaur Marwah, Chairperson of Audit Committee, Shri Santosh Kumar Dabriwala,Smt. Mainka Sharma and Shri Ram Babu Verma, Directors of the Company. Out of these Smt. Bhupinder Kaur Marwah, Shri Santosh Kumar Dabriwala and Smt. Mainka Sharma, are Non Executive Independent Directors, whereas Shri Ram Babu Verma, is Executive Director. During the year under review Smt. Mainka Sharma was inducted as member of the committee with effect from 10-11-2025.

The Audit Committee has been authorized to look after the following major functions:-

i. To recommend for appointment, remuneration and terms of appointment of auditors of the company;

ii. To review and monitor the auditor's independence and performance, and effectiveness of audit process;

iii. To examine the financial statement and the auditors' report thereon;

iv. To approve or any subsequent modification of transactions of the company with related parties;

v. To conduct scrutiny of inter-corporate loans and investments;

vi. To evaluate undertakings or assets of the company, wherever it is necessary;

vii. To evaluate internal financial controls and risk management systems;

viii. To monitor the end use of funds raised through public offers and related matters.

ix. To call for the comments of the auditors about internal control systems, the scope of audit, including the observations of the auditors and review of financial statement before their submission to the Board and to discuss any related issues with the internal and statutory auditors and the management of the company.

x. To investigate into any matter in relation to the items specified in or referred to it by the Board and for this purpose shall have power to obtain professional advice from external sources and have full access to information contained in the records of the company

DETAILS OF THE COMPOSITION, NAMES OF MEMBERS, NUMBER OF MEETINGS HELD, AND ATTENDANCE OF THE AUDIT COMMITTEE FOR THE PERIOD FROM 1st APRIL, 2025 TO 31st MARCH, 2026

During the financial year 2025-2026, there were five (5) Meetings of Audit Committee held and attendance of Members at the meetings were as under: -

Quarter	Date	Smt. Bhupinder Kaur Marwah, (Non-Executive Independent Director)	Shri Ram Babu Verma, (Executive Director)	Smt. Manika Sharma * (Non-Executive Independent Director)	Shri Santosh Kumar Dabariwala (Non-Executive Independent Director)
April,2025 to June 2025	17-05-2025	Present	Present	**NA**	Present
July, 2025 to Sep, 2025	23-07-2025	Present	Present	**NA**	Present

Oct, 2025 to Dec, 2025	10-11-2025	Present	Present	NA	Present
Jan, 2026 to March, 2026	12-01-2026	Present	Present	Present	Present
	16-03-2026	Present	Present	Present	Present

* Smt. Mainka Sharma was inducted as member of the Committee with effect from 10-11-2025.

B) NOMINATION & REMUNERATION COMMITTEE

The Nomination & Remuneration Committee of the Board was formed in compliance with provisions of Section 178 of Companies Act,2013 and Rule 6 and 7 of Companies (Meetings of Board and its Powers) Rules, 2014. The Nomination & Remuneration Committee of the Company as on 31-03-2026 consist of three (3) Directors of the company i.e. Bhupinder Kaur Marwah, Chairperson of the committee, Smt. Mainka Sharma and Shri Santosh Kumar Dabriwala, Directors of the Company as it members. During the year under review Smt. Mainka Sharma was inducted as member of the Committee with effect from 10-11-2025. Shri Umesh Kumar Agarwalla resigned from the directorship of the company with effect from 12-01-2026.

All the Members of the Committee are Non Executive Independent Directors. The Committee has been authorized to look after following major functions:

(1) To identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall carry out evaluation of every director's performance.

(2) To formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.

(3) To ensure that—

(a) the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;

(b) relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and

(c) remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

(d) The policy so framed by the said Committee shall be disclosed in Board's Report to shareholders

DETAILS OF COMPOSITION, NAMES OF MEMBERS, NO. OF MEETINGS HELD AND ATTENDANCE OF NOMINATION & REMUNERATION COMMITTEE DURING THE YEAR 1st APRIL, 2025 TO 31st MARCH, 2026

During the financial year 2025-2026 Two (2) meeting of Nomination & Remuneration Committee was held and attendance of

Members at this meeting were as under:-

Quarter	Date	Smt. Bhupinder Kaur Marwah, Non Executive Independent Director	Shri Santosh Kumar Dabriwala, Non Executive Independent Director	Shri Umesh Kumar Agarwalla,* Non Execu-tive Independent Director	Smt. Mainka Sharma **, Non Executive Independent Director
April, 2025 to June 2025	22-07-2025	Present	Present	Leave of absence	NA
October, 2025 to December, 2025	10-11-2025	Present	Present	Leave of absence	NA

*During the year under review Shri Umesh Kumar Agarwalla resigned from the Directorship and from all the Committees with effect from 12-01-2026.

*** Smt. Mainka Sharma was inducted as member of the Committee with effect from 10-11-2025.

(C) STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee's composition and terms of reference meet with the requirement of the Listing Agreement and provisions of Section 178 of Companies Act, 2013. The Stakeholders Relationship Committee as on 31/03/2026 consist of four (4) Directors of the company, i.e. Smt. Bhupinder Kaur Marwah, Chairperson of Audit Committee, Shri Santosh Kumar Dabriwala Shri Ram Babu Verma and Smt. Mainka Sharma, Directors of the Company. Out of these Smt. Bhupinder Kaur Marwah ,Shri Santosh Kumar Dabriwala and Smt. Mainka Sharma , are Non Executive Independent Directors, whereas Shri Ram Babu Verma, is Executive Director. During the year under review, Smt. Mainka Sharma was inducted as member of the Committee with effect from 10-11-2025

The Committee has been authorized to review all matters connected with company's securities and Redressal of shareholders/ investors/securities holders complaints.

DETAILS OF COMPOSITION, NAMES OF MEMBERS, NUMBER OF MEETINGS HELD AND ATTENDANCE OF STAKEHOLDERS RELATIONSHIP COMMITTEE DURING THE YEAR FROM 1ST APRIL, 2025 TO 31ST MARCH, 2026

During the financial year 2025-2026 Four (4) Meetings of Stakeholders Relationship Committee were held and attendance of Members at these meetings were as under :-

Quarter	Date	Smt. Bhupinder Kaur Marwah, (Non-Executive Independent Director)	Shri Ram Babu Verma, (Executive Director)	Smt. Manika Sharma * (Non-Executive Independent Director)	Shri Santosh Kumar Dabariwala ** (Non-Executive Independent Director)
April,2025 to June 2025	17-05-2025	Present	Present	NA	Present
July, 2025 to Sep, 2025	23-07-2025	Present	Present	NA	Present
Oct, 2025 to Dec, 2025	10-11-2025	Present	Present	NA	Present
Jan, 2026 to March 2026	12-01-2026	Present	Present	Present	Present

* Smt. Mainka Sharma was inducted as member of the Committee with effect from 10-11-2025.

(D) CORPORATE SOCIAL RESPONSIBILITY COMMITTEE (CSR)

The Corporate Social Responsibility Committee was formed in compliance with provisions of Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014. The CSR Committee of the Board as on 31-03-2026 consist of three (3) Directors of the company, i.e. Smt. Bhupinder Kaur Marwah, Chairperson of Committee, Shri Amitaabh Goenka and Shri Ram Babu Verma, Members of the Committee. Smt. Bhupinder Kaur Marwah is non executive Independent Director of the Company and Shri Amitaabh Goenka is promoter director and Shri Ram Babu Verma is the Executive Director of the Company

The CSR policy of the Committee was revised by the Board of Directors their meeting held on 9th February, 2021 in compliance with the new guidelines issued by Ministry of Corporate Affairs and has been made effective with effect from 1st April, 2021. As per new policy the committee has been authorized to look after following major functions :

- Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation including contribution to the Swach Bharat Kosh set-up by the Central Government for the promotion of sanitation and making available safe drinking water;
- Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects;
- Promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centres and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups;
- Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agro forestry, conservation of natural resources and maintaining quality of soil, air and water including contribution to the Clean Ganga Fund set-up by the Central Government for rejuvenation of river Ganga;
- Protection of national heritage, art and culture including restoration of buildings and sites of historical importance and works of art; setting up public libraries; promotion and development of traditional art and handicrafts;
- Measures for the benefit of armed forces veterans, war widows and their dependents, Central Armed Police Forces (CAPF) and Central Para Military Forces (CPMF) veterans, and their dependents including widows;
- Training to promote rural sports, nationally recognised sports, paralympic sports and Olympic sports;
- Contribution to the Prime Minister’s National Relief Fund or Prime Minister’s Citizen Assistance and Relief in Emergency Situations Fund (PM CARES Fund) or any other fund set up by the Central Government for socio economic development and relief and welfare of the schedule caste, schedule tribes, other backward classes, minorities and women;
    (a) Contribution to incubators or research and development projects in the field of science, technology, engineering and medicine, funded by the Central Government or State Government or Public Sector Undertaking or any agency of the Central Government or State Government; and

(b) Contributions to public funded Universities; Indian Institute of Technology (IITs); National Laboratories and autonomous bodies established under Department of Atomic Energy (DAE); Department of Biotechnology (DBT); Department of Science and Technology (DST); Department of Pharmaceuticals; Ministry of Ayurveda, Yoga and Naturopathy, Unani, Siddha and Homoeopathy(AYUSH); Ministry of Electronics and Information Technology and other bodies, namely Defense Research and Development Organisation (DRDO); Indian Council of Agricultural Research (ICAR); Indian Council of Medical Research (ICMR) and Council of Scientific and Industrial Research (CSIR), engaged in conducting research in science, technology, engineering and medicine aimed at promoting Sustainable Development Goals (SDGs

- Rural development projects
- Slum area development.

  Explanation.- For the purposes of this item, the term `slum area' shall mean any area declared as such by the Central Government or any State Government or any other competent authority under any law for the time being in force;
- Disaster management, including relief, rehabilitation and reconstruction activities.

The Company may also undertake such other CSR activities as may be appropriate and prescribed by the Companies Act, 2013 and Rules made thereunder from time to time.

The Company may also undertake such other CSR activities as may be appropriate and prescribed by the Companies Act, 2013 and Rules made thereunder from time to time.

DETAILS OF COMPOSITION, NAMES OF MEMBERS, NO. OF MEETINGS HELD AND ATTENDANCE OF CORPORATE SOCIAL RESPONSIBILITY COMMITTEE DURING THE YEAR 1ST APRIL, 2025 TO 31ST MARCH, 2026

During the financial year 2025-2026 one (1) meeting of Corporate Social Responsibility Committee was held and attendance of Members at this meeting was as under :-

Quarter	Smt Bhupinder Kaur Marwah, Non Executive Independent Director	Shri Ram Babu Verma, Executive Director	Shri Amitaabh Goenka Managing Director & CEO
16-05-2025	Present	Present	Present

COMPLIANCE OFFICER

Smt. Heena Soni is Company Secretary and Compliance Officer of the Company.

NUMBER OF SHAREHOLDERS COMPLAINTS RECEIVED DURING THE PERIOD APRIL 1, 2025 TO MARCH 31, 2026.

Four (4) complaints were received during the period under review. These complaints were resolved immediately.

NUMBER OF COMPLAINTS PENDING WITH THE COMPANY

NIL

NUMBER OF SHARES PENDING FOR TRANSFER

NIL

GENERAL INFORMATION FOR SHAREHOLDERS

REGISTERED OFFICE :	305, III FLOOR, ELITE HOUSE, 36, COMMUNITY CENTRE,KAILASH COLONY EXTENSION, (ZAMROODPUR) NEW DELHI 110 048
PHONE NUMBER	011- 45537559
WEBSITE	www.premierpoly.com
EMAIL	compliance.officer@premierpoly.com

ANNUAL GENERAL MEETING

DAY & DATE	**Thursday, 24th September, 2026**
TIME	**12:15 P.M.**
DATE OF BOOK CLOSING*	**Friday 18/09/2026 to Thursday 24/09/2026 (Both days inclusive)**

*for the purpose of Annual General Meeting & to determine eligible shareholders for the purpose of dividend.

DIVIDEND PAYMENT DATE **23rd October, 2026**

LISTING ON STOCK EXCHANGES	1. National Stock Exchange of India Limited (Scrip Code: PREMIERPOL) 2. BSE Limited (script code: 514354)

FACE VALUE OF SHARES : Face value of fully paid equity share is Rs. 1/- each.

MARKET PRICE DATA :

MARKET PRICE DATA (HIGH & LOW) DURING EACH MONTH OF 2025-2026

MONTH	BSE Ltd.		National Stock Exchange of India Ltd.	
	High	Low	High	Low
April,2025	57.65	57.31	66.00	46.26
May, 2025	69.00	51.01	62.02	51.90
June,2025	55.70	49.00	55.84	48.70
July,2025	60.95	50.14	55.40	50.15
August,2025	55.90	44.74	53.90	44.90
September,2025	50.74	45.30	51.00	45.11
October,2025	54.69	39.50	55.96	55.40
November,2025	51.99	38.00	50.30	38.00
December,2025	46.95	39.13	47.01	38.16
January,2026	58.80	39.39	58.70	39.15
February,2026	61.00	48.30	56.10	48.02
March,2026	66.00	47.41	66.00	46.26

REGISTRAR AND SHARE TRANSFER AGENT (RTA)

Beetal Financial & Computers Services(P)Ltd.
Beetal House, 99, Madangir, Behind Local Shopping Centre, Near Dada Harsukhas Mandir, New Delhi-110062

SHARE TRANSFER SYSTEM

Shares held in the dematerialized form are electronically traded in the Depository. The Registrar and Share Transfer Agents of the company periodically receives from the Depository, details of the beneficiary so as to enable them to update their records and to send all corporate communications, dividend warrants to the shareholders.

DISTRIBUTION OF SHAREHOLDING AS ON 31-03-2026

CATEGORY	NO. OF EQUITY SHARES OF RS.1/- EACH	% OF SHARE HOLDING
Promoters and Promoters group	7,29,24,477	69.62
Banks/FIS	10,64,625	1.02
Corporate Bodies	1,28,50,690	12.27
IEPF	30,94,135	2.95
Individual (Public & NRI)	1,48,08,548	14.14
TOTAL	**10,47,42,475**	**100.00**

Dematerialisation of Shares and Liquidity as on 31st March, 2026

ISIN number of the company is INE309M01020 and shares can be traded at BSE and NSE in dematerialized form. As on 31-03- 2026 , out of total 10,47,42,475 equity shares listed at BSE Limited and NSE Limited 10,25,06,015 (97.86%) equity shares were in dematerialised form and balance 22,36,460 (2.14%) equity shares were in physical form.

WORKS/PLANT LOCATION

UNIT - I

40/1A, Site IV, Sahibabad Industrial Area, Sahibabad Distt. Ghaziabad(U.P.)- 201010

UNIT - II

A-11,12 & 13, Sikandrabad Industrial Area, Sikandrabad, District Bulandshahar, (UP)- 203206

UNIT - III

Plot No A-20, Phase II, SIPCOT Industrial Park, Cheyyar (TN)

ADDRESS FOR CORRESPONDENCE

305, III Floor, Elite House, 36, Community Centre,
Kailash Colony Extension (Zamroodpur), New Delhi 110048

ANNUAL GENERAL MEETINGS

FINANCIAL YEAR	2022-2023	2023-2024	2024.2025
DATE	18-09-2023	16-09-2024	24.09.2025
TIME	2.30 P.M.	3.00 P.M.	3.30 P.M.
VENUE	Through Video Conferencing/ Other Audio Visual Means (VS)	Through Video Conferencing/ Other Audio Visual Means (VS)	Through Video Conferencing/ Other Audio Visual Means (VS)

NOMINATION FACILITY

Section 72 of the Companies Act, 2013 provides inter alia, the facility of nomination to shareholders. This facility is mainly useful for all holders holding the shares in single name.

In case where the securities are held in joint names, the nomination will be effective only in the event of the death of all the holders. Shareholders are advised to avail of this facility.

BENEFITS OF DEMATERIALISATION

Shareholders of the Company who are still holding the shares in physical form are advice to convert their holding into demat form, since the Company's equity shares are under compulsory demat trading.

UNCLAIMED SHARE/AMOUNTS

The Shareholders who have not claimed their Dividend for the year 2018-2019, 2020-2021,2021-2022, 2022-2023, 2023-2024 and 2024-2025 are advised to claim their Dividend otherwise the amount pertaining to financial year 2018-2019 will be transferred to the Investors Education Fund Account in the year 2026 and for other financial year during the year 2028, 2029, 2030, 2031 and 2032 respectively.

GENERAL

Members are requested to quote there folio no./DP & Client ID nos, Email IDs, Telephone numbers for timely investor servicing by the Company/Registrar and Share Transfer Agent. Member holding shares in electronic form are requested to update with their depository participant their email IDs, Bank Particulars (9 digit MICR code) and any change thereof.

DISCLOSURES:

i) Disclosure on materially significant related party transactions i.e. transactions of the Company of material nature with its Promoters, Directors or the Management, or their subsidiaries or relatives that may have potential conflict with the interest of the Company at large.

ii) Details of noncompliance, penalties, structure passed/imposed by SEBI/Statutory Authorities/Stock Exchanges on matters relating to capital markets during the last three years.

During the year under review a Notice for non compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") was received by the company from NSE towards a delay in uploading the Integrated Filing (XBRL) containing Related Party Transaction details under Regulation 23(9) on the NEAPS portal.

As company could not upload the Integrated Filing (XBRL) due to technical glitch of NSE, The submitted an application seeking waiver but the application was not considered in a favouable manner and NSE imposed a a fine of Rs 50,000/- vide its order dated February 16, 2026. The fine has been paid by the company.

The said penalty amount has since been duly paid by the Company.

MEANS OF COMMUNICATION:

The Notice of Board Meetings for consideration of Audited and Unaudited Financial results and the financial results are published in the Financial Express (English) and Jansatta the vernacular (Hindi) Newspaper.

All material information about the company is promptly intimated to the both stock Exchanges where its equity shares are listed and also on company's website.

COMPLIANCE CERTIFICATE

The company has obtained a Certificate from the Secretarial Auditors regarding Compliance of the conditions of Corporate Governance and the same is annexed as **Annexure "VI".**

Place : New Delhi Date : 18/07/2026 Regd. Office: 305, III Floor, Elite House, 36, Community Centre, Kailash Colony Extension, (Zamroodpur), New Delhi-110048 CIN : L52109DL1992PLC049590	By order of the Board FOR PREMIER POLYFILM LIMITED. Sd/- Amitaabh Goenka Managing Director & CFO DIN: 00061027 Address : "Vrindavan Farm", No. 1, Green Avenue, Behind Sector D-3, Vasant Kunj, Kishangarh, New Delhi 110070	By order of the Board FOR PREMIER POLYFILM LIMITED. Sd/- Bhupinder Kaur Marwah Director DIN: 08399222 Address : "Spring House", No. 3, Green Avenue, Behind Sector D-3, Vasant Kunj, Kishangarh, New Delhi 110070

ANNEXURE "VI"

CORPORATE GOVERNANCE CERTIFICATE

[Pursuant to Regulation 34(3) and Schedule V Para E of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,

The Members of

PREMIER POLYFILM LIMITED

Flat No-305, 3rd Floor, Elite House, 36,

Community Centre,

Kailash Colony Extn, Zamroodpur

New Delhi-110048

1. Background

We have been approached by PREMIER POLYFILM LIMITED ("the Company") to examine the compliance with the conditions of Corporate Governance by the Company, as stipulated in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), as amended from time to time, for the financial year from 1st April 2025 to 31st March 2026.

2. Management's Responsibility

The Compliance of conditions of Corporate Governance stipulated in the Listing Regulations is the responsibility of the management. The management shall devise adequate systems, internal controls and processes to monitor and ensure the same.

3. Our Responsibility

Our responsibility is limited to conducting an examination of the systems, internal controls and processes adopted by the Company and implementation thereof to monitor and ensure with the conditions of Corporate Governance and report thereon.

4. Methodology

4.1. In order to conduct our examination, we were provided with the relevant documents and information including explanations, wherever required.

4.2. Our examination was conducted in a manner which provided us with a reasonable basis for evaluating the systems, internal controls and processes adopted by the Company to monitor and ensure compliance with the conditions of Corporate Governance and to certify thereon.

5. Opinion

Based on our examination of the relevant records and documents and the information and explanations provided by the Company, we certify that the Company has complied with the conditions of Corporate Governance as stipulated under the Listing Regulations for the financial year ended 31st March 2026.

However, it is noted that during the year under review the National Stock Exchange of India Limited (NSE) has levied a penalty of ₹50,000/-(Rupees Fifty Thousand only) for delay in uploading the Integrated Filing (XBRL) containing details of Related Party Transactions pursuant to Regulation 23(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the NEAPS portal. For quarter September 30,2025. Which was duly paid by the Company.

6. Disclaimer

6.1. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

6.2. This report is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs.

For Sumit Bajaj & Associates
(Practicing Company Secretary)
FRN: S2019DE677200
Sd/-
CS Sumit Bajaj
(Proprietor)
C. P. No: 23948
M. No.: 45042

Date: 18.07.2026
Place: New Delhi
UDIN: A045042G000783395

ANNEXURE "VII"

CHIEF EXECUTIVE OFFICER (CEO) AND CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION

To,
The Board of Directors of
Premier Polyfilm Limited

We, the undersigned, in our capacity as Chief Executive Officer and Chief Financial Officer of Premier Polyfilm Limited ("the Company"), to the best of our knowledge and belief certify that:

1. We have reviewed the Balance Sheet as at March 31, 2026, Statement of Profit and Loss and the Statement of Cash Flows for the year then ended, and a summary of the significant accounting policies and other explanatory information of the Company, and the Board's report for the year ended March 31, 2026.
2. These statements do not contain any materially untrue statement or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report.
3. The financial statements, and other financial information included in this report, present in all material respects a true and fair view of the Company's affairs, the financial condition, results of operations and cash flows of the Company as at, and for, the periods presented in this report, and are in compliance with the existing accounting standards and/or applicable laws and regulations.
4. There are no transactions entered into by the Company during the year that are fraudulent, illegal or violate the Company's Code of Conduct and Ethics.
5. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
6. We have indicated, based on our most recent evaluation, wherever applicable, to the Auditors and Audit Committee:
    i) Significant changes, if any, in the internal control over financial reporting during the year;
    ii) Significant changes, if any, in the accounting policies made during the year and that the same has been disclosed in the notes to the financial statements; and
    iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having significant role in the Company's internal control system over financial reporting.
7. We affirm that we have not denied any personnel access to the audit committee of the Company (in respect of matters involving alleged misconduct) and we have provided protection to whistle blowers from unfair termination and other unfair or prejudicial employment practices.
8. We further declare that all Board members and senior management personnel have affirmed compliance with the Code of Conduct and Ethics for the year covered by this report.

	For Premier Polyfilm Limited	**For Premier Polyfilm Limited**
	Sd/-	**Sd/-**
Place : New Delhi	**(PARIBESH KUMAR MISHRA)**	**(AMITAABH GOENKA)**
Date : 18-07-2026	**CFO**	**CEO**
	PAN: AMEPM7378R	**DIN: 00061027**

ANNEXURE "VIII"

MANAGEMENT DISCUSSION AND ANALYSIS REPORT (ANNEXURE TO DIRECTORS REPORT)

COMPANY PROFILE AND INDUSTRY & OUTLOOK

The company is engaged in the manufacture of vinyl flooring, sheeting and artificial leather cloth. The products of the company are used for a variety of industrial and consumer applications. Overall growth rate of the market size is more than 10% annually. Encouraged by the results the Company has established another factory at its industrial plot at Sikandrabad Industrial Area, Sikandrabad, District Bulandshahar (UP) to manufacture of Soft Touch Cushion type of Artificial PVC Leather cloth, PVC Sheeting's and Films, Knitted Fabric etc at this unit annually. The units have been in commercial production and barring unforeseen circumstances it is expected that your company well in the current financial year.

The image of the company, built though quality products is the major strength of the company. The company has a significant share of the vinyl flooring, sheeting and artificial leather cloth market and is the quality leader in the vinyl flooring market.

OPPORTUNITIES AND THREATS:

Opportunities:

After commencement of commercial production at Unit II of the company, demand for products of the company have gone up and are likely to go up further during the current financial year and hence the profitability of the company is expected to improve.

Threats and Risk:

Availability of imported finished goods at cheaper rate in the market due to dumping by the foreign companies may adversely affect the profitability of the company.

RISK AND CONCERNS

PVC resin is the most important raw material for the company. Demand for PVC resin in the country has been increasing every year. However, the supply is still not adequate to meet the demand. Further, for certain grade of resin, there are few manufacturers in the country. Hence any disruption in the supply of resin and/or any other raw material may affect the operations of the company adversely.

FINANCIAL PERFORMANCE

Net Turnover for the year was Rs. 33,890/- Lakh which was Rs. 30,139/- Lakh for the previous year. The Cash Profit for the year ended 31st March, 2026 was Rs. 3,656/- Lakh against Cash Profit of Rs. 3,107/- Lakh for the financial year ended 31st March, 2025.

ABRIDGED AUDITED PROFIT AND LOSS ACCOUNT:

(Rs. in Lakhs)

Particulars	March 31, 2026	March 31, 2025
Revenue from Operations	33,890	30,139
Other Income	236	325
Total Income	**34,126**	**30,464**
Total Expenditure	**29,846**	**2,7001**
Profit before Tax (PBT)	**4,280**	**3,463**
Share of profit/ (loss) of Associate/Joint Venture	-	-
Tax Expenses	1,092	863
Profit After Tax (PAT)	**3,188**	**2,600**
Non-Controlling Interests	-	-
Other Comprehensive Income/ (loss)	98	(98)
Adjusted Profit After Tax	**3,090**	**2,502**
EPS (* /share)		
Basic EPS	3.04	2.48
Diluted EPS	3.04	2.48

ABRIDGED AUDITED BALANCE SHEET

(Rs. in Lakhs)

Liabilities	March 31, 2026	March 31, 2025	Assets	March 31, 2026	March 31, 2025
Shareholder Funds	1,059	1,059	Non Current Financial Assets	6,062	5,637
Other equity	13,661	10,728	Non Current Investments	985	1,008
Total Equity (A)	14,720	11,787	Other Non Current Financial As-sets	132	133
Non Current Financial liabilities	-	298	Total Non Current Financial Assets	1,117	1,141
Provision Non Current	473	438	Deferred Tax Assets (Net)	142	136
Deferred Tax Assets (Net)	130	111	Other Non Current Assets	99	31
Total Non Current Liabilities(B)	603	847	Total Non current assets (A)	7,420	6,945
Trade Payable	2,074	1,101	Inventories	5,027	3,198
Other current asset	2,457	2,278	Total current financial Assets	6,980	5,596
Other Current Liabilities	308	433	Other Current asset	735	707
Total Current liabilities (C)	4,839	3,812	Total Current Assets (B)	12,742	9,501
Total equity and liabilities	20,162	16,446	Total Assets (A)+(B)	20,162	16,446
(A)+(B)+(C)	20,162	16,446	Total Liabilities(A)+(B)	20,162	16,446

EXPORT PERFORMANCE

The Company has Exported its products to the tune of Rs.2,779/- Lakh during the current year as against Rs. 3,433/- Lakh during the previous year.

CAUTIONARY STATEMENT

Statement in the Management Discussion & Analysis Report describing companies objectives, projections, estimates and exceptions may constitute “forward and looking statements written the meaning of applicable law and regulation. Actual results might differ materially from those either expressed or implied.

INTERNAL CONTROL SYSTEM AND ADEQUACY

The Company has an adequate internal control system commensurate with its size and nature of its business. Management has overall responsibility for the Company’s internal control system to safeguard the assets and to ensure reliability of financial records.

The Company has a detailed budgetary control system and the actual performance is reviewed periodically and decision taken accordingly.

Internal audit programme covers all areas of activities and periodical reports are submitted to the Management. Audit Committee reviews all financial statements and ensures adequacy of internal control systems. The Company has a well-defined organization structure, authority levels and internal rules and guidelines for conducting business transactions.

MEDIUM-TERM AND LONG -TERM STRATEGY

The Company has successfully navigated through up-to-date technology over the last few years, pivoting and adopting each time to build relevant new capabilities and helping our clients realize the benefits of that new technology. Our responsiveness, agility and adaptability to change have been core to our longevity in the competitive market.

The company would continue to explore ways and means to lower the operating cost by modernization of the equipments, developing new and economical formulations for production and adding new range of products. The company is making all the efforts to increase its market shares both in domestic and in export market by exploring new opportunities through trained manpower and spreading network of dealers and distributors.

Significant changes in the key financial ratios along with explanations: (Changes in more than 25% compared to previous year)

(Figures Rupees in Lakh)

S.No	Name of the Ratio	2025-2026	2024-2025	Change in ratio	% of change
1	Debtor turnover ratio	8.34	7.53	0.81	10.76
2	Inventory turnover ratio	4.53	5.24	(0.71)	(13.62)
3	Interest coverage ratio *	53.99	30.73	23.26	75.69
4	Current ratio	2.63	2.41	0.22	8.25
5	Debt equity ratio**	0.13	0.18	(0.05)	(29.93)
6	Operating margin (%)	12.78	11.75	1.03	8.76
7	Net profit margin (%)	9.34	8.53	0.81	9.45

Explanations for variances exceeding 25%:

Star	Explanation
*	Reduction in Finance Cost & increase in PBT.
**	Reduction in Term Loan Borrowings & Increased in Retained Earnings

HUMAN RESOURCES

The Company appreciate the efforts of its dedicated team of employees. Industrial relations were cordial during the year. The Company accords very high priority to safety in all aspects of its operations. The employees are trained in various aspects of safety. Regular safety audits are conducted to ensure high safety standards.

For Premier Polyfilm Limited

Sd/-

Place: New Delhi
Date : 18/07/2026

(Amitaabh Goenka)
Managing Director & CEO
DIN: 00061027

ANNEXURE "IX"

CORPORATE SOCIAL RESPONSIBILITY ACTIVITY FINANCIAL YEAR 2025-2026

1. **A BRIEF OUTLINE ON CSR POLICY, OF THE COMPANY**

   The scope CSR activities undertaken by the Company are covered under the activities notified under the provisions of the Companies Act, 2013 and CSR Rules made there under including Schedule VII and Companies' (Corporate Social responsibility Policy) Rules, 2014.

   The CSR Policy of the Company has been uploaded on the website of the Company and can be accessed at http://www. premierpoly.com

2. **Composition of CSR Committee**

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Smt. Bhupinder Kaur Marwah (Chairperson)	Non Executive Independent Director	1	1
2	Shri Amitaabh Goenka (Member)	Executive Director	1	1
3	Shri Ram Babu Verma (Member)	Executive Director	1	1

3. (i) 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.

   The CSR Policy together with CSR committee composition, CSR projects of the Company has been uploaded on the website of the Company and can be accessed at http://www.premierpoly.com/CSR-Policy.pdf

   (ii) Whether following has been disclosed on the website of the company in pursuance to the Rule 9 of the companies (CSR Policy)Rules, 2014;

   - Composition of CSR Committee : YES
   - CSR Policy; YES
   - CSR projects approved by the Board; YES

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, if applicable (attach the report). **Not Applicable**

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

Sl. 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	2024-2025	0.00	14,467.00
2	2023-2024	0.00	1,636.00
3	2022-2023	0.00	79,388.00
	Total	0.00	0.00

6. Average net profit of the company as per section 135(5).

In Rupees

Sl. No.	PARTICULARS	FY 2022-2023	FY 2023-2024	FY 2024-2025
1	Profit before tax	15,20,28,486	27,27,41,381	34,63,26,475
2	Net Profit computed u/s 198	14,16,967	15,35,82,258	27,34,13,535
3	Total amount adjusted as per rule 2(1)(h) of the CSR Policy Rules 2014	1,36,805	(-)2,57,931	(-)6,42,295
4	Total Net Profit for section 135 (2-3)	15,35,82,258	27,34,13,535	34,61,12,991

The average net profit of the company for the last financial years is Rs. Rs.25,77,02,928 /-

7. (a) Two percent of average net profit of the company as per section 135(5)

   The Company was required to spend an amount of Rs 51,54,059/- during the financial year 2025-2026 as CSR expenditure for the financial year 2024-2025 during the financial year 2025-2026.

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

(c) Amount required to be set off for the financial year, if any. Rs 14,467/-

(d) Total CSR obligation for the financial year (7a+7b-7c).51,39,592/-

8. (a) CSR amount spent or unspent for the financial year 2025-2026.

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. 51,76,000/-	N.A.	N.A.	N.A.	N.A.	N.A.

Excess amount spent during FY 2025--2026 is Rs 36,408/- which is available for set off in the financial year 2026-2027.

(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	
				State.	District.							
1.	Health Care	Health Care	NO	Bihar	Munger	48 months	1.5cr	50,00,000/-	0	No	Gomati Goenka Matri Sadan a unit of Shree Magniram Baijnath Charitable trust	CSR00002445
	Total						1.5cr	50,00,000/-	0			

(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 VII to the Act.	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 registration number.
1.	Promotion & education of culture	Promotion & education of culture	Yes	New Delhi	NCT of Delhi	1,25,000/-	No	Through Brain Behaviour Research Foundation Of India	CSR00065950
				Haridwar	District Haridwar of Uttrakhand	51,000/-	NO	Through Shree Krishnayan Desi Gaurakhyaa Avan Golokdhm Sewa Samiti, Haridwar	CSR00026574
	Total					**1,76,000/-**			

(a) Amount spent in Administrative Overheads:- Nil

(b) Amount spent on Impact Assessment, if applicable:- NA

(c) Total amount spent for the Financial Year (8b+8c):- 51,76,000.00

(d) Excess amount for set off, if any

Sl. No.	Particular	Amount (in Rs.)
(i)	Two percent of average net profit of the company as per section 135(5)	51,54,059
(ii)	Less : Excess spent in previous year	1,4,467
(iii)	Total amount need to be spent during the FY 2024-2025	51,39,592.00
(iv)	Total amount spent for the Financial Year	51,76,000.00
(v)	Excess amount spent for the financial year [(iii)-(iv)]	36,408.00
(vi)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	0
(vii)	Amount available for set off in succeeding financial years [(v)]	36,408.00

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.	
1.	2024-2025	0	N.A	0	0	0	0
2.	2023-2024	0	N.A	0	0	0	0
3.	2022-2023	0	N.A	0	0	0	0
	Total	**0**	**NA**	**0**	**0**	**0**	0

(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.
1	FY 31.03.2021- 1	Health Care	2020-21	48 months	1.5cr	NA	84,75,678.00	Completed on 31-03-2024
2	FY 31-03-2025-2	Health Care	2025-2026	48 months	1.5cr	37,40,371	37,40,371.00	Commenced during the FY 2024-2025
3	FY 31-03-2025-2	Health Care	2025-2026	48 months	1.5cr	50,00,000	50,00,000	Not yet completed
	TOTAL				4.5 cr	87,40,371	1,72,16,049.00	

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). : **NA**

(a) Date of creation or acquisition of the capital asset(s). : **NA**

(b) Amount of CSR spent for creation or acquisition of capital asset. : **NA**

(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc. : **NA**

(d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset). : **NA**

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**

Sd/- (Executive Director).	Sd/- (Chairman CSR Committee).	Sd/- (Executive Director).

ANNEXURE "X"

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,
The Members of
PREMIER POLYFILM LIMITED
Flat No-305, 3rd Floor, Elite House, 36,
Community Centre, Kailash Colony Extn, Zamroodpur New Delhi-110048

Subject: Certificate pursuant to Clause 10(i) of Part C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Premier Polyfilm Limited (CIN: L52109DL1992PLC049590) ("the Company"), a Listed Public Limited Company incorporated under the provisions of the erstwhile the Companies Act, 2013 whose equity shares are listed on the BSE Limited ("BSE") and National Stock Exchange (NSE), has approached us to issue certificate confirming that none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as director of the Company by the Securities and Exchange Board of India (SEBI or Board)/Ministry of Corporate Affairs or any such statutory authority and based on the individual confirmations received from the Board of Directors of the Company who were in their respective office as on March 31, 2026 viz..

Si. No.	Name of Director	DIN	DIN Status
I.	Shri Amitaabh Goenka	00061027	Approved
II.	Shri Mayank Goenka	08604786	Approved
III.	Shri Manish Bajoriaa	00561825	Approved
IV.	Smt. Bhupinder Kaur Marwah	08399222	Approved
V.	Shri Ram Babu Verma	08760599	Approved
VI.	Shri Santosh Kumar Dabriwala	00044532	Approved
VII.	Smt. Manika Sharma	10543715	Approved

and we certify that, none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority.

This certificate is issued by us only for the purpose of disclosure to be furnished in the Corporate Governance Report of the Company for the financial year ended March 31, 2026, pursuant to Clause 10(i) of Part C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and should not be used for any other purpose.

For Sumit Bajaj & Associates
(Practicing Company Secretary)
FRN: S2019DE677200

Date: July 18, 2026
Place: New Delhi
UDIN: A045042G000783331

Sd/-
CS Sumit Bajaj
(Proprietor)
C. P. No: 23948
M. No.: 45042

INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF PREMIER POLYFILM LIMITED

Report on the Audit of the Standalone Financial Statements

Opinion

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

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

Basis for Opinion

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

Emphasis of Matter

We draw attention to the following matter in the notes to the standalone financial statements:-

i. We draw attention to Note No. 37 to the standalone financial statements regarding an ongoing dispute with GST authorities relating to the tax classification and applicable rate of GST on one of its products, covering the period FY 2017-18 to 17.06.2022. Vide Order-in-Appeal No. GZB/CGST/000/APPL-MRT/671/2025-26 dated 26.02.2026, the Appellate Authority (Addl. Commissioner CGST Appeals, Meerut) has partially allowed the Company's appeal: (i) the invocation of Section 74 (extended period / fraud) has been SET ASIDE; (ii) the classification of the product under HSN 3921 (GST @18%) has been UPHELD; and (iii) the demand has been restricted to FY 2020-21, FY 2021-22 and FY 2022-23 (till 17.06.2022), with the revised confirmed demand standing at ₹ 98.58 Lakhs (plus applicable interest u/s 50 and penalty u/s 73 of the CGST Act). The Company intends to file a further appeal before the Goods and Services Tax Appellate Tribunal (GSTAT). As at the date of this report, the appeal before GSTAT has not been filed; however, the limitation period has not expired, having been extended to 30 June 2026 vide Notification S.O. 4220(E) dated 17.09.2025 issued by the Ministry of Finance under Section 112(1) of the CGST Act, 2017. The demand has accordingly not attained finality. The Company, pending the outcome of the further appeal, continues to treat the confirmed demand of ₹ 98.58 Lakhs as a contingent liability and, based on independent tax advice, has not made any provision in the financial statements. As required under Section 112 of the CGST Act, 2017, the Company had deposited ₹ 18.30 Lakhs as pre-deposit at the first appellate stage (10% of original demand of ₹ 183 Lakhs). At the time of filing the appeal before GSTAT, the Company shall be required to make a further pre-deposit as prescribed under Section 112(8) of the CGST Act, 2017, in addition to the pre-deposit of ₹ 18.30 Lakhs already paid at the first appellate stage under Section 107(6).

Our opinion is not modified in respect of the above matter.

Key audit matters

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

Key Audit Matter	Auditor's Response
KAM 1: Revenue Recognition (Refer Note 20 to the Standalone Financial Statements)	
Revenue from operations for FY 2025-26 is ₹ 33,890.06 Lakhs (PY ₹ 30,139.34 Lakhs), comprising domestic sales ₹ 31,110.61 Lakhs and export sales ₹ 2,779.45 Lakhs. Recognised under Ind AS 115 at point-in-time when control transfers. This is a KAM because: • Revenue constitutes 99.3% of total income • Multiple channels including related-party sales to RMG Polyvinyl India Ltd. (₹ 4,884.67 Lakhs (net of GST)) • Significant risk of year-end cut-off errors • Judgement in determining timing of transfer of control.	Our procedures included: (a) Testing design and operating effectiveness of internal controls over dispatch, shipping documentation and customer confirmations (b) Year-end cut-off testing via dispatch records, lorry receipts and bills of lading (c) Reconciling revenue with GST returns, e-way bills and Form 26AS (d) Sample-based verification of related-party sales to RMG Polyvinyl against invoices, challans and counterparty confirmation (e) Evaluating compliance of disclosures with Ind AS 115. (f) Verifying that the Company has obtained prior approval of shareholders, as required under Section 188 of the Companies Act, 2013 read with applicable SEBI (LODR) Regulations, for the related-party transactions with RMG Polyvinyl India Ltd., and that such transactions were conducted on arm's length basis in ordinary course of business.
KAM 2: GST Dispute – Classification and Contested Demand (Refer Note 37 to the Standalone Financial Statements)	
The Company classifies its PVC Laminated Non-Woven Fabric under HSN 5603 (GST @12%). The GST department alleged classification under HSN 3921 (GST @18%). Original demand of ₹ 183 Lakhs (u/s 74) was partially allowed in appeal: Section 74 set aside; classification under HSN 3921 upheld; revised confirmed demand restricted to ₹ 98.58 Lakhs (FY 2020-21 to 17.06.2022). The Company treats ₹ 98.58 Lakhs as contingent liability (no provision) and intends to appeal before GSTAT. This is a KAM due to: (i) 6% GST rate differential; (ii) classification confirmed at first appellate level; and (iii) potential prospective impact on open periods post 17.06.2022.	Our procedures included: (a) Obtaining and reviewing the SCN, Order-in-Original and Order-in-Appeal No. 671/2025-26 dated 26.02.2026 (b) Examining the Appellate Authority's HSN classification findings and verifying the revised demand of ₹ 98.58 Lakhs (c) Verifying that Section 74 invocation was set aside and demand restricted to FY 2020-21 to 17.06.2022 (d) Verifying correct accounting of the pre-deposit of ₹ 18.30 Lakhs paid at the first appellate stage (10% of original demand of ₹ 183 Lakhs u/s 107(6) CGST Act, 2017), and noting that a further pre-deposit as prescribed under Section 112(8) of the CGST Act, 2017 shall be payable at the time of filing the appeal before GSTAT (e) Evaluating management's contingent liability treatment and adequacy of disclosures in Note 37 under Ind AS 37.

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

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

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

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

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

Responsibilities of Management and Board of Directors for the Standalone Financial Statements

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

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

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

Auditor's Responsibility for the Audit of the Standalone Financial Statements

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

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

- Identify and assess the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to Standalone Financial Statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 (the "Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in "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, based on our audit we report that:

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

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

    c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

    d) In our opinion, the aforesaid Standalone Financial Statements comply with the Ind AS specified under Section 133 of the Act.

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

    f) With respect to the adequacy of the internal financial controls with reference to Standalone Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Standalone Financial Statements.

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

        i. The Company has disclosed the impact of pending litigations on its financial position in its Standalone Financial Statements. Refer Note 37 to the Standalone Financial Statements.

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

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

        iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

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

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

v. As per standalone financial statements

(a) The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with Section 123 of the Act, as applicable.

(b) No interim dividend declared and paid by the Company during the year.

(c) The Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The amount of dividend proposed is in accordance with section 123 of the Act, as applicable. Refer Note 35 to the Standalone Financial Statements

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

vii. The Government of India has notified the four Labour Codes — the Code on Wages, 2019; the Industrial Relations Code, 2020; the Code on Social Security, 2020; and the Occupational Safety, Health and Working Conditions Code, 2020 — effective 21 November 2025, consolidating 29 existing central labour laws. The Company has assessed the impact of the revised definition of ‘wages’ under the Labour Codes on its employee benefit obligations, including gratuity, provident fund, and leave encashment, consistent with the guidance issued by the Institute of Chartered Accountants of India and supported by an updated actuarial valuation as at 31 March 2026. The actuarial valuation obtained by the Company as at 31 March 2026, incorporating the revised definition of ‘wages’ under the Labour Codes, has not identified any significant development during the inter-valuation period except the inclusion of fixed-term employees for gratuity eligibility, the expected payout in respect of which amounting to Rs. 6,26,785/- has already been considered in the provisions made by the Company. Based on its assessment, the management has determined that the impact of the Labour Codes on the Company’s employee benefit obligations is not material to the financial statements. The Company has disclosed the aforesaid assessment in Note 47 to the Standalone Financial Statements. Our examination of the said assessment, performed in accordance with the applicable auditing standards, did not identify any material inconsistency with the information available to us as of the date of this report.did not identify any material inconsistency with the information available to us as of the date of this report.

viii. With respect to the matter to be included in the Auditor’s Report under Section 197(16) of the Act: 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) of the Act which are required to be commented upon by us.

For A D V AND CO LLP
Chartered Accountants
Firm Regn. No. 003467N/N500463

sd/-
CA Vipul Kumar Gupta
Partner
Membership No. 522310
UDIN: 26522310EDLFMJ2764

Date: May 09, 2026
Place: New Delhi

ANNEXURE - A

TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in Paragraph 1 under the Heading of "Report on Other Legal and Regulatory Requirements" of our Report of even date)

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

i. In respect of the Company's Property, Plant and Equipment, right-of-use assets and Intangible Assets:

(a) (A) The company has generally maintained records showing full particulars including quantitative details and situation of Property, plant and equipment and relevant details of right-of-use assets.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) The Company has a program of physical verification of Property, Plant and Equipment and right-of-use assets so to cover all the assets in phased manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain Property, Plant and Equipment were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) Based on our examination of the property tax receipts and lease agreement for land on which building is constructed, registered sale deed / transfer deed / conveyance deed provided to us, we report that, the title in respect of self-constructed buildings and title deeds of all other immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee), disclosed in the financial statements included under Property, Plant and Equipment are held in the name of the Company as at the balance sheet date.

(d) The Company has not revalued any of its Property, Plant and Equipment (including right-of-use assets) and intangible assets during the year.

(e) Based on the information and explanation furnished to us, no proceedings have been initiated during the year or are pending against the Company as at March 31, 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

ii. (a) As explained to us, the inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were 10% or more in the aggregate for each class of inventory.

(b) During the year, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks on the basis of security of current assets. In our opinion, the monthly returns or statements filed by the Company with such banks are in agreement with the books of account of the Company.

iii. Based on our audit procedures and as per the information and explanations given by the management, the Company has not made any investments in, provided any guarantee or security, and 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, and hence reporting under clause (iii) of the order is not applicable.

iv. According to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees and securities provided, as applicable.

v. The Company has not accepted any deposit, within the meaning of sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended) during the year hence, the reporting under clause 3(v) of the order is not applicable.

vi. We have broadly reviewed the books of account maintained by the Company pursuant the rules prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Act and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of the records.

vii. In respect of statutory dues:

(a) According to the information and explanations given to us and according to the books and records as produced and examined by us, the Company has generally been regular in depositing undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities.

There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues in arrears as at March 31, 2026 for a period of more than six months from the date they became payable.

(b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2026 on account of disputes are given below:

Nature of the Statute	Nature of the Dues	Period to which the Amount Relates	Gross Amount (₹ in Lakhs)	Amount paid/ adjusted under protest (₹ in Lakhs)	Forum where dispute is pending
Goods and Service Tax Act, 2017	**Goods and Services Tax**	**FY 2020-21 to 17.06.2022**	98.58*	18.30**	**Goods and Services Tax Appellate Tribunal (GSTAT)***

* The original demand of ₹ 183 Lakhs was raised by the Office of the Assistant Commissioner CGST, Division-VII, Ghaziabad vide Order-in-Original No. 14/AC/CGST/Div-VII/GZB/2024-25 dated 30.01.2025. The Company filed an appeal before the Commissioner, Appellate Authority, CGST (Appeals), Meerut vide Appeal No. 46-CGST/APPL-MRT/GZB/2025-26 dated 25.04.2025. Vide Order-in-Appeal No. GZB/CGST/000/APPL-MRT/671/2025-26 dated 26.02.2026, the Appellate Authority partially allowed the appeal: (a) Section 74 (extended period / fraud) invocation was SET ASIDE; (b) classification under HSN 3921 (GST @18%) was UPHELD; (c) demand restricted to FY 2020-21 to 17.06.2022 with the revised confirmed demand at ₹ 98.58 Lakhs (+ interest u/s 50 and penalty u/s 73). Demand for FY 2017-18, 2018-19 and 2019-20 was DROPPED as time-barred under Section 73. Although the appeal before GSTAT has not been filed as at the date of this report, the limitation period for filing such appeal has not expired, having been extended to 30 June 2026 vide Notification S.O. 4220(E) dated 17.09.2025 issued by the Ministry of Finance under Section 112(1) of the CGST Act, 2017. The Company has expressed a bona fide intention to file the appeal before GSTAT and the demand has accordingly not attained finality. The above amount of ₹ 98.58 Lakhs is therefore disclosed under this clause as a disputed due, being a demand in respect of which the legally available appellate remedy remains open and the Company has stated its intention to avail the same within the prescribed period. The Company continues to treat the matter as a contingent liability under Ind AS 37, based on independent tax advice, and no provision has been made in the financial statements.

** The pre-deposit of ₹ 18.30 Lakhs shown in the table above represents the amount deposited by the Company at the first appellate stage under Section 107(6) of the CGST Act, 2017, being 10% of the original disputed demand of ₹ 183 Lakhs. At the time of filing the further appeal before GSTAT, the Company shall be required to make an additional pre-deposit as prescribed under Section 112(8) of the CGST Act, 2017. The quantum of such additional pre-deposit shall be determined at the time of filing the appeal, based on the legal advice obtained by the Company.

viii. According to the information and explanations given to us and on the basis of our examination of the records of the company, during the year no tax assessments under the Income-tax Act, 1961 (43 of 1961) have been made.

ix. (a) According to the books and records of the Company examined by us, the company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

(b) According to the information and explanation given to us and on the basis of our audit procedure, we report that the company has not been declared willful defaulter by any bank or financial institution or other lenders.

(c) In our opinion, and according to the information and explanations given to us, the term loans have been applied for the purposes for which they were obtained.

(d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

(e) On an overall examination of the financial statements of the company, we report that the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures. Hence, the requirement to report on clause 3(ix)(e) of the Order is not applicable to the Company.

(f) On an overall examination of the financial statements of the company, we report that the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Hence, the requirement to report on clause 3(ix)(f) of the Order is not applicable to the Company.

x. (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.

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

xi. (a) To the best of our knowledge and according to the information and explanations given to us and on the basis of examination of the books and records of the Company, carried out in accordance with generally accepted auditing practices in India, no fraud by the Company or on the Company was noticed or reported during the year.

(b) According to the information and explanations given to 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 including the representation made to us by the management of the Company, no whistle-blower complaints were received by the Company during the year and hence, reporting under clause 3(xi)(c) of the Order is not applicable to the Company

xii. The Company is not a Nidhi company and hence, reporting under clause 3(xii)(a), (b) and (c) of the Order is not applicable to the Company

xiii. According to the information and explanations given by the management, transactions with the related parties are in compliance with Section 177 and 188 of Companies Act, 2013 where applicable and the details thereof have been disclosed in the financial statements, as required by the applicable Accounting Standards.

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

(b) We have considered the reports of Internal Auditor of the Company issued for the period under audit.

xv. In our opinion and according to the information and explanations given to us, during the year, Company has not entered into any non-cash transactions with its directors or persons connected with him and accordingly, the reporting under clause 3(xv) of the Order is not applicable to the Company.

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

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

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

xviii. There has been a resignation of the statutory auditors during the year due to merger and we have taken into consideration the issues, objections or concerns raised by the outgoing auditors.

xix. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and 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 indicating 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.

xx. (a) There are no unspent amounts towards Corporate Social Responsibility (CSR) on other than ongoing projects requiring a transfer to a Fund specified in Schedule VII to the Companies Act in compliance with second proviso to sub-section (5) of Section 135 of the said Act. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable for the year.

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

xxi. The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For A D V AND CO LLP
Chartered Accountants
Firm Regn. No. 003467N/N500463

sd/-
CA Vipul Kumar Gupta
Partner
Membership No. 522310
UDIN: 26522310EDLFMJ2764

Date: May 09, 2026
Place: New Delhi

"ANNEXURE B"

TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

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 **PREMIER POLYFILM LIMITED** ("the Company") as of 31st March 2026 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's and Board of Directors' Responsibilities for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls with reference to Standalone Financial Statements

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

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

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

Opinion

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

For A D V AND CO LLP
Chartered Accountants
Firm Regn. No. 003467N/N500463

sd/-
CA Vipul Kumar Gupta
Partner
Membership No. 522310
UDIN: 26522310EDLFMJ2764

Date: May 09, 2026
Place: New Delhi

BALANCE SHEET AS AT 31ST MARCH,2026

All amounts in Lakhs, unless otherwise stated

DESCRIPTION	Note	AS AT 31ST MARCH,2026	AS AT 31ST MARCH,2025
ASSETS			
Non-current Assets			
Property, Plant & Equipment	3	**4,195.08**	3,755.35
Other Intangible Assets	3.1	**1.23**	-
Right of Use Assets	4	**1,815.26**	1,841.97
Capital Work-in-progress	5	**49.62**	39.30
Financial Assets			
Investments	6.1	**984.95**	1,007.91
Other financial assets	6.2	**131.97**	132.82
Deferred Tax Asset (net)	7	**142.01**	135.79
Other Non-current Assets	8	**99.20**	30.77
Current Assets			
Inventories	9	**5,026.81**	3,198.18
Financial Assets			
Investments	6.1	**1,163.70**	329.75
Trade Receivables	10.1	**4,126.28**	4,004.25
Cash & Cash Equivalents	10.2	**504.39**	1,084.53
Other financial assets	10.3	**1,186.25**	178.03
Other Current Assets	11	**735.35**	707.34
TOTAL ASSETS		**20,162.10**	16,445.99
EQUITY AND LIABILITIES			
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	12	**1,059.01**	1,059.01
(b) Other Equity	13	**13,613.29**	10,680.19
(c) Capital Subsidy		**47.69**	47.69
Liabilities			
Non-Current Liabilities			
Financial Liabilities			
Other financial liabilities	14	-	298.20
Provisions	15	472.47	438.49
Deferred Tax Liability (Net)	7	130.23	111.27
Current Liabilities			
Financial Liabilities			
(a) Trade Payables	16.1	**2,074.45**	1,100.54
(b) Other financial liabilities	16.2	**2,457.02**	2,278.42
Other Current Liabilities	17	**187.43**	301.07
Provisions	18	**65.14**	77.46
Income Tax Liabilities (net)	19	**55.37**	53.65
TOTAL EQUITY AND LIABILITIES		**20,162.10**	16,445.99
SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS	1 & 2		

The accompanying notes form an integral part of the standalone financial statements.
As per our report of even date attached

For **A D V AND CO LLP**
Chartered Accountants
Firm Registration No. 003467N/N500463

for and on behalf of the Board of Directors of **Premier Polyfilm Limited**

Vipul Kumar Gupta
Partner
Membership No. 522310
E-15/144-145, Second Floor,Sector-8, Rohini, Delhi-110085
The 09th day of May, 2026

Heena Soni
Company Secretary
Membership No.A70248
Address: B 51, Jain Mandir Gali Near RAMG Samosa, Veer Savarkar Block, Block B, Mandawali, Delhi-110092

Amitaabh Goenka
Managing Director & CEO
DIN No. 00061027
Address: Vrindavan Farm No. 1, Green Avenue Behind Sector D-3, Vasant Kunj, Kishangarh, New Delhi-110070

Bhupinder Kaur Marwah
Director
DIN No. 08399222
Address: Spring House No 3, Green Avenue Behind Sector D-3, Vasant Kunj, Kishangarh New Delhi-110070

P.Mishra
CFO
PAN No. AMEPM7378R
Address: Flat No. 2, F-Block Alaknanda - Apartment Rampuri - Ghaziabad (U.P)201011

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

All amounts in Lakhs, unless otherwise stated

DESCRIPTION	Note	YEAR ENDED 31ST MARCH, 2026	YEAR ENDED 31ST MARCH, 2025
REVENUE			
Revenue From Operations	20	**33,890.06**	30,139.34
Other Income	21	**235.54**	325.03
TOTAL INCOME		**34,125.60**	30,464.37
EXPENSES			
Cost of Material Consumed	22	**17,351.51**	16,012.51
Purchase of Stock-in-Trade	23	**1,574.82**	849.60
Changes in Inventories of Finished Goods and Work-in-Progress	24	**(304.69)**	(88.51)
Employee Benefits Expenses	25	**3,043.65**	2,684.59
Finance Cost	26	**80.76**	116.49
Manufacturig Expenses	27	**2,159.94**	2,029.63
Administrative and Other Expenses	28	**665.67**	626.57
Selling & Distribution Expenses	29	**572.79**	536.84
Goods and Service Tax		**4,231.86**	3,726.69
Depreciation and amortisation expenses	30	**469.45**	506.69
TOTAL EXPENSES		**29,845.76**	27,001.10
Profit before tax		**4,279.84**	3,463.27
Tax Expenses:-			
Current Tax	7	**1,077.15**	871.63
Deferred Tax	7	**12.75**	(6.24)
Earlier Year		**2.33**	(2.01)
Profit for the period		**3,187.62**	2,599.89
OTHER COMPREHENSIVE INCOME			
Items that will not be reclassified to Profit and Loss			
Changes in Fair Value of FVTOCI Equity Securities/Mutual Fund		**(136.63)**	(102.74)
Re-measurements of post employment benefit obligations		**39.22**	4.29
Other Comprehensive Income for the year		**(97.41)**	(98.45)
Total Comprehensive Income for the year comprising Profit and other Comprehensive Income		**3,090.21**	2,501.44
Basic and Diluted Earnings per Equity Share		**₹ 3.04**	₹ 2.48
Face value per equity share		**₹ 1.00**	₹ 1.00
SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS	1 & 2		

The accompanying notes form an integral part of the standalone financial statements.
As per our report of even date attached

For **A D V AND CO LLP**
Chartered Accountants
Firm Registration No. 003467N/N500463

for and on behalf of the Board of Directors of **Premier Polyfilm Limited**

Vipul Kumar Gupta
Partner
Membership No. 522310
E-15/144-145, Second Floor,Sector-8, Rohini, Delhi-110085
The 09th day of May, 2026

Heena Soni
Company Secretary
Membership No.A70248
Address: B 51, Jain Mandir Gali Near RAMG Samosa, Veer Savarkar Block, Block B, Mandawali, Delhi-110092

Amitaabh Goenka
Managing Director & CEO
DIN No. 00061027
Address: Vrindavan Farm No. 1, Green Avenue Behind Sector D-3, Vasant Kunj, Kishangarh, New Delhi-110070

Bhupinder Kaur Marwah
Director
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Address: Spring House No 3, Green Avenue Behind Sector D-3, Vasant Kunj, Kishangarh New Delhi-110070

P.Mishra
CFO
PAN No. AMEPM7378R
Address: Flat No. 2, F-Block Alaknanda - Apartment Rampuri - Ghaziabad (U.P)201011

CASH FLOW STATEMENT ANNEXED TO THE BALANCE SHEET FOR THE YEAR ENDED 31ST MARCH,2026

All amounts in Lakhs, unless otherwise stated

	DESCRIPTION	Year ended 31st March 2026	Year ended 31st March 2025
A.	**CASH FLOW FROM OPERATING ACTIVITIES**		
	Profit before tax	**4,279.84**	3,463.27
	Adjusted for :		
	Profit on disposal of property, Plant and equipment	**(5.32)**	(6.42)
	Loss on disposal of property, plant and equipment	**-**	-
	Depreciation and amortisation expenses	**469.45**	506.69
	Liabilities written back	**0.09**	-
	Interest expenses on loans	**56.63**	86.86
	Interest income from term deposits	**(79.53)**	(52.88)
	Dividend received	**(3.51)**	-
	Gain/Loss from MF/Equity	**(34.66)**	(175.44)
	Operating profit before working capital changes	**4,682.99**	3,822.08
	Adjusted for :		
	(Increase) / Decrease in trade receivables & other assets	**(122.03)**	(475.25)
	(Increase) / Decrease in Inventories	**(1,828.65)**	(1,174.18)
	(Increase) / Decrease in loans and advances	**(64.89)**	(265.36)
	Increase / (Decrease) in trade and other payables	**1,079.94**	1,131.85
	Cash generated from operations	**3,747.36**	3,214.58
	Tax paid (Net)	**(1,077.76)**	(903.97)
	Net cash from operating activities	**2,669.60**	2,310.61
B.	**CASH FLOW FROM INVESTING ACTIVITIES**		
	Purchase of property, plant and equipment	**(895.14)**	(943.25)
	Disposal of property, plant and equipment	**6.44**	15.31
	Proceeds from term deposit with banks (Net)	**(1,007.36)**	297.61
	Proceeds from Investment in mutal funds, equity & debenures	**(947.63)**	(570.03)
	Interest income	**47.88**	52.70
	Dividend Income	**3.51**	-
	Gain/Loss from MF/Equity	**34.66**	175.44
	Net cash (used in) investing activities	**(2,757.64)**	(972.22)
C.	**C. CASH FLOW FROM FINANCING ACTIVITIES**		
	Proceeds from long term borrowings	**-**	-
	Repayment of long term borrowings	**(278.36)**	(277.65)
	Proceeds from short term borrowings	**150.00**	-
	Repayment of short term borrowings	**(150.00)**	(36.00)
	Interest paid	**(56.63)**	(86.86)
	Dividend and Tax on Dividend paid	**(157.11)**	(157.11)
	Net cash (used in) / from financing activities	**(492.10)**	(557.62)
	Net increase in cash and cash equivalents	**(580.14)**	605.33
	Opening balance of cash and cash equivalents	**1,084.53**	479.20
	Closing balance of cash and cash equivalents	**504.39**	1,084.53
	Note :		
	Cash and cash equivalents comprise :		
	Cash in hand	**2.81**	4.37
	Cash Balance in Broker's Account	**0.60**	343.68
	Balances with banks		
	In current accounts	**57.07**	320.33
	In term deposit accounts	**443.91**	416.15
		504.39	1,084.53

The accompanying notes form an integral part of the standalone financial statements.
As per our report of even date attached

For **A D V AND CO LLP**
Chartered Accountants
Firm Registration No. 003467N/N500463

for and on behalf of the Board of Directors of **Premier Polyfilm Limited**

Vipul Kumar Gupta
Partner
Membership No. 522310
E-15/144-145, Second Floor,Sector-8, Rohini, Delhi-110085
The 09th day of May, 2026

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Company Secretary
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Address: B 51, Jain Mandir Gali Near RAMG Samosa, Veer Savarkar Block, Block B, Mandawali, Delhi-110092

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NOTE – 1 & 2 : NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH. 2026

1) COMPANY INFORMATION

Premier Polyfilm Ltd. is a Company incorporated in India on July , 1992. The Company is engaged in manufacture of vinyl flooring, PVC Sheeting and Artificial leather cloth which are used for a variety of industrial and consumer application.

2) SIGNIFICANT ACCOUNTING POLICIES

Basis of Preparation

(i) Statement of Compliance and basis of preparation

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind ASs) notified under the Companies (Indian Accounting Standards) Rules, 2015.

(ii) Basis of measurement

The financial statements have been prepared on a historical cost basis, except for certain financial assets and financial liabilities that is measured at fair value at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Operating Cycle

Based on the nature of activities of the Company and the normal time between acquisition of assets and their realization in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current

Current and Non-Current Classification

The assets and liabilities in the Balance Sheet are based on current/ non - current classification.

i) An asset as current when it is:

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

All other assets are classified as non - current.

ii) A liability is current when:

1. Expected to be settled in normal operating cycle
2. Held primarily for the purpose of trading
3. Due to be settled within twelve months after the reporting period, or
4. There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are treated as non - current.

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

Cash and cash equivalents (for purpose of Cash Flow Statement)

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition) and highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

Cash flow statement

Cash flows are reported using indirect method, whereby profit before tax reported in the Statement of Profit and Loss is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on available information.

The above Cash Flow Statement has been prepared under the indirect method set out in IND AS - 07 “Statement of Cash Flow” issued by the Central Government under Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013 (Companies Indian Accounting Standard Rules, 2015) and as per amendment notified in March 2017 by the Ministry of Corporate Affairs issued in the Companies (Indian Accounting Standards) (Amendments) Rules, 2017

Capital Work in Progress

All directly attributable project related expenses via civil works,machinery under errction, construction and errection materials, pre operative expenditure net of revenue incidental/attributable to the construction of project, borrowing cost incurred prior to the date of commercial operations are shown under Capital Work in progress. These expenditures are net off corresponding recoveries, if any and income from project specific borrowed surplus funds.

Property, plant and equipment

All the items of property, plant and equipment are stated at historical cost (net off Cenvat credit) less depreciation/ impairment loss, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to Statement of Profit and Loss during the reporting year in which they are incurred.

Intangible assets acquired in business combinations are stated at fair value as determined by the management of the Company on the basis of valuation by expert valuers, less accumulated amortisation. The estimated useful life of the intangible assets and the amortisation period are reviewed at the end of each financial year and the amortisation period is revised to reflect the changed pattern, if any.

Depreciation is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. The estimated useful life is taken in accordance with Schedule II to the Companies Act, 2013 except in respect of the following categories of assets, in whose case the life of the assets has been assessed as under based on technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers warranties and maintenance support, etc.

Intangible assets

Intangible assets acquired separately

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

Derecognition of intangible assets

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in profit or loss when the asset is derecognised.

Financial Assets

Financial assets are recognized when the Company becomes a party to the contractual provisions of the financial instrument and are measured initially at fair value adjusted for transaction costs. All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are generally classified as at fair value through profit and loss (FVTPL). For all other equity instruments, the Company decides to classify the same either as at fair value through other comprehensive income (FVOCI) or fair value through profit and loss (FVTPL). The Classification is made on initial recognisation and is irrecoverable.

Financial Liabilities

All financial liabilities are recognized initially at fair value and transaction cost is attributable to the acquisition of the financial liabilities is also adjusted.

Inventories

i) Raw Materials and Stores and Spares are valued at lower of Cost and net realizable value.
ii) Work-in-progress is valued at actual material cost plus estimated manufacturing cost.
iii) Finished Goods are valued at lower of cost and net realizable value.

Revenue Recognition

Revenue is recognized when it is probable that the economic benefits will flow to the Company and it can be reliably measured .Revenue is measured at the fair value of the consideration received/receivable net of rebate and taxes. Revenue from the sale of goods are recognized upon passing of title to the customers which generally coincides with their delivery.Interst income is recorded using the effective interest rate.

Foreign exchange gains and losses

The functional currency for the Company is determined as the currency of the primary economic environment in which it operates. For the Company, the functional currency is the local currency of the country in which it operates, which is INR.

In preparing the financial statements the Company, transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Treatment of exchange differences

The exchange differences arising on settlement / restatement of long-term foreign currency monetary items are taken into Statement of Profit and Loss.

Employee Benefits

Payments to defined contribution retirement benefit plans are recognised as an expense when employees have rendered service entitling them to the contributions

For defined benefit retirement benefit plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Remeasurement recognised in other comprehensive income is reflected immediately in retained earnings and is not reclassified to profit or loss. Past service cost is recognised in profit or loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Defined benefit costs are categorised as follows:

a. service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
b. net interest expense or income; and
c. remeasurement

The Company presents the first two components of defined benefit costs in profit or loss in the line item 'Employee benefits expense'. Curtailment gains and losses are accounted for as past service costs.

The retirement benefit obligation recognised in the balance sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

Short-term and other long-term employee benefits

A liability is recognised for benefits accruing to employees in respect of wages and salaries in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service.

Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date.

Earnings Per Share

Basic earnings per share is calculated by dividing the net profit / (loss) after tax for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares.

Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

Income Taxes

Tax expense for the year comprises current tax and deferred tax.

Current Tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from ‘profit before tax’ as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company’s current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred Tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries and associates, and interests in joint ventures, except where the Company is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

Impairment of tangible and intangible assets other than goodwill

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest Company of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

Provisions and Contingencies

‘Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

GST input credit

GST input credit is accounted for in the books in the period in which the underlying service received is accounted and when there is reasonable certainty in availing/ utilising the credits.

Segment Reporting

The Company is mainly engaged in manufacturing and sale of Vinyl Flooring, PVC Sheeting and Artificial leather clothes. From the Operations of the Company, it is considered as a single business products and accordingly segment reporting on business segment is not required. The Company has identified its geographical segments based in the areas in which the customers of the company are located. However, it is not feasible to maintain the accounts on the basis of geographical segments. Hence, segment reporting on geographical segments is not prepared.

NON CURRENT ASSETS

All amounts in Lakhs, unless otherwise stated

3: PROPERTY, PLANT & EQUIPMENT

Particulars	Buildings	Road	Plant and Machinery	Furniture and Fixture	Motor Vehicles	Office Equipments	Computer and Data Processing Units	Electric Installation	Total
Gross carrying value									
At April 1, 2024	2,409.06	55.10	4,344.08	14.85	246.03	67.85	30.15	8.00	7,175.12
Additions -	-	-	97.95	0.67	50.73	10.85	2.87	-	163.07
Disposals / adjustments -	-	-	-	-	22.56	-	-	-	22.56
At March 31, 2025	**2,409.06**	**55.10**	**4,442.03**	**15.52**	**274.20**	**78.70**	**33.02**	**8.00**	**7,315.63**
At April 1, 2025	2,409.06	55.10	4,442.03	15.52	274.20	78.70	33.02	8.00	7,315.63
Additions -	519.93	-	304.19	1.35	39.65	11.59	6.13	-	882.84
Disposals / adjustments -	-	-	-	-	19.52	0.95	-	-	20.47
At March,31, 2026	2,928.99	55.10	4,746.22	16.87	294.33	89.34	39.15	8.00	8,178.00
									-
Accumulated depreciation									-
At April 1, 2024	424.62	33.60	2,417.10	9.51	138.58	44.32	22.06	7.89	3,097.68
Depreciation expense -	75.88	5.18	361.90	0.99	28.04	7.38	4.56	-	483.93
Disposals / adjustments -	-	-	-	-	21.32	-	-	-	21.32
At March 31, 2025	500.50	38.78	2,779.00	10.50	145.30	51.70	26.62	7.89	3,560.29
									-
At April 1, 2025	500.50	38.78	2,779.00	10.50	145.30	51.70	26.62	7.89	3,560.29
Depreciation expense -	76.75	4.83	318.33	0.89	27.96	9.18	4.05	-	441.99
Disposals / adjustments -					18.45	0.91			19.36
At March,31, 2026	577.25	43.61	3,097.33	11.39	154.81	59.97	30.67	7.89	3,982.92
									-
Net carrying value as at March. 31, 2026	**2,351.74**	**11.49**	**1,648.89**	**5.48**	**139.52**	**29.37**	**8.48**	**0.11**	**4,195.08**
Net carrying value as at March. 31, 2025	**1,908.56**	**16.32**	**1,663.03**	**5.02**	**128.90**	**27.00**	**6.40**	**0.11**	**3,755.34**

3.1- Other Intangible Assets

All amounts in Lakhs, unless otherwise stated

Particulars	Computer Software
Gross carrying value	
At April 1, 2024	7.37
Additions -	-
Disposals / adjustments -	-
At March 31, 2025	7.37
At April 1, 2025	7.37
Additions -	1.25
Disposals / adjustments -	-
At March 31, 2026	8.62
Accumulated depreciation	
At April 1, 2024	7.32
Depreciation expense -	0.05
Disposals / adjustments -	-
At March 31, 2025	7.37
At April 1, 2025	7.37
Depreciation expense -	0.02
Disposals / adjustments -	-
At March 31, 2026	7.39
Net carrying value as at March 31, 2026	1.23
Net carrying value as at March 31, 2025	-

4: Right of Use Assets:

All amounts in Lakhs, unless otherwise stated

Particulars	Computer Software
Gross carrying value	
At April 1, 2024	**1,244.35**
Additions -	740.88
Disposals / adjustments -	-
At March 31, 2025	1,985.23
At April 1, 2025	1,985.23
Additions -	0.73
Disposals / adjustments -	-
At March 31, 2026	1,985.96
Accumulated depreciation	
At April 1, 2024	120.50
Depreciation expense -	22.76
Disposals / adjustments -	-
At March 31, 2025	143.26
At April 1, 2025	143.26
Depreciation expense -	27.44
Disposals / adjustments -	-
At March 31, 2026	170.70
Net carrying value as at March. 31, 2026	**1,815.26**
Net carrying value as at March. 31, 2025	**1,841.97**

*Depreciation of Rs. 27.44 Lakhs (Previous Year: Rs. 22.76 Lakhs) on ROU assets is included within 'Depreciation and Amortisation Expenses' in Note 30.

NOTE 4: RIGHT-OF-USE ASSETS

(Pursuant to Ind AS 116 — Leases)

A. Accounting Policy

The Company, as a lessee, recognises a Right-of-Use (ROU) asset and a corresponding Lease Liability at the commencement date of every lease arrangement, except for short-term leases and leases of low-value assets.

Right-of-Use Assets are initially measured at cost, comprising the initial amount of the lease liability, any initial direct costs incurred, and an estimate of costs to restore the underlying asset. ROU assets are subsequently carried at cost less accumulated depreciation and accumulated impairment losses. Depreciation is charged on a straight-line basis over the shorter of the estimated useful life of the asset or the lease term.

The Company applies the recognition exemption for short-term leases (lease term of 12 months or less at the commencement date) and leases of low-value assets. Payments on such leases are recognised as an expense on a straight-line basis over the lease term and are disclosed under Note 28 — Administrative and Other Expenses as 'Lease Rent and Maintenance Charges'.

B. Nature of Leasing Arrangements

The Company holds long-term leasehold rights over industrial land at three manufacturing locations allotted by State Government Industrial Development Corporations. Each arrangement conveys the right to control the use of an identified asset for a period of time in exchange for consideration and accordingly qualifies as a lease under Ind AS 116. The details are as follows:

Location / Property Description	Lessor	Lease Term
1. Plot No. 40/1A, Site IV, Sahibabad Industrial Area, Ghaziabad, Uttar Pradesh	UPSIDC	99 years
2. Plot Nos. A-11, A-12 and A-13, Industrial Area, Sikandrabad, District Bulandshahr, Uttar Pradesh — 203206	UPSIDC	99 years
3. Plot No. A-20, SIPCOT Industrial Park, Cheyyar Phase-II, Thiruvannamalai, Tamil Nadu	SIPCOT	99 years

*The leasehold land at Sikandrabad (Plot Nos. A-11, A-12 and A-13, UPSIDC) is subject to a first and pari passu equitable charge in favour of Kotak Mahindra Bank Limited and Yes Bank Limited as security for the Company's credit facilities. Refer Note 14.1.The addition of Rs. 740.88 Lakhs during the Financial year (2024-25) represents the leasehold land allotted by SIPCOT at Cheyyar, Tamil Nadu.

D. Key Assumptions and Judgements

(i) Lease term: The Company has determined the non-cancellable lease term for each UPSIDC and SIPCOT allotment as 99 years from the respective commencement date, having regard to the significant capital investment made, the strategic importance of each manufacturing location, and the absence of any economic incentive to vacate before expiry.

(ii) Short-term and low-value exemptions: The recognition exemptions under Ind AS 116 are applied to: (a) premises and equipment taken on lease for periods of 12 months or less; and (b) office equipment of low individual value. Lease payments of Rs. 12.97 Lakhs (Previous Year: Rs. 9.44 L.akhs) recognised as expense in respect of such arrangements are included in Note 28 — Administrative and Other Expenses under 'other expenses'.

E. Additional Disclosures

(i) There are no sale and leaseback transactions entered into during the current year or the previous year.

(ii) There are no variable lease payments that depend on an index or rate and are excluded from the measurement of lease liabilities.

(iii) There are no lease commitments for leases not yet commenced.

(iv) The Company has not sub-leased any of its Right-of-Use assets.

(v) The total cash outflow in respect of leases during the year comprised lease payments made on long-term UPSIDC and SIPCOT arrangements and short-term lease rent payments of Rs. 12.97 Lakhs (Previous Year: Rs. 9.44 Lakhs).

5-Capital Work in Progress aging Schedule for the year ended March. 31, 2026 and March 31,2025 as follows.

All amounts in Lakhs, unless otherwise stated

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1-2 Years	2-3 Years	More than 3 years	Total
As at March 31,2026					
Building	19.19	-	-	-	19.19
Plant & Machinery	30.43				30.43

Total	49.62	-	-	-	49.62
As at March 31,2025	-	-	-	-	-
Building	39.30	-	-	-	39.30

As on date of the balance sheet , there are no capital work in progress whose completion is overdue or has exceeded the cost, based on approved Plans.

6.1 : INVESTMENTS **All amounts in Lakhs, unless otherwise stated**

NON-CURRENT INVESTMENTS (Trade - Fully Paid up)

A. Investments in Equity instruments at FVTOCI -Unquoted

Name of the company	**Face value per share**	**As at 31.03.2026**		As at 31.03.2025	
		No of Shares	**Book Value**	No of Shares	Book Value
Eco Friendly Food Processing Park Ltd	**1.00**	200,000	2.25	200,000	2.25
			2.25		**2.25**

B. Investments in Equity instruments at FVTOCI -Un Quoted

Name of the company	**Face value**	**As at 31.03.2026**		As at 31.03.2025	
		No of Shares	**Book Value**	**No of Shares**	**Book Value**
AMP Energy Green Thirteen P.Ltd*	**10.00**	99,273	9.93	99,273	9.93
AMP Energy C & I P.Ltd*	**10.00**	8,727	0.87	8,727	0.87
			10.80		**10.80**

C. Investments in Compulsorily Convertible Debentures: Un quoted

Name of the company	**Face value**	**As at 31.03.2025**		As at 31.03.2024	
		No of Shares	**Book Value**	**No of Shares**	**Book Value**
AMP Energy Green Thirteen P.Ltd*	1,000.00	9,720	97.20	9,720	97.20
			97.20		**97.20**

D. Investments in Mutual Funds - Quoted

Name of the company	**Face value**	**As at 31.03.2026**		As at 31.03.202	
		No. of Unit	**Book Value**	**‘No.of Shares**	**Book Value**
PGIM India Flexi Cap Fund-Regular Plan-Growth		1,03,333.47	26.00	1,03,333.47	26.00
Nippon India Focused Equity Fund-Growth Plan Growth Option		32,497.39	25.00	32,497.39	25.00
SBI Balanced Advantage Fund-Regular growth		4,99,975.00	50.00	4,99,975.00	50.00
ICICI Prudential Business Cycle Fund Growth		-	-	1,46,334.15	30.00
ICICI Prudential Multi Asset Fund-Growth		5,567.89	35.00	5,567.89	35.00
ICICI Prudential Multi Asset Fund-Growth		5,099.18	25.00	5,099.18	25.00

All amounts in Lakhs, unless otherwise stated

Name of the company	Face value	As at 31.03.2026		As at 31.03.202	
SBI Enery Opportunities Fund-Regular Plan-Growth		-	-	5,99,970.00	60.00
SBI Gold Fund-Regular Plan		3,80,941.07	75.00	3,80,941.07	75.00
Tata Multi Asset Opportunities Fund-Regular Plan-Growth		3,72,826.32	75.00	3,72,826.32	75.00
ICICI Prudential Bharat Consumption Fund		-	-	4,11,332.79	100.00
Motilal Oswal Nifty India Defence Index fund		20,53,405.75	186.00	9,99,950.00	100.00
Bandhan Nifty Alpha 50 Index Fund		13,29,738.34	201.00	13,29,738.34	201.00
SBI Enery Oppertunities Fund		-	-	2,59,871.27	30.00
SBI Contra Fund		9,105.11	35.00	9,105.11	35.00
TOTAL OF NON-CURRENT INVESTMENTS			**843.25**		**977.25**
Aggregate amount of book value of Quoted Investments*			733.00		867.00
Aggregate amount of book value of Unquoted Investments			110.25		110.25
			843.25		**977.25**
Aggregate amount of market value of quoted Investments			860.53		883.49
Aggregate amount of market value of Unquoted Investments			124.42		124.42
			984.95		**1,007.91**

*Market value of Investment in “Eco Friendly Food Processing Park Ltd” shares taken at it’s last trading price in BSE.Presently trading activities suspended by BSE.

CURRENT INVESTMENTS (Trade - Fully Paid up)

A. Investments in Mutual Funds - Quoted

Name of the Mutual Fund	As at 31.03.2026	As at 31.03.2025
	Book Value	**Book Value**
Equity	1,221.12	-
ETFs	192.54	332.03
TOTAL OF CURRENT INVESTMENTS	**1,413.66**	**332.03**
Aggregate amount of book value of Quoted Investments	1,413.66	332.03
Aggregate amount of book value of Unquoted Investments	-	-
	1,413.66	**332.03**
Aggregate amount of market value of quoted Investments	1,163.70	329.75
Aggregate amount of market value of Unquoted Investments	-	-
	1,163.70	**329.75**

6.2- Other Financial Assets
(Unsecured and considered good, unless otherwise stated)

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Security Deposits with Government Authorities and Others	131.47	131.46
Term deposits with more than 12 months maturity.	0.50	1.36
TOTAL	**131.97**	**132.82**

7 - Income Tax

All amounts in Lakhs, unless otherwise stated

Income Tax expense in the statement of profit and loss consists of

PARTICULARS	For the year ended	
	March 31,2026	March 31,2025
Current Income Tax	1,077.15	871.63

Tax for earlier years	2.33	(2.01)
Deffered Tax	12.75	(6.24)
Income Tax expense recognised in the statement of Profit and Loss	**1,092.23**	**863.38**

The Reconciliation between the provision of income tax of the Company and amounts computed by applyingh the Indian Statutory income tax rate to profit before taxes is as follows.

PARTICULARS	For the year ended	
	March 31,2026	March 31,2025
Profit before Tax	4,279.84	3,463.27
Enacted income tax rate in India	25.168%	25.168%
(Basic +Cess)		
Computed expected tax expense	1,077.15	871.63
Effect of:		

7 - DEFERRED TAX

Deferred tax assets/liabilities as on March, 2026 in relation to

PARTICULARS	As at April 1, 2025	Recognised in profit & Loss	Recognised in Other Comprehensive income	As at March 31, 2026
Deferred Tax Assets:				
Defined benefit obligations	129.85	5.45		5.45
Provision for employee benefits	5.94	0.76		0.76
Total	135.79	6.21		6.21
Deferred Tax Liabilities:				
Property , Plant & Equipment	111.27	18.96		130.23
Total	111.27	18.96		130.23
Recognised in profit and loss		**12.75**		

Deferred tax assets/liabilities as on March 31, 2025 in relation to

PARTICULARS	As at March 31, 2024	Recognised in profit & Loss	Recognised in Other Comprehensive income	As at March 31, 2025
Deferred Tax Assets:				
Defined benefit obligations	114.55	15.30	-	129.85
Provision for employee benefits	6.06	(0.12)	-	5.94
Total	**120.61**	**15.18**	**-**	**135.79**
Deferred Tax Liabilities:				
Property , Plant & Equipment	102.33	8.94	-	111.27
Total	**102.33**	**8.94**	**-**	**111.27**
Recognised in profit and loss		**(6.24)**		

8- : OTHER NON-CURRENT ASSETS

All amounts in Lakhs, unless otherwise stated

(Unsecured, Considered Good, unless otherwise stated)

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Capital Advances	80.56	27.42
Pre Operative Expenses	18.64	3.35
TOTAL	**99.20**	**30.77**

9-: INVENTORIES

(At lower of cost or net realisable value)

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Raw Materials	**3,383.58**	2,035.90
Work-in-Progress	**89.40**	86.29
Finished Goods	**979.33**	677.75
Stores and Spares	**574.50**	398.24
TOTAL	**5,026.81**	**3,198.18**

10.1: TRADE RECEIVABLES (Unsecured)

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Trade Receivables Considered good	4,126.28	4,004.25
Trade Receivables Considered Doubtful	-	-
TOTAL	**4,126.28**	4,004.25

Trade receivable aging schedule for the year ended as on March 31,2026 and March 31,2025:

As at March 31.2026

PARTICULARS	Not Due	Less than 6 months	6 months to 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Undisputed Trade receivables -Considered good	-	3,819.90	182.69	60.92	6.65	20.28	4,090.44
Disputed Trade receivables -Considered good	-	-	-	6.53	29.31	-	35.84
Total Trade Receivable	**-**	**3,819.90**	**182.69**	**67.45**	**35.96**	**20.28**	**4,126.28**
As at March 31,2025							
Undisputed Trade receivables -Considered good	-	3,848.15	18.00	38.66	15.07	26.55	3,946.43
Disputed Trade receivables -Considered good	-	-	28.52	29.30	-	-	57.82
Total Trade Receivable	**-**	**3,848.15**	**46.52**	**67.96**	**15.07**	**26.55**	**4,004.25**

10.2: CASH AND CASH EQUIVALENTS

All amounts in Lakhs, unless otherwise stated

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Balances with Banks		
- In Current Accounts	3.28	231.02
- In EEFC Account	32.64	66.17
-Balances with Bank in Unpaid Dividend Accounts	21.15	23.14

Cash in Hand	2.81	4.37
Others:		
- In Term Deposit with maturity period within three months from the reporting date	443.91	416.15
- Cash Balance in Broker's Accounts	0.60	343.68
TOTAL	**504.39**	**1,084.53**

10.3: OTHER FINANCIAL ASSETS

PARTICULARS	**As at 31.03.2026**	As at 31.03.2025
Term Deposits with Bank		
- In Term Deposit under lien with maturity period within three months from the reporting date	58.93	108.85
- In Term Deposit having original maturity period more than three Month but less than twelve months.	1,085.64	64.58
- In Term Deposit having original maturity period more than three Month but less than twelve months under lien.	41.68	4.60
TOTAL	**1,186.25**	178.03

11: OTHER CURRENT ASSETS

PARTICULARS		**As at 31.03.2026**		As at 31.03.2025
Advances (Unsecured - considered good)		524.05		621.53
Interest Accrued but not due				
On Term Deposit	63.33		31.68	
On Security Deposit	1.50	64.83	1.50	33.18
Prepaid/Advance against Expenses		18.34		7.63
Others **		128.13		45.00
TOTAL		**735.35**		**707.34**

** Included Balances with Government authorities.

12 : EQUITY SHARE CAPITAL

Particulars	**As at 31.03.2026**		**As at 31.03.2025**	
	Number	**Amount**	**Number**	**Amount**
Authorised Capital				
Equity Shares of ₹ 1 each	15,00,00,000	1,500.00	15,00,00,000	1,500.00
(Previous Year ₹ 5 each)				
Issued Capital				
Equity Shares of ₹ 1 each fully paid up				
As per Last Balance Sheet	10,70,75,000	1,070.75	10,70,75,000	1,070.75
(Previous Year ₹ 5 each fully paid up))				
Subscribed Capital				
Equity Shares of ₹ 1 each fully paid up				
As per Last Balance Sheet	10,70,59,100	1,070.59	10,70,59,100	1,070.59

Particulars	As at 31.03.2026		As at 31.03.2025	
	Number	Amount	Number	Amount
(Previous Year ₹ 5 each fully paid up))				
Paid up Capital				
Equity Shares of ₹ 1 each fully paid up				
At the beginning and at the end of the year				
(Previous Year ₹ 5 each fully paid up))	10,47,42,475	1,047.43	10,47,42,475	1,047.43
Forfeited Shares				
As per Last Balance Sheet	23,16,625	11.58	23,16,625	11.58
TOTAL		**1,059.01**		**1,059.01**

Note:

In past years the Company has forfeited 2316625 (Previous year 2316625) equity shares and Right cum public Issue of Company was under subscribed by 15900 (Previous year 15900) equity Shares due to which the Paid up Capital is less than Issued Capital

12.1 Shareholders holding more than 5% of the equity shares in the Company

Name of the Shareholder	As at 31.03.2026		As at 31.03.2025	
	% holding	Number of shares of the Company held by the shareholder	% holding	Number of shares of the Company held by the shareholder
DL Millar & Co Ltd	**14.25**	**1,49,29,752**	13.16	1,37,88,810
Premier Polyplast & Processors Limited	**13.75**	**1,44,05,177**	13.07	1,36,91,022
Sri Vishvanath Enterprises Limited	**19.61**	**2,05,43,885**	19.61	2,05,43,885
Amitaabh Goenka	**11.60**	**1,21,45,122**	11.60	1,21,45,122
Sanghai Holdings Private Limited	**11.18**	**1,17,12,768**	12.87	1,34,80,534

12.2 Details of Shareholding of Promoters

Name of the Shareholder	As at 31.03.2026		As at 31.03.2025		Changes during the Year	
	% holding	Number of shares of the Company held by the shareholder	% holding	Number of shares of the Company held by the shareholder	% holding	Number of shares of the Company held by the shareholder
Shri Amar Nath Goenka	**5.32**	**55,70,019**	2.75	28,77,926	2.57	26,92,093
Shri Amar Nath Goenka (HUF)	**0.00**	**-**	2.55	26,71,645	(2.55)	(26,71,645)
Smt. Indira Goenka	**4.81**	**50,39,125**	4.81	50,39,125	(0.00)	-
Shri Arvind Goenka	**0.05**	**52,495**	0.05	52,495	(0.00)	-
Shri Amitaabh Goenka	**11.60**	**1,21,45,122**	11.60	1,21,45,122	0.00	-

12.3. Rights, preferences and restrictions attached to the Equity Shares

The Equity Shares of the Company, having par value of ₹ 1.00 per share, rank pari passu in all respects including voting rights and entitlement to dividend.In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company, after distribution of prefential amounts.The distribution will be in proportion to the number of equity shares held by the share holders

12.4 : STATEMENT OF CHANGES IN EQUITY

Equity Share Capital	Rs. in Lacs
As at 31st March,2025	1,059.01
Changes in Equity Share Capital	-
As at 31St, March,2026	1,059.01
Changes in Equity Share Capital	-

13 : OTHER EQUITY

PARTICULARS	Reserve and Surplus			Other Reserve FVTOCI		
	Security Premium	General Reserve	Retained earnings	Instruments	Employee benefits	Total
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
As at 31St March 2024	845.74	2,800.00	4,592.70	89.06	8.36	8,335.86
Profit for the year	-	-	2,599.89	-	-	2,599.89
Other Comprehensive Income	-	-	-	(102.74)	4.29	(98.45)
Inter head transfer			(42.05)	42.05		
Dividend Paid	-	-	(157.11)	-	-	(157.11)
Transfer to General reserve	**-**	**400.00**	**(400.00)**	**-**	**-**	**-**
As at 31St March 2025	845.74	3,200.00	6,593.43	28.37	12.65	10,680.19
Balance as at 31St March 2025	845.74	3,200.00	6,593.43	28.37	12.65	10,680.19
Profit for the year	-	-	3,187.62	-	-	3,187.62
Other Comprehensive Income	-	-	-	(136.63)	39.22	(97.41)
Inter head transfer						
Dividend Paid	**-**	**-**	**(157.11)**	**-**	**-**	**(157.11)**
Transfer to General reserve	**-**	**400.00**	**(400.00)**	**-**	**-**	**-**
As at 31st March,2026	**845.74**	**3,600.00**	**9,223.94**	**(108.26)**	**51.87**	**13,613.29**

Security Premium Reserve

Security Premium Reserve is used to record the premium on issue of shares & utilised in accordance with the provisions of the Act.General Reserve

General Reserve represents appropriation of retained earnings and are available for distribution to shareholders.

Retained Earnings

Retained Earnings represents accumulated earnings of the Company & are available for distribution to Shareholders.

Other Reserve FVTOCI

Equity Instruments:

The Company has elected to recognise changes in the fair value of certain investments in equity securities in other comprehensive income. These changes are accumulated within the FVTOCI reserve within equity

Employee benefits

It represents cummulative component of defined benefit costs recgnised in Profit & Loss under OCI.

14 : OTHER FINANCIAL LIABILITIES

All amounts in Lakhs, unless otherwise stated

PARTICULARS	As at 31.03.2026		As at 31.03.2025	
	Current Maturities	Non Current Maturities	Current Maturities	Non Current Maturities
Term Loan from Bank	**298.98**	**-**	279.15	298.20
TOTAL	**298.98**	**-**	279.15	298.20

14.1 Security for the credit facilities granted by Kotak Mahindra Bank & Yes Bank as follows:-

A. First and pari passu charge of Kotak Mahindra Bank and Yes Bank on hypothecation over all existing and future current assets, moveable assets, moveable fixed assets of the company.

B. First and pari passu equitable charge of Kotak Mahindra Bank and Yes Bank on :-

1 Leasehold Industrial Property at Plot No. A-13, UPSIDC Industrial Area, Sikandrabad Distt. Bulandshahar, U.P. 203206,

2 Leasehold Industrial Property at A-11 & A-12 UPSIDC Industrial Area, Sikandrabad Distt. Bulandshahar, U.P. 203206,

C. Personal Guarantees of Sh. Amitaabh Goenka.

14.2 Repayable in equated monthly installments upto 5 year period from the month following the end of moratorium period of 12 months and carries a floating rate of interest Repo Rate +2.50%per annum

Repayment Schedule of Term Loan (Non Current Portion)

In the Second year	-	298.20
	-	298.20

15 : PROVISIONS - LONG TERM

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Provision for Employee Benefits		
Retirement Benefits	**472.47**	438.49
TOTAL	**472.47**	438.49

16.1 : TRADE PAYABLES

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Outstanding dues of micro and small enterprises	**386.67**	179.87
Outstanding dues of creditors other than micro and small enterprises	**1,687.78**	920.67
TOTAL	**2,074.45**	1,100.54

Trade Payable aging schedule for the year ended as on March 31,2026 and March 31,2025:

PARTICULARS	Outstanding for the following periods from due date of payment					
	Not Due	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
As at March 31,2026						
Outstanding Dues for MSME	386.67	-	-	-	-	386.67
Others		1,671.68	0.87	0.53	14.70	1,687.78
Total	**386.67**	1,671.68	0.87	0.53	14.70	**2,074.45**
As at March 31,2025						
Outstanding Dues for MSME	179.87	-	-	-	-	179.87
Others	-	905.91	0.61	8.47	5.68	920.67
Total	**179.87**	**905.91**	**0.61**	**8.47**	**5.68**	**1,100.54**

16.2: OTHER FINANCIAL LIABILITIES

All amounts in Lakhs, unless otherwise stated

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Cash Credit Facility *	1,249.76	1,536.11
Packing Credit Limit	300.00	-
Current Maturities of Long Term Debts (Refer to Note 14)	298.98	279.15
Loans from other parties - unsecured	6.25	6.25
Sundry Creditors - Expenses	212.47	135.24
Other Liabilities	389.56	321.67
TOTAL	**2,457.02**	2,278.42

* Security for the facilities granted by Kotak Mahindra Bank & Yes Bank as follows:-

A. First and pari passu charge of Kotak Mahindra Bank and Yes Bank on hypothecation over all existing and future current assets, moveable assets, moveable fixed assets of the company.

B. First and pari passu equitable charge of Kotak Mahindra Bank and Yes Bank on :-

1 Leasehold Industrial Property at Plot No. A-13, UPSIDC Industrial Area, Sikandrabad Distt. Bulandshahar, U.P. 203206,

2 Leasehold Industrial Property at A-11 & A-12 UPSIDC Industrial Area, Sikandrabad Distt. Bulandshahar, U.P. 203206,

C. Personal Guarantees of Sh. Amitaabh Goenka.

17 : OTHER CURRENT LIABILITIES

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Statutory Liabilities	**43.68**	216.01
Advance from Customers	**143.75**	85.06
TOTAL	**187.43**	301.07

18 : PROVISIONS

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Short term Provision for Employee Benefits		
Retirement Benefits	**65.14**	77.46
TOTAL	**65.14**	77.46

19 : INCOME TAX LIABILITIES (NET)

PARTICULARS	As at 31.03.2026	As at 31.03.2025
Provision for Tax	**1,077.15**	871.63
Less: Advance tax with refund receivable	**1,021.78**	817.98
TOTAL	**55.37**	53.65

20: REVENUE FROM OPERATIONS

All amounts in Lakhs, unless otherwise stated

PARTICULARS	Year ended on 31.03.2026	Year ended on 31.03.2025
Sale of Goods	**33,759.46**	30,049.26
Other Operating Revenues		
- Sales Others	**130.60**	90.08
TOTAL	**33,890.06**	30,139.34

21: OTHER INCOME

PARTICULARS	Year ended on 31.03.2026	Year ended on 31.03.2025
Interest Income	**82.89**	59.06
Freight Received	**44.02**	37.08
Profit on Sale of Fixed Assets	**5.32**	6.42
Other Non - operating Income	**103.31**	222.47
TOTAL	**235.54**	325.03

21.1 INTEREST INCOME

PARTICULARS	Year ended on 31.03.2026	Year ended on 31.03.2025
Interest Income		
On Term Deposits with Banks	**79.53**	52.88
From Customers on amounts overdue	**1.08**	1.93
On Security Deposits	**2.28**	4.26
TOTAL	**82.89**	59.07

22: COST OF MATERIAL CONSUMED

PARTICULARS	Year ended on 31.03.2026	Year ended on 31.03.2025
Opening Stock of Raw Materials	**2,035.91**	986.56
Add : Purchase	**18,699.18**	17,061.86
Less : Closing Stock of Raw Materials	**3,383.58**	2,035.91
TOTAL	**17,351.51**	16,012.51

23: PURCHASE OF STOCK-IN-TRADE

PARTICULARS	Year ended on 31.03.2026	Year ended on 31.03.2025
Raw Materials	**1,563.82**	833.44
Stores and Spares	**11.00**	16.16
TOTAL	**1,574.82**	849.60

24: CHANGES IN INVENTORIES OF FINISHED GOODS AND WORK- IN - PROGRESS

All amounts in Lakhs, unless otherwise stated

PARTICULARS	Year ended on 31.03.2026	Year ended on 31.03.2025
Opening Stock		
Finished Goods	**677.75**	591.82
Work-in-Progress	**86.29**	83.71
Less: Closing Stock		
Finished Goods	**979.33**	677.75
Work-in-Progress	**89.40**	86.29
TOTAL	**(304.69)**	(88.51)

25: EMPLOYEE BENEFITS EXPENSES

PARTICULARS	Year ended on 31.03.2026	Year ended on 31.03.2025
Salary and Wages	**2,957.06**	2,608.28
Contribution to Provident, Pension Fund & ESI	**66.27**	62.34
Staff Welfare Expenses	**20.32**	13.97
TOTAL	**3,043.65**	**2,684.59**

26: FINANCE COST

PARTICULARS	Year ended on 31.03.2026	Year ended on 31.03.2025
Interest Expenses	**56.63**	86.86
Other Finance Expenses	**24.13**	29.63
TOTAL	**80.76**	116.49

27: MANUFACTURING EXPENSES

PARTICULARS	Year ended on 31.03.2026	Year ended on 31.03.2025
Store &Spare	**472.55**	391.60
Packing Charges	**434.63**	400.96
Power/Fuel	**1,156.45**	1,170.75
- Repair Building	**28.42**	17.98
- Machinery	**67.89**	48.34
TOTAL	**2,159.94**	2,029.63

28: ADMINISTRATIVE AND OTHER EXPENSES

PARTICULARS	Year ended on 31.03.2026	Year ended on 31.03.2025
Travelling and Conveyance	**126.23**	109.94
Telephone, Telex and Postal Expenses	16.96	14.33
Vehicle Upkeep Expenses	77.41	67.81
Legal and Professional Charges	150.67	156.46
Rent	20.34	18.50
CSR Expense	51.76	37.68
Insurance Charges	39.91	34.76
Auditors Remuneration	1.32	1.32
Other Expenses	181.07	185.77
TOTAL	665.67	626.57

28.1 AUDITORS REMUNERATION

PARTICULARS	Year ended on 31.03.2026	Year ended on 31.03.2025
Statutory Audit Fees incl. Quarterly Review Fees	**1.12**	1.12
Tax Audit Fees	**0.20**	0.20
TOTAL	**1.32**	1.32

29: SELLING AND DISTRIBUTION EXPENSES

PARTICULARS	Year ended on 31.03.2026	Year ended on 31.03.2025
Advertisement and Publicity	**71.55**	66.36
Discount and Commission	**106.23**	96.08
Forwarding and Freight etc.	**395.01**	374.40
TOTAL	**572.79**	536.84

30: DEPRECIATION & AMORTIZATION EXPENSES

PARTICULARS	Year ended on 31.03.2026	Year ended on 31.03.2025
Depreciation of Property, Plant and equipment	**441.99**	483.93
Amortization Expenses	**27.46**	22.76
TOTAL	**469.45**	506.69

31: Exports benefits are taken on realisation basis.

32- Information on Related Parties as required by Accounting Standard - (IND AS) 24"Related Party disclosures"

I. Related Party Disclouserss

a. Key Management Personnel

- Mr. Amitaabh Goenka – Managing Director & CEO
- Mr. Mayank Goenka – Executive Director
- Mr. R.B.Verma – Executive Director
- Ms. Heena Soni – Company Secretary
- Mr. P.K.Mishra – CFO

b. Directors

- Mr. Amitaabh Goenka – Managing Director & CEO
- Mr. Mayank Goenka – Executive Director
- Mr. R.B.Verma – Executive Director
- Mrs. Bhupinder Kaur Marwah – Non Executive Independent Director
- Mr. Santosh Kumar Dabriwala – Non Executive Independent Director
- Mr. Manish Bajoria – Non Executive Independent Director
- Mrs Mainka Sharma– Non Executive Independent Director

c. Relative to Key Management Personnel

- Mrs. Indira Goenka
- Mrs. Manvi Goenka

d. Other related Parties

- RMG Polyvinyl India Ltd
- D.L.Millar & Co. Ltd
- Joe Millar Aquatek India Pvt Ltd
- Premier Polyplast & Processors Ltd
- Sri Vishvanath Enterprises Limited
- Millar Mobility Solutions Pvt Ltd
- Shree Magniram Baijnath Goenka Charitable Trust

II. Details of Transactions with Related Parties

(Financial Transactions have been carried at in the ordinary course of business and / or in discharge of contractional obligation)

	Year Ending 31.03.2026				Year Ending 31.03.2025			
	KMP	Directors	Relatives of KMP	Other Related Party	KMP	Directors	Relatives of KMP	Other Related Party
Remuneration								
Sh.Amitaabh Goenka	162.19				140.65			
Sh.Mayank Goenka	63.77							
Sh.R.B.Verma	16.77				16.77			
Sh.P.K.Mishra	26.13				24.39			
Ms. Heena Soni	5.11				4.08			
Director's Sitting Fees								
Mrs.Bhupinder Kaur Marwah		1.44				1.20		
Mr. Umesh Kumar Agarwalla		-				0.24		

	Year Ending 31.03.2026				Year Ending 31.03.2025			
	KMP	Directors	Relatives of KMP	Other Related Party	KMP	Directors	Relatives of KMP	Other Related Party
Mrs. Rashmee Singhania		-				1.12		
Mr. Santosh Kumar Dabriwala		1.44				0.56		
Mr. Manish Bajoria		0.24				-		
Mrs.Mainka Sharma		0.56				-		
Rent Paid								
Mrs Manvi Goenka			3.15				3.15	
Mrs Indira Goenka			9.54				9.54	
D.L. Millar & Co.Ltd			2.12				4.25	
Sales/Purchase								
Sales								
D.L.Millar & Co.Ltd				3.85				31.36
Joemillar Aquatek India Pvt Ltd				111.93				70.29
RMG Polyvinyl India Limited				4,884.67				4,586.67
Purchases								
D.L.Millar & Co.Ltd				-				9.03
RMG Polyvinyl India Limited				1,904.16				1,092.99
Loans Availed and Repayment								
Availed								
Premier Polyplast & Processors Ltd				150.00				
Repayment								
Premier Polyplast & Processors Ltd				150.00				
Interest Paid								
Premier Polyplast & Processors Ltd				3.00				
CSR Expenses								
Shri Mangiram Baijnath Goenka Charitable Trust				50.00				37.40
Outstanding Balances as at 31st, March								
Key Management Personnel Liabilities								
Ms. Heena Soni	0.42				0.37			
Sh.Mayank Goenka	5.00				-			
Sh.P.K.Mishra	2.51				1.69			
Sh.R.B.Verma	1.14				1.27			
Trade Payable			0.26					
Mrs Manvi Goenka								
Trade Receivable								
D.L.Millar & Co.Ltd				4.54				
Millars Mobility Solutions Private Limited				-				1.42

Note :

All the financial transactions have been carried at the ordinary course of business at arm's length prices.

33: Basic and Diluted Earnings per Share["EPS'] computed in accordance with Indian Accounting Standard (Ind AS) 33 " Earnings per Share":

PARTICULARS		**2025-26**	2024-25
a)	Profit before Tax as per Accounts	**4,279.84**	3,463.27
	Less : Provision for Taxation	**1,092.23**	863.38
	Profit after Tax	**3,187.62**	2,599.89
b)	Weighted Average Number of Equity Share	**1,047.43**	1,047.43
c)	Basic and Diluted Earnings per Share- Rs	**₹ 3.04**	₹ 2.48
d)	Face Value per Share- Rs	**₹ 1.00**	₹ 1.00

34: Other Non-Operating Income under the head Other Income of Note 21 includes ₹ 65.05 Lacs (Previous Year ₹ 40.41 Lacs)- related to Exchange Fluctuation.

35: The Directors have recommended the payment of dividend of ₹ 0.15 per fully paid up equity shares. The proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting.

36: There are no Micro, Small and Medium Enterprises, to whom the Company owes dues, which are outstanding for more than 45 days as at 31st March,2026. This information as required to be disclosed under the Micro, Small and Medium Enterprises Develoment Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Company.

37: **Contingent Liabilities not provided for:**

PARTICULARS	**2025-26**	2024-25
Guarantees given by banks on behalf of the Company	**201.80**	151.64
Outstanding FX Contracts	**128.80**	-
Indirect tax contingencies	**98.58**	183.00

* As at March 31, 2026, the Company has ongoing disputes with GST authorities regarding the tax classification and applicable rates for certain products.

The original demand of ₹ 183 Lakhs was raised by the Office of the Assistant Commissioner CGST, Division-VII, Ghaziabad vide Order-in-Original No. 14/AC/CGST/Div-VII/GZB/2024-25 dated 30.01.2025. The Company filed an appeal before the Commissioner, Appellate Authority, CGST (Appeals), Meerut vide Appeal No. 46-CGST/APPL-MRT/GZB/2025-26 dated 25.04.2025. Vide Order-in-Appeal No. GZB/CGST/000/APPL-MRT/671/2025-26 dated 26.02.2026, the Appellate Authority partially allowed the appeal: (a) Section 74 (extended period / fraud) invocation was SET ASIDE; (b) classification under HSN 3921 (GST @18%) was UPHELD; (c) demand restricted to FY 2020-21 to 17.06.2022 with the revised confirmed demand at ₹ 98.58 Lakhs (+ interest u/s 50 and penalty u/s 73). Demand for FY 2017-18, 2018-19 and 2019-20 was DROPPED as time-barred under Section 73. The Company intends to file a further appeal before GSTAT. As at the date of this report, the appeal period has not expired; The Ministry of Finance has issued Notification No. S.O. 4220(E) dated 17.09.2025, under section 112(1) of the CGST Act, 2017, provides that for all orders communicated before 1 April 2026, the deadline to file a GSTAT appeal is 30 June 2026. As per management it is disclosed as a contingent liability based on the intention to file the appeal before the expiry of the extended limitation period of 30 June 2026. The Company continues to treat the matter as a contingent liability, based on independent tax advice, and no provision has been made.

Hence, the Company is in the process of filing an appeal with the GST Appellate Tribunal to contest the balance demand order and seek total relief. At the time of filing the appeal before GSTAT, the Company shall be required to make a further pre-deposit as prescribed under Section 112(8) of the CGST Act, 2017, in addition to the pre-deposit of ₹ 18.30 Lakhs already paid at the first appellate stage under Section 107(6).

38. The disclosure required under Ind AS-19 "Employee Benefit"' notified in the companies(Accounting Standards) Rules 2015,are given below:

Defined Contribution Plan

PARTICULARS	2025-26	2024-25
Employer's Contribution to Provident Fund	**52.9**	48.96

Defined Benefit Plan

The present value of obligation of Gratuity and Compensated Absence is determined based on actuarial valuation using the Projected Unit Credit method.

	Particulars	Gratuity (Unfunded)		Leave Encashment (Unfunded)	
		2025-26	2024-25	**2025-26**	2024-25
A.	**Movement in the liability recognised in the balance sheet is as under**				
	Present value of Obligation at the beginning of the year	**433.62**	384.33	**82.33**	70.83
	Past Service cost	**6.27**	-	**-**	-
	Current Service Cost	**47.84**	44.79	**58.72**	46.01
	Interest Cost	**28.78**	27.01	**4.04**	3.55
	Remeasurement / Actuarial Losses / (Gain)	**(39.22)**	(1.10)	**(5.54)**	5.39
	Benefits Paid	**(31.89)**	(21.40)	**(47.34)**	(43.46)
	Present value of Obligation at the end of the year	**445.40**	433.62	**92.21**	82.33
B.	**Amount recognised in the statement of profit and loss**				
	Past Service Cost	**6.27**	-	**-**	-
	Current Service Cost	**47.84**	44.79	**58.72**	46.01
	Interest Cost	**28.78**	27.01	**4.04**	3.55
	Actuarial Loss /(Gain)	**(39.22)**	(1.10)	**(5.54)**	5.39
	Net Cost	**43.67**	70.70	**57.22**	54.95
C.	**Actuarial assumptions**				
	Discount rate (per annum)	**7.50%**	7.50%	7.50%	7.50%
	Salary Escalation (per annum)	10.00%	10.00%	10.00%	10.00%

These assumptions were developed by management with the assistance of Independent actuarial appraisers. Discount factors determined close to each year-end by approximating to the terms of the related obligation. Other assumptions are based on management's historical experience reference to government bonds of relevanmteconomic markets and that have terms to

D.	**Sensitivity analysis for gratuity and leave liability**				
	Impact of the change in discount rate				
	Present value of Obligation at the end of the year				
	a) Impact due to increase of 1%	425.02	412.10	87.75	78.22
	b) Impact due to decrease of 1%	469.14	457.88	97.18	86.90
	Impact of the change in salary escalation				
	Present value of Obligation at the end of the year				
	a) Impact due to increase of 1%	464.80	453.52	97.03	86.73
	b) Impact due to decrease of 1%	426.43	414.23	87.80	78.29

E.	**Leave Obligations**	**31.03.2026**	31.03.2025
	Current leave obligations expected to be settled within the next 12 months	7.23	9.06

39: Liquidity Risk:-

The Company objective is to all times maintain optimum level of liquidity to meet its cash and colleteral requirement at all times.

The Company relies on Borrowing and internal accruals to meet its need for fund.

The current lines of credit are suffcient to meet its short to medium term expansion needs and hence evaluates the concentration of risk with respect to liquidity as low.

The table provides undiscounted cash flow towards financial liabilities into relevant maturity based on the remaining period at balance sheet date to contractual maturity date.

Particulars	Carrying Amount	On demand	6 to 12 months	Above 12 months
Interest bearing borrowings	**1,854.99**	**1,556.01**	298.98	-
Trade and other payables	2,074.45	2,074.45	-	-
Other Financial liabilities	602.03	602.03	-	-
As at 31st March,2025				
Interest bearing borrowings	**2,119.71**	**1,542.36**	**279.15**	**298.19**
Trade and other payables	1,100.52	1,100.52	-	-
Other Financial liabilities	456.91	456.91	-	-

Interest Rate Risk

Interest rate exposure of the Company is on borrowing from banks which is linked to prime lending rate of bank and the Company does not forsee any risk on the same. of the Company's borrowing to interest rate changes at the end of the reporting follows:Unsecured loans were taken on fixed rate of interest.The exposure of the company's borrowing of interest rate changes at the end of the reporting followa

Credit Risk

The Company is exposed to credit risk from its operating activities, primarily trade receivables. The Company extends credit to distributors in normal course of business and evaluates the concentration of risk with respect to trade receivable as low.

Particulars	31.03.2026	31.03.2025
Variable rate borrowings	**1,848.74**	2,113.45
Fixed rate borrowings	**6.25**	6.25
Total borrowings	**1,854.99**	2,119.70

40: CSR EXPENSES

Particulars		31.03.2026	31.03.2025
1.	Gross Amount required to be spent	**51.54**	37.56
2.	Amount approved by Board	**51.54**	37.56
3.	Amount spent during the year on : - Construction/ acquisition of assets - other purpose	**51.76**	37.56
4.	Details of related party transactions	50.00	37.40

41 Segment Reporting:-

The Company is mainly engaged in manufacturing and sale of Vinyl Flooring, PVC Sheeting and Artificial leather clothes. From the Operations of the Company, it is considered as a single business products and accordingly segment reporting on business segment is not required. The Company has identified its geographical segments based in the areas in which the customers of the company are located. However, it is not feasible to maintain the accounts on the basis of geographical segments. Hence, segment reporting on geographical segments is not prepared.

42 Revenue from operations (refer note no. 21)

The operation of the Company comprises of local sales & export sales & distribution of the company's Revenues as under:

Revenues	2025-26	2024-25
India	31,110.61	26,706.00
Export	2,779.45	3,433.00
Total	**33,890.06**	**30,139.00**

43: RATIO ANALYSIS

S.No	Name of the Ratio	Units	Methodology	2025-26	2024-25	% of change
1	Current Ratio	Times	(Current Assets/Current Liabilities)	2.63	2.41	8.25
2	Debt Equity Ratio	Times	Total debt/Total equity	0.13	0.18	(29.92)
3	Debt Service Coverage Ratio	Times	DSCR= EBIT/Interest Expense+Principal Repayments made during the period for long term loans	13.84	10.47	32.17
4	Return on equity Ratio	%	Profit after tax/Avg Net Worth	21.66	22.06	(1.83)
5	Inventory Turnover Ratio	Times	(COGS/ Average Inventory)	4.53	5.24	(13.62)
6	Trade Receivable Ratio	Times	(Sales/ Avg trade receivables)	8.34	7.53	10.76
7	Trade Payable Turnover Ratio	Times	Purchase/ Average Trade Payable	12.77	16.28	(20.42)
8	Net Capital Turnover Ratio	Times	Revenue from operations/Average Working Capital	2.55	3.19	(18.66)
9	Net Profit Ratio	%	Profit after tax/Total Revenue	9.34	8.53	9.45
10	Return on Capital Employed	%	PAT+Deferred Tax Expense(Income)+Finance Cost-Other Income/Average Capital Employed	21.70	20.63	5.17
11	Return on Investment	%	(Interest income,net fair value gain/ Average Investments)	(0.65)	7.34	(108.90)

Explanations for variances exceeding 25%:

S.No	*Explanation*
3	Reduction in interest expense & principal repayments of loan amount & increase in EBIT resulting a higher Debt Service Coverage Ratio.
5	Reduction in COGS & increase in average inventory resulting a lower Inventory Ratio..
8	Increase in Average Working Capital resulting a lower Net Capital Turnover ratio.
11	Increase in Average Investments & lower return resulting a lower Return on Investment..

44 - During the year the company transferred ₹ 386441/-relating to unpaid dividend for the FY 2017-18 to “Investor’s’ Education Protection Fund”.

46 - There has been a resignation of the statutory auditors during the year due to merger into A D V AND CO LLP with effect from February 2026.

47 - New Labour Codes — Impact on Employee Benefits

The Government of India, vide notifications published in the Official Gazette dated 21 November 2025, has brought into effect four Labour Codes — the Code on Wages, 2019; the Industrial Relations Code, 2020; the Code on Social Security, 2020; and the Occupational Safety, Health and Working Conditions Code, 2020 — consolidating 29 existing central labour laws.

All amounts in Lakhs, unless otherwise stated

The revised definition of 'wages' under the Labour Codes, which requires that basic wages constitute at least 50% of the total remuneration, has potential implications for the measurement of employee benefit obligations including gratuity, provident fund, ESIC contributions, and leave encashment. The Company has assessed the impact of the Labour Codes on its employee benefit obligations, including obtaining an updated actuarial valuation of its gratuity liability as at 31 March 2026 based on the revised wage definition.

Based on this assessment, the Company has determined that the impact of the Labour Codes on its employee benefit obligations is not material to its financial statements. Accordingly, no separate exceptional item or additional provision has been recognised in these financial statements on account of the new Labour Codes.Except the inclusion of Fixed Term Employees for gratuity eligibility amounting Rs 6,26,785 which has already been considered in provision made by the company.

The accompanying notes form an integral part of the standalone financial statements.
As per our report of even date attached

For **A D V AND CO LLP**
Chartered Accountants
Firm Registration No. 003467N/N500463

for and on behalf of the Board of Directors of **Premier Polyfilm Limited**

Vipul Kumar Gupta	**Heena Soni**	**Amitaabh Goenka**	**Bhupinder Kaur Marwah**	**P.Mishra**
Partner	Company Secretary	Managing Director & CEO	Director	CFO
Membership No. 522310	Membership No.A70248	DIN No. 00061027	DIN No. 08399222	PAN No. AMEPM7378R
E-15/144-145, Second Floor,Sector-8, Rohini, Delhi-110085	Address: B 51, Jain Mandir Gali Near RAMG Samosa, Veer Savarkar Block, Block B, Mandawali, Delhi-110092	Address: Vrindavan Farm No. 1, Green Avenue Behind Sector D-3, Vasant Kunj, Kishangarh, New Delhi-110070	Address: Spring House No 3, Green Avenue Behind Sector D-3, Vasant Kunj, Kishangarh New Delhi-110070	Address: Flat No. 2, F-Block Alaknanda - Apartment Rampuri - Ghaziabad (U.P)201011
The 09th day of May, 2026				

"Annexure-XI"

PREMIER POLYFILM LIMITED

Regd. Office: 305, III Floor, Elite House, 36 Community Centre,
Kailash Colony Extn., Zamroodpur, New Delhi -110048.
CIN:L52109DL1992PLC049590, Phone : 011-45537559
Email : compliance.officer@premierpoly.com Website : www.premierpoly.com

BEETAL FINANCIAL & COMPUTER SERVICES (P) LTD.
(UNIT : PREMIER POLYFILM LIMITED)
BEETAL HOUSE, 99, MADANGIR,
BEHIND LOCAL SHOPPING CENTRE,
NEAR DADA HARSUKH DAS MANDIR
NEW DELHI - 110062

Dear Sir,

FORM FOR NATIONAL ELECTRONIC CLEARING SERVICE FOR PAYMENT OF DIVIDEND

Please fill-in the information in Capital Letters in English only, Please whichever is applicable

For shares held in physical form

FOR OFFICE USE ONLY
Ref No.

Master Folio No.

Name of the First Holder:______________________________________

Bank Name:____

Branch Name:____

Bank Address:____

Branch Code:____

(9 Digits Code Number appearing on the MICR Band of the cheque supplied by the Bank) Please attach a xerox copy of a cheque or a blank cheque of your bank duly cancelled for ensuring accuracy of the banks name, branch name and code number.

Account Type: Saving Current Cash Credit

A/c No. (as appearing in the cheque book:

I hereby declare that the particulars given above are correct and complete. If any transaction is delayed or not effected at all for reasons of incompleteness or incorrectness of information furnished as above, BEETAL FINANCIAL & COMPUTER SERVICES (P) LTD will not be held responsible. I agree to avail the NECS facility provided by RBI, as and when implemented by RBI / Premier Polyfilm Limited.

I further undertake to inform the Company any change in my Bank / branch and account number.

Date : Signature of Shareholder

Note:

1 Shareholders holding shares in Demat form and wish to avail NECS facility are requested to contact their Depository Participants.

2 In case the Scheme does not meet the desired response or due to any other operational reasons it is found to be unviable, the Company reserves the right to pay dividend by issue of Warrants.

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Annexure - “XII”

PREMIER POLYFILM LIMITED

Regd. Office: 305, III Floor, Elite House, 36 Community Centre,
Kailash Colony Extn., Zamroodpur, New Delhi -110048.
CIN:L52109DL1992PLC049590, Phone : 011-45537559
Email : compliance.officer@premierpoly.com Website : www.premierpoly.com

E-MAIL ADDRESS REGISTRATION FORM

BEETAL FINANCIAL & COMPUTER SERVICES (P) LTD.
(UNIT : PREMIER POLYFILM LIMITED)
BEETAL HOUSE, 99, MADANGIR,
BEHIND LOCAL SHOPPING CENTRE,
NEAR DADA HARSUKH DAS MANDIR
NEW DELHI - 110062

Dear Sirs,

FORM FOR REGISTRATION OF E-MAIL ADDRESS FOR SERVING THE DOCUMENTS

(For shares held in physical form only)

Please fill-in the information in capital Letters in English only.

FOR OFFICE USE ONLY Ref No.

Master Folio No.

Name of the First Holder:____

Name of Joint Holder(s):____

Email Id:____

I hereby declare that the particulars given above are correct and complete. If any transaction is delayed or not effected at all for reasons of incompleteness or incorrectness of information furnished as above, Company will not be held responsible.

I further undertake to inform the Company any change in my e-mail address

Date : Signature of First Holder

Note:

1. Shareholders holding shares in physical form are requested to inform to the Registrar and Share Transfer agents i.e., BEETAL FINANCIAL & COMPUTER SERVICES (P) LTD their e-mail address / change in their email address.
2. Shareholders holding their shares in demat form are requested to update their e-mail address with their respective Depository Participants.

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If undelivered, please return to:.

PREMIER POLYFILM LIMITED
305, 'Elite House', III Floor,
36, Community Centre,
Kailash Colony Extension (Zamroodpur)
New Delhi - 110 048

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