SANMIT INFRA LTD

September 07, 2026

To,
The General Manager,
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai- 400 001

BSE CODE: 532435

SUBJECT: ANNUAL REPORT FOR FY 2025-26 NOTICE OF 26TH ANNUAL GENERAL MEETING ("AGM")

As required under Regulation 30 and Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we submit herewith the Annual Report of the Company for the Financial Year 2025-26 along with the Notice convening the 26th Annual General Meeting scheduled to be held on **Wednesday, 30th September, 2026 at 01:00 P.M. (IST)** through Video Conferencing ("VC") / Other' Audio-Visual Means ("OAVM") in accordance with the circular issued by Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI").

In compliance with above mentioned circulars, the Annual Report of the Company for the Financial Year 2025-26 along with the Notice convening the 26th Annual General Meeting has been sent in electronic mode to Members whose email IDs are registered with the Company or the Depository Participant(s).

In compliance with Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the Listing Regulations and Secretarial Standard - 2 on General Meetings issued by The Institute of Company Secretaries of India, the Company is providing the facility to Members to exercise their right to vote by electronic means on Resolutions proposed to be passed at AGM. The Company has engaged **CDSL** and you will be redirected to website for providing facility for voting through remote e-Voting, for participation in the AGM through VC/OAVM and e-Voting during the AGM. The Register of Members and the Share Transfer books of the Company will remain closed from **Thursday, 24th September, 2026 to Wednesday, 30th September, 2026 (both days inclusive).**

Email : info@sanmitinfraltd.com
Website : www.sanmitinfraltd.com
Tel. No. : 022-67429100
601, Makhija Royale, Plot No.753,
S. V. Road, Khar (W), Mumbai - 52.
CIN No. L70109MH2000PLC288648
Factory Address :
Plot No. 6/4, Village Maniknagar, Talvali,
Tal - Khalapur, Dist - Raigad - 410220

SANMIT
INFRA LTD

KEY INFORMATION: -

Cut-off date	Wednesday, 23rd September, 2026
Day, Date and time of commencement of remote e-Voting	Sunday, 27th September, 2026 at 9:00 am.
Day, Date and time of end of e-Voting	Tuesday, 29th September, 2026 at 5:00 pm
Annual General Meeting	**Wednesday, 30th September, 2026 at 1:00 p.m.**

The copy of the Notice of AGM and Annual Report is also available on the company website at www.sanmitinfraltd.com and on the website of the Stock Exchange at BSE Limited at www.bseindia.com and on the CDSL website at www.evotingindia.com respectively.

Kindly acknowledge and take on record the same.

Thanking You

By Order of Board of Directors
For Sanmit Infra Limited

MAKHIJA SANJAY K
Digitally signed by MAKHIJA SANJAY K
Date: 2026.09.07 16:27:28 +05'30'

SANMIT INFRA LTD

Sanjay Kanayalal Makhija
Managing Director
DIN: 00586770

Email : info@sanmitinfraltd.com
Website : www.sanmitinfraltd.com
Tel. No. : 022-67429100
601, Makhija Royale, Plot No.753, S. V. Road, Khar (W), Mumbai - 52.
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Factory Address :
Plot No. 6/4, Village Maniknagar, Talvali, Tal - Khalapur, Dist - Raigad - 410220

SANMIT INFRA LIMITED

CIN :L70109MH2000PLC288648

Registered Office:

601,MAKHIJA ROYALE, 6TH FLOOR, S.V. ROAD, Khar (W) Mumbai 400052

26TH ANNUAL REPORT
2025-2026

CORPORATE INFORMATION BOARD OF DIRECTORS

Mr. Sanjay Kanayalal Makhija	Managing Director
Mr. Dinesh Kanayalal Makhija	Whole-time Director
Mr. Kamal Kanayalal Makhija	Whole-time Director & Chief Financial Officer
Mr. Haresh Kanayalal Makhija	Whole-time Director
Mrs. Madhavi Patri Subramanian	Non-Executive, Independent Director
Mr. Ashok Madhavrao Thorat	Non-Executive, Independent Director
Mr. Nandkumar Gorkhnath Patil	Non-Executive, Independent Director
Mrs. Sejal Nilesh Patel	Additional Director (Non-Executive, Independent Director)

Mrs. Sushama Anuj Yadav	Company Secretary & Compliance Officer

BANKERS
ICICI BANK

AUDITORS
M/s . PAMS & ASSOCIATES, CHARTERED ACCOUNTANTS (PREVIOUS)
M/s . SSSS & ASSOCIATES, CHARTERED ACCOUNTANTS (PRESENT)

SECRETARIAL AUDITORS
M/s . RAMESH CHANDRA MISHRA & ASSOCIATES,PRACTISING COMPANY SECRETARY

INTERNAL AUDITORS
M/s . MANAS DASH & CO, CHARTERED ACCOUNTANTS

COST AUDITORS
M/s . C. SAHOO & COMPANY,COST ACCOUNTANTS

REGISTERED OFFICE:
601, MAKHIJA ROYALE, 6TH FLOOR S.V. ROAD, KHAR (W), MUMBAI-400052.
Email : sanmitinfra@gmail.com Website : www.sanmitinfraltd.com

LISTING
BSE LIMITED

REGISTRAR & SHARE TRANSFER AGENT
PURVA SHAREGISTRY (I) PVT LTD,
9, SHIV SHAKTI INDUSTRIAL ESTATE, J.R BORICHA MARG, NEAR LODHA EXCELUS,
LOWER PAREL (W), MUMBAI - 400 011.

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NOTICE

NOTICE is hereby given that the **26TH Annual General Meeting** of the members of **Sanmit Infra Limited** will be held on **Wednesday, 30TH September, 2026 at 01:00 p.m.** through Video Conferencing / Other Audio Visual Means (VC/OAVM) to transact the following businesses:

ORDINARY BUSINESS:

1. **ADOPTION OF FINANCIAL STATEMENTS AND REPORTS THEREON :**
   To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2026 together with the Reports of the Board of Directors and the Auditors thereon.

2. **APPOINTMENT OF A DIRECTOR IN PLACE OF RETIRING BY ROTATION:**
   To appoint a director in place of Mr. Haresh Kanayalal Makhija (DIN: 00586720), who is liable to retire by rotation and being eligible, offers himself for re-appointment.

3. **APPOINTMENT OF M/S. SSSS & ASSOCIATES, CHARTERED ACCOUNTANTS, (FIRM REGISTRATION NO. 121769W) AS STATUTORY AUDITOR OF THE COMPANY:**

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

   "RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules framed thereunder as amended from time to time (including any statutory modification(s) or re-enactment thereof for the time being in force) and based on the recommendation of Audit Committee and the Board of Directors, M/s. SSSS & Associates, Chartered Accountants, (Firm Registration No. 121769W) be and are hereby appointed as the Statutory Auditors of the Company, to hold office for a term of five consecutive years from the conclusion of the 26TH Annual General Meeting (AGM) till the conclusion of the 31ST AGM of the Company i.e. starting from the FY 2026-27 to Financial Year 2030-31, on such remuneration as may be mutually agreed upon between the Board of Directors and the Statutory Auditors.

   RESOLVED FURTHER THAT the appointment of M/s. SSSS & Associates, Chartered Accountants (Firm Registration No. 121769W), as Statutory Auditors of the Company, made by the Board of Directors at its meeting held on 10th July, 2026 to fill the casual vacancy caused by the resignation of M/s. PAMS & Associates, Chartered Accountant, FRN: 316079E w.e.f. 12-06-2026, be and is hereby approved and ratified by the members of the Company.

   RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to any other officer(s) / authorized representative(s) of the Company to do all acts, deeds and

things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

SPECIAL BUSINESS:

4. **TO REGULARISE / APPOINT MRS. SEJAL NILESH PATEL (DIN: 11588688) AS AN INDEPENDENT DIRECTOR OF THE COMPANY :**

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

   "RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161 and other applicable provisions of the Companies Act, 2013 ("Act"), and the rules made thereunder, read with Schedule IV to the Act, and Regulation 25 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), as amended from time to time, Mrs. Sejal Nilesh Patel (DIN:11588688), who was appointed by the Board of Directors as an Additional Director of the Company in the capacity of an Independent Director with effect from 14-08-2026, and who holds office up to the date of this Annual General Meeting pursuant to Section 161(1) of the Act, and who has submitted a declaration confirming that she meets the criteria of independence prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI LODR Regulations and is eligible for appointment as an Independent Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of [five] consecutive years commencing from 14-08-2026 up to 13-08-2031.

   RESOLVED FURTHER THAT pursuant to Regulation 25(2A) and other applicable provisions of the SEBI LODR Regulations, the appointment of Mrs. Sejal Nilesh Patel as an Independent Women Director of the Company be and is hereby approved by the Members by way of Special Resolution.

   RESOLVED FURTHER THAT the Board of Directors of the Company, including any Committee thereof or any person authorised by the Board, be and is hereby authorised to do all such acts, deeds, matters and things and execute all such documents, filings and writings as may be necessary, proper, expedient or incidental for giving effect to this resolution."

5. **TO ADOPT NEW ARTICLES OF ASSOCIATION OF THE COMPANY IN CONFORMITY WITH THE COMPANIES ACT, 2013:**

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

"RESOLVED THAT the existing clauses of the Articles of Association ("AOA") of the Company were based on the Companies Act, 1956 and several clauses / regulations in the existing AOA contain references to specific sections of the Companies Act, 1956 and which are no longer in force and the same be and hereby replaced by the corresponding sections of the Companies Act, 2013 in compliance with the applicable provisions of the Companies Act, 2013.

RESOLVED THAT pursuant to the provisions of Sections 5, 14 and other applicable provisions, if any, of Companies Act, 2013, ("the Act") read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the draft regulations contained in the Articles of Association be and are hereby approved and adopted in substitution, and to the entire exclusion, of the regulations contained in the existing Articles of Association of the Company.

RESOLVED FURTHER THAT any of the Directors of the Company and the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

6. RATIFICATION OF COST AUDITOR'S REMUNERATION :

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

"RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification (s) or re-enactment (s) thereof for the time being in force) and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company be and hereby ratifies the remuneration of ₹ 1,50,000/- (Rupees One Lakhs Fifty Thousand Only) plus applicable taxes, travel, out-of-pocket and other expenses incurred in connection with the audit, as approved by the Board of Directors, payable to Mr. Chandramani Sahoo from M/s. C. SAHOO & CO., Cost Accountants (Firm Registration No. 100665) who are appointed as Cost Auditors to conduct the audit of the cost records maintained by the Company for the financial year ending March 31, 2027."

By Order of Board of Directors
For Sanmit Infra Limited
Sd/-
Sushama Anuj Yadav
Company Secretary & Compliance Officer
ICSI M.NO. A32980

Date: 14.08.2026
Place: Mumbai

REGISTERED OFFICE:
601, MAKHIJA ROYALE, 6TH FLOOR
S.V. ROAD, KHAR (W),
Mumbai-400052.
CIN : L70109MH2000PLC288648

Email : sanmitinfra@gmail.com
Website : www.sanmitinfraltd.com

NOTES:

1. The Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") in respect of Item Nos. 3 to 6 of the accompanying Notice, is annexed hereto.

2. In accordance with the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020 and subsequent circulars issued in this regard, the latest being General Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "**MCA Circulars**") and Circular No. SEBI/HO/CFD/ CMD1/ CIR/P/2020/79 dated May 12, 2020, SEBI/ HO/CFD/CMD2/ CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/ CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/ PoD-2/P/CIR/2023/4 dated January 5, 2023, SEBI/HO/CFD/ CFD-PoD-2/P/ CIR/2023/167 dated October 07, 2023, SEBI/ HO/CFD/ CFDPoD-2/P/CIR/2024/133 dated October 3, 2024 read with Master Circular No. HO/49/14/14(7)2025CFD-POD2/I/3762/2026 dated January 30, 2026 issued by the Securities and Exchange Board of India (hereinafter collectively referred as "**SEBI Circulars**") (MCA Circulars and SEBI Circulars are hereinafter collectively referred to as "**the Circulars**") and in compliance with the provisions of the Companies Act, 2013 ("**Act**") and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), the AGM is being held through Video Conferencing ("**VC**") facility / Other Audio Visual Means ("**OAVM**") without the physical presence of the Members at a common venue. In compliance with the said Circulars, AGM shall be conducted through VC / OAVM. The deemed venue for the 26TH AGM shall be the Registered Office of the Company i.e.. 601, Makhija Royale, 6th Floor, S.V. Road, Khar (W), Mumbai, Maharashtra, India, 400052.

3. Since the 26TH AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

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

5. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of the LODR Regulations, the Company has extended e-voting facility for its members to enable them to cast their votes electronically on the resolutions set forth in this notice. The instructions for e-voting are provided in this notice. The Remote E-voting commences on Sunday, 27th September, 2026 at 09.00 A.M. (IST) and ends on Tuesday, 29th September, 2026 at 05.00 P.M. (IST). The voting rights of the Shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date, i.e., Wednesday, 23rd September, 2026

6. Any person who is not a member post cut-off date should treat this notice for information purposes only.

7. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM.

8. Any person, who acquires shares and becomes a Member of the Company after sending the notice and holding shares as of the cut-off date, i.e., Wednesday, 23rd September, 2026, may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com or to the Registrar and Share Transfer Agent (RTA) support@purvashare.com. However, if he/she is already registered with Central Depository Services (India) Limited (CDSL) for remote e-voting then he/she can use his/her existing User ID and password for casting the vote.

9. Mr. Ramesh Chandra Mishra, Practising Company Secretary (Membership No. FCS 5477 CP No. 3987) from M/s Ramesh Mishra & Associates, vide Board Resolution dated 14th August 2026 has been appointed as the Scrutinizer to scrutinize the voting and e-voting process in a fair and transparent manner.

10. The Scrutinizer shall within a period not exceeding 2 (Two) working days from the conclusion of the e-voting period unblock the votes in the presence of at least 2 (Two) witnesses not in the employment of the Company and make a Scrutinizer's report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company or a person authorised by him in writing.

11. The Results shall be declared after the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website viz. www.sanmitinfraltd.com and on the website of CDSL within 2 (Two) working days of passing of the resolutions at the AGM of the Company and the same will also be communicated to the Stock Exchanges.

12. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their Depository Participants (DPs) in case the shares are held by them in electronic form and with RTA in case the shares are held by them in physical form.

13. In compliance with the aforesaid MCA Circulars and SEBI Circular, Notice of the AGM along with the Annual Report 2025-26 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ RTA/ Depositories. Members may note that the Notice and Annual Report 2025-26 will also be available on the Company's website www.sanmitinfraltd.com , websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of CDSL at helpdesk.evoting@cdslindia.com. The Company will also be publishing an advertisement in newspaper containing the details about the AGM i.e. the conduct of AGM through VC/ OAVM, date and time of AGM, availability of notice of AGM at the Company's website,

manner of registering the email IDs of those shareholders who have not registered their email addresses with the Company/ RTA and other matters as may be required.

14. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020 and January 15, 2021, the Annual Report 2025-26, the Notice of the AGM and the Instructions for e-Voting are being sent by electronic mode to all the Members whose e-mail addresses are registered with the Company / respective Depository Participants. Members may also note that the Annual Report 2025-26 and the Notice convening the AGM are also available on the Company's website www.sanmitinfraltd.com , websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of CDSL (agency for providing the Remote e-Voting facility) helpdesk.evoting@cdslindia.com .

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

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

17. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC / OAVM but shall not be entitled to cast their vote again.

18. Pursuant to Section 91 of the Act The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, 24th September, 2026 to Wednesday, 30th September, 2026 (both days inclusive) for the purpose of AGM.

19. The Registers maintained under Section 170 & 189 of the Act, and the relevant documents referred to in the Notice will be available electronically for inspection till the conclusion of AGM by the members based on the request being sent on sanmitinfra@gmail.com.

20. Member(s) must quote their Folio Number/ DP ID & Client ID and contact details such as email address, contact no. etc. in all correspondences with the Company/ RTA.

21. As per Regulation 40 of LODR Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the RTA for

assistance in this regard.

22. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

23. Pursuant to the provisions of Section 72 of the Act the Member(s) holding shares in physical form may nominate, in the prescribed manner, any person to whom all the rights in the shares shall vest in the event of death of the sole holder or all the joint holders. A nomination form for this purpose is available with the Company or its RTA. Member(s) holding shares in demat form may contact their respective DPs for availing this facility.

24. Member(s) holding shares in physical form is/ are requested to notify immediately any change of their respective addresses and bank account details. Please note that request for change of address, if found incomplete in any respect shall be rejected. Members holding shares in demat form are requested to notify any change in their addresses, e-mails and/or bank account mandates to their respective DPs only and not to the Company/ RTA for effecting such changes. The Company uses addresses, e-mails and bank account mandates furnished by the Depositories for updating its records of the Shareholders holding shares in electronic/demat form.

25. All the members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on Friday, 28th August, 2026 , have been considered for the purpose of sending the Notice of AGM and the Annual Report.

CDSL E-VOTING SYSTEM – FOR E-VOTING AND JOINING VIRTUAL MEETINGS:

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

2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The

facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

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

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

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

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

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

8. In continuation of this Ministry's General Circular No. 20/2020, dated 05th May, 2020 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2020, or become due in the year 2021, to conduct their AGMs on or before 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 as per MCA circular no. 02/2021 dated January,13, 2021.

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

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

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

(i) The Remote e-voting period begins on Sunday, 27th September, 2026 at 9:00 am and ends on Tuesday, 29th September, 2026 at 5:00 pm. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Wednesday, 23rd September, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

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

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

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

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

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

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

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

Type of shareholders	**Login Method**
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service

	provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4) Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience.  5) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on **company name or e-Voting service provider name** and you will be re-directed to **e-Voting service provider website** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

Login type	**Helpdesk details**
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

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

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

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

2) Click on "Shareholders" module.

3) Now enter your User ID

   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

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

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

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

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

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

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

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

(ix) Click on the **EVSN** : **260824051** for the relevant **"SANMIT INFRA LIMITED"** on which you choose to vote.

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **5 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at sanmitinfra@gmail.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **5 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at sanmitinfra@gmail.com. These queries will be replied to by the company suitably by email.

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

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

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

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to sanmitinfra@gmail.com.

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

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

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 22 55 33.

For any other queries relating to the shares of the Company, you may contact the Registrar and Share Transfer Agent at the following address:

Purva Sharegistry (India) Pvt. Ltd.
Unit no. 9, Shiv Shakti Ind. Estt.,
J .R. Boricha marg, Lower Parel (E),
Mumbai 400 011.
Email : support@purvashare.com

By Order of Board of Directors
For Sanmit Infra Limited

Sd/-
Sushama Anuj Yadav
Company Secretary & Compliance Officer
ICSI M.NO. A32980

Date: 14.08.2026
Place: Mumbai

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE ACT AND REGULATION 36 OF THE SEBI LISTING REGULATIONS AND SECRETARIAL STANDARD-2 ON GENERAL MEETINGS

The following Explanatory Statement, pursuant to Section 102 of the Act, sets out all material facts relating to the business mentioned in Item 3 to 6 in the accompanying AGM Notice dated August 14, 2026:

ITEM NO . 3 : APPOINTMENT OF M/S. SSSS & ASSOCIATES, CHARTERED ACCOUNTANTS, (FIRM REGISTRATION NO. 121769W) AS STATUTORY AUDITOR OF THE COMPANY :

M/s. PAMS & Associates., Chartered Accountants, Statutory Auditors (Firm Registration No. 316079E) of the Company resigned due to geographical constraints with effect from June 12, 2026, thereby causing a casual vacancy in the office of Statutory Auditors of the Company.

Further, the Board of Directors of the Company, at its meeting held on July 10, 2026, based on the recommendation of the Audit Committee, proposed to the Members the appointment of M/s. SSSS & Associates, Chartered Accountants (Firm Registration No. 121769W) as Statutory Auditors of the Company for a term of 5 (Five) consecutive years commencing from the conclusion of this 26TH Annual General Meeting (AGM) till the conclusion of the 31ST AGM of the Company to be held in the year 2031 at such remuneration as may be determined and recommended by the Audit Committee in consultation with the Auditors and duly approved by the Board of Directors of the Company.

Technically term of M/s. PAMS & Associates comes to end upon their resignation, but at the AGM they will be available to answer the queries of the shareholders on the adoption of the accounts of the Company.

None of the Directors, Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board recommends the **Ordinary Resolution** set forth in Item No. 3 of the Notice for approval of the Members.

DISCLOSURE UNDER REGULATION 36(5) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS

Category of the Auditor	Statutory Audit Firm
Name of Auditor or Auditor's Firm	M/s. SSSS & Associates
ICAI Firm Registration No.	121769W
Number of Financial Year(s) to which appointment relates	Five financials' years
Period of account for which appointed	From 2026-27 to 2030-31
Date of appointment made by Board of Directors	July 10, 2026
Proposed fees payable to proposed Statutory Auditor	The Professional audit and other certification fees plus applicable taxes and other out-of-pocket expenses in connection with the statutory audit for Financial Year

	ending March 31, 2027 and for subsequent year(s) of their term, such fee as determined by the Board, on recommendation of Audit Committee. The proposed fees are based on knowledge, expertise, industry experience, time and efforts required to be put in by them, which is in line with the industry benchmark. The fees for services in the nature of certifications and other professional work will be in addition to the Statutory audit fee as above and will be determined by the Board in consultation with the Statutory Auditors and as per the recommendations of the Audit Committee.
Basis of recommendation and Auditor	The recommendations are based on the fulfilment of the eligibility criteria prescribed by the Act, with regard to the full -time partners, audit experience of the firms, capability, independence assessment, and audit experience.
Brief Profile	M/s.SSSS & Associates, Chartered Accountants, has 4 partners, all are Chartered Accountants, Firm Registration No. : 121769W. Head Office is at D -1 Building No.2 Prakash Nagar, Behind Cottage Hospital Karad Satara 415 110. Branches at Mumbai and Pune. The firm provides services such as Statutory Audit as per Companies Act, 2013, Internal Audits, Management Audit, Bank Audit, Limited Review, Tax Audit under Income Tax Act, Foreign Exchange Remittance Certifications such as Form — 15CB / 15CA, Special Purpose Audit & Certifications, Information System Audit, Transfer Pricing Audit as per Section 92E of the Income Tax Act, Direct Tax and Indirect Tax Audit.

ITEM NO. 4: TO REGULARISE / APPOINT MRS. SEJAL NILESH PATEL (DIN: 11588688) AS AN INDEPENDENT DIRECTOR OF THE COMPANY :

The Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee, at its meeting held on 14-08-2026, appointed Mrs. Sejal Nilesh Patel (DIN:11588688) as an Additional Director of the Company in the capacity of an Independent Director with effect from 14-08-2026, pursuant to Section 161(1) of the Companies Act, 2013 ("Act") and the Articles of Association of the Company.

In terms of Section 161(1) of the Act, Mrs. Sejal Nilesh Patel holds office as an Additional Director up to the date of this Annual General Meeting or the last date on which the Annual General Meeting should have been held, whichever is earlier.

The Company has received the necessary consent, declarations and disclosures from Mrs. Sejal Nilesh Patel, including:

(a) consent in writing to act as a Director in Form DIR-2;

(b) declaration that she is not disqualified from being appointed as a Director under Section 164 of the Act;

(c) declaration that she satisfies the criteria of independence as prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI LODR Regulations;

(d) confirmation regarding compliance with the applicable provisions relating to the maximum number of directorships;

(e) disclosure of interest in Form MBP-1;

(f) confirmation regarding her inclusion in the databank of persons offering to become Independent Directors, to the extent applicable;

(g) declaration that she has not been debarred or disqualified from being appointed or continuing as a Director by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any other statutory authority; and

(h) such other declarations, confirmations and documents as may be required under applicable laws.

The Board, based on the recommendation of the Nomination and Remuneration Committee, is of the opinion that Mrs. Sejal Nilesh Patel possesses the requisite qualifications, experience, expertise and integrity and fulfils the conditions specified in the Act and the SEBI LODR Regulations for appointment as an Independent Director.

In the opinion of the Board, Mrs. Sejal Nilesh Patel is independent of the management and fulfils the conditions specified in the Act and the SEBI LODR Regulations for appointment as an Independent Director.

The Board is also of the opinion that the association of Mrs. Sejal Nilesh Patel as an Independent Director would bring valuable expertise and experience to the Board and would be in the best interests of the Company.

Pursuant to Section 150(2) of the Act, the Company has considered the qualifications, experience and suitability of Mrs. Sejal Nilesh Patel for appointment as an Independent Director. The Board considers Mrs. Sejal Nilesh Patel suitable for the proposed appointment.

The appointment of Mrs. Sejal Nilesh Patel as an Independent Director is proposed for a term of five consecutive years commencing from 14-08-2026 and ending on 13-08-2031. The proposed appointment is subject to approval of the Members by way of Special Resolution in accordance with applicable provisions of the Act and Regulation 25(2A) of the SEBI LODR Regulations.

Miss. Iranee Tripathy shall be entitled to receive sitting fees and/or commission and reimbursement of expenses for attending meetings of the Board and Committees thereof, as may be determined by the Board in accordance with the Act and the Company's policies.

In accordance with Section 149(13) of the Act, Mrs. Sejal Nilesh Patel shall not be liable to retire by rotation.

Except Mrs. Sejal Nilesh Patel, none of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 5.

The Board recommends the **Special Resolution** set out at Item No. 4 for approval by the Members.

Brief Profile of Mrs. Sejal Nilesh Patel (DIN: 11588688) {Pursuant to Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and Secretarial Standard 2 (SS-2)}

Description	**Details**
Name of the Director	Mrs. Sejal Nilesh Patel
DIN	11588688
Age	29 years
Qualification	Bachelor's degree in Accounting & Finance, CS
Date of Appointment	August 14, 2026
Terms of Proposed appointment	Non-Executive Independent Director, Not liable to retire by rotation
Experience	Mrs. Sejal Nilesh Patel is an Associate Member of Institute of Company Secretaries of India (Membership No, A75733). She holds a Bachelor's degree in Accounting & Finance and pursuing Bachelor of Laws (L.L.B.) from the University of Mumbai. She possesses professional experience in ensuring compliance with the provisions of the Companies Act, 2013 and various SEBI Regulations. Her areas of expertise include handling listing compliances, regulatory filings, stock exchange submissions, and ensuring adherence to applicable statutory and regulatory frameworks.
Other directorship	Nil
Other listed Chairmanship /Membership	Nil
Partners in LLP	Nil
Shareholding in the Company	Nil
Shareholdings in any Group Companies	Nil
Any relationship with KMP	N.A.
Any relationship with Promoters	N.A.
Disclosure of relationship between inter-se	N.A.

ITEM NO. 5 : TO ADOPT NEW ARTICLES OF ASSOCIATION OF THE COMPANY IN CONFORMITY WITH THE COMPANIES ACT, 2013:

The existing Articles of Association (AOA) are based on the Companies Act, 1956 and some regulations in the existing AOA contain references to specific sections of the Companies Act, 1956 and some regulations in the existing AOA are no longer in conformity with the Act. Substantive sections of the Act which deal with the general working of companies stand notified.

With the coming into force of the Act, several regulations of the existing AOA of the Company require alteration or deletions in several articles. Considering this position, it is decided to replace wholly the existing AOA by a new set of Articles.

The new AOA to be substituted in place of the existing AOA are based on Table 'F' of the Act which sets out the model articles of association for a company limited by shares.

The Board at its meeting held on August 14, 2026 has approved adoption of the AOA of the Company and the Board now seek Members' approval for the same.

Pursuant to Section 14 of the Act, the consent of the Members by way of Special Resolution is required for alteration of AOA of the Company.

A copy of the proposed set of new AOA of the Company would be available for inspection for the Members at the Registered Office of the Company during the office hours on any working day, except Saturdays, Sundays and public holidays, between 11.00 a.m. to 5.00 p.m. till the date of AGM. The aforesaid documents are also available for inspection at the AGM.

None of the Directors, Key Managerial Personnel of Company and their relatives are concerned or interested, financially or otherwise in the said resolution.

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

ITEM NO. 6 : RATIFICATION OF COST AUDITOR'S REMUNERATION:

Pursuant to Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company is required to audit its cost accounts relating to such products Bitumen VG 40- 2713(2000), Other Machinery- 8419(1110) and Emulsion- 2715(0090) , Cold Mix – 2517, PMB and CRMB- 2714 (9090) (products) and Microsurfacing (995421) (Service), as prescribed under Section 148 of the Act and the Companies (Cost Records and Audit) Rules, 2014, conducted by a Cost Accountant. Based on the recommendation of the Audit Committee, the Board had, at its meeting held on May 28, 2026, approved the re-appointment of Mr. Chandramani Sahoo from M/s C. Sahoo & Company, Cost Accountants (Firm Registration No. 100665) as the Cost Auditors of the Company to conduct audit of cost records maintained by the Company, pertaining to the relevant products, for FY 26-27 at a

remuneration of ₹ 1,50,000/- (Rupees One Lakhs Fifty Thousand Only) plus applicable taxes, out-of-pocket and other expenses.

In accordance with the provisions of Section 148 of the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, ratification for the remuneration payable to the Cost Auditors to audit the cost records of the Company for the said financial year by way of an Ordinary Resolution is being sought from the Members as set out at Item No. 6 of the accompanying Notice.

Mr. Chandramani Sahoo, have furnished a certificate regarding their eligibility for appointment as Cost Auditors of the Company. They have vast experience in the field of cost audit and have conducted the audit of the cost records of the Company for previous years under the provisions of the Act.

None of the Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the said Resolution.

The Board recommends the **Ordinary Resolution** set out at Item No. 6 of the accompanying Notice for approval by the Members.

By Order of Board of Directors
For Sanmit Infra Limited
Sd/-
Sushama Anuj Yadav
Company Secretary & Compliance Officer
ICSI M.NO. A32980

Date: 14.08.2026
Place: Mumbai

ANNEXURE-A

DETAILS OF DIRECTORS RETIRING BY ROTATION AND SEEKING RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING

[Pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of Secretarial Standards-2 on General Meetings]

Sr. No	Particulars	Mr. Haresh Kanayalal Makhija
1	**DIN**	00586720
2	**Date of Birth**	28/04/1966
3	**Age**	60 years
4	**Date of first appointment on the Board**	12/08/2016
5	**Qualification**	Graduation
6	**Profile, Experience and Expertise**	Mr. Haresh Makhija has done his graduation in the field of commerce. He has also experience of more than 25 years in Dealing in Petroleum Products and Logistic Support Services.
7	**No. of Meetings of the Board attended during the year**	8 of 8
8	**List of Directorship of other Boards**	• Garrett Developers Private Limited • Aashna Builders Private Limited • Makhija Developers Private Limited
9	**The Listed entity from which Director has resigned in last three years**	NIL
10	**List of Membership / Chairmanship of Committees of other Companies**	NIL
11	**Shareholding in Company**	28,34,328 Shares (17.94%)
12	**Terms and Conditions of re-appointment**	As per the Nomination & Remuneration Policy of the Company
13	**Details of Remuneration last drawn (FY 25-26)**	Rs. 1,06,896/- p.m
14	**In case of Independent Directors Skills & capabilities required for the role and the manner in which the proposed person meets such requirement**	-
15	**Inter-se relationship with other Directors and Key Managerial Personnel**	Mr. Haresh Kanayalal Makhija is Wholetime Director and Promoter and related to Mr. Dinesh Kanayalal Makhija, Mr. Sanjay Kanayalal Makhija and Mr. Kamal Kanayalal Makhija.

DIRECTORS REPORT TO THE SHARE HOLDER'S

Dear Stakeholders,

Your Directors have pleasure in presenting Twenty Sixth 26TH Director's Report of Sanmit Infra Limited ('The Company'), together with the Audited Financial Statements for the Financial Year ended March 31, 2026.

1. HIGHLIGHTS OF FINANCIAL PERFORMANCE :

The standalone and consolidated financial highlights of the Company's operations are summarized below :

(Rs. In Lakhs)

	Standalone	
PARTICULARS	**2025-26**	**2024-25**
Revenue from operations	10,075.21	14,296.21
Other Income	366.64	385.35
Total Income	**10,441.85**	**14,681.55**
Total expenses	**10,170.22**	**14,455.40**
Profit/(Loss) before Tax	271.63	226.16
Total Tax Expenses	73.70	70.21
Profit / (Loss) for the period	**196.59**	**154.80**
Earnings per Equity Share (in Rs)		
Basic	0.13	0.10
Diluted	0.13	0.10

During the year under review, the Revenue from operations of the Company for FY 2025-26 was Rs. 10,075.21 Lakhs as compared to Rs. 14,296.21 Lakhs for 2024-25. The profit after tax ("PAT") attributable to shareholder for FY 2025-26 was Rs. 196.59 Lakhs as against Rs. 154.80 lakhs for FY 2024-25.

On a Standalone basis, Earnings per share was Rs. 0.13 (Basic) and (Diluted) stood at in FY 2025-26 as compared to Rs. 0.10 (Basic) and (Diluted) in FY 2024-25.

The company's Financial Statements have been prepared in compliance with the Indian Accounting Standards (Ind-AS) as notified under the Companies (Indian Accounting Standards) Rules, 2015, in accordance with Section 133 of the Companies Act, 2013, and other applicable provisions of the Act. The annual accounts have been prepared without any significant deviations from the prescribed accounting norms.

The company ensures timely adoption of new or amended Ind-AS as applicable, and any material impact arising from such changes is appropriately disclosed in the financial statements. The financial reporting process involves a thorough review by the finance team and consultation with external auditors to ensure adherence to statutory requirements.

2. **TRANSFER TO RESERVES :**
   During the year under review, no amount has been transferred to the general reserve of the Company**.**

3. **DIVIDEND :**
   The Company has not recommended any dividend for the financial year 2025-26.

4. **INCREASE IN ISSUED, SUBSCRIBED AND PAID UP EQUITY SHARE CAPITAL :**
   During the financial year under review, there was no change in Authorized Share Capital as well as Paid up Share Capital of the Company.

5. **CONSOLIDATION OF SHARES :**
   During the year under review, the Company consolidated 10 (Ten) equity shares of face value of ₹1/- each into 1 (One) equity share of face value of ₹10/- each. The proposal for consolidation was approved by the Board of Directors at its meeting held on 4th March, 2026 and subsequently approved by the Members at the Extra-Ordinary General Meeting held on 18th March, 2026.The Record Date was fixed as 30th April, 2026 for giving effect to the said consolidation. Further, BSE Limited resumed trading in the securities of the Company with effect from 27th May, 2026. Accordingly, the face value of the equity shares of the Company was changed from ₹1/- per equity share to ₹10/- per equity share.

6. **LISTING OF EQUITY SHARES :**
   The Company's equity shares are listed on the following Stock Exchange:

   BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001, Maharashtra, India

7. **SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES :**
   The Company does not have any Subsidiaries, Associates and/or Joint Venture Companies during the year under review. However, Sanmit Truevalue Infraprojects Private Limited was incorporated as a wholly-owned subsidiary of Sanmit Infra Limited on 10th March, 2026. The said subsidiary had not commenced its business operations as at 31st March, 2026.The requisite details relating to the subsidiary company shall be incorporated in the Annual Report of the Company for the financial year 2026-27, as applicable.

8. **NATURE OF BUSINESS:**
   During the Financial Year under review, there were no changes in nature of business of the company. The company is mainly into the following businesses:
   1. Bio-medical and other waste management
   2. Infra and Real Estate Development
   3. Trading in Petroleum Products
   4. Bitumen Emulsion and other Road construction related materials
   5. Microsurfacing and repair of roads and related services.

9. **CHANGE IN NAME OF THE COMPANY:**
   During the Financial Year under review, the Company has not changed its name.

10. BOARD OF DIRECTORS & KEY MANAGERIAL PERSONNEL(KMP) :

Composition:

The Company recognizes that a diverse and well-balanced Board is fundamental to its sustained success and effective governance. In alignment with the provisions of Section 149 of the Companies Act, 2013 and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, the composition of the Board reflects an optimal mix of Executive and Non-Executive Directors.

The Board comprises individuals with a wide spectrum of expertise, including industry knowledge, financial acumen, legal insight, and operational experience. The Directors also bring in diverse regional, cultural, and geographical perspectives, which contribute meaningfully to informed decision-making and help maintain the Company's strategic edge in a competitive environment.

As of March 31, 2026, the Board consisted of Eight (8) Directors, including:

- Four Executive Directors and
- Four Non-Executive Directors, wherein there are all Non Executive Independent Directors (including one Independent Woman Director)

Appointment/Re-appointment/Cessation :

During the year under review and subsequent to the end of the financial year, there were changes in the composition of the Board of Directors of the Company. The details of such changes are as follows:

Mr. Mukund Shivaram Biwalkar (DIN: 00865087) resigned from the post of Independent Director with effect from August 13, 2025 due to other professional commitments as mentioned in his Resignation Letter dated 12th August, 2025. He had confirmed there are no Material reasons for his resignation Letter.

Mr. Ashok Madhavrao Thorat (DIN: 11237722) was appointed as an Additional Non-Executive Independent Director with effect from August 13, 2025 and was appointed as Non-Executive Independent Director by Members in the 25th Annual General Meeting held on September 25, 2025 for a period of Five Years.

Re-Appointment of Mr. Sanjay Kanayalal Makhija (DIN: 00586770) Managing Director for a term of 3 Years w.e.f. 01.10.2025 to 30.09.2028, was approved by shareholders in 25th Annual General Meeting held on September 25, 2025.

Re-Appointment of Mr. Kamal Kanayalal Makhija (DIN: 00586617) Whole Time Director and Mr. Haresh Kanayalal Makhija (DIN: 00586720) Whole Time Director for a term of 3 Years w.e.f. 04.07.2025 to 03.07.2028, was approved by shareholders in 25th Annual General Meeting held on September 25, 2025.

Mr. Mohan Mallu Rathod (DIN: 06823515) second term as Non-Executive Independent Director of the Company has come to an end with effect from January 05, 2026.

Mr. Nandkumar Gorkhnath Patil (DIN: 11518058) was appointed as an Additional Non-Executive Independent Director with effect from February 04, 2026 and was appointed as Non-Executive Independent Director by Members in the Extra-Ordinary General Meeting held on March 18, 2026 for a period of Five Years.

Mr. Ajay Nanik Chandwani (DIN: 09332747) resigned from the post of Independent Director with effect from June 13, 2026 due to advancing age and health issues, as

mentioned in his Resignation Letter dated 13th June, 2026. He had confirmed there are no Material reasons for his resignation Letter.

Based on the recommendation of the Nomination and Remuneration Committee, Mrs. Sejal Nilesh Patel (DIN: 11588688) was appointed as an Additional Non-Executive Independent Director with effect from August 14, 2026 for a period of Five Years commencing from August 14, 2026 to August 13, 2031 subject to approval of shareholders by way of Special Resolution at the ensuing Annual General Meeting.

Directors retiring by rotation:

Pursuant to the provisions of Section 152 of the Act read with the relevant rules made thereunder, Mr. Haresh Kanayalal Makhija (DIN: 00586720) Executive Whole Time Director is liable to retire by rotation at the ensuing Annual General Meeting ("AGM") and being eligible, has sought re-appointment.

Based on recommendation of the Nomination and Remuneration Committee, the Board of Directors has recommended their re-appointment and the matter is being placed for seeking approval of members at the ensuing Annual General Meeting of the Company.

Pursuant to Regulation 36 of the SEBI Listing Regulations read with Secretarial Standard-2 on General Meetings, necessary details of Mr. Haresh Kanayalal Makhija, are provided as an Annexure to the Notice of the Annual General Meeting.

None of the Directors of the Company are disqualified for being appointed as Directors as specified in Section 164(2) of the Companies Act, 2013 and Rule 14(1) of the Companies (Appointment and Qualification of Directors) Rules, 2014.

Key Managerial Personnel:

There was changes in the Key Managerial Personnel of the Company during the year under review and subsequent to the end of the financial year. The details of such changes are as follows:

Mr. Dinesh Kanayalal Makhija resigned from the post of Chief Financial Officer (CFO) with effect from November 13, 2025 due to other professional commitments as mentioned in his Resignation Letter.

Mr. Kamal Kanayalal Makhija was appointed as Chief Financial Officer (CFO) with effect from November 13, 2025.

Mr. Shlok Sanjay Makhija was appointed as Chief Executive Officer (CEO) with effect from November 13, 2025 and he resigned from the post of Chief Executive Officer (CEO) with effect from December 31, 2025 .

11. INDEPENDENT DIRECTORS :

Statement on Declaration given by Independent Directors :

The Company had 6 Independent Directors during the year under review, namely Mr. Nandkumar Gorkhnath Patil, Mrs. Madhavi Patri Subramanian, Mr. Mohan Mallu Rathod, Mr. Ajay Nanik Chandwani, Mr. Mukund Shivaram Biwalkar and Mr. Ashok Madhavrao

Thorat. Each of them has submitted the requisite declarations under Section 149(7) of the Act, affirming that they meet the criteria of independence as outlined in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations.

In accordance with Regulation 25(8) of the SEBI Listing Regulations, all Independent Directors have further confirmed that they are not aware of any circumstances or situations that could impair their independence or affect their ability to exercise objective judgment free from external influence.

The Board of Directors has reviewed and duly noted these declarations and confirmations after conducting a thorough assessment of their accuracy. The Independent Directors have also affirmed compliance with the provisions of Schedule IV of the Act (Code for Independent Directors) and the Company's Code of Conduct. There has been no change in the status or circumstances that would affect their designation as Independent Directors during the reporting period.

Additionally, the Company has received confirmation from all Independent Directors regarding their registration in the Independent Directors' databank, maintained by the Indian Institute of Corporate Affairs, in accordance with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

The terms and conditions of appointment of the Independent Directors are placed on the website of the Company at the https://sanmitinfraltd.com/wp-content/uploads/2023/08/16.-TERMS-AND-CONDITIONS-FOR-APPOINTMENT-OF-ID.pdf .

Familiarization Programme for Independent Directors :

Your Company has adopted a formal Familiarisation Programme for Independent Directors to support their effective participation on the Board. As part of the familiarisation process, the Company provides detailed insights into its business operations, industry dynamics, organizational structure, and group-level businesses. Independent Directors are also informed about the regulatory and compliance obligations under the Companies Act, 2013 and the SEBI Listing Regulations.

The details of Familiarization Programmes are placed on the website of the company and the web link thereto is https://sanmitinfraltd.com/wp-content/uploads/2023/08/5.-FAMILARIZATION-PROGRAMME-FOR-INDEPENDENT-DIRECTORS.pdf .

12. DIRECTORS' RESPONSIBILITIES STATEMENT:

Pursuant to the requirement under Section 134 (5) of Companies Act, 2013, with respect to Directors' Responsibility Statement, it is hereby confirmed that:

1. In the preparation of the annual accounts, the applicable accounting standard had been followed along with proper explanation relating to material departures
2. the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the Profit or Loss of the Company for that period.
3. The Directors have taken proper and sufficient care for the maintenance of

adequate accounting records in accordance with the provision of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

4. The Directors have prepared the Annual accounts on a going concern basis.
5. The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
6. The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating.

13. NUMBER OF MEETINGS OF THE BOARD :

During the year under review, the Board has demonstrated a high level of involvement in guiding the Company, supported by detailed discussions and timely decisions. During the financial year, Eight (8) meetings of the Board of Directors were held, the details of which are given in the Corporate Governance Report of the Company, which forms a part of the Annual Report. The intervening gap between the meetings was within the prescribed period under the Act and the SEBI Listing Regulations.

INDEPENDENT DIRECTOR'S MEETING :

During the year under review, the Independent Directors of the Company met 1 (one) time on February 13, 2026.

14. ANNUAL BOARD EVALUATION :

The Company has established a comprehensive framework for evaluating the performance of the Board of Directors, its Committees, and individual Directors, in line with the requirements of Sections 134 and 178 of the Act, Regulation 17(10) of the SEBI Listing Regulations, and the Company's Nomination and Remuneration Policy.

As part of this evaluation process, structured and confidential questionnaires were circulated to all Directors to obtain feedback on various aspects of the Board's functioning, the effectiveness of its Committees, and the performance of each Director. The observations and responses received were compiled, analyzed, and subsequently presented to the Chairman of the Board for review and discussion.

The evaluation of Directors covered several aspects, including their attendance and participation in meetings, understanding of the Company's operations and business environment, application of knowledge and expertise, quality of contributions to discussions, maintenance of confidentiality, integrity, and independent judgment. Directors were also evaluated on their alignment with the Company's core values, commitment to fiduciary responsibilities, and adherence to the Code of Conduct.

The Board's performance was assessed based on criteria such as the effectiveness of its oversight on compliance and governance matters, clarity in the roles of the Chairman and Executive/Non Executive Directors, the diversity and mix of skills and expertise, strategic involvement, and overall guidance in areas such as risk management, financial reporting, ethics, and succession planning. Particular emphasis was placed on the Board's ability to provide strategic foresight and review the implementation of key initiatives and policies.

The evaluation of Committees considered their structure, independence, frequency of meetings, adherence to defined procedures, effectiveness in fulfilling their responsibilities, and the extent of their contribution to Board decisions. The Committees were also assessed on their ability to engage meaningfully with internal and external auditors, and their role in supporting oversight functions.

Based on the outcome, the Board concluded that the overall performance of the Board, its Committees, and individual Directors, including Independent Directors, was found to be satisfactory.

15. COMMITTEES OF THE BOARD :

As on March 31, 2026, the Board has constituted the following committees:

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholder's Relationship Committee
- Risk Management Committee
- Corporate Social Responsibility
- Business Responsibility And Sustainability Committee

During the year, all recommendations made by the committees were approved by the Board.

Details of all the Committees such as terms of reference, composition and meetings held during the year under review are disclosed in the Corporate Governance Report, which forms part of this Annual Report.

16. PERFORMANCE OF THE BOARD AND COMMITTEES:

During the year under review, the performance of the Board & Committees and Individual Director(s) based on the below parameters was satisfactory:

(i) All Directors had attended the Board meetings;
(ii) The remunerations paid to Executive Directors are strictly as per the Company and industry policy.
(iii) The Independent Directors only received sitting fees.
(iv) The Independent Directors contributed significantly in the Board and committee deliberation and business and operations of the Company and subsidiaries based on their experience and knowledge and Independent views.
(v) The compliances were reviewed periodically;
(vi) Risk Management Policy was implemented at all critical levels and monitored by the Internal Audit team who places report with the Board and Audit committee.

17. CORPORATE SOCIAL RESPONSIBILITY:

In compliance with the requirements of section 135 of the Act read with Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended from time to time, the Board of Directors of the Company has duly constituted a Corporate Social Responsibility (CSR) Committee. The Company remains firmly committed to sustainable development through the implementation of a well defined Corporate Social Responsibility (CSR) strategy. This strategy places strong emphasis on respecting local communities and cultures, protecting the environment, and conserving natural resources and energy.

The Company's Corporate Social Responsibility (CSR) initiatives are fully aligned with the provisions of Section 135 of the Companies Act, 2013. A brief summary of the CSR activities carried out during the year, along with the Company's CSR Policy, is provided in **Annexure- VI** of this Report, in the format prescribed under the Companies (Corporate Social Responsibility Policy) Rules, 2014. The complete CSR Policy, as approved by the Board of Directors, is available on the Company's website and can be accessed via the following link: https://sanmitinfraltd.com/wp-content/uploads/2023/08/8.-CSR-POLICY.pdf

Further details regarding the CSR Committee, including its composition and responsibilities, are included in the Corporate Governance Report, which forms an integral part of the Company's Annual Report.

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

The HR function is strategically integrated with the Company's long-term vision and is geared towards enhancing employee experience, performance, and future readiness. This year, Sanmit Infra Limited remained committed to nurturing an inclusive and collaborative workplace culture that encourages transparency, creativity, and mutual respect. The Company actively promotes a learning oriented environment by investing in skill-building, leadership development, and cross-functional exposure, ensuring employees continue to grow and thrive within the organization.

In addition to professional growth, the Company places great value on employee well-being and work-life balance, striving to create a healthy, engaging, and performance-driven culture. Through various initiatives and feedback mechanisms, the Company ensures continuous dialogue with its workforce, reinforcing its commitment to building long-term, fulfilling relationships with employees.

To enhance team spirit and cultivate a welcoming environment, the Company also organized various interactive sessions and team-building activities, which encouraged open communication, collaboration, and relationship-building across departments. These initiatives played a significant role in reinforcing team spirit and enhancing organizational cohesion.

19. NOMINATION AND REMUNERATION POLICY :

The Company has established a comprehensive Policy on Director Appointment and Remuneration, which also encompasses Key Managerial Personnel and other employees. This policy serves as a framework for the Nomination and Remuneration Committee to identify and recommend individuals who possess the necessary qualifications, skills, and experience to serve as Directors. It also lays down clear criteria for assessing the independence of Directors in accordance with regulatory requirements and the Company's governance standards.

Furthermore, the policy ensures that the Company's remuneration strategy is aligned with its overarching business objectives. Remuneration packages are designed to reward individual contributions as well as overall organizational performance, while remaining competitive and in line with industry benchmarks. This approach not only motivates Directors and employees to deliver sustainable value but also supports the retention of high-caliber talent.

In addition to fixed and variable pay components, the policy emphasizes transparency, fairness, and alignment with shareholder interests. The Committee regularly reviews the policy to adapt to changing regulatory landscapes and evolving best practices in corporate governance. This enables the Company to maintain a balanced and performance-driven reward system that fosters long term growth and accountability.The remuneration policy approved by the board of Directors is available on the website of the Company https://sanmitinfraltd.com/wp-content/uploads/2023/08/2.-NOMINATION-AND-REMUNERATION-POLICY.pdf .

20. BOARD POLICIES:

The Company has the following policies which are applicable as per the Companies Act, 2013 and SEBI (LODR) Regulations, 2015 which are placed on the website of the Company https://sanmitinfraltd.com/index.php/infrastructure/policies-code-of-conduct/

a) Risk Management Policy
b) Code of Conduct for Directors and Senior Management Personeel
c) Nomination and Remuneration Policy
d) Familarization Programme for Independent Directors
e) Terms and Conditions for Appointment of Independent Director
f) Code of Conduct for Non Executive Director
g) Policy on Disclosure of Material Events
h) Policy for determining Material Subsidiaries
i) CSR Policy
j) Policy on preservation of Documents
k) Policy on archival of data
l) Whistle Blower Policy and Vigil Mechanism
m) Policy on Related Party Transactions
n) Dividend Distribution Policy
o) Human Rights Policy

21. MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENT RELATE AND THE DATE OF THE REPORT:

During the year under review, there were material changes and commitments' affecting the financial position of the Company.

- Consolidation of Company's 10 (Ten) equity shares of face value of Rs. 1/- each into 1 (One) Equity Share of face value of Rs. 10/- each.
- Amendments to Capital Clause of MOA
- Incorporation of Subsidiary- Sanmit Truevalue Infraprojects Private Limited which carry work of Microsurfacing works, road construction, road maintenance and infrastructrure development projects.
- Resignation of Statutory Auditor- M/s. PAMS & Associates due to geographical constraints w.e.f. 12th June, 2026.
- During the year under review, the Company received various work orders from its clients for micro-surfacing works and other related activities, which contributed to the growth and expansion of the Company's business.

22. INTERNAL FINANCIAL CONTROL SYSTEMS THEIR ADEQUACY AND RISK MANAGEMENT:

The Company has in place a robust internal control system, commensurate with the size, scale, and complexity of its operations. These controls are supported by well-documented policies and standard operating procedures that govern key business processes. The internal control framework is designed to ensure the orderly and efficient conduct of business, including adherence to internal policies, safeguarding of assets, prevention and detection of frauds and errors, accuracy and completeness of accounting records, and timely preparation of reliable financial information.

In compliance with Section 138 of the Act and the applicable provisions of the SEBI Listing Regulations, the Company has established a structured Internal Audit function. The scope, authority, and functioning of the internal audit are defined and reviewed periodically by the Audit Committee. Internal audits are conducted at regular intervals to assess the effectiveness of operational and financial controls and to provide assurance on the design and operating effectiveness of internal systems.

The internal audits during the year focused on key functional areas such as inventory management, stock, Human Resources, IT systems, and operational efficiency. The audit findings were presented to the Audit Committee on a quarterly basis, along with management's responses and action plans. Follow-up mechanisms are in place to ensure the timely implementation of corrective measures.

The internal control environment of the Company is dynamic and responsive to evolving business needs. It is reviewed periodically and strengthened as required to ensure high standards of governance, transparency, and accountability are maintained throughout the organization.

The internal and operational audit responsibilities are assigned to M/s. Manas Dash & Co, which function independently and report directly to the Audit Committee to ensure objectivity and transparency in the audit process. The primary focus of their audit activities is to conduct a comprehensive assessment of business risks, evaluate the effectiveness of internal controls, and review core business processes for efficiency, compliance, and alignment with industry best practices.

23. INVESTOR EDUCATION AND PROTECTION FUND (IEPF) :

There is no amount due to be transferred to the IEPF account.

24. RELATED PARTY TRANSACTIONS :

Your Company has in place a Policy on Related Party Transactions for purpose of identification and monitoring of Related Party Transactions and is published on the Company's website at https://sanmitinfraltd.com/wp-content/uploads/2023/08/4.-POLICY-FOR-RELATED-PARTY-TRANSACTION.pdf .

The Company has established a robust and transparent framework for the review, approval, and monitoring of Related Party Transactions (RPTs). This framework ensures that all transactions with related parties are conducted in a fair, arm's-length manner and are aligned with the Company's commitment to ethical business practices and regulatory compliance.

In accordance with the provisions of the Companies Act, 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the Company's Policy on Materiality and Dealing with Related Party Transactions, all relevant information pertaining to proposed RPTs—including transaction details, nature of the relationship, commercial rationale, and pricing justification—is submitted for prior review and approval of the Audit Committee.

The Audit Committee plays a critical oversight role by ensuring that such transactions are in the best interest of the Company and its stakeholders, and do not result in any conflict of interest. For material RPTs and those requiring shareholder approval, the Company ensures timely disclosure and compliance with all applicable regulatory requirements and SEBI circulars.

Additionally, the Company periodically updates its Related Party Transaction policy to incorporate changes in law and evolving governance best practices. The Company has entered into transactions with related parties during the year under review which requires reporting in Form AOC-2 is annexed as **Annexure-IV** in terms of Section 134(3) and 188(1) of the Act read with Rule 8(1) of the Companies (Accounts) Rules, 2014.

25. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

The company has not given any loans and advances, Securities or guarantees or investments under the provisions of section 186 of the Companies Act, 2013 during the financial year 2025-26. Hence this Clause is not applicable.

26. DEPOSITS:

During the financial year, The Company has not accepted any deposits within the meaning of Section 73 and 76 of the Companies Act, 2013 of the Act, read with the Rules made thereunder, and therefore, no amount of principal or interest on deposit was outstanding as of the Balance Sheet date. The Company does not have any deposits which are not in compliance with the requirements of Chapter V of the Act.

27. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE:

There are no significant material orders passed by the Regulators / Courts which would impact the going concern status of the Company and its future operations :

During the year under review, the Company received the mail from BSE dated 21ST April, 2025 informed that it has waived the SOP fine of Rs. 88,500/- for Non- Compliance of Regulation 17(1) of SEBI (LODR) Regulation, 2015.

During the year under review, the Company received the mail from BSE dated 23RD April, 2025 informed that it has waived the fine of Regulation 23(9) of SEBI (LODR) Regulation, 2015 of Rs. 1,55,46,500/- for Quarter September 2020 of Rs. 84,48,800/- and for Quarter March 2021 of Rs. 70,97,700/- respectively.

There is no Corporate Insolvency Resolution Process initiated under the Insolvency and Bankruptcy Code, 2016.

28. ENVIRONMENT, HEALTH AND SAFETY :

Your Company remains fully committed to upholding the highest standards of legal compliance and operational excellence in all aspects of Health, Safety, and Environmental (HSE) management. During the year under review, the Company continued to focus on energy and water conservation, enhanced utilization of renewable energy sources, and efforts to minimize waste generation across operations. These initiatives are in alignment with the Company's broader goals of sustainable development and environmental stewardship.

In line with this commitment, the management has actively fostered a culture of safety and well-being across the organization. The Company organizes routine fire safety drills, along with periodic health check-ups for both permanent and contractual employees, ensuring proactive care and risk prevention at the workplace.

The Company recognizes that safety is not a one-time initiative but an ongoing journey of continuous improvement. Accordingly, it has outlined future plans aimed at further enhancing the overall workforce well-being, promoting a proactive approach to health and safety, and embedding a strong safety-first culture throughout all operational sites.

Additionally, your Company reaffirms its commitment to providing a safe, healthy, and secure working environment across all manufacturing units and office, thereby ensuring a responsible and people-centric approach to organizational growth.

29. VIGIL MECHANISM / WHISTLE BLOWER POLICY:

Your Company is committed to fostering a work environment that upholds the highest standards of safety, ethics, and legal compliance across all levels of its operations. To this end, a structured Vigil Mechanism and Whistle blower Policy have been implemented in line with the provisions of the Companies Act, 2013 and the SEBI Listing Regulations.

These mechanisms are designed to enable employees and other stakeholders to confidentially report concerns regarding actual or suspected misconduct, including unethical behavior, violations of legal or regulatory requirements, and breaches of the Company's Code of Conduct. The system ensures that disclosures are handled in a fair, transparent, and secure manner, without fear of retaliation. Comprehensive information on the Company's Vigil Mechanism and Whistle blower Policy is provided in the Corporate Governance Report, which forms an integral part of this Integrated Annual Report. The Policy is also available on the Company's official website at https://sanmitinfraltd.com/wp-content/uploads/2023/08/10.-WHISTLE-BLOWER-POLICY-AND-VIGIL-MECHANISM-POLICY.pdf.

There were no Complaints received for the financial year ended March 31, 2026.

30. RISK MANAGEMENT POLICY:

The Company continues to have an effective Risk Management process in place. The Company has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed also discussed at the meetings of the Audit Committee and the Board of Directors of the Company. Major risks, if any, identified by the business and functions are systematically addressed through mitigating action on a continuous basis.

31. AUDITORS AND REPORT:

a) STATUTORY AUDITORS:

At the 23RD Annual General Meeting (AGM) of the Company held on July 20, 2023 Members had approved the re-appointment of M/S. PAMS & ASSOCIATES Chartered Accountants (Firm Registration No. (FRN: 316079E) as statutory Auditors of the Company for the second term from the conclusion of 23RD Annual General Meeting to the Conclusion of 28TH Annual General Meeting to be held in the year 2028.

M/s. PAMS & Associates, Statutory Auditor of the Company has resigned as an auditor w.e.f. June 12, 2026. The Board of Directors at its meeting held on July 10, 2026 recommended M/s. SSSS & Associates, Chartered Accounted as Statutory Auditor for a term of 5 years from the financial year 2026-2027 to 2030-2031 to the members of the Company in ensuing Annual General Meeting.

The Auditor's Report on the Financial Statements for the year ended March 31, 2026, is unqualified and free from any adverse remarks, qualifications, disclaimers, or reservations. The notes accompanying the financial statements are comprehensive and self-explanatory, requiring no additional clarifications. Furthermore, the Auditors have not reported any instances of fraud under Section 143(12) of the Companies Act, and consequently, no disclosures are necessary under Section 134(3)(ca) of the Act.

b) SECRETARIAL AUDITOR & REPORT:

Pursuant to the requirements of Section 204 (1) of the Companies Act, 2013 and Rule 9 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, M/s. Ramesh Chandra Mishra & Associates, Practising Company Secretaries, Mr. Ramesh Chandra Mishra (Membership No. F5477 and COP. 3987) was appointed to conduct secretarial audit for the financial year 2025-26.

Further, pursuant to the provisions of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Shareholders at the 25TH Annual General Meeting of the Company approved, appointment of M/s. Ramesh Chandra Mishra & Associates, Practicing Company Secretaries, Mr. Ramesh Chandra Mishra (Membership No. F5477 and COP. 3987), as Secretarial Auditors of the Company for a term of 5 years starting from FY 2025-2026.

The Secretarial Audit Report, provided by the Secretarial Auditor, is annexed as **Annexure-III** and forms an integral part of this Report. The observations made in the Report is as under :

Qualification : Company has not updated and maintained its website as per requirements of Regulation 46 of SEBI Regulations, 2015.

Management Reply : Company acknowledges the observation. The delay in updating and maintaining the Company's website in accordance with the requirements of Regulation 46 of the SEBI (LODR) Regulations, 2015 was inadvertent. The Management has taken note of the same and has initiated necessary steps to ensure that the Company's website is updated and maintained with the requisite information in compliance with the applicable regulatory requirements. The Company shall endeavour to ensure timely updation and continuous compliance in future.

Furthermore, the Secretarial Auditor has not reported any instances of fraud under Section 143(12) of the Companies Act, 2013. Accordingly, there are no disclosures required under Section 134(3)(ca) of the Act.

c) INTERNAL AUDITORS:

The Company has appointed M/s. Manas Dash & Co, as the Internal Auditors of the company for the Financial Year 2025-26. The Audit Committee determines the scope of Internal Audit in line with regulatory and business requirements.

32. REPORTING OF FRAUDS BY AUDITORS:

During the year under review, neither the Statutory Auditors nor the Secretarial Auditor has reported to the Audit Committee under Section 143 (12) of the Companies Act, 2013, any instances of fraud committed against the Company by its officers or employees, the details of which would need to be mentioned in the Board's Report.

33. ACCOUNTING STANDARDS :

The Company has followed Indian Accounting Standards (Ind AS) issued by the Ministry of Corporate Affairs in the preparation of its financial statements.

34. ANNUAL RETURN :

In accordance with the provisions of Section 92(3) of the Companies Act, 2013 and Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return of the Company has been made available on the Company's official website https://sanmitinfraltd.com/ .

35. CORPORATE GOVERNANCE :

The Company remains steadfast in its commitment to upholding the highest standards of Corporate Governance, emphasizing transparency, accountability, and ethical business practices in all aspects of its operations. In accordance with Regulation 34 read with Schedule V of the SEBI Listing Regulations, a separate report on Corporate Governance has been included as part of this Integrated Annual Report as **Annexure-I**.

Additionally, a certificate issued by Mr. Ramesh Chandra Mishra, Practising Company Secretaries, Secretarial Auditor of the Company, confirming compliance with the Corporate Governance requirements as prescribed under the Listing Regulations is annexed as **Annexure- I**.

36. MANAGEMENT DISCUSSION AND ANALYSIS REPORT :

The Management Discussion and Analysis Report for the year under review, as stipulated under the Regulation 34 read with Schedule V of SEBI Listing Regulations, forms part of this Annual Report and is annexed as **Annexure-II**.

The state of the affairs of the business along with the financial and operational developments have been discussed in detail in the Management Discussion and Analysis Report.

37. BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT :

The Business Responsibility and Sustainability Report for the year under review, as stipulated under the Regulation 34 of SEBI Listing Regulations, forms part of this Annual Report and is annexed as **Annexure-VII**.

38. DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The Company is firmly committed to fostering a safe, respectful, and inclusive workplace and maintains a zero-tolerance policy towards any form of discrimination or harassment. In alignment with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, the Company has implemented a comprehensive Anti-Harassment and Grievance Redressal Policy.

To ensure proper handling of such matters, an Internal Complaints Committee (ICC) is constituted at the Group level to address and resolve complaints related to sexual harassment in a timely and fair manner. The policy clearly outlines the procedures, roles, and responsibilities involved in addressing such concerns and aims to offer guidance and support to employees across all offices of the Company.The policy covers all women employees, including those who are permanent, temporary, or contractual. It is introduced to all employees during their induction.

During the financial year under review, the Company has not received any complaints pertaining to sexual harassment.

The details of complaints reported under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 during FY 2025-26 are as follows:

Sr. No.	Particulars	Complaints
1	Number of complaints at the beginning of the financial year	NIL
2	Number of complaints filed and resolved during the financial year	NIL
3	Number of complaints pending at the end of the financial year	NIL

39. PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO

In accordance with the provisions of Section 134(3)(m) of the Companies Act, 2013, read with Rule 8(3) of the Companies (Accounts) Rules, 2014, the relevant information pertaining to conservation of energy, technology absorption, and foreign exchange earnings and outgo is as follows:

- **Conservation of energy: -**
  1. The steps taken or impact on conservation of energy: N.A.
  2. The steps taken by the Company for utilizing alternate sources of energy: N.A.
  3. The capital investment on energy conservation equipment: N.A.

- **Technology absorption:**
  1. The efforts made towards technology absorption: N.A.
  2. The benefits derived like product improvement, cost reduction product development or import substitution: N.A.
  3. In case of imported technology (imported during the last three years reckoned from the beginning of the financial year) -
     - The details of technology imported: N.A.
     - The year of import: N.A.

- Whether the technology been fully absorbed. N.A.

4. If not fully absorbed, areas where absorption has not taken place and the reasons thereof; and: N.A.
5. The expenditure incurred on Research and Development. N.A.

- **Foreign Exchange Earnings and Outgo:** N.A.

40. SECRETARIAL STANDARDS COMPLIANCES:

Your Company has complied with the Secretarial Standards issued by the Institute of Company Secretaries of India on Meetings of the Board of Directors (SS-1) and General Meetings (SS-2).

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

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

42. COMPLIANCE WITH THE MATERNITY BENEFIT ACT, 1961:

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

43. LISTING WITH STOCK EXCHANGES:

Shares of the Company are listed on BSE Limited and the Company confirms that it has paid the annual Listing Fees for the year 2025-26.

44. CODE OF CONDUCT FOR DIRECTORS AND SENIOR MANAGEMENT:

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

The Code is aimed at preventing any wrong doing and promoting ethical conduct at the Board and by employees. The Compliance Officer is responsible to ensure adherence to the Code by all concerned.The Code lays down the standard of Conduct which is expected to be followed by the Directors and the designated employees in their business dealings and in particular on matters relating to integrity in the workplace, in business practices and in dealing with stakeholders.

All the Board Members and the Senior Management Personnel have confirmed Compliance with the Code. Declaration of Code of Conduct is annexed as **Annexure-VIII**.

45. DISCLOSURE REQUIREMENTS:

The Company has devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards issued by the Institute of Company Secretaries of

India and is of the view that such systems are adequate and operating effectively.

46. MAINTAINANCE OF COST RECORDS:

The Company is required to maintain cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013.

47. CAUTIONARY STATEMENT:

Certain statements made in this Report, including those under Management Discussion and Analysis, Corporate Governance, the Notice to Shareholders, and other sections of the Annual Report, may constitute "forward-looking statements" as per applicable laws and regulations. These statements reflect the Company's current intentions, expectations, projections, or forecasts regarding future performance.

However, actual outcomes may vary materially from those expressed or implied, owing to changes in market conditions, economic developments, or unforeseen circumstances. The Company does not assume any obligation or responsibility for the accuracy or completeness of such forward-looking statements, which may be subject to revision based on future events, developments, or the availability of new information.

48. ACKNOWLEDGEMENTS:

The Directors acknowledge and sincerely appreciate the dedication, perseverance, and hard work demonstrated by all employees across the Company. They also extend their heartfelt thanks to the shareholders, government bodies, regulatory authorities, banks, stock exchanges, depositories, auditors, customers, vendors, business associates, suppliers, distributors, and the communities surrounding the Company's operations. The Directors are grateful for their continued support, trust, and confidence in the Company's Management.

For and behalf of Board of Directors
SANMIT INFRA LIMITED

	Sd/-	**Sd/-**
	Sanjay Makhija	**Kamal Makhija**
Date: 14.08.2026	**Managing Director**	**Whole Time Director**
Place: Mumbai	**DIN: 00586770**	**DIN: 00586617**

ANNEXURE-I

Report on Corporate Governance

[Report on Corporate Governance pursuant to the Companies Act, 2013 ("the Act) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 {"SEBI Listing Regulations"} and forming a part of the report of the Board of Directors]

1. Company's philosophy on Corporate Governance

The Company's corporate governance philosophy revolve around fair and transparent governance and disclosure practices in line with the Principles of Good Corporate Governance. This philosophy is backed by principles of concerns, commitment, ethics, excellence and learning in all its acts and relationships with stakeholders, clients, associates and the community at large. The Company believes that good Corporate Governance is a continuous process and strives to improve its Corporate Governance practices to meet shareholder's expectations. The business is governed and supervised by a strong Board of Directors and together with the management, they are committed to uphold the principles of excellence across all activities.

The Company is compliant with the latest provisions of the SEBI Listing Regulations as amended from time to time.

2. Board of Directors

The composition of the Board as on March 31, 2026 comprised of 8 (Eight) Directors with optimum combination of Whole Time Directors and Independent Directors i.e., 4 (four) Whole Time Directors and 4 (four) Non-Executive Independent Directors (including one Independent Woman Director). All the members are eminent persons with considerable professional expertise and experience. The Board consists of a balanced combination of Executive and Non-Executive Directors.

The Board Members are not related to each other and the number of Directorships/Committee memberships held by Executive and Non-Executive Independent Directors are within the permissible limits under SEBI Listing Regulations, 2015 and the Act.

Board Procedure :

The Board Meeting is conducted at regular intervals i.e. at least once in every quarter to discuss and decide the business strategies, policies and to review the performance of the Company. All the necessary documents and information pertaining to the matters to be considered at each Board Meeting and Committee Meeting is made available to the Board of Directors and Committee Members to discharge their responsibilities effectively.

The details of other Directorships/Chairmanship and Membership of Committees held by Directors of the Company (including the company) as on March 31, 2026 is given below:

Attendance, Directorships and Committee positions-

Name of Directors	Category	No. of Other Directorships and Committee Chairmanship(s)/Membership(s)			Particulars of Directorships in other Listed Entities	
		*Directorships	#Chairmanship	#Membership	Name of the Company	Category of Directorship

Mr. Sanjay Kanayalal Makhija (DIN: 00586770)	Managing Director	5	0	0	0	-
Mr. Dinesh Kanayalal Makhija (DIN: 00586498)	Whole Time Director & CFO	4	0	0	0	-
Mr. Kamal Kanayalal Makhija (DIN: 00586617)	Whole Time Director	5	0	0	0	-
Mr. Haresh Kanayalal Makhija (DIN: 00586720)	Whole Time Director	4	0	0	0	-
Mr. Mohan Mallu Rathod** (DIN: 06823515)	Independent Director	5	0	2	0	-
Mr. Ajay Nanik Chandwani (DIN: 09332747)	Independent Director	1	0	2	0	-
Mrs. Madhavi Patri Subramanian (DIN: 10592457)	Independent Director	1	0	2	0	-
Mr. Mukund Shivaram Biwalkar* (DIN :	Independent Director	2	2	0	0	-

00865087)						
Mr. Ashok Madhavra Thorat ***(DIN: 11237722)	Independent Director	1	2	2	0	-
Mr. Nandkumar Gorkhnath Patil ****(DIN: 11518058)	Independent Director	1	0	2	0	-

* Mr. Mukund Shivaram Biwalkar resigned from post of Independent Director w.e.f. 13.08.2025.

** Mr. Mohan Mallu Rathod term completed as an Independent Director w.e.f. 05.01.2026.

*** Mr. Ashok Madhavra Thorat appointed as Independent Director w.e.f. 13.08.2025.

**** Mr. Nandkumar Gorkhnath Patil appointed as Independent Director w.e.f. 04.02.2026.

Notes:

1. While considering the total number of directorships, directorships in foreign companies and companies incorporated under Section 8 of the Act have been excluded.
2. While calculating number of Membership of Committee in other Companies, it includes Audit Committee, and Stakeholders' Relationship Committee of Public Companies (listed and unlisted) only.
3. In terms of Part C of Schedule V of the SEBI Listing Regulations, it is hereby disclosed that Mr. Sanjay Kanayalal Makhija -Managing Director, Mr. Dinesh Kanayalal Makhija, Mr. Kamal Kanayalal Makhija and Mr. Haresh Kanayalal Makhija are brothers. Except the information referred above there is no other inter-se relationship amongst the Directors.
4. The number of Directorship, Chairmanship/ Membership in Committees of all Directors is within prescribed limit under the Act and Regulation 26 of the SEBI Listing Regulations.

Board Meetings

The Board Meeting is conducted at least once in every quarter to discuss the performance of the Company and its Quarterly Financial Results, along with other matters regarding the Company. The Board also meets to consider other business(es), whenever required, from time to time. Agenda of the business(es) to be transacted at the Board Meeting along with explanatory notes thereto are drafted and circulated well in advance to the Board of Directors of the Company.

The Company always ensures that the Board members are presented with all the relevant information on vital matters affecting the working of the Company including the information as inter-alia specified under Part A of Schedule II of Regulation 17(7) of the SEBI Listing Regulations. Every Board Member is free to suggest the inclusion of any item on the agenda and hold due discussions thereto.

Meetings held during the financial year 2025-26

Eight (8) Board Meetings were held during the year under review and gap between the two meetings did not exceed 120 days. The meetings were held on the following dates:

Board Meeting Dates	April 03, 2025	May 28, 2025	July 04, 2024	August 13, 2025	November 13, 2025	December 30, 2025	February 04, 2026	February 13, 2026
Mode of Meeting	**At the Registered Office of the company**							

The attendance of each Director at the Board Meeting and the last Annual General Meeting is given thereunder:

Name of Directors	**Particulars of attendance for the Board Meetings**		**Attendance for last AGM held on 25th September, 2025**
	Meetings held during the Director's tenure	**Board Meetings Attended**	
Mr. Sanjay Kanayalal Makhija (DIN: 00586770)	**8**	**8**	✓
Mr. Dinesh Kanayalal Makhija (DIN: 00586498)	**8**	**8**	✓
Mr. Kamal Kanayalal Makhija (DIN: 00586617)	**8**	**8**	✓
Mr. Haresh Kanayalal Makhija (DIN: 00586720)	**8**	**8**	✓
Mr. Mohan Mallu Rathod** (DIN: 06823515)	**6**	**6**	✓
Mr. Ajay Nanik Chandwani (DIN: 09332747)	**8**	**8**	✓
Mrs. Madhavi Patri Subramanian 10592457)	**8**	**8**	✓
Mr. Mukund Shivaram Biwalkar* (DIN : 00865087)	**3**	**3**	**X**

Mr. Ashok Madhavra Thorat ***(DIN: 11237722)	**5**	**5**	
Mr. Nandkumar Gorkhnath Patil ****(DIN: 11518058)	**2**	**2**	**X**

* Mr. Mukund Shivaram Biwalkar resigned from post of Independent Director w.e.f. 13.08.2025.

** Mr. Mohan Mallu Rathod term completed as an Independent Director w.e.f. 05.01.2026.

*** Mr. Ashok Madhavrao Thorat appointed as Independent Director w.e.f. 13.08.2025.

**** Mr. Nandkumar Gorkhnath Patil appointed as Independent Director w.e.f. 04.02.2026.

Independent Directors

The term "Independent Director" is defined under Section 149 of the Act and the applicable rules, as well as Regulation 16(1)(b) of the SEBI Listing Regulations. In accordance with Section 149(7) of the Act, all Independent Directors have submitted declarations confirming that they meet the independence criteria laid out in Section 149(6) of the Act and the SEBI Listing Regulations. Based on these declarations, the Board has reviewed and verified their authenticity and confirms that the Independent Directors meet all requirements of independence and are fully compliant with the provisions of the Act and SEBI Listing Regulations.

Additionally, all Independent Directors have affirmed that there are no existing or foreseeable circumstances that could impact their status as Independent Directors or hinder their ability to effectively perform their duties. They are also in compliance with the limit on the number of independent directorships as prescribed under Regulation 17A of the SEBI Listing Regulations.

For the financial year ended March 31, 2026, there were One resignation and one term completion from Independent Directors on the Board. Furthermore, all Directors have confirmed that they do not serve as members in more than 10 committees or as Chairpersons in more than 5 committees, in accordance with Regulation 26(1) of the SEBI Listing Regulations, across all companies where they hold directorships.

In line with Regulation 46 of the SEBI Listing Regulations, the terms and conditions of appointment of Independent Directors are publicly accessible on the Company's website at www.sanmitinfraltd.com .

Familiarisation Programmes

At the time of appointment, the Independent Directors are made aware of their roles and responsibilities through a formal letter of appointment which stipulates various terms and conditions. At Board and Committee meetings, the Independent Directors are regularly familiarised on the business model, strategies, operations, functions, policies and procedures of the Company and its Subsidiaries. All Directors attend the familiarisation programmes as these are scheduled to coincide with the Board meeting calendar.

Matrix Setting Out the Skills/Expertise/Competence of the Board of Directors

The Board of Directors of the Company plays a pivotal role in guiding the strategic direction and ensuring the effective governance of the organization. In order to fulfil its responsibilities and maintain a high standard of corporate oversight, the Board continually assesses the collective skills and competencies required in the context of the Company's evolving business landscape, sectoral challenges, and regulatory requirements.

In compliance with Regulation 34(3) and Schedule V of the SEBI Listing Regulations, the Board has identified a set of core skills, expertise, and competencies that are necessary for the effective functioning of the Company. These attributes are currently available among the Board members, who bring diverse professional experiences and a strong commitment to ethical governance and strategic excellence.

The identified skills reflect the nature of the industry, the Company's strategic priorities, and the dynamic global business environment in which it operates. The Board regularly reviews these skills to ensure continued alignment with emerging trends, risks, and stakeholder expectations.

Business	Understanding of business dynamics, across various geographical markets, industry verticals and regulatory jurisdictions.
Leadership	Extended Leadership experience for a significant enterprise, resulting in a practical understanding of organizations, processes, strategic planning and risk management. Demonstrated strengths in developing talent, planning succession and driving change and long term growth.
Strategy and Planning	Appreciation of long-term trends, strategic choices and experience in guiding and leading management teams to make decisions in uncertain environments.
Governance	Experience in developing governance practices, serving the best interests of all stakeholders, maintaining board and management accountability, building long term effective stakeholder engagements and driving corporate ethics and values.
Financial	Leadership of a financial firm or management of the finance function of an enterprise, resulting in proficiency in complex financial management, capital allocation and financial reporting processes or experience in actively supervising a principle financial officer, principle accounting officer, controller, public accountant, auditor or person performing similar function.
Sales & Marketing	Experience in developing strategies to grow sales and market share, build awareness and equity and enhance enterprise reputation.

In terms of requirement of SEBI Listing Regulations, the Board has identified the following core skills / expertise / competencies of the Directors in the context of the Company's business for effective functioning as follows:

Name of the Director	**Area of Expertise**					
	Business	**Leadership**	**Strategy and Planning**	**Governance**	**Financial**	**Sales & Marketing**
Mr. Sanjay Kanayalal Makhija	✓	✓	✓		✓	
Mr. Dinesh Kanayalal Makhija	✓	✓		✓	✓	✓

Mr. Kamal Kanayalal Makhija	✓	✓	✓		✓	✓
Mr. Haresh Kanayalal Makhija	✓	✓	✓	✓		✓
Mr. Mohan Mallu Rathod				✓	✓	
Mr. Ajay Nanik Chandwani	✓	✓			✓	✓
Mrs. Madhavi Patri Subramanian		✓		✓	✓	✓
Mr. Mukund Shivaram Biwalkar	✓	✓	✓	✓	✓	✓
Mr. Ashok Madhavra Thorat		✓		✓	✓	
Mr. Nandkumar Gorkhnath Patil	✓		✓			

Committees of Board of Directors

The mandatory Committees constituted by the Board of Directors of the Company are as under:

1. Audit Committee;
2. Nomination and Remuneration Committee;
3. Corporate Social Responsibility Committee;
4. Stakeholder's Relationship Committee.

Board has constituted 2 Committees voluntarily namely: Risk Management Committee and Business Responsibility and Sustainability Committee

The composition of all the mandatory Committees meets the requirements of the Act and the SEBI Listing Regulations.

The details of the role and composition of the Committees of the Board including the number of meetings held during the Financial Year under review and attendance thereat, are provided below.

Audit Committee

The terms of reference of the Audit Committee satisfy the requirement of Section 177 of the Act read with Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 18 of SEBI Listing Regulations.

The Audit Committee assists the Board in its responsibility for overseeing the quality and integrity of the accounting, auditing and reporting practices of the Company and its compliance with the legal and regulatory requirements. The Chairman of the Committee is financially literate and all other members of the Audit Committee have accounting or related financial management expertise.

Terms of Reference-

The brief terms of reference of the Audit Committee include the following:

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
    a) Matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Act;
    b) Changes, if any, in accounting policies and practices and reasons for the same;
    c) Major accounting entries involving estimates based on the exercise of judgment by management;
    d) Significant adjustments made in the financial statements arising out of audit findings;
    e) Compliance with listing and other legal requirements relating to financial statements;
    f) Disclosure of any related party transactions;
    g) Modified opinion(s) in the draft audit report;

5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public issue or rights issue or preferential issue or qualified institutions placement], and making appropriate recommendations to the board to take up steps in this matter;
7. Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the listed entity with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the listed entity, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
14. Discussion with internal auditors of any significant findings and follow up there on;
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;

16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
18. To review the functioning of the whistle blower mechanism;
19. Approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
20. Carrying out any other function as is mentioned in the terms of reference of the audit committee;
21. Reviewing the utilisation of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision; and
22. Consider and comment on rationale, cost benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders.

Mandatorily review the following information:

1) Management discussion and analysis of financial condition and results of operations;
2) Management letters / letters of internal control weaknesses issued by the statutory auditors;
3) Internal audit reports relating to internal control weaknesses;
4) The appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee;
5) Statement of deviations;

a) Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1);
b) Annual statement of funds utilised for purposes other than those stated in the offer document/ prospectus/notice in terms of Regulation 32(7).

During the year under review, the Audit Committee also reviewed and approved the related party transactions from time to time.

Composition, Meetings and Attendance

During the Financial year 2025-26, the Audit Committee met Five (5) times. The composition of the committee, date of the meeting and attendance of the Audit committee meetings is given below:

Name of Members	**Category**	**Meeting Dates**	**May 28, 2025**	**August 13, 2025**	**November 13, 2025**	**December 30,2025**	**February 13, 2026**
		Mode of Meeting	**Physical Meeting at the Registered Office of the Company**				
			No of Meetings Attended				
Mr. Mukund Shivaram Biwalkar (upto 12.08.2025) (**Chairperson)**	Independent Director	**1**	✓	**X**	**X**	**X**	**X**
Mr. Ashok	Independent	**4**	**X**	✓	✓	✓	✓

Madhavra Thorat (w.e.f. 13.08.2025) **(Chairperson)**	Director						
Mrs. Madhavi Patri Subramanian **(Member)**	Independent Director	5	✓	✓	✓	✓	✓
Mr. Mohan Mallu Rathod (upto 05.01.2026) **(Member)**	Independent Director	**4**	✓	✓	✓	✓	**X**
Mr. Ajay Nanik Chandwani **(Member)**	Independent Director	**5**	✓	✓	✓	✓	✓
Mr. Nandkumar Gorkhnath Patil (w.e.f. 04.02.2026) **(Member)**	Independent Director	**1**	**X**	**X**	**X**	**X**	✓

The Functional Heads, Internal Auditors, Representatives of Statutory Auditors attend the meetings of Audit Committee from time to time. The Chairperson of the Audit Committee Meeting was present at the 25th Annual General Meeting held on September 25, 2025.

4. Nomination and Remuneration Committee

The Nomination and Remuneration Committee ("**NRC**") of the Company is duly constituted as per Regulation 19 of the SEBI Listing Regulations, read with the provisions of Section 178 of the Act.

The present composition of the NRC is in accordance with the provisions of the Act and the rules made thereunder and SEBI Listing Regulations, it consists of Four (4) Non-Executive Independent Directors as on March 31, 2026. The Nomination and Remuneration Committee recommends the nomination of Directors, and carries out evaluation of performance of individual Directors. Besides, it recommends remuneration policy for Directors, Key Managerial Personnel and the Senior Management of the Company.

Terms of Reference-

The brief terms of reference of the Nomination and Remuneration Committee include the following:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;

2. For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance skills, knowledge and experience on the Board and

on the basis of such evaluation, prepare a description of the role and capabilities required of an Independent Director. The person recommended to the Board for appointment as an Independent Director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the committee may:

a) Use the services of an external agencies, if required
b) Consider candidates from a wide range of backgrounds, having due regard to diversity;
c) Consider the time commitments of the candidates.
3. Formulation of criteria for evaluation of performance of independent directors and the board of directors;
4. Devising a policy on diversity of board of directors;
5. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal;
6. Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;
7. Recommend to the board, all remuneration, in whatever form, payable to senior management.

Composition, Meetings and Attendance

During the Financial Year 2025–26 Nomination and Remuneration Committee met 5 (Five) times. The Composition of the Committee, date of the meetings and attendance of Nomination and Remuneration Committee members in the said meetings is given below:

Name of Members	**Category**	**Meeting Dates**	**May 28, 2025**	**July 04, 2025**	**August 13, 2025**	**November 13, 2025**	**February 04, 2026**
		Mode of Meeting	**Physical Meeting at the Registered Office of the Company**				
			No of Meetings Attended				
Mrs. Madhavi Patri Subramanian (**Chairperson)**	Independent Director	5	✓	✓	✓	✓	✓
Mr. Mukund Shivaram Biwalkar (upto 12.08.2025) **(Member)**	Independent Director	**1**	✓	**X**	**X**	**X**	**X**
Mr. Mohan Mallu Rathod (upto 05.01.2026) **(Member)**	Independent Director	**4**	✓	✓	✓	✓	**X**

Mr. Ajay Nanik Chandwani **(Member)**	Independent Director	**5**	✓	✓	✓	✓	✓
Mr. Ashok Madhavra Thorat (w.e.f. 13.08.2025) **(Member)**	Independent Director	**3**	**X**	**X**	✓	✓	✓
Mr. Nandkumar Gorkhnath Patil (w.e.f. 04.02.2026) **(Member)**	Independent Director	**1**	**X**	**X**	**X**	**X**	✓

Performance evaluation criteria for Independent Directors

In accordance with the provisions of Section 134(3)(p) of the Act and the applicable requirements of the SEBI Listing Regulations, the Board has undertaken an annual evaluation of its own performance, that of its Committees and of individual Directors. The Nomination and Remuneration Committee reviewed and assessed the performance of each Director, including the Chairman and submitted its evaluation to the Board for consideration.

The assessment of the Independent Directors was conducted by the entire Board in line with the approved evaluation framework and criteria, excluding the Director under review. Based on the responses received through the evaluation process and the deliberations held thereafter, the Board acknowledged and appreciated the effective contribution and satisfactory performance of the Independent Directors.

5. Stakeholders' Relationship Committee

The Stakeholders' Relationship Committee ("**SRC**") is constituted as per the requirements of Regulation 20 of the SEBI Listing Regulations and Section 178 of the Act.

Four (4) Non-Executive Independent Directors as on March 31, 2026.

Composition, Meetings and Attendance

During the Financial Year 2025–26 the Stakeholders Relationship Committee met Thrice (3). The Composition of the Committee, date of the meetings and attendance of Stakeholders Relationship Committee members in the said meetings is given below –

Name of Members	**Category**	**Meeting Date**	**May 28, 2025**	**August 13,2025**	**November 13, 2025**
		Mode of Meeting	**Physical Meeting at the Registered Office of the Company**		
	No of Meetings attended				
Mr. Mukund Shivaram Biwalkar (upto 12.08.2025) (**Chairperson)**	Independent Director	**1**	✓	**X**	**X**

Mr. Ashok Madhavra Thorat (w.e.f. 13.08.2025) **(Chairperson)**	Independent Director	**2**	**X**	✓	✓
Mrs. Madhavi Patri Subramanian **(Member)**	Independent Director	**3**	✓	✓	✓
Mr. Mohan Mallu Rathod (upto 05.01.2026) **(Member)**	Independent Director	**3**	✓	✓	✓
Mr. Ajay Nanik Chandwani **(Member)**	Independent Director	**3**	✓	✓	✓
Mr. Nandkumar Gorkhnath Patil (w.e.f. 04.02.2026) **(Member)**	Independent Director	**0**	**X**	**X**	**X**

Name, designation and contact details of the Compliance Officer

Mrs. Sushama Anuj Yadav, Company Secretary and Compliance Officer (ICSI M. NO.: A32980), is the Compliance Officer of the Company.

The Compliance Officer can be contacted at:

SANMIT INFRA LIMITED

Corporate Office Address- 601,Makhija Royale, 6th Floor, S.V. Road, Khar (W), Mumbai, Maharashtra, India, 400052.

- Tel: 022 – 67429100
- Email: sanmitinfra@gmail.com
- Website: https://sanmitinfraltd.com/

Status of investors' complaints as on March 31, 2026

During the year, Three **(3)** Complaints were received through the SCORES portal of SEBI. No request for Share Transfer or Dematerialisation was pending for approval as on March 31, 2026.

The details of shareholders' complaints received and disposed of, during the year under review are as under:

No. of Investor complaints pending at the beginning	0
No. of Investor complaints received	3
No. of Investor complaints disposed off	3

No. of Investor complaints unresolved	0

6. Corporate Social Responsibility Committee

The Corporate Social Responsibility Committee ("**CSR**") has been constituted as per the provisions of Section 135 of the Act and other applicable provisions of Companies (Corporate Social Responsibility Policies) Rules, 2014. The Committee comprises of Four (4) Directors out of which all are Independent Director as on March, 31, 2026. The Chairperson of the committee is an Independent Director.

Terms of Reference-

1. Formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the Company as specified in Schedule VII to the Act, as amended, read with Rules framed thereunder;
2. Recommend the amount of expenditure to be incurred on such activities;
3. Monitor the Corporate Social Responsibility Policy of the Company from time to time;
4. To do such other acts, deeds and things as may be required to comply with the applicable laws;
5. To perform such other activities as may be delegated by the Board or specified/ provided under the Act or by the SEBI Listing Regulations or statutorily prescribed under any other law or by any other regulatory authority.

Composition, Meetings and Attendance

During the Financial Year 2025–26 the Corporate Social Responsibility Committee met Once (1). The Composition of the Committee, date of the meetings and attendance of Corporate Social Responsibility Committee members in the said meeting is given below –

Name of Members	**Category**	**Meeting Dates**	**May 28, 2025**
		Mode of Meeting	**Physical Meeting**
	No of Meetings attended		
Mrs. Madhavi Patri Subramanian (**Chairperson)**	Independent Director	**1**	✓
Mr. Mukund Shivaram Biwalkar (upto 12.08.2025) **(Member)**	Independent Director	**1**	✓
Mr. Mohan Mallu Rathod (upto 05.01.2026) **(Member)**	Independent Director	**1**	✓
Mr. Ajay Nanik Chandwani	Independent Director	**1**	✓

(Member)			
Mr. Ashok Madhavra Thorat (w.e.f. 13.08.2025) **(Member)**	Independent Director	**0**	**X**
Mr. Nandkumar Gorkhnath Patil (w.e.f. 04.02.2026) **(Member)**	Independent Director	**0**	**X**

The Report on CSR Activities as required to be given under Section 135 of the Act and Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 has been provided in an Annexure which forms part of the Directors' Report.

The CSR Policy is published on the website of the Company at https://sanmitinfraltd.com/wp-content/uploads/2023/08/8.-CSR-POLICY.pdf

CSR initiatives undertaken by the Company during the FY 2025-26

During the Financial Year 2025-26, the Company contributed Rs. 9,99,561/- on CSR.

7. Remuneration of Directors

A. Policy on Remuneration

At Sanmit Infra Limited, our people are central to our success. We consider our human capital as one of our most valuable assets. Accordingly, our remuneration framework is designed to ensure fair, transparent, and competitive compensation for Directors, senior management, and employees across all levels.

Our remuneration strategy is focused on:

- Attracting and retaining top talent,
- Recognizing and rewarding performance, and
- Aligning individual goals with the Company's long-term vision and objectives.

The Nomination and Remuneration Policy outlines the guiding principles and is accessible to all stakeholders through the Company's official website at:
https://sanmitinfraltd.com/wp-content/uploads/2023/08/2.-NOMINATION-AND-REMUNERATION-POLICY.pdf

B. Remuneration to Independent Directors

Independent Directors are compensated solely through sitting fees for attending Board and Committee meetings. In order to maintain independence, no performance-linked incentives or stock options are extended to Independent Directors.

The total amount of sitting fees paid to Independent Directors for the financial year ended March 31, 2026, was Rs. 70,000.

(In Rs)

Name of the Director	Sitting Fees	Commission	Total	Shareholding
Mr.Mukund Shivaram Biwalkar	5,000	-	5,000	-
Mrs.Madhavi Patri Subramanian	17,500	-	17,500	-
Mr. Mohan Mallu Rathod	12,500	-	12,500	-
Mr. Ajay Nanik Chandwani	17,500	-	17,500	-
Mr. Ashok Madhavra Thorat	12,500		12,500	
Mr. Nandkumar Gorkhnath Patil	5,000		5,000	

There are no pecuniary relationships or transactions between the Non-Executive Directors and the Company that require disclosure under applicable regulations.

C. **Remuneration to Executive Director**

The remuneration of the Managing Director and Whole-Time Directors is governed by applicable provisions of the Companies Act, 2013, relevant rules, SEBI regulations, and shareholder approvals. It includes a combination of fixed pay, allowances, and retirement benefits.

The Nomination and Remuneration Committee recommends the structure and components of executive remuneration based on Company policies and regulatory guidelines.

(in Rs)

Name of the Director	Gross Salary (p.m.)	Benefits, Perquisites and Allowances (includes payment in lieu of pension)	Commission, Bonus and Performance Linked Incentive Remuneration	Retirement Benefits
Mr. Sanjay Kanayalal Makhija	97,178	-	89,044	-
Mr. Dinesh Kanayalal Makhija	97,178	-	89,044	-
Mr. Kamal Kanayalal Makhija	97,178	-	89,044	-
Mr. Haresh Kanayalal Makhija	97,178	-	89,044	-

Service Contract, Notice Period and severance Fee

- The term of appointment for Executive Directors is **three years**, subject to retirement by rotation as per the Companies Act, 2013.
- The notice period for termination is **90 days** from either side.
- **No severance fee** is payable on termination of appointment.

8. General Body Meetings

A) Details of Last Three Annual General Meetings are as under

AGM	Financial Year	Day, Date and Time	Venue	Details of Special Resolution Passed
23RD	2022-23	Thursday, July 20, 2023 02:00 p.m.	Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")	A) Regularisation/Appointment of Mrs. Priyanka Hirendra Moorjani (DIN : 10093028) as a Director (Non-Executive - Independent) of the Company; B) To consider and approve Related Party Transactions; C) Alteration in Main object clause in Memorandum of Association;
24TH	2023-24	Saturday, September 28, 2024 1:00 p.m.	Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")	A) Re-appointment of Mr. Dinesh Kanayalal Makhija (DIN: 00586498) as Whole Time Director
25TH	2024-2025	Thursday, September, 2025 02:00 p.m	Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")	A) Regularise / Appoint Mr. Ashok Madhavrao Thorat (DIN: 11237722) as an Independent Director of the company B) Re-Appointment of Mr. Sanjay Kanayalal Makhija (Din: 00586770) as Managing Director of the company C) Re-Appointment of Mr. Kamal Kanayalal Makhija (Din: 00586617) as a Whole Time Director of the company D) Re-Appointment of Mr. Haresh Kanayalal Makhija (Din: 00586720) as a Whole Time Director of the company E) Appointment af M/S. Ramesh Chandra Mishra And Associates, a Peer Reviewed Firm Practicing Company Secretaries, as

				Secretarial Auditor of the company F) Ratification of Cost Auditor's Remuneration G) To approve Material Related Party Transaction(S) of the company with Haresh Agencies

The Chairperson of the Audit Committee was present at all the above AGMs. All resolutions moved at the Annual General Meeting were passed by the requisite majority of shareholders.

B) Extraordinary General Meetings

Two (2) Extraordinary General Meetings were held during the financial year 2025-26 on April 30, 2025 and March 18, 2026.

C) Details of resolutions passed by way of postal ballot

There is currently no proposal to pass any resolution by way of postal ballot. None of the matters scheduled for consideration at the upcoming Annual General Meeting require approval through a postal ballot process.

9. Means of Communication

Quarterly Results	The Company communicates to the Stock Exchange about the quarterly financial results within 30 minutes or 3 hours from the conclusion of the Board in which the same is approved.
Newspapers wherein results normally published	The results are usually published in the Financial Express (English) and Pratahkaal (Marathi) newspapers.
Website	All the information and disclosures required to be disseminated as per Regulation 46(2) of the SEBI Listing Regulations and under the Act are being posted at Company's website: https://sanmitinfraltd.com/
Designated e-mail address for investor services	To serve the investors better and as required under SEBI Listing Regulations, the designated e-mail address for investors complaints is sanmitinfra@gmail.com

10. General Shareholder Information

a) Annual General Meeting - Date, Time and Venue	26th Annual General Meeting through Video Conferencing/ Other Audio-Visual Means (VC/ OAVM facility) [Deemed Venue for the meeting: Registered Office: 601,Makhija Royale, 6th Floor, S.V. Road, Khar (W), Mumbai, Maharashtra, India, 400052]
b) Financial Year	April to March

c) Registered Office	601, MAKHIJA ROYALE, 6TH FLOOR S.V. ROAD, KHAR (W), MUMBAI-400052..
d) CIN	L70109MH2000PLC288648
e) Name and Address of Stock Exchanges where Company's securities are listed	**BSE Limited (BSE)** Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001, India.
f) Listing fees	The Annual Listing fees for the financial year 2026-27 has been paid to BSE Limited.
g) Share Registrar and Transfer Agents	M/s. Purva Sharegistry (India) Private Limited Unit No. 9, Ground Floor, Shiv Shakti Ind. Estt, J. R. Boricha Marg, Lower Parel East, Mumbai, Maharashtra 400011 Phone No.022- 2301-2518,2301-6761 Email: - support@purvashare.com
l) Company Secretary & Compliance officer	Mrs. Sushama Anuj Yadav

n) Share Transfer System

Pursuant to the directive of the Securities and Exchange Board of India (SEBI), physical transfer of shares has been dispensed with. In reference to SEBI Circular dated January 25, 2022, the security holder/ claimant shall submit duly filled up Form ISR-4 for processing of service request related to transmission, transposition, consolidation/sub-division/endorsement of share certificate, issue of duplicate share certificate along with requisite documents. The Company/RTA shall issue letter of confirmation after processing the service requests which shall be valid for a period of 120 days from the date of its issuance, within which the securities holder/claimant shall make a request to the Depository Participant for dematerializing the said securities.

o) Shareholding Pattern (Equity) as on March 31, 2026

Particulars	No. of Shares	% Equity
Promoter	11,42,81,980	72.33
Non Resident Indian	54,80,439	3.47
Public	3,51,58,334	22.25
Body Corporate	18,39,709	1.16
Others	12,47,038	0.79
Total	**15,80,07,500**	**100**

q) Distribution of Shareholding as on March 31, 2026

Sr. No	Shareholding of Shares	Number of Shareholders	% of Total Shareholders	Shares	% of Total Share Capital
1	1 to 100	25073	60.76	786250	0.5
2	101 to 200	4211	10.21	665319	0.42
3	201 to 500	4978	12.06	1784544	1.13
4	501 to 1000	3169	7.68	2533851	1.6
5	1001 to 5000	3049	7.39	6760868	4.28
6	5001 to 10000	389	0.94	2786673	1.76
7	10001 to 100000	354	0.86	8932215	5.65
8	100001 to Above	41	0.1	133757780	84.65
TOTAL		**41264**	**100**	**158007500**	**100**

r) Dematerialization of Shares and Liquidity

99.99% of the Paid-up Capital is held in Dematerialised form with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on March 31, 2026 under ISIN No: **INE799C01031**

Particulars	NSDL	CDSL	Physical	Total
Shares	21734503	136263607	9390	**158007500**
Shares (%)	13.76%	86.23%	0.01%	**100%**

s) Outstanding GDRs/ ADRs/ Warrants or any convertible instruments

The Company has not issued any GDRs, ADRs, Warrants or any convertible instruments.

t) Commodity Price Risk or Foreign exchange risk and hedging activities

There is no Commodity Price Risk, Foreign Exchange Risk and Hedging Activities carried out by Company.

u) Plant Locations:

- Malmatta No.239, Survey No.6, Hissa No.4, Khalapur, Maniknagar , Talavali, Raigad, Maharashtra, 410220

v) List of all credit rating

No credit ratings obtained of the Company:

w) Address for correspondence

Registered Office: 601,Makhija Royale, 6th Floor, S.V. Road, Khar (W), Mumbai, Maharashtra, India, 400052

x) Details with respect to Demat Suspense Account/Unclaimed Suspense Account as per Regulation 34(3) of SEBI Listing Regulations

Particulars	Shareholders		Physical	
	No. of Shareholder	No. of equity shares	No. of Shareholder	No. of equity shares
Aggregate no. of shareholders and the outstanding shares in the suspense account lying as on April 1, 2025	**NIL**	**NIL**	**NIL**	**NIL**
Number of shareholders who approached the Company for transfer of shares from suspense accounts during the year	-	-	-	-
Number of shareholders to whom shares were transferred from the suspense account during the year	-	-	-	-
Shares Transferred to IEPF A/c	-	-	-	-
Aggregate number of shareholders and the outstanding shares in the suspense account lying as on March 31, 2026	**NIL**	**NIL**	**NIL**	**NIL**

11. Other Disclosures :

a. Disclosures on materially significant related party transactions that may have potential conflict with the interests of listed entity at large;

During the year under review, all the related party transactions that were entered into were on an arm's length basis and in the ordinary course of business, and there were no material related party transactions that had potential conflict with the interest of the Company at large. The details of the transactions with the related parties are placed

before the Audit Committee on a quarterly basis in compliance with the provisions of Section 177 of the Act, and Rules framed thereunder and Regulation 23 of the SEBI Listing Regulations. Details of Related Party Transactions are disclosed in the notes to the Financial Statements as per the applicable Indian Accounting Standards.

b. Details of Non-Compliance by the listed entity, penalties, strictures imposed on the listed entity by stock exchange(s) or the board or any statutory authority, on any matter related to capital markets, during the last three years:

During the year under review, There were no Penalities levied.
In 2024, the Company received the mail dated 21ST August, 2024 and 6TH September, 2024 from BSE for payment of SOP Fine for Non- Compliance of Regulation 17(1) of SEBI (LODR) Regulation, 2015 and the company paid the fine of Rs. 88,500/- on 20TH September, 2024.The company had already complied with Regulation 17(1) of SEBI (LODR) Regulation, 2015 but inadvertently failed to include the details in Corporate Governance Report. After mail received from BSE, Company filed Revised Corporate Governance for quarter ended June 2024 on 24TH September,2024.The company also has made Waiver Application dated 29TH November, 2024 to BSE.The company has also made an Appeal to SAT for the fine levied by BSE. BSE through its email dated 21ST April, 2025 informed that it has waived the fine of Rs. 88,500/-.

In 2024, the Company received the mail dated 1ST October, 2024 from BSE for payment of SOP Fine for Non – Compliance with Regulation 23(9) and Late Submissions of other Regulations of SEBI (LODR) Regulation, 2015 amounting to Rs. 1,54,42,622/-.The company had earlier mailed to BSE about Non Applicability of Related Party Transaction..The company had filed RPT XBRL on 14TH November, 2024 for Quarter September 2020 and March 2021. and the company paid the fine of Rs. 15,340/- on 04TH September, 2024. The company also has made Waiver Application dated 12TH December, 2024 to BSE.BSE through its email dated 23RD April, 2025 informed that it has waived the fine of Regulation 23(9) of SEBI (LODR) Regulation, 2015 of Rs. 1,55,46,500/- for Quarter September 2020 of Rs. 84,48,800/- and for Quarter March 2021 of Rs. 70,97,700/- respectively.

c. Disclosure of Vigil Mechanism/ Whistle Blower Policy and access to the Chairperson of the Audit Committee;

The Company has put in place a mechanism for employees to report to the Management, concerns about unethical behaviour, actual or suspected fraud or violation of the Companies Code of Conduct or Ethics Policy. The said Policy provides for adequate safeguards against victimization of employees who avail of the mechanism and also provides for direct access to the higher levels of supervisors, managers including the Audit Committee. We confirm that during the financial year 2025-26 no employee of the Company was denied access to the Chairperson of the Audit Committee. The Whistle Blower Policy is displayed on the Company's website viz. https://sanmitinfraltd.com/wp-content/uploads/2023/08/10.-WHISTLE-BLOWER-POLICY-AND-VIGIL-MECHANISM-POLICY.pdf

This policy also provides for adequate safeguards against victimization of employees who avail of the mechanism and provides for direct access to the Ombudsperson/Audit Committee Chairperson under the Code.

No personnel have been denied access to the Audit Committee.

d. Details of compliance with all the mandatory requirements and adoption of the non-mandatory requirements:

The Company has complied with all the mandatory requirements of the SEBI Listing Regulations relating to corporate governance.

e. Web Link where policy for determining 'material' subsidiaries is disclosed;

To determine 'material subsidiary', the Company has adopted a 'Policy for Determining Material Subsidiary' and the same has been hosted on the website of the Company on the following web link; https://sanmitinfraltd.com/wp-content/uploads/2023/08/6.-POLICY-FOR-DETERMINING-MATERIAL-SUBSIDIARIES.pdf .

The Audit Committee reviews the financial statements and in particular, the investments made by the unlisted subsidiary companies. The minutes of the Board meetings of the subsidiaries are placed at the meeting of the Board of Directors of the Company. The management of the unlisted subsidiary periodically brings to the notice of the Board of Directors of the Company a statement of all significant transactions and arrangements entered into by the unlisted subsidiary, if any.

f. Web link where policy on dealing with related party transactions:

The Company has formulated a policy on materiality of Related Party Transactions and dealing with Related Party Transactions in line with the requirements of Section 177 (4) (iv) and 188 of the Act, read with Rules framed thereunder and the SEBI Listing Regulations, amended from time to time. This Policy has been posted on the website of the Company at the https://sanmitinfraltd.com/wp-content/uploads/2023/08/4.-POLICY-FOR-RELATED-PARTY-TRANSACTION.pdf .

g. Disclosure of commodity price risk and commodity hedging activities- NA

h. Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A): NA

i. A certificate from a company secretary in practice that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority is annexed to this report. (Annexure - IX)

j. Where the board had not accepted any recommendation of any committee of the board which is mandatorily required, in the relevant financial year, the same to be disclosed along with reasons thereof:

During the Financial Year 2025-26 there have not been any instances where the Board of Directors have not accepted any recommendations of any committee of the Board which is mandatorily required.

k. Total fees for all services paid by the Company to the statutory auditors of which the statutory auditor is part during the Financial Year 2025-26.

Total fees which is required to be paid by the Company to the Statutory Auditors of the Company 'PAMS & Associates' is as follows; Auditors Remuneration (exclusive of tax & GST)

Particulars	2025-26 (in lakhs)
Audit fees (including quarterly audits)	2,25,000
For other services (certifications, etc.)	0
For taxation matters	0
For reimbursement of expenses	0
Total	**2,25,000**

l. Disclosures in relation to Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013:

The Company is committed to creating and maintaining an environment in which employees can work without any fear of harassment, exploitation or intimidation. The Company makes sure that every employee is made aware that the company is strongly opposed to sexual harassment and such behaviour is prohibited both by law and Sanmit Infra Limited.

Sanmit Infra Limited has a policy and framework for employees to report sexual harassment cases at workplace and our process ensures complete anonymity and confidentiality of information. Disclosure in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

Number of complaints filed during the financial year	Nil
Number of complaints disposed of during the financial year	Nil
Number of complaints pending as on the end of the financial year	Nil

m. Disclosure by the listed entity and its subsidiaries of 'Loans and advances in the nature of loans to firms/ companies in which directors are interested by name and amount':

No loans or advances were extended to firms or companies in whom directors hold interests throughout the year.

n. Details of material subsidiaries of the listed entity; including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries:

The Company has no material Subsidiary and hence this clause is not applicable.

12) Non-Compliance of any Requirement of Corporate Governance Report

There have been no instances of non-compliance of any requirement of the Corporate Governance Report as prescribed by the SEBI Listing Regulations.

13) Discretionary Requirements

The Company has voluntarily complied with the following discretionary requirements as provided under Regulation 27 (1) read with Part E of the Schedule II of the SEBI Listing Regulations:

The Board	The Company has Non-executive Independent Chairperson.
Shareholder Rights	The quarterly and half-yearly financial performances are published in the newspapers and are also posted on the website of the Company, the same are not being sent to the members.
Modified opinion(s) in audit report	The Statutory Auditors have issued an unmodified audit opinion on the financial statements of the Company for the year ended March 31, 2026.
Separate posts of Chairperson and the Managing Director or the Chief Executive Officer	The Company have separate persons to the post of the Chairperson and the Managing Director.
Reporting of internal auditor	The Internal Auditor reports to Chairperson & Managing Director and has direct access to the Audit Committee.

For and behalf of Board of Directors
SANMIT INFRA LIMITED

	Sd/-	**Sd/-**
	Sanjay Makhija	**Kamal Makhija**
Date: 28.05.2026	**Managing Director**	**Whole Time Director**
Place: Mumbai	**DIN: 00586770**	**DIN: 00586617**

CERTIFICATE OF COMPLIANCE WITH THE CORPORATE GOVERNANCE

To,
The Members,
Sanmit Infra Limited
601,Makhija Royale, 6th Floor, S.V. Road,
Khar (W), Mumbai, Maharashtra, India, 400052

We have examined the compliance on the conditions of Corporate Governance by **M/s. Sanmit Infra Limited** ('the Company') for the year ended on March 31, 2026. As stipulated under Regulations 17 to 27, clauses (b) (i) of sub-regulation (2) of Regulation 46 and para C. D & E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 **(`SEBI Listing Regulations`).**

The compliance of conditions of Corporate Governance is the responsibility of the Company's Management. Our examination has been limited to the procedures and implementation thereof adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance as stipulated in the said Listing Regulations. It is neither an audit nor an expression of opinion on the financial statement of the Company.

In our opinion and to the best of our information and according to the explanations given to us and based on the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the year ended March 31, 2026.

We further state that such compliance is neither an assurance to the further viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For Ramesh Chandra Mishra & Associates
Sd/-
Ramesh Chandra Mishra
Company Secretary in Practice
Membership No: F5477
COP NO: 3987
UDIN NO : F005477H000524160
Peer Review certificate No: -7697/2026
Valid Upto: 31st March, 2031

Date: 28.05.2026
Place: Mumbai

ANNEXURE - II

MANAGEMENT DISCUSSION AND ANALYSIS

1. INDUSTRY STRUCTURE AND DEVELOPMENT :

Sanmit Infra Limited ("the Company") operates across diversified business segments, including Bio-medical and other Waste Management, Infrastructure and Real Estate Development, Trading in Petroleum Products, Bitumen Emulsion and other Road Construction related materials, and Microsurfacing, road repair and allied services.

The Company's diversified business model enables it to participate in multiple sectors and pursue opportunities across infrastructure, road construction, waste management, petroleum products and real estate. The Company continues to evaluate business opportunities based on market conditions, commercial viability, availability of resources and the Company's ability to execute projects efficiently.

The infrastructure and road construction sectors continue to provide opportunities arising from increasing emphasis on development and maintenance of roads, urban infrastructure and allied facilities. The waste management sector is also witnessing increasing attention towards scientific, compliant and environmentally responsible handling and disposal of biomedical and other waste.

The real estate and infrastructure sectors remain dependent on economic growth, availability of financing, interest rates, government policies, regulatory developments and demand conditions. Similarly, the petroleum trading and road construction material businesses are influenced by commodity prices, demand-supply conditions, transportation costs and competitive intensity.

The Company believes that its presence across multiple business segments provides opportunities for business diversification and supports its long-term growth strategy.

2. ECONOMIC CONDITIONS AND BUSINESS CYCLES :

The performance of the Company is influenced by prevailing macro-economic conditions, business cycles, government expenditure, interest rates, inflation, commodity prices and changes in regulatory and taxation policies.

Infrastructure and road-related activities are dependent, among other factors, upon government and private sector expenditure on infrastructure development and maintenance. Changes in economic activity, availability of projects, tendering activity and investment in infrastructure may have a direct impact on the Company's business.

The Company's petroleum products and road construction material trading activities are subject to fluctuations in market prices, demand and supply conditions. Changes in crude oil prices and other input costs may affect the margins of the Company.

The waste management business is influenced by regulatory requirements, generation of biomedical and other waste, demand for compliant waste treatment and disposal services and the Company's ability to maintain the required operational and compliance standards.

The real estate and infrastructure development business is affected by prevailing market conditions, availability of finance, interest rates, property demand, regulatory approvals and other external factors.

The Company continues to monitor these factors and evaluates business opportunities with a view to maintaining operational efficiency and managing business risks.

3. BUSINESS PERFORMANCE AND OPERATIONAL OVERVIEW:

The Company is engaged in the following principal business activities:

1. Bio-medical and Other Waste Management
2. Infrastructure and Real Estate Development
3. Trading in Petroleum Products
4. Bitumen Emulsion and Other Road Construction Related Materials
5. Microsurfacing, Repair of Roads and Related Services

The Company continues to focus on strengthening its presence in its existing business segments while exploring commercially viable opportunities for growth.
The Company also undertakes activities relating to bitumen emulsion and other road construction materials, which complement its infrastructure and road-related business activities.

The Company's microsurfacing and road repair activities provide opportunities in the maintenance and rehabilitation of existing road infrastructure. The Company seeks to undertake projects based on commercial viability, availability of orders and its operational capabilities.

The Company is also engaged in bio-medical and other waste management activities. This segment provides an opportunity to participate in the growing requirement for systematic and environmentally responsible waste management solutions.The Company continues to assess opportunities in infrastructure and real estate development while considering prevailing market conditions and the availability of suitable projects.

4. ABILITY TO CONTROL COST AND ATTAIN HIGH PRODUCTIVITY:

Cost management and operational efficiency remain important factors affecting the Company's profitability. The Company's operating costs are influenced by various factors, including petroleum prices, bitumen and other raw material prices, transportation costs, manpower costs, project execution costs and other operating expenses.

In the road construction and microsurfacing business, timely execution of projects, effective deployment of skilled and unskilled manpower, efficient utilization of machinery and control over material consumption are important for maintaining cost competitiveness.

The Company continues to focus on efficient resource utilization, project planning, procurement management and operational controls to improve productivity and manage costs.

5. PRICING PRESSURE DUE TO COMPETITION / COMPETITIVE BIDDING:

The businesses in which the Company operates are competitive and pricing is influenced by market forces, demand and supply, competition, input costs and customer requirements. Infrastructure, microsurfacing and road repair projects may involve competitive bidding and tender-based procurement, particularly in relation to institutional and government-related projects. Competitive bidding may result in pricing pressure and may affect margins. Similarly, petroleum products and road construction materials are subject to prevailing market prices and competition.

The Company seeks to maintain competitiveness through efficient procurement, cost control, timely execution and maintaining appropriate relationships with customers and business partners.

6. HUMAN RESOURCE MANAGEMENT :

Human capital is an important contributor to the Company's growth and operational performance. The Company recognizes the importance of attracting, developing and retaining competent personnel across its business segments. The Company strives to maintain a safe, professional and conducive working environment and promotes teamwork, transparency, ethics and accountability. The Company's activities require an appropriate mix of managerial, technical, skilled and operational manpower. The Company's ability to attract and retain competent personnel, particularly technical and project execution personnel, will continue to be an important factor in achieving its business objectives.

7. CAPITAL EXPANSION AND CAPITAL EXPENDITURE:

Capital expenditure and expansion plans are evaluated based on business requirements, market opportunities, expected returns and availability of financial resources. The Company's future capital requirements may arise from expansion of its infrastructure and road-related activities, waste management operations, acquisition or deployment of equipment and other business requirements. The timing and scale of any capital expenditure will depend upon prevailing market conditions, availability of suitable opportunities, project requirements and the Company's financial position.

8. RELATIONSHIP WITH CLIENTS, BANKS, FINANCIAL INSTITUTIONS AND OTHER STAKEHOLDERS :

The Company's business and revenue generation are dependent, inter alia, upon its ability to secure new orders, execute existing contracts efficiently and maintain long-term relationships with customers and business associates. The Company endeavors to maintain professional and transparent relationships with its customers, suppliers, banks, financial institutions and other stakeholders.The ability to secure repeat business and new opportunities, particularly in infrastructure, road-related and waste management activities, will remain an important factor in determining future growth.

9. KEY STRATEGIC HIGHLIGHTS :

The Company's key strategic focus areas include:

- Diversification across infrastructure, road construction, waste management, petroleum products and real estate-related activities;
- Expansion of opportunities in microsurfacing and road repair services;
- Development of the road construction materials and bitumen emulsion business;
- Strengthening the Company's presence in waste management activities;
- Identification of commercially viable infrastructure and real estate opportunities;
- Improvement in operational efficiency and cost management;
- Strengthening customer and business relationships;
- Adoption of appropriate technology and improved project execution practices; and
- Focus on sustainable and long-term business growth.

The Company remains focused on creating a balanced and diversified business portfolio and intends to pursue growth opportunities based on market conditions and commercial viability.

10. RISK AND CONCERNS :

Risk is an inherent part of business operations. The Company operates across multiple sectors and is therefore exposed to various operational, financial, market, regulatory and business risks.

Key risks and concerns include:

- **Market Risk:** Changes in demand, commodity prices and prevailing market conditions may affect business performance.
- **Competition Risk:** Increased competition and competitive bidding may put pressure on margins.
- **Raw Material Price Risk:** Fluctuations in prices of petroleum products, bitumen and other materials may affect project costs and profitability.
- **Project Execution Risk:** Delays in execution, availability of manpower, equipment or materials and other operational challenges may affect project performance.
- **Regulatory Risk:** Changes in laws, regulations, environmental requirements, taxation and government policies may impact the Company's operations.
- **Real Estate Risk:** Changes in property demand, interest rates, availability of financing and regulatory approvals may affect the real estate business.
- **Environmental and Compliance Risk:** Waste management activities require adherence to applicable environmental and operational requirements.
- **Financial Risk:** Liquidity, credit and working capital requirements may affect the Company's ability to execute and expand its operations.

The Company seeks to manage these risks through appropriate internal controls, regular monitoring, management review and timely corrective measures.

11. INTERNAL CONTROL SYSTEMS AND ADEQUACY:

The Company has established internal control systems commensurate with the nature, size and complexity of its operations.

The internal control framework is designed to provide reasonable assurance regarding:

1. Timely preparation of reliable financial information;
2. Accuracy and completeness of accounting records;
3. Compliance with applicable laws and regulations;
4. Safeguarding of assets;
5. Prevention and detection of frauds and errors; and
6. Effectiveness and efficiency of operations.

The Company's internal controls cover financial, operational and compliance functions. These controls are periodically reviewed by the management and are supplemented by internal audit and other review mechanisms, wherever applicable.

The Audit Committee reviews significant control matters and receives relevant updates from management and the auditors. The Company continues to strengthen its internal control framework in line with the requirements of the Companies Act, 2013 and applicable regulatory requirements.

12. FINANCIAL PERFORMANCE:

The summary of Operating Performance is given below:

(Rs. In Lakhs)

	Standalone	
PARTICULARS	**2025-26**	**2024-25**
Revenue from operations	10,075.21	14,296.21
Other Income	366.64	385.35
Total Income	**10,441.85**	**14,681.55**
Total expenses	**10,170.22**	**14,455.40**

Profit/(Loss) before Tax	271.63	226.16
Total Tax Expenses	73.70	70.21
Profit / (Loss) for the period	**196.59**	**154.80**
Earnings per Equity Share (in Rs)		
Basic	0.13	0.10
Diluted	0.13	0.10

12. OUTLOOK, OPPORTUNITIES AND THREATS :

The Company believes that its diversified business portfolio provides opportunities for growth across multiple sectors. The continued development and maintenance of road infrastructure presents opportunities in microsurfacing, road repair and allied services, as well as in the supply of bitumen emulsion and other road construction materials. The growing focus on environmentally responsible waste management provides opportunities in the bio-medical and other waste management segment, subject to applicable regulatory and operational requirements. The petroleum products trading business may provide opportunities based on market demand, customer requirements and prevailing trading conditions.

The infrastructure and real estate sectors may also provide opportunities arising from economic development, urbanization and infrastructure investment. However, these sectors remain subject to market cycles, interest rates, regulatory requirements, availability of financing and competitive conditions.The Company will continue to evaluate opportunities prudently and focus on sustainable growth, operational efficiency, risk mitigation and improvement in shareholder value.

13. INTERNAL FINANCIAL CONTROLS :

The Company has internal financial control procedures commensurate with the nature and scale of its operations. These controls are intended to ensure the reliability of financial reporting, safeguarding of assets, prevention and detection of fraud and errors, and compliance with applicable laws and regulations. The Company periodically reviews its internal control systems and takes appropriate measures to strengthen such systems wherever required.

The management, internal audit function, statutory auditors and the Audit Committee, as applicable, review the effectiveness of the internal financial control framework.

14. CAUTIONARY STATEMENT :

Certain statements contained in this Management Discussion and Analysis Report may constitute “forward-looking statements” within the meaning of applicable laws and regulations. Such statements are based on the Company's current expectations, assumptions, estimates and projections regarding future events and business performance.

Actual results may differ materially from those expressed or implied in such forward-looking statements due to various factors, including changes in economic conditions, market demand, competition, commodity prices, interest rates, government policies, taxation, regulatory requirements, project execution, availability of resources, natural calamities and other factors beyond the Company's reasonable control.

The Company undertakes no obligation to publicly update or revise any forward-looking statements, except as may be required under applicable laws and regulations.

By Order of Board of Directors
For Sanmit Infra Limited
Sd/-
Sanjay Makhija
Managing Director
DIN: 00586770

Place : Mumbai
Date : 14.08.2026

ANNEXURE – III

Form No. MR-3
SECRETARIAL AUDIT REPORT

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026
[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
SANMIT INFRA LIMITED
CIN: L70109MH2000PLC288648
601, Makhija Royale, 06th Floor,
S.V. Road, Khar (W), Mumbai MH 400052

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **SANMIT INFRA LIMITED (CIN: L70109MH2000PLC288648)** (hereinafter called 'the Company') for the financial year ended **31st March, 2026**. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conduct/ statutory compliances and expressing our opinion thereon.

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

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

i. The Companies Act, 2013 (the Act) and the rules made there under;
ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
iv. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') :
   (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
   (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not applicable to the Company during the Audit Period)**

(d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulation, 2014; **(Not applicable to the Company during the Audit Period)**

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the Company during the Audit Period)**

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable to the Company during the Audit Period)** and;

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not applicable to the Company during the Audit Period)**

We have relied on the representation made by the Company and its Officers for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company.

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

1. *The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulation, 2015 (the "LODR");*

2. *Secretarial Standard issued by The Institute of Company Secretaries of India;*

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

1. Company has not updated and maintained its website as per requirements of Regulation 46 of SEBI Regulations, 2015.

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice was given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance for meetings other than those held at shorter notice, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision was carried through and recorded as part of the minutes.

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

We further report that during the Audit period following there were events occurred, which has major bearing on the Company's affairs.

- During the year under review, the Company received the mail from BSE dated 21ST April, 2025 informed that it has waived the SOP fine of Rs. 88,500/- for Non- Compliance of Regulation 17(1) of SEBI (LODR) Regulation, 2015.
- During the year under review, the Company received the mail from BSE dated 23RD April, 2025 informed that it has waived the fine of Regulation 23(9) of SEBI (LODR) Regulation, 2015 of Rs. 1,55,46,500/- for Quarter September 2020 of Rs. 84,48,800/- and for Quarter March 2021 of Rs. 70,97,700/- respectively.
- Consolidation of Company's 10 (Ten) equity shares of face value of Rs. 1/- each into 1 (One) Equity Share of face value of Rs. 10/- each.
- Amendments to Capital Clause of MOA
- Incorporation of Subsidiary- Sanmit Truevalue Infraprojects Private Limited which carry work of Microsurfacing works, road construction, road maintenance and infrastructrure development projects.
- Resignation of Statutory Auditor- M/s. PAMS & Associates due to geographical constraints w.e.f. 12th June, 2026.
- Company received various work orders from its clients for micro-surfacing works and other related activities, which contributed to the growth and expansion of the Company's business.

For Ramesh Chandra Mishra & Associates
Sd/-
Ramesh Chandra Mishra
Company Secretary in Practice
Membership No.: 5477
CP No. : 3987

UDIN NO - F005477H000524116
Peer Review certificate No: -7697/2026
Valid Upto: 31st March, 2031

Date: 28/05/2026
Place: Mumbai

This Report is to be read with our letter of even date which is annexed as Annexure A and Forms an integral part of this report.

"ANNEXURE – A"

To,
The Members,
SANMIT INFRA LIMITED (CIN: L70109MH2000PLC288648)
601, Makhija Royale, 06th Floor,
S.V. ROAD, Khar (W), Mumbai MH 400052.

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

1. Maintenance of statutory and other records are the responsibility of the management of the Company. Our responsibility is to express an opinion on these records based on our audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurances about the correctness of the contents of the records. The verification was done on test basis to ensure that correct facts are reflected in records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of the financial records and books of Accounts of the Company. We have relied on the report of the Statutory Auditor in respect of the same as per the guidance of the Institute of Company Secretaries of India.

4. Wherever required, we have obtained the management representation about the compliance of laws, rules, and regulations and happening of events etc.

5. The Company is following a system of obtaining reports from various departments to ensure compliance with applicable laws.

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

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

For Ramesh Chandra Mishra & Associates

Sd/-
Ramesh Chandra Mishra
Company Secretary in Practice
Membership No.: 5477
CP No. : 3987
UDIN NO - F005477H000524116
Peer Review certificate No: -7697/2026
Valid Upto: 31st March, 2031

Date: 28/05/2026
Place: Mumbai

Annexure - IV

FORM NO. AOC-2

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto (Pursuant to clause (h) of sub-section (3) of section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014)

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

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

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

Sr No.	Name(s) of Related Party	Nature of Relationship	Nature of Contracts/arrangements/transactions	Duration of Contracts/arrangements/transactions	Salient Terms of the Contracts/arrangements/transactions	Date of Approval by the BOD	Amount paid as Advances if any;
1	Mr. Sanjay Makhija	Key Managerial Personnel (KMP)	Loan Taken	As per Loan Agreement	During the year the Loan taken of Rs. 154 Lakhs	28.05.25	NA
2	Haresh Makhija	Key Managerial Personnel (KMP)	Loan Taken	As per Loan Agreement	During the year the Loan taken of Rs. 27 Lakhs	28.05.25	NA

3	Mr. Kamal Makhija	Key Managerial Personnel (KMP)	Loan Taken	As per Loan Agreement	During the year the Loan taken of Rs. 42 Lakhs	28.05.25	NA
4	Rachana Makhija	Relative of Key Managerial Personnel (KMP)	Purchase of goods or services	As per Terms and Contract	During the years the expenses incurred of Rs. 0.39 Lakhs	28.05.25	NA
5	Shlok Makhija	Relative of Key Managerial Personnel (KMP)	Remuneration Received	As per Terms of Contract	During the year the remuneration of Rs. 15.02 Lakhs received	13.08.25	NA
6	Parthiv Makhija	Relative of Key Managerial Personnel (KMP)	Remuneration Received	As per Terms of Contract	During the year the remuneration of Rs. 5.02 Lakhs received	13.08.25	NA
7	Kashish Makhija	Relative of Key Managerial Personnel (KMP)	Remuneration Received	As per Terms of Contract	During the year the remuneration of Rs. 5.11 Lakhs received	13.08.25	NA
8	Chirag Makhija	Relative of Key Managerial Personnel (KMP)	Remuneration Received	As per Terms of Contract	During the year the remuneration of Rs. 4.65 Lakhs received	13.08.25	NA
9	Dinesh Makhija	Key Managerial Personnel (KMP)	Purchase of goods or services	As per Terms and Contract	During the years the expenses incurred of Rs. 6.65 Lakhs	28.05.25	NA
10	Sanjay Makhija	Key Managerial Personnel (KMP)	Purchase of goods or services	As per Terms and Contract	During the years the expenses incurred of Rs. 6.65 Lakhs	28.05.25	NA
11	Haresh Makhija	Key Managerial Personnel (KMP)	Purchase of goods or services	As per Terms and Contract	During the years the expenses incurred of Rs. 6.65 Lakhs	28.05.25	NA
12	Kamal Makhija	Key Managerial Personnel (KMP)	Purchase of goods or services	As per Terms and Contract	During the years the expenses incurred of Rs. 7.40 Lakhs	28.05.25	NA

13	Haresh Makhija	Key Managerial Personnel (KMP)	Purchase of goods or services	As per Terms and Contract	During the years the expenses incurred of Rs. 0.11 Lakhs	28.05.25	NA
14	Sanjay Makhija	Key Managerial Personnel (KMP)	Purchase of goods or services	As per Terms and Contract	During the years the expenses incurred of Rs. 0.62 Lakhs	28.05.25	NA
15	Dynamic Fuels	Entities in which KMP or Relatives of KMP exercise significant influence	Sale of goods or services	As per Terms and Contract	During the year Rs. 0.83 Lakhs charges received	28.05.25	NA
16	Dynamic Fuels	Entities in which KMP or Relatives of KMP exercise significant influence	Sale of goods or services	As per Terms and Contract	During the year Rs. 0.35 Lakhs charges received	28.05.25	NA
17	Sanjay Builders & Developers	Entities in which KMP or Relatives of KMP exercise significant influence	Purchase of goods or services	As per Terms and Contract	During the years the expenses incurred of Rs. 34.73 Lakhs	28.05.25	NA
18	Sanjeev Service Station	Entities in which KMP or Relatives of KMP exercise significant influence	Purchase of goods or services	As per Terms and Contract	During the years the expenses incurred of Rs. 0.15 Lakhs	28.05.25	NA
19	Haresh Agencies (Firm)	Entities in which KMP or Relatives of KMP exercise significant influence	Sale of goods or services	As per Terms and Contract	During the year Rs. 2120.90 Lakhs charges received	13.08.25	NA
20	Haresh Agencies (Firm)	Entities in which KMP or Relatives of KMP exercise significant influence	Purchase of goods or services	As per Terms and Contract	During the years the expenses incurred of Rs. 119.12 Lakhs	13.08.25	NA

21	Ecoenvo	Entities in which KMP or Relatives of KMP exercise significant influence	Sale of goods or services	As per Terms and Contract	During the year Rs. 0.93 Lakhs charges received	28.05.25	NA

By Order of Board of Directors
For Sanmit Infra Limited
Sd/-
Sanjay Makhija
(Managing Director)
DIN: 00586770

Place : Mumbai
Date : 14/08/2026

ANNEXURE-V

STATEMENT OF DISCLOSURE OF REMUNERATION

Pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

Sr. No	Requirements	Disclosure	
1.	The ratio of the remuneration of each director to the median remuneration of all the employees of the Company for the financial year.	**Name of the Director**	**Ratio (in x times)**
		Mr. Sanjay Kanayalal Makhija	3.482
		Mr. Kamal Kanayalal Makhija	3.482
		Mr. Haresh Kanayalal Makhija	3.482
		Mr. Dinesh Kanayalal Makhija	3.482
2.	The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary in the financial year.	**Name of the Director**	**% increase in Remuneration**
		Mr. Sanjay Kanayalal Makhija	20%
		Mr. Kamal Kanayalal Makhija	20%
		Mr. Haresh Kanayalal Makhija	20%
		Mr. Dinesh Kanayalal Makhija	20%
		Mrs. Sushama Anuj Yadav	Nil
3.	The percentage increase/decrease in the median remuneration of employees in the financial year.	Not Applicable	
4.	The number of permanent employees on the rolls of Company.	49 employees as on 31-03-2026	
5.	The Average percentage increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentage increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.	Not Applicable	

6.	Affirmation that the remuneration is as per the remuneration policy of the Company	We hereby affirm that remuneration is as per the remuneration policy of the Company.

By Order of Board of Directors
For Sanmit Infra Limited
Sd/-
Sanjay Makhija
Managing Director
DIN: 00586770

Place : Mumbai
Date : 14.08.2026

ANNEXURE- VI

CSR INFORMATION

1. **Brief outline on CSR Policy of the Company :**

The Company's policy on CSR sets out a statement containing the approach and direction given by the Board of Directors after taking into account the recommendations of its CSR Committee and includes guiding principles for selection, implementation and monitoring of activities as well as formulation of the annual action plan. This policy is framed pursuant to Section 135 of the Companies Act, 2013 read with rules made thereunder as amended from time to time.

2. **Composition of CSR Committee :**

Sr.No	Name of Director	Designation	Chairman/Member	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mrs. Madhavi Patri Subramanian	Non-Executive Independent Director	Chairperson	1	1
2	Mr. Mukund Shivaram Biwalkar*	Non-Executive Independent Director	Member	1	1
3	Mr. Mohan Mallu Rathod**	Non-Executive Independent Director	Member	1	1
4	Mr. Ajay Nanik Chandwani	Non-Executive Independent Director	Member	1	1
5	Mr. Ashok Madhavrao Thorat***	Non-Executive Independent Director	Member	-	-
6	Mr. Nandkumar Gorkhnath Patil****	Non-Executive Independent Director	Member	-	-

* Mr. Mukund Shivaram Biwalkar resigned from post of Independent Director w.e.f. 13.08.2025.

** Mr. Mohan Mallu term completed as Independent Director w.e.f. 05.01.2026.

*** Mr. Ashok Madhavrao Thorat appointed as Independent Director w.e.f. 13.08.2025

**** Mr. Nandkumar Gorkhnath Patil appointed as Independent Director w.e.f. 04.02.2026.

3. Provide the web-link(s) where Composition of CSR Committee, CSR Policy and CSR Projects approved by the board are disclosed on the website of the company : https://sanmitinfraltd.com/wp-content/uploads/2023/08/8.-CSR-POLICY.pdf

4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable. **Not Applicable**

5. **(In Rupees)**

a.	Average net profit of the company as per sub-section (5) of section 135	4,99,78,055
b.	Two percent of average net profit of the company as per sub-section (5) of section 135	9,99,561
c.	Surplus arising out of the CSR Projects or programmes or activities of the previous financial years	Nil
d.	Amount required to be set-off for the financial year, if any	Nil
e.	Total CSR obligation for the financial year [(b) +(c)-(d)]	9,99,561

6. **(In Rupees)**

a.	Amount spent on CSR Projects (other than Ongoing Project)	9,99,561
b.	Amount spent in Administrative Overheads	Nil
c.	Amount spent on Impact Assessment, if applicable	Nil
d.	Total amount spent for the Financial Year [(a)+(b)+(c)]	9,99,561

E . **CSR Amount spent or Unspent for the Financial Year :**

Total Amount spent for the Financial Year (in Rs.)	**Amount Unspent (in Rs.)**				
	Total Amount transferred to Unspent CSR Account as per subsection (6) of section 135		**Amount transferred to any fund specified under Schedule-VII as per second proviso to sub-section (5) of section 135**		
	Amount	**Date of Transfer**	**Name of the Fund**	**Amount**	**Date of Transfer**
9,99,561	**-**	**-**	**-**	**-**	**-**

F. Excess amount for set-off, if any:

Sr.No	**Particulars**	**Amount (in Rs.)**
i.	Two percent of average net profit of the company as per sub-section (5) of section 135	9,99,561
ii.	Total amount spent for the Financial Year	9,99,561
iii.	Excess amount spent for the Financial Year [(ii)-(i)]	Nil
iv.	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	Nil
v.	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	Nil

7. **Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years :**

Sr. No	Preceeding Financial Year(s)	Amount transferred to Unspent CSR Account under subsection (6) of section 135 (in Rs.)	Balance amount in Unspent CSR Account under subsection (6) of section 135 (in Rs.)	Amount spent in the Financial Year (in Rs.)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to subsection (5) of section 135,if any	Amount remaining to be spent in suceeding Financial Years (in Rs.)	Deficiency (if any)
NOT APPLICABLE							

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: **No**

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per subsection (5) of section 135- **Not Applicable** .

For Sanmit Infra Limited,

Sd/-

Sanjay Makhija
Managing Director
DIN: 00586770

For Sanmit Infra Limited

Sd/-

Madhavi Patri Subramanian
Chairperson CSR Committee
DIN: 10592457

Date : 14.08.2026
Place : Mumbai

BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT



Business Responsibility and Sustainability Report

FY 2025-26

This document outlines the information and disclosures required from Sanmit Infra Limited (hereinafter referred to as "Sanmit Infra" or "the Company") under each section of the BRSR, along with their relevance to the Company's business operations. The Company's key business activities include the trading of petroleum products, repair and installation of machinery and equipment, manufacturing of bitumen-based products such as bitumen emulsion, cold mix, San Super VG 40, and PMB, and the provision of road micro-surfacing services.

In alignment with its commitment to transparency and ethical growth, Sanmit Infra Ltd. presents its Business Responsibility and Sustainability Report (BRSR), pursuant to Regulation 34(2)(f) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Overall, the Company's adherence to the BRSR framework reflects its steadfast dedication to operating as a socially responsible, inclusive, and transparent organization, contributing to sustainable development within the parameters of BRSR.

The numbers are rationalized in this year's report, wherever required.

Section A:
General Disclosures



Section A is the opening identity layer of Sanmit Infra's BRSR, the document's foundational "who are we" chapter. It captures all corporate information about the Company as a publicly listed entity on BSE.

Section A provides an overview of Sanmit Infra’s diverse business operations and organisational profile. As a diversified company with operations across different sectors, the Company’s activities have varying environmental, social, and operational considerations.

Accordingly, the disclosures under Section A are important for helping stakeholders understand the scale, nature, and overall context of the Company’s operations, which provides a foundation for understanding the sustainability-related disclosures and commitments presented in the subsequent sections of the BRSR.

SECTION-A: GENERAL DISCLOSURES

I. Details of the listed entity:

1. **Corporate Identity Number (CIN) of the Listed Entity:** L70109MH2000PLC288648
2. **Name of the Listed Entity:** Sanmit Infra Limited
3. **Year of incorporation:** 2000
4. **Registered office address:** 601, Makhija Royale, 6th Floor, S.V. Road, Khar (W) Mumbai City MH 400052 IN
5. **Corporate address:** 601, Makhija Royale, 6th Floor, S.V. Road, Khar (W) Mumbai City MH 400052 IN
6. **E-mail:** info@sanmitinfraltd.com, sanmitinfra@gmail.com
7. **Telephone:** 022-67429100, 022-25557474, 9223400434
8. **Website:** www.sanmitinfraltd.com
9. **Financial year for which reporting is being done:** FY 2025- 26
10. **Name of the Stock Exchange(s) where shares are listed:**

Name of the Exchange	Stock Code
BSE Ltd.	532435

11. **Paid-up Capital:** ₹15,80,07,500.00
12. **Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report:**
    Mr. Sanjay Makhija
    Ph. No: 9223400434
    Email: sanmitinfra@gmail.com
13. **Reporting boundary: Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together):** All the disclosures made in this report are on a standalone basis for Sanmit Infra Ltd.
14. **Name of assessment or assurance provider:** Not Applicable for the reporting period as per SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2025/42 dt. 28th March 2025.
15. **Type of assessment or assurance obtained:** Not Applicable for the reporting period as per SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2025/42 dt. 28th March 2025.

II. Product/Services:

16. **Details of business activities (accounting for 90% of the turnover):**

Sr. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the Entity
1.	Mining and quarrying	Trading of Petroleum Products	53.00
2.	Manufacturing	Repair & installation of machinery & equipment, motor vehicles	0.26
3.	Manufacturing	Manufacturing of Bitumen Emulsion, Coldmix, San Super VG 40, PMB	30.77
4.	Services	Road Microsurfacing	15.97

17. **Products/Services sold by the entity (accounting for 90% of the entity's Turnover):**

Sr. No.	Product/ Service	NIC Code	% of Turnover contributed
1.	Trading of Petroleum Products	467102	53.00
2.	Repair & installation of machinery & equipment, motor vehicles	331299	0.26
3.	Manufacturing of Bitumen Emulsion, Coldmix, San Super VG 40, PMB	192099	30.77
4.	Road Microsurfacing	421001	15.97

III. Operations:

18. **Number of locations where plants and/or operations/offices of the entity are situated:**

Location	Number of Plants	Number of Offices	Total
National	3*	4**	7
International	0	0	0

** Workshop at Wadala, Maharashtra; Plant at Rasayani, Maharashtra; and Storage yard at Balasore, Odisha.*
*** Offices at Maharashtra, Telangana, Gujarat, and Karnataka*

19. **Markets served by the entity:**

a. **Number of locations:**

Location	Number
National (No. of States)	5*
International (No. of countries)	0

** Maharashtra, Odisha, Telangana, Gujarat, Karnataka*

b. **What is the contribution of exports as a percentage of the total turnover of the entity?**

No export activities were undertaken by the Company during the reporting financial year.

c. **A brief on types of customers:**

The Company serves a diverse customer base comprising private limited companies, leading players in the steel industry, and municipal corporations. It additionally caters to the Health Department of the Government of Maharashtra, as well as contractors approved by NHAI and PWD.

IV. Employees

20. **Details as at the end of Financial Year:**

a. **Employees and workers (including differently abled):**

Sr. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
Employees						
1.	**Permanent (D)**	49	38	77.55	11	22.45
2.	**Other than Permanent (E)**	0	0	0.00	0	0.00
3.	**Total employees (D + E)**	49	38	77.55	11	22.45
Workers						
4.	**Permanent (F)**	0	0	0.00	0	0.00
5.	**Other than Permanent (G)**	48	48	100.00	0	0.00
6.	**Total workers (F + G)**	48	48	100.00	0	0.00

b. **Differently abled Employees and workers:**

Sr. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
Differently Abled Employees						
1.	Permanent (D)	0	0	0.00	0	0.00
2.	Other than Permanent (E)	0	0	0.00	0	0.00
3.	Total employees (D + E)	0	0	0.00	0	0.00
Differently Abled Workers						
4.	Permanent (F)	0	0	0.00	0	0.00
5.	Other than Permanent (G)	0	0	0.00	0	0.00
6.	Total workers (F + G)	0	0	0.00	0	0.00

21. Participation/Inclusion/Representation of women

	Total (A)	No. and percentage of Females	
		No. (B)	% (B/A)
Board of Directors*	8	1	12.50
Key Management Personnel**	2	1	50.00

** The CFO is also part of the Board of Directors.*
*** KMP includes CFO and CS.*



22. Turnover rate for permanent employees and workers (in percent)

	FY 2025-26			FY 2024-25			FY 2023-24		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	19.72	9.09	17.20	16.33	27.27	19.72	22.73	42.11	28.57
Permanent Workers	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00

V. Holding, Subsidiary and Associate Companies (including joint ventures)

23. a. Names of holding/subsidiary/associate companies/joint ventures:

Sr. No.	Name of the holding/ subsidiary/ associate companies/ joint ventures (A)	Indicate whether holding/ Subsidiary/ Associate/ Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1.	Sanmit Truevalue Infraprojects Pvt. Ltd.	Subsidiary	51.00	No

VI. CSR Details

24. I. Whether CSR is applicable as per section 135 of Companies Act, 2013: Yes

II. Turnover (in Rs.) – 1,00,75,21,357.41

III. Net worth (in Rs.) – 38, 63, 30,272.56

VII. Transparency and Disclosures Compliances

25. Complaints/Grievance on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/ No)	FY 2025-26			FY 2024-25		
	(If Yes, then provide web-link for grievance redress policy)	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes, the aggrieved parties can raise their concerns by writing to INFO@sanmit.com	0	0	NA	0	0	NA
Investors (other than shareholders)	Not Applicable, as the Company does not have any investors other than its shareholders.						
Shareholders	Yes, shareholders can raise grievances through the SEBI SCORES platform (https://scores.sebi.gov.in/). Further, the shareholders also have the option to address their grievances by writing to INFO@sanmit.com.	3	0	All complaints resolved	0	0	NA
Employees and workers	Yes, the employees and workers can raise their concerns or grievance through multiple channels. They can use the designated email addresses: sanmitinfra@gmail.com and md@sanmitinfraltd.com. Further, employees can directly escalate their grievances to the Directors and senior management.	0	0	NA	0	0	NA
Customers	Customers can raise their complaints through sanmitinfra@gmail.com, or by calling the customer care numbers 022-67429100 or 922340043	0	0	NA	0	0	NA
Value Chain Partners	Yes, the aggrieved value chain partners can raise their concern by writing to INFO@sanmit.com	0	0	NA	0	0	NA

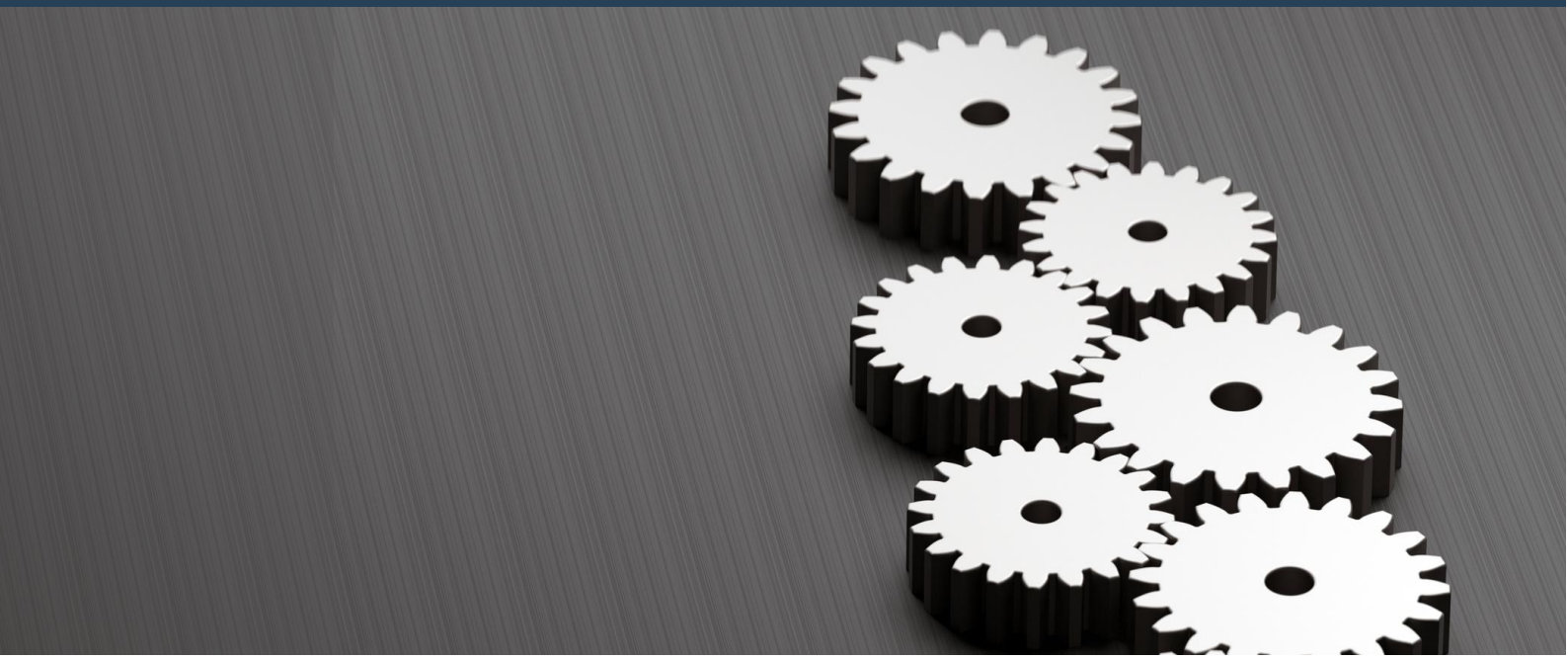
26. Overview of the entity's material responsible business conduct issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications

Sr. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1.	Waste and Hazardous Material Management	Risk	The Company recognises that improper management of waste and hazardous materials can pose environmental and health risks. While the Company does not generate biomedical waste through its operations, it manufactures microwave disinfection systems with ultraviolet radiation (UVR) designed for the treatment of biomedical waste generated by healthcare facilities. The responsible management of waste generated from the Company's own operations, including bitumen drums, remains important to prevent environmental contamination and ensure compliance with applicable regulations.	The Company has implemented waste management practices in line with applicable regulatory requirements. The Company manufactures microwave disinfection systems with ultraviolet radiation (UVR) for the treatment of biomedical waste generated by healthcare facilities. The dual-technology system is designed to disinfect hospital waste by eliminating bacteria and viruses and has been implemented through pilot projects in municipal and railway hospitals. For waste generated from its own operations, the Company follows responsible practices for managing bitumen drums. Bitumen is procured in drums from importers and transported to the Rasayani plant, where it is melted and stored in vertical tanks. The empty drums are collected by the authorised vendor, M/s Global Trading Company, for reconditioning and resale, supporting the responsible reuse and management of the drums.	Negative *There was no negative financial impact for the reporting year 2025-26
2.	Workplace Health and Safety	Opportunity	Workplace Health and Safety provides an opportunity to strengthen occupational health and safety practices across the Company's operations. Focus on employee and worker awareness, safety training, hazard identification and preventive measures can contribute to reducing workplace incidents, improving safety performance and promoting employee well-being. Strengthening such practices also supports business continuity and responsible business conduct.	NA	Positive

3.	Labour Practices	Risk	The Company recognises the importance of fair and responsible labour practices in promoting employee well-being and a positive workplace environment. This includes ensuring fair treatment, providing appropriate support and accessibility, and maintaining channels for employees to raise concerns and grievances. Strong labour practices also help the Company comply with applicable laws, support employee morale, and maintain a positive reputation.	The Company is committed to upholding human rights and promoting a fair and inclusive workplace through various measures. It ensures compliance with applicable labour laws and provides employees with channels to raise concerns and grievances through designated email addresses, as well as direct reporting to Directors and senior management. The Company also has a Whistle-blower Policy that enables employees to confidentially report concerns to the Audit Committee, which reviews and addresses reported matters appropriately. The Company has also made its premises accessible to persons with disabilities through facilities such as wheelchair-friendly ramps and lifts. These measures reflect the Company's commitment to creating an inclusive and accessible workplace, even though there are currently no differently abled employees.	Negative *There was no negative financial impact for the reporting year 2025-26
4.	Greenhouse Gas Emission	Risk	Climate change presents significant risks for a petroleum trading and distribution company, particularly due to greenhouse gas (GHG) emissions associated with its operations and value chain. While some emissions arise from the Company's own activities, additional emissions are associated with logistics and distribution carried out by third-party service providers. Managing these emissions is important for addressing climate-related risks, meeting regulatory requirements, and identifying opportunities to improve environmental performance.	To address climate change risks, the Company will focus on awareness and sensitisation programmes for third-party logistics and distribution partners to encourage the adoption of sustainable practices. This approach aims to improve the environmental performance of the Company's value chain, support its sustainability goals, and reduce associated climate-related risks.	Negative *There was no negative financial impact for the reporting year 2025-26
5.	Changing Economic Scenarios	Risk	Changes in global and domestic economic conditions, including fluctuations in crude oil and bitumen prices, interest rates, and government spending on infrastructure, may affect the Company's operations across its manufacturing, trading, and services segments.	The Company monitors relevant macroeconomic conditions, input price trends, and policy developments affecting its business operations. Its presence across manufacturing, trading, and services segments helps reduce dependence on any single business line.	Negative *There was no negative financial impact for the reporting year 2025-26

			As petroleum-derived products are key inputs for the Company's operations, a significant increase in crude oil prices, including due to geopolitical developments in oil-producing regions, may increase input costs and affect margins. Similarly, slower economic growth or delays in the award of public infrastructure projects may reduce demand for the Company's products and services, affecting revenue visibility and business growth.	Prudent financial planning and effective cost management further support the Company's operational resilience amid changing market conditions.	

Section B:
Management & Process Disclosures



Section B discloses the governance architecture, management systems, and internal policies that enable Sanmit Infra to address all 9 NGRBC principles in a structured and accountable manner.

Managing Director Mr. Sanjay Makhija carries forward a legacy that began with Mr. Kanayalal C. Makhija in 1965. The Makhija Group's founding values of trustworthiness, professionalism, and experience continue to form the foundation of the Company's management philosophy.

Section B provides an opportunity for Sanmit Infra to demonstrate how these values are reflected in its governance practices and systems. Strong governance is particularly important for the Company given the nature and regulatory requirements of its diverse operations. Stakeholders, including customers, business partners, government authorities, employees, and investors, need confidence that the Company's sustainability commitments are supported by appropriate policies, clear responsibilities, effective accountability, and adequate oversight.

SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
Policy and Management Processes									
1. a. Whether your entity's policy/ policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Yes	Yes	Yes	Yes	Yes	No	Yes	Yes	Yes
b. Has the policy been approved by the Board? (Yes/No)	Yes	Yes	Yes	Yes	Yes	No	Yes	Yes	Yes
c. Web Link of the Policies, if available	Please refer the table below:								

Sr. No.	Name of policy	Link to Policy	Which Principles each policies goes into
1.	Risk Management Policy	https://sanmitinfraltd.com/wp-content/uploads/2023/08/1.-RISK-MANAGEMENT-POLICY.pdf	P1, P2
2.	Nomination & Remuneration Policy	https://sanmitinfraltd.com/wp-content/uploads/2023/08/2.-NOMINATION-AND-REMUNERATION-POLICY.pdf	P1, P5
3.	Dividend distribution policy	https://sanmitinfraltd.com/wp-content/uploads/2023/08/3.-DIVIDEND-DISTRIBUTION-POLICY.pdf	P1, P4
4.	Policy on Related Party Transactions	https://sanmitinfraltd.com/wp-content/uploads/2023/08/4.-POLICY-FOR-RELATED-PARTY-TRANSACTION.pdf	P1, P7
5.	Familiarization program for Independent Directors	https://sanmitinfraltd.com/wp-content/uploads/2023/08/5.-FAMILARIZATION-PROGRAMME-FOR-INDEPENDENT-DIRECTORS.pdf	P1
6.	Policy for determining Material Subsidiaries	https://sanmitinfraltd.com/wp-content/uploads/2023/08/7.-POLICY-FOR-DETERMINATION-OF-MATERIAL-EVENTS.pdf	P1
7.	Policy on determination of Materiality of events	https://sanmitinfraltd.com/wp-content/uploads/2023/08/7.-POLICY-FOR-DETERMINATION-OF-MATERIAL-EVENTS.pdf	P1
8.	Corporate Social Responsibility Policy	https://sanmitinfraltd.com/wp-content/uploads/2023/08/8.-CSR-POLICY.pdf	P4, P8
9.	Code of Conduct for Non-Executive and Independent Directors	https://sanmitinfraltd.com/wp-content/uploads/2023/08/15.CODE-OF-CONDUCT-FOR-NON-EXECUTIVE-DIRECTORS.pdf	P1, P7
10.	Code of Conduct for Directors and Senior Management Personnel	https://sanmitinfraltd.com/wp-content/uploads/2023/08/9.-CODE-OF-CONDUCT-FOR-BOARD-AND-SENIOR-MANAGEMENT-PERSONNEL.pdf	P1, P7
11.	Whistle blower Policy and Vigil Mechanism Policy	https://sanmitinfraltd.com/wp-content/uploads/2023/08/10.-WHISTLE-BLOWER-POLICY-AND-VIGIL-MECHANISM-POLICY.pdf	P1, P5
12.	Human Rights Policy	https://sanmitinfraltd.com/wp-content/uploads/2023/08/11.-HUMAN-RIGHTS-POLICY.pdf	P3, P5

13.	Cyber security and Data Privacy	https://sanmitinfraltd.com/wp-content/uploads/2023/08/12.-DATA-PRIVACY.pdf	P9
14.	Archival Policy	https://sanmitinfraltd.com/wp-content/uploads/2023/08/13.-ARCHIVAL-POLICY.pdf	P1
15.	Code of Practices and Procedures for Unpublished Price Sensitive Information	https://sanmitinfraltd.com/wp-content/uploads/2023/08/14.-CODE-OF-CONDUCT-FOR-UNPUBLISHED-PRICE-SENSITIVE-INFORMATION.pdf	P1
16.	Policy on the Terms and Conditions of Appointment of Independent Directors	https://sanmitinfraltd.com/wp-content/uploads/2023/08/16.-TERMS-AND-CONDITIONS-FOR-APPOINTMENT-OF-ID.pdf	P1

2.	**Whether the entity has translated the policy into procedures. (Yes / No)**	Yes	Yes	Yes	Yes	Yes	No	Yes	Yes	Yes
3.	**Do the enlisted policies extend to your value chain partners? (Yes/No)**	Yes	No	Yes	No	Yes	No	No	No	Yes
4.	**Name of the national and international codes/ certifications/ labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.**	The following certifications have been obtained, for our units- 1. Rasayani Manufacturing Unit • ISO 9001:2015 (Quality Management Systems) • ISO 45001:2018 (Occupational health and safety management systems) • ISO/IEC 17025:2017 (General requirements for the competence of testing and calibration laboratories) 2. Mumbai Corporate Office • ISO 13485:2016 (Medical devices - Quality management systems - Requirements for regulatory purposes)								
5.	**Specific commitments, goals and targets set by the entity with defined timelines, if any.**	The Company is committed to adopting clean energy and reducing its dependence on conventional power sources. It continues to explore renewable and sustainable energy solutions that can help reduce greenhouse gas emissions while supporting long-term cost efficiency and energy security.								
6.	**Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.**									

Governance, leadership and oversight

7. Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements

Sanmit Infra Limited holds the view that responsible growth is achieved by balancing business performance with a strong focus on environmental stewardship, social responsibility, and sound governance practices. The Company remains committed to creating long-term value for its stakeholders by embedding sustainability principles across its operations and aligning its initiatives with evolving global standards. This approach continues to be guided by transparency, accountability, and a drive to continually improve operational practices.

The Company further upholds the highest levels of operational excellence through globally recognised certifications. The Rasayani Manufacturing Unit is certified to ISO 9001:2015 for Quality Management Systems, ISO 45001:2018 for Occupational Health and Safety Management Systems, and ISO/IEC 17025:2017 for Testing and Calibration Laboratories. The Mumbai Corporate Office holds certification to ISO 13485:2016 for Medical Devices Quality Management. The Company will continue to strengthen its practices, guided by its core values, in pursuit of building a resilient and sustainable future.

- Mr. Sanjay Makhija
  Managing Director

8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).	Mr. Sanjay Makhija Managing Director DIN: 00586770
9. Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details	The Company has established a Business Responsibility and Sustainability Committee, chaired by Mr. Sanjay Makhija, Managing Director. The Committee convenes meetings to address and deliberate on matters pertaining to the Business Responsibility and Sustainability Report, ensuring ethical and transparent disclosures.

10. Details of Review of NGRBCs by the Company:

Subject for Review	Indicate whether review was under taken by Director /Committee of the Board/ Any other Committee									Frequency (Annually/ Half yearly/ Quarterly/ Any other – please specify)								
	P1	P2	P3	P4	P5	P6	P7	P8	P9	P1	P2	P3	P4	P5	P6	P7	P8	P9
Performance against Above policies and follow up action	The Board and its committees track and evaluate performance against all its policies diligently. Further regular follow-up actions are taken to ensure continuous improvement and alignment with the Company's commitments.									Need basis								
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances	There were no instances of operational non-compliances reported during the year. The Board of Directors oversees compliance with relevant statutory requirements.									Need basis								

	P1	P2	P3	P4	P5	P6	P7	P8	P9
11. Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.	Yes, during the reporting period, Dhir & Dhir Associates, a reputed law firm, carried out an evaluation to assess the effectiveness of the Company's policy implementation, with a primary emphasis on execution efficiency. In addition, respective department and business heads regularly review and assess these policies, with any proposed changes submitted to the management or the Board for approval.								

12. If answer to question (1) above is "No" i.e. not all Principles are covered by a policy, reasons to be stated:

Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
The entity does not consider the Principles material to its business (Yes/No)	NA	NA	NA	NA	NA	No	NA	NA	NA
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)	NA	NA	NA	NA	NA	No	NA	NA	NA
The entity does not have the financial or/human and technical resources available for the task (Yes/No)	NA	NA	NA	NA	NA	No	NA	NA	NA
It is planned to be done in the next financial year (Yes/No)	NA	NA	NA	NA	NA	Yes	NA	NA	NA

Section C: Principle Wise Performance Disclosure

Principle 1:

Businesses should conduct and govern themselves with integrity, and in a manner, that is Ethical, Transparent and Accountable.



Disclosures on Sanmit Infra's ethical standards, anti-corruption practices, transparent governance, and accountability mechanisms across all three business verticals.

SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

PRINCIPLE 1: Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable.

Essential Indicators

1. **Percentage coverage by training and awareness programmes on any of the Principles during the financial year:**

Segment	Total Number of training and awareness programmes held	Topics/ principles covered under the training and its impact	% age of persons in respective category covered by the awareness programmes
Board of Directors	2	During the year, Board members and KMPs were apprised of various updates pertaining to business, regulatory, safety matters, etc.	100.00
Key Managerial Personnel	2		100.00
Employees other than BoD and KMPs	2	With an objective of creating awareness among employees and workers of the group on various principles, the training programmes were conducted on topics like Code of Conduct, Knowledge and Significance of Ethics and Integrity at Workplace, Health and Wellness, Safety awareness.	100.00
Workers	1		100.00

2. **Details of fines / penalties /punishment/ award/ compounding fees/ settlement amount paid in proceedings (by the entity or by directors / KMPs) with regulators/ law enforcement agencies/ judicial institutions, in the financial year (basis the materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity's website)**

	Monetary				
	NGRBC Principle	**Name of the regulatory/ enforcement agencies/ judicial institutions**	**Amount (in INR)**	**Brief of the Case**	**Has an appeal been preferred? (Yes/No)**
Penalty/Fine	The Directors/ KMPs have not been subjected to any thresholds of the materiality policy to pay any fines, penalties, punishments, awards, compounding fees or settlement amounts in the financial year.				
Settlement					
Compounding Fee					
	Non-Monetary				
Imprisonment	The Directors/ KMPs have not been subjected to any thresholds of the materiality policy to pay any fines, penalties, punishments, awards, compounding fees or settlement amounts in the financial year.				
Punishment					

3. **Of the instances disclosed in Question 2 above, details of the Appeal/ Revision preferred in cases where monetary or non-monetary action has been appealed.**

Case Details	Name of the regulatory/enforcement agencies/judicial institutions
The Company remained fully compliant during the reporting period, with no monetary fines, penalties, or sanctions imposed.	

4. **Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.**

The Company does not maintain a separate Anti-Bribery and Anti-Corruption policy; however, its Code of Conduct includes a Fair Dealing clause that addresses ethical business practices and integrity across all operations.
https://sanmitinfraltd.com/wp-content/uploads/2023/08/9.-CODE-OF-CONDUCT-FOR-BOARD-AND-SENIOR-MANAGEMENT-PERSONNEL.pdf

5. **Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption:**

	FY 2025-26	FY 2024-25
Directors	Nil. No disciplinary action was initiated by any law enforcement agency on grounds of bribery or corruption against any Director, KMP, employee, or worker of the Company during the reporting year.	
KMPs		
Employees		
Workers		

6. **Details of complaints with regard to conflict of interest:**

	FY 2025-26		FY 2024-25	
	Number	**Remarks**	**Number**	**Remarks**
Number of complaints received in relation to issues of conflict of interest of the Directors	0	NA	0	NA
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	0	NA	0	NA

7. **Provide details of any corrective action taken or underway on issues related to fines / penalties/ action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflicts of interest.**

Not applicable

8. **Number of days of accounts payables ((Accounts payable *365) / Cost of goods/services procured) in the following format[1]:**

	FY 2025-26	FY 2024-25
Number of days of accounts payables	32.11	43.31

9. **Openness of Business:**

Provide details of concentration of purchases and sales with trading houses, dealers and related parties along-with loans and advances & investments, with related parties, in the following format[2]:

Parameter	Metrics	FY 2025-26	FY 2024-25
Concentration of Purchases	a) Purchases from Trading houses as % of total purchases	0.00	0.00
	b) Number of trading houses where purchases and made from	0.00	0.00
	c) Purchases from top 10 trading houses as % of total purchases from trading houses	0.00	0.00
Concentration of Sales	a) Sales to dealers/distributors as % of total sales	0.00	0.00
	b) Number of dealers/distributors to whom sales are made	0.00	0.00
	c) Sales to top 10 dealers/distributors as % of total sales to dealers/distributors	0.00	0.00

[1] The above calculations are in accordance with Part B, Attribute 9 of the Industry Standards Note (December 2024) on the Business Responsibility and Sustainability Report (BRSR) Core, jointly issued by ASSOCHAM, CII, and FICCI, pursuant to Regulation 34(2) of the SEBI (LODR) Regulations, 2015, and as per SEBI Circular No. SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122.

[2] The above calculations are in accordance with Part B, Attribute 9 of the Industry Standards Note (December 2024) on the Business Responsibility and Sustainability Report (BRSR) Core, jointly issued by ASSOCHAM, CII, and FICCI, pursuant to Regulation 34(2) of the SEBI (LODR) Regulations, 2015, and as per SEBI Circular No. SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122.

Share of RPTs in	a) Purchases (Purchases with related parties/Total Purchases)	1.82	10.16
	b) Sales (Sales to related parties/Total Sales)	21.29	56.51
	c) Loans & advances (Loans & advances given to related parties/Total loans & advances)	0.00	0.00
	d) Investments (Investments in related parties/Total Investments made)	0.00	0.00

Leadership Indicators

1. **Awareness programs conducted for value chain partners on any of the Principles during the financial year:**

Total number of awareness programs held	Topic/principles covered under the training	% age of value chain partners covered (by value of business done with such partners) under the awareness programs
The Company intends to strengthen engagement with its value chain partners by exploring suitable awareness and sensitisation programmes on relevant BRSR Principles in the coming years. These initiatives will aim to promote responsible business practices and encourage greater alignment with the Company's sustainability expectations.		

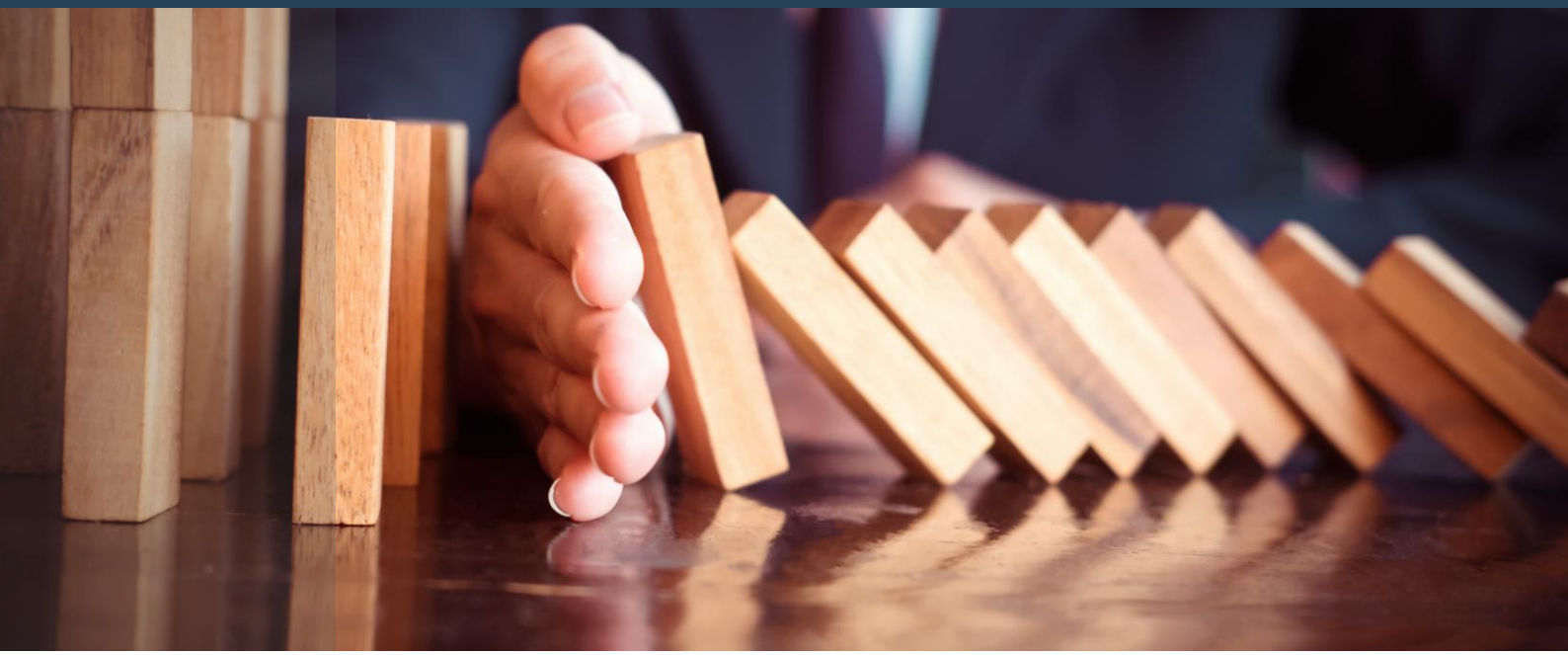
2. **Does the entity have processes in place to avoid/ manage conflict of interests involving members of the Board? (Yes/No). If yes, provide details of the same.**

   The Company has established a Code of Conduct for Directors and Senior Management Personnel to prevent and address any conflict of interest among Board members. The Code serves as a guiding framework for identifying and resolving ethical dilemmas, fostering a culture of honesty and accountability. The Code of Conduct is accessible at: https://sanmitinfraltd.com/wp-content/uploads/2023/08/9.-CODE-OF-CONDUCT-FOR-BOARD-AND-SENIOR-MANAGEMENT-PERSONNEL.pdf

Section C: Principle Wise Performance Disclosure

Principle 2:

Businesses should provide goods and services in a manner that is sustainable and safe.



Disclosures on how Sanmit Infra designs and delivers its products and services sustainably, from raw material inputs through end-of-life considerations, across all three business verticals.

PRINCIPLE 2: Businesses should provide goods and services in a manner that is sustainable and safe

Essential Indicators

1. **Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.**

	2025-26	2024-25	Details of Improvements in environmental and social impacts
R&D	The Company has not undertaken any R&D or capital expenditure specifically aimed at improving its environmental or social impacts during the reporting period.		
Capex			

2. **a. Does the entity have procedures in place for sustainable sourcing? (Yes/No)**

   The company does not currently have a formal sustainable sourcing process in place, it acknowledges its importance and is still open to the idea of creating one in the future.

   b. If yes, what percentage of inputs were sourced sustainably?

   Not Applicable

   c. Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste.

   For the safe recovery of items for end-of-life reuse, recycling, or disposal including materials like plastics, e-waste, hazardous waste, and other types of garbage the company has not yet developed any particular procedures.

   d. Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes/ No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.

   Considering the Company's Business operations, EPR is not applicable to the Company as per CPCB (Central Pollution Control Board)'s regulations.

Leadership Indicators

1. **Has the entity conducted Life Cycle Perspective / Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? If yes, provide details in the following format?**

NIC Code	Name of Product/Service	% of total Turnover Contributed	Boundary for which the Life Cycle Perspective / Assessment was conducted	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No) If yes, provide the web-link.
The Company is currently not performing Life Cycle Assessment for its services.					

2. **If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products / services, as identified in the Life Cycle Perspective / Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same.**

Name of Product/ Service	Description of the risk/ concern	Action Taken
Not Applicable		

3. **Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry).**

Indicate input material	Recycled or re-used input material to total material	
	FY 2025-26	FY 2024-25
NIL	0.00	0.00

4. **Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed, as per the following format:**

	FY 2025-26			FY 2024-25		
	Re-Used	Recycled	Safely Disposed	Re-Used	Recycled	Safely Disposed
Plastics (including packaging)	0.00	0.00	0.00	0.00	0.00	0.00
E-waste	0.00	0.00	0.00	0.00	0.00	0.00
Hazardous Waste	0.00	0.00	0.00	0.00	0.00	0.00
Other waste	0.00	0.00	0.00	0.00	0.00	0.00

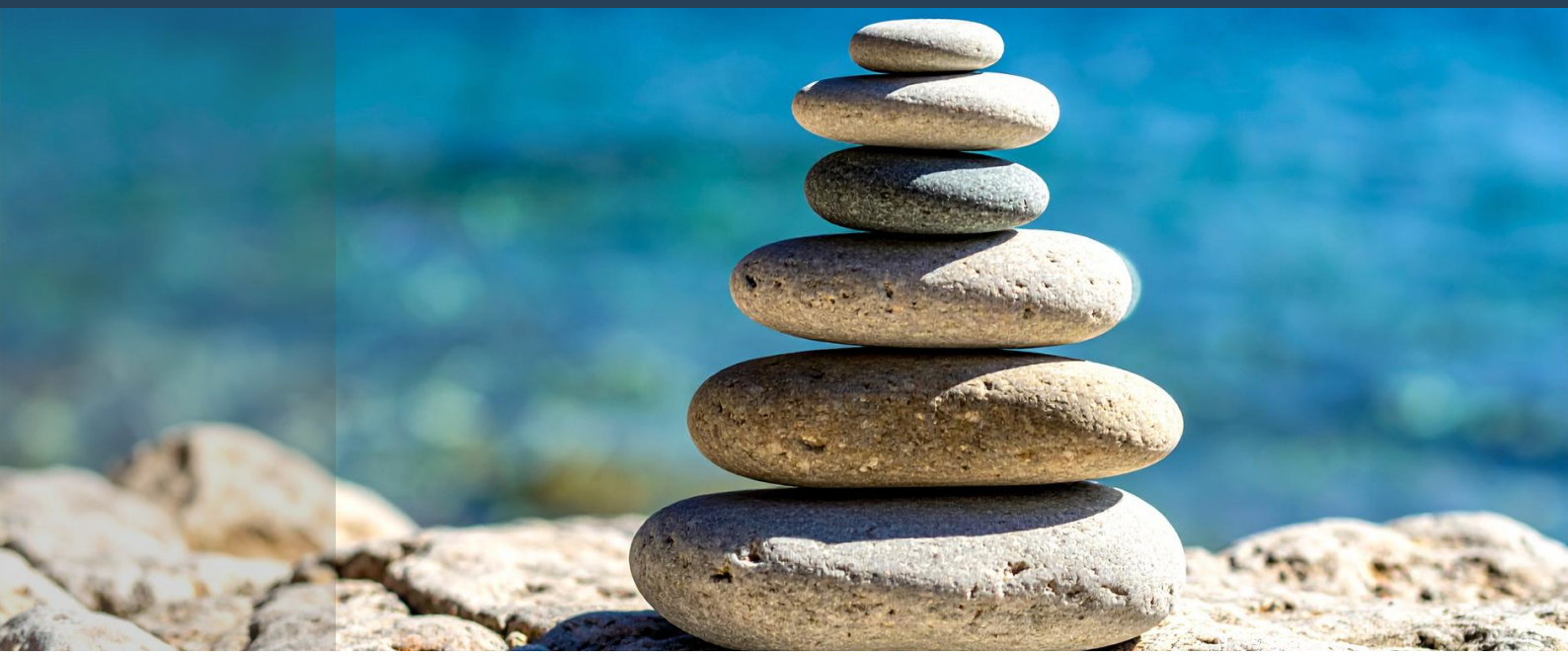
5. **Reclaimed products and their packaging materials (as percentage of products sold) for each product category**

Indicate product category	Reclaimed products and their packaging materials (as percentage of products sold) for each product category
Not Applicable	

Section C: Principle Wise Performance Disclosure

Principle 3:

Businesses should respect and promote the well-being of all employees, including those in their value chains.



Disclosures on Sanmit Infra's commitments to the health, safety, fair compensation, and professional development of all employees and workers across the Company's operations.

PRINCIPLE 3: Businesses should respect and promote the well-being of all employees, including those in their value chains

Essential Indicators

1. a. Details of measures for the well-being of employees:

		% of employees covered by									
	Total (A)	Health Insurance		Accident Insurance		Maternity Benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent Employees											
Male	38	0	0.00	6	15.79	0	0.00	0	0.00	0	0.00
Female	11	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00
Total	49	0	0.00	6	12.24	0	0.00	0	0.00	0	0.00
Other than Permanent Employees											
Male	0	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00
Female	0	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00
Total	0	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00

b. Details of measures for the well-being of workers:

		% of employees covered by									
	Total (A)	Health Insurance		Accident Insurance		Maternity Benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent Employees											
Male	0	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00
Female	0	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00
Total	0	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00
Other than Permanent Employees											
Male	48	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00
Female	0	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00
Total	48	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00

c. Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format[3]:

	FY 2025-26	FY 2024-25
Cost incurred on well-being measures as a % of total revenue of the company	0.10	0.12

2. Details of retirement benefits, for Current FY and Previous Financial Year.

Benefits	FY 2025-26			FY 2024-25		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	36.73	100.00	Yes	28.00	100.00	Yes
Gratuity	100.00	0.00	NA	100.00	0.00	NA

[3] The above calculations are in accordance with Part B, Attribute 5 of the Industry Standards Note (December 2024) on the Business Responsibility and Sustainability Report (BRSR) Core, jointly issued by ASSOCHAM, CII, and FICCI, pursuant to Regulation 34(2) of the SEBI (LODR) Regulations, 2015, and as per SEBI Circular No. SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122.

ESI	46.94	100.00	Yes	24.00	100.00	Yes

3. Accessibility of workplaces

Are the premises / offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.

The premises of the Company are accessible to differently abled employees and workers, reflecting the Company's commitment to providing an inclusive environment for individuals with disabilities. The infrastructure incorporates features such as wheelchair-friendly ramps and lifts to ensure ease of access and support an inclusive workplace. Although no employees or workers with disabilities are currently on record, the Company proactively maintains this inclusive infrastructure to accommodate any future hires.

4. **Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.**

The Company does not currently have a formal Equal Opportunity Policy in place; however, it recognises the importance of such a policy and remains open to exploring its development in the future.

5. Return to work and Retention rates of permanent employees and workers that took parental leave.

	Permanent Employees		Permanent workers	
Gender	**Return to work rate**	**Retention rate**	**Return to work rate**	**Retention rate**
Male	0.00	0.00	0.00	0.00
Female	0.00	0.00	0.00	0.00
Total	0.00	0.00	0.00	0.00

6. Is there a mechanism available to receive and redress grievances for the following categories of employees and worker? If yes, give details of the mechanism in brief.

	Yes/No (If Yes, then give details of the mechanism in brief)
Permanent Workers	Yes, an informal mechanism is being utilised within the factory to receive and address grievances of the aggrieved workers.
Other than Permanent Workers	
Permanent Employees	Yes, the employees can raise their concerns or grievance through multiple channels. They can use the designated email addresses: sanmitinfra@gmail.com and md@sanmitinfraltd.com. Further, employees can directly escalate their grievances to the Directors and senior management. Furthermore a whistle blower policy is also implemented which enables the employees to report cases of misconduct through a secure channel.
Other than Permanent Employees	

7. Membership of employees and worker in association(s) or Unions recognized by the listed entity:

Category	**FY 2025-26**			**FY 2024-25**		
	Total employees / workers in respective category (A)	**No. of employees/ workers in respective category, who are part of association(s) or Union (B)**	**% (B/A)**	**Total employees / workers in respective category (A)**	**No. of employees/ workers in respective category, who are part of association(s) or Union (B)**	**% (B/A)**
Total Permanent Employees	49	0	0.00	38	0	0.00
Male	38	0	0.00	27	0	0.00
Female	11	0	0.00	11	0	0.00
Total Permanent Employees	0	0	0.00	0	0	0.00
Male	0	0	0.00	0	0	0.00
Female	0	0	0.00	0	0	0.00

8. **Details of training given to employees and workers:**

	FY 2025-26					FY 2024-25				
	Total (A)	On Health and Safety measures		On Skill upgradation		Total (D)	On Health and Safety measures		On Skill upgradation	
		No. (B)	%(B/A)	No. (C)	%(C/A)		No. (E)	%(E/D)	No. (F)	%(F/D)
Employees										
Male	38	38	100.00	38	100.00	27	27	100.00	27	100.00
Female	11	11	100.00	11	100.00	11	11	100.00	11	100.00
Total	49	49	100.00	49	100.00	38	38	100.00	38	100.00
Workers										
Male	48	48	100.00	48	100.00	12	12	100.00	12	100.00
Female	0	0	0.00	0	0.00	0	0	0.00	0	0.00
Total	48	48	100.00	48	100.00	12	12	100.00	12	100.00

9. **Details of performance and career development reviews of employees and worker:**

Category	FY 2025-26			FY 2024-25		
	Total (A)	No. (B)	% (B/A)	Total (C)	No. (D)	% (D/C)
Employees						
Male	38	38	100.00	27	27	100.00
Female	11	11	100.00	11	11	100.00
Total	49	49	100.00	38	38	100.00
Workers						
Male	48	48	100.00	12	12	100.00
Female	0	0	0.00	00	00	0.00
Total	48	0	100.00	12	12	100.00

10. **Health and safety management system:**

a) **Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, the coverage such system?**

The Company has implemented an Occupational Health and Safety Management System at its Rasayani manufacturing unit, certified under ISO 45001:2018.

b) **What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?**

The Company conducts regular workplace inspections, trainings and risk assessments under its ISO 45001:2018 framework. Hazard identification is carried out for both routine operations and non-routine tasks, supported by periodic reviews and corrective action planning.

c) **Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks. (Y/N)**

Yes. Workers are empowered to raise safety concerns directly with their supervisors and may withdraw from any unsafe situation in accordance with the Company's established safety protocols.

d) **Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? (Yes/ No)**

The Company's workforce does not currently have access to non-occupational medical and healthcare services. However, the Company recognises the significance of such services and will endeavour to extend them to its workforce in the future.

11. **Details of safety related incidents, in the following format:**

Safety Incident/Number	Category	FY 2025-26	FY 2024-25
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	0.00	0.00
	Workers	0.00	0.00
Total recordable work-related injuries	Employees	0	0
	Workers	0	0
No. of fatalities	Employees	0	0
	Workers	0	0
High consequence work-related injury or ill-health (excluding fatalities)	Employees	0	0
	Workers	0	0

12. **Describe the measures taken by the entity to ensure a safe and healthy work place.**

The Company is dedicated to ensuring a healthy and safe working environment for all its employees and workers. This is achieved through regular training sessions and ongoing risk assessments, ensuring a hazard-free environment and compliance with all applicable health and safety regulations. In furtherance of this commitment, the Company has implemented an Occupational Health and Safety Management System at its Rasayani manufacturing unit, certified under ISO 45001:2018.

The Company provides factory workers with essential personal protective equipment, including safety shoes, helmets, and reflector jackets. Clear Do's and Don'ts instructions are prominently displayed at key locations within the factory premises to promote safety awareness. Additionally, firefighting arrangements have been established throughout the factory to ensure prompt response to emergencies.

13. **Number of Complaints on the following made by employees and workers:**

	FY 2025-26			FY 2024-25		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	0	0	NA	0	0	NA
Health & Safety	0	0	NA	0	0	NA

14. **Assessments for the year:**

	% of your plants and offices that were assessed(by entity or statutory authorities or third parties)
Health and safety practices	0.00
Working Conditions	0.00

15. **Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks / concerns arising from assessments of health & safety practices and working conditions.**

Not Applicable, as no assessments of health and safety practices and working conditions were conducted in the financial year.

Leadership Indicators

1. **Does the entity extend any life insurance or any compensatory package in the event of death of (A) Employees (Y/N) (B) Workers (Y/N).**

The Company does not currently offer a specific life insurance or compensatory package. However, the Company recognises the significance of such benefits and will endeavour to extend them to its workforce in the future.

2. **Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.**

The Company verifies the PAN and GST filing status of the vendors to ensure that statutory dues have been properly deducted and deposited by the value chain partners.

3. **Provide the number of employees / workers having suffered high consequence work- related injury / ill-health / fatalities (as reported in Q11 of Essential Indicators above), who have been are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:**

	Total no. of affected employees/workers		No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	FY 2025-26	FY 2024-25	FY 2025-26	FY 2024-25
Employees	0	0	0	0
Workers	0	0	0	0

4. **Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/ No)**

Currently, transition assistance programs designed to facilitate continued employability or support career transitions following retirement or termination are not being offered.

5. **Details on assessment of value chain partners:**

	% of value chain partners (by value of business done with such partners) that were assessed
Health and safety practices	0.00
Working Conditions	0.00

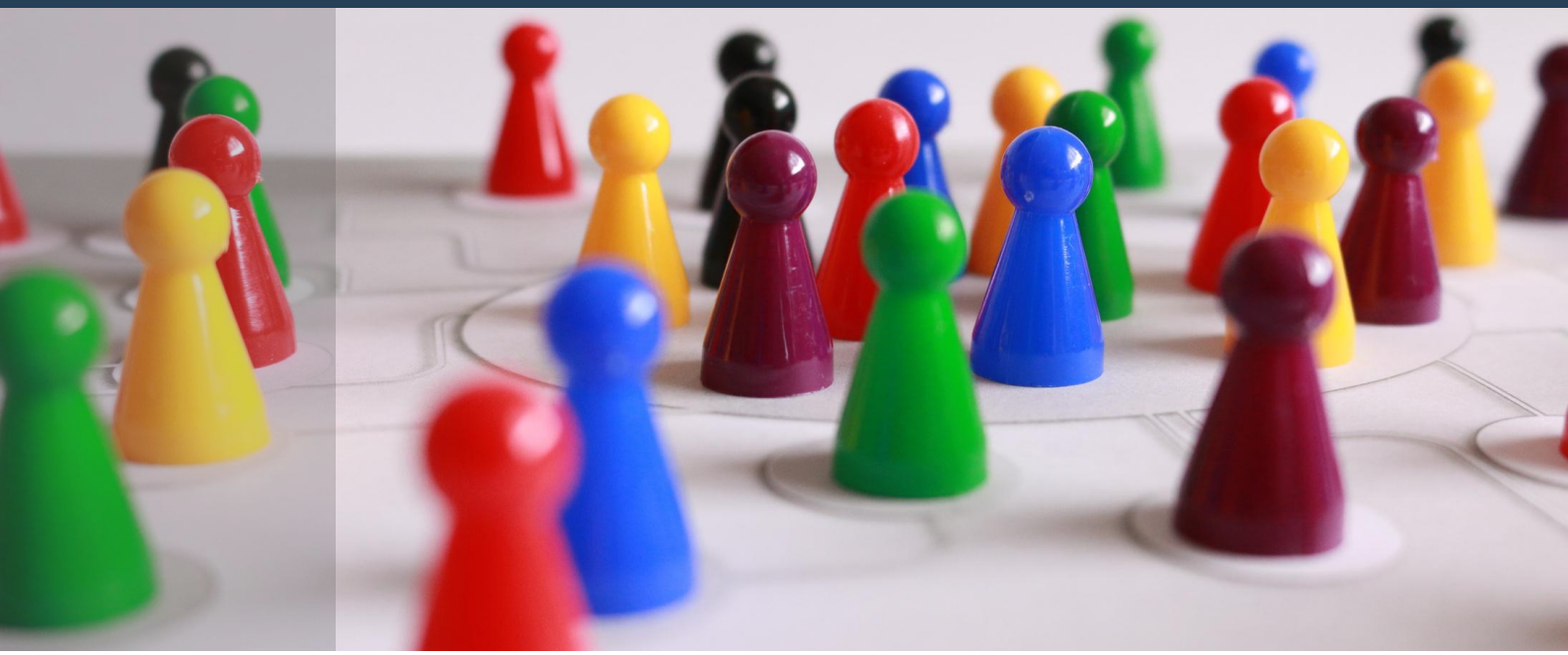
6. **Provide details of any corrective actions taken or underway to address significant risks / concerns arising from assessments of health and safety practices and working conditions of value chain partners.**

Not Applicable

Section C: Principle Wise Performance Disclosure

Principle 4:

Businesses should respect the interests of and be responsive to all its stakeholders.



Disclosures on how Sanmit Infra identifies, engages with, and responds to all stakeholder groups, particularly communities surrounding the Company's operations and vulnerable groups it serves.

PRINCIPLE 4: Businesses should respect the interests of and be responsive to all its stakeholders

Essential Indicators

1. Describe the processes for identifying key stakeholder groups of the entity.

The Company engages with its stakeholders through a structured process that begins with the mapping of both internal and external groups. The influence of these groups on the Company's operations, as well as the impact of the Company's activities on them, is carefully assessed. This evaluation enables the prioritisation of stakeholders and provides clarity on their expectations and concerns. Continuous interaction through multiple channels has not only strengthened these relationships but has also yielded valuable insights that support the ongoing refinement of the Company's business strategy.

2. List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group.

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of Communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community, Meetings, Notice Board, Website, Other)	Frequency of engagement (Annually/ Half yearly/ Quarterly/ others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Customers	No	Email, SMS, Newspaper, website, social media, Physical meet	Regular	Awareness campaigns, query resolution
Employees & Workers	No	Email, CEO communication meet, Physical meet	Regular	Employee engagement
Shareholders/ Investors	No	Various modes including e-mail, newspapers, Company website, Physical meet	Frequently and need basis	Keeping investors updated of all developments in the Company
Communities	Yes	Email, Newspaper, website	As and when required	Requisite engagement under CSR objectives

Leadership Indicators

1. Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.

Sanmit Infra Limited has entrusted its Managing Director with the responsibility of facilitating consultations between stakeholders and the Board on economic, environmental, and social matters. The Managing Director, in conjunction with the senior leadership team, provides regular updates to the Board and its Committees, both during Board meetings and in dedicated Committee sessions. To support this process, the Company has established mechanisms that enable management to capture feedback from key stakeholders and present it for discussion at the Board and Committee level.

2. Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes / No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.

Sanmit Infra Limited relies on the outcomes of stakeholder consultations to identify and manage environmental and social topics. While no specific instances arose during the reporting period, the Company maintains an open and proactive approach to stakeholder engagement. Inputs received from stakeholders are duly considered and, wherever relevant, are integrated into the Company's decision-making processes.

3. **Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalized stakeholder groups.**

Through its CSR initiatives, the Company remains committed to addressing the needs of disadvantaged and marginalised groups. During the reporting period, no direct concerns or engagements from such stakeholders were noted. Nevertheless, the Company continued to implement programmes designed to create meaningful benefits for vulnerable communities.

Section C: Principle Wise Performance Disclosure

Principle 5:

Businesses should respect and promote human rights.



Disclosures on Sanmit Infra's respect for and promotion of human rights across its direct operations and supply chain, with particular attention to vulnerable worker groups.

PRINCIPLE 5: Businesses should respect and promote human rights

Essentials Indicators

1. **Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:**

Category	FY 2025-25			FY 2024-25		
	Total (A)	No. of employees/ workers covered (B)	% (B/A)	Total (C)	No. of employees/ workers covered (D)	% (D/C)
Employees						
Permanent	49	49	100.00	38	38	100.00
Other than permanent	0	0	0.00	00	00	0.00
Total Employees	49	49	100.00	38	38	100.00
Workers						
Permanent	0	0	0.00	00	00	0.00
Other than permanent	48	48	100.00	12	12	100.00
Total Workers	48	48	100.00	12	12	100.00

2. **Details of minimum wages paid to employees and workers, in the following format:**

Category	FY 2025-26					2024-25				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Permanent	49	0	0.00	49	100.00	38	0	0.00	38	100.00
Male	38	0	0.00	38	100.00	27	0	0.00	27	100.00
Female	11	0	0.00	11	100.00	11	0	0.00	11	100.00
Other than Permanent	0	0	0.00	0	0.00	0	0	0.00	0	0.00
Male	0	0	0.00	0	0.00	0	0	0.00	0	0.00
Female	0	0	0.00	0	0.00	0	0	0.00	0	0.00
Workers										
Permanent	0	0	0.00	0	0.00	0	0	0.00	0	0.00
Male	0	0	0.00	0	0.00	0	0	0.00	0	0.00
Female	0	0	0.00	0	0.00	0	0	0.00	0	0.00
Other than Permanent	48	00	0.00	48	100.00	12	0	0.00	12	100.00
Male	48	00	0.00	48	100.00	12	0	0.00	12	100.00
Female	0	0	0.00	0	0.00	0	0	0.00	0	0.00

3. **Details of remuneration/salary/wages, in the following format:**

   a. **Median remuneration/wages:**

	Male		Female	
	Number	Median remuneration/ Salary/ Wages of respective category	Number	Median remuneration/ Salary/ Wages of respective category
Board of Directors (BoD)*	4 (Executive)	12,55,180	0	0
	3 (Non-Executive)	12,500	1	17,500
Key Managerial Personnel**	1	0	1	4,20,000

Employees other than BoD and KMP	41	3,29,487	12	2,96,065
Workers	48	15,000	0	0

** Remuneration of BOD also includes sitting fees being paid to non-executive directors.*
*** Kamal Makhija is Whole Time Director cum CFO who does not take Remuneration as CFO.*

b. Gross wages paid to females as % of total wages paid by the entity, in the following format[4]:

	FY 2025-26	FY 2024-25
Gross wages paid to females as % of total wages	18.80	23.24

4. Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)

The Company has designated the Board of Directors to oversee human rights aspect within the organisation, with the HR Head also responsible for its management.

5. Describe the internal mechanisms in place to redress grievances related to human rights issues.

Individuals can raise concerns by writing to sanmitinfra@gmail.com or md@sanmitinfraltd.com. Employees are encouraged to bring their grievances directly to the Directors or senior management, ensuring that concerns are addressed through proper and accessible communication channels. In addition, the Company has implemented a Whistle-blower Policy designed to enable employees to report any misconduct or unethical behaviour.

6. Number of Complaints on the following made by employees and workers:

	FY 2025-26			FY 2024-25		
	Filed during the year	**Pending resolution at the end of the year**	**Remarks**	**Filed during the year**	**Pending resolution at the end of the year**	**Remarks**
Sexual harassment	0	0	NA	0	0	NA
Discrimination at workplace	0	0	NA	0	0	NA
Child Labour	0	0	NA	0	0	NA
Forced Labour/ Involuntary Labour	0	0	NA	0	0	NA
Wages	0	0	NA	0	0	NA
Other - Human Rights related issues	0	0	NA	0	0	NA

7. Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, in the following format[5]:

	FY 2025-26	FY 2024-25
Total Complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	0	0
Complaints on POSH as a % of female employees / workers	0	0
Complaints on POSH upheld	0	0

[4] The above calculations are in accordance with Part B, Attribute 6 of the Industry Standards Note (December 2024) on the Business Responsibility and Sustainability Report (BRSR) Core, jointly issued by ASSOCHAM, CII, and FICCI, pursuant to Regulation 34(2) of the SEBI (LODR) Regulations, 2015, and as per SEBI Circular No. SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122.
[5] The above calculations are in accordance with Part B, Attribute 6 of the Industry Standards Note (December 2024) on the Business Responsibility and Sustainability Report (BRSR) Core, jointly issued by ASSOCHAM, CII, and FICCI, pursuant to Regulation 34(2) of the SEBI (LODR) Regulations, 2015, and as per SEBI Circular No. SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122.

8. **Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.**

The Company has implemented a Whistle-blower Policy designed to enable employees to report concerns or suspected violations directly to the Audit Committee without fear of adverse consequences. Employees may confidentially raise issues related to misconduct or unethical behaviour with the Audit Committee and the Directors. Upon receipt of a report, the Audit Committee and Directors promptly initiate an investigation to gather all necessary facts and evidence. Where allegations are substantiated, appropriate disciplinary measures are taken against the responsible individual.

9. **Do human rights requirements form part of your business agreements and contracts?**

No, human rights requirements are not currently included as part of the Company's business agreements and contracts.

10. **Assessments for the year:**

	% of your plants and Offices that were assessed (by entity or statutory authorities or third parties)
Child Labour	No assessments were conducted during the reporting year.
Forced/involuntary labour	
Sexual Harassment	
Discrimination at workplace	
Wages	
Others- please specify	

11. **Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 10 above.**

Not Applicable

Leadership Indicators

1. **Details of a business process being modified / introduced as a result of addressing human rights grievances/ complaints.**

During the financial year, the Company did not receive any Human Rights grievances requiring the modification/introduction of any business process.

2. **Details of the scope and coverage of any Human rights due-diligence conducted.**

No human rights due diligence was conducted during the financial year.

3. **Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?**

The Company is committed to providing a barrier-free environment for differently abled visitors. Its premises are designed to be accessible, incorporating facilities such as wheelchair-friendly ramps and lifts, thereby promoting inclusivity and ease of access for all.

4. **Details on assessment of value chain partners:**

	% of value chain partners (by value of business done with such partners) that were assessed
Sexual Harassment	0.00
Discrimination at workplace	0.00
Child Labour	0.00
Forced Labour / Involuntary Labour	0.00
Wages	0.00

5. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 4 above.

Not Applicable

Section C: Principle Wise Performance Disclosure

Principle 6:

Businesses should respect and make efforts to protect and restore the environment.



Disclosures on Sanmit Infra's environmental footprint, resource consumption, emissions, waste management, and the Company's efforts to protect and restore the environment across all three business segments.

PRINCIPLE 6: Businesses should respect and make efforts to protect and restore the environment

Essential Indicators

1. Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format[6]:

Parameter	FY 2025-26 (In Gigajoules)	FY 2024-25 (In Gigajoules)
From renewable sources		
Total electricity consumption (A)	0.00	0.00
Total fuel consumption (B)	0.00	0.00
Energy consumption through other sources (C)	0.00	0.00
Total Energy consumption from renewable sources (A+B+C)	0.00	0.00
From non-renewable sources		
Total electricity consumption (D)*	724.14	576.27
Total fuel consumption (E)	1,81,255.70	11,531.85
Energy consumption through other sources (F)	0.00	0.00
Total Energy consumption from non-renewable sources (D+E+F)	1,81,979.85	12,108.12
Total energy consumed (A+B+C+D+E+F)	1,81,979.85	12,108.12
Energy intensity per rupee of turnover *(Total energy consumption/ Revenue from Operations) - Gigajoules/Rupee*	0.00018	0.0000085
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)[7] (*Total energy consumed / Revenue from operations adjusted for PPP*) - *Gigajoules/USD*	0.0037	0.00017
Energy intensity in terms of physical output[8]- *Gigajoules/Metric tonne*	19.12	2.14
Energy intensity *(optional)* – *Gigajoules/Workforce*	1,876.08	242.16

During FY 2025–26, three new micro-surfacing sites were added, resulting in an increase in energy consumption and associated energy intensities attributable to the additional micro-surfacing activities undertaken at these locations. Further, furnace fuel consumption increased during the reporting year, primarily due to the corresponding increase in production levels.

** For purchased electricity for FY 2025–26 and FY 2024–25, electricity consumption pertaining to the Corporate Office (CO) has not been considered, as the premises are leased and electricity bills are not received directly by the Company. Accordingly, only electricity consumption attributable to the Plant has been considered.*

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N):
No external review or assessment has been conducted to evaluate the Company's operations, performance, or compliance with applicable standards and regulations.

[6] The above calculations are in accordance with Part B, Attribute 3 of the Industry Standards Note (December 2024) on the Business Responsibility and Sustainability Report (BRSR) Core, jointly issued by ASSOCHAM, CII, and FICCI, pursuant to Regulation 34(2) of the SEBI (LODR) Regulations, 2015, and as per SEBI Circular No. SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122.
[7] The above calculations are in accordance with Part A, Section 1(I) of the Industry Standards Note (December 2024) on the Business Responsibility and Sustainability Report (BRSR) Core, jointly issued by ASSOCHAM, CII, and FICCI, pursuant to Regulation 34(2) of the SEBI (LODR) Regulations, 2015, and as per SEBI Circular No. SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122.
[8] The above calculations are in accordance with Part A, Section 1(II) of the Industry Standards Note (December 2024) on the Business Responsibility and Sustainability Report (BRSR) Core, jointly issued by ASSOCHAM, CII, and FICCI, pursuant to Regulation 34(2) of the SEBI (LODR) Regulations, 2015, and as per SEBI Circular No. SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122.

2. **Does the entity have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any**

Not Applicable as the Company does not fall within the scope of the Perform, Achieve and Trade (PAT) Scheme initiated by the Government of India.

3. **Provide details of the following disclosures related to water, in the following format:**

Parameter	FY 2025-26	FY 2024-25
Water withdrawal by source (in kilolitres)		
(i) Surface water	0.00	0.00
(ii) Groundwater	3,380.74	2,303.76
(iii) Third party water	422.69	432.00
(iv) Seawater / desalinated water	0.00	0.00
(v) Others	0.00	0.00
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	3,803.43	2,735.76
Total volume of water consumption (*in kilolitres*)	760.69	547.15
Water intensity per rupee of turnover *(Water consumed / Revenue from operations) - Kilolitres/Rupee*	0.00000075	0.00000038
Water Intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)[9] *(Total water consumption / Revenue from operations adjusted for PPP) - Kilolitres/USD*	0.000015	0.0000079
Water intensity in terms of physical output[10]- *Kilolitres/Metric tonne*	0.080	0.097
Water intensity *(optional) – Kilolitres/Workforce*	7.84	10.94

As per the guidelines issued by the Central Ground Water Authority (CGWA), water withdrawal for the Head Office of the Company has been estimated at 45 litres per person per working day. Also, water consumption data for FY 2025-26 and FY 2024-25 has been computed in accordance with Central Public Health and Environmental Engineering Organisation (CPHEEO) guidelines. As per the guidelines, 20% of total water withdrawal is considered as water consumed by Sanmit Infra Limited.

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency:
No external review or assessment has been conducted to evaluate the Company's operations, performance, or compliance with applicable standards and regulations.

4. **Provide the following details related to water discharged**

Parameter	FY 2025-26	FY 2024-25
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water	0.00	0.00
- No treatment		
- With treatment – please specify level of treatment		
(ii) To Groundwater	0.00	0.00
- No treatment		
- With treatment – please specify level of treatment		

[9] The above calculations are in accordance with Part A, Section 1(I) of the Industry Standards Note (December 2024) on the Business Responsibility and Sustainability Report (BRSR) Core, jointly issued by ASSOCHAM, CII, and FICCI, pursuant to Regulation 34(2) of the SEBI (LODR) Regulations, 2015, and as per SEBI Circular No. SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122.
[10] The above calculations are in accordance with Part A, Section 1(I) of the Industry Standards Note (December 2024) on the Business Responsibility and Sustainability Report (BRSR) Core, jointly issued by ASSOCHAM, CII, and FICCI, pursuant to Regulation 34(2) of the SEBI (LODR) Regulations, 2015, and as per SEBI Circular No. SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122.

Parameter	FY 2025-26	FY 2024-25
(iii) To Seawater	0.00	0.00
- No treatment		
- With treatment – please specify level of treatment		
(iv) Sent to third-parties		
- No treatment	3,042.74	2,188.61
- With treatment – please specify level of treatment		
(v) Others -	0.00	0.00
- No treatment		
- With treatment – please specify level of treatment		
Total water discharged (in kilolitres)	3,042.74	2,188.61

Water discharge data for FY 2025-26and FY 2024-25 has been computed in accordance with Central Public Health and Environmental Engineering Organisation (CPHEEO) guidelines. As per the guidelines, 80% of total water withdrawal is considered as water discharged to third parties without treatment.

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency:
No external review or assessment has been conducted to evaluate the Company's operations, performance, or compliance with applicable standards and regulations.

5. **Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.**

The Company currently does not have any mechanisms or systems in place for achieving Zero Liquid Discharge (ZLD).

6. **Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:**

Parameter	Please specify unit	FY 2025-26	FY 2024-25
NOx	Considering the nature of the Company's operations, no material quantities of specified non-GHG air pollutants are generated. Accordingly, an assessment of such air emissions was not undertaken during the reporting period.		
SOx			
Particulate matter (PM)			
Persistent organic pollutants (POP)			
Volatile organic compounds (VOC)			
Hazardous air pollutants (HAP)			
Others – please specify			

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency:
No external review or assessment has been conducted to evaluate the Company's operations, performance, or compliance with applicable standards and regulations.

7. **Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format[11]:**

Parameter	Unit	FY 2025-26	FY 2024-25
Total Scope 1 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	*Metric tonnes of CO2 equivalent*	13,352.69	747.07
Total Scope 2 emissions[12] (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	*Metric tonnes of CO2 equivalent*	142.82	116.37

[11] The above calculations are in accordance with Part B, Attribute 1 of the Industry Standards Note (December 2024) on the Business Responsibility and Sustainability Report (BRSR) Core, jointly issued by ASSOCHAM, CII, and FICCI, pursuant to Regulation 34(2) of the SEBI (LODR) Regulations, 2015, and as per SEBI Circular No. SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122
[12] The above calculations as per the updated emission factors provided in the CO_2 Baseline Database for the Indian Power Sector – User Guide, Version 20.0, December 2024, published by the Central Electricity Authority, Ministry of Power, Government of India.

Parameter	Unit	FY 2025-26	FY 2024-25
Total Scope 1 and Scope 2 emissions per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations) Metric tonnes of CO2 equivalent/Rs	*Metric tonnes of CO2 equivalent/Rupee*	0.000013	0.00000060
Total Scope 1 and Scope 2 emissions per rupee of turnover adjusted for Purchasing Power Parity (PPP)[13] (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations adjusted for PPP) Metric tonnes of CO2 equivalent/Rs	*Metric tonnes of CO2 equivalent/USD*	0.00027	0.000012
Total Scope 1 and Scope 2 emissions intensity in terms of physical output[14]	*Metric tonnes of CO2 equivalent/Metric tonnes*	1.47	0.15
Total Scope 1 and Scope 2 emission intensity *(optional)* – the relevant metric may be selected by the entity	*Metric tonnes of CO2 equivalent/Workforce*	139.13	17.27

During FY 2025–26, three new micro-surfacing sites were commissioned, resulting in an increase in overall GHG emissions and associated GHG intensity, primarily attributable to the additional micro-surfacing activities undertaken at these locations. Furthermore, Scope 1 emissions increased during the reporting year due to higher furnace fuel consumption, which was primarily driven by the corresponding increase in production levels.

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency:
No external review or assessment has been conducted to evaluate the Company's operations, performance, or compliance with applicable standards and regulations.

8. Does the entity have any project related to reducing Green House Gas emission? If yes, then provide details.

During the reporting period, the Company did not undertake any specific projects aimed at reducing greenhouse gas emissions. Nevertheless, the Company remains committed to exploring and implementing innovative strategies to achieve this objective in the future.

9. Provide details related to waste management by the entity, in the following format[15]:

Parameter	FY 2025-26	FY 2024-25
Total Waste generated (in metric tonnes)		
Plastic waste *(A)*	0.00	0.00
E-waste *(B)*	0.00	0.00
Bio-medical waste *(C)*	0.00	0.00
Construction and demolition waste *(D)*	0.00	0.00
Battery waste *(E)*	0.00	0.00
Radioactive waste *(F)*	0.00	0.00
Other Hazardous waste. *(G)* – Drums containing bitumen*	105.37	21.01
Other Non-hazardous waste generated *(H)*.- Kitchen waste	1.90	1.70
Total (A+B + C + D + E + F + G + H)	107.27	22.71
Waste intensity per rupee of turnover (Total waste generated / Revenue from operations) - *Metric tonne/Rupee*	0.00000011	0.000000016

[13] The above calculations are in accordance with Part A, Section 1(I) of the Industry Standards Note (December 2024) on the Business Responsibility and Sustainability Report (BRSR) Core, jointly issued by ASSOCHAM, CII, and FICCI, pursuant to Regulation 34(2) of the SEBI (LODR) Regulations, 2015, and as per SEBI Circular No. SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122
[14] The above calculations are in accordance with Part A, Section 1(II) of the Industry Standards Note (December 2024) on the Business Responsibility and Sustainability Report (BRSR) Core, jointly issued by ASSOCHAM, CII, and FICCI, pursuant to Regulation 34(2) of the SEBI (LODR) Regulations, 2015, and as per SEBI Circular No. SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122.
[15] The above calculations are in accordance with Part A, Section 1(II) of the Industry Standards Note (December 2024) on the Business Responsibility and Sustainability Report (BRSR) Core, jointly issued by ASSOCHAM, CII, and FICCI, pursuant to Regulation 34(2) of the SEBI (LODR) Regulations, 2015, and as per SEBI Circular No. SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122.

Parameter	FY 2025-26	FY 2024-25
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)[16] (Total waste generated / Revenue from operations adjusted for PPP) - *Metric tonne/USD*	0.0000022	0.00000033
Waste intensity in terms of physical output- *Metric tonne/Metric tonne* [17]	0.011	0.004
Waste intensity (optional) – *Metric tonne/Workforce*	1.11	0.45
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste- Hazardous waste		
(i) Recycled	0.00	0.00
(ii) Re-used	0.00	0.00
(iii) Other recovery operations	0.00	0.00
Total	0.00	0.00
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste - Hazardous waste and Non- Hazardous Waste		
(i) Incineration	0.00	0.00
(ii) Landfilling – *Kitchen waste*	1.90	1.70
(iii) Other disposal operations- *Re-conditioning of Drums and sold to Authorised Vendors*	105.37	21.01
Total	107.27	22.71

** During the reporting year, bitumen was procured in drums and subsequently decanted at the factory, resulting in an increase in the generation of waste drums.*

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency:
No external review or assessment has been conducted to evaluate the Company's operations, performance, or compliance with applicable standards and regulations.

10. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.

The Company procures bitumen in drums from the importer and transports it from the port to the Rasayani plant. At the plant, the bitumen is melted using a decanting machine and subsequently stored in vertical tanks. Upon completion of the melting process, the empty drums are placed in a designated open area outside the plant premises. These drums are thereafter collected by the Company's authorised vendor, M/s Global Trading Company, which reconditions them and sells them to its customers.

11. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals / clearances are required, please specify details in the following format:

Sr. No.	Location of operations/offices	Types of operations	Whether the conditions of environmental approval / clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
The Company does not have any operations in ecologically sensitive regions.			

[16] The above calculations are in accordance with Part A, Section 1(I) of the Industry Standards Note (December 2024) on the Business Responsibility and Sustainability Report (BRSR) Core, jointly issued by ASSOCHAM, CII, and FICCI, pursuant to Regulation 34(2) of the SEBI (LODR) Regulations, 2015, and as per SEBI Circular No. SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122.
[17] The above calculations are in accordance with Part A, Section 1(II) of the Industry Standards Note (December 2024) on the Business Responsibility and Sustainability Report (BRSR) Core, jointly issued by ASSOCHAM, CII, and FICCI, pursuant to Regulation 34(2) of the SEBI (LODR) Regulations, 2015, and as per SEBI Circular No. SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122.

12. **Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:**

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
The Company did not conduct any environmental impact assessment (EIA) for any of its projects in the current reporting period.					

13. **Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, and Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:**

Sr. No.	Specify the law / regulation / guidelines which was not complied with	Provide details of the non-compliance	Any fines / penalties / action taken by regulatory agencies such as pollution control boards or by courts	Corrective taken, if any action
There were no material instances of non-compliances reported by the Company in Financial Year 2025-26.				

Leadership Indicators

1. **Water withdrawal, consumption and discharge in areas of water stress (in kilolitres):** NA
For each facility / plant located in areas of water stress, provide the following information:
   - **Name of the area-** NA
   - **Nature of operations-** NA
   - **Water withdrawal, consumption and discharge in the following format:**

Parameter	FY 2025-26	FY 2024-25
Water withdrawal by source (in kilolitres)		
(i) Surface water	Not Applicable, as the Company does not have any operations in areas of water stress.	
(ii) Groundwater		
(iii) Third party water		
(iv) Seawater / desalinated water		
(v) Others		
Total volume of water withdrawal (in kilolitres)		
Total volume of water consumption (in kilolitres)		
Water intensity per rupee of turnover *(Water consumed / turnover)*		
Water intensity *(optional)* – the relevant metric may be selected by the entity		
Water discharge by destination and level of treatment (in kilolitres)		
(i) Into Surface water	Not Applicable, as the Company does not have any operations in areas of water stress.	
- No treatment		
- With treatment – please specify level of treatment		
(ii) Into Groundwater		
- No treatment		
- With treatment – please specify level of treatment		
(iii) Into Seawater		
- No treatment		
- With treatment – please specify level of treatment		
(iv) Sent to third-parties		

Parameter	FY 2025-26	FY 2024-25
- No treatment		
- With treatment – please specify level of treatment		
(v) Others		
- No treatment		
- With treatment – please specify level of treatment		
Total water discharged (in kilolitres)		

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency:
No external review or assessment has been conducted to evaluate the Company's operations, performance, or compliance with applicable standards and regulations.

2. **Please provide details of total Scope 3 emissions & its intensity, in the following format:**

Parameter	Unit	FY 2025-26	FY 2024-25
Total Scope 3 emissions* (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	*Metric tonnes of CO2 equivalent*	11.72	1.19
Total Scope 3 emissions per rupee of turnover	*Metric tonnes of CO2 equivalent/ Rupees*	0.000000012	0.00000000083
Total Scope 3 emissions per Workforce	*Metric tonnes of CO2 equivalent/ Workforce*	0.12	0.02

Scope 3 emissions for FY 2025–26 have been calculated based on waste generation, disposal and reclamation data, along with emissions arising from business travel undertaken by employees. In comparison, Scope 3 emissions for FY 2024–25 were calculated solely based on waste generation, disposal and reclamation data.

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency:
No external review or assessment has been conducted to evaluate the Company's operations, performance, or compliance with applicable standards and regulations.

3. **With respect to the ecologically sensitive areas reported at Question 11 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities.**

Not applicable, as the Company does not operate in ecologically sensitive areas.

4. **If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions / effluent discharge / waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format:**

Sr. No.	Initiative undertaken	Details of the initiative *(Web-link, if any, may be provided along-with summary)*	Outcome of the initiative
The Company has not yet implemented specific initiatives or innovative technologies targeted at enhancing resource efficiency or reducing the impact of emissions, effluent discharge, or waste generation during the reporting period.			

5. **Does the entity have a business continuity and disaster management plan? Give details in 100 words/ web link.**

The Company currently does not have a business continuity and disaster management plan in place.

6. **Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard?**

Not applicable, as the value chain partners are not being assessed.

7. **Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.**

   NIL

8. **How many Green Credits have been generated or procured[18]:**
   - **By the listed entity** - NIL
   - **By the top ten (in terms of value of purchases and sales, respectively) value chain partners** – NIL

[18] The above disclosure is made as per the SEBI circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2025/42 dt. 28th March 2025.

Section C: Principle Wise Performance Disclosure

Principle 7:

Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent.



Disclosures on Sanmit Infra's engagement with regulators, government bodies, and industry associations on policy matters relevant to its three business verticals.

PRINCIPLE 7: Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent

Essential Indicators

1. a) Number of affiliations with trade and industry chambers/associations.

The Company is not affiliated with any trade or industry chambers/associations.

b) List the top 10 trade and industry chambers/ associations (determined based on the total members of such body) the entity is a member of/affiliated to.

Sr. No	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National)
Not Applicable		

2. Provide details of corrective action taken or underway on any issues related to anticompetitive conduct by the entity, based on adverse orders from regulatory authorities

Name of authority	Brief of the case	Corrective active taken
Not Applicable		

Leadership Indicators

1. Details of public policy positions advocated by the entity:

Sr. No	Public policy advocated	Method resorted for such advocacy	Whether information available in public domain? (Yes/No)	Frequency of Review by Board (Annually/ Half yearly/ Quarterly / Others – please specify)	Web Link, If available
The Company did not engage in any public policy advocacy during the reporting year.					

Section C: Principle Wise Performance Disclosure

Principle 8:

Businesses should promote inclusive growth and equitable development.



Disclosures on Sanmit Infra's contributions to inclusive economic growth, particularly for underserved and marginalized communities, through the Company's CSR activities and core business practices.

PRINCIPLE 8: Businesses should promote inclusive growth and equitable development

Essential Indicators

1. Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.

Name and Brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No)	Relevant Web Link
Not Applicable					

2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format:

Sr. No	Name of Project for which R&R is ongoing	State	District	No. pf Project Affected Families (PAFs)	5 of PAFs covered by R&R	Amounts paid to PAFs in the FY (in INR)
Not Applicable						

3. Describe the mechanisms to receive and redress grievances of the community.

Aggrieved community members can raise their concerns by writing to info@sanmit.com, and the Company takes adequate steps in a timely manner to resolve the grievance.

4. Percentage of input material (inputs to total inputs by value) sourced from suppliers[19]:

	FY 2025-26	FY 2024-25
Directly sourced from MSMEs/ small producers	7.46	28.57
Directly from within India	100.00	100.00

5. Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis) in the following locations, as % of total wage cost[20]

Locations	FY 2025-26	FY 2024-25
Rural	0.00	0.00
Semi-Urban	0.00	0.00
Urban	33.85	13.03
Metropolitan	66.15	86.97

Leadership Indicators

1. Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above):

Details of negative social impact identified	Corrective action taken
Not Applicable	

[19] The above calculations are in accordance with Part B, Attribute 7 of the Industry Standards Note (December 2024) on the Business Responsibility and Sustainability Report (BRSR) Core, jointly issued by ASSOCHAM, CII, and FICCI, pursuant to Regulation 34(2) of the SEBI (LODR) Regulations, 2015, and as per SEBI Circular No. SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122.

[20] The above calculations are in accordance with Part B, Attribute 7 of the Industry Standards Note (December 2024) on the Business Responsibility and Sustainability Report (BRSR) Core, jointly issued by ASSOCHAM, CII, and FICCI, pursuant to Regulation 34(2) of the SEBI (LODR) Regulations, 2015, and as per SEBI Circular No. SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122.

2. **Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies:**

Sr. No	State	Aspirational District	Amount Spent (In INR)
NIL			

3. **(a) Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized /vulnerable groups? (Yes/No)**

The Company currently does not have a preferential procurement policy.

(b) From which marginalized /vulnerable groups do you procure?

Not Applicable

(c) What percentage of total procurement (by value) does it constitute?

Not Applicable

4. **Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge:**

Sr. No	Intellectual Property based on traditional knowledge	Owned/ Acquired (Yes/No)	Benefit shared (Yes / No)	Basis of calculating benefit share
Not Applicable since no benefits have been derived from the intellectual properties based on traditional knowledge.				

5. **Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.**

Name of authority	Brief of the case	Corrective Action taken
Not Applicable as there has not been any adverse order in intellectual property related dispute wherein usage of traditional knowledge is involved.		

6. **Details of beneficiaries of CSR Projects:**

Sr. No	CSR Project	No. of persons benefitted from CSR projects	% of beneficiaries from vulnerable and marginalized groups
1.	Sangamner Medical Foundation and Research Centre	The Company undertook a CSR activity in Ahilya Nagar, benefiting the identified beneficiaries. The number of beneficiaries belonging to marginalised or vulnerable groups were ascertainable.	100.00

Section C: Principle Wise Performance Disclosure

Principle 9:

Businesses should engage with and provide value to their consumers in a responsible manner.



Disclosures on how Sanmit Infra delivers responsible, transparent, and safe value to its three distinct customer bases, healthcare facilities, petroleum consumers, and real estate buyers.

PRINCIPLE 9: Businesses should engage with and provide value to their consumers in a responsible manner

Essential Indicators

1. **Describe the mechanisms in place to receive and respond to consumer complaints and feedback.**

   Consumers can submit their feedback and complaints to the company's official email ID at sanmitinfra@gmail.com or by calling at the following telephone numbers: 022-67429100 and 9223400434. All complaints and feedback received are carefully reviewed by the Compliance Officer, who ensures that grievances are addressed in a timely manner and that appropriate actions are taken to resolve any concerns.

2. **Turnover of products and/ services as a percentage of turnover from all products/service that carry information about:**

	As a percentage to total turnover
Environmental and social parameters relevant to the product	0.00
Safe and responsible usage	0.00
Recycling and/or safe disposal	0.00

3. **Number of consumer complaints in respect of the following:**

	FY 2025-26		Remarks	FY 2024-25		Remarks
	Received during the Year	Pending resolution at end of year		Received during the Year	Pending resolution at end of year	
Data Privacy	0	0	NA	0	0	NA
Advertising	0	0	NA	0	0	NA
Cyber-security	0	0	NA	0	0	NA
Delivery of essential services	0	0	NA	0	0	NA
Restrictive Trade Practices	0	0	NA	0	0	NA
Unfair Trade Practices	0	0	NA	0	0	NA
Other	0	0	NA	0	0	NA

4. **Details of instances of product recalls on account of safety issues:**

	Number	Reasons for recall
Voluntary recalls	0	NA
Forced recalls	0	NA

5. **Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy**

   The Company has implemented a Cyber Security and Data Privacy Policy to enhance its preparedness against cyber threats and to minimise exposure to related risks, thereby safeguarding its assets. The Policy mandates compliance with both national and international cyber security standards to ensure the highest level of protection. Critical data is stored on secured servers to prevent unauthorised access, use, disclosure, modification, and disposal. The Policy ensures the confidentiality and integrity of information pertaining to employees, customers, third parties, and suppliers, which is systematically organised and maintained in protected folders.
   Web-link: https://sanmitinfraltd.com/wp-content/uploads/2023/08/12.-DATA-PRIVACY.pdf

6. **Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services.**

   Not applicable

7. **Provide the following information relating to data breaches:**

   a) **Number of instances of data breaches:**

      Nil, there have not been any such instances during the reporting period.

   b) **Percentage of data breaches involving personally identifiable information of customers[21]:**

      Not Applicable

   c) **Impact, if any, of the data breaches:**

      Not Applicable

Leadership Indicators

1. **Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available).**

   Comprehensive details and information about the products and services offered by the company are available on the official website at www.sanmitinfraltd.com

2. **Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.**

   The Company informs and educates consumers on the safe and responsible use of its products by providing relevant safety details alongside the products.

3. **Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.**

   The Company does not currently have a formal process in place to inform consumers of any risk of disruption or discontinuation of essential services.

4. **Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief. Did your entity carry out any survey with regard to consumer satisfaction relating to the major products / services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)**

   Product information is displayed in compliance with applicable local laws, with further details available on the Company's website. No consumer satisfaction survey is currently being conducted.

[21] The above calculations are in accordance with Part B, Attribute 8 of the Industry Standards Note (December 2024) on the Business Responsibility and Sustainability Report (BRSR) Core, jointly issued by ASSOCHAM, CII, and FICCI, pursuant to Regulation 34(2) of the SEBI (LODR) Regulations, 2015, and as per SEBI Circular No. SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122.

End Note



A Foundation Built on More than Brick and Mortar

This Business Responsibility and Sustainability Report for FY 2025–26 presents an honest account of Sanmit Infra's journey. It is not a declaration of perfection, but a transparent reflection of where the Company stands today, what it recognises, and the direction in which it aims to progress.

For Sanmit Infra, responsible business is not merely a part of reporting. It is reflected in the way the Company approaches its operations, stakeholders, and long-term growth. As the Company continues to expand and strengthen its presence, it remains committed to the belief that sustainable, ethical, and inclusive business practices are essential to responsible and meaningful progress.

ANNEXURE- VIII

CODE OF CONDUCT DECLARATION

DECLARATION UNDER REGULATION 26 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To,
The Members of Sanmit Infra Limited

In terms of Regulation 26(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on the affirmations provided by the Directors and Senior Management Personnel of the Company to whom Code of Conduct is made applicable, it is declared that the Board of Directors and the Senior Management Personnel have complied with the Code of Conduct for the year ended March 31, 2026.

By Order of Board of Directors
For Sanmit Infra Limited
Sd/-
Sanjay Makhija
Managing Director
DIN: 00586770

Place : Mumbai
Date : 14/08/2026

ANNEXURE-IX

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

[PURSUANT TO REGULATION 34(3) AND SCHEDULE V PARA C CLAUSE (10)(i) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015]

To,
The Members,
Sanmit Infra Limited
CIN: L70109MH2000PLC288648
601, Makhija Royale, 6th Floor,
S.V. Road Khar (w), Mumbai-400052

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **SANMIT INFRA LIMITED** having (**CIN: L70109MH2000PLC288648)** having Registered Office at 601, Makhija Royale, 6th Floor, S.V. Road Khar (w), Mumbai-400052 produced before me by the Company for the purpose of issuing this certificate, in accordance with Regulation 34(3) read with Sub-clause 10(i) Para C of Schedule V of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the financial year ending on March 31, 2026 not have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority

Sr. No.	Name of Director	DIN	Date of appointment in Company	Designation
1	Mr. Sanjay Kanayalal Makhja	00586770	13/02/2013	Executive Director - Managing Director
2	Mr. Kamal Kanayalal Makhija	00586617	01/06/2018	Executive Director – Whole Time Director
3	Mr. Haresh Kanayalal Makhija	00586720	12/08/2016	Executive Director – Whole Time Director
4	Mr. Dinesh Kanayalal Makhija	00586498	27/08/2021	Executive Director - Whole Time Director
5	Mr. Ajay Nanik Chandwani	09332747	11/11/2021	Non-Executive - Independent Director
6	Mrs. Madhavi Patri Subramanian	10592457	16/04/2024	Non-Executive - Independent Director

7	Mr. Ashok Madhavrao Thorat	11237722	13/08/2025	Non-Executive - Independent Director
8	Mr. Nandkumar Gorkhnath Patil	11518058	04/02/2026	Non-Executive - Independent Director

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

For Ramesh Chandra Mishra & Associates

Sd/-

Date: 28/05/2026
Place: Mumbai

Ramesh Chandra Mishra
Company Secretary in Practice
FCS: 5477
PCS: 3987
UDIN NO - F005477H000524050
Peer Review certificate No: -7697/2026
Valid Upto: 31st March, 2031

ANNEXURE- X

MANAGING DIRECTOR (MD) AND CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION
(Pursuant to Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

We hereby certify that:

A. We have reviewed Financial Statements and the cash flow statement for the Financial Year ended March 31, 2026 and to the best of our knowledge and belief :

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

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

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

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

D. We have indicated to the Auditors and the Audit Committee :

   i. There have been no significant changes in the above-mentioned internal controls over financial reporting during the relevant period;

   ii. Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

   iii. We have not noticed any significant fraud particularly those involving the management or an employee having a significant role in the Company's internal control system over Financial Reporting.

For Sanmit Infra Limited	**For Sanmit Infra Limited**
Sd/-	**Sd/-**
Sanjay Makhija	**Kamal Makhija**
Managing Director	**WTD & CFO**
DIN: 00586770	**DIN: 00586617**

Date: 14/08/2026
Place: Mumbai

P A M S & ASSOCIATES
CHARTERED ACCOUNTANTS
Head Office : Plot No-459, 2nd Floor, Sabarsahi, Near New AG Colony,Nayapalli , Bhubaneswar – 751012
Telephone No : 0674- 2543528 , Mobile: +91-9437076636
E-mail : jeetmishra36@gmail.com itpams@gmail.com

INDEPENDENT AUDITOR'S REPORT

To the Members of
SANMIT INFRA LIMITED

Report on the Audit of Financial Statements

OPINION

We have audited the accompanying Ind AS financial statements of **SANMIT INFRA LIMITED** ("hereinafter referred to as the Company") which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss (including the statement of Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date and a summary of significant accounting policies and other explanatory information.

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

Basis for Opinion

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

Key Audit Matters

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

Sr. No	Key Audit Matters	Auditor's Response
1	Revenue recognition in accordance with Ind AS 115: Accuracy of recognition, measurement, presentation and disclosures of revenues and other related balances.	We assessed the Company's process to identify the impact of adoption of the revenue accounting standard. Our audit approach consisted testing of the design and operating effectiveness of the internal controls and substantive testing as follows: (i) Verification of purchase order with respect to quantity, rate etc on test check basis.

		(ii) Delivery of the material, Collection with respect to the bill etc on test check basis.
2	Valuation of the Inventory in view of adoption of Ind AS 2 " Inventories"	We assessed the Company's process to identify the impact of adoption of the inventory accounting standard. Our audit approach consisted testing of the design and operating effectiveness of the internal controls and substantive testing as follows: (i)Verifying the records available with the company for movement of stocks. (ii) Obtaining valuation certificate from the company. (iii)Regarding the valuation of closing stock we evaluated the methodology adopted by the management for valuation of inventories and assessed the reasonableness of assumptions used and the physical verification report of the management.

Other Matters:
We draw attention to the fact that during the quarter, the Company had entered into an arrangement for subscription to 51% of the equity share capital of Sanmit Truevalue Infraprojects Private Limited, a newly incorporated company, at face value aggregating to Rs. 5,10,000/-. The allotment of shares and remittance towards such subscription were completed subsequent to the reporting date in April 2026. Further, there were no financial transactions in the said company during the year ended March 31, 2026. Accordingly, the said entity has not been considered for the purpose of preparation of the standalone financial statements for the year ended March 31, 2026.

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

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

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

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

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

Management's Responsibilities for the Financial Statements

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

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors is 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 financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls 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

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

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

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

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

   d. In our opinion, the aforesaid financial statements comply with the Ind AS specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.

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

   f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure A**" to this report.

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

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

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

      i. The Company has no pending litigations and consequently has no impact on its financial position in its financial statements as per the certificate submitted by the company.

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

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

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

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

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

v. (a) The Company has not declared or paid any dividend during the year. Further, no dividend was proposed in respect of the previous year.
(b) The Board of Directors of the Company have not proposed any final dividend for the year which is subject to the approval of the members at the ensuring Annual General Meeting.

vi. The company has used such accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all transactions recorded in the software and the audit trail feature has not been tampered with and the audit trail has been preserved by the company as per the statutory requirements for record retention.

2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in **"Annexure B"** a statement on the matters specified in paragraphs 3 and 4 of the Order.

For Pams & Associates
Chartered Accountants
Firm Registration number: 316079E

Sd/-

CA Kamal Chandra Das
Partner
Membership Number: 300040
UDIN: 26300040ATLBPG1529

Place: Bhubaneswar
Date: 28.05.2026

Annexure "A" TO THE INDEPENDENT AUDITOR'S REPORT
(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Sanmit Infra Limited of even date)

Report on the Internal Financial Controls over Financial Reporting 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 **SANMIT INFRA LIMITED** ("the Company") as of March 31, 2026 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls 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") issued by the ICAI and the Standards on Auditing specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 authorizations of management and directors of the company; and (3) provide reasonable

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting with reference to these financial statements 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, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2026, based on the criteria for internal financial control over financial reporting established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

For Pams & Associates
Chartered Accountants
Firm Registration number: 316079E

Sd/-

CA Kamal Chandra Das
Partner
Membership Number: 300040
UDIN: 26300040ATLBPG1529

Place: Bhubaneswar
Date: 28.05.2026

ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Sanmit Infra Limited of even date).

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

i. In respect of Company's Property, Plant and Equipment and Intangible Assets :

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

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

(b) The company has a regular program of physical verification of its Property, Plant and Equipment (PPE) by which PPEs are verified in a phased manner. In accordance with this program certain PPEs were physically verified by the Management during the year and according to the information and explanations given to us, no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regards to the size of company and the nature of its assets.

(c) The company does not have any immovable properties disclosed in the financial statement hence reporting under clause 3(i)(c) of the order is not applicable.

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

(e) According to information and explanations given to us, the Company doesn't hold any benami property and therefore there are no proceedings initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988, as amended, and rules made there under.

ii. (a)As explained to us, the inventories were physically verified during the year by the management. In our opinion and according to the information and explanations given to us, the inventories have been verified by the management at reasonable intervals in relation to size of the company and we have relied on the valuation of inventory.

(b)The Company has been sanctioned working capital limits in excess of ₹ 5 crore, in aggregate, at any points of time during the year, from banks on the basis of security of current assets. The quarterly returns or statements filed by the company for the above facility are in agreement with the books of account of the company except for the statements filed for quarters during the year ended 31st March 2026, where difference were noted between the amounts as per books of account for respective quarter and amount as reported in the quarterly statements. The differences were in case of debtors amounting to Rs. 2.09 lakhs (amount reported Rs. 3241.76 lakhs vs amount as per books of accounts Rs.3243.85 lakhs), Rs. 0.03 lakhs (amount reported Rs. 2691.19 lakhs vs amount as per books of accounts Rs. 2691.17 lakhs), Rs. 0.58 lakhs (amount reported Rs.2984.89 lakhs vs amount as per books of accounts Rs. 2984.30 lakhs), Rs. 7.08 lakhs (amount reported Rs. 2982.05 lakhs vs amount as per books of accounts Rs. 2974.98 lakhs) for

the quarter ended 30th June, 2025, 30th September, 2025, 31st December 2025 and 31st March 2026 respectively. Further the difference in case of inventory were amounting to Rs. 2.76 lakhs (amount reported Rs. 1615.94 lakhs vs amount as per books of accounts Rs. 1618.70 lakhs), Rs. 0.00 lakhs (amount reported Rs. 1811.98 lakhs vs amount as per books of accounts Rs. 1811.98 lakhs), Rs. 1.43 lakhs (amount reported Rs. 1712.64 lakhs vs amount as per books of accounts Rs. 1714.06 lakhs), Rs. 2.65 lakhs (amount reported Rs. 1814.58 lakhs vs amount as per books of accounts Rs. 1811.93 lakhs) for the quarter ended 30th June, 2025, 30th September, 2025, 31st December 2025 and 31st March 2026 respectively. The company has reconciled the differences and identified the reasons for differences.

iii. According to information and explanations given to us, the Company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, limited liability partnerships or any other parties, hence reporting under the clause 3(iii)(a), (b), (c), (d), (e) and (f) of the Order is not applicable.

iv. According to the information and explanations given to us, there are no loans, investments, guarantees and securities to which provisions of Section 185 or 186 of the Act are applicable and hence reporting under clause 3(iv) of the order is not applicable.

v. The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable

vi. We have broadly reviewed the cost records maintained by the Company including the records prescribed by the Central Government under Section 148(1) of the Act, for the products of the Company and are of the opinion that prima facie, the prescribed cost records have been made and maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

vii. According to information and explanations given to us, in our opinion, the Company has generally been regular in depositing undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, Sales-Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues the appropriate authorities.

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

viii. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

ix. (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon.

(b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authorities.

(c) In our opinion and according to the information and explanations given to us, the company has utilized the money obtained by way of term loans during the year for the purposes for which they were obtained.

(d) On an overall examination of the financial statements of the Company, funds raised on short-

term basis have, prima facie, not been used during the year for long-term purposes by the Company.

(e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.

(f) The company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies, hence the clause 3 (ix) (f) of the Order is not applicable to the Company.

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

(b) The Company has not made any preferential allotment or private Placement of shares and Convertible Debenture during the year hence reporting under the Clause 3 (x)(b) of the order is not applicable.

xi. (a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(c) As explained to us the company has not received any whistle blower complaints during the year (and upto the date of this report). Management representation with regards to the same was obtained from the company. However the procedure followed by the company in this regard is not adequate and needs improvement.

xii. In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3 (xii) (a), (b) and (c) of the Order is not applicable to the Company.

xiii. Based on our examination of books of accounts and as per information and explanations given to us, all transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable and the details have been disclosed in the Financial Statements as required by the applicable accounting standards

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

(b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year, in determining the nature, timing and extent of our audit procedures.

xv. In our opinion during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors. and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company

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

(b) In our opinion, there is no core investment company within the Group (as defined in the Core

Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

xvii. The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors of the Company during the year.

xix. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge on the functioning of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due

xx. In respect to Corporate Social Responsibility:

a. According to the information and explanations given to us, there has been no unspent amount in respect of other than ongoing projects during the year and
b. According to the information and explanations given to us, there has been no unspent amount in respect of ongoing projects during the year.

xxi. The reporting under clause 3(xxi) is not applicable to the Company, as the Company neither have its subsidiary Company nor it is a subsidiary of other Company as on reporting date. However, during the quarter, the Company had entered into an arrangement for subscription to 51% of the equity share capital of Sanmit Truevalue Infraprojects Private Limited, a newly incorporated company, at face value aggregating to Rs. 5,10,000/-. The allotment of shares and remittance towards such subscription were completed in April 2026 subsequent to the reporting date. Further, there were no financial transactions in the said company during the period ended 31st March, 2026. Consequently, the said entity has not been considered for the purpose of preparation of the consolidated financial results for the quarter and year ended 31st March, 2026.

For Pams & Associates
Chartered Accountants
Firm Registration number: 316079E

Sd/-

CA Kamal Chandra Das
Partner
Membership Number: 300040
UDIN: 26300040ATLBPG1529

Place: Bhubaneswar
Date: 28.05.2026

Sanmit Infra Limited
Balance sheet as at 31st March, 2026 **(Rs. In lakhs)**

Particulars	Note No	31st March 2026 (`)	31st March 2025 (`)
Assets			
Non-current assets			
Property, plant and equipment			
Tangible assets	2A	976.54	890.86
Right of use assets	2B	39.03	61.20
Intangible assets	3	0.46	0.23
Capital Work In Progress	4	9.75	39.93
Deferred tax assets (net)	5	90.11	61.91
Current assets			
Inventories	6	1,817.59	1,497.89
Financial assets			
Trade receivables	7	3,002.85	3,188.67
Cash and cash equivalents	8	122.47	28.20
Short term loans and advances	9	32.81	42.73
Other current assets	10	206.87	289.39
	Total	**6,298.49**	**6,101.01**
Equity and liabilities			
Equity			
Equity share capital	11	1,580.08	1,580.08
Other equity	12	2,283.23	2,086.64
Non-current liabilities			
Financial liabilities			
Long term borrowings	13	537.41	9.43
Lease liabilities	14	22.58	46.16
Provisions	15	26.04	16.73
Current liabilities			
Financial liabilities			
Short term borrowings	16	903.24	764.34
Lease liabilities	14	23.58	21.76
Trade payables	17		
(i) total outstanding dues of micro enterprises and small enterprises		98.58	31.87
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises		650.84	1,445.42
Other financial liabilities	18	20.23	15.13
Provisions	15	123.63	64.55
Other current liabilities	19	29.05	18.91
	Total	**6,298.49**	**6,101.01**
Additional information to the financial statements	1 - 35		

As per our report of even date
For PAMS & Associates
Chartered Accountants
ICAI's Firm registration number: 316079E

For and behalf of the Board
Sanmit Infra Limited
CIN : L70109MH2000PLC288648

Sd/-
CA Kamal Chandra Das
Partner
Membership number: 300040
UDIN : 26300040ATLBPG1529
Place : Bhubaneswar
Date : 28th May, 2026

Sd/-
Sanjay Makhija
Director
DIN : 00586770

Sd/-
Haresh Makhija
Director
DIN : 00586720

Sd/-
Kamal Makhija
Chief Financial Officer

Sd/-
Sushama Yadav
Company Secretary

Sanmit Infra Limited

Statement of profit and loss for the year ended 31st March, 2026 **(Rs. In lakhs)**

Particulars	Note No	31st March 2026 (`)	31st March 2025 (`)
Income			
Revenue from operations	20	10,075.21	14,296.21
Other income	21	366.64	385.35
Total revenue	**(I)**	**10,441.85**	**14,681.55**
Expenditure			
Cost of material consumed	22	3,158.16	1,234.81
Purchases of stock in trade	23	5,070.08	12,450.92
Changes in inventories	24	(28.45)	(808.46)
Employee benefit expense	25	297.24	193.64
Finance cost	26	106.02	107.25
Depreciation and amortisation expense	2	262.52	277.74
Other expense	27	1,304.64	999.50
Total expenditure	**(II)**	**10,170.22**	**14,455.40**
Profit/(Loss) before tax	**(I - II)**	**271.63**	**226.16**
Tax expense			
Current tax		104.93	84.30
Deferred tax	30.04	(27.75)	(17.41)
Current tax expense relating to prior years		(3.48)	3.31
		73.70	**70.21**
Profit/(Loss) for the year from continuing operations		**197.93**	**155.95**
Other comprehensive income			
A) (i) Items that will not be reclassified to profit and loss			-
- Remeasurement of defined benefit plan		(1.80)	(1.54)
(ii)Income tax relating to items that will not be reclassified to profit and loss		0.45	0.39
B) (i) Items that will be reclassified to profit and loss		-	-
(ii)Income tax relating to items that will be reclassified to profit and loss		-	-
Other comprehensive income for the year, net of tax		**(1.35)**	**(1.15)**
Total comprehensive income/(loss) for the year		**196.59**	**154.80**
Earnings per share			
Basic and diluted			
Computed on the basis of total profit from continuing operations	30.03	0.13	0.10
Additional information to the financial statements	1 - 35		

As per our report of even date

For PAMS & Associates
Chartered Accountants
ICAI's Firm registration number: 316079E

For and on behalf of the Board of Directors of
Sanmit Infra Limited
CIN : L70109MH2000PLC288648

Sd/-
CA Kamal Chandra Das
Partner
Membership number: 300040
UDIN : 26300040ATLBPG1529
Place : Bhubaneswar
Date : 28th May, 2026

Sd/-
Sanjay Makhija
Director
DIN : 00586770

Sd/-
Kamal Makhija
Chief Financial Officer

Sd/-
Haresh Makhija
Director
DIN : 00586720

Sd/-
Sushama Yadav
Company Secretary

Sanmit Infra Limited

Cash flow statement for the year ended 31st March, 2026 **(Rs. In lakhs)**

		31st March 2026 (`)	31st March 2025 (`)
Cash flows from operating activities			
Net profit before tax		271.63	226.16
Adjustments for			
Add : Non Cash item/items required to be disclosed separately			
Finance cost		106.02	107.25
Provision for gratuity		10.33	4.48
Interest income		(3.96)	(2.00)
Depreciation and amortisation		262.52	277.74
Operating profit before working capital changes		646.54	613.62
Changes in working capital:			
Inventories and work in progress		(319.71)	(1,122.00)
Trade receivables		185.82	288.70
Short-term loans and advances		9.93	6.19
Other current assets		82.52	(243.68)
Adjustments for increase / (decrease) in operating liabilities:			
Trade payables		(727.86)	1,038.19
Provisions		56.26	30.81
Other financial liabilities		5.10	2.84
Other current liabilities		10.14	(85.32)
Profit generated from operations		(51.26)	529.36
Tax paid (net of refunds)		(101.45)	(87.61)
Net cash generated/(lost) from operating activities	(i)	**(152.71)**	**441.75**
Cash flows from investing activities			
Capital expenditure on fixed assets, including capital advances (net of sale)		(286.34)	(103.85)
Capital expenditure on CWIP		(9.75)	(39.93)
Interest income		3.96	2.00
Payment for right to use asset		-	-
Net cash generated/(lost) from investing activities	(ii)	**(292.13)**	**(141.78)**
Cash flows from financing activities			
Dividend paid		-	(55.30)
Finance cost		(106.02)	(107.25)
Repayment of lease liabilities		(21.76)	(18.74)
Proceeds/Repayments from other short-term borrowings		138.90	(41.88)
Proceeds/Repayments from other long-term borrowings		527.99	(73.48)
Net cash generated/(lost) from financial activities	(iii)	**539.11**	**(296.64)**
Net change in cash and cash equivalents	(i+ii+iii)	94.27	3.33
Cash and cash equivalents at the beginning of the year		28.20	24.87
Cash and cash equivalents at the end of the year		**122.47**	**28.20**
Notes forming part of the financial statement	1 - 35		

As per our report on even date

For PAMS & Associates
Chartered Accountants
ICAI's Firm registration number: 316079E

For and on behalf of the Board of Directors of
Sanmit Infra Limited

Sd/-
CA Kamal Chandra Das
Partner
Membership number: 300040
UDIN : 26300040ATLBPG1529
Place : Bhubaneswar
Date : 28th May, 2026

Sd/-
Sanjay Makhija
Director
DIN : 00586770

Sd/-
Kamal Makhija
Chief Financial Officer

Sd/-
Haresh Makhija
Director
DIN : 00586720

Sd/-
Sushama Yadav
Company Secretary

Sanmit Infra Limited
Statement of changes in equity for the year ended 31st March 2026

(Rs. In lakhs)

Particulars	Equity share capital	Share Warrants	Reserves and surplus			
			Retained earnings	Securities premium	Remeasurement of employee benefit - Other Comprehensive Income	Total
Balance as at 01.4.2024	**1,580.08**	**-**	**1,842.23**	**145.02**	**(0.10)**	**1,987.15**
Add : Profit for the year	-	-	155.95	-	-	**155.95**
Add : Other comprehensive income for the year	-	-	-	-	(1.15)	**(1.15)**
Less : Dividend paid	-	-	(55.30)	-	-	**(55.30)**
Balance as at 31.3.2025	**1,580.08**	**-**	**1,942.87**	**145.02**	**(1.25)**	**2,086.64**
Balance as at 01.4.2025	**1,580.08**	-	**1,942.87**	**145.02**	**(1.25)**	**2,086.64**
Add : Profit for the year	-	-	197.93	-		**197.93**
Add : Other comprehensive income for the year	-	-	-	-	(1.35)	**(1.35)**
Balance as at 31.3.2026	**1,580.08**	**-**	**2,140.81**	**145.02**	**(2.60)**	**2,283.23**

Sanmit Infra Limited

Notes forming part of the financial statements

Note - 2A Property, plant and equipment **(Rs. In lakhs)**

Particulars	Tangibles								Total
	Furniture and Fixtures	Office equipment	Computers and devices	Motor car	Electrical fittings	Lab equipments	Plant and Machinery	Leasehold improvements	
Balance as on 1st April 2025	1.85	15.80	11.94	604.95	108.35	25.23	610.82	266.30	1,645.26
Additions	-	0.10	1.24	4.24	9.54	46.47	239.00	27	327.61
Disposals	-	-	-	-	-	-	(2.39)	-	(2.39)
Balance as on 31st March 2026	**1.85**	**15.90**	**13.18**	**609.19**	**117.89**	**71.70**	**847.44**	**293.34**	**1,970.48**
Accumulated depreciation as on 1st April 2025	1.53	10.36	10.41	471.69	32.32	8.49	145.26	74.34	754.39
Depreciation charge for the year	0.09	2.37	1.44	42.98	20.96	13.88	104.64	53	239.81
Adjustments/reversal on disposal of asset	-	-	-	-	-	-	(0.26)	-	(0.26)
Accumulated depreciation as on 31st March 2026	**1.61**	**12.72**	**11.85**	**514.67**	**53.27**	**22.37**	**249.64**	**127.80**	**993.94**
Net Carrying amount as at 31st March 2026	**0.24**	**3.18**	**1.33**	**94.52**	**64.62**	**49.32**	**597.80**	**165.54**	**976.54**
Balance as on 1st April 2024	1.85	13.28	12.05	616.76	88.44	24.97	592.15	202.29	1,551.79
Additions	-	2.52	0.79	-	19.90	0.26	18.67	64.01	106.17
Disposals	-	-	(0.89)	(11.81)	-	-	-	-	(12.70)
Balance as on 31st March 2025	**1.85**	**15.80**	**11.94**	**604.95**	**108.35**	**25.23**	**610.82**	**266.30**	**1,645.26**
Accumulated depreciation as on 1st April 2024	1.41	6.92	8.65	420.09	9.81	2.70	44.14	15.73	509.46
Depreciation charge for the year	0.11	3.44	2.34	61.41	22.51	5.79	101.12	58.61	255.32
Adjustments/reversal on disposal of asset	-	-	(0.57)	(9.81)	-	-	-	-	(10.39)
Accumulated depreciation as on 31st March 2025	**1.53**	**10.36**	**10.41**	**471.69**	**32.32**	**8.49**	**145.26**	**74.34**	**754.39**
Net Carrying amount as at 31st March 2025	**0.33**	**5.45**	**1.53**	**133.26**	**76.03**	**16.74**	**465.56**	**191.96**	**890.86**

Note - 2B Right of use asset **(Rs. In 'lakhs)**

Particulars of movement in ROU asset	ROU asset	
	Building	Total
Balance as on 1st April 2025	108.17	108.17
Additions	-	-
Other adjustment	-	-
Disposals/retirement	-	-
Balance as on 31st March 2026	**108.17**	**108.17**
Accumulated depreciation as on 1st April 2025	46.97	46.97
Depreciation charge for the year	22.17	22.17
Adjustments/reversal on disposal/retirement of asset	-	-
Accumulated depreciation as on 31st March 2026	**69.14**	**69.14**
Net Carrying amount as at 31st March 2026	**39.03**	**39.03**
Balance as on 1st April 2024	108.17	108.17
Additions	-	-
Disposals/retirement	-	-
Balance as on 31st March 2025	**108.17**	**108.17**
Accumulated depreciation as on 1st April 2024	24.80	24.80
Depreciation charge for the year	22.17	22.17
Adjustments/reversal on disposal/retirement of asset	-	-
Accumulated depreciation as on 31st March 2025	**46.97**	**46.97**
Net Carrying amount as at 31st March 2025	**61.20**	**61.20**

Sanmit Infra Limited

Notes forming part of the financial statements

Note - 3 Intangible assets **(Rs. In lakhs)**

Particulars	Softwares	Others	Total
Balance as on 1st April 2025	1.73	0.15	1.88
Additions	0.78	-	0.78
Disposals	-	-	-
Balance as on 31st March 2026	**2.51**	**0.15**	**2.66**
Accumulated depreciation as on 1st April 2025	1.56	0	1.65
Ammortisation for the year	0.52	0.03	0.55
Adjustments/reversal on disposal of asset	-	-	-
Accumulated depreciation as on 31st March 2026	**2.08**	**0.12**	**2.20**
Net Carrying amount as at 31st March 2026	**0.43**	**0.03**	**0.46**
Balance as on 1st April 2024	1.73	0.15	1.88
Additions	-	-	-
Disposals	-	-	-
Balance as on 31st March 2025	**1.73**	**0.15**	**1.88**
Accumulated depreciation as on 1st April 2024	1.35	0	1.40
Ammortisation for the year	0.21	0.05	0.25
Adjustments/reversal on disposal of asset	-	-	-
Accumulated depreciation as on 31st March 2025	**1.56**	**0.09**	**1.65**
Net Carrying amount as at 31st March 2025	**0.17**	**0.06**	**0.23**

Note - 4 Capital Work in Progress (CWIP)

Particulars	**31st March 2026**	**31st March 2025**
Capital WIP (P&M)	9.75	39.93
	9.75	**39.93**

Capital Work In Progress ageing schedule

As at 31st March 2026

CWIP	**Less than 1 Year**	**1 to 2 Year**	**2 to 3 years**	**More than 3 years**	**As at 31st March 2025**
Projects in progress	9.75	-	-	-	9.75

As at 31st March 2025

CWIP	**Less than 1 Year**	**1 to 2 Year**	**2 to 3 years**	**More than 3 years**	**As at 31st March 2024**
Projects in progress	39.93	-	-	-	39.93

Sanmit Infra Limited
Notes forming part of the financial statements

Note - 11 Equity Share capital

(Rs. In lakhs)

Particulars	31st March 2026 (`)	31st March 2025 (`)
(a) Authorised		
16,00,00,000 (P.Y. 16,00,00,000) equity shares of ` 1/- each with voting rights	1,600.00	1,600.00
	1,600.00	**1,600.00**
(b) Issued , subscribed and paid up		
15,80,07,500 equity shares (P.Y. 15,80,07,500) of ` 1/- each fully paid up with voting rights	1,580.08	1,580.08
	1,580.08	**1,580.08**

Notes:

(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

Issued, subscribed and paid up

Particulars	Opening balance	Fresh issue	Bonus	ESOP	Conversion	Buy Back/Reduction	Forfeiture	Closing balance
Equity shares with voting rights								
Year ended 31 March, 2026								
- Number of shares (In Lakhs)	1,580.08	-	-		-	-	-	1,580.08
- Amount (`) (In Lakhs)	1,580.08	-	-	-	-	-	-	1,580.08
Year ended 31 March, 2025								
- Number of shares (In Lakhs)	1,580.08	-	-	-	-	-	-	1,580.08
- Amount (`) (In Lakhs)	1,580.08	-	-	-	-	-	-	1,580.08

(ii) The company has only one class of shares having par value of ` 1/- per share. Each holder of share is entitled to one vote per shar**e.**

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

Class of shares/Name of shareholder	31 March, 2026		31 March, 2025	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Haresh K Makhija	2,83,43,280	17.94%	2,83,43,280	17.94%
Dinesh K Makhija	2,83,43,280	17.94%	2,83,43,280	17.94%
Kamal K Makhija	2,83,71,910	17.96%	2,83,71,910	17.96%
Sanjay K Makhija	2,83,43,270	17.94%	2,83,43,270	17.94%

Sanmit Infra Limited
Notes forming part of the financial statements

Note - 11 Equity Share capital

(iv) Details of shares held by promoters

Class of shares/Name of shareholder	March, 2026		March, 2025		% change during the year
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares	
Equity shares with voting rights					
Haresh K Makhija	2,83,43,280	17.94%	2,83,43,280	17.94%	0.00%
Dinesh K Makhija	2,83,43,280	17.94%	2,83,43,280	17.94%	0.00%
Kamal K Makhija	2,83,71,910	17.96%	2,83,71,910	17.96%	0.00%
Sanjay K Makhija	2,83,43,270	17.94%	2,83,43,270	17.94%	0.00%
Sushila K Makhija	8,80,240	0.56%	8,80,240	0.56%	0.00%
Rhea K. Makhija	-	0.00%	-	0.00%	0.00%
Narendra Majethia		50,00,000	3.16%	50,00,000	3.16%
Kanayalal C Makhija		8,80,240	0.56%	8,80,240	0.56%
Rhea K Makhija		-	0.00%	2,86,400	0.18%
Hiten S Gosalia & Beena H Gosalia			0.00%	5,00,000	0.32%
Karan H Gosalia			0.00%	5,00,000	0.32%

Sanmit Infra Limited
Notes forming part of the financial statements **(Rs. In lakhs)**

	31st March 2026 (`)	31st March 2025 (`)
Note - 5 Deferred tax assets (net)		
At the beginning of the year	61.91	44.11
Credit/(Charge) to statement of profit and loss	27.75	17.41
Credit/(Charge) to OCI	0.45	0.39
At the end of the year	**90.11**	**61.91**
Note - 6 Inventories		
Finished goods	1,212.80	1,184.35
Raw material	604.80	313.54
	1,817.59	**1,497.89**
Note - 7 Trade receivables		
Sundry Debtors (Refer note 31.3 for ageing schedule)		
- Unsecured, considered good	3,002.85	3,188.67
	3,002.85	**3,188.67**
Note - 8 Cash and cash equivalents		
Cash in hand	4.31	4.60
Balance with schedule banks		
- In current account	2.71	2.71
	7.02	7.31
Other bank balances		
Deposits with original maturity of more than 3 months and remaining maturity of less than 12 months	115.44	20.89
	122.47	**28.20**
Note - 9 Short term loans and advances		
Security deposits	32.41	42.33
Other loans and advances	0.40	0.40
	32.81	**42.73**
Note - 10 Other current assets		
Advances other than capital advances	147.05	176.46
Advance to employees	-	-
Other current asset	23.53	13.92
Balance with statutory authorities	36.29	99.01
	206.87	**289.39**
Note - 12 Other equity		
Securities premium		
Balance as per last financial statement	145.02	145.02
Add: Premium on shares issued during the year	-	-
	145.02	**145.02**
Remeasurement of employee benefit - Other Comprehensive Income		
Opening balance	(1.25)	**(0.10)**
Add : Movement in OCI (Net) during the year	(1.35)	(1.15)
	(2.60)	**(1.25)**
Retained earnings		
Balance as per last financial statement	1,942.87	1,842.23
Add: Profit/(loss) for the period/year	197.93	155.95
Net surplus/(deficit) in statement of profit and loss	**2,140.81**	**1,998.18**
Less: Appropriations		
Dividend on equity shares	-	(55.30)
	2,140.81	**1,942.87**
	2,283.23	**2,086.64**
Note - 13 Long term borrowings		
Secured Loans (At amortised cost)		

	31st March 2026 (`)	31st March 2025 (`)
From banks and financial institutions		
- Vehicle loans (*)	4.19	9.43
(Repayable in 9 pending monthly installments)		
- Term loans (#)	310.23	-
(Term loan of Rs. 116 lakhs repayable in 57 pending monthly installments and term loan of Rs. 200 lakhs repayable in 60 pending monthly installments starting from July'2026)		
Unsecured loans repayable on demand		
From related parties (Refer note - 29)	223.00	-
	537.41	**9.43**

(*) Secured against motor car

(#) Secured by way of equitable mortage of movable properties including property,plant and equipment and current assets of the company alongwith personal guarantees provided by promoter directors of the company

Note - 14 Lease liabilities

Non current		
Lease Liablities	22.58	46.16
	22.58	**46.16**
Current		
Lease Liablities	23.58	21.76
	23.58	**21.76**

Note - 15 Provisions

Non Current		
Provision for employee benefit obligation		
- Gratuity (Refer note 35)	26.04	16.73
	26.04	**16.73**
Current		
Provision for employee benefit expense		
- Gratuity (Refer note 35)	3.85	1.03
Provision for income tax (net)	61.54	54.97
Provision for others	58.24	8.55
	123.63	**64.55**

Note - 16 Short term borrowings

Secured		
- From Banks(*) (Refer note 30.11)	903.24	764.34
	903.24	**764.34**

(*) Secured against current assets of the company and immovable properties held by directors

Note - 17 Trade payables

Sundry creditors (Refer note 31.2 for ageing schedule)		
- Micro enterprises and small enterprises	98.58	31.87
- Other than micro enterprises and small enterprises	650.84	1,445.42
	749.42	**1,477.28**

Note - 18 Other financial liability

Employee related payable		
- Related parties (Refer note 29)	5.24	4.64
- Others	14.99	10.49
	20.23	**15.13**

Note - 19 Other current liabilities

Statutory remittances	6.88	7.98
Advance from customers	19.47	8.22
Unpaid dividend	2.71	2.71
	29.05	**18.91**

Note - 20 Revenue from operations

Sale of products	8,400.30	13,931.93
Sale of services	1,674.91	364.28
	10,075	**14,296**

Note - 21 Other income

Discount received	287.87	359.30
Profit on sale of asset	-	0.27

Sanmit Infra Limited
Notes forming part of the financial statements **(Rs. In lakhs)**

	31st March 2026 (`)	31st March 2025 (`)
Interest received	74.76	4.83
Interest income on fixed deposits	3.15	1.24
Unwinding of interest on security deposits	0.81	0.76
Insurance claim received	-	8.09
Sundry balance/expense written back	-	10.22
Other income	0.05	0.63
	366.64	**385.35**
Note - 22 Cost of materials consumed		
Opening stock	313.54	
Add : Purchases	3,449.42	1,548.34
	3,762.96	**1,548.34**
Less : Closing stock	(604.80)	(313.54)
Cost of material consumed	**3,158.16**	**1,234.81**
Note - 23 Purchases of stock in trade		
Purchase of products	5,070.08	12,450.92
	5,070.08	**12,450.92**
Note - 24 Changes in inventories		
Finished goods		
Opening stock	1,184.35	375.89
Less: Closing stock	(1,212.80)	(1,184.35)
	(28.45)	**(808.46)**
Note - 25 Employee benefit expense		
Director's remuneration	50.21	38.87
Salaries and bonus	232.00	146.05
Contribution to provident fund and others	4.14	3.04
Gratuity expense (refer note 35)	10.33	4.48
Staff welfare	0.57	1.20
	297.24	**193.64**
Note - 26 Finance charges		
Finance charges	101.18	100.66
Interest on lease liabilities	4.84	6.59
	106.02	**107.25**

Sanmit Infra Limited
Notes forming part of the financial statements **(Rs. In lakhs)**

	31st March 2026 (`)	31st March 2025 (`)
Note - 27 Other expense		
Direct expenses		
Discount allowed	112.64	267.01
Labour charges	70.84	29.50
RTO & toll expense	53.21	57.97
Loading and unloading expense	12.13	13.07
Petrol and Diesel	203.62	182.38
Transportation charges	90.39	78.66
Lab and testing charges	0.59	0.78
Tender fees	-	13.20
Electricity charges	33.40	28.76
Machinery Hiring Charges- Micro site	210.09	-
Others		
Payment to auditor (refer note below)	2.25	2.25
Advertisement expense	0.81	1.13
Bank charges	11.18	8.43
Commission	77.88	8.23
Travelling and conveyance	20.78	9.39
Insurance charges	17.07	6.94
Printing and stationary	2.10	2.53
Business promotion expenses	2.17	0.12
Rent paid	4.16	1.84
Donation	0.14	0.28
CSR expense	10.00	13.76
Stock exchange and connectivity charges	7.57	6.04
Repairs and maintenance charges	101.12	125.98
Rates and taxes	0.12	9.59
Director's sitting fees	0.70	0.80
Professional fees	29.89	15.17
Contract labour charges	58.63	58.88
Sundry balance written off	17.46	4.27
Loss on sale of asset	1.63	-
Microsurfacing DLP Provision	47.27	-
Miscellaneous expense	104.81	52.55
	1,304.64	**999.50**
Note:		
Payment to auditor		
- Towards statutory audit (including limited review)	2.25	2.25
	2.25	**2.25**

Sanmit Infra Limited
Notes forming part of the financial statements
Note 28 Disclosures under Accounting Standards

Segment reporting

(Rs. In lakhs)

	2026			2025		
	External	**Inter segment**	**Total**	**External**	**Inter segment**	**Total**
Segment revenue						
Realty and Infrastructure	-	-	-	-	-	-
Petroleum and related products	5,651.02	-	5,651.02	12,798.77	-	12,798.77
Biomedical Waste recyling machiner	27.05	-	27.05	12.06	-	12.06
Bitumen emulsion and other road co	3,127.30	-	3,127.30	1,850.28	-	1,850.28
Microsurfacing and repair of roads a	1,634.90	-				
Revenue from sale of products	**8,805.37**	**-**	**8,805.37**	**14,661.11**	**-**	**14,661.11**
Segment results						
Realty and Infrastructure	-	-	-	-	-	-
Petroleum and related products	83.34	-	83.34	350.48	-	350.48
Biomedical Waste recyling machiner	(63.00)	-	(63.00)	(56.19)	-	(56.19)
Bitumen emulsion and other road co	377.45	-	377.45	182.32	-	182.32
Microsurfacing and repair of roads a	70.73	-	70.73	(2.75)		(2.75)
Segment total	**468.52**	**-**	**468.52**	**473.87**	**-**	**473.87**
Unallocated corporate expenses net of unallocated income	196.89	-	196.89	247.71		247.71
Profit before taxation	**271.63**	**-**	**271.63**	**226.16**	**-**	**226.16**
Tax expense	73.70	-	73.70	70.21	-	70.21
Profit for the year	**197.93**	**-**	**197.93**	**155.95**	**-**	**155.95**

Other information

	Segment assets	**Segment liabilities**	**Segment assets**	**Segment liabilities**
Realty and Infrastructure	-	-	-	-
Petroleum and related products	1,870.00	324.56	961.69	525.96
Biomedical Waste recyling machinery and other equi	1,275.73	19.84	1,259.65	878.74
Bitumen emulsion and other road construction relate	2,417.73	548.53	3,612.81	142.73
Microsurfacing and repair of roads and related servic	581.46	327.99	4.52	-
Segment total	**6,144.92**	**1,220.93**	**5,838.67**	**1,547.43**
Unallocated Corporate Assets/ Liabilities	153.58	1,214.26	262.34	886.86
Total	**6,298.49**	**2,435.19**	**6,101.01**	**2,434.29**

Notes:

The Company's operations are principally based in India only. Hence secondary segment reporting for geographic segment is not applic

The Company is currently focused on five business groups: Infrastructure/Realty, Petroleum and related products, Biomedical Waste recycling Machinery and other equipments (previously categorised as trading segment), Bitumen Emulsion and other road construction related materials and Microsurfacing and repairs of roads and related services. However there is no revenue generated from the infrastructure/ realty segment and Microsurfacing and repairs of roads and related services segment during the period reported.

The Company’s organisational structure and governance processes are designed to support effective management of multiple businesses while retaining focus on each one of them.

Notes forming part of the financial statements

Note - 30 Additional information to the financial statements

Note	Particulars	31st March, 2026 (Rs. In lakhs)	31st March, 2025 (Rs. In lakhs)
30.01	**Contingent liabilities and commitments (to the extent not provided for)**		
(i)	Contingent liabilities		
	(a) Claims against the Company not acknowledged as debt	Nil	Nil
	(b) Guarantees		
	(i) Bank guarantees issued by bankers towards security deposits under contracts entered into by the company and outstanding at year end	132.67	28.22
	(ii) Financial guarantee	-	-

30.02 Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

According to the information available with the management on the basis of intimation received from the suppliers regarding their status under the micro, small and medium Enterprises Development Act,2006 (MSMED ACT), the company has amounts due to Micro and small Enterprises under the said act as follows:

Particulars	31st March, 2026 (Rs. In lakhs)	31st March, 2025 (Rs. In lakhs)
a) Principal amount payable	98.58	31.87
b) Interest amount due and remaining unpaid	-	-
c) Interest paid	-	-
d) Payment beyond the appointed day during the year	-	-
e) Interest due and payable for the period for the delay	-	-
f) Interest accrued and remaining unpaid	-	-

30.03 Earnings per share (EPS)

The following reflects the profit and share data used in the basic and diluted EPS computations:

		31st March, 2026 (Rs. In lakhs)	31st March, 2025 (Rs. In lakhs)
Total (continuing) operations for the period/year			
Profit/(loss) after tax		197.93	155.95
Net profit/(loss) for calculation of basic/diluted EPS	**(A)**	**197.93**	**155.95**
Weighted average number of equity shares in calculating basic E	**(B)**	15,80,07,500	15,80,07,500
Earnings per share (EPS) (basic/diluted)	**(A/B)**	**0.13**	**0.10**

30.04 Deferred tax asset/liability (net)

		31st March, 2026 (Rs. In lakhs)	31st March, 2025 (Rs. In lakhs)
Deferred tax assets			
On difference between book balance and tax balance of fixed assets		90.11	61.91
Gross deferred tax assets	**(A)**	**90.11**	**61.91**
Deferred tax liabilities			
On difference between book balance and tax balance of fixed assets		-	-
Gross deferred tax liabilities	**(B)**	**-**	**-**
Deferred tax asset/(liability) (net)	**(A-B)**	**90.11**	**61.91**

Particulars		31st March, 2026 (Rs. In lakhs)	31st March, 2025 (Rs. In lakhs)
30.05 Value of imports calculated on CIF basis		Nil	Nil
30.06 Expenditure in foreign currency		Nil	Nil
30.07 Earnings in foreign exchange		Nil	Nil

30.08 The balances appearing under long term borrowings, short term borrowings, trade payables, trade receivables, loans and advances, and banks are subject to confirmation and reconciliation and consequential adjustment, if any, will be accounted for in the year of confirmation and/or reconciliation.

30.09 In the opinion of the Board, assets other than fixed assets do have a value on realisation in the ordinary course of business at least equal to the amount at which they are stated.

30.10 All unutilised leaves of employees lapses at the end of the financial year so company has not provided for leave encashment.

Notes forming part of the financial statements

Note - 30 Additional information to the financial statements

30.11 The quarterly returns or statements filed by the company for the above facility are in agreement with the books of account of the company except for the statements filed for quarters during the year ended 31st March 2026, where difference were noted between the amounts as per books of account for respective quarter and amount as reported in the quarterly statements. The differences were in case of debtors amounting to Rs. 2.09 lakhs (amount reported Rs. 3241.76 lakhs vs amount as per books of accounts Rs. 3243.85 lakhs), Rs. 0.03 lakhs (amount reported Rs. 2691.19 lakhs vs amount as per books of accounts Rs. 2691.17 lakhs), Rs. 0.58 lakhs (amount reported Rs. 2984.89 lakhs vs amount as per books of accounts Rs. 2984.30 lakhs), Rs. 7.08 lakhs (amount reported Rs. 2982.05 lakhs vs amount as per books of accounts Rs. 2974.98) for the quarter ended 30th June, 2025, 30th September, 2025, 31st December 2025, 31st March 2026 respectively. Further the difference in case of inventory were amounting to Rs. 2.76 lakhs (amount reported Rs. 1615.94 lakhs vs amount as per books of accounts Rs. 1618.70 lakhs), Rs. 1.43 (amount reported Rs. 1712.64 lakhs vs amount as per books of accounts Rs. 1714.06 lakhs) and Rs. 2.65 (amount reported Rs. 1814.58 lakhs vs amount as per books of accounts Rs. 1811.93 lakhs) for the quarter ended 30th June, 2025, 31st December 2025, 31st March 2026 respectively. The company has reconciled the differences and identified the reasons for differences.

30.12 During the quarter, the Company had entered into an arrangement for subscription to 51% of the equity share capital of Sanmit Truevalue Infraprojects Private Limited, a newly incorporated company, at face value aggregating to Rs. 5,10,000/-. The allotment of shares and remittance towards such subscription were completed in April 2026 subsequent to the reporting date.

Further, there were no financial transactions in the said company during the period ended 31st March, 2026. Consequently, the said entity has not been considered for the purpose of preparation of the consolidated financial results for the quarter and year ended 31st March, 2026.

30.13 Previous year's figures have been regrouped/reclassified wherever necessary to correspond with the current period's classification/disclosure.

Sanmit Infra Limited
Notes forming part of the financial statements
Note 29 Disclosures under Accounting Standards
Related party transactions

Description of relationship	**Names of related parties**
Key Managerial Personnel (KMP)	Mr. Sanjay Makhija Mr. Dinesh Makhija Mr. Haresh Makhija Mr. Kamal Makhija
Relatives of KMP	Mr. Shlok Makhija (Son of the director Mr. Sanjay Makhija) Mr. Chirag Makhija (Son of the director Mr. Haresh Makhija) Mr. Parthiv Makhija (Son of the director Mr. Sanjay Makhija) Mrs. Rachana Makhija (Wife of director Mr. Haresh Makhija) Mrs. Kashish Makhija (Wife of director Mr. Sanjay Makhija)
Entities in which KMP/Relatives of KMP exercise significant	Haresh Agencies (Firm) (Partnership firm where directors Mr. Sanjay Makhija, Mr. Haresh Makhija and Mr. Dinesh Makhija are partners) Sanjeev Station Services (Partnership firm where director Mr. Haresh Makhija is partner) Dynamic fuels (Proprietorship firm of director Mr. Dinesh Makhija) Sanjay Builders and Developers (Partnership firm where directors Mr. Sanjay Makhija, Mr. Dinesh Makhija, Mr. Haresh Makhija and Mr. Kamal Makhija are partner) Ecoenvo (Partnership firm where directors Mr. Dinesh Makhija, Mr. Kamal Makhija, and raltives of directors Mr. Chirag Makhija, Mr. Shlok Makhija and Mr. Parthiv Makhija are partners)

Note: Related parties have been identified by the management.

Details of related party transactions during the period ended 31 March, 2026 and balances outstanding as at 31 March, 2025:

(Rs. In lakhs)

Particulars	**KMP**		**Relatives of KMP**		**Entities in which KMP / relatives of KMP have significant influence**		**Total**	
	March-26	**March-25**	**March-26**	**March-25**	**March-26**	**March-25**	**March-26**	**March-25**
Transactions during the period								
Loans taken								
Sanjay Makhija	330.00	0.11	-	-	-	-	**330.00**	**0.11**
Haresh Makhija	358.07	16.30	-	-	-	-	**358.07**	**16.30**
Dinesh Makhija	136.85	-	-	-	-	-	**136.85**	**-**
Kamal Makhija	361.68	0.86	-	-	-	-	**361.68**	**0.86**
Shlok Makhija	-	-	-	0.03	-	-	**-**	**0.03**
Loans repaid								
Sanjay Makhija	176.00	0.13	-	-	-	-	**176.00**	**0.13**
Haresh Makhija	331.07	16.32	-	-	-	-	**331.07**	**16.32**
Dinesh Makhija	136.85	0.03	-	-	-	-	**136.85**	**0.03**
Kamal Makhija	319.68	0.89	-	-	-	-	**319.68**	**0.89**
Shlok Makhija	-	-	-	0.03	-	-	**-**	**0.03**

Sanmit Infra Limited
Notes forming part of the financial statements
Note 29 Disclosures under Accounting Standards
Related party transactions

Sale of products								
Haresh Agencies (Firm)	-	-	-	-	2,145.46	8,038.88	**2,145.46**	**8,038.88**
Dynamic Fuels	-	-	-	-	-	40.01	**-**	**40.01**
Purchase of fixed asset (Tanker)								
Haresh Agencies (Firm)	-	-	-	-	-	-	**-**	**-**
Purchase of products								
Haresh Agencies (Firm)	-	-	-	-	117.10	1,040.55	**117.10**	**1,040.55**
Sanjay Builders & Devel	-	-	-	-	37.57	224.80	**37.57**	**224.80**
Discount given								
Dynamic Fuels	-	-	-	-	-	1.48	**-**	**1.48**
Haresh Agencies (Firm)	-	-	-	-	90.99	262.76	**90.99**	**262.76**
Discount received								
Haresh Agencies (Firm)	-	-	-	-	3.75	0.08	**3.75**	**0.08**
Sanjay Builders & Developers	-	-	-	-	2.84	33.95	**2.84**	**33.95**
Transportation charges received								
Dynamic Fuels	-	-	-	-	0.35	1.72	**0.35**	**1.72**
Haresh Agencies (Firm)	-	-	-	-	66.43	62.34	**66.43**	**62.34**
Ecoenvo	-	-	-	-	0.93	-	**0.93**	**-**
Recovery of WIP cost								
Sanjay Builders & Developers	-	-	-	-	-	-	**-**	**-**
Transportation charges paid								
Sanjay Makhija	0.62	1.06	-	-	-	-	**0.62**	**1.06**
Haresh Makhija	-	4.88	-	-	-	-	**-**	**4.88**
Kamal Makhija	-	-	-	-	-	-	**-**	**-**
Haresh Agencies (Firm)	-	-	-	-	5.73	6.91	**5.73**	**6.91**
Diesel and lube oil charges								
Sanjeev Service Station	-	-	-	-	-	0.89	**-**	**0.89**
Calibration charges								
Sanjeev Service Station	-	-	-	-	0.15	0.23	**0.15**	**0.23**
Rent paid								
Haresh Makhija	6.65	6.33	-	-	-	-	**6.65**	**6.33**
Dinesh Makhija	6.65	6.33	-	-	-	-	**6.65**	**6.33**
Sanjay Makhija	6.65	6.33	-	-	-	-	**6.65**	**6.33**
Kamal Makhija	7.40	7.63	-	-	-	-	**7.40**	**7.63**

Sanmit Infra Limited
Notes forming part of the financial statements
Note 29 Disclosures under Accounting Standards
Related party transactions

Remuneration / Salary								
Sanjay Makhija	12.55	10.49	-	-	-	-	**12.55**	**10.49**
Kamal Makhija	12.55	10.49	-	-	-	-	**12.55**	**10.49**
Dinesh Makhija	12.55	10.49	-	-	-	-	**12.55**	**10.49**
Haresh Makhija	12.55	10.49	-	-	-	-	**12.55**	**10.49**
Shlok Makhija	-	-	15.02	4.20	-	-	**15.02**	**4.20**
Parthiv Makhija	-	-	5.02	4.20	-	-	**5.02**	**4.20**
Chirag Makhija	-	-	4.65	3.75	-	-	**4.65**	**3.75**
Kashish Makhija	-	-	5.11	4.17	-	-	**5.11**	**4.17**
Commission								
Shlok Makhija	-	-	-	-	-	-	**-**	**-**
Chirag Makhija	-	-	-	-	-	-	**-**	**-**
Parthiv Makhija	-	-	-	-	-	-	**-**	**-**
Food and beverage expenses								
Rachana Makhija	-	-	-	0.46	-	-	**-**	**0.46**
Diwali Expenses								
Rachana Makhija	-	-	0.39	-	-	-	**0.39**	**-**
Advance returned								
Dynamic fuels	-	-	-	-	0.68	-	**0.68**	**-**
Dividend paid to directors								
Sanjay Makhija	-	9.92	-	-	-	-	**-**	**9.92**
Haresh Makhija	-	9.92	-	-	-	-	**-**	**9.92**
Dinesh Makhija	-	9.92	-	-	-	-	**-**	**9.92**
Kamal Makhija	-	9.93	-	-	-	-	**-**	**9.93**
Balances outstanding at the end of the period								
Loan taken outstanding								
Sanjay Makhija	154.00	-	-	-	-	-	**154.00**	**-**
Haresh Makhija	27.00	-	-	-	-	-	**27.00**	**-**
Dinesh Makhija	-	-	-	-	-	-	**-**	**-**
Kamal Makhija	42.00	-	-	-	-	-	**42.00**	**-**
Trade creditors								
Haresh Makhija	4.97	0.91	-	-	-	-	**4.97**	**0.91**
Sanjay Makhija	5.12	0.80	-	-	-	-	**5.12**	**0.80**
Dinesh Makhija	4.97	0.80	-	-	-	-	**4.97**	**0.80**
Kamal Makhija	5.26	0.80	-	-	-	-	**5.26**	**0.80**
Shlok Makhija	-	-	0.22	0.32	-	-	**0.22**	**0.32**
Parthiv Makhija	-	-	0.39	0.49	-	-	**0.39**	**0.49**
Haresh Agencies (firm)	-	-	-	-	-	848.72	**-**	**848.72**
Kashish Makhija	-	-	0.39	0.33	-	-	**0.39**	**0.33**
Trade receivables								
Haresh Agencies (firm)	-	-	-	-	25.56	-	**25.56**	**-**
Ecoenvo	-	-	-	-	0.19	-	**0.19**	**-**
Advance to vendors								
Dynamic fuels	-	-	-	-	-	1.08	**-**	**1.08**
Haresh Agencies (firm)	-	-	-	-	25.56	-	**25.56**	**-**

Sanmit Infra Limited
Notes forming part of the financial statements

Note 31 Additional regulatory information

31.1 Analytical ratios

Sr No	Particulars	Numerator	Denominator	31st March, 2026	31st March, 2025	Variance	Reasons
a)	Current ratio	Current assets	Current liabilities	2.80	2.14	31.17%	Variation is on account of increase in current assets and decrease in current liabilities during the year.
b)	Debt equity ratio	Total debt	Shareholder's equity	0.37	0.21	76.71%	Variation is on account of increase in debt during the year
c)	Debt service coverage ratio	Earnings available for debt service	Debt service	66.03	8.01	724.56%	Variation is on account of reduction in debt service during the year
d)	Return on equity ratio	Net profit after tax	Shareholder's equity	0.05	0.04	20.46%	NA
e)	Inventory turnover ratio	Sales	Average Inventory	6.08	15.26	-60.17%	Variation is on account of decrease in sales and corresponding increase in average inventory during the year.
f)	Trade receivables turnover ratio	Net credit sales/services	Average Trade receivables	3.25	4.29	-24.12%	NA
g)	Trade payables turnover ratio	Net credit purchases	Average Trade payables	7.65	14.61	-47.62%	Variation is on account of decrease in purchase and corresponding increase in trade payables during the year
h)	Net capital turnover ratio	Net sales/services	Working capital	3.02	5.32	-43.24%	Variation is on account of decrease in sales during the year
i)	Net profit ratio	Net profit after tax	Net sales/services	0.02	0.01	80.09%	Variation is on account of increase in net profit during the year despite of lower sales during the year
j)	Return on capital employed	EBIT (*)	Capital employed (#)	0.07	0.08	-5.17%	NA
k)	Return on investment	Earning from invested funds	Total invested funds	0.05	0.04	20.46%	NA

(#) Capital employed = Tangible net worth + Total debt

31.2 Trade Payables ageing schedule **(Rs. In lakhs)**

Particulars	as at 31st March 2026				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	96.88	0.10	1.53	0.07	98.58
(ii) Others	640.14	5.52	1.39	3.80	650.84
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

(Rs. In lakhs)

Particulars	as at 31st March 2025				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	30.26	1.53	0.07		31.87
(ii) Others	1,439.56	2.06	0.02	3.78	1,445.42
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

31.3 Trade Receivables ageing schedule **(Rs. In lakhs)**

Particulars	as at 31st March 2026					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables - considered good	1,839.65	287.48	279.35	467.73	8.72	2,882.93
(ii) Undisputed Trade receivables - considered doubtful	-	-	-	1.00	19.45	20.45
(iii) Disputed Trade receivables considered good	-	-	-	-	41.39	41.39
(iv) Disputed Trade receivables considered doubtful	-	-	3.96	-	54.12	58.08

(Rs. In lakhs)

Particulars	as at 31st March 2025					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables - considered good	2,242.25	269.39	513.63	5.19	10.51	3,040.98
(ii) Undisputed Trade receivables - considered doubtful	0.00	-	1.09	9.87	55.76	66.72
(iii) Disputed Trade receivables considered good	-	-	-	-	45.89	45.89
(iv) Disputed Trade receivables considered doubtful	-	3.96	(3.35)	4.49	29.98	35.08

Sanmit Infra Limited
Notes forming part of the financial statements

Note 32 A - Financial assets and financial liabilities

(Rs. In lakhs)

Financial assets/ Financial liabilities	Carrying value	
	31st March 2026	31st March 2025
Financial assets measued at amortised cost		
Financial assets - current		
Trade receivables	3,002.85	3,188.67
Cash and cash equivalents	122.47	28.20
Short term loans and advances	32.81	42.73
Total	**3,158.13**	**3,259.60**
Financial liabilities measure at amortised cost		
Financial liabilities - non current		
Borrowings	537.41	9.43
Lease liabilities	22.58	46.16
Financial liabilities - current		
Borrowings	903.24	764.34
Lease liabilities	23.58	21.76
Trade payables	749.42	1,477.28
Other financial liabilities	20.23	15.13
Total	**2,256.48**	**2,334.10**

Notes : Financial assets and liabilities include cash and cash equivalents, trade receivables, eligible current and non-current assets, trade payables, borrowings, lease and eligible current liabilities and non-current liabilities. The fair value of cash and cash equivalents, trade receivables, trade payables, other current financial assets and liabilities approximate their carrying amount largely due to the short-term nature of these instruments.

Note 32 B - Fair value hierarchy for assets and liabilities

Fair value measurement

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 under current market conditions.

The Company categorizes assets and liabilities measured at fair value into one of three levels depending on the ability to observe inputs employed in their measurement which are described as follows:

i) Level 1

Quoted (unadjusted) prices in active markets for identical assets or liabilities.

ii) Level 2

Other techniques for which all inputs which have a significant effect on the recorded fair values are observable, either directly or indirectly.

iii) Level 3

Techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data.

Financial instruments measure at amortised cost

The carrying amount of financial assets and financial liabilities measured at amortised cost in the Financial Statements are a reasonable approximation of their fair values since the Company does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled

Note 33 Corporate Social Responsibility

(a) CSR amount required to be spent as per Section 135 of the Companies Act, 2013 read with schedule VII thereof by the company during the year is Rs.10.00 lakhs (Previous Year Rs. 13.76 lakhs)

(b) Expenditure related to Corporate Social Responsibility is Rs.10.00 lakhs (Previous Year Rs. 13.76 lakhs)

Particulars	31st March 2026	31st March 2025
Donation	10.00	13.76
Total	**10.00**	**13.76**

Sanmit Infra Limited
Notes forming part of the financial statements

Note 34 - Income taxes

A	Major Components of Income Tax Expense for the year are as under	31st March 2026	31st March 2025
	(i) Items recognised in statement of profit and loss		
	Current tax :		
	In respect of current year	104.93	84.30
	In respect of short/excess provisions for earlier years	(3.48)	3.31
	Deferred tax		
	In respect of current year	(27.75)	(17.41)
	Income tax expense recognised in statement of profit and loss	**73.70**	**70.21**
	(ii) Items recognised in OCI		
	Deferred tax		
	In respect of current year	(0.45)	(0.39)
		(0.45)	**(0.39)**

B **The major components of deferred tax (liabilities)/assets arising on account of timing differences are as follows:**

As at 31st March 2026

	April 1, 2025	Amount charged to statement of profit and loss	Amount charged to other comprehensive income	31st March 2026
Difference between WDV of fixed assets as per books of accounts and Income Tax Act, 1961	52.96	13.51	-	66.47
Difference in ROU asset and lease liabilities	2.32	(0.10)	-	2.22
Gratuity	4.47	2.60	0.45	7.52
Provisions	2.15	12.51	-	14.66
Unamortised processing fees	-	(0.76)	-	(0.76)
Net deferred tax (liability)/asset	**61.91**	**27.75**	**0.45**	**90.11**

As at 31st March 2025

	April 1, 2024	Amount charged to statement of profit and loss	Amount charged to other comprehensive income	31st March 2025
Difference between WDV of fixed assets as per books of accounts and Income Tax Act, 1961	34.68	18.28	-	52.96
Difference in ROU asset and lease liabilities	1.65	0.67	-	2.32
Gratuity	2.95	1.13	0.39	4.47
Provisions	4.82	(2.67)	-	2.15
Net deferred tax (liability)/asset	**44.11**	**17.41**	**0.39**	**61.91**

Note - 35: Retirement Benefit

(A) Defined contribution plan

A defined contribution plan is a post-employment benefit plan under which the Company pays fixed contributions and where there is no legal or constructive obligation to pay further contributions. During the year, the Company recognised contribution to Provident Fund, Employee State Insurance Scheme and welfare funds in the Statement of Profit and Loss.

Particulars	2025-26	2024-25
Employer's Contribution to Provident Fund.	3.46	2.31
Employer's Contribution to Employee State Insurance Corp.	0.63	0.55
Employer's Contribution to Labour Welfare Fund	0.05	0.04

(B) Defined benefit plan

a) Gratuity

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (last drawn salary) for each completed year of service. This benefit is unfunded. The following tables summarise the components of net benefit expense recognised in the statement of profit or loss and the funded status and amounts recognised in the balance sheet for the respective plans :

(i) The amounts recognised in the balance sheet and the movements in the net defined benefit obligation over the year are as follows:

Particulars	As at 31st March 2026	As at 31st March 2025
Defined Benefit Obligation at the beginning of the year	17.75	11.73
Current service cost	5.51	3.64
Past service cost (*)	3.38	-
Interest cost	1.45	0.84
Benefits paid	-	-
Remeasurement Losses/(Gains)		
a. Effect of changes in financial assumptions	(1.11)	0.62
b. Effect of experience adjustments/demographic adjustments	2.91	0.92
Defined Benefit Obligation at the end of the year	**29.88**	**17.75**

(*)The Government of India has consolidated 29 existing labour legislations into a unified framework comprising four labour codes viz the Code on Wages, 2019, the Code on Social Security, 2020, the Industrial Relations Code, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively referred to as the "Codes"). The Codes have been made effective from November 21, 2025. The Ministry of Labour & Employment published draft Central Rules and FAQs to enable assessment of the financial impact due to changes in regulations.
The Company has assessed its employee benefit obligations based on the revised definition of wages in line with the New Labour Codes. Based on Acturial Valuation & Management Estimates, the Company has recognised an incremental expenses of Rs 3.38 Lakhs as past service cost against Gratuity for the year ended March 31, 2026. Since the amount is not material the same is not disclosed as exceptional item in the financial statements. Once Central / State Rules are notified by the Government on all aspects of the Codes, the Company will evaluate impact, if any, on the measurement of employee benefits and would provide appropriate accounting treatment.

(ii) Current and non current classification

Particulars	As at 31st March 2026	As at 31st March 2025
Current	3.85	1.03
Non - current	26.04	16.73
Liability at the end of the current/previous year	**29.88**	**17.75**

(iii) Statement of Profit and Loss

Expenses recognised in statement of profit and loss	As at 31st March 2026	As at 31st March 2025
Current service cost	5.51	3.64
Past service cost	3.38	-
Net interest expenses	1.45	0.84
Net cost recognized in the statement of Profit and Loss	**10.33**	**4.48**

(iv) Remeasurement of the net defined benefit Liability (OCI)

Expenses recognised in other comprehensive income	As at 31st March 2026	As at 31st March 2025
(a) Effect of changes in financial assumptions	(1.11)	0.62
(b) Effect of experience adjustments/demographic adjustments	2.91	0.92
Net cost recognized in Other Comprehensive Income	**1.80**	**1.54**

(v) Assumptions

Particulars	As at 31st March 2026	As at 31st March 2025
Discount Rate	6.65%	6.65%
Future salary increase	10.00%	10.00%
Attrition Rate	10.00%	10.00%
Retirement Age	60 years	60 years
Mortality	Indian Assured Lives Mortality 2012-14 (Urban)	Indian Assured Lives Mortality 2012-14 (Urban)
Weighted average duration of defined benefit	8	8

(vi) Maturity analysis of projected benefit obligation

Particulars	As at 31st March 2026	As at 31st March 2025
Within the next 12 months (next annual reporting period)	3.85	1.03
Between 2 and 5 years	11.17	6.52
Between 5 and 10 years	17.24	11.00
After 11 years	21.05	12.84
Total Expected Cash flows	**53.31**	**31.39**

(vii) Sensitivity Analysis:

Particulars	As at 31st March 2026		As at 31st March 2025	
	Increase	Decrease	Increase	Decrease
Discount Rate (+/- 1%)	(1.74)	1.97	(1.11)	1.27
Salary Growth Rate (+/- 1%)	1.84	(1.69)	1.18	(1.08)
Attrition Rate (+/- 1% of attrition rates)	(0.50)	0.54	(0.36)	0.39

Methods and assumptions used in preparing sensitivity and their limitations: The liability was projected by changing certain assumptions and the total liability post the change in such assumptions have been captured in the table above. This sensitivities are based on change in one single assumption, other assumptions being constant. In practice, scenario may involve change in several assumptions where the stressed defined benefit obligation may be significantly impacted.

The company does not have any leave encashment policy

1. Basis of preparation and significant accounting policies:

1.1 Basis of preparation:

These financial statements are prepared in accordance with Indian Accounting Standards (Ind AS), under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values, the provisions of the Companies Act, 2013 ('the Act') (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI). The lnd AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and the relevant amendment rules issued thereafter. Accounting policies have been consistently applied except where a newly-issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

1.2 Significant accounting, judgments, estimates and assumptions

The preparation of the financial statements in conformity with Ind AS requires the Management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Actual results could differ from those estimates. Appropriate changes in estimates are made as the Management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements

1.3 Summary of Significant accounting polices

a) Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle held primarily for the purpose of trading
- Expected to be realized in normal operating cycle or within twelve months after the reporting period or
- Cash or cash equivalents unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.
A liability is current when:

- It is expected to be settled in normal operating cycle or due to be settled within twelve months after the reporting period
- It is held primarily for the purpose of trading
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

All other liabilities are classified as non-current.
Deferred tax assets and liabilities are classified as non-current assets and liabilities.
The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified period of twelve months as its operating cycle.

b) **Revenue recognition**

Revenue is recognized upon transfer of control of promised goods to customers in an amount that reflects the consideration we expect to receive in exchange of product or services. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.
Revenue is recognised only if following condition are satisfied:
• The performance obligations have been met;
• The Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
• It is probable that the economic benefit associated with the transaction will flow to the Company; and
• it can be reliably measured and it is reasonable to expect ultimate collection.

c) Cash flow

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

d) **Property, plant and equipment**

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment, if any. Cost directly attributable to acquisition are capitalised until the property, plant and equipment are ready for use, as intended by the management. Depreciation has been provided on written down value method in accordance with section 198 of the Companies Act, 2013 at the rates specified in schedule II to the Companies Act, 2013, on *pro–rata* basis with reference to the period of use of such assets.

Capital WIP

Cost of assets not ready for intended use, as on the balance sheet date, is shown as capital work in progress.

e) Amortisation of intangible assets

Intangible Assets as defined in Accounting Standard 26-"Intangible Assets" are valued at cost and amortised as per its useful life and value in use.

f) Finance cost

Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to the statement of profit and loss in the period in which they are incurred

g) Inventories

Inventories of petroleum products and machinery are measured at lower of cost and net realizable value on FIFO basis after providing for obsolescence, if any. Cost of inventories comprises of cost of purchase and other cost incurred in bringing them to their respective present location and condition.

h) Lease

The Company assesses whether a contract is or contains a lease, at inception of a contract. The assessment involves the exercise of judgement about whether (i) the contract involves the use of an identified asset, (ii) the Company has substantially all of the economic benefits from the use of the asset through the period of the lease, and (iii) the Company has the right to direct the use of the asset. The Company recognises a right-of-use asset ("ROU") and a corresponding lease liability at the lease commencement date. The ROU asset is initially recognised at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred. They are subsequently measured at cost less accumulated depreciation and impairment losses. The ROU asset is depreciated using the straightline method from the commencement date to the earlier of, the end of the useful life of the ROU asset or the end of the lease term. The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company uses an incremental borrowing rate specific to the Company, term and currency of the contract. Generally, the Company uses its incremental borrowing rate as the discount rate.

The Company has elected not to recognize ROU assets and lease liabilities for short term leases as well as low value assets and recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

i) **Income taxes**

Income tax expense comprises of current and deferred tax.

Current income tax
Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities in accordance with the Income-tax Act, 1961.
Current income tax relating to items recognized outside profit and loss is recognized outside profit and loss (either in other comprehensive income or in equity). Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax
Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the Financial Statements and the corresponding tax bases, used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences.
Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized.

j) Provisions, Contingent liabilities, Contingent assets and Commitments

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to a provision is presented in the statement of profit and loss. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimate.
Disclosure of contingent liability is made when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources embodying economic benefits will be required to settle or a reliable estimate of amount cannot be made.
A contingent asset is disclosed, where an inflow of economic benefits is probable.

k) Financial instruments:

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.

l) Foreign currency translation

Initial Recognition
On initial recognition, transactions in foreign currencies entered into by the Company are recorded in the functional currency (i.e. Indian Rupees), by applying to the foreign currency amount, the spot exchange rate between the functional currency and the foreign currency at the date of the transaction. Exchange differences arising on foreign exchange transactions settled during the year are recognized in the Statement of Profit and Loss.
Measurement of foreign currency items at reporting date
Foreign currency monetary items of the Company are translated at the closing exchange rates. Nonmonetary items that are measured at historical cost in a foreign currency, are translated using the exchange rate at the date of the transaction. Non-monetary items that are measured at fair value in a foreign currency, are translated using the exchange rates at the date when the fair value is measured. Exchange differences arising out of these translations are recognized in the Statement of Profit and Loss

m) Financial assets

Initial recognition and measurement

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit and loss, transaction costs that are attributable to the acquisition of the financial asset.

Subsequent measurement
For purposes of subsequent measurement, financial assets are classified in three broad categories:

- Financial assets at amortized cost
- Financial assets at fair value through OCI (FVTOCI)
- Financial assets at fair value through profit and loss (FVTPL)

Financial Assets measured at Amortised Cost (AC)

A Financial Asset is measured at Amortised Cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the Financial Asset give rise on specified dates to cash flows that represent solely payments of principal and interest on the principal amount outstanding

Financial Assets measured at Fair Value Through Other Comprehensive Income (FVTOCI)

A Financial Asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling Financial Assets and the contractual terms of the Financial Asset give rise on specified dates to cash flows that represents solely payments of principal and interest on the principal amount outstanding.

Financial Assets measured at fair value through profit and loss (FVTPL)

A Financial Asset which is not classified in any of the above categories are measured at FVTPL. Financial assets are reclassified subsequent to their recognition, if the Company changes its business model for managing those financial assets. Changes in business model are made and applied prospectively from the reclassification date which is the first day of immediately next reporting period following the changes in business model in accordance with principles laid down under Ind AS 109 – Financial Instruments.

Impairment of financial assets

In accordance with Ind AS 109, the Company uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of Financial Assets other than those measured at Fair Value Through Profit and Loss (FVTPL). Expected Credit Losses are measured through a loss allowance at an amount equal to:

- The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument).

ii. Financial liabilities

Initial recognition and measurement

All Financial Liabilities are recognised at fair value and in case of borrowings, net of directly attributable cost. Fees of recurring nature are directly recognised in the Statement of Profit and Loss as finance cost
The Company's financial liabilities include trade payables.

Subsequent measurement

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

Financial liabilities at amortized cost

After initial recognition, interest-bearing loans and borrowings and other payables are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in profit and loss when the liabilities are derecognized as well as through the EIR amortization process.
Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the statement of profit and loss.
For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the statement of profit and loss.

iii. Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

n) Employee Benefits

Short term employee benefits
All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits and they are recognized in the period in which the employee renders the related service. The Company recognizes the undiscounted amount of short term employee benefits expected to be paid in exchange for services rendered as a liability (accrued expense) after deducting any amount already paid.

Post Employment benefits
Defined Contribution Schemes
All the employees of the Company are entitled to receive benefits under the provident Fund and employees State Insurance scheme, defined contribution plans in which both the employee and the Company contribute monthly at a stipulated rate. The Company has no liability for future benefits other than its annual contribution and recognises such contributions as an expense in the period in which employee renders the related service. If the contribution payable to the scheme for service received before the Balance Sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognised as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the Balance Sheet date, then excess is recognised as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

Defined Benefit Schemes
The Company provides for the gratuity, a defined benefit retirement plan covering all employees. The plan provides for lump sum payments to employees upon death while in employment or on separation from employment after serving for the stipulated years mentioned under 'The Payment of Gratuity Act, 1972'. The present value of the obligation under such defined benefit plan is determined based on actuarial valuation, carried out by an independent actuary at each Balance Sheet date, using the Projected Unit Credit Method.
The obligation is measured at the present value of the estimated future cash flows. Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized directly in the other comprehensive income in the period in which they occur. They are included in retained earnings in the statement of changes in equity and in the balance sheet. Remeasurements are not reclassified to the statement of profit and loss in the subsequent periods.

o) Segment reporting
In accordance with Ind AS 108 - Operating segments, segment information has been provided in the financial statements of the Company for the different identified segments.

p) Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period adjusted for bonus elements and share split in equity shares, if any, issued during the year.