

NOTICE TO THE MEMBERS

NOTICE is hereby given that the 32nd Annual General Meeting of the Members of the **VISHALSAGAR INDUSTRIES LIMITED (FORMERLY KNOWN AS VISHALSAGAR HOME AND AGRO PRODUCTS LTD)** will be held at **Registered Office situated at** CTS No.1201/E, Pariseema Apartment, Shirole Road, Shivajinagar, Deccan Gymkhana, Pune, 411004 on Wednesday, the 30th day of September, 2026 at 10.00 A.M. to transact the following;

ORDINARY BUSINESS:

1. To receive, consider and adopt the Financial Statements as at 31st March 2026 and together with Directors' and Auditors' Report thereon.
2. To appoint a director in place of Mr. Suhas Vasant Wani (DIN: 10165974) who retires at this meeting and being eligible offers himself for re-appointment as a Director of the Company.
3. To fix and approve remuneration including reimbursement of expenses of Statutory Auditors of the company.

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
VISHALSAGAR HOME AND AGRO PRODUCTS LIMITED

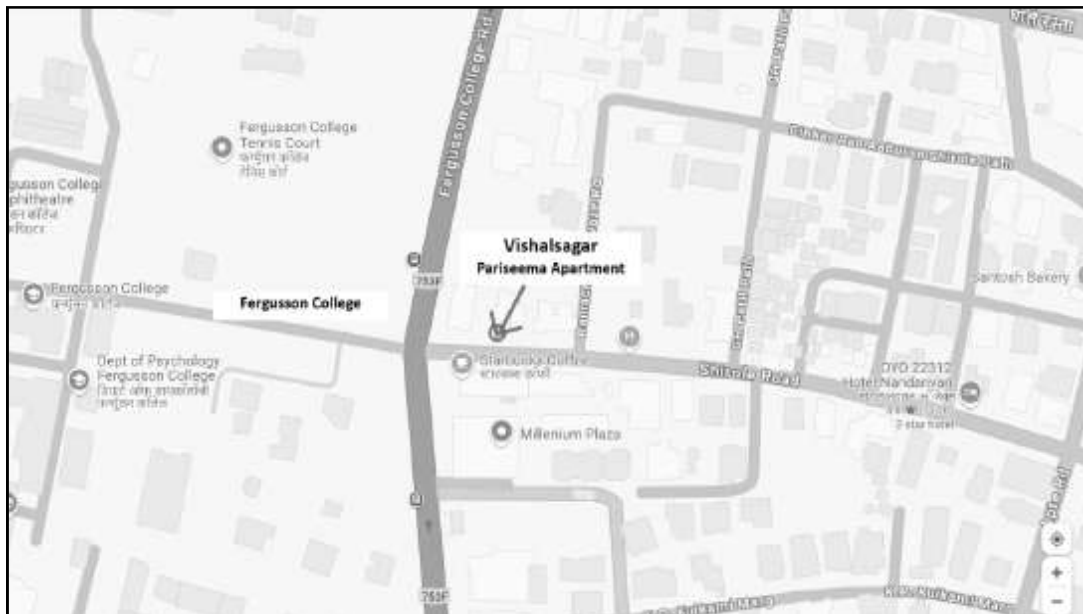
VISHAL CHANDRAKANT KELE
DIRECTOR
DIN: 05133994

PLACE: PUNE
DATE: 07/09/2026

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and that the proxy need not be the member of the company.
2. Proxies in order to be effective must be lodged with the company at its registered office at least 48 hours before the time appointed for the meeting.
3. Members Are Requested To:
 - (A) Notify immediately any change in their address to the company.
 - (B) Quote their folio number in all correspondence with the company.
4. The route map for the location of the aforesaid meeting is enclosed.
5. The Equity Shares of the Company are available for Dematerialization with National Securities Depository Limited and Central Depository Services (India) Limited.

Route Map for the Annual General Meeting of the company to be held on Wednesday, the 30th day of September, 2026 at 10.00 A.M. at Registered Office situated at CTS No. 1201/E, Pariseema Apartment, Shirole Road, Shivajinagar, Deccan Gymkhana, Pune, 411004



सदस्यांना सूचना

याद्वारे सूचना देण्यात येते की, विशालसागर इंडस्ट्रिज लिमिटेड (पूर्वीचे नाव - विशालसागर होम अँड अॅग्री प्रॉडक्टस् लि.) च्या सदस्यांची ३२वी वार्षिक सर्वसाधारण सभा बुधवार, दि.३० सप्टेंबर २०२६ रोजी सकाळी १०.०० वाजता कंपनीचे नोंदणीकृत कार्यालय सिटी सव्हे नं.१२०१/ई, परिसीमा अपार्टमेंट, शिरोळे रोड, शिवाजीनगर, डेक्कन जिमखाना, पुणे ४११००४ येथे खालील कामकाजासाठी आयोजित करण्यात आली आहे.

सर्वसाधारण कामकाज

- १) दि.३१/०३/२०२६ अखेरच्या कार्यकाळाचा संचालक अहवाल, ताळेबंद, नफातोटा पत्रक व लेखा परीक्षित हिशोबाचा स्वीकार करणे आणि त्यास मंजुरी देणे.
- २) या बैठकीत निवृत्त झालेल्या श्री. सुहास वसंत वाणी (डीन: १०१६५९७४) यांच्या जागी नवीन संचालकाची नियुक्ती करणे आणि ते स्वतः संचालक पदावर पुनर्नियुक्तीस पात्र आहेत.
- ३) लेखापरीक्षकांच्या खर्चाची परतफेड यासह लेखापरीक्षकांचे मानधन निश्चित करणे आणि मंजूर करणे.

संचालक मंडळाच्या आदेशावरून

विशालसागर होम अँड अॅग्री प्रॉडक्टस् लि. करिता

स्थळ : धुळे

दि. ०७/०९/२०२६

विशाल चंद्रकांत केले

संचालक, डीन नंबर : ०५१३३९९४

सूचना :

१. सभेमध्ये उपस्थित राहण्याचा आणि मतदान करण्याचा अधिकार असलेल्या सदस्याला स्वतः ऐवजी उपस्थित राहण्यासाठी आणि मतदान करण्यासाठी प्रतिनिधी (Proxy) नियुक्त करण्याचा अधिकार आहे आणि असा प्रतिनिधी कंपनीचा सदस्य असणे आवश्यक नाही.
२. सदस्याने नियुक्त केलेल्या प्रतिनिधीने त्याचा प्रतिनिधी नियुक्ती अर्ज सभेच्या ४८ तास आधी कंपनीच्या नोंदणीकृत कार्यालयात जमा करणे आवश्यक आहे.
३. सदस्यांना विनंती की,
 - अ) सदस्यांच्या पत्त्यात कोणताही बदल कंपनीला त्वरीत कळवावा.
 - ब) कंपनी सोबत पत्रव्यवहार करतांना कृपया आपला फोलिओ क्रमांक नमूद करावा.
४. उपरोक्त सभेच्या ठिकाणाचा मार्ग नकाशा जोडण्यात आला आहे.
५. कंपनीचे इक्विटी शेअर्स नॅशनल सिक्युरिटी डिपॉझिटरी लि. आणि सेंट्रल डिपॉझिटरी सर्व्हिसेस (इंडिया लि. कडे डीमटेरिलायझेशनसाठी उपलब्ध आहेत.

टीप :

- * कायदेशीर कामासाठी अहवालाची इंग्रजी प्रत ग्राह्य धरण्यात येईल.
- * वार्षिक सर्वसाधारण सभेमध्ये सभासदांच्या मागणीवरून वार्षिक सभेच्या अजेंड्याची प्रत मराठीतून छापून सभासदांना पाठविली आहे.

BOARD'S REPORT

To,
The Members

Your Directors have pleasure in presenting the 32nd Annual Report together with the Audited Accounts of the Company for the financial year ended 31st March, 2026.

1) FINANCIAL RESULTS:

The Financial Results of the Company for the year 2025-26 are summarized as under: (in thousand)

Particulars	Current Year 2025-26 (in Rs.)	Previous Year 2024-25 (In Rs.)
Revenue from Operations	11,914.88	11,013.20
Other Income	4,474.16	1,824.04
Total Revenue	16,389.05	12,837.24
Profit before Interest, Depreciation & Tax	26,510.66	2,149.19
Less: Interest	4,996.42	1,973.98
Less: Depreciation	149.67	175.21
Profit/ (Loss) Before Tax	(4975.53)	(3,229.01)
Less: Tax Expenses	160.22	(676.47)
Current Tax	-	-
Previous Year Tax	(395.83)	(722.03)
Deferred Tax	556.05	45.56
Net Profit/ (Loss) after Tax	(4,815.30)	(3,905.49)

2) OPERATIONS AND FUTURE PROSPECTS :

In the current year the Company achieved a total Net Loss of Rs. 4,815.30/- thousand as compared to the previous financial year a net profit of Rs. 3,905.49/- thousand. The total net profit is showing decrease as compared to previous year. Your Company shall be more committed towards maximization of profit & minimization of variable costs of the Company with the view of stable growth in future.

3) CHANGE IN NATURE OF BUSINESS :

During the year under review, there were no changes in nature of business of the Company. Company's major income which comprise of 10% or more of the total turnover of the company is from dairy business, Renting of property & supply of manpower.

4) DIVIDEND :

During the F.Y. 2025-26, the Directors have preferred to invest the funds in Business thus Board does not recommend dividend to the members.

5) TRANSFER TO RESERVES :

During the year under review, the Company has not transferred any amount to its reserves.

6) CHANGES IN CAPITAL OF THE COMPANY :

During the Financial Year 2024-25, Authorised Share Capital of the company has been increased from Rs. 10,00,00,000/- to Rs. 15,00,00,000/-

During the financial year under review the company has increased its paid-up capital of Rs. 10,20,20,000/- through Rights issue of 94,705/- Equity shares of Rs. 1000/- each on 09.07.2025.

7) MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY:

There are no material changes and commitments affecting the financial position of the Company.

8) DEPOSITS:

During the year under review the Company has not invited, accepted or renewed or any deposits within the meaning of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014 and company does not have any outstanding deposits falling within the purview of section 73 to section 76 of the Act.

9) CHANGE IN DIRECTORS/KEY MANAGERIAL PERSONNEL :

Mr. Suhas Vasant Wani (DIN: 10165974) Director of the Company, will retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment. The Board recommends his re-appointment.

10) DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 134(5) of the Companies Act, 2013, Directors confirm that -

- a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for that period;
- c) the directors had 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) the directors had prepared the annual accounts on a going concern basis;
- e) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

11) STATUTORY AUDITOR

M/s GMKS & Co., Chartered Accountants having Firm Registration No. 139767W was appointed as Statutory Auditors of the Company by the members as on 30.09.2024, until the conclusion of the Annual General Meeting of the company to be held for the Financial Year 2029. The Auditors have confirmed that they are eligible and willing to continue to act as Statutory Auditors of the company.

12) REPORTING OF FRAUDS BY AUDITORS UNDER SUB-SECTION (12) OF SECTION 143 OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT:

During the period under review, no frauds were reported by the Auditors under sub-section (12) of section 143 other than those which are reportable to the Central Government.

13) EXPLANATIONS OR COMMENTS BY THE BOARD ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMER IN THE AUDITORS' REPORT:

There are no adverse remarks in the Audit Report issued by the Statutory Auditor of the Company

14) NUMBER OF MEETINGS OF THE BOARD/ITS COMMITTEES:

During the year under review, the Board of Directors has met 6 (Six) times.

The details of the meetings and the directors who attended the meetings are given below :

Sr. No.	Dates of Meetings	Attended by Mr. Ravindra Vasant Rao Khankari	Attended by Mr. Vishal Chandrakant Kele	Attended by Mr. Suhas Vasant Wani	Attended by Mr. Rajendra Gangaram Bhadane	Attended by Mrs. Snehal Vishal Kele
1.	19.05.2025	Yes	Yes	Yes	Yes	Yes
2.	18.06.2025	Yes	Yes	Yes	Yes	Yes
3.	09.07.2025	Yes	Yes	Yes	Yes	Yes
4.	02.09.2025	Yes	Yes	Yes	Yes	Yes
5.	08.09.2025	Yes	Yes	Yes	Yes	Yes
6.	30.12.2025	Yes	Yes	Yes	Yes	Yes

Your Company is regular in payment of remuneration to its directors.

15) CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:**(A) Conservation of Energy -**

Sr. No.	Particulars	Remarks
1	The steps taken or impact on conservation of energy	The Company is taking necessary steps in this matter
2	The steps taken by the company for utilising alternate sources of energy	
3	The capital investment on energy conservation equipments;	

(B) Technology absorption -

Sr. No.	Particulars	Remarks
1	Efforts made for technology absorption	NA
2	Benefits derived	NA
3	Expenditure on Research & Development, if any	NA
4	Details of technology imported, if any	NA
5	Year of import	NA
6	Whether imported technology fully absorbed	NA
7	Areas where absorption of imported technology has not taken place, if any	NA

(C) Foreign Exchange Earnings and outgo :

There is no foreign exchange earnings or outgo during the year under review.

16) PARTICULARS OF LOANS, GUARANTEES, SECURITIES OR INVESTMENTS:

During the year under review, the Company has not provided fresh Loans, Guarantees, Securities or made investment.

17) PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

During the year under review the company has not entered into any new contracts or arrangements with related parties referred to in Section 188(1) of the Companies Act, 2013 except continuing contracts entered in the previous years. Hence **Form AOC-2** pursuant to Section 134(3) (h) of the Act and Rule 8 (2) of the Companies (Accounts) Rules, 2014 is not attached.

18) DETAILS OF DIRECTOR'S REMUNERATION :

The Company being a Public Limited Company has provided director remuneration in compliance with the provisions of section 197 of the Companies Act, 2013.

19) INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS :

The Company has adequate internal financial controls with reference to the Financial Statements commensurate with the size of the company and the nature of its business. The board has evaluated the effectiveness of internal financial control systems of the Company pertaining to financial statement, reviewed major transactions and has taken steps for rectifying deficiencies, if any.

20) ANNUAL RETURN :

Pursuant to Section 92(3) of the Companies (Amendment) Act, 2017 a copy of the annual return for the financial year 2025-26 has been placed on the website of the company. The web link of the annual return is as follows: **www.vishalsagar.in**.

21) RISK MANAGEMENT POLICY :

The Board of Directors of Company are continuously monitoring various risk attached to business. On regular basis, board and senior managers identify the risk elements. Board and senior managers on the basis of past experience ensures management of risk and take necessary steps to mitigate the risks.

In the opinion of the Board there are no risk elements which may threaten the existence of the company except general market risks, risk due to effect of changes in government policies, competition risks and risk due to natural calamities.

- 22) **CORPORATE SOCIAL RESPONSIBILITY : Not Applicable**
- 23) **SUBSIDIARY COMPANIES, JOINT VENTURE OR ASSOCIATE COMPANIES**
Company does not have any Subsidiary, Joint Venture or Associate Companies.
- 24) **ORDER PASSED BY REGULATOR OR COURTS OR TRIBUNALS :**
There are no order passed by the regulator or courts or tribunals impacting the going concern status and Company's operations.
- 25) **DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:**
As per Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013, we have formed a committee and there are no cases found during the year 2025-26 regarding sexual Harassment of Women at Vishalsagar Home and Agro Products Limited under the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013
- 26) **MAINTENANCE OF COST RECORDS :**
The Company is not required to maintain the cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 and accordingly such accounts and records are not made and maintained.
- 27) **DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016**
Not Applicable
- 28) **DIFFERENCE BETWEEN VALUATION DONE AND AT THE TIME OF ONE TIME SETTLEMENT AND VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS**
Not Applicable
- 29) **MATERNITY BENEFIT PROVIDED BY THE COMPANY UNDER MATERNITY BENEFIT ACT 1961**
The Company confirms that it has followed the Maternity Benefit Act, 1961. All eligible women employees received the required benefits, including paid leave, continued salary and service, and post-maternity support like nursing breaks and flexible work options
- 30) **CHANGE IN NAME OF THE COMPANY :**
During the Financial year under review the Company has changed its name from Vishalsagar Home and Agro Products Limited to Vishalsagar Industries Limited with effect from 3rd February, 2026. The Company has received the fresh Certificate of Incorporation from Registrar of Companies (ROC).
- 31) **ACKNOWLEDGEMENT :**
The Board place on record their appreciations of the whole hearted and sincere co-operation received by the Company during the year from the employees, customers/ clients, bankers and various Government authorities at all levels.

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
FOR VISHALSAGAR INDUSTRIES LIMITED**

PLACE : Pune
DATE : 07.09.2026

V. C. Kele
(Director)
DIN : 05133994

R. G. Bhadane
(Director)
DIN : 10291590

INDEPENDENT AUDITOR'S REPORT

To,
The Members of
Vishalsagar Industries Limited

Report on the Audit of the standalone financial statements

Opinion

We have audited the standalone financial statements of **Vishalsagar Industries Limited (Formerly known as Vishalsagar Home and Agro Products Limited)** ("the Company"), which comprise the balance sheet as at 31st March 2025, and the statement of Profit and Loss, (statement of changes in equity) and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, and profit/loss, (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 (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Management's Responsibility for the Standalone Financial Statements

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

We also :

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure A, statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books ;
- c) The Balance Sheet, the Statement of Profit and Loss dealt with by this Report are in agreement with the books of account ;
- d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of the written representations received from the directors as on 31st March, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2026 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company, reporting on the Internal Financial Controls under Clouse (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act'), refer to our separate Report in "**Annexure B**".

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

- i. The Company does not have pending litigations which would impact its financial position.
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There are Unclaimed dividend which is required to be transferred to the Investor Education and Protection Fund by the Company as under:

Sr. No.	Financial Year	Amt Rs.
1.	2014-15	2,27,850
2.	2015-16	2,80,200
3.	2016-17	4,46,550

- iv. (i) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:
- * 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 to or on behalf of the Ultimate Beneficiaries; and
- (ii) The management has represented, that, to the best of its knowledge and belief, no funds have been received by the company from any person(s) or entity(ies), including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the company shall:
- * directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or
 - * provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- (iii) Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) of the Companies (Audit and Auditor’s) Rules, 2014 contain any material mis-statement.
- v. The Company has not declared or paid dividend during the year.
- vi. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account for the year ended 31st March, 2025 which has a feature of recording audit trail (edit log) facility and the same has not been operated by the company.
- As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from 1st April, 2023, reporting under Rule 11 (g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended 31st March, 2026.

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

For GMKS & Co.
Chartered Accountants
Firm Registration No.: 139767W

Place : Pune
Date : 28/08/2026

Maya Joshi (Partner)
Membership No.: 144117
UDIN : 26144117ZLHC0U3245

ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT**COMPANIES (AUDITOR'S REPORT) ORDER, 2020**

- (i) (a) (A) The company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.
(B) The company has maintained proper records showing full particulars showing full particulars of intangible assets.
- (b) Fixed assets have been physically verified by the management during the year and no material discrepancies were identified on such verification.
- (c) According to the information and explanations given by the management, Company does not held immovable property, therefor clause (i) (c) of the order is not applicable to the company.
- (d) According to the information and explanations given by the management the company has not revalued any Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.
- (e) According to the information and explanations given by the management there are no proceedings initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- (ii) (a) According to the information and explanations given by the management the company does not hold any inventory, the reporting under this clause is not applicable.
- (b) The company has not raised or sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets, thus reporting under this clause is not applicable.
- (iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, limited liability partnership or other parties covered in the register maintained under Section 189 of the Act. Accordingly, the provisions of clause 3(iii) (a), (b), (c) (d) and (e) of the Order are not applicable to the Company and hence not commented upon.
- (iv) According to the information and explanations given to us, in respect of loans, investments and guarantees, provisions of Section 185 and 186 of the Companies Act, 2013 have been complied with.
- (v) According to the information and explanations given to us, the Company has not accepted any deposits from the public. Therefore, the directives issued by the Reserve Bank of India and the provision of section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under, Therefore, the provisions of Clause (v) of paragraph 3 of the Order are not applicable to the Company
- (vi) To the best of our knowledge and as explained, the Central Government has not prescribed the maintenance of cost records under sub section (1) of Section 148 of the Act.
- (vii) (a) The company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, duty of customs, duty of excise, value added tax, and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31st March, 2026 for a period of more than six months from the date of becoming payable, details of which are given below;

- (b) According to the information and explanations given to us, no undisputed amounts payable in respect of goods and service tax, cess and other material statutory dues were outstanding as at 31st March, 2026 for a period of more than six months from the date of becoming payable.
- (viii) As per information and explanation provided to us there were no transactions which were not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- (ix)
 - (a) According to the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings to banks or financial institution or dues to debenture holders. The Company did not have any outstanding loans or borrowings dues in respect of government during the year.
 - (b) The company is not declared wilful defaulter by any bank or financial institution or other lender.
 - (c) The company has not applied for any loans during the financial year, thus reporting under this clause is not applicable.
 - (d) As reported in above clause the company has not procured any loans during the financial year, thus reporting under this clause is not applicable.
 - (e) The company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates, or joint ventures, thus reporting under this clause is not applicable.
 - (f) As reported in above clause the company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies, thus reporting under this clause is not applicable.
- (x)
 - (a) As reported the company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year, thus reporting under this clause is not applicable.
 - (b) The company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year and if so, thus the requirements of section 42 and section 62 of the Companies Act, 2013 are not applicable.
- (xi)
 - (a) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the Company or no material fraud on the Company by the officers and employees of the Company has been noticed or reported during the year.
 - (b) Auditor has not filed the ADT-4 during the year. Hence, no disclosure is required for the clause.
 - (c) Based upon the audit procedures performed we report that no whistle blower complaint has been registered by company during the year.
- (xii) In our opinion, the Company is not a Nidhi company. Therefore, the provisions of clause xii of the order are not applicable to the Company and hence not commented upon.
- (xiii) According to the information and explanations given by the management and audit procedures performed by us, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.
- (xiv)
 - (a) Based on our examination the company has internal audit system which is commensurate with the size and nature of its business.

- (b) The reports of the Internal Auditors for the period under audit were considered by the statutory auditor has not observed any material discrepancies affecting audit report opinion.
- (xv) According to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him as referred to in Section 192 of the Act.
- (xvi) According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company and company has also not entered into NBFC or financial institution transaction during the year.
- As per structure and transaction of the company, it can be ascertained that the company is not Core Investment Company (CIC) as per RBI Act, thus reporting under clause xvi (a),(b),(c) & (d) is not applicable.
- (xvii) As per the calculation suggested by guidance note on schedule III by ICAI, we can report that the company has not incurred the cash losses during the year.
- (xviii) Company has not appointed the new auditor for current year, hence we can report that no resignation has been provided by the statutory auditor.
- (xix) No exceptions has been noted related to liquidity risk, hence no reporting is required for the clause.
- (xx) On the basis of procedures performed, we report that the management has complied with the schedule VII and Section 135 of the Companies Act, 2013.
- (xxi) Company does not have any component .Accordingly, the requirement to report on clause 3(xxii) of the Order is not applicable to the Company.

For GMKS & Co.
Chartered Accountants
Firm Registration No.: 139767W

Place : Pune
Date : 28/08/2026

Maya Joshi (Partner)
Membership No.: 144117
UDIN : 26144117ZLHC0U3245

ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT

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

We have audited the internal financial controls over financial reporting of Vishalsagar Home And Agro Products Limited ("the Company") as of 31 March 2026 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls 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 ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and

expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For GMKS & Co.

Chartered Accountants

Firm Registration No.: 139767W

Place : Pune

Date : 28/08/2026

Maya Joshi (Partner)

Membership No.: 144117

UDIN : 26144117ZLHC0U3245

Balance Sheet as at 31st March 2026

All amounts in INR thousands, unless otherwise stated

Particulars	Note	31 March 2026 INR	31 March 2025 INR
Equity and Liabilities			
Shareholders' Fund			
Share Capital	3	1,02,020.00	7,315.00
Reserves and Surplus	4	11,844.41	16,659.72
Total Share Holder's Fund		1,13,864.41	23,974.72
Non-Current Liabilities			
Long Term Borrowings	5	2,01,849.22	52,500.00
Other Non Current Liabilities	6	33,072.79	71,726.07
Unclaimed Dividend	7	954.60	954.60
Deferred Tax Liabilities (Net)	8	0.00	163.40
		2,35,876.62	1,25,344.06
Current Liabilities			
Trade Payables	9	-	-
Total outstanding dues of micro enterprises and small enterprises		-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises		12,186.96	1,67,963.75
Short Term Borrowing	10	2,809.92	2,500.00
Other current Liabilities	11	1,919.20	6,223.67
Short term provisions	12	401.07	100.00
Total Current Liabilities		17,317.15	1,76,787.42
Total		3,67,058.17	3,26,106.21
Assets			
Non - Current Assets			
Property, Plant and Equipment and intangible assets			
Property, Plant & Equipment	13	1,195.68	1,345.35
Capital Work in Progress	13.1	2,77,867.10	2,14,248.84
Other Non Current Asset	14	37,140.29	22,794.99
Deferred Tax Liabilities (Net)	8	392.66	-
Total		3,16,595.73	2,38,389.18
Current Assets			
Inventories	15	1,467.64	-
Trade Receivables	16	1,144.08	797.87
Cash and Cash Equivalents	17	3,297.60	51,200.03
Other Current Assets	18	44,553.13	35,719.14
Total		50,462.44	87,717.03
Total		3,67,058.17	3,26,106.21

Summary of Significant Accounting Policies

2.1

The accompanying Notes are and integral part of Financial Statements.

As per our report of even date

For GMKS & Co.

Chartered Accountants

Firm Registration No.: 139767W

Maya Joshi (Partner)

Membership No.: 144117

Place: Pune

Date: 28/08/2026

For and on behalf of Board of Directors of

VISHALSAGAR INDUSTRIES LIMITED

(Formerly known as Vishalsagar Home and Agro Products Ltd.)

V. C. Kele

(Director)

DIN : 05133994

R. G. Bhadane

(Director)

DIN : 10291590

Statement of Profit & Loss for the year ended March 31, 2026

CIN U01110PN1993PLC229905

All amounts in INR thousands, unless otherwise stated except EPS

Particulars	Note	31 March 2026 INR	31 March 2025 INR
Income			
Revenue from Operations	19	11,914.48	11,013.20
Other Income	20	4,474.16	1,824.04
Total Income		16,389.05	12,837.24
Expenses			
Cost of raw material and components consumed	21	2,375.95	2,231.47
Employee benefits expense	22	11,349.40	9,047.77
Finance Costs	23	5,004.18	1,976.00
Other Expenses	24	2,485.38	2,635.80
Depreciation and Amortisation expenses	25	149.67	175.21
Total Expenses		21,364.57	16,066.25
Profit before Tax		(4,975.53)	(3,229.01)
Tax Expenses :			
Current Tax		-	-
Tax Adjustments related to previous year		(395.83)	(722.03)
Deferred Tax charge		556.05	45.56
Total Tax expenses		160.22	(676.47)
Profit for the year		(4,815.30)	(3,905.49)
Earnings per equity share			
Basic earnings per equity share [nominal value of share INR 1000 (March 31, 2026 : INR 1000)]	26	(63.30)	(533.90)

Summary of Significant Accounting Policies

2.1

The accompanying Notes are and integral part of Financial Statements.

As per our report of even date

For GMKS & Co.

Chartered Accountants

Firm Registration No.: 139767W

Maya Joshi (Partner)

Membership No.: 144117

Place: Pune

Date: 28/08/2026

For and on behalf of Board of Directors of

VISHALSAGAR INDUSTRIES LIMITED

(Formerly known as Vishalsagar Home and Agro Products Ltd.)

V. C. Kele

(Director)

DIN : 05133994

R. G. Bhadane

(Director)

DIN : 10291590

Cash Flow Statement for the year ended 31st March 2026

All amounts in INR thousands, unless otherwise stated except EPS

	Particulars	31 March 2026 INR	31 March 2025 INR
A	Cash Flow from Operating Activities		
	Profit Before tax	(4,975.53)	(3,229.02)
	<u>Adjustment to Reconcile Profit Before Tax to net Cash flows :</u>		
	Depreciation and Amortisation expense	149.67	175.21
	Interest expenses	4,996.43	1973.98
	Interest & Dividend recieved	(1,997.22)	(68.30)
	Operating profit before Working Capital Changes	(1,826.65)	(1,148.12)
	Movements in working capital		
	Increase / (decrease) in short term provisions	301.07	(50.59)
	Increase / (decrease) in Trade paybels	(1,55,776.79)	1,67,623.37
	Increase / (decrease) in Current Liabilities	(4,304.49)	5,262.62
	Increase / (decrease) in inventories	(1,467.64)	-
	Increase / (decrease) in trade receivables	(346.21)	4.31
B	Increase / (decrease) in Other Current Assets	(8,833.99)	(31,357.86)
	Increase / (decrease) in short term Borrowings	309.92	2,500.00
	Cash generated from operations	(1,71,944.78)	1,42,833.73
	Income Tax Paid (net of refunds)	(395.83)	(722.03)
	Net Cash flow from/(used in) Operating Activities (A)	(1,72,340.61)	1,42,111.70
	Cash flow from Investing Activity		
	Purchase of fixed assets, including CWIP and capital advances	(63,618.26)	(1,93,111.13)
	Proceeds from sale of fixed assets	-	-
	Interest & Dividend received	1,997.22	68.31
	(Investment) in / redemption of fixed deposits (net)	(14,345.30)	(21,403.34)
	Investment in fixed deposit with remaining maturity of >12 Months		
	Net Cash used in Investing Activity (B)	(75,966.34)	(2,14,446.70)

Cash Flow Statement for the year ended 31st March 2026

All amounts in INR thousands, unless otherwise stated except EPS

	Particulars	31 March 2026	31 March 2025
		INR	INR
C	Cash flow from Financing activity		
	Repayment of Long term Borrowings	1,49,349.22	52,500.00
	Borrowing	(38,653.28)	71,726.06
	Interest Paid	(4,996.42)	(1,973.98)
	Unclaimed dividend	-	-
	Issue of shares	94,705.00	-
	Net cash used in Financing Activity (C)	2,00,404.53	1,22,252.08
	Net (decrease)/Increase in Cash & Cash equivalents (A+B+C)	(47,902.43)	49,917.61
	Cash and Cash equivalents at the beginning of the year	51,200.03	1,282.42
	Cash and Cash equivalents at the end of year	3,297.60	51,200.03
	Components of cash and cash equivalents		
	Cash on hand	22.02	49.76
	Balance with banks		
	on current accounts	3,275.58	51,150.27
	of EEFC Account		
	Deposits with original maturity less than 3 months		
	Total cash and cash equivalents (refer note 15)	3,297.60	51,200.03

Summary of significant accounting policies 2

The accompanying notes are in integral
part of the financial statements
as per our report of even date

For GMKS & Co.

Chartered Accountants

Firm Registration No.: 139767W

Maya Joshi (Partner)

Membership No.: 144117

Place: Pune

Date: 28/08/2026

For and on behalf of Board of Directors of
VISHALSAGAR INDUSTRIES LIMITED
(Formerly known as Vishalsagar Home and Agro Products Ltd.)

V. C. Kele

(Director)

DIN : 05133994

R. G. Bhadane

(Director)

DIN : 10291590

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH 2026**1 Nature of Operations**

Vishalsagar Industries Limited (Formerly known as Vishalsagar Home and Agro Products Limited) ("The Company") was incorporated on 10 September, 1993.

2 Significant Accounting Policies**2.1 Corporate Information**

Vishalsagar Industries Limited (Formerly known as Vishalsagar Home and Agro Products Limited) is a company incorporated and domiciled in India under the Companies Act, 2013 having its registered office in Pune, Maharashtra. The Company is engaged in Dairy business. Currently, the Company has let out is Dairy Unit is mainly earning Rental Income.

2.2 Basis of preparation of Financial Statements

The financial statements have been prepared and presented under the historical cost convention on the accrual basis of accounting in conformity with the generally accepted accounting principles (GAAP) under the historical cost convention on the accrual basis. GAAP comprises mandatory accounting standards as prescribed under section 133 of the Companies Act 2013 (the Act) read with Rule 7 of the Companies (Accounts) Rules 2014, the provisions of the Act (to the extent notified) The accounting policies have been consistently applied by the Company and are consistent with those used in the previous year.

2.3 Use of Estimates

The preparation of financial statements in accordance with GAAP requires management to make estimates and assumptions that, affect the reported amount of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting year-end. Although these estimates are based upon management's best knowledge of current events and actions, actual results may differ from those estimates. Any revisions to accounting estimates are recognised prospectively in current and future periods.

2.4 Current/Non-current Classification of Assets/Liabilities

The Company has classified all its Assets/Liabilities into Current/Non-current portion based on the time frame of 12 months from the date of financial statements. Accordingly, Assets/Liabilities expected to be realised/settled within 12 months from the date of financial statements are classified as Current and other Assets/Liabilities are classified as Non-Current.

2.5 Tangible Assets and Depreciation

Fixed assets are stated at cost of acquisition less accumulated depreciation. The cost comprises of the purchase price and the attributable cost of bringing the asset to its working condition for intended use. Expenses include Inward freight, duties, taxes and other directly attributable expenses.

Depreciation on fixed assets is provided on the Written Down Value Method pro-rata to the period of use. The rates of depreciation prescribed in Schedule II to the Act have been adopted by the Company, which in the view of the management reflects the useful life of the related fixed asset. Depreciation on assets sold during the year is recognised on a pro-rata basis to the profit and loss account till the date of sale.

2.6 Investments

Investments that are readily realisable and intended to be held for not more than twelve month from the date on which such investment is made are classified as current investments. Current investments are carried at

lower of cost and fair value, which is determined for each individual investment. Cost includes related expenses such as Commission / brokerages etc.

Long-term investments are carried at cost less any other than temporary diminution in value, determined separately for each individual investment.

Profit or loss on sale of investments is determined on the basis of weighted average carrying amount of investments disposed off.

2.7 Revenue Recognition

Product Sales and Service

Revenue from sale of goods is recognised on transfer of significant risks and rewards of ownership when goods are dispatched and the title passes to the customers, net of discounts and rebates granted.

Conversion and Warehousing Charges

Revenue from conversion charges is recognised as the related services are performed.

Interest and Dividend

Interest on Fixed Deposits is recognised on time proportion basis taking into account the amount outstanding and the rate applicable. Dividend Income is recognised when right to receive is established by the date of Balance-sheet.

2.8 Foreign Currency Transactions

Transactions denominated in foreign currency are recorded at rates that approximate the exchange rate prevailing on the date of the respective transaction.

Monetary assets and liabilities in foreign currency, which are outstanding as at the year are translated at the year-end closing exchange rate and the resultant exchange differences are recognized in the Profit and Loss Account.

2.9 Provisions and Contingencies

Provision is recognised in the Balance Sheet when, the Company has a present obligation as a result of a past event; it is probable that an outflow of economic benefits will be required to settle the present obligation and a reliable estimate of the amount of the obligation can be made.

Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

A disclosure by way of a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. There is a possible obligation or a present obligation that the likelihood of outflow of resources is remote, no provision or disclosure is made.

2.10 Retirement Benefits

Provident Funds

All the employees of the Company are entitled to receive benefits under the Provident Fund, a defined contribution plan in which both the employee and the Company contribute monthly at a stipulated rate. The Company has no liability for future Provident Fund benefits other than its annual contribution and recognizes such contributions as an expense in the year it is incurred.

Gratuity

The Group accounts for the net present value of its obligations for gratuity benefits, based on independent actuarial valuations, determined on the basis of the projected unit credit method, carried out as at the Balance Sheet date. The obligation determined as aforesaid less the fair value of the plan assets is reported as a liability or asset as of the reporting date. Actuarial gains and losses are recognized immediately in to the Statement of Profit and Loss.

Leave Encashment is provided on Cash Basis

2.11 Income Taxes

Income-tax comprises of current tax (i.e. amount of tax for the period determined in accordance with the income-tax law) and deferred tax (reflecting the tax effects of timing differences between accounting income and taxable income for the year). The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognised using the tax rates that have been enacted or substantially enacted by the Balance Sheet date.

Deferred tax assets are recognized only to the extent there is reasonable certainty that they will be realised in future; however, where there is unabsorbed depreciation and carry forward loss under taxation laws, deferred tax assets are recognised only if there is a virtual certainty of realisation of such assets. Deferred tax assets are reviewed at each Balance Sheet date and written down or written-up to reflect the amount that is reasonably/virtually certain (as the case may be) to be realised.

Minimum Alternate Tax (MAT) paid in a year is charged to the Statement of Profit and Loss as current tax. The Group recognises MAT credit available as an asset only to the extent that there is convincing evidence that the group will pay normal income tax during the specified period i.e. the period for which MAT credit is allowed to be carried forward. In the year in which the Group recognises MAT credit as an asset in accordance with the guidance note on accounting for credit available in respect of MAT under the Income tax Act, 1961, the said asset is created by way of credit to the Statement of Profit and Loss and shown as “MAT credit entitlement”. The Group reviews the “MAT credit entitlement” asset at each reporting date and writes down the asset to the extent the Group does not have convincing evidence that it will pay normal tax during the specified period.

2.12 Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

2.13 Cash and Cash Equivalents

Cash and cash equivalents in the cash flow statement comprise cash at bank and in hand, cheques on hand and remittances in transit.

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

All amounts in INR thousands, unless otherwise stated

3. Share Capital

(a) Particular	31 March 2026 INR	31 March 2025 INR
Authorised shares		
1,49,000 Number of Equity shares of Rs. 1,000/- each	1,49,000.00	1,49,000.00
1000 Number of 14% Preference Shares 1000/- each	1,000.00	1,000.00
	1,50,000.00	1,50,000.00
Issued, Subscribed and fully Paid up shares		
1,02,020 Equity shares of Rs. 1,000/- each fully paid	1,02,020.00	7,315.00
	1,02,020.00	7,315.00

(b) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Particulars	As at 31 March 2026		As at 31 March 2025	
	No. of Shares	Amount	No. of Shares	Amount
At the beginning of the year	7,315	73,15,000	7,315	73,15,000
Add : issued during the year	94,705	9,47,05,000	-	-
At the end of the year	1,02,020	10,20,20,000	7,315	73,15,000

Note : During the year ended 31 March 2026, the Company allotted 94,705 equity shares of face value Rs. 1000 each at par (i.e., at issue price of Rs.1000 per share), pursuant to a Rights Issue aggregating to Rs. 9,47,05,000, to the eligible equity shareholders of the Company. The shares were offered in the ratio of 13 equity shares for every 1 fully paid-up equity share held (i.e 13:1) as on the record date. The equity shares so allotted rank pari passu with the existing equity shares of the Company in all respects, including as to dividend, voting rights, and other terms.

(c) Terms / rights attached to equity shares

The company has only one class of equity shares having par value of INR 1,000 per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting..

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

(d) Details of Shareholders holding more than 5% shares in the Company

Name of the shareholder	31 March 2026		31 March 2025	
	Nos.	%holding	Nos.	%holding
Vishal Chandrakant Kele	71,595	70.18 %	700	0.10 %
Chandrakant Kashinath Kele	676	0.66 %	676	0.09 %
Lata Chandrakant Kele	665	0.65 %	656	0.09 %
Snehal Vishal Kele	24,311	23.83 %	636	0.09 %

The shareholding information has been extracted from records of the Company including Register of Shareholders/ Members and is based on the legal ownership of shares.

(e) Details of Shares held by promoters at the end of the year

Name of Promoter	31 March 2026		31 March 2025	
	Nos.	%holding	Nos.	%holding
Vishal Chandrakant Kele	71,595	70.18 %	700	0.10 %
Chandrakant Kashinath Kele	676	0.66 %	676	0.09 %
Lata Chandrakant Kele	665	0.65 %	656	0.09 %
Snehal Vishal Kele	24,311	23.83 %	636	0.09 %

4. Reserves and surplus

All amounts in INR thousands, unless otherwise stated

Particulars	31 March 2026 INR	31 March 2025 INR
Security Premium		
Security Premium Balance	373.07	373.07
Retained Earnings		
Opening Balance	16,286.65	20,192.15
Add : Profit for the year	(4,815.30)	(3,905.49)
	11,471.35	16,286.66
Net surplus in the Statement of Profit and Loss	11,844.41	16,559.73

5. Long Term Liabilities

Particulars	31 March 2026 INR	31 March 2025 INR
Term Loan : 1 (Refer note 5.1)	2,00,000.00	50,000.00
Term Loan : 1 (Refer note 5.2)	1,849.22	2,500.00
	2,01,849.22	52,500.00

Note 5.1: Term loan is obtained from Indian Renewable Energy Development Agency Limited (IREDA). Annualised Rate of Interest is 11.52% per annum. Interest will be chargeable on monthly basis. The loan is repayable in 40 equated quarterly installments commencing after moratorium period of 1 Year from Commissioning. Mode of Repayment is through Quarterly installments, Monthly interest payments. Term loan of 20 crore is obtained as on balance sheet date out of total loan of 22.09 crore.

*** Loan is Secured by:**

- Hypothecation of Lease hold rights, movable assets, both existing and future, subject to prior charge of Banks on specified current assets.
- Pledge of 51% Equity shares of company
- Personal guarantee of Mr. Vishal Kele, Ms. Snehal Kele & Mr. Suhas Wani

Note 5.2: Term loan is obtained from Shriram Patsanstha. Effective Rate of Interest is 14% per annum. The loan is payable in 36 monthly instalment of Rs 85,450/- each, 24 remaining instalment as on balance sheet date.

*** Loan is Secured by:**

Land Deopur S. no 94/1A2 admeasuring 8100 sq. mtrs situated at Deopur, Tal & Dist. Dhule

6. Other non current Liabilities

Particulars	31 March 2026 INR	31 March 2025 INR
Unsecured Loans		
Loan from Director		
Bhadane Rajendra Gangaram	4,284.84	5,010.54
Kele Vishal Chandrakant	26,927.18	61,704.99
Grauity Payable	1,860.77	-
Wani Suhas Vasant	-	5,010.54
	33,072.79	71,726.07

Note - All the loans are repayable on demand. Interest is charged at 14.25% p.a.

7. Unclaimed Dividend

Particulars	31 March 2026 INR	31 March 2025 INR
Unclaimed Dividend	954.60	954.60
	954.60	954.60

8. Deferred tax Liabilities (net)

Particulars	31 March 2026 INR	31 March 2025 INR
Difference in depreciation in block of fixed assets as per tax books and financial books	392.66	163.39
	392.66	163.39

9. Trade payable (also refer note 9.1)

Particulars	31 March 2026 INR	31 March 2025 INR
Trade payables- total outstanding dues to :		
Total outstanding dues of micro enterprises and small enterprises	12,186.96	1,67,963.75
Total outstanding dues of creditors other than micro enterprises and small enterprises		
	12,186.96	1,67,963.75

Vishalsagar Industries Limited (formerly known as Vishalsagar Home and Agro Products Ltd.)

Notes to financial Statements for the year ended 31st March 2026

All amounts in INR thousands, unless otherwise stated except EPS

9.1 Trade payables ageing schedule

March 31 2026					
Particulars	Outstanding for following periods from due date of Payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME					-
(ii) Disputed dues – MSME					-
(iii) Others	12,186.96				12,186.96
(iv) Disputed dues - Others					-
Total	12186.96	-	-	-	12186.96

9.1 Trade payables ageing schedule

March 31 2025					
Particulars	Outstanding for following periods from due date of Payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	-	-	-	-
(ii) Disputed dues – MSME	-	-	-	-	-
(iii) Others	167,963.75	-	-	-	167,963.75
(iv) Disputed dues - Others	-	-	-	-	-
Total	167963.75	-	-	-	167963.75

10. Short term borrowing

Particulars	31 March 2026 INR	31 March 2025 INR
Shriram Patsanstha CC-172/514	2,809.92	2,500.00
	2,809.92	2,500.00

Note : CC facility obtained from Shreeram Patsantha at 14% p.a.

11. Other Current Liabilities

All amounts in INR thousands, unless otherwise stated

Particulars	31 March 2026 INR	31 March 2025 INR
Other Payables		
Advance from customers	213.22	13.22
Bonus Payable	-	72.57
Director Remuneration Payable	-	150.00
Rent Payable	-	1,415.49
Professional Fees Payable	-	648.32
Salary Payable	1,075.45	606.13
Statutory Remittances		
Profession Tax Payable	11.10	7.80
Tax Deducted at Source	467.06	3,190.00
Employee State Insurance Contribution	34.93	23.61
Provident Fund Contribution	116.15	96.54
Labour Welfare Contribution	1.30	-
	1,919.20	6,273.67

12. Short Term Provisions

Particulars	31 March 2026 INR	31 March 2025 INR
Short term provisions		
Gratuity Payable	251.07	-
Provision For Audit Fees	150.00	100.00
	401.07	100.00

Vishalsagar Industries Limited (formerly known as Vishalsagar Home and Agro Products Ltd.)

Notes to financial statements for the year ended March 31 2026

All amounts in INR thousands, unless otherwise stated except EPS

13 Property Plant & Equipments

Particulars	Land	Building	Plant and Machinery	Computer	Furniture & Fixtures	Total
As at March 31, 2023	183.42	3,548.78	6,033.06	59.40	116.06	9,940.72
Additions	-	-	250.00	-	-	250.00
Disposals	-	-	-	-	-	-
As at March 31, 2024	183.42	3,548.78	6,283.06	59.40	116.06	10,190.72
Additions	-	-	-	-	-	-
Disposals	-	-	-	-	-	-
As at March 31, 2025	183.42	3,548.78	6,283.06	59.40	116.06	10,190.72
Additions	-	-	-	-	-	-
Disposals	-	-	-	-	-	-
As at March 31, 2026	183.42	3,548.78	6,283.06	59.40	116.06	10,190.72

Depreciation

As at March 31, 2023	-	2,686.14	5,606.75	58.35	113.12	8,464.37
Charge for the year	-	81.95	122.41	0.66	0.76	205.78
Disposals	-	-	-	-	-	-
As at March 31, 2024	-	2,768.09	5,729.16	59.01	113.88	8,670.15
Charge for the year	-	74.16	100.24	0.24	0.56	175.21
Disposals	-	-	-	-	-	-
As at March 31, 2025	-	2,842.26	5,829.40	59.26	114.45	8,845.36
Charge for the year	-	67.12	82.04	0.09	0.42	149.67
Disposals	-	-	-	-	-	-
As at March 31, 2026	-	2,909.38	5,911.44	59.35	114.86	8,995.03

Net block

As at March 31, 2023	183.42	862.63	426.31	1.05	2.94	1,476.35
As at March 31, 2024	183.42	780.68	553.90	0.39	2.18	1,522.57
As at March 31, 2025	183.42	706.52	453.65	0.14	1.61	1,345.35
As at March 31, 2026	183.42	639.40	371.62	0.05	1.20	1,195.68

13.1. Capital Work in Progress

	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Ongoing Projects:					
CBG Plant	63,618	193,111	7,500	-	264,229
Discontinued project					
Solar Power System Unit	-	-	-	13,638	13,638
(Refer Note No. 13.1(a))					
Total	63,618	193,111	7,500	13,638	277,867

Note 13.1(a) The company has given work for construction of solar project to Tata Power Renewable Energy Limited. The company is in arbitration proceeding with Tata power for failure to perform their Obligation

14. Other Non Current Assets

Particulars	31 March 2026 INR	31 March 2025 INR
Unquoted Investments		
Investment in Unlisted Equity Shares		
1. Shreeram Patsanstha	1.00	1.00
2. Yogeshwar Patpedhi	0.25	0.25
Fixed deposits with banks	30,740.92	22,714.25
(Having Original Maturity for more than 12 Months)		
Note : Out of above FD, FD of Rs. 2.21 Cr is lien with IREDA.		
Unsecured and Considered Good		
Deposit with Vendors	2,757.24	79.49
Deposit with MSIEDCL	3,640.88	-
	37,140.29	22,794.99

15. Inventories

Particulars	31 March 2026 INR	31 March 2025 INR
Work in progress	1,467.64	-
	1,467.64	

16. Trade receivables (also refer note 15.1)

Particulars	31 March 2026 INR	31 March 2025 INR
Current		
Unsecured, considered good	1,144.08	797.87
Doubtful	-	-
	1,144.08	797.87
Provision for doubtful receivables	-	-
	1,144.08	797.87

17. Cash and Bank Balances

Particulars	31 March 2026 INR	31 March 2025 INR
Cash and cash equivalents		
Balances with banks :		
On current accounts	2,320.98	50,195.67
Cash in hand	22.02	49.76
Unpaid Dividend Account	954.60	954.60
	3,297.60	51,200.03

Vishalsagar Industries Limited (formerly known as Vishalsagar Home and Agro Products Ltd.)

Notes to financial Statements for the year ended 31st March 2026

All amounts in INR thousands, unless otherwise stated except EPS

15.1 Trade receivable ageing schedule

March 31 2026					
Particulars					Total
	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade receivables – considered good	1144.08	-	-	-	1144.08
(ii) Undisputed trade receivables – considered doubtful	-	-	-	-	-
(iii) Disputed trade receivables – considered good	-	-	-	-	-
(iv) Disputed trade receivables – considered doubtful	-	-	-	-	-
Less: Provision for doubtful receivable (Disputed + Undisputed)	-	-	-	-	-
Total	1144.08	-	-	-	1144.08

16.1 Trade receivable ageing schedule

March 31 2025					
Particulars					Total
	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade receivables – considered good	797.87	-	-	-	797.87
(ii) Undisputed trade receivables – considered doubtful	-	-	-	-	-
(iii) Disputed trade receivables – considered good	-	-	-	-	-
(iv) Disputed trade receivables – considered doubtful	-	-	-	-	-
Less: Provision for doubtful receivable (Disputed + Undisputed)	-	-	-	-	-
Total	797.87	-	-	-	797.87

18. Other current assets

All amounts in INR thousands, unless otherwise stated

Particulars	31 March 2026 INR	31 March 2025 INR
Balances with Government Authorities		
TDS and Advance Tax	2,228.14	2,001.69
Income Tax Paid under Protest	354.50	354.50
Salary Advance	-	5.00
Advance to suppliers	4,800.00	1,405.00
Pre-operative Expenses	585.48	-
Goods and Services Tax (Asset)	36,585.02	31,952.95
	44,553.00	35,719.13

19. Revenue from operations

Particulars	31 March 2026 INR	31 March 2025 INR
Income from Operations	2,380.56	2,234.51
Reimbursement of Expenses	9,534.32	8,778.69
	11,914.88	11,013.20

20. Other income

Particulars	31 March 2026 INR	31 March 2025 INR
Dividend & Interest Received	1,997.22	68.30
Other Income	1,926.94	1,755.74
Rent Income	550.00	-
	3,924.16	1,824.04

21. Cost of Goods Sold

Particulars	31 March 2026 INR	31 March 2025 INR
Inventory at the beginning of the year	-	-
Add: Purchases during the year	3,843.59	2,231.47
	3,843.59	2,231.47
Less: Inventory at the end of the year	1,467.64	-
Cost of raw material and components consumed	2,375.95	2,231.47

22. Employee benefits expenses

All amounts in INR thousands, unless otherwise stated

Particulars	31 March 2026 INR	31 March 2025 INR
Salary and Wages	7,777.39	7,819.29
PF Administrative charges	22.52	18.04
PF Employers' Contribution	561.58	451.06
ESIC Employers' Contribution	270.32	231.13
Bonus Paid	602.90	522.33
Gratuity Expenses	2,111.85	-
Staff Welfare Expenses	2.85	5.93
	11,349.40	9,047.77

23. Finance cost

Particulars	31 March 2026 INR	31 March 2025 INR
Bank Charges	7.75	2.02
Interest on Late Payment of TDS	6.58	0.57
Interest on Unsecured Loan	4,027.53	1,973.41
Interest to Bank	962.31	-
	5,004.18	1,976.00

24. Other expenses

Particulars	31 March 2026 INR	31 March 2025 INR
AGM Expenses	-	20.00
Audit Fees	50.00	50.00
Advertisement Expenses	1.09	200.00
Director's Remuneration	600.00	600.00
Membership Fees	6.50	-
Property Tax	27.70	5.54
Legal and License Fees	4.74	53.99
Postage and Telegram	58.85	28.72
Printing and Stationery	141.82	85.10
Professional Fees	751.94	673.09
Repairs and Maintenance	234.77	103.87
Office Rent	360.00	360.00
Professional Tax	0.90	1.75
GST Expenses	5.65	112.15
ROC Filing Fee	25.48	27.78
Travelling Expenses	-	140.59
Office Expenses	-	30.08
Electricity Charges	-	143.15
Refreshment Expenses	13.16	-
Transportation Expenses	105.12	-
Other Expenses	97.66	-
	2,485.38	2,635.80

Payment to Auditor

All amounts in INR thousands, unless otherwise stated

	31 March 2026 INR	31 March 2025 INR
As Auditor	50.00	50.00
Audit Fees		
	50.00	50.00

25. Depreciation and amortisation expense

All amounts in INR thousands, unless otherwise stated

	31 March 2026 INR	31 March 2025 INR
Depreciation of property, plant and equipment	149.67	175.21
	149.67	175.21

26. Earnings per share (EPS)

	31 March 2026 INR	31 March 2025 INR
Profit attributable to equity shareholders	(48,15,303.00)	(39,05,489.00)
Weighted average number of equity shares (Nos)	76,073	7,315
Basic earnings per share (INR)	(63.30)	(533.90)
Diluted earnings per share (Rs.)	(63.30)	(533.90)
Nominal value of share (INR)	1,000.00	1,000.00

27. Managerial Remuneration

(Amount in Rs. '000)

Sl	Particulars	Period ended 31 March 2026	Period ended 31 March 2025
a	Vishal C. Kele	600.00	600.00
		600.00	600.00

28. Payments to Auditors

(Amount in Rs. '000)

Sl	Particulars	Period ended 31 March 2026	Period ended 31 March 2025
a	For Statutory and Tax Audit Fees	50.00	50.00
		50.00	50.00

29. Corporate Social Responsibility

As per Section 135 of the Companies Act, 2013, a company, is not exceeding the threshold limit of Corporate Social Responsibility (CSR). Therefore, No needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities.

30. Related Party Transactions

a. Key Management Personnel and their relatives:

Sl	Designation	Name
1	Director	Ravindra Vasantrao Khankari
2	Director	Vishal Chandrakant Kele
3	Director	Suhas Vasant Wani
4	Director	Rajendra Gangaram Bhadane
5	Director	Snehal Vishal Kele

b. Transaction and balances with related parties have been set below: (Amount in Rs.000)

Sl	Name of the Party Transaction	Transaction during the year	
		Year ended 31 March 2026	Year ended 31 March 2025
1	Vishal Chandrakant Kele		
	Milk Purchase	2,375.95	1,855.07
	Office Rent	360.00	360.00
	Lease License Fees	7,503.84	5,002.56
	Cattle Feed Sales	-	376.40
	Director Remuneration	600.00	600.00
2.	Napier Purchase	2,499.72	-
	Snehal Vishal Kele		
	Napier Purchase	76.50	-

31. Dues to the Micro, Small and Medium Enterprises

The Ministry of Micro, Small and Medium Enterprises has issued an office memorandum dated 26 August 2008 which recommends that the Micro and Small Enterprises should mention in their correspondence with its customers the Entrepreneurs Memorandum Number as allocated after filing of the Memorandum in accordance with the 'Micro, Small and Medium Enterprises Development Act, 2006' ('the Act'). Accordingly, the disclosure in respect of the amounts payable to such enterprises as at 31 March, 2025 has been made in the financial statements based on information received and available with the Company. Further in view of the Management, the impact of interest, if any that may be payable in accordance with the provisions of the Act is not expected to be material. The Company does not have any principal or interest dues to any micro and small enterprises as at 31 March, 2026 (31 March 2025 : Rs Nil).

VISHALSAGAR INDUSTRIES LIMITED (FORMERLY KNOWN AS VISHALSAGAR HOME AND AGRO PRODUCTS LIMITED)
Notes to Financial Statements for the Year Ended 31st March, 2026

Sr. No	Particulars	For the year ended March 31st, 2026	For the year ended March 31st, 2025
		Amount (Rs.)	Amount (Rs.)
1	The principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier as at the end of each accounting year;	-	-
	Principal Amount Due-	-	-
	Interest Due-	-	-
2	The amount of interest paid by the buyer under the MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year;	-	-
3	The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under this Act;	-	-
4	The amount of interest accrued and remaining unpaid at the end of each accounting year;	-	-
5	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure u/s 23.	-	-

32. In the opinion of the Board of Directors, the Current Assets, Loans and Advances have a value on the realisation in the ordinary course of business at least equal to the amount at which they are stated. Loans and Advances and Creditors are subject to reconciliation, confirmation and consequential adjustments if any.
33. There are no outstanding foreign currency exposure outstanding as on Balance sheet date.

34 Other Statutory Information

- i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.
- ii) The Company do not have any transactions with companies whose name has been struck off.
- iii) The Company do not have any charges or satisfaction which is yet to be registered with Registrar of Companies (ROC) beyond the statutory period.
- iv) The Company has not traded or invested in Crypto currency or Virtual Currency during the year.
- v) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries)
 - (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- vi) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall
 - (a) 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).
 - (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- vii) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.
- viii) The Company has obtained any borrowings from banks or financial institutions on the basis of security of current assets during the year.
- ix) The Company has not defaulted on any loans obtained from banks or financial institutions
- x) The Company has complied with the restriction on number of layers prescribed under the Companies Act read with Companies (Restriction on number of Layers) Rules, 2017.

35. Previous Year Comparatives

Previous year's figures have been regrouped or rearranged wherever necessities so as to conform to current year's presentation.

For GMKS & Co.

Chartered Accountants

Firm Registration No.: 139767W

Maya Joshi (Partner)

Membership No.: 144117

Place: Pune

Date: 28/08/2026

For and on behalf of Board of Directors of
VISHALSAGAR INDUSTRIES LIMITED

(Formerly known as Vishalsagar Home and Agro Products Ltd.)

V. C. Kele

(Director)

DIN : 05133994

R. G. Bhadane

(Director)

DIN : 10291590

Appeal to Shareholders

Dematerialization of shares

1. Step 1- Opendemat account.

In case the shareholder is not having the demat account in CDSL Depository. The first step is to open a demat account in CDSL with any of Depository Participant registered with CDSL.

2. Step 2 – submission of physical share certificate(s) to respective Depository Participant (DP)

After opening the successfully Demat account, shareholder(s) need to surrendered the original physical share certificate(s) to their respective Depository Participant (DP) along with a duly filled and signed Demat Request Form (DRF).

3. Once the successfully setup of the DRN into CDSL system by Depository Participant (DP), Certificate(s) and DRF along with other documents received from shareholders if any will be sent to Company in case the RTA availing the facility “Only electronic connectivity”.
4. RTA will send Demat Confirmation Report (DCR) with details of DRN received from CDSL/NSDL system to the Issuer company for confirmation as below :
 - a) For verification of Shareholder's signature with signature recorded available with them
 - b) For verification of Certificate no./ Dist no. details are correct and tallying with master data available with them.
 - c) To verify their records for litigation of shares /Court injunction pending if any
 - d) To verify the genuity of physical share certificates & duplicate share certificates issued by company or new share certificates issued due to stock split/exchange of share certificates.
 - e) To verify STOP transfer noted by company for any reason previously
5. Company need to send a scanned copy of duly filled DCR with stamped and signed by authorized signatory through their registered email ID and hard copy to be dispatch in due course.

On receipt of the DCR, RTA will take the further steps to credit the shares to BO's demat account.



VISHALSAGAR INDUSTRIES LIMITED

(Formerly known as Vishalsagar Home and Agro Products Ltd.)
CTS No.1201/E, Pariseema Apartment, Shirole Road, Shivajinagar,
Deccan Gymkhana, Pune, 411004
Email : vishalsagar.dairy@gmail.com

प्रति,

मा. भागधारक बंधू आणि भगिनी,

मे. विशालसागर होम अँड अग्रो प्रोडक्ट्स लिमिटेड, धुळे.

दि. ०७/०९/२०२६

विषय: भारत सरकार यांचे दि. १०/०९/२०१८ राजपत्रानुसार, आपले मूर्त रुप असलेले शेअर्स (कागदरुपी समभाग) हे डिमॅट रुपात (अमूर्त / इलेक्ट्रॉनिक रुपात) करुन पूर्तता करणे बाबत

मा. भागधारक बंधू आणि भगिनींनो,

सप्रेम नमस्कार !

सदर पत्राद्वारे कळविण्यात येते की, मे. कार्पोरेट कार्य मंत्रालय, भारत सरकार, यांनी आपल्या दिनांक १०/९/२०१८ रोजीच्या राजपत्राद्वारे भारतातील सर्व 'पब्लिक लिमिटेड' कंपन्यांना, ज्या शेअर बाजारपेठेत अनॉदणीकृत/असूचीबद्ध आहेत, अश्यासर्व कंपन्यांना आपले भौतिक / मूर्त रुप असलेले शेअर्स (कागदरुपी समभाग) हे डिमॅटरुपात (अमूर्त/ इलेक्ट्रॉनिक रुपात) करुन पूर्तता करण्याचे निर्देश दिले आहेत. सदर राजपत्रानुसार दि. १०/०२/२०१८ पासून सर्व समभागाचे व्यवहार (खरेदी-विक्री) हे अमूर्त रुपात (डिमॅट अकाऊंट) व्दारेच केले जातील. सदर प्रक्रियेमध्ये दोन भाग आहेत -

1) मे. विशालसागर होम अँड अग्रो प्रोडक्ट्स लिमिटेड यांचे मार्फत होण्याची प्रक्रिया / कामे -

- कंपनीने, NSDL अथवा CDSL, या Depository पैकी एकास कराराकरुन Depository म्हणून नेमणे. सदर Depository ही एका बँकेप्रमाणे, कंपनीतील सर्व समभागांचे लेखा-जोखा बघण्याचे काम करते. तसेच सदर Depository नेमण्यासोबत एका RTA Agent ला नेमणे आवश्यक आहे. सदर RTA Agent ही Depository आणि कंपनी यांचेतील एका दुआप्रमाणे सर्व कामे वार्षिक तत्वावर बघण्याचे काम करते.
- **आपल्या कंपनीने, CDSL ला Depository म्हणून नेमले आहे व CVL (CDSL ventures Limited) या कंपनीला RTA Agent म्हणून नेमले आहे.**
- वरील दोन्ही नेमणूकीनंतर व इतर कागदपत्रांची पूर्ततेनंतर Depository मार्फत कंपनीस एक अद्वितीय असा ISIN नंबर प्राप्त होतो. तसेच RTA Agent यांना कंपनी कडून दिलेल्या अद्ययावत समभागाची तपशीलवार यादी दिल्यानंतर सर्व समभाग हे मूर्त रुपातून, अमूर्त रुपात (Demat) रुपांतरीत केले जातात व कंपनीच्या ISIN नंबरशी संलग्न केली जातात.
- **आपल्या कंपनीने, ISIN नंबर प्राप्त केला असुन त्यास क्र. INE00CYE01018 असा आहे.**

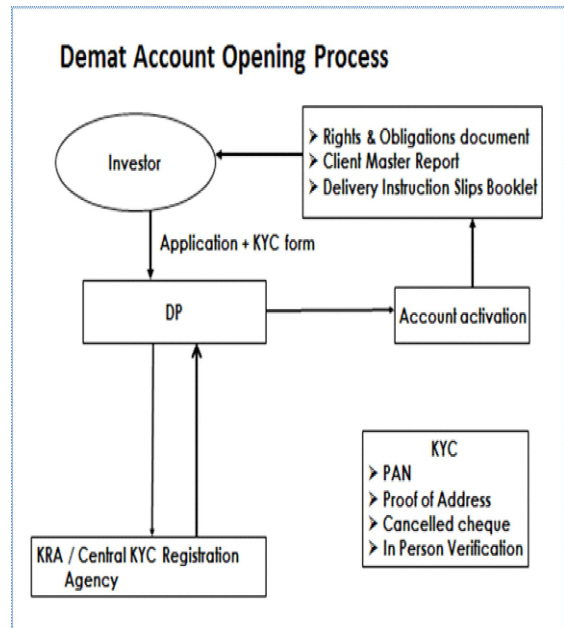
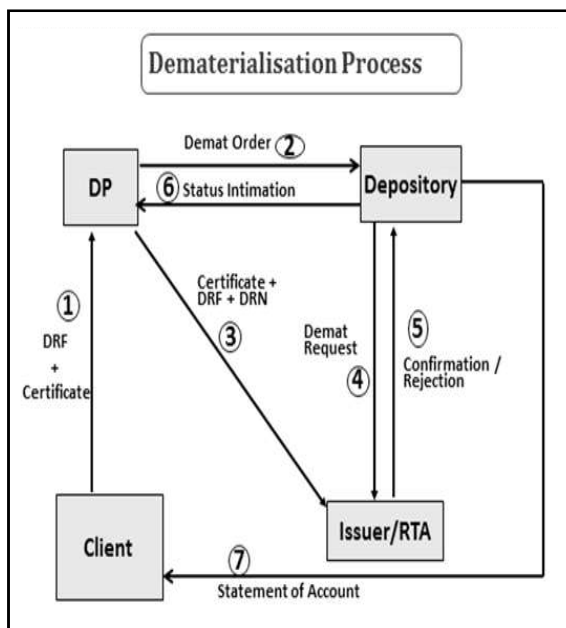
2) भागधारक यांचे मार्फत होण्याची प्रक्रिया / कामे -

- सदरचे dematerialised share (अमूर्त समभाग) डिमॅट अकाऊंटमध्ये जमा करण्याकरीता आपणास डिमॅट अकाऊंट उघडून आपल्या मूर्त शेअर्सची (समभागाची) माहिती, आपल्या शेअर्स ब्रोकरला कळविणे आवश्यक आहे. त्यानंतर, सदरची माहिती आपल्या शेअर्स ब्रोकरमार्फत डिपॉझिटरी कडे पाठविण्यात येते व त्यानंतरच सदरचे शेअर आपल्या डिमॅट अकाऊंट मध्ये जमा होतात आणि आपणास आपल्या समभागांचे व्यवहार / हस्तांतरण करता येते.
- डिमॅट/ ट्रेडिंग अकाऊंट उघडणे (डिमॅट असल्यास नविन अकाऊंट उघडणे आवश्यक नाही)
 - आपल्या शेअर्सची (समभागाची) माहिती DRF - Dematerialisation Request Form द्वारे, आपल्या शेअर्स ब्रोकर मार्फत Depository (CDSL) ला कळविणे.
- तरी सर्व भागधारक बंधू आणि भगिनींना विनंती की, आपण आपले भौतिक / मूर्त रुप असलेले शेअर्स (कागदरुपी समभाग) हे डिमॅट रुपात (अमूर्त / इलेक्ट्रॉनिक रुपात) करुन पूर्तता करावी. कळावे, आभारी आहे.

मे. विशालसागर होम अँड अग्रो प्रोडक्ट्स लिमिटेड,
संचालक

डिमॅट रूपात (इलेक्ट्रॉनिक रूपात) शेअर्सचे फायदे -

- १) इलेक्ट्रॉनिक रुपातील शेअर्सकेल्यास कागदी खोटे/बनावट शेअर्सचे व्यवहार करणे अशक्य होते.
- २) शेअर्स व्यवहाराकरीता, इलेक्ट्रॉनिक रुपातील शेअर्स नोंदणीकरीता कोठे पाठविण्याची आवश्यकता नाही.
- ३) इलेक्ट्रॉनिक रुपातील शेअर्सचे व्यवहार विनाविलंब होतात.
- ४) सदरमुळे, अनावश्यक खर्च, लिखा-पट्टी आणि कागदपत्रे करण्याची गरज राहत नाही.
- ५) गुंतवणूकदार आपल्या सर्व गुंतवणूकी आपल्या एकाच Demat A/c मध्ये एकावेळी बघू शकतो व त्याचे नियोजन करू शकतो.
- ६) गुंतवणूकदारास त्यांचे गुंतवणूकीचे सर्व लाभ जसे की बोनस/राईटस् डिव्हीडन्ट आपोआप त्याच्या Demat A/c द्वारे घर बसल्या मिळतात. तसेच गुंतवणूकीतून मिळणारे डिव्हीडन्ट आपोआप त्यांच्या Demat A/c शी संलग्न Bank A/c मध्ये जमा होतात.





VISHALSAGAR INDUSTRIES LIMITED
(Formerly known as Vishalsagar Home and Agro Products Ltd.)
CTS No.1201/E, Pariseema Apartment, Shirole Road, Shivajinagar,
Deccan Gymkhana, Pune, 411004
Email : vishalsagar.dairy@gmail.com

ATTENDANCE SLIP

I hereby record my presence at the Annual General Meeting held on Wednesday the 30th day of September 2026 at 10:00 A.M. at **Registered Office situated at** CTS No.1201/E, Pariseema Apartment, Shirole Road, Shivajinagar, Deccan Gymkhana, Pune, 411004

Member's Folio No. :

Name of Member / Proxy Holder :

No. of Shares held :

Members / Proxy Holders Signature :

NOTES :

1. Members / Proxy Holders are requested to produce the attendance slip duly signed for admission to the meeting hall.
2. Members are requested to bring their copy of the Annual Report
3. Formal system of entry will be strictly adhered.



Form No. MGT-11

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies
(Management and Administration) Rules, 2014]

CIN : U01110PN1993PLC229905

Name of the company: VISHALSAGAR INDUSTRIES LIMITED (FORMERLY KNOWN
AS VISHALSAGAR HOME AND AGRO PRODUCTS LTD)

Registered office : CTS No.1201/E, Pariseema Apartment, Shirole Road, Shivajinagar,
Deccan Gymkhana, Pune, 411004

Name of the member (s) :

Registered address :

E-mail Id:

Folio No/ Client Id :

DP ID :

I/We, being the member (s) of shares of the above named company, hereby appoint

1. Name:

Address:

E-mail Id:

Signature:....., or failing him

2. Name:

Address:

E-mail Id:

Signature:....., or failing him

3. Name:

Address:

E-mail Id:

Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual
general meeting of the company to be held on the Wednesday the 30th day of September 2026 at
10:00 A.M. at CTS No.1201/E, Pariseema Apartment, Shirole Road, Shivajinagar, Deccan Gymkhana,
Pune, 411004 and at any adjournment thereof in respect of such resolutions as are indicated below:



Resolutions :

Ordinary Business

1. To receive, consider and adopt the Financial Statements as at 31st March 2026 and together with Directors' and Auditors' Report thereon.
2. To appoint a director in place of Mr.Suhas Vasant Wani (DIN: 10165974) who retires at this meeting and being eligible offers himself for re-appointment as a Director of the Company.
3. To fix and approve remuneration including reimbursement of expenses of Statutory Auditors. of the company.

Signed this..... day of _____, 2026

Signature of shareholder

Signature of Proxy holder(s)

Affix one
Rupee
Revenue
Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the registered office of the company, not less than 48 hours before the commencement of the meeting.