ISO 9001 : 2015
UKAS CERT UAFL
CERTIFICATE No.: Q-221703022023

IYKOT HITECH TOOLROOM LTD

35th Annual Report
FY 2025-2026

Kykot HITECH TOOLROOM LTD.

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CORPORATE INFORMATION

Board of Directors and Key Managerial Personnel	
Ms. Likhitta Dugar (DIN: 09768742) (Resigned w. e. f 27th April, 2026)	Whole-Time Director
Mr. Velli Paramasivam (DIN: 09766538) (Resigned w. e. f 30th June, 2026)	Independent Director
Mr. Suresh Rajasekar (DIN: 07706731) (Resigned w. e. f 21st July 2026)	Independent Director
Mr. Syed Munnawar Hussain (DIN: 07939900) (Resigned w. e. f 21st July 2026)	Independent Director
Mrs. Annjana Dugar (DIN: 02189257) (Resigned w. e. f 27th April, 2026)	Non-Executive Director
Mr. Sekhar Subramanian (Resigned w. e. f 27th April, 2026)	Company Secretary and Compliance Officer
Mr. Balakrishnan Thinagaran (Resigned w. e. f 24th July 2026)	Chief Financial Officer
Mr. Aksha Mohit Kamboj **(DIN: 03347200)** (Appointed w. e. f 27th April, 2026)	Additional Director - Non-Executive Category
Mr. Sukumar Anand Shetty **(DIN: 03540525)** (Appointed w. e. f 27th April, 2026)	Additional Director- Non-Executive Category
Mrs. Vaishali Sharad Lad **(DIN: 10252839)** (Initially Appointed w. e. f 27th April 2026) (Change in Designation w. e. f 24th July 2026)	Additional Director (Whole Time Director)
Mr. Vaibhav Agarwal **(DIN: 11267514)** (Appointed w. e. f 21st July 2026)	Additional Director - Independent Category
Mr. Rajesh Chunilal Bhojani **(DIN: 01804482)** (Appointed w. e. f 21st July 2026)	Additional Director - Independent Category
Mr. Arjun Bikas Dutta **(DIN: 11845860)** (Appointed w. e. f 23rd July 2026)	Additional Director - Independent Category
Mr. Rakesh Oza (Appointed w. e. f 24th July 2026)	Chief Financial Officer

Board of Directors and Key Managerial Personnel	
Ms. Drishti Dawara (Membership No. A71811) (Appointed w. e. f 24th July 2026)	Company Secretary and Compliance Officer

Composition of Committees

Audit Committee		
Name	**Role in the Committee**	**Designation**
Mr. Velli Paramasivam (Resigned w. e. f 30th June, 2026)	Chairman	Independent Director
Mr. Suresh Rajasekar (Resigned w. e. f 21st July 2026)	Member	Independent Director
Ms. Likhitta Dugar (Resigned w. e. f 27th April, 2026)	Member	Whole-Time Director
Mr. Vaibhav Agarwal (Appointed w. e. f 21st July 2026)	**Chairman**	**Additional Director-Independent Director**
Mr. Sukumar Anand Shetty (Appointed w. e. f 27th April, 2026)	**Member**	**Additional Director-Non-Executive**
Mr. Arjun Bikas Dutta (Appointed w. e. f 23rd July 2026)	**Member**	**Additional Director-Independent Director**

Nomination and Remuneration Committee		
Name	**Role in the Committee**	**Designation**
Mr. Suresh Rajasekar (Resigned w. e. f 21st July 2026)	Chairman	Independent Director
Mr. Velli Paramasivam (Resigned w. e. f 30th June, 2026)	Member	Independent Director
Mrs. Annjana Dugar (Resigned w. e. f 27th April, 2026)	Member	Non-Executive Director
Rajesh Chunilal Bhojani (Appointed w. e. f 21st July 2026)	**Chairman**	**Additional Director-Independent Director**
Mr. Sukumar Anand Shetty (Appointed w. e. f 6th August, 2026)	**Member**	**Additional Director-Non-Executive**
Mr. Vaibhav Agarwal (Appointed w. e. f 21st July 2026)	**Member**	**Additional Director-Independent Director**

Stakeholder Relationship Committee		
Name	**Role in the Committee**	**Designation**
Mrs. Annjana Dugar (Resigned w. e. f 27th April, 2026)	Chairperson	Non-Executive Director
Mr. Velli Paramasivam (Resigned w. e. f 30th June 2026)	Member	Independent Director
Mr. Syed Munnawar Hussain (Resigned w. e. f 21st July 2026)	Member	Independent Director
Mr. Sukumar Anand Shetty (Appointed w. e. f 27th April, 2026)	**Chairperson**	**Additional Director-Non-Executive**
Rajesh Chunilal Bhojani (Appointed w. e. f 21st July 2026)	**Member**	**Additional Director-Independent Director**
Mr. Arjun Bikas Dutta (Appointed w. e. f 23rd July 2026)	**Member**	**Additional Director-Independent Director**

Rights Issue Committee		
Name	**Role in the Committee**	**Designation**
Mrs. Annjana Dugar (Resigned w. e. f 27th April, 2026)	Chairperson	Non-Executive Director
Ms. Likhitta Dugar (Resigned w. e. f 27th April, 2026)	Member	Whole-Time Director
Mr. Suresh Rajasekar (Resigned w. e. f 21st July 2026)	Member	Independent Director
Mrs. Vaishali Sharad Lad (Appointed w. e. f 21st July 2026)	**Chairperson**	**Additional Whole Time Director**
Mr. Sukumar Anand Shetty (Appointed w. e. f 27th April, 2026)	**Member**	**Additional Director-Non-Executive**
Rajesh Chunilal Bhojani (Appointed w. e. f 21st July 2026)	**Member**	**Additional Director-Independent Director**

STATUTORY AUDITORS

M/s. KGS & Associates, Chartered Accountants
New No. 114, Old No. 86, Dr. Radhakrishnan Salai, Mylapore, Chennai – 600004

SECRETARIAL AUDITORS

M/s. Lakshmmi Subramanian & Associates, Practicing Company Secretaries
Ground Floor, MNO Complex, No. 81, Greams Road, Chennai – 600006

INTERNAL AUDITORS

M/s. Arul Anto & Co, Chartered Accountants
No.2/11, Valliammal Garden, 1st Street, Rangarajapuram, Kodambakkam, Chennai – 600024

STOCK EXCHANGE WHERE COMPANY'S SECURITIES ARE LISTED

BSE Limited

REGISTRARS & SHARE TRANSFER AGENT

Cameo Corporate Services Limited
Subramanian Building, No.1, Club House Road, Anna Salai, Royapettah, Chennai– 600002
Phone: 044-28460390
Email: cameo@cameoindia.com

BANKERS

State Bank of India, Chennai

REGISTERED OFFICE & CONTACT DETAILS

No. 131/2, Thiruneermalai Road, Nagalkeni, Chrompet, Chennai-600044

Email: IykotHitechToolroomLimited@aspect.global
Website: www.iykot.com
Investor Relations Email ID: grc@iykot.com

Corporate Identity Number: L27209TN1991PLC021330

NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE THIRTY-FIFTH (35TH) ANNUAL GENERAL MEETING OF THE MEMBERS OF IYKOT HITECH TOOLROOM LIMITED (THE COMPANY) WILL BE HELD ON FRIDAY, SEPTEMBER 04, 2026, THROUGH VIDEO CONFERENCE ('VC') OR OTHER AUDIOVISUAL MEANS ('OAVM') AT 11:30 A.M (IST) TO TRANSACT THE FOLLOWING BUSINESSES:

ORDINARY BUSINESS:

Item No. 1: Adoption of Financial Statements

To receive, consider and adopt the Audited Financial Statements of the Company comprising the Balance Sheet as on 31st March 2026, Profit and Loss A/c and Cash Flow Statement for the financial year ended 31st March 2026 together with the Report of the Board of Directors and the Auditors' thereon by way of an **Ordinary Resolution**.

SPECIAL BUSINESSES:

Item No. 2: Regularisation of Appointment of Mrs Aksha Mohit Kamboj as a Non-Executive Non-Independent Director:

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

"**RESOLVED THAT** pursuant to the provisions of Sections 152, 161 and other applicable provisions of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014, and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and the Articles of Association of the Company, **Mrs. Aksha Mohit Kamboj** (DIN: 03347200), who was appointed as an Additional Director (Non-Executive Non-Independent) of the Company by the Board of Directors with effect from 27th April, 2026, be and is hereby appointed as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters, and things as may be necessary, proper, or expedient to give effect to this resolution and to file necessary e-forms with the Registrar of Companies.

RESOLVED FURTHER THAT any of the Director of the Company be and is hereby authorized to certify a copy of this resolution and issue the same to all the concerned parties."

Item No. 3: Regularisation of Appointment of Mr. Sukumar Anand Shetty as a Non-Executive Non-Independent Director:

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

“**RESOLVED THAT** pursuant to the provisions of Sections 152, 161 and other applicable provisions of the Companies Act, 2013 (“the Act”) read with the Companies (Appointment and Qualification of Directors) Rules, 2014, and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and the Articles of Association of the Company, **Mr. Sukumar Anand Shetty** (DIN: 03540525), who was appointed as an Additional Director (Non-Executive Non-Independent) of the Company by the Board of Directors with effect from 27th April, 2026, be and is hereby appointed as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters, and things as may be necessary, proper, or expedient to give effect to this resolution and to file necessary e-forms with the Registrar of Companies.

RESOLVED FURTHER THAT any of the Director of the Company be and is hereby authorized to certify a copy of this resolution and issue the same to all the concerned parties."

Item No. 4: Regularisation of Appointment of Ms. Vaishali Sharad Lad as Whole-Time Director:

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

"**RESOLVED THAT** pursuant to the provisions of Sections 152, 161, 196, 203 read with all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [SEBI (LODR) Regulations] (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, consent of the Company be and is hereby accorded to regularize and appoint **Ms. Vaishali Sharad Lad (DIN: 10252839)**, who was appointed as an Additional Director - Non-Executive of the Company, on 27th April 2026 and a subsequent change to Additional Director – Executive (Whole-Time Director) of the Company in the meeting held on 24th July 2026, for a period of five (5) consecutive years with effect from 24th July 2026 to 23rd July 2031.

RESOLVED FURTHER THAT the approval of the Company be and is hereby accorded for the terms of appointment of Ms. Vaishali Sharad Lad as set out in the Explanatory Statement annexed to this Notice, with authority to the Board of Directors (which shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter, vary, or revise the terms and conditions of the said appointment from time to time in such manner as may be agreed to between the Board of Directors and Ms. Vaishali Sharad Lad, subject to the provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors or the Company Secretary of the Company be and are hereby authorized to do all such acts, deeds, matters, and things, and to sign and file all such forms, returns, and documents with the Registrar of Companies or any other statutory authority as may be necessary, proper, or expedient to give full effect to this resolution.

RESOLVED FURTHER THAT any of the Director of the Company be and is hereby authorized to certify a copy of this resolution and issue the same to all the concerned parties."

Item No. 5: Regularisation of Appointment of Mr. Vaibhav Agarwal (DIN: 11267514) as Non-Executive–Independent Director

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160, 161 and 197 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014, applicable provisions of the

SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and the Articles of Association of the Company, Mr. Vaibhav Agarwal (DIN: 11267514), who was appointed as an Additional Director (Non-Executive Independent Category) by the Board of Directors with effect from 21st July 2026, and who meets the criteria for independence under Section 149(6) of the Act, be and is hereby appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a term of up to 5 (five) consecutive years with effect from 21st July 2026.

RESOLVED FURTHER THAT pursuant to the provisions of Section 197(5) and other applicable provisions of the Act read with Rule 4 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Mr. Vaibhav Agarwal shall be entitled to receive sitting fees for attending meetings of the Board of Directors or Committees thereof, along with reimbursement of all legitimate expenses incurred by him in performance of his duties, as may be determined and approved by the Board of Directors (or a Committee thereof) from time to time, within the overall statutory limits prescribed under the Act.

RESOLVED FURTHER THAT pursuant to the proviso to Section 197(4) of the Act, approval of the Company be and is hereby accorded for the payment of professional fees to Mr. Vaibhav Agarwal for providing strategic advice, guidance, and professional services to the Company from time to time in relation to its business operations, new growth initiatives, and statutory, corporate, or regulatory compliance matters; provided that, in the opinion of the Nomination and Remuneration Committee / Board of Directors, the services rendered are of a professional nature and Mr. Vaibhav Agarwal possesses the requisite qualifications for the practice of the profession, and such professional fees shall not be treated as part of the managerial remuneration payable under Section 197 of the Act.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to do all such acts, deeds, matters, and things as may be necessary, proper, or expedient to give effect to this resolution, including finalizing the quantum and payment terms of such professional fees within statutory boundaries and filing necessary e-forms with the Registrar of Companies.

RESOLVED FURTHER THAT any of the Director of the Company be and is hereby authorized to certify a copy of this resolution and issue the same to all the concerned parties."

Item No. 6: Regularisation of Appointment of Mr. Rajesh Chunilal Bhojani (DIN: 01804482) as a Non-Executive Independent Director

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

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 160, 161, and 197 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014, applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and the Articles of Association of the Company, Mr. Rajesh Chunilal Bhojani (DIN: 01804482), who was appointed as an Additional Director (Non-Executive Independent Category) by the Board of Directors with effect from 21st July 2026, and who meets the criteria for independence under Section 149(6) of the Act, be and is hereby appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a term of up to 5 (five) consecutive years with effect from 21st July 2026.

RESOLVED FURTHER THAT pursuant to the provisions of Section 197(5) and other applicable

provisions of the Act read with Rule 4 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Mr. Rajesh Chunilal Bhojani shall be entitled to receive sitting fees for attending meetings of the Board of Directors or Committees thereof, along with reimbursement of all legitimate expenses incurred by him in performance of his duties, as may be determined and approved by the Board of Directors (or a Committee thereof) from time to time, within the overall statutory limits prescribed under the Act.

RESOLVED FURTHER THAT pursuant to the proviso to Section 197(4) of the Act, approval of the Company be and is hereby accorded for the payment of professional fees to Mr. Rajesh Chunilal Bhojani for providing strategic advice, guidance, and professional services to the Company from time to time in relation to its business operations, new growth initiatives, and statutory, corporate, or regulatory compliance matters; provided that, in the opinion of the Nomination and Remuneration Committee / Board of Directors, the services rendered are of a professional nature and Mr. Rajesh Chunilal Bhojani possesses the requisite qualifications for the practice of the profession, and such professional fees shall not be treated as part of the managerial remuneration payable under Section 197 of the Act.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to do all such acts, deeds, matters, and things as may be necessary, proper, or expedient to give effect to this resolution, including finalizing the quantum and payment terms of such professional fees within statutory boundaries and filing necessary e-forms with the Registrar of Companies.

RESOLVED FURTHER THAT any of the Director of the Company be and is hereby authorized to certify a copy of this resolution and issue the same to all the concerned parties."

Item No. 7: Regularisation of Appointment of Mr. Arjun Bikas Dutta (DIN11845860) as a Non-Executive Independent Director:

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

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 160, 161, and 197 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014, applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and the Articles of Association of the Company, Mr. Arjun Bikas Dutta (DIN: 11845860), who was appointed as an Additional Director (Non-Executive Independent Category) by the Board of Directors with effect from 23rd July 2026 and who meets the criteria for independence under Section 149(6) of the Act, be and is hereby appointed as a **Non-Executive Independent Director** of the Company, not liable to retire by rotation, to hold office for a term of up to 5 (five) consecutive years with effect from 23rd July 2026.

RESOLVED FURTHER THAT pursuant to the provisions of Section 197(5) and other applicable provisions of the Act read with Rule 4 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Mr. Arjun Bikas Dutta shall be entitled to receive sitting fees for attending meetings of the Board of Directors or Committees thereof, along with reimbursement of all legitimate expenses incurred by him in performance of his duties, as may be determined and approved by the Board of Directors (or a Committee thereof) from time to time, within the overall statutory limits prescribed under the Act.

RESOLVED FURTHER THAT pursuant to the proviso to Section 197(4) of the Act, approval of the Company be and is hereby accorded for the payment of professional fees to Mr. Arjun Bikas Dutta for providing strategic advice, guidance, and professional services to the Company from time to time in relation to its business operations, new growth initiatives, and statutory, corporate, or regulatory compliance matters; provided that, in the opinion of the Nomination and Remuneration Committee / Board of Directors, the services rendered are of a professional nature and Mr. Arjun Bikas Dutta possesses the requisite qualifications for the practice of the profession, and such professional fees shall not be treated as part of the managerial remuneration payable under Section 197 of the Act.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to do all such acts, deeds, matters, and things as may be necessary, proper, or expedient to give effect to this resolution, including finalizing the quantum and payment terms of such professional fees within statutory boundaries and filing necessary e-forms with the Registrar of Companies.

RESOLVED FURTHER THAT any of the Director of the Company be and is hereby authorized to certify a copy of this resolution and issue the same to all the concerned parties."

Item No. 8: Shifting of Registered Office of the Company and Consequent Alteration of the Situation Clause of the Memorandum of Association

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

“**RESOLVED THAT** pursuant to the provisions of Sections 12, 13, and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Rule 30 of the Companies (Incorporation) Rules, 2014 (including any statutory amendment or modification or re-enactment thereof for the time being in force), and subject to the confirmation/approval of the respective Regional Director, Ministry of Corporate Affairs and such other approvals as may be required, the consent of the members of the Company be and is hereby accorded for shifting the Registered Office of the Company from the “State of Tamil Nadu” to the “State of Maharashtra”.

RESOLVED FURTHER THAT upon receipt of the necessary approvals, the existing Clause II of the Memorandum of Association of the Company be substituted and replaced by the following Clause:

'II. The Registered Office of the Company will be situated in the State of Maharashtra.'

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby severally authorized to take all such steps and actions as may be deemed necessary to give effect to the aforesaid resolution, including the filing of a Petition before the Regional Director, and to act for every purpose in connection therewith.

RESOLVED FURTHER THAT any of the Director of the Company be and is hereby authorized to certify a copy of this resolution and issue the same to all the concerned parties”

Item No. 9: Alteration of the Object Clause of the Memorandum of Association:

To consider and if thought fit, to pass the following Resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and subject to the approval of the Registrar of Companies and such other statutory approvals as may be necessary, the consent of the Members of the Company be and is hereby accorded to alter the Object Clause of the Memorandum of Association of the Company by substituting the following sub-clause(s) under

Clause III(A) of the Memorandum of Association:

1. To carry on all or any of the business of goldsmiths, silver smiths, jewellers, gem and diamond merchants and of manufacturing and dealing in gold and silver coins, clocks, watches, jewellery, cutlery made of precious and semi-precious metals and stones and their components and accessories and of producing acquiring including a) trading in metals, bullion, gold ornaments, silver utensils, diamond, precious stones, paintings, manuscripts, antiques and objects of art and to carry on trading in or business of manufacturing, making, buying, selling, importing, exporting and dealing in ornaments and jewelleries of all kind

whether of Gold, Silver, Platinum, rolled gold and other metals and alloys, precious and semi-precious gems and to establish and maintain factories and workshops for trading and b) manufacturing of such ornaments and jewelleries and other articles and business of trading in gold and silver and the retail distribution of gold bars, silver bars, gold coins, silver coins and allied bullion products through physical retail stores, automated vending machines and online / e-commerce channels.

2. To carry on the business as land and mine owners, miners, metallurgists, metal workers and to acquire by purchase, concession or lease, to take in exchange or otherwise, or to erect, construct and alter, buildings, roads, shafts, furnaces, crushing and other machinery, works for smelting or otherwise treating, removing and storing metals and minerals, and for crushing, working, manufacturing, purifying, cutting, polishing or otherwise processing precious metals and precious stones, minerals, ores, earth and other substances.

3. To carry on the business of establishing, developing, operating, owning and managing and maintaining an online and/or offline trading platform, marketplace, exchange or electronic platform for facilitating, enabling and undertaking the purchase, sale, trade, exchange, dealing, broking, distribution and supply of bullion, gold, silver, platinum and other precious metals, precious and semi-precious stones, diamonds, gemstones, jewellery and other related products, commodities and materials, and to act as traders, dealers, merchants, brokers, agents, intermediaries, facilitators, importers, exporters and distributors in respect thereof, subject to applicable laws, rules, regulations and approvals.

RESOLVED FURTHER THAT adding the following sub-clause(s) under Clause III(B) Matters which are necessary for furtherance of Objects Specified in CLAUSE III (A) Main Objects of the Memorandum of Association

1. To employ and pay mining experts, agents, and other persons, partnerships, companies or corporations, and to organize, equip and despatch expeditions for prospecting, exploring, reporting on, surveying, working and developing lands and properties, whether owned by this company or not, and to make advances to, and pay for or contribute to the expenses of, and otherwise assist, persons or companies prospecting, acquiring, settling on, farming, building on, mining, or otherwise developing any lands and properties, or desirous of so doing.

2. To purchase, take on lease or in exchange, or acquire by licence, auction, concession, grant, or otherwise, any lands, mines, mineral rights, buildings, easements, rights and privileges, machinery, plant, and other effects whatsoever in India or abroad, which the company may from time to time think proper to be acquired for any of its purposes.

3. To search for ores and minerals, mine, and grant for mining in or over any lands which may be acquired by the company and to lease any such lands and to sell or otherwise dispose of the lands, mines, or other property of the company.

4. To carry on the business of purchasing, selling, importing, exporting, dealing in and trading of bullion, precious metals, precious and semi-precious stones, diamonds, gemstones, jewellery and other allied products and commodities, and to act as merchants, traders, dealers, agents,

brokers, distributors and intermediaries in connection therewith.

5. To establish, develop, operate and maintain warehouses, vaults, storage facilities and other infrastructure for the safe custody, storage, handling and management of bullion, precious metals, precious stones, diamonds, gemstones, jewellery and other related products and commodities.

6. To undertake or facilitate the assaying, testing, valuation, grading, certification, authentication, refining, processing, cutting, polishing and other activities in relation to bullion, precious metals, precious and semi-precious stones, diamonds, gemstones and jewellery.

7. To provide technology-enabled services, software, digital infrastructure and other technological solutions for facilitating, managing and supporting transactions and trading activities relating to bullion, precious metals, precious stones, diamonds, gemstones, jewellery and other related products and commodities.

8. To act as agents, brokers, intermediaries, facilitators, consultants and service providers for manufacturers, refiners, traders, dealers, importers, exporters, buyers, sellers and other participants engaged in the business of bullion, precious metals, precious and semi-precious stones, diamonds, gemstones, jewellery and related products and commodities.

9. To undertake the business of import, export, wholesale, retail, distribution and supply of bullion, precious metals, precious and semi-precious stones, diamonds, gemstones, jewellery and other allied and related products and commodities, subject to applicable laws, rules, regulations and approvals.

10. To acquire, purchase, take on lease or otherwise obtain offices, warehouses, vaults, premises, equipment, machinery, technology, software, intellectual property and other assets as may be necessary or convenient for carrying on the aforesaid businesses.

11. To enter into agreements, arrangements, collaborations, partnerships, joint ventures or other arrangements with individuals, firms, companies, institutions, financial institutions, technology providers and other entities for carrying out and promoting the business of the Company.

12. To undertake research, development and innovation in relation to technologies, systems, processes and solutions for improving transparency, efficiency, traceability, authentication and security in the trading and dealing of bullion, precious metals, precious stones, diamonds, gemstones, jewellery and related commodities.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters, and things as may be necessary or expedient to give effect to the above resolution, including filing necessary forms and documents with the Registrar of Companies.

RESOLVED FURTHER THAT any of the Director of the Company be and is hereby authorized to certify a copy of this resolution and issue the same to all the concerned parties.”

Item No. 10: Approval for Sale of Fixed Assets:

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

"**RESOLVED THAT** pursuant to provisions of section 180 (1) (a) of Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof) read with the Companies (Management and Administration) Rules, 2014 and other applicable rules thereunder (collectively, the "Act") and in accordance with all applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and all other applicable SEBI Regulations if any, and subject to any other applicable Rules or Laws that may be required for the sale, consent of the Shareholders, be and is hereby accorded to the Company for the Sale of Machinery situated at Registered Office of the Company to any Individuals, Institutions, Body Corporate as detailed in the explanatory statement at such consideration as be decided by the Board.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board of Directors of the Company and/or any person authorized by the Board from time to time be and is hereby empowered and authorized to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to the above resolution.

RESOLVED FURTHER THAT any of the Director of the Company be and is hereby authorized to certify a copy of this resolution and issue the same to all the concerned parties."

Item No. 11: Approval for Increase in Authorised Share Capital and Consequent Alteration of the Capital Clause of the Memorandum of Association:

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

"**RESOLVED THAT** pursuant to the provisions of Sections 13, 61, and 64 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and the provisions of the Articles of Association of the Company, the consent of the Members be and is hereby accorded to increase the Authorised Share Capital of the Company from the present Rs. 15,00,00,000 (Rupees Fifteen Crore) divided into 3,00,00,000 (Three Crore) equity shares of the face value of Rs. 5/- each to Rs. 40,00,00,000/- (Rupees Forty Crore Only) divided into 8,00,00,000 (Eight Crore) Equity shares of the face value of Rs. 5/- each.

RESOLVED FURTHER THAT pursuant to the provisions of Section 13 of the Companies Act, 2013, the existing Clause V of the Memorandum of Association of the Company be and is hereby altered by substituting it with the following new Clause V:

'V. The Authorised Share Capital of the Company is Rs. 40,00,00,000/- (Rupees Forty Crore only)

divided into 8,00,00,000 (Eight Crore) Equity Shares of Rs. 5/- (Rupees Five only) each with the power to increase or decrease the Capital of the Company and to divide the shares into several classes and attach thereto respectively conditions in such manner as may for the time being be provided by the Articles of the Company.'

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take all such acts, deeds, and things as may be necessary, proper, or expedient to give effect to this resolution and to file the necessary e-forms with the Registrar of Companies.

RESOLVED FURTHER THAT any of the Director of the Company be and is hereby authorized to certify a copy of this resolution and issue the same to all the concerned parties."

By Order of the Board of Directors
For Iykot Hitech Toolroom Limited

Sd/-
____

Ms. Drishti Dawara
Company Secretary & Compliance Officer
ACS No.: A71811
Place: Mumbai,
Date: 06.08.2026

Registered Office:
131/2, Thiruneermalai Road, Nagalkeni Chrompet, Chennai, Tamil Nadu, 600044

Email: IykotHitechToolroomLimited@aspect.global
Website: www.iykot.com
Investor Relations Email ID: grc@iykot.com
Corporate Identity Number: L27209TN1991PLC021330

SHAREHOLDER INSTRUCTIONS FOR E-VOTING

CDSL e-Voting System – For e-voting and Joining Virtual meetings.

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.

2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 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 Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

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 to at least 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 ascertaining the quorum under Section 103 of the Companies Act, 2013.

5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM/EGM through VC/OAVM and cast their votes through e-voting.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM/EGM has been uploaded on the website of the Company at www.iykot.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. The AGM/EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM/EGM) i.e. www.evotingindia.com.

7. The AGM/EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

8. In continuation to this Ministry's **General Circular No. 20/2020** dated 05.05.2020, General Circular No. 02/2022 dated 05.05.2022. General Circular No. 10/2022 dated 28.12.2022, General circular No. 09/2023 dated 25.09.2023 and **General circular No. 09/2024 dated 19.09.2024 and after due examination, it has been decided to allow companies to conduct their AGMs through VC or OAVM till further orders,** in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 05.05.2020.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The voting period begins on 1st September 2026 and ends on 3rd September 2026. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 28th August 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020,** under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	**Login Method**
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	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 to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 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 & My Easi New (Token) 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.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual

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

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget

User ID and Forget Password option available at abovementioned website.

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

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

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

1) The shareholders should log on to the e-voting website www.evotingindia.com.

2) Click on "Shareholders" module.

3) Now enter your User ID

   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as

	For Physical shareholders and other than individual shareholders holding shares in Demat.
Bank Details **OR** Date of Birth (DOB)	recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant Iykot Hitech Toolroom Limited on which you choose to vote.

(x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; IykotHitechToolroomLimited@aspect.global, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.

2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.

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

4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

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

6. 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.

7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **10 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **10 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at

IykotHitechToolroomLimited@aspect.global. These queries will be replied to by the company suitably by email.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

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

10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like 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 **Company at** IykotHitechToolroomLimited@aspect.global **/RTA email id** at murali@cameoindia.com

2. For Demat shareholders -, Please update your email id & mobile no. with your respective **Depository Participant (DP)**

3. **For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.**

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no.: 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Assistant Vice President, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013)

Item No. 2 and 3: Regularisation of Appointment of Non-Executive Non-Independent Directors:

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company, at their meeting held on 27th April 2026, appointed **Mrs. Aksha Mohit Kamboj** (DIN: 03347200) and **Mr. Sukumar Anand Shetty** (DIN: 03540525) as Additional Directors (Non-Executive & Non-Independent) of the Company.

The proposed Directors are not disqualified from being appointed as Directors in terms of Section 164 of the Act and have given their consent to act as Directors. Furthermore, they are not debarred from holding the office of Director pursuant to any Order issued by the Securities and Exchange Board of India (SEBI) or any other regulatory authority.

The Board believes that the Company will benefit immensely from their rich experience, knowledge, and specific expertise as under:

Sr. No	Name	Expertise
1	Mrs. Aksha Mohit Kamboj	Possesses extensive expertise in strategic business leadership, corporate governance, regulatory compliance, business development, and management of diversified businesses across the bullion, real estate, hospitality, infrastructure, retail, and CSR sectors. She has significant experience in formulating business strategies, driving growth, overseeing large-scale projects, and strengthening governance and operational excellence at both domestic and international levels.
2	Mr. Sukumar Anand Shetty	Possesses extensive expertise in Financial Management, Treasury Operations, Corporate Finance, Business Administration, Strategic Planning, Financial Structuring, Banking & Financial Institutions, Business Expansion, Operational Efficiency, Corporate Governance, and Risk Management.

Accordingly, the Board considers it desirable and in the best interest of the Company to regularise their appointments as Non-Executive Non-Independent Directors, liable to retire by rotation.

Details regarding their profile, specific areas of expertise, and other disclosures as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard – 2 (SS-2) on General Meetings are provided in the "Annexure" to this Notice.

Except for **Mrs Aksha Mohit Kamboj** and **Mr. Sukumar Anand Shetty**, their respective relatives who may be deemed interested in the resolutions pertaining to their own appointments, none of the other Directors, Key Managerial Personnel of the Company, or their relatives are concerned or interested, financially or otherwise, in the resolutions set out at Item Nos. 2 and 3 of this Notice.

The Board recommends the Ordinary Resolutions set out at Item Nos. 2 and 3 of the Notice for the approval of the Members.

Item No 4: Regularisation of Appointment and Terms of Remuneration of Ms. Vaishali Sharad Lad (DIN: 10252839) as a Whole-Time Director:

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee ("NRC"), appointed Ms. Vaishali Sharad Lad (DIN: 10252839) as an Additional Director (Designated as Non-Executive) of the Company with effect from 27th April 2026, pursuant to Section 161(1) of the Companies Act, 2013 ("the Act").

Subsequently, considering her structural involvement and the operational requirements of the Company, the Board of Directors in its meeting held on 24th July 2026 approved a change in her category of designation from Additional Director - Non-Executive to Additional Director - Whole-Time Director (WTD) of the Company. This appointment is for a period of five (5) consecutive years, effective from 24th July 2026 to 23rd July 2031, subject to the approval of the shareholders at the ensuing General Meeting in terms of Section 152 of the Act, her office as a Whole-Time Director.

Ms. Vaishali Sharad Lad brings valuable expertise and leadership qualities to the Board. The Nomination and Remuneration Committee and the Board are of the view that her transition into an executive role as a Whole-Time Director will greatly strengthen the day-to-day management, corporate governance, and operational execution of the Company.

Tenure: 5 Years from 24th July 2026 to 23rd July 2031

Details of Remuneration sought to be paid: the appointment is proposed at NIL Remuneration in accordance with the provisions of Sections 196 and 197 read with Schedule V of the Companies Act, 2013.

In view of the Company being in the business establishment and restructuring phase under its new management, the Board considers it prudent to conserve financial resources during the initial period of operations. Accordingly, Ms. Vaishali Sharad Lad has voluntarily agreed to discharge the duties of Whole-Time Director without drawing any remuneration from the Company during this period.

Any future payout or payment of remuneration shall be subject to the recommendation of the Nomination and Remuneration Committee, approval of the Board of Directors, and necessary approvals of the Members, as applicable under statutory provisions.

Voluntary Waiver: Clarifies that the candidate has agreed to serve without salary.

Frequency of Payment: Not Applicable as no Remuneration has been Recommended.

Minimum Remuneration Clause: Not Applicable as no Remuneration has been Recommended.

The draft agreement/terms of appointment containing the detailed structural breakdown of her remuneration is open for inspection by members at the Registered Office of the Company during business hours on any working day up to the date of the AGM.

Except Ms. Vaishali Sharad Lad (being the appointee) and her relatives, none of the Directors, Key Managerial Personnel (KMPs), or their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 4.

The Board recommends the passing of the Ordinary Resolution as set out in Item No. 4 of the Notice.

Details regarding their profile, specific areas of expertise, and other disclosures as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard – 2 (SS-2) on General Meetings are provided in the "Annexure" to this Notice.

Item Nos. 5 and 6: Regularisation of Appointment of Mr. Vaibhav Agarwal and Mr. Rajesh Chunilal Bhojani as Non-Executive Independent Directors:

The Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee (NRC), appointed **Mr. Vaibhav Agarwal (DIN: 11267514)** and **Mr. Rajesh Chunilal Bhojani (DIN: 01804482)** as Additional Directors in the capacity of Non-Executive Independent Directors with effect from **21st July 2026**, pursuant to Section 161(1) of the Companies Act, 2013 ("the Act").

Pursuant to Section 161(1) of the Act, they hold office as Additional Directors up to the date of this Annual General Meeting (AGM).

Mr. Vaibhav Agarwal and Mr. Rajesh Chunilal Bhojani have submitted:

1. Consent to act as Director in Form **DIR-2** pursuant to Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

2. Intimation in Form **DIR-8** confirming that they are not disqualified from being appointed as Directors in terms of Section 164(2) of the Act.

3. Declarations of Independence under Section 149(6) of the Act confirming that they meet the criteria of independence.

In the opinion of the Board, both proposed Directors fulfil the conditions specified under the Act and SEBI (LODR) Regulations, 2015 for appointment as Independent Directors and are independent of the management.

In terms of Section 197(5) of the Act, they shall be entitled to receive sitting fees for attending meetings of the Board and/or Committees thereof, alongside reimbursement of out-of-pocket expenses. Further, pursuant to the proviso to Section 197(4) of the Act, they may be paid professional fees for strategic advice, guidance, and professional services rendered in relation to business operations and regulatory compliance, provided that in the opinion of the Board/NRC, they possess the requisite qualifications for practicing the profession.

Copies of the draft letters of appointment are available for inspection by members at the Registered Office during business hours up to the date of the AGM.

Except for Mr. Vaibhav Agarwal and Mr. Rajesh Chunilal Bhojani (with respect to their own respective resolutions), none of the Directors, Key Managerial Personnel of the Company, or their relatives are in any way concerned or interested, financially or otherwise, in these resolutions.

The Board recommends the Ordinary Resolutions set out at Item Nos. 5 and 6 for approval by the members.

Details regarding their profile, specific areas of expertise, and other disclosures as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard – 2 (SS-2) on General

Meetings are provided in the "Annexure" to this Notice.

Item No. 7: Regularisation of Appointment of Mr. Arjun Bikas Dutta as a Non-Executive Independent Director:

The Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee (NRC), approved the appointment of **Mr. Arjun Bikas Dutta** as an Additional Director in the capacity of Non-Executive Independent Director with effect from 23rd July 2026, pursuant to Section 161(1) of the Companies Act, 2013 ("the Act").

Pursuant to Section 161(1) of the Act, Mr. Arjun Bikas Dutta holds office as an Additional Director up to the date of this Annual General Meeting (AGM).

Mr. Arjun Bikas Dutta has submitted:

1. Consent to act as Director in Form **DIR-2** pursuant to Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014.
2. Intimation in Form **DIR-8** confirming that he is not disqualified from being appointed as a Director under Section 164(2) of the Act.
3. Declaration of Independence under Section 149(6) of the Act confirming that he meets the criteria of independence.

In the opinion of the Board, Mr. Arjun Bikas Dutta fulfils the conditions specified under the Act and SEBI (LODR) Regulations, 2015 for appointment as an Independent Director and is independent of the management.

In terms of Section 197(5) of the Act, he shall be entitled to receive sitting fees for attending Board/Committee meetings along with reimbursement of expenses. Further, pursuant to Section 197(4) of the Act, he may be paid professional fees for providing strategic and professional guidance in compliance and business matters, subject to the opinion of the Board/NRC that he possesses the requisite professional qualification.

A copy of the draft letter of appointment is available for inspection at the Registered Office of the Company during business hours up to the date of the AGM.

Except for **Mr. Arjun Bikas Dutta** (with respect to his resolution), none of the Directors, Key Managerial Personnel of the Company, or their relatives are in any way concerned or interested, financially or otherwise, in this resolution.

The Board recommends the Ordinary Resolution set out at Item No. 7 for approval by the members.

Details regarding their profile, specific areas of expertise, and other disclosures as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard – 2 (SS-2) on General Meetings are provided in the "Annexure" to this Notice.

Item No. 8: Shifting of Registered Office of the Company and Consequent Alteration of the Situation Clause of the Memorandum of Association:

The Registered Office of the Company is currently situated in the State of Tamil Nadu. The Board of Directors, at its meeting held on 24th July 2026, considered and approved a proposal to shift the Registered Office to the State of Maharashtra, subject to the necessary approvals of the shareholders and the Central Government (Regional Director).

The Board believes that shifting the Registered Office will lead to the proposed shifting of the Registered Office of the Company from Chennai, Tamil Nadu to Mumbai, Maharashtra is consequent to the change in the management and control of the Company. The new management is based in Mumbai, Maharashtra, and the proposed shift will align the Registered Office with the Company's principal management and administrative functions. The relocation is expected to facilitate efficient decision-making, better coordination of business operations, improved regulatory compliance, and effective implementation of the Company's proposed expansion into the bullion and retail business. The proposed shift is in the best interests of the Company and its stakeholders. The proposed shift will not adversely affect any stakeholder, including employees, shareholders, or creditors of the Company.

Pursuant to Sections 12 and 13 of the Companies Act, 2013, shifting the Registered Office from one state to another and altering the Situation Clause (Clause II) of the Memorandum of Association requires approval by way of a Special Resolution of the members and confirmation from the Regional Director. A copy of the MOA showing the proposed alteration is available for inspection at the Registered Office of the Company during business hours up to the date of the AGM.

None of the Directors, Key Managerial Personnel, or their relatives are concerned or interested, financially or otherwise, in the proposed resolution. The Board recommends the Special Resolution for your approval.

The Board recommends the Special Resolution set out at Item No. 8 of the Notice for the approval of the Members

Item No. 9: Alteration of the Object Clause of the Memorandum of Association:

The Company is presently engaged in offering a comprehensive suite of injection moulding services, with a specialisation in Mould Design, Mould Making, and Injection Moulding. Our seasoned team of designers, engineers, and technicians works in close collaboration with customers, gaining an in-depth understanding of their unique requirements to offer bespoke solutions of the highest quality. Furthermore, our engineering support services encompass a broad range of key offerings, including product design, material selection and testing, production process optimization, meticulous quality control, and seamless packing and delivery.

However, upon reviewing the Company's business plans and market opportunities, the Board of Directors is of the view that the Company does not foresee adequate business opportunities or commercial viability in pursuing the said activities at present.

Accordingly, with a view to aligning the Main Objects of the Company with its revised business plans and exploring commercially viable opportunities in the bullion and precious metals sector and to enable the Company to commence this new line of business, it is necessary to alter the Main Object Clause (Clause III) of the Memorandum of Association (MOA) to accurately reflect these proposed activities. Pursuant to Section 13 of the Companies Act, 2013, altering the Object Clause requires the approval of the shareholders by way of a Special Resolution.

A copy of the MOA showing the proposed alteration is available for inspection at the Registered Office of the Company during business hours up to the date of the AGM.

None of the Directors, Key Managerial Personnel, or their relatives are concerned or interested,

financially or otherwise, in this resolution. The Board recommends the Special Resolution for your approval.

The Board recommends the Special Resolution set out at Item No. 9 of the Notice for the approval of the Members.

Item No. 10: Approval for Sale of Fixed Assets

The Company currently holds Fixed Assets situated at Registered Office of the Company.

Object of and commercial rationale for carrying out such sale:

The Company intends to realign its business operations and resources towards the proposed new business activities, including trading, distribution and retail of bullion, gold, silver, precious metals, precious and semi-precious stones, diamonds, gemstones, jewellery and other related products.

The sale is proposed to facilitate the strategic restructuring of the Company's business, enable efficient deployment of capital and resources towards the proposed business activities, and provide the Company with an opportunity to pursue new avenues of growth and revenue generation.

The use of proceeds arising therefrom:

The consideration received from the sale is proposed to be utilized for the Company's business purposes, including working capital requirements, investment in and development of the proposed new business activities and other general corporate purposes, subject to applicable laws and regulatory approvals.

Applicability of Section 180(1)(a) of the Companies Act, 2013: The proposed sale of the aforementioned immovable property may be construed as the sale or disposal of an "undertaking" or "substantially the whole of the undertaking" under the provisions of Section 180(1)(a) of the Companies Act, 2013. Consequently, such a transaction requires the prior approval of the shareholders by way of a Special Resolution.

Applicability of Section 188 of the Companies Act, 2013 (Related Party Transaction): The Company proposes to keep the option open to sell the asset to any prospective buyer offering the best price, who is not a "Related Party" within the meaning of Section 2(76) of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Accordingly, provisions of Section 188 is not applicable.

Board Approval: The Board of Directors, at its meeting held on 06th August 2026, evaluated the proposal and granted its in-principle approval for the sale of the said asset, at a consideration to be finalized by the Board based on market valuation. The Board is of the opinion that the proposed sale is in the overall best interest of the Company and its shareholders.

Interest of Directors and Key Managerial Personnel: None of the Directors, Key Managerial Personnel of the Company, or their relatives are in any way concerned or interested, financially or otherwise, in the resolution set out at Item No. 10, except to the extent of their shareholding, if any, in the Company.

The Board recommends the Special Resolution set out at Item No. 10 of the Notice for the approval of the Members.

Item No. 11: Approval for Increase in Authorised Share Capital and Consequent Alteration of the Capital Clause of the Memorandum of Association:

The existing Authorised Share Capital of the Company is proposed to be increased to Rs. 40,00,00,000/- to provide the Company with greater financial flexibility and to facilitate the raising of additional capital as and when required. The increase is intended to support the Company's proposed expansion into the retail and bullion business, including funding future business operations, strategic growth initiatives, working capital requirements, and other corporate purposes. The enhanced capital structure will enable the Company to capitalize on emerging business opportunities and support its long-term growth objectives.

The provisions of Sections 13 and 61 of the Companies Act, 2013 require the Company to seek the approval of the Members for an increase in the Authorised Share Capital and the consequent alteration to the Capital Clause (Clause V) of the Memorandum of Association. A copy of the Memorandum of Association showing the proposed alteration is available for inspection at the Registered Office of the Company during business hours up to the date of the AGM. None of the Directors, Key Managerial Personnel, and their relatives are concerned or interested, financially or otherwise, in the resolution.

The Board recommends the Ordinary Resolution for your approval.

ANNEXURE TO NOTICE

Details of Directors seeking Appointment/Re-appointment at the Annual General Meeting

(Pursuant to Regulation 36(3) of SEBI (LODR) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2))

Particulars	Director 1	Director 2	Director 3
Name of the Director	Mrs. Aksha Mohit Kamboj	Mr. Sukumar Anand Shetty	Ms. Vaishali Sharad Lad
Designation	Non-Executive Non-Independent Director	Non-Executive Non-Independent Director	Whole Time Director
DIN	03347200	03540525	10252839
Date of Birth	09/09/1985	01/06/1976	23/03/1990
Date of Original Appointment	27th April, 2026	27th April, 2026	27th April, 2026
Educational Qualifications	Post Graduate Diploma in Advertising, Media & Events and Bachelor of Commerce (B.Com)	Bachelor of Commerce (B.Com)	Bachelor of Commerce (B.Com)
Nature of expertise in specific functional areas	Strategic business leadership, Corporate governance, regulatory compliance, Business development	Financial management, operations, and business administration.	Financial management, treasury operations, investment decisions, fund planning, and liquidity management
Shareholding in the Company	Nil	Nil	Nil
Directorships held in other Listed Entities	Duke Offshore Limited	Duke Offshore Limited	None
Membership/ Chairmanship of	None	Chairperson in Stakeholders	None

Particulars	Director 1	Director 2	Director 3
Committees of other Boards of Listed Companies		Relationship Committee and Member in Audit Committee and Nomination Remuneration Committee	
Listed entities from which the person has resigned in the past three years	None	None	None
Disclosure of relationships between directors interse	None	None	None
Brief Resume	Mrs. Aksha Mohit Kamboj is a business leader with experience in multi-sector business operations including bullion, hospitality, real estate and infrastructure. She is associated with Aspect Global Ventures Private Limited and currently serves as Vice President of the India Bullion & Jewellers Association (IBJA). She has been involved in strategic leadership, governance and expansion of business operations across domestic and international markets.	Mr. Sukumar Anand Shetty is an experienced professional with significant expertise in financial management, treasury operations, and business administration. He has been associated with Aspect Global Ventures Private Limited and has contributed to strategic planning, financial structuring, and operational efficiency. His experience includes handling corporate finance, banking relationships, and supporting business expansion initiatives across multiple sectors	Ms. Vaishali Sharad Lad is a finance expert with over 14 years of experience at Aspect Global Group. She has expertise in cash flow management, banking strategies, structured finance, and capital allocation across multiple entities. She works closely with the Board and senior management in financial planning, budgeting, and evaluating business opportunities, and plays a key role in ensuring compliance and transparent financial reporting.

Particulars	Director 4	Director 5	Director 6
Name of the Director	**Mr. Vaibhav Agarwal**	**Mr. Rajesh Chunilal Bhojani**	**Mr. Arjun Bikas Dutta**
Designation	Non-Executive Independent Director	Non-Executive Independent Director	Non-Executive Independent Director
DIN	11267514	01804482	11845860
Date of Birth	18/01/1978	18/06/1966	15/06/1961
Date of Original Appointment	21st July 2026	21st July 2026	23rd July 2026
Educational Qualifications	Chartered Accountant	Masters in Management Studies	Post Graduate Diploma in Management (Marketing & Finance) M.Com
Nature of expertise in specific functional areas	Corporate finance, investment banking, capital markets, wealth management, and statutory compliance.	Operations, general management, strategic planning, business development, and supply chain management.	Media, sales and marketing, brand management, event management, and business operations.
Shareholding in the Company	Nil	Nil	Nil
Directorships held in other Listed Entities	1. Emerald Leisures Limited 2. Duke Offshore Limited	1. Gaudium IVF and Woman Health Ltd 2. Duke Offshore Limited	Duke Offshore Limited
Membership/Chairmanship of Committees of other Boards of Listed Companies	1. Member of Audit Committee, Member of Nomination and Remuneration Committee and Member of Stakeholders	1. Member of Audit Committee and Member of Nomination and remuneration committee of Gaudium IVF and Woman Health	Member in Audit Committee, Member of Stakeholders Relationship Committee and Member of Nomination and

Particulars	Director 4	Director 5	Director 6
	Relationship Committee of Emerald Leisures Limited 2. Chairperson in Audit Committee of Duke Offshore Limited	Ltd 2. Chairperson in Nomination and Remuneration Committee, Member in Stakeholders Relationship Committee	remuneration committee of
Listed entities from which the person has resigned in the past three years	None	None	None
Disclosure of relationships between directors inter-se	None (Independent Category)	None (Independent Category)	None (Independent Category)
Brief Resume	Mr. Vaibhav Agarwal is a qualified Chartered Accountant and a seasoned banking and financial services professional with over 23 years of experience in strategy, business development, credit administration, risk management, client servicing, and recovery management. He has demonstrated strong expertise in driving business growth, managing operations efficiently, and implementing strategic initiatives aligned with organizational objectives.	Mr. Rajesh Chunilal Bhojani holds a Master's in Management Studies from Mumbai University (Narsee Monjee Institute of Management Studies – NMIMS). He has over 41 years' experience, including leadership roles at UTI Mutual Fund and Aditya Birla Sun Life Insurance and Aditya Birla Sun Life AMC. At UTI, he helped scale up its distribution network during the transition from a public sector entity to a private sector Mutual Fund. At Birla Sun Life, he worked extensively	Mr. Arjun Bikas Dutta is a seasoned Financial Consultant and Compliance, Regulatory & Risk Governance Leader with over 35 years of distinguished experience in the banking and financial services sector, including extensive leadership roles at the Reserve Bank of India (RBI) and HDB Financial Services. He possesses deep expertise in regulatory compliance, enterprise risk management,

Particulars	Director 4	Director 5	Director 6
		in building sales and marketing across asset management, life insurance, and wealth management businesses. He has been an Independent Director with PPFAS AMC for nearly ten years, and is currently an Independent Director at Motilal Oswal Asset Management Co. Limited, and at Gaudium IVF and Woman Health Ltd (BSE and NSE listed).	corporate governance, and financial sector regulations across banks, NBFCs, and cooperative institutions. He is an accomplished leader in institutional capability building, with a strong track record of mentoring teams, developing compliance cultures, and delivering training and knowledge transfer initiatives.

BOARD'S REPORT TO THE SHAREHOLDERS

Dear Shareholders,

Your Directors have the pleasure in presenting the **Thirty - Fifth (35th) Annual Report** of **Iykot Hitech Toolroom Limited** (herein after referred to as **'the Company'**) on the business and operations of your Company along with the Audited Financial Statements, Board's Report and Auditor's Report for the financial year ended **31st March 2026**.

1. FINANCIAL RESULTS:

The audited financial results of the Company for the financial year ended 31st March 2026 are summarized below:

(Rs. In Lakhs)

Particulars	FY 2025-26	FY 2024-25
Revenue from Operations	156.97	501.26
Other Income	53.46	8.71
Total Income	210.43	509.97
Total Expenses	315.26	615.17
Profit/(Loss) before Tax	(104.83)	(105.20)
Exceptional Items	0	0
Tax Expenses:		
Current Tax	0	0
Deferred Tax	1.41	(0.66)
Profit /(Loss) carried to Balance Sheet/ After Tax	(103.42)	(105.86)

The audited financial statements of the Company for the financial year ended 31st March, 2026 were approved by the Board of Directors at its meeting held on 27th April, 2026.

2. STATE OF AFFAIRS OF THE COMPANY'S AFFAIRS/BUSINESS PERFORMANCE:

During the financial year under review, the revenue from operations of the Company was Rs. 156.97 Lakhs as against revenue from operations of Rs.501.26 Lakhs during the previous financial year.

During the financial year under review, the Company incurred a net loss of Rs. 103.42 Lakhs as against a net loss of Rs. 105.86 Lakhs during the previous financial year.

3. NATURE OF BUSINESS AND CHANGE IN NATURE OF BUSINESS DURING THE YEAR UNDER REVIEW:

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

Your Company has strategically expanded its operational horizon to enhance revenue streams and drive long-term value. Following the successful introduction of its proprietary brand, **'ZADASTAR'**, the Company transitioned into the business of component and contract manufacturing of Kitchen and Home Appliances.

Throughout the financial year under review, the Company actively sustained robust promotion and marketing campaigns to build brand equity and expand its market footprint. This transition into consumer-centric appliance segments represents a pivotal, ongoing shift in the Company's product portfolio, aimed at leveraging scalable contract manufacturing opportunities and capturing sustainable growth in the domestic consumer durables sector."

2. Future Business Plan:

   The Company does not presently envisage significant opportunities in its existing business segments. Accordingly, the Company intends in future to diversify into the bullion and retail sector, including trading and retail of gold, silver and other precious metals, as part of its revised business strategy and future growth plans subject to applicable approvals and compliance with regulatory requirements.

4. SHARE CAPITAL AND CHANGES IN SHARE CAPITAL OF THE COMPANY:

During the financial year 2025-2026 and subsequent up to the date of this report, the Share Capital structure of your Company underwent significant changes relating to its partly paid-up equity shares as detailed below:

Conversion of Partly Paid-up Shares

- **Tranche I:** The Company successfully converted **40,99,746 partly paid-up equity shares** into fully paid-up equity shares upon receipt of the final call money. The Company received the formal Listing and Trading approval for the same from BSE Limited on **August 6, 2025**.
- **Tranche II:** A further tranche of **1,94,323 shares** was converted from partly paid-up to fully paid-up shares upon receipt of due call amounts. The Company secured the formal listing approval from BSE Limited on **February 13, 2026**, followed by the trading approval on **February 25, 2026**.
- **Forfeiture of Unpaid Partly Paid-up Shares:** The Board of Directors finalised the forfeiture of **99,01,931 partly paid-up equity shares** due to the continuous non-payment of the first and final call money despite sending final reminders to the concerned shareholders. The Company submitted a formal application to BSE Limited and subsequently received the official confirmation and approval regarding this corporate forfeiture on **May 11, 2026**.
- Consequent to the aforementioned conversions and the subsequent capital forfeiture, the paid-up equity share capital of the Company stands modified as of the date of this report.

Reclassification of Shareholders under Regulation 31A of SEBI (LODR)

Apart from capital alterations, a structural change in the promoter category was executed during the period under review:

- The Company received a No Objection Certificate from the Stock Exchange on **September 12, 2025**, for reclassifying **"Electronics Corporation of Tamil Nadu Limited (ELCOT)"** from the "Promoter/Promoter Group" category to the "Public Shareholder" category under Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- The Board approved the EGM Notice at its meeting held on **September 19, 2025**, and the said reclassification was formally considered and approved by the shareholders of the Company at the Extraordinary General Meeting (EGM) held on **October 27, 2025**.

5. DETAILS ABOUT DIVIDEND AND UNPAID DIVIDEND AND DISCLOSURES AS REQUIRED AS PER IEPF, RULES:

During the financial year ended March 31, 2026, your Directors have **not recommended or declared any dividend** in view of the financial performance and to conserve resources for ongoing operational transitions.

In terms of Section 124 and 125 of the Companies Act, 2013, read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), dividends that remain unclaimed or unpaid for a period of seven consecutive years are required to be transferred to the IEPF established by the Central Government.

Pursuant to Rule 5(8) of the IEPF Rules, the Company filed its statement of unclaimed and unpaid amounts via **Form IEPF-2** on November 10, 2025.

The details of unpaid dividends, as required under the Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016, are available on the Company's website at: https://iykot.com/unpaid-dividends/

6. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS:

The Company has not made any investments, given guarantee and security during the financial year under review as per the provisions of Section 186 of Companies Act, 2013.

7. TRANSFER TO GENERAL RESERVE:

The Board of Directors of your Company has decided not to transfer any amount to the Reserves for the financial year under review.

8. DEPOSITS:

During the financial year 2025-26, the Company has not accepted any deposits under the provisions of Section 73 of the Companies Act, 2013 read together with the Companies (Acceptance of Deposits) Rules, 2014.

Further, there is no outstanding amount payable to Directors and overdraft amount from bank as on 31st March 2026.

9. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES:

All related party transactions that were entered into during the financial year ended March 31, 2026, were on an arm's length basis and were in the ordinary course of business as per the provisions of Section 188 of the Companies Act, 2013. Form No. AOC-2 is attached to this Report as **Annexure I**.

10. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

The Management Discussion and Analysis Report on the business of the Company for the financial year ended 31st March 2026 as stipulated under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and under the provisions of the Companies Act, 2013 (the Act) is annexed as an **Annexure II** to this report.

11. BOARD POLICIES:

The Company has the following policies which are applicable as per the provisions of the Companies Act, 2013 and the Listing Regulations which are placed on the website of the Company www.iykot.com

i. Code of conduct for Board and Senior Management Personnel.
ii. Terms and Conditions of appointment of Independent Directors.
iii. Vigil Mechanism/ Whistle Blower Policy.
iv. Policy for determination of materiality of events or information.
v. Familiarisation program for Independent Directors.
vi. Policy on Preservation and Archival of Documents.
vii. Performance Evaluation Policy.
viii. Code of conduct for Prevention of Insider Trading.
ix. Policy for determination of material subsidiaries
x. Policy on Related Party Transaction.
xi. Nomination and Remuneration Policy. Weblink: www.iykot.com
xii. Code of Fair Disclosure of Unpublished Price Sensitive Information
xiii. Policy on Prevention of Sexual Harassment of Women at Workplace

Since your Company's Paid-Up Equity Share Capital and the Net worth is less than Rs.10 Crores and Rs.25 Crores respectively, the provisions of the Listing Regulations relating to compliance of corporate governance provisions is **not applicable** to the Company.

12. MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/INDUSTRIAL RELATIONS FRONT:

Training in all sectors is given to its employees periodically and motivated to work in line with the development of the industry. The willingness and commitment of the employees help the company to stand tall among its customer in quality and service.

13. SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES:

As on March 31, 2026, the Company doesn't have any Subsidiary (ies), Joint Venture(s) and Associate Company (ies) at the end of the year.

14. COMMISSION RECEIVED BY DIRECTOR FROM HOLDING OR SUBSIDIARY COMPANY:

The Company neither has any Holding Company nor is any Subsidiary Company; therefore, disclosure under Section 197 (14) of the Companies Act, 2013 is not applicable to the Company for the financial under review.

15. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS:

During the financial year under review, no significant and material order has been passed by the regulators, courts, tribunals impacting the going concern status and Company's operations in future.

16. REPORTING OF FRAUDS BY AUDITORS:

During the year under review, the Statutory Auditors and Secretarial Auditors in their reports have not reported any instances of frauds committed in the Company by its Officers or Employees under Section 143(12) of the Companies Act, 2013.

17. AUDITOR' S AND AUDIT REPORT'S:

STATUTORY AUDITORS:

M/s. KGS & Associates, Chartered Accountants (Firm Registration Number: 010806S), were initially appointed by the Board of Directors to fill a casual vacancy in the office of Statutory Auditors, based on the recommendation of the Audit Committee. This casual vacancy appointment was subsequently ratified and approved by the shareholders at the 33rd Annual General Meeting (AGM) held on September 24, 2024.

Further, at the same 33rd AGM, pursuant to the provisions of Section 139, 142, and other applicable provisions of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, the shareholders approved the appointment of M/s. KGS & Associates as the Statutory Auditors of the Company for a regular term of five (5) consecutive years. Their tenure commences from the conclusion of the 33rd AGM until the conclusion of the 38th AGM of the Company to be held in the calendar year 2029.

The Company has received written consent and eligibility certificates from M/s. KGS & Associates to the effect that their continuous appointment is within the prescribed limits under Section 141 of the Companies Act, 2013 and that they are not disqualified from continuing as Statutory Auditors of the Company.

COMMENT ON STATUTORY AUDITOR'S REPORT:

The Statutory Auditors' Report on the Standalone Financial Statements of the Company for the financial year ended March 31, 2026, does not contain any qualifications, reservations, adverse remarks, or disclaimers. The notes to the financial statements referred to in the Auditors' Report are self-explanatory and do not call for any further explanations or comments from the Board of Directors under Section 134(3)(f) of the Companies Act, 2013.

SECRETARIAL AUDITORS:

Pursuant to the requirements of Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, M/s. Lakshmmi Subramanian & Associates, Practicing Company Secretaries was appointed to conduct the Secretarial Audit of the Company for a term of five years from the financial year 2025-26.

The Secretarial Audit report as received from the Secretarial Auditors is annexed to this report as **Annexure III.**

QUALIFICATIONS IN SECRETARIAL AUDIT REPORT:

There are no material qualifications in the Secretarial Report for the financial year 2025-26 except a few which were taken on record for due action.

BOARD'S COMMENT ON QUALIFICATIONS IN SECRETARIAL AUDIT REPORT:

1. The Company is in the process of completing the dematerialisation of the shares held by the erstwhile Promoters.
2. The Company is currently updating the required information on its website to ensure full compliance.
3. The Board of Directors wishes to clarify that following the allotment of Equity Shares under the Rights Issue on August 8, 2025, the manual compilation, verification, and procedural submission of the requisite disclosures under Regulation 29(2) of SEBI (SAST) Regulations, 2011 caused an inadvertent administrative delay of a few days. The disclosures were subsequently completed and submitted to the Stock Exchange on August 14, 2025 and August 15, 2025. The delay was purely procedural, non-deliberate, and did not impact or cause any loss/prejudice to the interest of any investor, shareholder, or stakeholder.

INTERNAL AUDITORS:

Pursuant to the provisions of Section 138 of the Companies Act, 2013, read with Rule 13 of the Companies (Accounts) Rules, 2014, and other applicable provisions, the Board of Directors of the Company has appointed Mr Arul Anto Mahesh, representing M/s. Arul Anto & Co., Chartered Accountants, as the Internal Auditor of the Company.

The Internal Auditor conducts comprehensive periodic reviews of the Company's operational efficiencies, internal financial controls, and risk management frameworks. The internal audit reports are regularly placed before the Audit Committee for review, and the recommendations are implemented by the management to ensure a robust governance and compliance infrastructure.

COST AUDITORS:

Pursuant to the provisions of Section 148 of the Companies Act, 2013 and the notification of Companies (Cost Records and Audit) Rules, 2014 as amended, the Company does not fall under the purview of Cost Audit.

MAINTENANCE OF COST RECORDS:

Pursuant to Section 134(3)(Q) read with Rule 8(5)(viii) of the Companies (Accounts) Rules, 2014, your Directors state that the maintenance of cost records as specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013, is **not required**

by the Company, and accordingly, such accounts and records are not made and maintained by the Company for the financial year under review.

18. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP):

As on 31st March, 2026, the Board of Directors of the Company consists of 5 Directors including a Whole Time Director, Three (3) Non-Executive Independent Directors, and a Non-Executive Non-Independent Director.

Sr. No.	Name of the Directors	DIN	Designation
1.	Ms. Likhitta Dugar (Resigned w. e. f 27th April, 2026)	09768742	Whole-Time Director
2.	Mr. Suresh Rajasekar (Resigned w. e. f 21st July, 2026)	07706731	Independent Director
3.	Mr. Syed Munnawar Hussain (Resigned w. e. f 21st July, 2026)	07939900	Independent Director
4.	Mr. Velli Paramasivam (Resigned w. e. f 30th June, 2026)	09766538	Independent Director
5.	Mrs. Annjana Dugar (Resigned w. e. f 27th April, 2026)	02189257	Non-Executive Director

The Board of Directors were reconstituted as under and their regularisation of appointment will be placed before the members at the ensuing Annual General Meeting.:

Name of Directors	Designation
Mr. Aksha Mohit Kamboj (DIN: 03347200) (Appointed w. e. f 27th April, 2026)	Additional Director - Non-Executive Category
Mr. Sukumar Anand Shetty (DIN: 03540525) (Appointed w. e. f 27th April, 2026)	Additional Director- Non-Executive Category
Mrs. Vaishali Sharad Lad (DIN: 10252839) (Initially Appointed w. e. f 27th April 2026) (Change in Designation w. e. f 24th July 2026)	Additional Director- Whole Time Director

Name of Directors	Designation
Mr. Vaibhav Agarwal (DIN: 11267514) (Appointed w. e. f 21st July 2026)	Additional Director - Independent Category
Mr. Rajesh Chunilal Bhojani (DIN: 01804482) (Appointed w. e. f 21st July 2026)	Additional Director - Independent Category
Mr. Arjun Bikas Dutta (DIN: 11845860) (Appointed w. e. f 23rd July 2026)	Additional Director - Independent Category

Mr. Sekhar Subramanian tendered his resignation from the position of Company Secretary and Compliance Officer of the Company with effect from 27th April 2026. The Board places on record its deep appreciation for his services during his tenure.

Mr. Balakrishnan Thinagaran tendered his resignation from the position of Chief Financial Officer (CFO) of the Company of the Company with effect from 21st July 2026. The Board places on record its deep appreciation for his services during his tenure.

The Company is actively taking steps to ensure all consequential KMP vacancies are filled within the statutory timelines prescribed under the Companies Act, 2013 and other rules and regulations.

Key Managerial Person	Designation
Mr. Rakesh Oza (Appointed w. e. f 24th July 2026)	Chief Financial Officer
Ms. Drishti Dawara (Membership No. A71811) (Appointed w. e. f 24th July 2026)	Company Secretary and Compliance Officer

19. <u>FORMAL ANNUAL EVALUATION OF THE PERFORMANCE OF THE BOARD, ITS COMMITEES & INDIVIDUAL DIRECTORS:</u>

Pursuant to the provisions of the Companies Act, 2013 and the Listing Regulations a structured questionnaire was prepared after taking into consideration of the various aspects of the Boards' functioning, the composition of the Board and its committees, culture, execution and performance of specific duties, obligations, and governance.

The Board and the Committees were evaluated on various criteria as stated below:

a Composition of the Board and Committee.
b Understanding of the Company and its business by the Board.
c Availability of information to the Board and Committee.
d Effective Conduct of Board and Committee Meetings.

The Board also carried out the evaluation of Directors and Chairman based on following criteria:

1. Attendance of meetings

2. Understanding and knowledge of the entity.
3. Maintaining confidentiality of board discussion.
4. Contribution to the board by active participation.

5. Maintaining independent judgment in the decisions of the Board.

The Board found that the performance of all the Directors was quite satisfactory. The Board also noted that the term of reference and composition of the Committees was clearly defined. The Committee performed their duties diligently and contributed effectively to the decisions of the Board.

The functioning of the Board and its committees were quite effective. The Board evaluated its performance as a whole and was satisfied with its performance and composition of Independent and Non-Independent Directors during the year under review.

20. COMPOSITION OF COMMITTEES OF THE BOARD OF THE DIRECTORS:

During the financial year under review, all the recommendations of the Audit Committee were accepted by the Board.

The following was the Composition of the Committees of the Board as per the provisions of the Companies Act, 2013 and the Listing Regulations during the year under review and as on 31st March 2026:

Audit Committee			
Sr. No.	**Name**	**Role in the Committee**	**Designation**
1	Mr. Velli Paramasivam	Chairman	Independent Director
2	Ms. Likhitta Dugar	Member	Whole-Time Director
3	Mr. Suresh Rajasekar	Member	Independent Director

Nomination and Remuneration Committee			
Sr. No.	**Name**	**Role in the Committee**	**Designation**
1	Mr. Suresh Rajasekar	Chairman	Independent Director
2	Mr. Velli Paramasivam	Member	Independent Director
3	Mrs. Annjana Dugar	Member	Non-Executive Director

Stakeholders Relationship Committee			
Sr. No.	**Name**	**Role in the Committee**	**Designation**
1	Mrs. Annjana Dugar	Chairperson	Non-Executive Director
2	Mr. Velli Paramasivam	Member	Independent Director
3	Mr. Syed Munnawar Hussain	Member	Independent Director

Rights Issue Committee			
Sr. No.	**Name**	**Role in the Committee**	**Designation**
1	Mrs. Annjana Dugar	Chairperson	Non-Executive Director
2	Ms. Likhitta Dugar	Member	Whole-Time Director
3	Mr. Suresh Rajasekar	Member	Independent Director

21. NUMBER OF MEETINGS OF THE BOARD AND BOARDS' COMMITTEE HELD DURING THE FINANCIAL YEAR:

The Board and its Committee's meets at regular intervals to discuss and decide on business strategies/policies and review the financial performance of the Company. The Board Meetings and Committee meetings are pre-scheduled and a tentative annual calendar of the Board is circulated to the Directors well in advance to facilitate the Directors and committed to plan their schedules.

The following are the dates on which Board Meetings and Committee Meetings happened during the financial year ended 31st March 2026.

Meeting	No. of Meetings during the Financial Year 2025-26	Date of the Meeting
Board Meeting	8	11-04-2025 22-05-2025 04-08-2025 19-09-2025 07-11-2025 09-01-2026 06-02-2026 24-02-2026
Audit Committee	4	22-05-2025 04-08-2025 07-11-2025 06-02-2026
Nomination and Remuneration Committee	1	06-02-2026
Independent Director's Meeting	1	06-02-2026
Stakeholder's Relationship Committee	1	06-02-2026
Rights Issue Committee	2	12-05-2025 03-11-2025

The interval between two Board Meetings was well within the maximum period mentioned under Section 173 of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

22. SEPARATE MEETING OF THE INDEPENDENT DIRECTORS:

As required under Clause VII of Schedule IV of the Companies Act, 2013, the Independent Directors held a Meeting on 6th February 2026, without the attendance of Non-Independent Directors and members of Management.

23. FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS:

The familiarization program is to update the Directors on the roles, responsibilities, rights and duties under the Act and other statutes and about the overall functioning and performance of the Company. The policy and details of the familiarisation program is available on the website of the Company at https://iykot.com/

24. INDEPENDENT DIRECTOR'S DECLARATION:

All Independent Directors have given declarations that they meet the Criteria of independence laid down under Section 149 of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of financial year ended 31st March, 2026, which has been relied on by the Company and placed at the Board Meeting.

25. SECRETARIAL STANDARDS:

In terms of Section 118(10) of the Act, the Company states that the applicable Secretarial Standards i.e., SS-1 and SS-2, issued by the Institute of Company Secretaries of India (ICSI), relating to Meetings of Board of Directors and General Meetings respectively, have been duly complied with however, improvements in certain areas are being made.

26. WHISTLE BLOWER POLICY/ VIGIL MECHANISM:

Pursuant to Section 177(9) of the Companies Act, 2013, your Company has established a Vigil Mechanism Policy for Directors and Employees to report concerns about unethical behaviours, actual or suspected fraud, violations of Code of Conduct of the Company etc. The mechanism also provides for adequate safeguards against the victimization of employees who avail themselves of the mechanism and also provides for direct access by the Whistle Blower to the Audit Committee. It is affirmed that during the financial year 2025-26, no employee has been denied access to the Audit Committee. The Vigil Mechanism Policy is also available on the Company's websitehttps://iykot.com/wp-content/uploads/2025/07/Whistle-Blower-policy_Final.pdf

27. INTERNAL FINANCE CONTROL SYSTEM AND THEIR ADEQUACY:

The Company has formulated a framework on Internal Financial Controls in accordance with Rule 8 (5) (viii) of Companies (Accounts) Rules, 2014. The Company has adequate internal control systems to monitor business processes, financial reporting and compliance with applicable regulations and they are operating effectively.

The systems are periodically reviewed by the Audit Committee of the Board for identification of deficiencies and necessary time-bound actions are taken to improve efficiency at all the levels. The Committee also reviews the observations forming part of internal auditors' report, key issues and areas of improvement, significant processes and accounting policies.

28. CODE OF CONDUCT FOR DIRECTORS AND SENIOR MANAGEMENT:

The Board of Directors has adopted a policy and procedure on the Code of Conduct for the Board Members and Employees of the Company in accordance with the SEBI (Prohibition of Insiders Trading) Regulations, 2015. This Code helps the Company to maintain the Standard of Business Ethics and ensure compliance with the legal requirements of the Company.

The Code is aimed at preventing any wrong doing and promoting ethical conduct at the Board and by employees. The Compliance Officer is responsible to ensure adherence to the Code by all concerned.

The Code lays down the standard of Conduct which is expected to be followed by the Directors and the designated employees in their business dealings and in particular on matters relating to integrity in the workplace, in business practices and in dealing with stakeholders.

All the Board Members and the Senior Management Personnel have confirmed Compliance with the Code.

29. CORPORATE SOCIAL RESPONSIBILITY (CSR):

As per the provisions of Section 135 of the Companies Act, 2013, all Companies having a Net Worth of Rs.500 Crores or more, or a turnover of Rs.1,000 Crores or more or a Net Profit of Rs.5 Crore or more during any financial year are required to constitute a CSR Committee and our Company does not meet the criteria as mentioned above, hence the Company has not constituted any Corporate Social Responsibility (CSR) Committee; and has not developed and implemented any Corporate Social Responsibility (CSR) initiatives and the provisions of Section 135 of the Companies Act, 2013 are **not applicable** to the Company.

30. PARTICULARS OF EMPLOYEES:

There are no employees falling within the provisions of Section 197 of the Companies Act, 2013 read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 during the financial year ended 31st March 2026.

31. DISCLOSURE REQUIREMENTS:

The Company has devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI) and is of the view that such systems are adequate and operating effectively.

32. DIRECTORS' RESPONSIBILITIES STATEMENT:

As required under Section 134(3)(c) of the Companies Act, 2013, the Directors hereby state and

confirm that they have:

a) In the preparation of the annual accounts for the year ended 31st March 2026, the applicable accounting standards had been followed along with proper explanation relating to material departures.

b) They have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent, 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 and loss of the Company for the year ended on that date.

c) They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.

d) They have prepared the annual accounts on a going concern basis.

e) They have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and operating effectively.

f) They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

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

A. CONSERVATION OF ENERGY:

- Conservation of energy is of utmost significance to the Company. Every effort is made to ensure optimum use of energy by using energy- efficient computers, processes and other office equipment. Constant efforts are made through regular/ preventive maintenance and upkeep of existing electrical equipment to minimize breakdowns and loss of energy.

- Steps taken by company for utilizing alternate sources of energy: NIL
- Capital investment on energy conservation equipment's: NIL.

B. TECHNOLOGY ABSORPTION:

(i) The Company is continuously making efforts for induction of innovative technologies and techniques required for the business activities.
(ii) The benefits derived like product improvement, cost reduction, product development or import substitution;
iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)- Not Applicable
(a) the details of technology imported;
(b) the year of import;
(c) whether the technology been fully absorbed;
(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and
(iv) the expenditure incurred on Research and Development.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO:

Foreign Exchange Earnings and Outgo	2025-26	2024-25
Earning in Foreign Exchange	3,182	1,04,452
Expenditure in Foreign Exchange	Nil	Nil
CIF value of imports – Raw Materials – Calcium Carbide	Nil	Nil

34. CORPORATE GOVERNANCE REPORT:

As prescribed under the provisions of Regulation 15(2) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015, the Company does not fall under the purview of complying with the provisions of Corporate Governance provisions.

However, as a part of good corporate practices and in the interest of transparency, the Company has voluntarily complied with the certain provisions relating to Corporate Governance for FY 2025-26.

35. DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE YEAR ALONG WITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR:

There are no proceedings initiated and pending under the Insolvency and Bankruptcy Code, 2016 against the Company during the year under review.

36. THE DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF:

The Company has not made any one-time settlement for loans taken from the banks or financial institutions, and hence the details of difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the banks or Financial Institutions along with the reasons thereof is not applicable during the year under review.

37. THE RATIO OF THE REMUNERATION OF EACH DIRECTOR TO THE MEDIAN REMUNERATION OF THE EMPLOYEES OF THE COMPANY FOR THE FINANCIAL YEAR AND PERCENTAGE INCREASE IN REMUNERATION OF EACH DIRECTOR AND KMP:

Disclosures as required under Section 197(12) of the Act read with the applicable rules and details as per Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given as **Annexure IV** to this report.

38. GENDER-WISE COMPOSITION OF EMPLOYEES

In alignment with the principles of diversity, equity, and inclusion (DEI), the Company discloses below the gender composition of its workforce as on the March 31, 2026.
Male Employees: 6
Female Employees: Nil
Transgender Employees: Nil

39. LISTING FEES:

The Company confirms that it has paid the annual listing fees for the financial year 2025-26 to BSE Limited.

40. CLOSURE OF REGISTER OF MEMBERS AND SHARE TRANSFER BOOKS:

The Register of Members and Share Transfer books of the company was closed from Wednesday, 17th September, 2025 to Tuesday, 23rd September, 2025 (both days inclusive) for the purpose of the AGM during the financial year ended 31st March 2026.

41. MATERNITY BENEFIT:

The Company affirms that it has duly complied with all provisions of the Maternity Benefit Act, 1961, and has extended all statutory benefits to eligible women employees during the year.

The Company also ensures that no discrimination is made in recruitment or service conditions on the grounds of maternity. Necessary internal systems and HR policies are in place to uphold the spirit and letter of the legislation.

42. PREVENTION OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE [“POSH”]

The Company has adopted a policy for Prevention of Sexual Harassment at the Workplace, in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (“POSH Act”). An Internal Complaints Committee (“ICC”) has been duly constituted as per the provisions of the POSH Act to redress complaints regarding sexual harassment at the workplace.

During the financial year under review, the Company has complied with all the provisions of the POSH Act and the rules framed thereunder. Further details are as follow:

a.	Number of Complaints of Sexual Harassment received in the Year	Nil
b.	Number of Complaints disposed off during the year	Nil
c.	Number of cases pending for more than ninety days	Nil

43. WEBLINK OF ANNUAL RETURN, IF ANY:

Pursuant to Section 92(3) of the Companies Act, 2013, the Annual Return for the financial year ended 31st March, 2026 is available on the Company's website at https://iykot.com/investor-relations/policies/

44. NO ESOP/ BUYBACK DECLARATION:

The Company has not issued any shares under an Employees' Stock Option Scheme, Sweat Equity, nor undertaken any Buyback of Securities during the year under review.

45. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

Subsequent to the closure of the financial year ended 31st March 2026, the following significant corporate actions took place, which have a bearing on the shareholding control, management, and equity architecture of your Company:

- **Triggering of Mandatory Open Offer & Change in Management Control:** Pursuant to a Share Purchase Agreement (SPA) executed to facilitate an off-market transfer of shares, a mandatory Open Offer was triggered under Regulations 3(1) and 4 of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. The Open Offer was launched by the incoming Acquirers—**M/s. Aspect Global Ventures Private Limited** to acquire up to 26,98,298 fully paid-up equity shares representing 26% of the voting share capital of the Company at an offer price of ₹8.50 per share. The formal Letter of Offer was dispatched on 4th June 2026, and the tendering period was scheduled from 10th June 2026, to 23rd June 2026.

- **Reconstitution of the Board of Directors:** In alignment with the acquisition and transition of management control, the Independent Directors Committee (IDC) provided its recommendations on 8th June 2026. To facilitate this smooth transition, a comprehensive restructuring of the leadership took place with the appointment of new promoter-nominee Additional Directors alongside the resignation of erstwhile Board members.

- **Regulatory Share Forfeiture:** To streamline the equity base, the Company completed its regulatory actions regarding non-payment of call money. The Company received the final statutory notice from BSE Limited on 12th May 2026, confirming the successful forfeiture of 99,01,931 partly paid-up equity shares. This critical action reduced the outstanding share capital and established the revised voting share capital at 10,37,806 equity shares.

46. RISK MANAGEMENT POLICY:

The provisions of Regulation 21 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding the mandatory constitution of a Risk Management Committee are not applicable to your Company.

However, as a matter of good corporate governance and pursuant to Section 134(3)(n) of the Companies Act, 2013, the Board of Directors continuously monitors business operations to identify potential vulnerabilities.

47. ACKNOWLEDGEMENT:

Your Directors take this opportunity to express their sincere gratitude to the encouragement, assistance, cooperation, and support given by the Government authorities during the year. They also wish to convey their gratitude to all the customers, auditors, suppliers, dealers, and all those associated with the Company for their continued patronage during the year.

Your Directors also wish to place on record their appreciation for the hard work and efforts put in by the employees at all levels. The directors are thankful to the esteemed stakeholders for their continued support and the confidence reposed in the Company and its management.

48. CAUTIONARY STATEMENT:

The statements contained in the Board's Report and Management Discussion and Analysis Report contain certain statements relating to the future and therefore are forward looking within the meaning of applicable securities, laws and regulations. Various factors such as economic conditions, changes in government regulations, tax regime, other statues, market forces and other associated and incidental factors may however lead to variation.

Place: Mumbai
Date: 06.08.2026

By and on behalf of Board of Directors
For Iykot Hitech Toolroom Limited

Sd/-
Sukumar Anand Shetty
Additional Director
(DIN: 03540525)

Sd/-
Vaishali Sharad Lad
Additional Director
(Whole Time Director)
(DIN: 10252839)

Annexure I

DETAILS OF RELATED PARTY TRANSACTIONS
Form No. AOC-2
(Pursuant to clause (h) of sub-section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

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

1) Details of contracts or arrangements or transactions not at arm's length basis- **Nil**
2) Details of material contracts or arrangements or transactions at arm's length basis.

Sr. No.	Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts/arrangements/transactions	Salient terms of the contracts or arrangements or transactions including the value, if any:	Date(s) of approval by the Board, if any:	Amount paid as advances, if any:
1	Ms Likhitta Dugar – Whole-Time Director	Remuneration Paid	For the FY 2025-2026	Rs.12,60,000/- paid as remuneration during the FY 2025-26	22nd May 2025	NA
2	Mr. Antariksh Dugar - Relative of Director	Remuneration Paid	For the FY 2025-2026	Rs.3,20,000/- paid as remuneration during the FY 2025-26	22nd May 2025	NA
3	Mrs. Annjana Dugar - Director	Car Hire Charges	For the FY 2025-2026	Rs. 13,80,000/- paid as Car Hire Charges during the FY 2025-26	22nd May 2025	NA

By and on behalf of Board of Directors
For Iykot Hitech Toolroom Limited

Sd/-
Vaishali Sharad Lad
Additional Director
(Whole Time Director)
DIN: 10252839

Date: 06.08.2026
Place: Mumbai

Annexure II

Management Discussion and Analysis Report

For the Financial Year ended 31st March, 2026

This Management Discussion and Analysis Report presents a detailed overview of the operational and financial performance of the Company for the financial year 2025–26, along with the industry outlook, opportunities, risks, and internal controls, in accordance with the provisions of the Companies Act, 2013 and Regulation 34(3) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

1. Industry Structure and Developments

Economic Overview:

The Indian economy remained resilient in FY 2025–26 amidst global uncertainties, inflationary pressures, and interest rate volatility. With a projected GDP growth of approximately 7.4% - 7.7% for FY26, India continues to be among the fastest-growing major economies. Government-led reforms, infrastructure spending, and incentives under the PLI scheme continue to boost the manufacturing sector.

Industry Overview:

The plastic moulding, dies, tools, and kitchen/home appliances industries have experienced mixed market dynamics. While the consumer appliances sector (specifically kitchenware under contract and part-manufacturing setups) continues to offer consistent demand driven by household consumption, the toolroom and industrial core moulding segment faces heightened cost pressures and competitive pricing. High-precision tooling remains critical, but manufacturers must optimise material costs and capacity utilisation to maintain margins.

2. Opportunities and Threats

Opportunities:

The Company does not presently envisage significant opportunities in its existing business segments. Accordingly, subject to approval of the Shareholders, the Company proposes to diversify into the bullion and retail sector, including trading and retail of gold, silver and other precious metals, as part of its revised business strategy and future growth plans.

Threats:

Intense market competition, volatility in raw material prices (polymers/metals), and dependencies on heavy industrial cycles for moulding orders present ongoing operational challenges.

The proposed bullion and retail business is subject to fluctuations in precious metal prices, regulatory and compliance requirements, intense market competition, changing consumer preferences, and risks associated with market volatility and inventory management.

3. Segment-wise or Product-wise Performance

The Company primarily operates in the manufacture and distribution of dyes, tools, moulds, and plastic components, while actively driving growth in its domestic home/kitchen appliance vertical. Core toolroom operations faced consolidation over the past fiscal year, with total standalone revenue for the year ending March 31, 2026, dropping to ₹1.56 Crore (approx.) (down from ₹5.01 Crore in FY24-25), due to lower business volumes and subdued demand during the year.

4. Outlook

The outlook remains transformative. Following the Share Purchase Agreement (SPA) and subsequent Open Offer by Aspect Global Ventures Private Limited, the Company is undergoing structural change. With a fresh board reconstitution and strategic redirection under the new leadership, the Company intends to scale in new line of business of bullion and retail sector, including trading and retail of gold, silver and other precious metals, as part of its revised business strategy and future growth plans post approval as required under the regulatory compliance.

5. Risks and Concerns

1. **Management Transition Risk:** Navigating a significant change in control and stabilizing operations post-promoter exit.

2. **Liquidity and Call Money Forfeiture:** Consequent to non-payment of final call money by several shareholders, the company forfeited **99,01,931 partly paid-up equity shares**. While this cleanly shrinks the capital base down to fully paid shares, managing liquid cash flows for expansions remains a key priority.

The Company regularly reviews its risk management framework to mitigate these risks effectively.

6. Internal Control Systems and their Adequacy

The Company maintains an internal control framework tailored to its current scale of operations. These controls ensure that assets are protected against unauthorized use, transactions are properly recorded and authorized, and financial statements present a true and fair view. The internal controls are regularly reviewed by the Audit Committee and strengthened as required during management transformations.

7. Discussion on Financial Performance with respect to Operational Performance

- **Revenue from Operations**: Annual revenue stood at approximately ₹1.56 Crore, reflecting a YoY decline from the previous year's high base of ₹5.01 Crore, primarily due to operational restructuring.
- **Profitability Turnaround:** The Company reported total income of approximately ₹2.10 Crore during FY 2025–26, with a net loss of approximately ₹1.03 Crore. The Company reported a profit before tax of approximately ₹0.03 Crore in Q4 FY 2025–26, compared to a loss before tax of approximately ₹0.35 Crore in Q1 FY 2025–26, ₹0.42 Crore in Q2 FY 2025–26 and ₹0.31 Crore in Q3 FY 2025–26, indicating an improvement in profitability during the last quarter of the financial year.

8. Material Developments in Human Resources / Industrial Relations Front, including number of people employed

The Company considers its **human capital** as a key driver of success. During FY 2025–26, it focused on building a competent and motivated team across manufacturing, quality control, sales, and marketing.

As of 31st March 2026, the Company employed 6 employees other than the Directors across various functions.

Key initiatives included:

- Talent acquisition in product design and marketing teams.
- Skill development and training programs for production staff.
- Introduction of performance-based incentives and employee engagement programs.

Industrial relations remained cordial across the manufacturing units. Human resource focus during the latter half of the fiscal year centred around organisational restructuring to align with incoming promoter guidelines.

9. Details of significant changes (i.e. change of 25% or more as compared to the immediately previous financial year) in key financial ratios, along with detailed explanations therefor, including:

The said details with respect to details of significant changes in key financial ratios are given in the notes forming part of audited financial statements of the Company for the year ended 31st March 2026.

10. Details of any change in Return on Net Worth as compared to the immediately previous financial year along with a detailed explanation thereof.

The Return on Net Worth (RoNW) for the financial year ended March 31, 2026, showed a recovery trajectory in the terminal quarters moving out of past deep negative cycles, primarily stabilized by capital reduction via forfeiture and cost containment.

11. Disclosure of Accounting Treatment:

The financial statements of the Company have been prepared in accordance with the applicable Accounting Standards prescribed under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, as amended. No alternative accounting treatment in place of that prescribed under the applicable Accounting Standards has been adopted in the preparation of these financial statements.

Cautionary Statement:

This report contains forward-looking statements that are based on the beliefs and assumptions of the management. Actual results may differ materially from those expressed due to various economic, operational, and environmental factors.

Place: Mumbai
Date: 06.08.2026

By and on behalf of Board of Directors
For Iykot Hitech Toolroom Limited

Sd/-
Sukumar Anand Shetty
Additional Director
(DIN: 03540525)

Sd/-
Vaishali Sharad Lad
Additional Director
(Whole Time Director)
(DIN: 10252839)

Annexure III
Form No. MR-3
Secretarial Audit Report
(**For the financial year ended on 31st March 2026**)

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

To,
The Members,
Iykot Hitech Toolroom Limited
No. 131/2, Thiruneermalai Road, Nagalkeni, Chrompet
Chennai – 600044, Tamil Nadu.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Iykot Hitech Toolroom Limited** having its registered office at No.131/2, Thiruneermalai Road, Nagalkeni, Chrompet, Chennai– 600044, Tamil Nadu, bearing CIN: L27209TN1991PLC021330 (hereinafter called **"the Company"**) during the financial year from 01st April, 2025 to 31st March 2026 (the year/audit period/period under review).

We have conducted the Secretarial Audit in a manner that provided us a reasonable basis for evaluating the Company's corporate conducts/statutory compliances and expressing our opinion thereon.

We are issuing this report based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of the Secretarial Audit, the explanations and clarifications given to us and the representations made by the Management.

We hereby report that in our opinion, the Company has during the audit period covering the financial year ended on 31st March 2026, generally 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.

The members are requested to read this report along with our letter of even date which is annexed to this report as **Annexure – I** and forms an integral part of this report.

1. Compliance with specific statutory provisions:

1.1 We have examined the books, papers, minute books, forms and returns filed and other records made available to us and maintained by the Company for the financial year ended on 31st March 2026 according to the applicable provisions of:

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

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
(iv) The Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment and to the extent of their applicability on the Company;
(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 (Listing Obligations and Disclosure Requirements) Regulations, 2015;
b. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
c. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
d. The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
e. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018
f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 to the extent of Listed Entity engaging the RTA;
g. The Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003

(vi) In our opinion and as identified and informed by the Management, the following laws are specifically applicable to the Company as the Company is engaged in designing and manufacturing of moulds and supply of mould components to other industries:

1. The Factories Act, 1948
2. Hazardous waste (Management, Handling and Transboundary Movement) Rules, 2008
3. Water (Prevention and Control of Pollution) Act, 1974 and Rules made thereunder
4. Air (Prevention and Control of Pollution) Act, 1981 and Rules made thereunder
5. Environment (Protection) Act, 1986 and Rules made thereunder
6. Plastic Waste Management Rules, 2016

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

- Secretarial Standards (SS-1) on "Meetings of the Board of Directors" and Secretarial Standards (SS-2) on "General Meetings" issued by the Institute of Company Secretaries of India (ICSI);

- The Listing Agreement entered into by the Company with the stock exchange, where the Securities of the Company are listed and the uniform listing agreement with the said stock exchange.

1.2 In relation to the period under review, the Company has, to the best of our knowledge and belief and based on the records, information, explanations and representations furnished to us, complied with the laws mentioned in clauses (i) to (v) of paragraph 1.1. Further the Company in general has complied with the laws specifically applicable to the Company mentioned in sub-paragraph (vi) of paragraph 1.1.

1.3 We are informed that, during/in respect of the year, no events have occurred which required the Company to comply with the following laws/rules/regulations and consequently was not required to maintain any books, papers, minute books, or other records or file any forms/returns under:

a) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulation, 2021;
b) The Securities and Exchange Board of India (Buyback of Securities) Regulation, 2018;
c) The Securities and Exchange Board of India (Settlement Proceedings) Regulations, 2018 and circulars/guidelines issued thereunder;
d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
e) The Securities and Exchange of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
f) The Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009.

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

- The Company's Promoters' shareholding is not 100% in dematerialized form.
- Certain updates and uploads of statutory information are pending on the website of the Company. However, the Company is currently updating the required information on its website to ensure full compliance.
- The Acquirers made the requisite disclosures under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, in relation to the allotment of equity shares under the Rights Issue on August 8, 2025, to the Stock Exchange(s) on August 14, 2025, and August 15, 2025, with a delay of a few days beyond the prescribed statutory timeline of two working days.

2. Board Processes

We further report that:

1. The Board of Directors of the Company is duly constituted with a proper balance of Directors including Executive Directors, Non-Executive Directors, Independent Directors and Women Director in accordance with the provisions of the Act.

2. There was no change in the composition of the Board of Directors during the audit period, and the constitution of the Board remains in compliance with the Act.

3. Adequate notice is given to all Directors to schedule the Board Meetings at least seven days in advance except where the meeting is called at a shorter notice, and the agenda and detailed

notes on agenda were also circulated to the Board members prior to the meetings.

4. A system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

5. All decisions at the Board Meetings were out carried unanimously as recorded in the minutes of the Meetings of the Board of Directors.

3. Compliance Mechanism:

We further report that:

a) As represented by the Company and relied upon by us, there are adequate systems and processes in the Company commensurate with its size and operations of the Company to monitor and ensure compliance with all applicable laws, rules, regulations and guidelines including labour laws, competition law, environmental laws and other laws as may be specifically applicable to the Company.

b) The compliance by the Company of applicable financial laws such as Direct and Indirect Tax laws and maintenance of financial records and books of accounts have not been reviewed in this audit since the same have been subject to review by the statutory financial auditors, tax auditors and other designated professionals.

4. Specific Events/Actions:
We further report that during the audit period, the following specific events/actions having a major bearing on the Company's affairs in pursuance of the above-referred laws, rules, regulations, guidelines, standards, etc. took place:

1. <u>Rights Issue Call Money Realization:</u>

The Company dispatched the First and Final Call Notice on April 11, 2025, for the payment of ₹5.25 per share (comprising ₹3.75 towards face value and ₹1.50 towards securities premium) on 1,41,96,000 partly paid-up equity shares originally issued on a rights basis pursuant to the Letter of Offer dated March 20, 2024. Subsequently, the Rights Issue Committee of the Board of Directors at its meeting held on May 12, 2025, approved the initial conversion of 40,99,746 partly paid-up equity shares into fully paid-up equity shares upon receipt of call money aggregating to ₹2,15,23,666.50, for which the Company successfully secured final listing and trading approvals from BSE Limited effective from August 7, 2025.

Thereafter, at a meeting held on January 9, 2026, the Board of Directors accepted subsequent call money of ₹10,20,195.75 against 1,94,323 equity shares pursuant to a Reminder-cum-Forfeiture Notice, converting them into fully paid-up shares. At the same meeting, the Board approved the forfeiture and absolute cancellation of the remaining 99,01,931 unpaid partly paid-up equity shares, which held a paid-up value of ₹1.25 per share on a face value of ₹5 each, resolving that these shares be cancelled and not made available for re-issuance. Following these capital adjustments, the Company secured corporate Trading Approval from BSE Limited on February 25, 2026, making the listing and trading of this final converted lot of 1,94,323 equity shares effective from February 26, 2026.

2. **<u>Promoter Reclassification (Regulation 31A)</u>:**

The Company had submitted a comprehensive application to the stock exchange on February 5, 2025, seeking reclassification of certain entities from the "Promoter/Promoter Group" category to the "Public" category. Subsequently, on September 11, 2025, the Company partially withdrew its request in respect of eight untraceable individuals (namely Mr. Siddarth Nandulal, Mr. Sunil Chandrakant, Mr. Rajapandian S, Mr. Lakshmanan L, Mr. Balasubramonian R, Mr. Ram Kumar S R, Ms. Rajalakshmi Velrajan, and Mr. Pandya K V) due to its inability to produce individual consent letters as pointed out by BSE Limited, electing to proceed solely with the reclassification of Electronics Corporation of Tamil Nadu Limited (ELCOT).

Following this modification, the Company received a formal No Objection Letter from BSE Limited on September 12, 2025, for the reclassification of Electronics Corporation of Tamil Nadu Limited (ELCOT) from the "Promoter/Promoter Group" category to the "Public" shareholder category. The Board of Directors took formal note of this regulatory approval at its meeting held on September 19, 2025. The shareholders of the Company subsequently approved the said reclassification with a requisite majority at the Extraordinary General Meeting held on October 27, 2025, fulfilling the compliance tracking requirements under Regulation 31A of the SEBI (LODR) Regulations, 2015.

3. **<u>Regulatory Compliances, Penal Actions & Litigations:</u>**

- **Imposition of SOP Fine:** The Company received a formal communication from BSE Limited dated May 29, 2025, imposing a Standard Operating Procedure (SOP) fine of ₹1,75,000 (Basic) plus ₹31,500 (GST) under Regulation 31A(3)(a) due to a delay in submitting its promoter reclassification application.
- **BSE Warning Letter & SOP Fine Waiver:** BSE Limited issued a formal warning letter on September 12, 2025, concerning a delay in filing corporate announcements under Regulation 31A(8)(c) for the reclassification process. Following detailed representations clarifying that the delay occurred because the BSE Listing Centre platform had not yet been updated to reflect the December 2024 LODR structural amendments, BSE Limited acceded to the waiver request on January 13, 2026, and officially withdrew the entire levied fine amount of ₹1,77,500 (+ GST).
- **Amendment of Constitutional Documents:** The Company adopted entirely fresh sets of the Memorandum of Association (MOA) and Articles of Association (AOA) in structural compliance with the provisions of the Companies Act, 2013, at its 34th Annual General Meeting.
- **Temporary Factory Disruption & Resolution (28-11-2025 & 06-12-2025):** Operations at the Company's leased factory premises were temporarily suspended on November 28, 2025, after the lessor locked the facility due to a contractual dispute, which was disclosed as an operational disruption and litigation matter under Schedule III of the Listing Regulations. The

matter was subsequently resolved amicably through bilateral discussions, full access was restored, and normal operations successfully resumed on December 6, 2025.

4. Share Purchase Agreement (SPA) and Open offer:

The Promoters of the Company (*Sellers: Ms. Annjana Dugar, Ms. Likhitta Dugar, Mr. Padam Dugar, and Mr. Antariksh Dugar*) executed a Share Purchase Agreement (SPA) dated February 24, 2026, with **M/s Aspect Global Ventures Private Limited** (*Acquirer*) for the sale of an aggregate of 35,89,080 fully paid-up equity shares of face value ₹5 each, constituting 34.58% of the post-forfeiture existing voting share capital of the Company, at a price of ₹8.00 **per share**. Consequent to the execution of the said SPA and in compliance with Regulations 12(1) and 18(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, the Manager to the Open Offer, on behalf of the Acquirer, filed the Draft Letter of Offer (DLOF) with the Stock Exchange on March 11, 2026, to acquire up to 26,98,298 fully paid-up equity shares representing 26% of the voting share capital from the public shareholders of the Company at an offer price of ₹8.50 **per share**.

We further report that the following material events have occurred during the period after the end of the financial year and before the signing of this report.

- **Consummation of SPA & Transfer of Securities:** Following the execution of the Share Purchase Agreement (SPA) dated February 24, 2026, the transaction was officially consummated on April 27, 2026, resulting in the transfer of 35,89,080 equity shares from the outgoing promoters (*Sellers: Ms. Annjana Dugar, Ms. Likhitta Dugar, Mr. Padam Dugar, and Mr. Antariksh Dugar*) to the Acquirer, M/s Aspect Global Ventures Private Limited. The corresponding disclosures under Regulation 7(2) of the SEBI (Prohibition of Insider Trading) Regulations, 2015 and Regulation 30 of the SEBI (LODR) Regulations, 2015 were submitted on April 30, 2026.

- **Resignations of Board Members and KMP:** The Board of Directors at its meeting held on April 27, 2026, accepted the resignations of Ms Likhitta Dugar (Whole-time Director) and Ms Annjana Dugar (Director) from the Board. Concurrently, the Board took note of the resignation of Mr Sekhar Subramanian from his position as Company Secretary and Compliance Officer (Key Managerial Personnel) due to personal medical reasons. Subsequently, Mr Velli Paramasivam (DIN: 09766538) tendered his resignation from the position of Independent Director of the Company with effect from June 30, 2026, consequently ceasing to be the Chairman/Member of the respective Board Committees. Further, Mr Suresh Rajasekar (Independent Director) and Mr Syed Munnawar Hussain (Independent Director) resigned from the Board with effect from July 21, 2026, citing personal reasons.

- **Induction of New Management & Committee Reconstitution:** To facilitate the change in management control, the Board approved the appointment of Mrs. Aksha Mohit Kamboj, Mr. Sukumar Anand Shetty, and Ms. Vaishali Sharad Lad as Additional Directors (Non-Executive) pursuant to Section 161(1) of the Companies Act, 2013, subject to shareholder approval, on April 27, 2026. Subsequently, Ms. Vaishali Sharad Lad was redesignated from Additional Director (Non-Executive) to Additional Director (Whole-time Director) with effect from July 24, 2026. Further, the Board approved the appointment of Mr. Vaibhav Agarwal (DIN: 11267514) and Mr. Rajesh Chunilal Bhojani (DIN: 01804482) with effect from July 21, 2026, and Mr. Arjun Bikas Dutta with effect from July 23, 2026 (following the allotment of his DIN), as Additional Directors under the Non-Executive Independent Category. Concurrently, the Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, and Rights Issue Committee were reconstituted with immediate effect.

- **Disclosure of Promoter Control Change:** The Company submitted formal compliance disclosures under Regulation 31A (10) of the SEBI (LODR) Regulations, 2015, notifying the stock exchange of the change in promoter control and tracking the intended reclassification of the outgoing promoter.

- **BSE Notice on Forfeiture:** BSE Limited issued Notice No. 20260511-25 on May 11, 2026, officially recording the corporate decision to forfeit the 99,01,931 unpaid partly paid-up equity shares, while the standard operational depository updates remained in process.

- **Dispatch of Open Offer Letter:** In compliance with the SEBI (SAST) Regulations, 2011, the Manager to the Open Offer, on behalf of the Acquirer, filed and dispatched the final Letter of Offer (LOF) dated June 2, 2026. The offer targeted the acquisition of up to 26,98,298 fully paid-up equity shares (26% of the adjusted corporate voting share capital of 1,03,78,069 shares) from the public shareholders of the Company at a price of ₹8.50 per share.

For Lakshmmi Subramanian & Associates
Practicing Company Secretaries

Sd/-

S. Vasudevan
Partner
FCS No.: 9495
CP No.: 27636
Peer Review Certificate No. 6608/2025
UDIN: F009495H000954551

Place: Chennai
Date: 28.07.2026

Iykot HITECH TOOLROOM LTD.

ISO 9001 : 2015
UKAS CERT UAFL
CERTIFICATE No.: Q-221703022023

Annexure I to MR 3'

(To the Secretarial Audit Report of Iykot Hitech Toolroom Limited for the financial year ended 31st March 2026)

To,
The Members,
Iykot Hitech Toolroom Limited
No. 131/2, Thiruneermalai Road, Nagalkeni, Chrompet
Chennai – 600044, Tamil Nadu.

Our Secretarial Audit Report (Form No. MR-3) of even date for the financial year ended 31st March, 2026 is to be read along with this Annexure.

1. Maintenance of secretarial records and ensuring compliance with all the applicable laws is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on a test basis to ensure that correct facts are reflected in the secretarial records. We believe that the processes and practices we have followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records, cost records and Books of Accounts of the Company as they are subject to audit by the Auditors of the Company appointed under Section 139 and 148 of the Act.
4. Wherever required, we have obtained the Management representation about the financial information, compliance of laws, rules and regulations and the occurrence of certain events, etc.
5. The compliance of the provisions of other applicable laws, rules, regulations, and standards specifically applicable to the Company is the responsibility of the management. Our examination was limited to the verification of the system implemented by the Company on a test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Lakshmmi Subramanian & Associates
Practicing Company Secretaries

Sd/-

S. Vasudevan
Partner
FCS No.: 9495
CP No.: 27636
Peer Review Certificate No. 6608/2025
UDIN: F009495H000954551

Place: Chennai
Date: 28.07.2026

CERTIFICATE ON NON-DISQUALIFICATION OF DIRECTORS

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

To,
The Members,
IYKOT HITECH TOOLROOM LIMITED
131/2, Thiruneermalai Road, Nagalkeni,
Chrompet, Chennai, Tamil Nadu – 600044.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **M/s. Iykot Hitech Toolroom Limited** (CIN: L27209TN1991PLC021330) having its registered office at 131/2, Thiruneermalai Road, Nagalkeni, Chrompet, Chennai, Tamil Nadu-600044 India (hereinafter referred to as '**the Company**'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C, sub-clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the year ended 31st March 2026.

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 and its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 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.

S. NO	NAME OF DIRECTOR	DESIGNATION	DIN	DATE OF ORIGINAL APPOINTMENT IN COMPANY
1.	MS. LIKHITTA DUGAR	Whole-Time Director	09768742	19/10/2022
2.	Mrs. ANNJANA DUGAR	Non-Executive Director	02189257	19/10/2022
3.	MR. SURESH RAJASEKAR	Independent Director	07706731	19/10/2022
4.	MR. SYED MUNNAWAR HUSSAIN	Independent Director	07939900	19/10/2022
5.	MR. VELLI PARAMASIVAM	Independent Director	09766538	19/10/2022

Further, Pursuant to the closure of the Financial Year 2025-2026, the Management of the Company has been changed and as on the date of this certificate the reconstituted Board of Directors of the Company are as under:

S. NO	NAME OF DIRECTOR	DESIGNATION	DIN	DATE OF ORIGINAL APPOINTMENT IN COMPANY
1.	Mrs. AKSHA MOHIT KAMBOJ	Additional Director	03347200	27/04/2026
2.	Mr. SUKUMAR ANAND SHETTY	Additional Director	03540525	27/04/2026
3.	Mrs. VAISHALI SHARAD LAD	# Additional Director	10252839	27/04/2026
4.	Mr. VAIBHAV AGARWAL	Additional Director	11267514	21/07/2026
5.	Mr.RAJESH CHUNILAL BHOJANI	Additional Director	01804482	21/07/2026
6.	Mr. ARJUN BIKAS DUTTA	Additional Director	11845860	23/07/2026

The Designation of Ms. Vaishali Sharad Lad has changed from Additional Director (Non-Executive-Non- Independent Director) to Additional Director (Whole-time Director) with effect from 24th July 2026.

Ensuring the eligibility of the appointment/continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

FOR LAKSHMMI SUBRAMANIAN & ASSOCIATES
PRACTICING COMPANY SECRETARIES

Sd/-

S. VASUDEVAN
Partner
FCS No.: 9495
C.P. No.: 27636
Peer Review Certificate No.: 6608/2025
UDIN: F009495H000993137

Place: Chennai
Date: 31.07.2026

ISO 9001 : 2015
UKAS CERT UAFL
CERTIFICATE No.: Q-221703022023

CFO/ CEO CERTIFICATION

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

To,
The Board of Directors,
IYKOT HITECH TOOLROOM LIMITED

I, **Thinagaran Balakrishnan**, Chief Financial Officer, hereby certify that for the financial year ending 31st March, 2026, based on the review of the financial statements and the cash flow statement and to the best of my knowledge and belief:

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

2. These statements together present a true and fair view of the Company's affairs and comply with existing accounting standards, applicable laws and regulations.

3. There are, to the best of my knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violating of the Company's code of conduct.

4. I accept responsibility for establishing and maintaining Internal Controls and that I have evaluated the effectiveness of the Internal Control systems of the Company. I have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of Internal Controls, if any, of which I am aware and the steps I have taken or propose to take, to rectify these deficiencies.

5. I have indicated to the Auditors and Audit Committee:

a) Significant changes, if any, in the internal control over financial reporting during the year;
b) Significant changes, if any, in accounting policies, during the year and that the same have been disclosed in the notes to the financial statements, and
c) Instances of significant Fraud of which I have become aware and the involvement therein, if any, of the management or an employee, having a significant role in the Company's Internal Control system mover financial reporting.

For IYKOT HITECH TOOLROOM LIMITED

Sd/-

Thinagaran Balakrishnan
Chief Financial Officer

Place: Chennai
Date: 27.04.2026

INDEPENDENT AUDITORS REPORT

To the members of M/s. IYKOT Hitech Toolroom Limited

Report on the Audit of the Financial Statements:

Opinion:
We have audited the accompanying financial statements of M/s. **IYKOT Hitech Toolroom Limited** ("the Company"), which comprises the Balance Sheet as at March 31, 2026 the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

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

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 Board's Report including Annexures to Board's Report, BusinessResponsibility Report, Corporate Governance and Shareholder's Information, but does not include the financial statements and our auditor's report thereon.

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

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

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

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India.

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 andmaintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view andare free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of Financial Statements

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

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

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

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that areappropriate 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 system in place and the operating effectiveness of suchcontrols.

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

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

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

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

Report on Other Legal and Regulatory Requirements

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

- 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.

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

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

- In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act, readwith Rule 7 of the Companies (Accounts) Rules, 2014.

- 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 theAct.

- With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operatingeffectiveness 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 over financial.

- With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) ofthe Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

- 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:

  a) The Company does not have any pending litigations on its financial position in its financial statements.

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

  c) There were no amounts which were required to be transferred, to the Investor Education and Protection Fund by the company.

  d) Management has represented that ,to the best of its knowledge and belief ,other than as disclosed in the notes to the accounts ,no funds have been advanced or loaned or invested (either from borrowed funds or any other sources or kinds of funds) by the company to or in any other persons or entity(is), including foreign entities("intermediaries"),with the understanding ,whether recorded in writing or otherwise, that the intermediary shall, whether ,directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

  e) Management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts no funds have been received by the company from any person(s) or entity(is),including foreign entities("Funding Parties"),with the understanding, whether recorded in writing or otherwise, that the company shall ,whether directly or indirectly ,lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party ("Ultimate Beneficiaries") or provide any guarantee ,security or the like on behalf of Ultimate Beneficiaries and based on the audit procedures adopted by us ,nothing has come to our notice that has caused us to believe that the representations made by the management under the sub clause (a) and (b) above,
  Contain any material misstatement.

  f) In Our opinion and according to the information and explanation 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 more than the limit laid down under section 197of the Act. The ministry of corporate affairs has not prescribed other details under Section197(16) Which are required to be commented upon by us.

2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government 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.

For KGS &ASSOSIATES
Chartered Accountants
Firm Reg:010806S

Sd/-

CA.A.ARUL BRIGHT
Partner
Membership No:209013
UDIN: 26209013PYNLKT3598

Place: Chennai
Date: 27.04.2026

ANNEXURE A TO THE INDEPENDENT AUDITORS REPORT

Referring to paragraph 1 under the heading 'Report of Other Legal & Regulatory Requirement' of our report of event date to the financial statements of IYKOT Hitech Toolroom Limited for the year ended March 31st 2026:

1) (a) The company has maintained proper records showing full particulars, including quantitative details and the situation of property plant and equipment's. There are no intangible assets held by the company.

   (b) These Property, Plant and Equipment have been physically verified by the management in a phased manner, at regular interval, which in our opinion, is reasonable having regard to thesize of the company and nature of its business and no material discrepancies between the bookrecords and the physical fixed assets have been noticed.

   (c) The company does not hold any immovable properties and hence clause (c) is not applicable.

   (d) The Company have not revalued its Property, Plant and Equipments or intangible assets during theyear under review.

   (e) The Company is not holding any Property, Plant and Equipments under benami names and noproceedings have been initiated during the year or are pending against the Company for holdingany benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rulesmade thereunder.

2) (a) As informed to us, the management has conducted physical verification of inventory (including inventory lying with third parties) at reasonable intervals during the year. In our opinion the coverage and the procedure of such verification by the management is appropriate. Discrepancies noticed on such physical verification is less than 10% in aggregate for each class of inventory and have been properly dealt with in the books of account.

   (b) The Company had not availed any working capital loans from banks during the year against thesecurity of the stock of inventories.

3) The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 ofthe Act. Accordingly, the provisions of clause 3 (iii) (a) to (f) of the Order are not applicable to the Company and hence not commented upon.

4) In our opinion and 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 respectof loans, investments, guarantees, and security.

5) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 about the deposits accepted from the public are not applicable.

6) As informed to us, the maintenance of Cost Records has not been specified by the CentralGovernment under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.

7) (a) According to information and explanations given to us and based on our examination ofthe books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any otherstatutory dues with the appropriate authorities. According to the information and explanationsgiven to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2026, for more than six months from the date when they became payable. Accordingto the information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute.

(b) According to the information and explanations given to us and based on the records of the Company examined by us, there are no dues of Income-Tax, Customs Duty, Sales Tax, Service Tax, Goods and Services Tax, Value Added Tax, Excise Duty and Cess which have not been deposited on account of any dispute.

8) In our opinion and according to the information and explanations given to us, there are no transactions unrecorded previously in the books of account that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of1961). Accordingly, the requirement to report on Clause 3(viii) of the Order does not apply to the Company.

9) The Company has not defaulted in the repayment of dues to banks as it has not taken any loaneither from financial institutions or from the government and it has not issued any debentures.

10) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised money by way of an initial public offer or further public offer including debt instruments and term Loans during the year. The company has not made any preferential allotment or private placement of shares or fully orpartially or optionally convertible debentures during the year under audit. Accordingly, the provisions of clause 3 (x) (a) and 3(x) (b) of the Order do not apply to the Company and hence are not commented upon.

11) (a) During our examination of books and records of the company, carried out in accordance with the generally accepted audit procedures performed to report a true and fair view of the standalone financial statements, to the best of our knowledge and belief and as per the information and explanations given by the Management and the representations obtained from the Management, no material fraud on the company by its officers or employees has been noticed or reported during the year.

(b) There is no report under sub-section (12) of section 143 of the Companies Act filed by us in FormADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2020 with the Central Government during the year. According to the information and explanations given to us and recordsverified by us, the Secretarial Auditors have not filed a report in Form ADT-4 prescribed under rule13 of Companies (Audit and Auditors) Rules, 2020 with the Central Government.

(c) According to the information and explanations given to us and records verified by us, there are no whistle-blower complaints received by the Company during the year.

12) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause (xii) of the Order do not apply to the Company.

13) In our opinion and according to the information and explanations given to us, based on verification of the records and approvals of the Audit Committee, the Company complies with Section 177 and Section 188 of the Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the Standalone financial statements as required by the applicable accounting standards.

14) (a) In our opinion and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.

(b) The internal audit reports of the Company issued till the date of this audit report, for the period under audit have been considered by us.

15) Based upon the audit procedures performed and the information and explanations given by themanagement, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order do not apply to the Company and hence not commented upon.

16) (a) In our opinion, and according to the information and explanations given by the management and verified by us, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934. Accordingly, the requirement to report under clause (xvi) of the Order does not arise.

(b) The Company has not conducted any Non-Banking Financial or House Financing activities.

(c) The Company is not a core investment company as defined in the regulations made by theReserve Bank of India. Accordingly, the requirement to report under clause (xvi) of the Order does not arise.

17) The Company had incurred cash loss in the current year as well as in the immediately preceding financial year.

18) There is no resignation of the statutory auditor during the year under review. Accordingly, the requirement to report under clause 3 (xviii) of the Order does not arise.

19) According to the information and explanations given to us and based on the financial ratios, aging and expected dates of realization of financial assets and payment of financial liabilities, and other information accompanying the financial statements together with our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of the balance sheet as and when they fall due within one year from the balance sheet date. We, however, state that this is not an assurance as to the future viabilityof 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 duewithin one year from the balance sheet date will get discharged by the Company as and whenthey fall due.

20) According to the information and explanations given to us, the provisions of Section 135 ofthe Companies Act, 2013 relating to Corporate Social Responsibility do not apply to this Company and hence not commented upon.

For KGS &ASSOSIATES
Chartered Accountants
Firm Reg:010806S

Sd/-

CA.A.ARUL BRIGHT
Partner
Membership No:209013
UDIN: 26209013PYNLKT3598

Place: Chennai
Date:27.04.2026

"Annexure B" to the Independent Auditor's Report of even date on the Financial Statements of M/s. Iykot Hitech Toolroom Limited for the year ended March 31, 2026

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

We have audited the internal financial controls over the financial reporting of M/s. Iykot Hitech Toolroom Limited ("the Company") as of March 31, 2026, in conjunction with our audit of the IndAS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

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

For KGS &ASSOSIATES
Chartered Accountants
Firm Reg:010806S

Sd/-

CA.A.ARUL BRIGHT
Partner
Membership No:209013
UDIN: 26209013PYNLKT3598

Place: Chennai
Date: 27.04.2026

Iykot HITECH TOOLROOM LTD.

ISO 9001 : 2015
UKAS CERT UAFL
CERTIFICATE No.: Q-221703022023

FINANNCIAL STATEMENTS

IYKOT HITECH TOOLROOM LIMITED			
Regd. Office: Thiruneermalai Road, Chromepet, Chennai - 600 044 **CIN: L27209TN1991PLC021330** **BALANCE SHEET AS AT MARCH 31, 2026**			
Particulars	**Notes**	**As at 31-03-2026**	**As at 31-03-2025**
		Rs.	Rs.
ASSETS			
Non-Current assets			
Property, Plant & Equipment	2	74,12,751	86,90,730
Capital work-in-progress		-	-
Other intangible assets		-	-
Financial assets			
i. Investments			
ii. Loans	3	89,68,482	33,43,980
iii. Others (Bank deposits)		-	-
Non- Current Tax assets		-	-
Other non-current assets		-	-
		1,63,81,233	**1,20,34,710**
Current Assets			
Inventories	4	23,69,859	69,60,952
Financial assets			
i. Trade receivables	5	14,15,158	37,11,613
ii. Cash and Cash equivalents	6	1,76,77,148	33,52,026
iii. Loans	7	44,460	2,05,802
Other current assets	8	41,30,732	24,94,651
		2,56,37,357	1,67,25,044
Total Assets		**4,20,18,590**	**2,87,59,754**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	9	6,42,67,759	4,81,65,000
Other equity	10	(2,56,67,489)	(2,17,66,281)
		3,86,00,270	**2,63,98,719**
Liabilities			
Non-current liabilities			
Financial liabilities			
Borrowings			
Provisions		-	-
Deferred tax liabilities(net)	11	6,98,192	8,39,128
Other non-current liabilities	12	9,91,925	9,91,925
		16,90,117	**18,31,053**
Current liabilities			
Financial liabilities			

i. Borrowings	13	-	-
ii. Trade payables	14	11,33,279	16,30,965
iii. Other financial liabilities		-	-
Provisions	10	-	-
Other current liabilities	15	5,94,924	-11,00,982
		17,28,203	**5,29,983**
Total liabilities		**34,18,320**	**23,61,036**
Total equity and liabilities		**4,20,18,590**	**2,87,59,756**
Significant accounting policies	1		

As per our report of event date attached

For KGS & ASSOCIATES
Chartered Accountants

Sd/-

CA.A.ARUL BRIGHT
Partner
Membership No. 209013
UDIN: 26209013PYNLKT3598

For IYKOT HITECH TOOLROOM LIMITED

Sd/-

Ms.Likhitta Dugar
Whole-Time Director
DIN: 09768742

Sd/-

Mr. Velli Paramasivam
Independent Director
DIN: 09766538

Place: Chennai
Date: 27.04.2026

IYKOT HITECH TOOLROOM LIMITED

Regd. Office: Thiruneermalai Road, Chromepet, Chennai - 600 044

CIN: L27209TN1991PLC021330

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

	Particulars	**Notes**	**Year ended 31-03-2026**	**Year ended 31-03-2025**
I	Revenue from Operations	16	1,56,97,097	5,01,25,830
II	Other Income	17	53,45,511	8,71,374
III	Total Income		**2,10,42,608**	**5,09,97,204**
IV	Expenses:			
	Cost of Material consumed	18	1,01,75,038	4,75,92,192
	Purchase of stock in trade			
	Change in inventories of finished goods, stock-in-trade, work-in-progress	19	45,91,093	(57,46,509)
	Employee Benefit Expense	20	55,97,360	49,14,221
	Finance costs	21	16,892	97,791
	Depreciation and amortisation expense	2	9,90,733	12,26,450
	Other expenses	22	1,01,54,740	1,34,33,126
	Total expenses		**3,15,25,856**	**6,15,17,270**
	Profit before exceptional items and tax		**(1,04,83,248)**	**(1,05,20,066)**
V	Exceptional items		-	-
VI	Profit before tax		**(1,04,83,248)**	**(1,05,20,066)**
VII	**Tax expense**			
VIII	i) Current tax		-	-
	ii) Relating to previous year			
	iii) Deferred tax		1,40,936.00	66,159.00
	Profit for the year after tax (VII-VIII)		**(1,03,42,312)**	**(1,04,53,907)**
IX	Other comprehensive income			
X	A. Items that will not be reclassified to profit or loss:			
	Remeasurements of post-employment benefit obligations			
	Change in fair value of equity instruments			
	Income tax relating to these items			
	B. Items that will be reclassified to profit or loss:			
	Fair value changes on cash flow hedges			
	Income tax relating to these items			
	Other comprehensive income for the year, net of tax		-	-

	Total comprehensive income for the year		**(1,03,42,312)**	**(1,04,53,907)**
XI	**Earnings per equity share**			
XII	Basic & Diluted Earnings per share		-0.84	-1.15

As per our report of event date attached

For KGS & ASSOCIATES
Chartered Accountants

For IYKOT HITECH TOOLROOM LIMITED

Sd/-
CA.A.ARUL BRIGHT
Partner
Membership No. 209013
UDIN: 26209013PYNLKT3598

Sd/-
Ms.Likhitta Dugar
Whole-Time Director
DIN: 09768742

Sd/-
Mr. Velli Paramasivam
Director
DIN: 09766538

Place: Chennai
Date: 27.04.2026

IYKOT HITECH TOOLROOM LIMITED					
Regd. Office: Thiruneermalai Road, Chromepet, Chennai - 600 044					
CIN: L27209TN1991PLC021330					
CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2026					
	Particulars	**Year ended 31-03-2026**		**Year ended 31-03-2025**	
A.	**Cash Flow from Operating Activities**				
	Net Profit Before Tax and Extraordinary Items		(1,04,83,248)		(1,05,20,066)
	Add:				
	Depreciation and Amortisation for the year	9,90,733		12,26,450	
	(Profit)/ Loss on sale of fixed assets	(22,71,754)		(1,55,093)	
	Interest Income	(6,62,076)		(4,07,859)	
	Finance cost	16,892		97,791	
	Provision	-	(19,26,205)	-	7,61,289
	Operating Profit before Changes in Working Capital		(1,24,09,453)		(97,58,777)
	(Increase)/ Decrease in Working Capital				
	Inventories	45,91,093		(49,09,897)	
	Sundry Debtors	22,96,455		(16,57,254)	
	Loans and Advances	1,61,342		11,32,241	
	Other current assets	(16,36,081)		(2,09,143)	
	Current Liabilities	(4,97,686)		(36,64,287)	
	Other financial liabilities	16,95,906		(17,76,383)	
			66,11,029		(1,10,84,723)
	Cash generated from operations		(57,98,424)		(2,08,43,500)
	Less: Tax adjustments		-		-
	Net Cash Flow from Operating Activities (A)		(57,98,424)		(2,08,43,500)
B.	**Cash Flow from Investing Activities**				
	Purchase of Fixed Assets	-		(49,664)	
	Sale of Fixed Assets	25,59,000		15,00,000	
	Interest received	6,62,076		4,07,859	
	Dividend received	-		-	
	Net Cash Flow from Investing Activities (B)		32,21,076		18,58,195
C.	**Cash Flow from Financing Activities**				
	Borrowings:				
	Term loan availed/ (repaid)	-		-	
	Movement in Loans and advances	-56,24,502		-9,84,220	
	Short-Term Borrowings availed/(repaid)	-		-1,79,03,804	
	Finance cost paid	(16,892)		(97,791)	
	Dividend paid				

	Dividend distribution tax paid				
	Non- Current Liabilities	-0.43		-1,17,643	
	Proceeds from rights issues	2,25,43,864		2,48,43,000	
	Net Cash Flow from Financing Activities (C)		1,69,02,470		57,39,542
D.	**Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)**		**1,43,25,122**		**(1,32,45,763)**
	Cash and Cash Equivalents at the Beginning of the year		33,52,026		1,65,97,788
	Cash and Cash Equivalents at the end of the year		1,76,77,148		33,52,026
	Increase/(Decrease) in Cash and Cash Equivalents		**1,43,25,122**		**(1,32,45,763)**

As per our report of event date attached

For KGS & ASSOCIATES
Chartered Accountants

Sd/-
CA.A.ARUL BRIGHT
Partner
Membership No. 209013
UDIN: 26209013PYNLKT3598

For IYKOT HITECH TOOLROOM LIMITED

Sd/-
Ms. Likhitta Dugar
Whole-Time Director
DIN: 09768742

Sd/-
Mr. Velli Paramasivam
Director
DIN: 09766538

Place: Chennai
Date: 27.04.2026

Material Accounting Policies and Notes forming part of Financial Statements

Statement of Change in Equity		
a.	**Equity Share Capital**	**Rupees**
	As at 01-04-2020	**3,04,20,000**
	Change in equity share capital	-
	As at 31-03-2021	**3,04,20,000**
	Change in equity share capital	-
	As at 31-03-2022	**3,04,20,000**
	Change in equity share capital	-
	As at 31-03-2023	**3,04,20,000**
	Change in equity share capital	-
	As at 31-03-2024	**3,04,20,000**
	Change in equity share capital	1,77,45,000
	As at 31-03-2025	**4,81,65,000**
	Change in equity share capital	1,61,02,759
	As at 31-03-2026	**6,42,67,759**
b.	**Other Equity**	
		Reserves & Surplus
		Retained Earnings
	Balance as on 01-04-2020	1,04,27,840
	Add: Profit for the year 2020-21	3,39,706
	Less: Deductions during the year 2020-21	-
	Balance as at 31-03-2021	1,07,67,546
	Add: Profit for the year 2021-22	20,09,779
	Less: Deductions during the year 2021-22	-
	Balance as at 31-03-2022	**1,27,77,325**
	Add: Additions during the year 2022-23	(1,13,18,966)
	Less: Deductions during the year 2022-23	-
	Balance as at 31-03-2023	**14,58,359**
	Less: Loss for the year 2023-24	(1,98,68,733)
	Add: Additions during the year 2023-24	-
	Less: Deductions during the year 2023-24	-
	Balance as at 31-03-2024	**(1,84,10,374)**
	Less: Loss for the year 2024-25	(1,04,53,907)
	Add: Additions during the year 2024-25	
	Less: Deductions during the year 2024-25	-
	Balance as at 31-03-2025	**(2,88,64,281)**
	Add: Additions during the year 2025-26	0
	Less: Loss for the year 2025-26	(1,03,42,312)
	Balance as at 31-03-2026	**(3,92,06,593)**

IYKOT HITECH TOOLROOM LIMITED										
Notes on accounts										
2	PROPERTY, PLANT & EQUIPMENT AND INTANGIBLE ASSETS									
	Description	Property, Plant & Equipment								
		Buildings	Plant and Machinery	Generator	Electrical Installations	Office Equipment	Furniture	Computers	Vehicles	Total
		1	2	3	4	5	6	7		8
	Cost of assets									
	Gross carrying value									
	as at 01-04-2025	29,20,528	6,55,65,266	7,91,513	41,68,741	17,95,849	12,88,811	23,70,976	-	8,13,15,032
	Additions	-	-	-	-	-	-	-	-	-
	Sub total	29,20,528	6,55,65,266	7,91,513	41,68,741	17,95,849	12,88,811	23,70,976	-	8,13,15,032
	Sales/deletion	-	2,87,246	-	-	-	-	-	-	2,87,246
	Total	29,20,528	6,52,78,020	7,91,513	41,68,741	17,95,849	12,88,811	23,70,976	-	8,10,27,786
	Depreciation/Amortisation									
	Up to 31.03.2025	12,88,019	5,90,44,112	7,51,936	39,23,051	17,08,219	11,48,392	23,47,225	-	6,72,63,702
	For the year	92,483	8,37,687	-	37,253	-	23,310	-	-	9,90,733
	Sub total	13,80,502	5,98,81,799	7,51,936	39,60,304	17,08,219	11,71,702	23,47,225	-	6,82,54,435
	Withdrawn on									
	assets sold/deleted	-	-	-	-	-	-	-	-	-
	Total	13,80,502	5,98,81,799	7,51,936	39,60,304	17,08,219	11,71,702	23,47,225	-	7,12,01,687
	Carrying value									
	As at 31-03-2026	15,40,026	53,96,221	39,577	2,08,437	87,630	1,17,109	23,751	-	74,12,751
	As at 31-03-2025	16,32,509	65,21,154	39,577	2,45,690	87,630	1,40,419	23,751	-	86,90,730

IYKOT HITECH TOOLROOM LIMITED			
Notes to Balance sheet for the year ended March 31, 2026			
3	**LOANS**	**As at March 31, 2026**	**As at March 31, 2025**
	(A) Loans and Advances (Unsecured and considered good)	40,00,000	-
	(i) Security Deposits	16,03,980	16,03,980
	(ii) Advance for Materials	23,03,222	-
	(iii) Rent Advance	10,61,280	17,40,000
		89,68,482	**33,43,980**
4	**Inventories**	**As at March 31, 2026**	**As at March 31, 2025**
	Raw Materials	-	-
	Finished Goods	23,69,859	69,60,952
	Consumables	-	-
		23,69,859	**69,60,952**
5	**Trade Receivables**	**As at March 31, 2026**	**As at March 31, 2025**
	Secured, Considered good	-	-
	Unsecured, Considered good	14,15,158	37,11,613
	Doubtful		
		14,15,158	37,11,613
	Less: Allowance for bad and doubtful debts		
		14,15,158	**37,11,613**
6	**Cash and Bank balances**	**As at March 31, 2026**	**As at March 31, 2025**
	Balance with Banks in Current accounts	46,87,327	33,48,528
	Cash on hand	1,24,202	3,498
	Deposits with Bank	1,28,65,619	-
		1,76,77,148	**33,52,026**
7	**Loans and Advances (Short term)**	**As at March 31, 2026**	**As at March 31, 2025**
	(i) Staff Advance	8,000	2,59,702
	(ii) Other Advance	36,460	-53,900
	(iii) Advance for purchase of machinery	-	-
		44,460	**2,05,802**

8	Other Current Assets	As at March 31, 2026	As at March 31, 2025
	GST Advance	13,68,355	-
	(i) Prepaid Expenses	8,04,848	8,91,424
	(ii) Interest accrued on deposits	-	-
	(iii) TDS Receivable	2,12,035	1,66,878
	(IV) Listing Fees-Rights Issue Prepaid	15,15,000	11,40,000
	(V) Others	2,30,494	2,96,349
		41,30,732	**24,94,651**

IYKOT HITECH TOOLROOM LIMITED

Notes to Balance sheet for the year ended March 31, 2025

9	**EQUITY SHARE CAPITAL**				
	(a) Authorised, issued, subscribed and paid up				
	Particulars	**As at 31.3.2026**		**As at 31.3.2025**	
		Number	**Rupees**	**Number**	**Rupees**
	Authorised:				
	Equity Shares of Rs. 5 each	3,00,00,000	15,00,00,000	96,33,000	4,81,65,000
	(b) Issued, Subscribed and paid up:				
	Equity Shares of Rs. 5 each	10378069	51890345	60,84,000	3,04,20,000
	Partly Paid Up share	99,01,931	1,23,77,414	1,41,96,000	17745000
		2,02,80,000	**6,42,67,759**	**60,84,000**	**4,81,65,000**
	(b) Reconciliation of number of equity shares outstanding at the beginning and at the end of the year				
	Particulars	**As at 31.3.2026**		**As at 31.3.2025**	
		Number	**Rupees**	**Number**	**Rupees**
	Number of shares outstanding as at the beginning of the year	60,84,000	3,04,20,000	60,84,000	3,04,20,000
	Fully paid Equity Shares issued During the year	42,94,069	2,14,70,345		
	Partly Paid Up share	99,01,931	1,23,77,414	1,41,96,000	1,77,45,000
	Number of shares outstanding as at the end of the year	**2,02,80,000**	**6,42,67,759**	**2,02,80,000**	**4,81,65,000**
	(c) (i) Rights and preferences attached to equity share				
	Every shareholder is entitled to such rights as to attend and vote at the meeting of the shareholders to receive dividends distributed and also has a right in the residential interest of the assets of the Company. Every shareholder is also entitled to right of inspection of documents as provided in the Companies Act, 2013.				
	(ii) There are no restrictions attached to equity shares.				
	(d) Shareholder holding more than 5% shares at the end of the year				
	Name of the shareholder	**As at March 31, 2026**		**As at March 31, 2025**	

		Number of Shares	Percentage	Number of Shares	Percentage
	PADAM DUGAR	4867200	**24.00%**	4867200	**24.00%**
	P ANNJANA DUGAR	4056000	**20.00%**	4056000	**20.00%**
	LIKHITTA DUGAR	1861175	9.18%	2433600	12.00%
	ANTARIKSH DUGAR	1547525	7.63%	1854625	9.15%
	ELECTRONICS CORPORATION OF TAMILNADU LTD	1581600	7.88%	1581600	7.88%

	IYKOT HITECH TOOLROOM LIMITED		
	Notes to Balance sheet for the year ended March 31, 2026		
10	**Other Equity**		
		As at March 31, 2026	**As at March 31, 2025**
	Shares Premium	1,35,39,104	70,98,000
	Retained Earnings	(3,92,06,593)	(2,88,64,281)
		(2,56,67,489)	**(2,17,66,281)**
10	**Provisions**		
		As at 31-03-2026	**As at 31-03-2025**
		Current	**Current**
	Provision for Taxation (net of advance tax paid)	-	-
11	**Deferred tax liabilities**		
	Movement in deferred tax:		
		Rs.	Rs.
	AS at 31-03-2021/2020		
	Charged/(credited) to P&L during 2021-22/2020-21		
	AS at 31-03-2022		
	Charged/(credited) to P&L during 2022-23/2021-22		
	AS at 31-03-2023		**9,05,287**
	Charged/(credited) to P&L during 2023-24/2022-23		**-**
	AS at 31-03-2024		**9,05,287**
	Charged/(credited) to P&L during 2024-25/2023-24		**-66159**
	AS at 31-03-2025	**8,39,128**	**8,39,128**
	Charged/(credited) to P&L during 2025-26/2024-25	**(1,40,936)**	
	AS at 31-03-2026	**6,98,192**	
12	**Other non-current liabilities**		
		As at March 31, 2026	**As at March 31, 2025**

	Unclaimed Dividend	6,64,335	6,64,335
	Advance for purchase of machinery	1,00,000	1,00,000
	Security Deposits	2,27,590	2,27,590
		9,91,925	**9,91,925**
13	**Current Liabilities - Financial Liabilities-Borrowings**		
	Unsecured Loans from Directors	-	-
	Overdraft from Bank RBL Bank Ltd	-	-
	(Against the security of Fixed Deposits)		
	Total	**-**	**-**
14	**Trade Payables**		
	Due to enterprises other than Micro, Small and Medium Enterprises	11,33,279	16,30,965
		11,33,279	**16,30,965**
15	**Other Current Liabilities**		
	Other Payables	5,94,924	-11,00,982
		5,94,924	**-11,00,982**

	IYKOT HITECH TOOLROOM LIMITED		
	Notes To Statement of Profit and Loss for the year ended March 31, 2026		
		(Amount in Rs.)	
		Year ended	**Year ended**
		31-03-2026	**31-03-2025**
16	**REVENUE FROM OPERATIONS**		
	Sale of Products	1,56,97,097	5,01,25,830
		1,56,97,097	**5,01,25,830**
17	**OTHER INCOME**		
	Interest Income	6,62,076	4,07,859
	Profit on sale of assets	22,71,754	1,55,093
	PP - Platform Margin	-	308422
	Foreign Exchange Gain	3,182	-
	Trade Discount	24,08,499	-
		53,45,511	**8,71,374**
18	**Cost of material consumed**		
	Opening stock	-	8,36,612

	Add:		
	Purchase of Raw Materials and consumables	1,01,75,038	4,67,55,580
	Less: Closing Stock	-	-
		1,01,75,038	**4,75,92,192**
19	**Change in inventories of finished goods, stock-in-trade, work-in-progress**		
	Opening stock	69,60,952	12,14,443
	Less: Closing Stock	23,69,859	69,60,952
	Changes in Inventories during the year	**45,91,093**	**(57,46,509)**
20	**Employee Benefit Expenses**		
	Salary and Bonus Payments	33,58,650	28,62,921
	Contribution to Providend fund and Other funds	5,30,365	4,07,300
	Remuneration to Directors	12,60,000	12,60,000
	Staff & Workman welfare expenses	4,48,345	3,84,000
		55,97,360	**49,14,221**
21	**Finance Cost**		
	Bank Charges	16,892	19,018
	Interest paid to Bank	-	78,773
		16,892	**97,791**
22	**Other expenses**		
	Consumables & Standard parts	36,024	6,30,615
	Carriage Inwards	2,93,730	2,69,494
	Labour charges	3,161	71,295
	Power and fuel	20,62,617	21,54,941
	Repair and Maintenance-Building	84,202	-
	Repair and maintenance - Machinery	1,99,635	2,97,985
	Repair and maintenance - Others	4,75,625	2,56,885
	Rent	10,52,000	9,38,026
	Advertisement	8,04,939	15,11,817
	Business Promotion	2,07,166	16,62,587
	Insurance Premium	1,03,289	-
	Professional Services	10,40,217	62,540
	Service charges	44,790	28,000
	Local conveyance	19,13,899	24,33,796
	Travelling Expenses	4,31,576	6,02,968
	Foreign Travelling Expenses		-
	Postage & Courier	34,159	1,57,650
	Telephone & Internet Expenses	45,838	42,813
	Printing & Stationery	62,860	3,95,048
	Director's sitting fee	2,37,500	1,47,500
	Listing fees-stock exchange	4,50,000	3,13,810

	Carriage outwards	-	4,85,135
	Audit fee	2,50,000	4,15,000
	NSDL/CSDL Charges	2,34,936	1,33,259
	Factory Maintenance	-	2,45,995
	Other Expenses	86,577	1,75,968
		1,01,54,740	**1,34,33,126**
	Other Expenses		
	AGM Expenses	0	1,018
	Discount	18266	-
	Office Expenses	0	34,610
	General Charges	0	4,110
	Sales Tax/GST paid	0	43,535
	ROC Filing Fees	0	44,857
	Subscription & Filing Fees	10270	73,749
	Pooja Expenses	54050	-
	Inspection Charges	4000	-
	Books & Periodicals	0	-
	Writing off	-9	-25,911
		86,577	1,75,968

Note 23: Financial Ratios

Ratios	2025 - 2026	2024 - 2025	Variance
Current Ratio	**14.83**	**31.56**	**-52.66%**
Current Asset	25637357	16725044	
Current Liabilities	1728203	529983	
Debt Equity ratio	**-**	**-**	**0.00%**
Debt			
Equity	3,86,00,270	2,63,98,719	
Return on Equity	**-31.82%**	**-54.44%**	**-41.54%**
PAT	-10342312	-10453907	
Average shareholder's funds	32499494.71	19204172.61	
Inventory turnover ratio	**3.36**	**11.12**	**-69.75%**
Annual turnover	15697097	50125830	
Inventory	4665405.5	4506003.5	
Debtors turnover ratio	**6.12**	**17.39**	**-64.78%**
Annual turnover	15697097	50125830	
Average debtors	2563385.5	2882986	
Trade payables turnover	**7.36**	**13.50**	**-45.47%**
Purchases	10175038	46755580	
Average trade payables	1382122	3463108.5	

Ratios	**2025 - 2026**	**2024 - 2025**	**Variance**
Net capital turnover ratio	**0.66**	**3.10**	**-78.79%**
Sales	1,56,97,097	5,01,25,830	
CA-CL	2,39,09,154	1,61,95,061	
Net Profit ratio	**-65.89%**	**-20.86%**	**215.92%**
Net Profit	-10342312	-10453907	
Sales	15697097	50125830	
Return on capital employed	**-27.11%**	**-39.48%**	**-31.32%**
EBIT	-10466356	-10422275	
BV of Equity	38600270.21	26398719.21	
Return on investments	**-24.91%**	**-36.24%**	**-31.27%**
EBIT	-10466356	-10422275	
Total Assets	42018589.55	28759753.55	