Independent Auditor's Report on Financial Reporting Prepared for Consolidation Purpose

To the management of SG Mart Ltd. (the "Group")

In accordance with your instructions dated March 02, 2026, we have audited for purposes of your audit of the consolidated financial statements of SG Mart Ltd. (the "Group") the financial information included in the of SG Marts FZE for the year ended 31st March 2026. This financial information has been prepared solely to enable the Group to prepare its consolidated financial statements.

Management's Responsibility

Management is responsible for the preparation and presentation of the financial information in accordance with Indian Accounting Standards (Ind As), accounting principles generally accepted in India and the Group's accounting policies, and for such internal control as management determines is necessary to enable the preparation of the financial information that is free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on the financial information using *ISA 700 – Forming an opinion and reporting on financial Statement* and in accordance with your instructions. As requested by you, we planned and performed our audit using the component materiality and component performance materiality as agreed by you, which is different than the materiality and performance materiality that we would have used had we been designing the audit to express an opinion on the financial information of the component alone.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion. The conclusions reached in forming our opinion are based on the component materiality and component performance materiality lower than specified by you, in the context of the audit of the consolidated financial statements of the Group.

We have complied with 'International Ethics Board for Accountants' Code of Ethics for Professional Accountants (the "IESBA Code") together with the *ethical requirements that are relevant to the group audit, including independence and professional competence as* it relates to our independence and professional competence.

Opinion

In our opinion, the financial information for ***SG Marts FZE*** as of 31st March 2026 and for the year then ended have been prepared, in all material respects, on the basis of Indian Accounting Standards (Ind AS) *or* accounting principles generally accepted in India and the Group's accounting policies.

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Basis of Preparation, Restriction on Use and Distribution

This financial information has been prepared for the purpose of providing information to the Group to enable it to prepare its consolidated financial statements. As a result, the financial information is not a complete set of financial statements of SG Marts FZE in accordance with Indian Accounting Standards (Ind As), and is not intended to give a true and fair view of the financial position of SG Marts FZE as of 31st March 2026, and of its financial performance, and its cash flows for the year then ended in accordance with Indian Accounting Standards (Ind As). The financial information may, therefore, not be suitable for another purpose.

This report is intended solely for the Group's management and should not be used by (or distributed to) any other parties.

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02/05/2026
PO Box No. 94570
Dubai, UAE

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SG MARTS FZE

BALANCE SHEET AS AT March 31, 2026

(AED in Million)

	Particulars	Notes	As at March 31, 2026	As at March 31, 2025
I.	**ASSETS**			
(1)	**Non-current assets**			
(a)	Property, plant and equipment	2(a)	30.38	0.40
(b)	Capital work-in-progress	2(b)	0.39	29.48
(c)	Right of Use Assets	2(c)	13.03	13.80
(d)	Financial assets			
	(i) Other financial assets	3	0.05	0.02
(e)	Other non current assets	4	1.50	1.54
	Total non-current assets		**45.35**	**45.24**
(2)	**Current assets**			
(a)	Inventories	5	25.02	25.16
(b)	Financial assets			
	(i) Trade receivables	6	65.86	30.34
	(ii) Cash and cash equivalents	7	3.48	53.27
	(iii) Bank balances other than (ii) above	8	3.09	-
	(iv) Other financial assets	9	0.01	-
(c)	Other current assets	10	45.91	3.52
	Total current assets		**143.37**	**112.29**
	Total Assets		**188.72**	**157.53**
II.	**EQUITY AND LIABILITIES**			
(1)	**Equity**			
(a)	Equity share capital	11(a)	72.05	72.05
(b)	Other equity	11(c)	15.28	5.58
	Total equity		**87.33**	**77.63**
	Liabilities			
(2)	**Non-current liabilities**			
(a)	Financial Liabilities			
	(i) Borrowings	12	-	63.50
	(ii) Lease liabilities	2(c)	13.76	13.92
(b)	Provisions	13	0.06	0.01
	Total non-current liabilities		**13.82**	**77.43**
(3)	**Current liabilities**			
(a)	Financial liabilties			
	(i) Borrowings	14	83.82	-
	(ii) Lease liabilities	2(c)	0.16	0.14
	(iii) Trade payables	15	1.96	1.41
	(iv) Other financial liabilities	16	0.65	0.37
	(v) Other current liabilities	17	0.03	-
(c)	Current Tax liaiblity		0.92	0.52
(d)	Provisions	18	0.03	0.02
	Total current liabilities		**87.57**	**2.46**
	Total equity and liabilities		**188.72**	**157.53**

For SG Marts FZE

Nikky Bansal

Nikky Bansal
Manager
Dubai
May 02,2026

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SG MARTS FZE

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

(AED in Million)

	Particulars	Notes	Year ended March 31, 2026	Year ended March 31, 2025
I	Revenue from operations	19	414.86	205.88
II	Other income	20	0.05	0.19
III	**Total income (I +II)**		**414.91**	**206.07**
IV	**Expenses**			
	(a) Purchase of stock-in-trade		393.30	222.63
	(b) Changes in inventories of stock-in-trade	21	0.14	(25.16)
	(c) Employee benefits expense	22	1.62	0.60
	(d) Finance costs	23	3.98	0.43
	(e) Depreciation and amortisation expense	24	1.57	0.03
	(f) Other expenses	25	3.68	1.40
	Total expenses		**404.29**	**199.92**
V	**Profit before tax (III - IV)**		**10.62**	**6.15**
VI	**Tax expense:**			
	(a) Current tax	26	0.92	0.52
	Total tax expense		**0.92**	**0.52**
VII	**Net profit/(loss) after tax (V-VI)**		**9.70**	**5.63**
VIII	**Other comprehensive income**			
	(i) items that will not be reclassified to profit or loss			
	(a) Remeasurement of post employment benefit obligation			
	(ii) Income tax relating to items that will not be reclassified to profit or loss			
	Total other comprehensive income		-	-
	(a) Exchange differences on translating the Financial statements of a foreign operation			
	(b) Income tax relating to (a) above			
	Total other comprehensive income			
IX	**Total comprehensive income for the year (VII+VIII)**		**9.70**	**5.63**

For SG Marts FZE

Nikky Bansal

Nikky Bansal
Manager
Dubai
May 02,2026

SG MARTS FZE

Standalone statement of cash flows for the year ended March 31, 2026

(AED in Million)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
A. Cash flow from operating activities		
Profit before tax	10.62	6.15
Adjustments for:		
Depreciation and amortisation expense	1.57	0.03
Finance costs	3.98	0.43
Interest income	(0.01)	-
Allowance for expected credit loss	0.41	-
Operating profit before working capital changes	**16.57**	**6.61**
Changes in working capital:		
Adjustments for (increase) / decrease in operating assets:		
Inventories	0.14	(25.16)
Trade receivables	(35.93)	(30.34)
Other non current financial assets	(0.03)	(0.01)
Other current assets	(42.39)	(3.46)
Adjustments for increase / (decrease) in operating liabilities:		
Trade payables	0.55	1.41
Provisions (current & non-current)	0.05	0.04
Other current liabilities	0.03	-
Other financial liabilities	0.42	0.37
Cash generated from operations	**(60.59)**	**(50.54)**
Income tax paid	(0.52)	-
Net cash (used in)/from operating activities (A)	**(61.10)**	**(50.54)**
B. Cash flow from investing activities		
Capital expenditure on property, plant and equipment (refer note (b) below)	(1.65)	(10.54)
Investment in bank deposits	(3.09)	-
Net cash (used in)/from investing activities (B) p	**(4.74)**	**(10.54)**
C. Cash flow from financing activities		
Proceeds from issue of Equity share capital	-	72.00
Repayment of principal portion of lease liabilities	(0.14)	(0.57)
Repayment of Interest portion of lease liabilities	(0.96)	
Finance costs	(3.16)	(0.43)
Repayment of current borrowings (net)		
Proceeds from current borrowings	83.82	-
Proceeds/(Repayment) from non current borrowings	(63.50)	43.00
Net cash from financing activities (C)	**16.06**	**114.00**
Net increase/(decrease) in cash and cash equivalents (A+B+C)	(49.79)	52.92
Cash and cash equivalents at the beginning of the year	53.27	0.35
Cash and cash equivalents at the end of the year (refer note 7)	**3.48**	**53.27**

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Notes :

(a) The above statement of cash flow from operating activities has been prepared under the 'Indirect method' as set out in Indian Accounting Standard (Ind AS) 7 - Statement of Cash Flows.

(b) Purchase and sale of property, plant and equipment represents additions and deletions to property, plant and equipment and investment properties adjusted for movement of capital

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

For SG Marts FZE

Nikky Bansal

Nikky Bansal
Manager
Dubai
May 02,2026

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SG MARTS FZE

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2026

(AED in millions)

a) Equity share capital

Particulars	
Balance as at April 1, 2024 (unaudited)	0.05
Changes during the year ended March 31, 2025	72.00
Balance as at March 31, 2025	**72.05**
Changes during the year ended March 31, 2026	-
Balance as at March 31, 2026	**72.05**

b) Other equity

Particulars	Retained Earnings	Total
Balance as at April 1, 2024 (unaudited)	**(0.05)**	**(0.05)**
Profit for the year ended March 31, 2025	5.63	5.63
Other comprehensive income for the year, net of tax (Remeasurements of post employment benefit obligation)	-	-
Balance as at March 31, 2025	**5.58**	**5.58**
Profit for the year ended March 31, 2026	9.70	9.70
Other comprehensive income for the year, net of tax (Remeasurements of post employment benefit obligation)	-	-
Balance as at March 31, 2026	**15.28**	**15.28**

The accompanying notes form an integral part of these standalone financial statements

As per our report of even date attached.

For SG Marts FZE

Nikky Bansal

Nikky Bansal
Manager
Dubai
May 02,2026

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Notes to the standalone financial statements for the year ended March 31, 2026

1(i) Company background

SG Marts FZE incorporated on January 24, 2024, having its registered office in Jabel Ali Dubai, UAE. The Company is a wholly owned subsidiary of SG Mart Limited (the Holding Company) and is engaged in the business of trading of HR Coil, steel tubes and embossed sheets.

The financial statements for the year ended March 31, 2026 were approved by the Board of Directors and authorised for issue on May 02, 2026.

1(ii) Significant Accounting Policies

The significant accounting policies applied by the Company in the preparation of its financial statements are listed below. Such accounting policies have been applied consistently to all the periods presented in these financial statements.

(a) Statement of compliance

The financial statements are prepared and presented in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules 2015, as amended from time to time as notified under Section 133 of the Companies Act 2013 , the relevant provision of the Companies Act 2013 ("the Act")

(b) Basis of Preparation

The financial statements have been prepared on accrual basis under the historical cost basis except for certain financial instruments which are measured at fair value at the end of each reporting period.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for leasing transactions that are within the scope of Ind AS 116, and measurements that have some similarities to fair value but are not fair value, such as net realizable value in Ind AS 2 or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;

Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and

Level 3 inputs are unobservable inputs for the asset or liability.

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(c) Use of estimates and critical accounting judgements

In preparation of the financial statements, the Company makes judgements, estimates and assumptions about the carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and the associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and the underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

The following are the critical judgements, apart from those involving estimations that the directors have made in the process of applying the Company's accounting policies and that have the most significant effect on the amounts recognised in the standalone financial statements.

Useful lives of Property, plant and equipment ('PPE')

The Company reviews the estimated useful lives and residual value of PPE at the end of each reporting period. The factors such as changes in the expected level of usage, technological developments and product life-cycle, could significantly impact the economic useful lives and the residual values of these assets. Consequently, the future depreciation charge could be revised and thereby could have an impact on the profit of the future years.

Fair value measurement of derivative and other financial instruments

The fair value of financial instruments, that are not traded in an active market, is determined by using valuation techniques. This involves significant judgements in selection of a method in making assumptions that are mainly based on market conditions existing at the Balance Sheet date and in identifying the most appropriate estimate of fair value when a wide range of fair value measurements are possible.

(d) Operating cycle

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

(e) Foreign currency translation

(i) Functional and presentation currency

The financial statements are presented in Dhiram (AED), which is functional and presentation currency.

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(ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in Statement of Profit and Loss.

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the Statement of Profit and Loss, within finance costs. All other foreign exchange gains and losses are presented in the Statement of Profit and Loss on a net basis within other gains/(losses).

(f) Revenue recognition

The revenue is recognised once the entity satisfied that performance obligation & control are transferred to the customers.

(i) Sale of goods

The Company derives revenue from Sale of Goods and revenue is recognized upon transfer of control of promised goods to customers in an amount that reflects the consideration the Company expects to receive in exchange for those goods. To recognize revenues, the Company applies the following five step approach: (1) identify the contract with a customer, (2) identify the performance obligations in the contract, (3) determine the transaction price, (4) allocate the transaction price to the performance obligations in the contract, and (5) recognize revenues when a performance obligation is satisfied.

Any change in scope or price is considered as a contract modification. The Company accounts for modifications to existing contracts by assessing whether the services added are distinct and whether the pricing is at the standalone selling price.

The Company accounts for variable considerations like, volume discounts, rebates and pricing incentives to customers as reduction of revenue on a systematic and rational basis over the period of the contract. The Company estimates an amount of such variable consideration using expected value method or the single most likely amount in a range of possible consideration depending on which method better predicts the amount of consideration to which we may be entitled.

Revenues are shown net of allowances/ returns, value added tax and applicable discounts and allowances.

In contracts where the Company acts as an agent, the revenue is recorded at the net amount that the Company retains for its services.

(ii) Interest income

Interest income is accrued on a time proportion basis, by reference to the principle outstanding and the effective interest rate applicable.

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(iii) Commission income

Commission income is recognised when the servies are rendered.

(g) Income tax

On 9 December 2022, the UAE Ministry of Finance released the Federal Decree-Law No. 47 of 2022 on the Taxation of Corporations and Businesses (the Law) to enact a Federal corporate tax (CT) regime in the UAE. The CT regime will become effective for accounting periods beginning on or after 1 June 2023. A rate of 9% will apply to taxable income exceeding a particular threshold to be prescribed by way of a Cabinet Decision (expected to be AED 375,000 based on information released by the Ministry of Finance), a rate of 0% will apply to taxable income not exceeding this threshold [and a rate of 0% on qualifying income of free zone entities]. In addition, there are several other decisions that are yet to be finalized by way of a Cabinet Decision that are significant in order for entities to determine their tax status and taxable income. Therefore, pending such important decisions, the Company has considered that the Law, as it currently stands, is not substantively enacted as at 31 December 2022 from the perspective of IAS 12 – Income Taxes. The Company shall continue to monitor the timing of the issuance of these critical Cabinet Decisions to determine their tax status and the application of IAS 12 – Income Taxes.The Company is currently in the process of assessing the possible impact on the financial statements, both from current and deferred tax perspective, once the Law becomes substantively enacted.

(h) Leases

As a lessee

The Company's lease asset classes primarily consist of leases for land and buildings. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

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Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised. The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.
Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

As a lessee

Leases for which the Company is a lessor is classified as a finance or operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.
When the Company is an intermediate lessor, it accounts for its interests in the head lease and the sublease separately. The sublease is classified as a finance or operating lease by reference to the right-of-use asset arising from the head lease. For operating leases, rental income is recognized on a straight line basis over the term of the relevant lease.

(i) Impairment of assets

At each balance sheet date ,the Company reviews the carrying values of its property, plant and equipment and intangible assets to determine whether there is any indication that the carrying value of those assets may not be recoverable through continuing use. If any such indication exists, the recoverable amount of the asset is reviewed in order to determine the extent of impairment loss (if any).Where the assets does not generate cash flows that are independent from other assets, the Company estimates the recoverable amount of the cash generating unit to which the asset belongs.

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Recoverable amount is the highest of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted. An impairment loss is recognised in the statement of profit and loss as and when the carrying value of an asset exceeds its recoverable amount.

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

(j) Cash and cash equivalents and Cash Flow Statement

For the purpose of presentation in the Statement of Cash Flows, cash and cash equivalents includes cash on hand, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the Balance Sheet.

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

Short term borrowings, repayments and advances having maturity of three months or less, are shown as net in cash flow statement.

(k) Inventories

Raw materials, work in progress, stores, traded and finished goods

Inventories are valued at the lower of cost (First in First Out -FIFO basis) and the net realisable value after providing for obsolescence and other losses, where considered necessary. Cost includes cost of purchase, all charges in bringing the goods to the point of sale, including indirect levies, transit insurance and receiving charges. Finished goods include appropriate proportion of overheads and, where applicable.

Cost of inventories also include all other costs incurred in bringing the inventories to their present location and condition.

Rejection and scrap

Rejection and scrap are valued at net realisable value.
Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

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(I) Property, plant and equipment and capital work-in-progress

Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at historical cost less depreciation and impairment if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Cost is inclusive of inward freight, duties and taxes and incidental expenses related to acquisition or construction. All upgradation / enhancements are charged off as revenue expenditure unless they bring similar significant additional benefits. An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the statement of profit and loss.

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

Projects under which property, plant and equipment are not yet ready for their intended use are carried at cost, comprising direct cost, related incidental expenses and attributable interest.

Machinery spares which can be used only in connection with an item of fixed asset and whose use is expected to be irregular are capitalised and depreciated over the useful life of the principal item of the relevant assets.

The Company has a policy of capitalizing insurance spares having value more than or equal to Rupees 0.01 crore.

Property, plant and equipment acquired in business combination are recognised at fair value at the acquisition date. Subsequent costs are included in the assets carrying value or recognised as a separate assets as appropriate only when it is possible that future economic benefit associated with the item will flow to the Company.

Capital work-in-progress

Projects under which tangible fixed assets are not yet ready for their intended use are carried at cost, comprising direct cost, related incidental expenses and attributable interest.

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Depreciation methods, estimated useful lives and residual value

Depreciation on tangible property, plant and equipment has been provided on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013 except in the case of the certain categories of assets, in whose case the life of the assets has been assessed as under based on technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers warranties and maintenance support, etc.

The estimated useful life of various property, plant and equipment is as under:-

(a) Buildings- 30 years
(b) Plant and machinery used in manufacturing - 15 years
(c) Other plant and machinery- 5 years
(d) Vehicles- 8 years
(e) Furniture and fixtures- 10 years
(f) Office equipment- 5 years
(g) Computer- 3 years

The residual values, useful lives and method of depreciation of Property, plant & equipment is reviewed at the end of each financial year and adjusted prospectively if appropriate.

(m) Earnings per share

Basic earnings per share is computed by dividing the net profit / (loss) after tax by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the net profit / (loss) after tax as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

(n) Provisions

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting

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(o) Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

Contingent liabilities, contingent assets and commitments are reviewed at each Balance Sheet date.

(p) Employee benefits

The Company provides end of service benefits to its expatriate employees. The entitlement to these benefits is based upon the employees' final salary and length of service, subject to the completion of a minimum service year.

(q) Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in Statement of Profit and Loss over the period of the borrowings. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are removed from the Balance Sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in Statement of Profit and Loss as other gains/(losses).

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

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(r) Borrowing costs

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

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

Other borrowing costs are expensed in the period in which they are incurred.

(s) Financial instruments – initial recognition, subsequent measurement and impairment

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

A. Investments and other financial assets

(i) Classification

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in the statement of profit or loss or other comprehensive income.

The classification criteria of the Company for debt and equity instruments is provided as under:

(a) Debt instruments

Depending upon the business model of the Company, debt instruments can be classified under following categories:

- Debt instruments measured at amortised cost
- Debt instruments measured at fair value through other comprehensive income
- Debt instruments measured at fair value through profit or loss

The Company reclassifies debt instruments when and only when its business model for managing those assets changes.

(b) Equity instruments

The equity instruments can be classified as:

- Equity instruments measured at fair value through profit or loss ('FVTPL')
- Equity instruments measured at fair value through other comprehensive income ('FVTOCI')

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Equity instruments and derivatives are normally measured at FVTPL. However, on initial recognition, an entity may make an irrevocable election (on an instrument-by-instrument basis) to present in OCI the subsequent changes in the fair value of an investment in an equity instrument within the scope of Ind AS -109.

(ii) **Measurement**

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in the statement of profit or loss.

Debt instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its debt instruments:

Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in the statement of profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.

Fair value through other comprehensive income: Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/ (losses). Interest income from these financial assets is included in other income using the effective interest rate method.

Fair value through profit or loss: Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognised in the statement of profit or loss and presented net in the statement of profit and loss within other gains/(losses) in the period in which it arises. Interest income from these financial assets is included in other income.

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(iii) **Impairment of financial assets**

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables only, the Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

Expected credit loss are measured through a loss allowance at an amount equal to the following:
(a) the 12-months expected credit losses (expected credit losses that result from default events on financial instrument that are possible within 12 months after reporting date); or

(b) Full lifetime expected credit losses (expected credit losses that result from those default events on the financial instrument).

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivable. Under the simplified approach, the Company does not track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from initial recognition.

The Company uses a provision matrix to determine impairment loss allowance on the portfolio of trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivable and is adjusted for forward looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

Individual receivables which are known to be uncollectible are written off by reducing the carrying amount of trade receivable and the amount of the loss is recognised in the Statement of Profit and Loss within other expenses.

Subsequent recoveries of amounts previously written off are credited to other income.

(iv) **Derecognition of financial assets**

A financial asset is derecognised only when:
- the Company has transferred the rights to receive cash flows from the financial asset or
- retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the Company has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the Company has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

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Where the Company has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

B. Financial Liabilities

(i) Classification

The Company classifies its financial liabilities in the following measurement categories:
- Financial liabilities measured at fair value through profit or loss
- Financial liabilities measured at amortized cost

(ii) Measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities measured at fair value through profit or loss:

Financial liabilities at fair value through profit or loss include financial liabilities held for trading. At initial recognition, such financial liabilities are recognised at fair value.

Financial liabilities at fair value through profit or loss are, at each reporting date, measured at fair value with all the changes recognized in the Statement of Profit and Loss.

Financial liabilities measured at Amortized Cost :

At initial recognition, all financial liabilities other than fair valued through profit and loss are recognised initially at fair value less transaction costs that are attributable to the issue of financial liability. Transaction costs of financial liability carried at fair value through profit or loss is expensed in the statement of profit or loss.

After initial recognition, financial liabilities are subsequently measured at amortised cost using the effective interest method. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in the statement of profit or loss over the period of the financial liabilities using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down.

(iii) De-recognition of financial liability

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in the statement of profit or loss as other income or finance costs.

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(t) Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

(u) Derivative financial instruments

The Company uses derivative financial instruments, such as forward currency contracts to hedge its foreign currency risks. Derivative financial instruments are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value at the end of each period. Any gains or losses arising from changes in the fair value of derivatives are taken directly to profit or loss.

(v) Segment information

The Company is engaged in the business of production of ERW steel tubes. As the Company's business activity primarily falls within a single business and geographical segment i.e manufacture of steel tubes, there are no disclosures required to be provided in terms of Ind AS 108 on 'Segment Reporting'.

1(iii) Recent Accounting Developments

MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 23, 2022, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2022, as below.

Ind AS 16 – Property Plant and equipment - The amendment clarifies that excess of net sale proceeds of items produced over the cost of testing, if any, shall not be recognised in the profit or loss but deducted from the directly attributable costs considered as part of cost of an item of property, plant, and equipment. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2022. The Company has evaluated the amendment and there is no impact on its financial statements.

Ind AS 37 – Provisions, Contingent Liabilities and Contingent Assets – The amendment specifies that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour, materials) or an allocation of other costs that relate directly to fulfilling contracts (an example would be the allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract). The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2022, although early adoption is permitted. The Company has evaluated the amendment and the impact is not expected to be material. 1

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Notes to the standalone financial statements for the year ended March 31, 2026

2(a) Property, Plant and Equipment

(AED in millions)

Particulars	Office equipments	Plant & Machinery	Building	Computer	Vehicles	Furniture & Fixtures	Total
Gross Block							
Balance as at April 01, 2024 (unaudited)	-				-	-	-
Additions	0.12				0.07	0.24	0.43
Sales/disposals during the year	-				-	-	-
Balance as at March 31, 2025	**0.12**	**-**	**-**	**-**	**0.07**	**0.24**	**0.43**
Additions	-	10.08	20.90	0.01	-	0.02	31.01
Sales/disposals during the year	-				-		-
Balance as at March 31, 2026	**0.12**	**10.08**	**20.90**	**0.01**	**0.07**	**0.26**	**31.44**
Accumulated depreciation							
Balance as at April 01, 2024 (unaudited)	-				-	-	-
Depreciation expense	0.01				0.01	0.01	**0.03**
Balance as at March 31, 2025	**0.01**	**-**	**-**	**-**	**0.01**	**0.01**	**0.03**
Depreciation expense	0.02	0.45	0.52	0.00	0.01	0.03	1.03
Balance as at March 31, 2026	**0.03**	**0.45**	**0.52**	**0.00**	**0.02**	**0.04**	**1.06**
Net carrying value							
Balance as at March 31, 2025	0.11	-	-	-	0.06	0.23	**0.40**
Balance as at March 31, 2026	**0.09**	**9.63**	**20.38**	**0.01**	**0.05**	**0.22**	**30.38**

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(i) Property, plant and equipment have been pledged as security for borrowings as at March 31, 2026 (March 31, 2025: Nil). Refer note 14 for loans taken against which these assets are pledged.

(ii) The amount of contractual commitments for the acquisitions of property, plant and equipment are disclosed in Note 27 (b).

2(b) Capital Work In Progress (CWIP)

(AED in millions)

Particulars	As at March 31, 2026	As at March 31, 2025
Balance at the beginning	29.48	-
Additions	1.89	29.91
Capitalised during the year	(30.98)	(0.43)
Balance at the closing	**0.39**	**29.48**

**includes certain directly attributable expenses in the nature of Interest on term loan, interest on lease liabilities and depreciation on lease liabilities and other expenses aggregating to AED 0.48 millions (March 31, 2025 : AED 2.06 millions).*

Ageing of Capital work in progress is as below :

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 Years	More than 3 years	
Projects in Progress					
As at March 31,2026	0.39	-	-	-	**0.39**
As at March 31,2025	29.48	-	-	-	**29.48**

There are no capital work-in-progress whose completion is overdue or has exceeded its cost compared to its original/revised plan.

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2(c) Right of use assets and lease liabilities

(AED in millions)

Particulars	Land	Total
Balance as at April 1, 2024	-	-
Additions	14.15	14.15
Depreciation	(0.35)	(0.35)
Balance as at March 31, 2025	**13.80**	**13.80**
Additions	-	-
Depreciation	(0.77)	-
Balance as at March 31, 2026	**13.03**	**13.03**

(i) ROU assets are amortised from the commencement date on a straight-line basis over the lease term. The lease term is 20 years for land.

(ii) The following is the break-up of current and non-current lease liabilities as at March 31, 2026 and March 31, 2025 :

(AED in millions)

Particulars	As at March 31, 2026	As at March 31, 2025
Current lease liability	0.16	0.14
Non-current lease liability	13.76	13.92
Total	**13.92**	**14.06**

(iii) The following is the movement in lease liabilities during the year ended March 31, 2026 and March 31, 2025 :

(AED in millions)

Particulars	As at March 31, 2026	As at March 31, 2025
Balance at the beginning	14.06	-
Additions	-	14.15
Interest expense on lease liabilities	0.96	0.48
Deletions	-	-
Payment of lease liabilities	(1.10)	(0.57)
Balance at the end	**13.92**	**14.06**

(iv) The table below provides details regarding the contractual maturities of lease liabilities as at March 31, 2026 and March 31, 2025 :

As on March 31, 2026 (AED in millions)

Particulars	Lease payments	Interest expense	Net present value
Less than one year	1.10	0.94	0.16
One to five years	4.66	3.64	1.02
More than five years	19.93	7.19	12.74
Total	**25.69**	**11.77**	**13.92**

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As on March 31, 2025 **(AED in millions)**

Particulars	**Lease payments**	**Interest expense**	**Net present value**
Less than one year	1.10	0.95	0.15
One to five years	4.47	3.70	0.77
More than five years	21.29	8.15	13.14
Total	**26.86**	**12.80**	**14.06**

(v) The Company's lease asset class primarily consists of leases for land and buildings . With the exception of short-term leases, leases of low-value underlying asset and cancellable long-term leases, each lease is reflected on the balance sheet as a right of use asset and a lease liability.

The weighted average lessee's incremental borrowing rate applied for the lease liabilities is 6.85%.

Each lease generally imposes a restriction that, unless there is a contractual right for the Company to sublet the asset to another party, the right of use asset can only be used by the Company. Leases are either non-cancellable or may only be cancelled by incurring a substantive termination fee. Some leases contain an option to extend the lease for a further term. The Company is prohibited from selling or pledging the underlying leased assets other than leasehold lands as security against the

(vi) The Company does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

(vii) The Company has elected not to recognise a lease liability for short term leases (leases with an expected term of 12 months or less), non-cancellable long-term leases and for leases of low value assets. Payments made under such leases are expensed on a straight-line basis.

(AED in millions)

Particulars	**Year ended March 31,2026**	**Year ended March 31, 2025**
Short-term leases	0.76	0.36

(viii) Refer note 23 (a)(iii) & 24 (b) for interest expense and depreciation charged in profit and loss account and refer Standalone Cash Flow Statement for total cash outflow for leases. The Company has capitalised the depreciation of AED 0.24 million (March 31, 2025: AED 0.35 millions) and interest expenses on lease liabilities of AED 0.24 millions (March 31, 2025: AED 0.48 millions).

(ix) Lease deeds of all right-of-use assets are held in the name of the Company.

(x) Company does not provide any residual value guarantee in relation to its leases.

(xi) Company does not have any sublease and assignment rights as per the lease agreements.

(xii) ROU assets have been pledged as security for its borrowing as at March 31, 2026. Refer note 14 for loans taken against which these assets are pledged.

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3 Other financial assets (Non-current)

(Unsecured, considered good)

(AED in millions)

	Particulars	As at March 31, 2026	As at March 31, 2025
(a)	Security deposits	0.05	0.02
	Total	**0.05**	**0.02**

4 Other non current assets

(Unsecured, considered good)

(AED in millions)

	Particulars	As at March 31, 2026	As at March 31, 2025
(a)	Capital advances*	1.50	1.54
	Total	**1.50**	**1.54**

*There are no advances due by directors or other officers of the Company either severally or jointly with any other persons or amounts due by firms or private companies in which any director is a partner or a director or a member.

5 Inventories

(AED in millions)

	Particulars	As at March 31, 2026	As at March 31, 2025
(a)	Stock in trade	25.02	25.16
	Total	**25.02**	**25.16**

Notes:

(i) The mode of valuation of inventories has been stated in note 1(ii)(k) of material accounting policies.

(ii) Inventories have been hypothecated towards Company's borrowings from banks (Refer note 14).

(iii) The cost of inventories recognised as an expense during the year are disclosed in Note 21, and Note 25.

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6 Trade receivables (Current)

(AED in millions)

	Particulars	As at March 31, 2026	As at March 31, 2025
(a)	Trade receivables - considered good, unsecured	65.86	30.34
(b)	Trade receivables - credit impaired	0.41	-
	Less : Allowance for expected credit losses (Refer note 30 (b))	(0.41)	-
	Total	**65.86**	**30.34**

Ageing of trade receivables and credit risk arising there from is as below :

Particulars	As at March 31, 2026						
	Outstanding for following periods from date of transactions						
	Not yet due	Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed trade receivables - considered good	-	65.45	0.41	-	-	-	65.86
Undisputed trade receivables - credit impaired	-	-	0.41	-	-	-	0.41
	-	**65.45**	**0.82**	-	-	-	**66.27**
Less : Allowance for expected credit losses							(0.41)
Net trade receivables							**65.86**

Particulars	As at March 31, 2025						
	Outstanding for following periods from date of transactions						
	Not yet due	Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed trade receivables - considered good	-	30.27	0.07	-	-	-	30.34
Undisputed trade receivables - credit impaired	-	-	-	-	-	-	-
	-	**30.27**	**0.07**	-	-	-	**30.34**
Less : Allowance for expected credit losses							-
Net trade receivables							**30.34**

Note :

(i) Trade receivables have been hypothecated towards Company's borrowings from banks (Refer note 14).

(ii) There are no amounts due by directors or other officers of the Company either severally or jointly with any other persons or amounts due by firms or private companies respectively in which any director is a partner or a director or a member.

(iii) The average credit period on sale of goods is 0-90 days. No interest is charged on the trade receivables for the amount overdue above the credit period.

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7 Cash and cash equivalents

(AED in millions)

	Particulars	As at March 31, 2026	As at March 31, 2025
(a)	Cash on hand	0.00	0.00
(b)	Balances with banks - in current accounts	3.48	53.27
	Total	**3.48**	**53.27**

Note :
There are no restrictions on usage of cash and cash equivalents by the Company as at the end of current and previous year.

8 Bank balances other than (ii) above

(AED in millions)

	Particulars	As at March 31, 2026	As at March 31, 2025
(a)	Bank deposits with original maturity of more than 3 months but remaining maturity less than 12 months*	3.09	-
	Total	**3.09**	-

*The Company keep fixed deposit for overdraft facilities with Bank of Baroda.

9 Other financial assets (Current)

(AED in millions)

Particulars	As at March 31, 2026	As at March 31, 2025
Interest accrued but not due on bank deposits	0.01	-
Total	**0.01**	-

10 Other current assets

(Unsecured, considered good)

(AED in millions)

	Particulars	As at March 31, 2026	As at March 31, 2025
(a)	Balances with government authorities:		
	-VAT receivable	-	0.81
(b)	Claim Receivable	0.01	-
(c)	Prepaid expense	0.87	0.39
(d)	Advance to suppliers	45.00	2.24
(e)	Advance to employee	0.03	
(f)	Advance to others	-	0.09
	Total	**45.91**	**3.52**

There are no advances due by directors or other officers of the Company either severally or jointly with any other persons or amounts due by firms or private companies in which any director is a partner or a director or a member.

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11(a) Equity share capital

(AED in million, except otherwise stated)

Particulars	As at March 31, 2026 Number of Shares	As at March 31, 2026 Amount	As at March 31, 2025 Number of Shares	As at March 31, 2025 Amount
Authorised capital				
Equity shares of AED 5,000 each with voting rights	20,000	100.00	20,000	100.00
	20,000	**100.00**	**20,000**	**100.00**
Issued capital				
Equity shares of AED 5,000 each with voting rights	14,410	72.05	14,410	72.05
	14,410	**72.05**	**14,410**	**72.05**
Subscribed and fully paid up capital				
Equity shares of AED 5,000 each with voting rights	14,410	72.05	14,410	72.05
	14,410	**72.05**	**14,410**	**72.05**

(i) **Reconciliation of the number of shares and amount outstanding as at March 31, 2026 and March 31, 2025**

Particulars	Number of shares		Amount	
	As at March 31, 2026	As at March 31, 2025	As at March 31, 2026	As at March 31, 2025
Equity share capital				
Outstanding at the beginning of the year	14,410	10	72.05	0.05
Add: Issued during the year	-	14,400	-	72.00
Outstanding at the end of the year	**14,410**	**14,410**	**72.05**	**72.05**

(ii) **Details of shares held by the holding Company :**

Particulars	Number of shares	
	As at March 31, 2026	As at March 31, 2025
SG MART LIMITED	14,410	14,410

(iii) **Details of shares held by each shareholder holding more than 5% shares :-**

Name of shareholder	As at March 31, 2026		As at March 31, 2025	
	Number of shares held	% holding	Number of shares held	% holding
Equity shares with voting rights				
SG MART LIMITED	14,410	100%	14,410	100%

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(iv) Details of shares held by promoters

Name of Promoter	As at March 31, 2026		As at March 31, 2025	
	Number of shares held	% holding	Number of shares held	% holding
Equity shares with voting rights				
SG MART LIMITED	14,410	100%	14,410	100%

11(b) Other equity

(AED in millions)

Particulars	As at March 31, 2026	As at March 31, 2025
Retained earnings		
Balance at the beginning of the year	5.58	(0.05)
Add: Total comprehensive income for the year	9.70	5.63
Balance at the end of the year	**15.28**	**5.58**

12 Borrowings

(AED in millions)

Particulars	As at March 31, 2026	As at March 31, 2025
(a) From Others		
- Unsecured (see note below)	-	63.50
Total	**-**	**63.50**

Notes

During the current year, the Company has repaid unsecured loan taken from SG Mart Limited, holding Company for meeting its capital requirements.

During the previous year, the Company has taken unsecured loan from SG Mart Limited, holding Company for meeting its capital requirements. Loan is repayable upto 5 years as and when funds are available with Company. Applicable rate of interest is 8.50 % p.a.

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13 Provisions

(AED in millions)

	Particulars	As at March 31, 2026	As at March 31, 2025
(a)	Provision for gratuity	0.06	0.01
	Total	**0.06**	**0.01**

14 Borrowings- Current

(AED in millions)

Particulars	As at March 31, 2026	As at March 31, 2025
Loan repayable on demand		
- From banks (Secured)		
(i) Working capital facilities	83.82	-
Total	**83.82**	**-**

(i) Working capital facilities includes working capital demand loans, cash credit limits and fixed deposit overdrafts bearing interest at the rate of between 4.75% to 5.50% per annum for the year ended March 31, 2026 are secured by first pari passu charge on entire present and future current assets and movable fixed assets of the company, assignment of lease on land and mortgage of building at Plot No. MO0705, Jabel Ali zone, Dubai. The carrying amount is a reasonable approximation of the fair value of these borrowings.

(ii) There has been no default in servicing of loans and interest payable thereon during and as at the end of the year.

15 Trade payables

(AED in millions)

	Particulars	As at March 31, 2026	As at March 31, 2025
(a)	Total outstanding dues of micro enterprises and small enterprises	-	-
(b)	Total outstanding dues of creditors other than MSME	1.96	1.41
	Total	**1.96**	**1.41**

Outstanding for following periods from date of transaction :

(AED in millions)

Particulars	As at March 31, 2026					
	Unbilled	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
MSME	-	-	-	-	-	-
Total outstanding dues of creditors other than MSME	1.36	0.60	-	-	-	1.96
Disputed dues-MSME	-	-	-	-	-	-
Disputed dues of creditors other than MSME	-	-	-	-	-	-
	1.36	**0.60**	**-**	**-**	**-**	**1.96**

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Outstanding for following periods from date of transaction :

(AED in millions)

Particulars	As at March 31, 2025					
	Unbilled	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
MSME	-	-	-	-	-	-
Total outstanding dues of creditors other than MSME	0.61	0.80	-	-	-	1.41
Disputed dues-MSME	-	-	-	-	-	-
Disputed dues of creditors other than MSME	-	-	-	-	-	-
	0.61	**0.80**	**-**	**-**	**-**	**1.41**

16 Other financial liabilities

(AED in millions)

	Particulars	As at March 31, 2026	As at March 31, 2025
(a)	Interest payable	0.21	0.35
(b)	Employee benefits payable	0.13	0.02
(c)	Guarantee commission payable (Refer note 28)	0.31	-
		0.65	**0.37**

17 Other current liabilities

(AED in millions)

	Particulars	As at March 31, 2026	As at March 31, 2025
(a)	VAT Payable	0.01	-
(b)	Advance from customer	0.02	-
		0.03	**-**

18 Provisions

(AED in millions)

	Particulars	As at March 31, 2026	As at March 31, 2025
(a)	Provision for compensated absences	0.03	0.02
	Total	**0.03**	**0.02**

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19 Revenue from Operations

(AED in millions)

	Particulars	Year ended March 31,2026	Year ended March 31, 2025
(a)	Sale of products (see note (i) below)	414.86	205.88
	Total	**414.86**	**205.88**

Notes :

(i) **Reconciliation of revenue recognised with contract price :**

Particulars	Year ended March 31,2026	Year ended March 31, 2025
Contract price	414.87	206.07
Adjustments for:		
Discount & incentives	(0.01)	(0.19)
Revenue from operations	**414.86**	**205.88**

(ii) **Revenue from Contracts with Customers disaggregated based on geography (Revenue is recognised at a point in time)**

Particulars	Year ended March 31,2026	Year ended March 31, 2025
Domestic	414.86	205.88
Export	-	-
Revenue from operations	**414.86**	**205.88**

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(iii) **Assets and liabilities related to contracts with customers**

Particulars	Year ended March 31,2026	Year ended March 31, 2025
Current asset		
Contract assets - Trade receivables	66.27	30.34
Less : Allowance for expected credit losses	(0.41)	-
	65.86	**30.34**
Current liabilities		
Contract liabilities -Advances from customer	0.03	-
	0.03	-

(iv) **Changes in the contract liabilities balances during the year are as follows:**

Particulars	Year ended March 31,2026	Year ended March 31, 2025
Balance at the beginning of the year	-	-
Addition during the year	0.02	-
Revenue recognised during the year	-	-
Balance at the closing of the year	0.02	-

(v) The performance obligation is satisfied when control of the goods or services are transferred to the customers based on the contractual terms. The Company does not have any remaining performance obligation as contracts entered for sale of goods are for a shorter duration. Further, there are no contracts for sale of services wherein, performance obligation is unsatisfied to which transaction price has been allocated.

(vi) Payment terms with customers vary depending upon the contractual terms of each contract and generally falls within 0-90 days from the completion of performance obligation.

(vii) Revenue of AED 137.30 millions (previous year: 131.10 millions) was derived from one customer (previous year two customers) each accounting for over ten percent of the revenue.

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20 Other income

(AED in millions)

	Particulars	Year ended March 31,2026	Year ended March 31, 2025
(a)	Interest on financial assets carried at amortised cost		
	(i) Interest income on fixed deposits	0.01	-
(b)	Gain on foreign currency transactions (net)	-	0.01
(c)	Commission income	0.04	0.18
	Total	**0.05**	**0.19**

21 Change in inventories

(AED in millions)

	Particulars	Year ended March 31,2026	Year ended March 31, 2025
(a)	**Inventories at the beginning of the year:**		
	Stock-in-trade	25.16	-
		25.16	**-**
(b)	**Inventories at the end of the year:**		
	Stock-in-trade	25.02	25.16
		25.02	**25.16**
	Total	**0.14**	**(25.16)**

22 Employee benefit expenses

(AED in millions)

	Particulars	Year ended March 31,2026	Year ended March 31, 2025
(a)	Salaries and wages	1.40	0.57
(b)	Gratuity expense	0.04	0.02
(c)	Staff welfare expenses	0.18	0.01
	Total	**1.62**	**0.60**

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23 Finance costs

(AED in millions)

	Particulars	Year ended March 31,2026	Year ended March 31, 2025
(a)	Interest expense for borrowings at amortised cost		
	(i) Interest on working capital facilities	1.86	-
	(ii) Interest on term loan	0.95	0.37
	Interest on lease liabilities (note 2(c))	0.71	-
	Total	**3.52**	**0.37**
(b)	Other borrowing cost	0.15	0.06
(c)	Guarantee commission charges (Refer note 28)	0.31	-
	Total	**3.98**	**0.43**

During the current and previous year company has capitalized interest on term loan and lease liabilities (see note 2(b))

24 Depreciation and amortisation expense

(AED in millions)

	Particulars	Year ended March 31,2026	Year ended March 31, 2025
(a)	Depreciation on property, plant and equipment (see note 2(a))	1.04	0.03
(b)	Depreciation of right of use assets (see note 2(b) and 2(c))	0.53	-
	Total	**1.57**	**0.03**

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25 Other expenses

(AED in millions)

	Particulars	Year ended March 31,2026	Year ended March 31, 2025
(a)	Freight outward	1.45	0.72
(b)	Rent	0.76	0.36
(c)	Consumption of stores and spares	0.11	0.02
(d)	Legal and professional charges (see note (i) below)	0.12	0.05
(e)	Rates and taxes	0.07	0.13
(f)	Repair and maintenance	0.11	0.03
(g)	Travelling and conveyance	0.10	0.05
(h)	Sales Commission	0.04	0.01
(i)	Loss on foreign currency transactions (net)	0.12	-
(j)	Power & fuel expense	0.07	0.02
(k)	Vehicle expenses	0.01	0.02
(l)	Advertisement and sale promotion	0.01	-
(m)	Printing and Stationary	0.01	-
(n)	Communication expense	0.03	-
(o)	Insurance	0.20	-
(p)	Office expenses	0.05	-
(q)	Allowance for expected credit losses	0.41	-
(r)	Miscellaneous expenses	0.01	0.01
	Total	**3.68**	**1.40**
	Note:		
(i)	Payments to statutory auditors :		
	Statutory audit fees (including quarterly limited review)	0.02	0.02
	For taxation matters	-	-
	For other services	-	0.02
	Total	**0.02**	**0.04**

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26 Tax expense

(AED in millions)

Particulars	Year ended March 31,2026	Year ended March 31, 2025
Profit before tax as per statement of profit and loss	10.62	6.15
Applicable tax rate for the Company	9.00%	9.00%
Expected income tax expense	0.95	0.55
Increase/(reduction) in taxes on account of:		
(i) Exemption of 375,000 AED	(0.03)	(0.03)
Tax expense as reported	**0.92**	**0.52**

27 Contingent liabilities and commitments

(a) Contingent liabilities

There is no contingent liabilities during the current and previous year.

(b) Commitments

(AED in millions)

	Particulars	As at March 31, 2026	As at March 31, 2025
(i)	Estimated amount of contracts remaining to be executed on the capital account and not provided for in the books of account (net of capital advances)	2.65	0.14

(ii) The Company does not have any other long term commitments or material non-cancellable contractual commitments /contracts, including derivative contracts for which there were any material foreseeable losses.

28 Related party transactions

(a) Details of related parties:

Details of related parties	Name of related parties
(i) Holding Company	SG Mart Limited

(b) Transactions during the year

(AED in millions)

Particulars	Year ended March 31,2026	Year ended March 31, 2025
Transactions with Holding Company		
Purchase of stock in trade		
SG Mart Limited	93.44	56.06
	93.44	**56.06**
Interest expense (including capitalized)		
SG Mart Limited	0.95	1.99
	0.95	**1.99**
Guarantee commission charges		
SG Mart Limited	0.31	-
	0.31	-
Share Capital received		
SG Mart Limited	-	72.00
	-	**72.00**
Advance taken during the year		
SG Mart Limited	11.02	-
	11.02	-
Advance repaid during the year		
SG Mart Limited	11.02	-
	11.02	-
Loans taken during the year		
SG Mart Limited	-	68.50
	-	**68.50**
Loan repaid during the year		
SG Mart Limited	63.50	25.50
	63.50	**25.50**

(c) Balances outstanding at the end of the year

(AED in millions)

Particulars	As at March 31, 2026	As at March 31, 2025
Guarantee commission payable		
SG Mart Limited	0.31	-
	0.31	-
Interest payable		
SG Mart Limited	-	0.37
	-	**0.37**
Loan taken		
SG Mart Limited	-	63.50
	-	**63.50**
Guarantee issued on behalf of the Company by		
SG Mart Limited	62.84	-
	62.84	-

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29 Fair value measurements

The following tables presents the carrying value and fair value of each category of financial assets and liabilities as at March 31, 2026 and March 31,

(AED in millions)

Particulars	As at March 31, 2026		As at March 31, 2025	
	FVTPL	Amortised cost	FVTPL	Amortised cost
Financial assets - Non Current				
Security deposit	-	0.05	-	0.02
Financial assets - Current				
Trade receivables	-	65.86	-	30.34
Cash and cash equivalents	-	3.48	-	53.27
Bank balances other than cash and cash equivalents	-	3.09	-	-
Others Financials assets	-	0.01	-	-
Total financial assets	-	**72.49**	-	**83.63**
Financial liabilities-Non Current				
Borrowings	-	-	-	63.50
Lease liabilities	-	13.76	-	13.92
Financial liabilities-Current				
Borrowings	-	83.82	-	-
Lease liabilities	-	0.16	-	0.14
Trade payable	-	1.96	-	1.41
Other financial liabilities	-	0.65	-	0.37
Total financial liabilities	-	**100.35**	-	**79.34**

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(a) Financial assets measured at fair value - recurring fair value measurements :

(AED in millions)

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2026	As at March 31, 2025
	Level 2	Level 2	Level 3	Level 3
Financial Assets				
- Security deposits (Non-current)	-	-	0.05	0.02
Total	**-**	**-**	**0.05**	**0.02**

Valuation technique:

The Company's finance team performs valuations of financial items for financial reporting purposes, including Level 3 fair values, in consultation with third party valuation specialists for complex valuations. Valuation techniques are selected based on the characteristics of each instrument, with the overall objective of maximising the use of market-based information.

There were no transfers between Level 1 and Level 2 during the year ended March 31, 2026 and March 31, 2025.

(b) Fair value hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, The Company has classified its financial instruments into the three levels prescribed under the accounting standard.

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments that have quoted price. The fair value of all equity instruments which are traded in the stock exchanges is valued using the closing price as at the reporting period.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, security deposits included in level 3.

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(c) Assets and liabilities which are measured at amortised cost for which fair values are disclosed

All the financial asset and financial liabilities measured at amortised cost, carrying value is an approximation of their respective fair value.

30 Financial risk management objectives

The Company's activities expose it to market risk (including foreign currency risk and interest rate risk), liquidity risk and credit risk.

This note explains the sources of risk which the entity is exposed to and how the entity manages the risk :

The Company's risk management is carried out by a treasury department under policies approved by the Board of Directors, The Company treasury department identifies, evaluates and hedges financial risks in close co-operation with the Company's operating units. The Board provides principles for overall risk management, as well as policies covering specific areas, such as hedging of foreign currency transactions, foreign exchange risk etc.

(a) Market risk

Market risk is the risk of any loss in future earnings, in realisable fair values or in future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as result of changes in interest rates, foreign currency exchange rates, liquidity and other market changes. Future specific market movements can not be normally predicted with reasonable accuracy.

(i) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate due to changes in foreign exchange rates. The Company's functional currency is UAE Dirham (AED). Most of the Company's transactions are carried out in UAE Dirham (AED).

The Company's borrowings include borrowings denominated in US Dollar (USD). However, as the exchange rate between AED and USD is substantially fixed, the Company is not exposed to significant foreign currency risk.

Details of unhedged foreign currency exposure :-

There is no year end foreign currency exposures that have not been hedged by a derivative instrument or otherwise.

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(ii) Interest rate risk

Interest rate risk is the risk that changes in market interest rates will lead to changes in fair value of financial instruments or changes in interest income, expense and cash flows of the Company.

The Company uses fixed and variable interest rates on its interest bearing liabilities. The Company uses a mix of interest rate sensitive financial instruments to manage the liquidity and fund requirements for its day to day operations like short term loans. The calculations are based on a change in the average market interest rate for each period, and the financial instruments held at each reporting date that are sensitive to changes in interest rates. All other variables are held constant.

The Exposure of Company's financial assets and liabilities to interest rate risk is as follows :

(AED in millions)

Particulars	As at March 31, 2026	As at March 31, 2025
Fixed rate borrowings	-	63.50
Floating rate borrowings	83.82	-
Total borrowings	**83.82**	**63.50**

Sensitivity

Profit or loss (after tax) is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates.

(AED in millions)

Particulars	Impact on profit after tax		Impact on equity	
	Year ended March 31,2026	Year ended March 31, 2025	Year ended March 31,2026	Year ended March 31, 2025
Interest rates – increase by 100 basis points (100 bps)	(0.76)	-	-	-
Interest rates – decrease by 100 basis points (100 bps)	0.76	-	-	-

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(b) Credit risk

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company is exposed to credit risk for trade receivables, cash and cash equivalents, other bank balances, loans, other financial assets and financial guarantees.

Company's trade receivables are generally categories into following categories:
1. Institutional customers
2. Dealers

In case of sale to institutional customers, certain credit period is allowed. In order to mitigate credit risk, generally of the sales are secured by letter of credit, bank guarantee, post dated cheques, etc.
In case of sale to dealers certain, credit period is allowed. In order to mitigate credit risk, generally of the sales made to dealers are secured by way of post dated cheques (PDC). Further, Company has an ongoing credit evaluation process in respect of customers who are allowed credit period.
In general, it is presumed that credit risk has significantly increased since initial recognition if the payments are more than 30 days past due.

(AED in millions)

Particulars	As at March 31, 2026					
	Outstanding for following periods from date of transactions					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Expected credit loss rate	0.00%	50.00%	100.00%	100.00%	-	
Gross carrying amount	65.45	0.82	-	-	-	**66.27**
Lifetime expected credit loss	-	0.41	-	-	-	**0.41**

(AED in millions)

Particulars	As at March 31, 2025					
	Outstanding for following periods from date of transactions					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Expected credit loss rate	0.00%	0.00%	100.00%	100.00%	100.00%	
Gross carrying amount	30.27	0.07	-	-	-	**30.34**
Lifetime expected credit loss	-	-	-	-	-	-

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Movements in expected credit loss allowance

(AED in millions)

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
Opening Balance	-	-
Additional Allowance	0.41	-
Reversal during the year	-	-
Closing Balance	**0.41**	**-**

The credit risk for cash and cash equivalents and bank deposits including interest accrued thereon is considered negligible, since the counterparties are reputable banks with high quality external credit ratings. Further, the Group has assessed the recoverability of other financial assets including security deposit and concluded that no expected credit allowance is required to be created.

(c) Liquidity risk

The Company has a liquidity risk management framework for managing its short term, medium term and long term sources of funding vis-à-vis short term and long term utilization requirement. This is monitored through a rolling forecast showing the expected net cash flow, likely availability of cash and cash equivalents, and available undrawn borrowing facilities.

(i) Financing arrangements: The position of undrawn borrowing facilities at the end of reporting period are as follows :

(AED in millions)

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
Fixed rate borrowings	-	-
Floating rate borrowings	8.62	-
Nature of facility	Working Capital	Working Capital

(ii) Maturities of financial liabilities

The table below analyses the Company's all non-derivative financial liabilities into relevant maturity based on their contractual maturities. The amounts disclosed in the table are the contractual undiscounted cash flows.

Contractual maturities of financial liabilities :-

(AED in millions)

Particulars	Carrying value	Not later than 1 year	Between 1 and 5 years	Later than 5 years	Total
Non-derivatives					
As at March 31, 2026					
Borrowings (interest bearing)	83.82	83.82	-	-	83.82
Lease liabilities (interest bearing)	13.92	1.10	4.66	19.93	25.69
Interest accrued but not yet due on borrowings	0.21	0.21	-	-	0.21
Other current liabilities	0.03	0.03	-	-	0.03
Trade payables	1.96	1.96	-	-	1.96
Others	0.44	0.44			0.44
Total non-derivative liabilities	**100.38**	**87.56**	**4.66**	**19.93**	**112.15**
Non-derivatives					
As at March 31, 2025					
Borrowings (interest bearing)	63.50	-	63.50	-	63.50
Lease liabilities (interest bearing)	14.06	1.10	4.47	21.29	26.86
Interest accrued but not yet due on borrowings	0.35	0.35	-	-	0.35
Trade payables	1.41	1.41	-	-	1.41
Others	0.02	0.02			0.02
Total non-derivative liabilities	**79.34**	**2.88**	**67.97**	**21.29**	**92.14**

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31 Reconciliation of liabilities arising from financing activities

(AED in millions)

	As at April 1, 2025	Cash flows (Net)	Non-cash changes		As at March 31, 2026
			Addition Lease liabilities (net)	Impact of fair value changes	
Non-current borrowings	63.50	(63.50)			-
Current borrowings	-	83.82	-	-	83.82
Lease Liabilities (Non-current and current)	14.06	(1.10)	0.96	-	13.92
Total	**77.56**	**19.22**	**0.96**	**-**	**97.74**

(AED in millions)

	As at April 1, 2024	Cash flows (Net)	Non-cash changes		As at March 31, 2025
			Addition Lease liabilities (net)	Impact of fair value changes	
Non-current borrowings	-	-	-	-	63.50
Lease Liabilities (Non-current and current)	-	(0.57)	14.63	-	14.06
Total	**-**	**(0.57)**	**14.63**	**-**	**77.56**

32 Capital management

(a) Risk management

The Company being in a capital intensive industry, its objective is to maintain a strong credit rating, healthy capital ratios and establish a capital structure that would maximise the return to stakeholders through optimum mix of debt and equity.

The Company's capital requirement is mainly to fund its business expansion, repayment of principal and interest on its borrowings and strategic acquisitions. The principal source of funding of the Company has been, and is expected to continue to be, cash generated from its operations supplemented by funding from bank borrowings and the capital markets. The Company is not subject to any externally imposed capital requirements.

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The Company regularly considers other financing and refinancing opportunities to diversify its debt profile, reduce interest cost and elongate the maturity of its debt portfolio, and closely monitors its judicious allocation amongst competing capital expansion projects and strategic acquisitions, to capture market opportunities at minimum risk.

The Company monitors its capital using gearing ratio, which is net debt divided to total equity. Net debt includes, interest bearing loans and borrowings less cash and cash equivalents, bank balances other than cash and cash equivalents.

(AED in millions)

Particulars	As at March 31, 2026	As at March 31, 2025
Non current borrowings	-	63.50
Current borrowings	83.82	-
Lease liabilities	13.92	14.06
Less : Cash and cash equivalents	(3.48)	(53.27)
Less : Bank balances other than cash and cash equivalents	(3.09)	-
Net debt	**91.17**	**24.29**
Total equity	**87.33**	**77.63**
Gearing Ratio	**1.04**	**0.31**

Equity includes all capital and reserves of the Company that are managed as capital.

33 There are no other subsequent events that occurred after the reporting date.

34 Previous year's figure have been regrouped / reclassified wherever necessary to correspond with the current year's figures.

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