45th Annual Report for 2025-2026

of

SUJALA TRADING & HOLDINGS LIMITED

CIN-L51109WB1981PLC034381
Regd.Off.1A, GRANTLANE,2 ND FLOOR,ROOM NO-202,
KOLKATA-700 012
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E-mail: sujala_trading@yahoo.com/enquiry@sujalagroup.com
Website-www.sujalagroup.com

CONTENTS

OVERVIEW

The Company was incorporated as Sujala Trading & Holdings Limited on 18th December, 1981 under the Companies Act, 1956 in the State of West Bengal. Sujala Trading & Holdings Limited obtained Certificate of Commencement of Business pursuant to Section 149(3) of the Companies Act, 1956 from the Registrar of Companies, West Bengal.

The Company was originally incorporated with an object to carry on the business of Investment in Shares & Securities etc. and registered with RBI as Non-Banking Financial Company ('NBFC') and also offers most sorts of banking services, such as loans and credit facilities, private funding, trading in stocks and shares, and other obligations. The company is financial intermediaries engaged primarily in the business of delivering credit and trading in stocks and shares. It plays an important role in channelizing the scarce financial resources to capital formation. We supplement the role of banking sector in meeting the increasing financial needs of the corporate sector, delivering credit to the unorganized sector and to small local borrowers. We provide a wide range of services such as, loans and investments and a wide variety of services provided by us. Company is a financial institution carrying on as its main business of the acquisition of securities and providing finance whether by making loans or advances.

CHAIRMAN'S MESSAGE

Dear Shareholders,

It is my pleasure to Chair Sujala Trading& Holdings Limited for Financial Year 2025-2026 in its 45th year and be a part of the association's historic journey. What began as a small company in the year 1981 is now a phenomenal Organisation that has been nurtured by its Founders, Promoters and Directors.

In FY 2025-2026, your company has continued to deliver strong performance. The global environment around the world continues to go through significant shifts. Post the pandemic, there was an economic slowdown especially in developed markets. While initial signs of stability began to emerge, the military conflicts have further intensified this year and continue to impact the global market.

Backed by a strong sense of purpose, and a clear strategic vision, Sujala Trading & Holdings Limited demonstrated resilience and delivered an exceptional performance in Financial Year 2025-2026.

We thank our clients and member for believing on us and providing us withvaluable suggestions that will be incorporated into our planning for 2026-2027.As we close, we assure you that we remain firmly committed to delivering enhanced value to all our stakeholders. All of us at "Sujala" are very excited about the road ahead. We feel confident that we will achieve outstanding results through focus and efficient execution. Your Company is actively exploring growth opportunities in various markets to capitalize on the upswing market.

I would like to extend my gratitude to all our employees, the Board and all our stakeholders for their contribution in delivering another year of profitability and growth. Furthermore, I want to thank the shareholders for their unwavering faith and support.

Best Regards,

Mr.Subhadeep Mukherjee
Chairman

CORPORATE INFORMATION

Name of Director	Nature of Directorship
1. Mr. Subhadeep Mukherjee 2. Mrs. Tapashi Naha Roy (resigned on 21.10.2025) 3. Mr. Manish Agarwal 4. Mr. PriyankarBasu Mallick	Chairman and Managing Director Independent Director Independent Director Non – Executive Director
Company Secretary and Compliance Officer Ms. Aakansha Vaid held charge till 13.01.2026	**Chief Financial Officer** Mr. Ashok Kumar Agarwal
Statutory Auditor G. C. Bafna & Co, Chartered Accountants 12, Amartolla Street, 4th Floor, Room No.315, Kolkata – 700 001 Tel – 2235-8433/4008 7473 E-mail : gcb_fca@yahoo.co.in	**Secretarial Auditor** Kanchan Maheswari Company Secretary 1/5/A, Ram Lochan Shire Street Soham Apartment Hooghly – 711202 Mobile: 8420821153
Internal Auditor Santinath& Associates, Chartered Accountants	**Banker** Federal Bank Limited
Registrar & Share Transfer Agent ABS Consultant Private Limited 4, B.B.D Bag (East), Stephen House, Room No: 99, 6th Floor, Kolkata- 700 001, West Bengal	**Listed** Bombay Stock Exchange (BSE) The Calcutta stock Exchange (CSE)
Registered Office 1A, Grant Lane, 2nd Floor, Room No: 202, Kolkata- 700 012, West Bengal	Contact: +91 8697390063 E-mail: sujala_trading@yahoo.com/ sujala_trading@yahoo.com Website: www.sujalagroup.com

SUJALA TRADING & HOLDINGS LTD.

Regd. Off.: 1A,GRANT LANE, 2ND FLOOR.ROOM NO-202, KOLKATA-700 012 (West Bengal)
Phone: +91 8697390063, E-mail: sujala_trading@yahoo.com/enquiry @sujalagroup.com,
CIN-L51109WB1981PLC034381Website-www.sujalagroup.com

NOTICE

NOTICE is hereby given that the **45th Annual General Meeting** of the members of **Sujala Trading & Holdings Limited** will be held on Wednesday 30th September, 2026 at 01.00 pm IST through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") to transact the following business (es):

ORDINARY BUSINESS:

1. **To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon;**

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

   "**RESOLVED THAT** the audited financial statement of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

2. **To consider Re-appointment of Director who retires by rotation;**

   To re-appoint Mr. Priyankar Basu Mallick (DIN: 07096098) as Director, who retires by rotation and, being eligible, offers himself for re-appointment and in this regard consider and if thought fit, to pass, with or without modification(s), the following resolutions as **Ordinary Resolution**:

   "RESOLVED THAT pursuant to Section 152 and other applicable provisions of the Companies Act, 2013 and Rules made there under, if any (including any statutory modifications or re-enactment thereof) and the Articles of Association of the Company, Mr. Priyankar Basu Mallick (DIN: 07096098) who retires by rotation and being eligible, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

   SPECIAL BUSINESS:

3. Re-appointment of Mr. Subhadeep Mukherjee (DIN: 03060827) as Managing Director of the Company.
   To consider and, if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Subhadeep Mukherjee (DIN: 03060827) be and is hereby reappointed as Managing Director of the Company, for a period of three (3) year with effect from 27-03-2026 to 26-03-2029 as per terms & conditions set out in explanatory statement annexed to the notice convening this meeting with liberty to the Board of Directors to alter and vary the terms & conditions of the said appointment in sucha manner as may be agreed between the Board of Directors and Mr. Subhadeep Mukherjee.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all acts and take all such steps as may be necessary proper or expedient to give effect to this resolution."

4. To consider regularization/appointment of Mr. Vipin Shantilal Champawat (DIN: 06369837) as a Director - Independent (Non-Executive) of the company for 5 years

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

"**RESOLVED THAT** in accordance with the provisions of Sections 149, 150 , 152 and any other applicable provisions, if any, of the Companies Act, 2013 (the Act), and the Rules made there under, read with Schedule IV of the Act and applicable Regulation(s) under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Vipin Shantilal Champawat (DIN: 06369837) who was appointed as an Additional Director (in capacity of Non-Executive Independent Director) of the Company, by the Board of Directors at its meeting held on 05th September, 2026 pursuant to Section 161 of the Act and as recommended by the Nomination and Remuneration Committee and who holds office up to the date of this meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing her candidature for the office of Director who has submitted the declaration that he meets the criteria for Independence as provided in Section 149(6) of the Act be and is hereby appointed as a Non-Executive, Independent Director of the Company to hold office for a term of 5 (five) consecutive years with effect from 05th September, 2026 to 04th September, 2031 not liable to retire by rotation."

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."

5. **To consider regularization/appointment of Mr. Pankaj Jain (DIN: 11114458) as a Director - Independent (Non-Executive) of the company for 5 years**

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

RESOLVED THAT in accordance with the provisions of Sections 149, 150 , 152 and any other applicable provisions, if any, of the Companies Act, 2013 (the Act), and the Rules made there under, read with Schedule IV of the Act and applicable Regulation(s) under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Pankaj Jain (DIN: 11114458) who was appointed as an Additional Director (in capacity of Non-Executive Independent Director) of the Company, by the Board of Directors at its meeting held on 05th September, 2026 pursuant to Section 161 of the Act and as recommended by the Nomination and Remuneration Committee and who holds office up to the date of this meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director who has submitted the declaration that he meets the criteria for Independence as provided in Section 149(6) of the Act and is hereby appointed as a Non-Executive, Independent Director of the Company to hold office for a term of 5 (five) consecutive years with effect from 05th September, 2026 to 04th September, 2031 not liable to retire by rotation."

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."

6. **To Appointment of M/s. Suprabhat & Co, a peer reviewed firm of practicing Company Secretaries, as Secretarial Auditor of the Company:**

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

"**RESOLVED THAT** pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as the "Act"), read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) and Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and such other applicable provisions if any, and on the recommendation of Audit Committee and Board of Directors of the company, M/s. Suprabhat & Co., a peer reviewed firm of Practicing Company Secretaries, being eligible, be and is hereby appointed as Secretarial Auditor of the Company for a term of Three (3) consecutive financial years commencing from the conclusion of the ensuing 45th Annual General Meeting till the conclusion of 50th Annual General Meeting to be held in the year 2031 (i.e. to conduct the Secretarial Audit for 5 financial year from 2026- 24 to 2030-31), on such remuneration as recommended by the Audit Committee and as may be mutually agreed between the Board of Directors of the Company and Secretarial Auditors from time to time.

RESOLVED FURTHER THAT the Board of Directors (the 'Board' which term includes a duly constituted Committee of the Board) be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this Resolution."

By order of the Board
For Sujala Trading & Holdings Ltd

SD/-

Subhadeep Mukherjee

Managing Director

Kolkata, 5th day of September, 2026

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. Further, disclosures in relation to Item Nos. 3 to 6 of the Notice, as required under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and 'Secretarial Standard 2 on General Meetings' issued by the Institute of Company Secretaries of India ("SS-2") forms an integral part of this Notice.

2. The Ministry of Corporate Affairs ("MCA") permitted holding of the AGM through VC/OAVM, without physical presence of the Members at a common venue. Accordingly, in compliance with the MCA Circulars, AGM of the Company is being held through VC/OAVM. The Registered Office of the Company shall be deemed to be the venue for the AGM. [General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013", General Circular Nos. 20/2020 dated May 5, 2020 and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025, collectively referred to as "MCA Circulars"].

   Members attending the AGM through VC/OAVM shall be counted for the purpose of determining the quorum. [Section 103 of the Companies Act, 2013 ("Act")].
   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 as on Wednesday, 23rdSeptember, 2026 ("cut-off date") will be entitled to vote during the AGM.

   Pursuant to the provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), 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 through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxy(ies) by the Members will not be available for this AGM and hence, the proxy form, attendance slip and route map of AGM are not annexed to this Notice.

3. The relevant details with respect to "Director seeking re-appointment at this AGM" are provided as **Annexure A**. [Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India]

   The Notice convening 45thAGM along with the Integrated Annual Report for FY 2025-2026 is being sent by electronic mode to those Members whose e-mail address is registered with the Companyor ABS Consultant Pvt. Ltd., Registrar & Share Transfer Agent ("RTA"),Additionally, the Company will also send a letter to shareholders providing the web-link and QR code for accessing the Integrated Annual Report to those Members who have not registered their email address with the Company or RTA or Depositories. [Regulation 36(1) of the SEBI Listing Regulations]. Members may kindly note that the Notice convening 45thAGM and Integrated Annual Report for FY 2025-2026 will also be available on the Company's website http://www.sujalagroup.com/annualreport.htmlwebsite of the Stock Exchanges i.e. BSE Limited (BSE) at www.bseindia.com, and The Calcutta Stock Exchange Limited www.cse-india.com and on the website of Central Depository Services Limited (CDSL) at www.evotingindia.com.. The Company will also publish an advertisement in the newspapers containing details of the 45thAGM and other relevant information for Members *viz.* manner of registering e-mail Id., Cut-off date for e-voting, book closure etc.

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 THROUGH VC OR OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, IN TERMS OF THE MCA CIRCULARS, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OFAGMARE NOTANNEXED TO THIS NOTICE.

5. Institutional / Corporate Shareholders (i.e., other than Individuals, HUF, NRI, etc.) are required to send a scanned copy (PDF / JPG Format) of their respective Board or Governing Body Resolution / Authorization etc., authorizing their representative to attend the AGM through VC / OAVM on their behalf and to vote through remote e-Voting. The said Resolution / Authorization shall be sent to the Scrutinizer by e-mail on its registered e-mail address to suprabhatcs08@gmail.com with a copy marked to evoting@cdslindia.com.

6. The Members can join the 45thAGM 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 51stAGM 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.

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

8. 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, August 28, 2026, have been considered for the purpose of sending the Notice of 45thAGM and the Annual Report.

9. The Members are provided with the facility to cast their vote electronically, through the e-voting services provided by CDSL, on all the resolutions set forth in this Notice. [Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and SEBI Circularno. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 in relation to "e-voting Facility Provided by Listed Entities"]

10. 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 through e-voting.

11. Register of Members and Transfer Books of the Company will remain closed from 24th September, 2026 Thursday to 30thWednesday, 2026, Wednesday (both dates inclusive) in terms of the provisions of Section 91 of the Companies Act, 2013 and the applicable clauses of the SEBI (Listing Obligations and Disclosures Requirements Regulations) 2015.

12. As per Regulation 40 of SEBI Listing 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 Company or Company's Registrar and Transfer Agent M/s. ABS Consultant Pvt. Ltd,at absconsultant99@gmail.com for assistance in this regard.

13. Members are requested to intimate changes, if any, about their name, postal address, email address, telephone/mobile numbers, PAN, power of attorney registration, Bank Mandate details, etc., to their Depository Participant ("DP") in case the shares are held in electronic form and to the Registrar in case the shares are held in physical form, in prescribed Form No. ISR-1, quoting their folio number and enclosing the self-attested supporting document. Further, Members may note that SEBI has mandated the submission of PAN by every participant in the securities market.

14. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore, requested to submit their PAN to the Depository Participant with whom they are maintaining their demat account. Members holding shares in physical form can submit their PAN details to the Registrar and Transfer Agent M/s. ABS Consultant Pvt. Ltd.

15. As per the provisions of Section 72 of the Companies Act, 2013 (the "Act") the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested to submit the said details to their Depository Participants ("DPs") in case the shares are held by them in electronic form and to. ABS Consultant Pvt. Ltd in case the shares are held by them in physical form.

16. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to the Company's Registrars and Transfer Agents, ABS Consultant Pvt. Ltdfor shares held in physical form, with relevant documents that may be required.

17. **REMOTE E-VOTING**: The remote E-voting period will be available during the following period:
    - Day, date and time of commencement of remote e-Voting: Sunday, September 27, 2026 at 09:00 A.M. (IST)
    - Day, date and time of end of remote e-Voting: Tuesday, September 29, 2026 at 5:00 P.M. (IST)
18. The Company has fixed Friday, September 23rd, 2026 as the “Cut-off date” for identifying the Members who shall be eligible for participation in the 45thAGM through VC/ OAVM facility and voting either through remote e-Voting or through e-Voting during the AGM. 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 shall be entitled to attend the AGM and to vote on the Resolutions as set-forth in the Notice. The voting rights of the Members, in respect of remote e-Voting or e-Voting during the AGM, shall be reckoned in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date. A person who is not a Member as on the cut-off date should treat Notice of this AGM for information purposes only.

19. The Board of Directors have appointed M/s. Suprabhat & Co, Practicing Company Secretaries, Mumbai, as the Scrutinizer for conducting the e-voting process in a fair and transparent manner and has communicated their willingness to be appointed. The Scrutinizer, after scrutinizing the votes cast during the AGM and through remote e-voting, will not later two working days of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company http://www.sujalagroup.com/website of the Stock Exchanges i.e. BSE Limited (BSE) at www.bseindia.com, and The Calcutta Stock Exchange Limited www.cse-india.com and on the website of Central Depository Services Limited (CDSL) at www.evotingindia.com.

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

The remote e-voting period begins on Sunday, September 27, 2026 at 09:00 A.M. and ends on Tuesday, September 29, 2026 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. September 23, 2026 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being September 23, 2026.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOININGVIRTUAL MEETINGSARE AS UNDER:

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

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

(i) The voting period begins on <Date and Time> and ends on <Date and Time>. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of <Record Date> 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) Userswho have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon &My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companieswhere 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 ofall 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 availableat cdsl website www.cdslindia.com and click on login &My Easi New (Token)Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link availableon 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 optionwhere the evoting is in progress and alsoable 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) 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.comor contact at toll free no. 1800 2109911
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.comor 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 10digit 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 for the relevant <Company Name> 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 mandatoryto 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; sujala_trading@yahoo.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

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

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 attoll free no. 1800 2109911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, AVP, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, MarathonFuturex, 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 2109911.

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 at least **5 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **5 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at sujala_trading@yahoo.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.

By order of the Board
For Sujala Trading & Holdings Ltd

Subhadeep Mukherjee
Managing Director

Place: Kolkata
Date: 05.09.2026

EXPLANATORY STATEMENT

The following explanatory statement pursuant to Section 102(1) of the Companies Act 2013, sets out all material facts relating to items of special business mentioned in the accompanying notice of the AGM.

ITEM NO. 3

The Board of Directors of the Company in its meeting held on 05th September, 2026 has, subject to the approval of members, re-appointed Mr. Subhadeep Mukhaerjee (DIN: 03060827) as Managing Director, for a period of three (3) year w.e.f. 27th March, 2026 till 26th March, 2029 at a remuneration recommended by the Nomination & Remuneration Committee of the Board and approved by the Board of Directors is, within the limit specified in Schedule V, Part Il, Section Il(A) of the Companies Act, 2013.

Mr. Subhadeep Mukhaerjee having more than a decade experience in finance, administration and Management.

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He has been managing affairs of the Company from the last Thirteen years with strong dedication and devotion for the overall growth of the Company to a very sound state.
Terms of remuneration of Mr. Subhadeep Mukhaerjee are as follows:
Period: 27th March, 2026 to 26th March, 2029
Nature of Duties: The Managing Director carry on the business of the company and carry on such duties as may be entrusted to him by the Board of Directors of the company from time to time and separately communicated to him and such powers as may be assigned to him, subject to superintendence, control &directions of the board in connection with and in the best interests of the business of the company.

a. **Remuneration:** Rs. 26,000/- p.m

None of the Directors, Key Managerial Personnel and their relatives are concerned or interested, financially or otherwise, in the resolution except Mr. Subhadeep Mukhaerjee, Managing Director.
The Board recommends the Special Resolution set out at Item No. 3 of the Notice for approval by the shareholders.

ITEM NO. 4
REGULARISATION/APPOINTMENT OF MR. VIPIN SHANTILAL CHAMPAWAT (DIN: 06369837) AS AN INDEPENDENT (NON-EXECUTIVE) DIRECTOR OF THE COMPANY.

Mr. Vipin Shantilal Champawat (DIN: 06369837) on the recommendation of the Nomination and Remuneration Committee was appointed as an Additional Director in capacity of Non-Executive Independent Director of the Company with effect from 05th September, 2026 by the Board of Directors in accordance with Sections 149(6),161 and Schedule IV of the Companies Act, 2013 and Regulation 16(1)(b), Regulation 17 (1C)and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
The Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director who has submitted the declaration that he meets the criteria for Independence as provided in Section 149(6) of the Act. Mr. Vipin Shantilal Champawat (DIN: 06369837) has consented to the proposed appointment and declared qualified. Mr. Vipin Shantilal Champawat (DIN: 06369837) criteria under the Act and rules & regulations made thereunder.

Based on the recommendation received from the Nomination and Remuneration Committee and in view of her knowledge, skills and invaluable expertise related to the industry of the company, it is proposed to appoint Mr. Vipin Shantilal Champawat (DIN: 06369837) as in terms of Non-Executive Independent Director of the Company Sections 149 read with section 152 of the Companies Act, 2013. Mr. Vipin Shantilal Champawat (DIN: 06369837) is not liable to retire by rotation. Mr. Vipin Shantilal Champawat (DIN: 06369837) will hold the office for a consecutive term of 5 years with effect from 05thSeptember, 2026 to 04thSeptember, 2031.

A copy of the letter of appointment proposed to be issued to Mr. Vipin Shantilal Champawat (DIN: 06369837) as an Independent Director, setting out the terms and conditions thereof, is available for inspection without any fee by the members at the Registered Office of the Company during normal business hours on all working days up to the date of the Meeting.

Details pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard-2 on General Meetings issued by The Institute of Company Secretaries of India are attached as **Annexure- A**.

Except Mr. Vipin Shantilal Champawat (DIN: 06369837) none of the Directors or Key Managerial Personnel of the Company or their relatives is in any way concerned or interested, financially or otherwise, in the said resolution.

The Board of Directors recommends passing the resolution as set out at Item No. 3 of this Notice as a Special Resolution.

ITEM NO. 5
REGULARISATION/APPOINTMENT OF MR. PANKAJ JAIN (DIN: 11114458) AS AN INDEPENDENT (NON-EXECUTIVE) DIRECTOR OF THE COMPANY.

Mr. Pankaj Jain (DIN: 11114458) on the recommendation of the Nomination and Remuneration Committee was appointed as an Additional Director in capacity of Non-Executive Independent Director of the Company with effect from 05th September, 2026 by the Board of Directors in accordance with Sections 149(6),161 and Schedule IV of the Companies Act, 2013 and Regulation 16(1)(b), Regulation 17 (1C) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director who has submitted the declaration that he meets the criteria for Independence as provided in Section 149(6) of the Act. Mr. Pankaj Jain (DIN: 11114458) has consented to the proposed appointment and declared qualified. Mr. Pankaj Jain (DIN: 11114458) criteria under the Act and rules & regulations made there under.

Based on the recommendation received from the Nomination and Remuneration Committee and in view of her knowledge, skills and invaluable expertise related to the industry of the company, it is proposed to appoint Mr. Pankaj Jain (DIN: 11114458) as in terms of Non-Executive Independent Director of the Company Sections 149 read with section 152 of the Companies Act, 2013. Mr. Pankaj Jain (DIN: 11114458) is not liable to retire by rotation. Mr. Pankaj Jain (DIN: 11114458) will hold the office for a consecutive term of 5 years with effect from 05thSeptember, 2026 to 04thSeptember, 203.

A copy of the letter of appointment proposed to be issued to Mr. Pankaj Jain (DIN: 11114458) as an Independent Director, setting out the terms and conditions thereof, is available for inspection without any fee by the members at the Registered Office of the Company during normal business hours on all working days up to the date of the Meeting.

Details pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard-2 on General Meetings issued by The Institute of Company Secretaries of India are attached as **Annexure- A**.

Except Mr. Pankaj Jain (DIN: 11114458) none of the Directors or Key Managerial Personnel of the Company or their relatives is in any way concerned or interested, financially or otherwise, in the said resolution.

The Board of Directors recommends passing the resolution as set out at Item No.4 of this Notice as a Special Resolution.

ITEM NO. 6

APPOINTMENT M/S SUPRABHAT & CO, COMPANY SECRETARIES, A PEER REVIEWED FIRM (MEMBERSHIP NO.: A41030 CP NO. 15878 AS A SECRETARIAL AUDITOR OF THE COMPANY FOR A PERIOD OF 5 (FIVE) YEARS AND FIXED REMUNERATION

SEBI vide its notification dated December 12, 2024, amended the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"). As per the amended regulations, listed companies are now required to obtain shareholders' approval, in addition to Board approval, for the appointment of Secretarial Auditors. The appointed Secretarial Auditor must be a peer-reviewed practicing Company Secretary and must not have any disqualifications as prescribed by the SEBI. Additionally, any association of the individual or firm as the Secretarial Auditor of the listed entity prior to March 31, 2025, shall not be considered for the purpose of calculating the tenure under the said Regulation.

Pursuant to the above requirement, the Board at its meeting held on 05th September, 2026, considering the experience and expertise and based on the recommendation of the Audit Committee, has proposed to the Members of the Company the appointment of M/s. Suprabhat & Co, Company Secretaries a peer reviewed firm, as Secretarial Auditor of the Company for a period of Five (5) consecutive financial years, i.e. from financial year 2026-27 to financial year 2030-31 in terms of Regulation 24A of the SEBI Listing Regulations and SEBI Circular No. SEBI/ HO/CFD/CFD–PoD–2/CIR/P/ 2024/185 dated December 31, 2024 ("SEBI Circular") read with provisions of Section 204 of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Brief Profile

ACS Suprabhat Chakraborty (Membership No. ACS 41030, CP No. 15878) is the proprietor of M/s. Suprabhat & Co and a Practicing Company Secretary with over 10 years of experience in the field.

In addition to filing various statutory returns under the Companies Act, he possesses extensive expertise in the incorporation of foreign companies, private company, producer company, Limited Liabilities Company and Section 8 Companies. He also has significant experience representing clients in petitions before the Regional Director (RD), the National Company Law Tribunal (NCLT) and the Ministry of Corporate Affairs (MCA) on a range of company law matters.

Mr. Chakraborty is well-versed in the legal frameworks related to Company Law, SEBI, and more. He has practical experience in share transfer and transmission MCA based filings of annual returns, particularly for large.

Details as per Regulation 36(5) of the SEBI Listing Regulations are as follows.

Proposed fees payable to the Secretarial Auditor along with terms of appointment	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, 2026 and for subsequent year(s) of their term, such fee as determined by the Board, on recommendation of Audit Committee.
Basis of recommendation for appointment including the details in relation to and credentials of the Secretarial Auditor	Considering their qualifications and extensive experience, the Board of directors on recommendation of the Audit Committee recommends the appointment of M/s. Suprabhat & Co, Practicing Company Secretaries as the Secretarial Auditors of the Company for a period of Five (5) consecutive financial years, i.e. from financial year 2026-27 to financial year 2030-31

The appointment is subject to shareholders' approval at the Annual General Meeting. Accordingly, the approval of the Members is being sought for this proposed appointment.

None of the Directors, Key Managerial Personnel, or their respective relatives have any financial or other interest in the proposed resolution.

The Board seeks for the approval of the members for passing of the resolution as set out at item no. 04 of this Notice as an Ordinary Resolution.

By order of the Board
For Sujala Trading & Holdings Ltd

Subhadeep Mukherjee
Managing Director

Place: Kolkata
Date: 05.09.2026

Details pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard-2 on General Meetings issued by The Institute of Company Secretaries of India.

Annexure - A

Sr. no	**Particulars**				
1	DIN	03060827	06369837	11114458	07096098
2.	Name of Director	Subhadeep Mukherjee	Vipin Shantilal Champawat	Pankaj Jain	Priyankar Basu Mallick
2	Date of Birth	24.04.1985	07.04.19746	13.06.1987	16.10.1987
3	Age	41	52	38	38
4	Date of first appointment on the Board	27.03.2014	05.09.2026	05.09.2026	20.06.2022
5	Qualification	B.Com	B.Com, CA (Inter)	Chartered Accountant	Advocate
6	Experience and Expertise	Finance & Management	20 years of experience in the fields of accounts, finance and taxation	Ten (10) years' experience in finance, restructuring, and project advisory Industry Exposure: Infrastructure, Financial Services, Metals & Mining, Financial Restructuring & Strategy, NPA Resolution under IBC Framework, Debt Syndication & Structured Finance, Project Appraisal & Execution Oversight, Investor Relations & Strategic Capital Raising, Financial Modeling & Risk Assessment, Corporate Governance & Regulatory Compliance	Have an experience related to legal and compliance matters.
7	Shareholding in Company	NIL	NIL	NIL	NIL

8	List of Directorship of other Boards	MOTOREX FINANCE PVT LTD By Order of	PFL INFORTECH LTD	1. Cuisinesmart Ai Private Limited 2. 52 Weeks Entertainment Ltd 3. PFL Infotech Ltd 4. XL Energy Ltd	1. Business Solutions Private Limited
9	The Listed entity from which Director has resigned in last three years	NA	NA	NA	NA
12	Terms and Conditions of re-appointment	3 years w.e.f **27.03.2026 to 26.03.2029**	5 years w.e.f. **02.09.2025 to 01.09.2030**	5 years w.e.f. **02.09.2025 to 01.09.2030**	NA

By order of the Board
For Sujala Trading & Holdings Ltd

Subhadeep Mukherjee
Managing Director

Place: Kolkata
Date: 05.09.2026

SUJALA TRADING & HOLDINGS LTD.

Regd. Off. 1A,GRANT LANE, 2ND FLOOR.ROOM NO-202, KOLKATA-700 012 (West Bengal)
Phone: +91 8697390063, E-mail: sujala_trading@yahoo.com/enquiry @sujalagroup.com,
CIN-L51109WB1981PLC034381 Website-www.sujalagroup.com

DIRECTORS' REPORT TO THE MEMBERS

Your Directors have pleasure in presenting their 44thAudited Annual Report together with the Audited Accounts of the Company for the Year ended March 31, 2026.

1. **FINANCIAL RESULTS:**

₹ in Lac

Particulars	Financial Results	
	March 31, 2026	**March 31, 2025**
Total Income	81.07	148.52
Total Expenses	83.18	162.00
Profit before Depreciation, Finance Cost & Taxation	(2.11)	(13.48)
Less: Depreciation	0.12	0.20
Profit before Tax	(2.23)	(13.68)
Less: Current Tax	-	-
Less: Deferred Tax	0.01	0.01
Profit / Loss for the year	(2.22)	(13.67)
Other Comprehensive Income	-	-
Total Comprehensive Income	(2.22)	(13.67)
Add: Balance of Retained Earnings brought forward from previous year	(3.83)	9.84
Less: Transfer to Reserve	-	-
Less: Transfer from Retained Earning to Contingency Provision for Standard Assets	-	-
Less: Dividend pay-out including Tax on Dividend	-	-
Balance of Retained Earnings carried to Balance sheet	**(6.05)**	**(3.83)**

Note: The above figures are extracted from the Financial Statements as per the Indian Accounting Standards (Ind AS).

TRANSFER TO RESERVE:
The Company did not propose to transfer any amount to the Reserve.

OPERATIONAL REVIEW:
Your Company has decreased in the Revenue from Operation (Gross)that stood at ₹81.07Lac (approx.) for the financial year 2025-2026 as compared to ₹148.52Lac (approx.)for the financial year 2024-2025.
On account of such, your Company was able to generate lower Profit (net of Tax) of -₹2.22 Lac (approx.) for this financial year, indicating a decreased of the Profit margin as compared to previous financial year.
There have been no material changes and commitments, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of this report and there has been no change in the nature of business.

MANAGEMENT DISCUSSION & ANALYSIS REPORTS:

The Management Discussion and Analysis Report forms an integral part of this Report and gives details of the overall Industry Trends and Developments, Opportunities and Threats, Risk and Concern, Company's Outlook and Company's Internal Control and System during the Financial Year 2025-2026 is annexed as "**Annexure-1"** forming part of this Report.

FUTURE PROSPECT:
The Company is engaged in the business of providing Non-Banking Financial Services for which a continuous demand in the domestic market exists. Considering the present market scenario and overall economy of the domestic market, your Company is expecting a substantial higher demand in the domestic market during the next couple of years that will eventually pave the scope of business for your Company in the existing market and provide the opportunity in terms of an expanded and higher standard for the business operation of the Company in the near future.

DIVIDEND
Your Directors intend to plough back available resources for the financial requirements and express their inability to recommend any dividend for the financial year due to fall in profit.

DEPOSIT
The Company has not accepted any deposits during the year under review and it continues to be a Non deposit taking Non-Banking Financial Company in conformity the guidelines of the Reserve Bank of India and Companies (Acceptance of Deposits) Rules, 1975.

SHARE CAPITAL:
The Issued, Subscribed and Paid-up Equity Share Capital of the Company as on March 31, 2026 stood at ₹.572.175 Lakhs comprising of 57,21,750 Equity Shares of ₹ 10/- each. During the financial year under review, there was no alteration to the Issued and Paid-Up Equity Share Capital neither in form of addition, reduction nor by any other means. Hence, the Paid-up Equity Share Capital remained same compared to March 31, 2026.

FINANCE:
Your company continues to focus on judicious management of its working capital, receivables, inventories and other working capital parameters were kept under strict check through continuous monitoring.

Apart from that, during the financial year under review, your Company has not issued any security and/or debt instrument in any manner to raise any fund.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS:
During the year under review, there were no significant or material order passed by the any Regulators or Courts or Tribunals impacting the going concern status and the Company's operations in future.

INTERNAL FINANCIAL CONTROL:
Your Company has a proper and adequate system of Internal Financial Control in order to be commensurate with the size, scale and nature of the operations of the Company. The system is designed to adequately ensure that financial and other records are reliable for preparing financial information and other data and for maintaining accountability of assets.
The Internal Auditor of the Company monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with accounting procedures and policies of the Company. The main thrust of internal audit is to test and review controls, appraisal of risks and business processes, besides benchmarking controls with best practices in the industry. The Report is presented before the Audit Committee for review at regular intervals.
To ensure adequacy of internal financial controls, the procedures adopted by the Company are based on the following parameters:
(a) Familiarity with Policies and Procedures – the related policies and procedures and the changes thereto, if any, are communicated to the employees at the time of joining and it is ensured that such person understands the policies or procedures correctly.
(b) Accountability of Transactions – There is a proper delegation of authorities and responsibilities so as to ensure accountability of any transaction.

(c) Accuracy & Completeness of Financial Statements/ Reports – For accuracy and completeness of information, reconciliation procedure and multiple checking at different level have been adopted. To avoid human error, computer softwares are extensively used.
(d) Retention and Filing of Base Documents – All the source documents are properly filed and stored in a safe manner. Further, important documents, depending upon their significance are also digitized.
(e) Segregation of Duties – It is ensured that no person handles all the aspect of a transaction. To avoid any conflict of interest and to ensure propriety, the duties have been distributed at different levels.
(f) Timeliness – It is also ensured that all the transactions are recorded and reported in a timely manner.
The procedures are also reviewed by the Statutory Auditors and the Directors of the Company as and when required. There has also been proper reporting mechanism implemented in the organization for reporting any deviation from the procedures.

DETAILS OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES:

The Company has no any subsidiary, associates or joint ventures as on 31st March, 2026.

REPORT ON THE CORPORATE GOVERNANCE:
The Company is committed in maintaining the highest standards of Corporate Governance and adheres to the stipulations prescribed set out under SEBI (Listing Obligations and Disclosures Requirements) Regulation, 2015.

The Company has obtained a Certificate from M/s. G C Bafna & Co., Chartered Accountants, the Statutory Auditor of the Company, regarding compliance of Corporate Governance under Regulation 27 of (Listing Obligations & Disclosure Requirements) Regulations, 2015.

A Report on Corporate Governance in compliance with the Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year under review together with the Auditors' Certificate thereon is annexed as "**Annexure-2"** forming part of this Report.

MEETINGS OF THE BOARD OF DIRECTORS:
The Notices and Agenda of the Meetings of Board of Directors held during the financial year under review, were prepared and circulated to all the Directors. The details of which are given in the Corporate Governance Report in "**Annexure-2".** The intervening gap between the Meetings was within the limit as prescribed under the Companies Act, 2013.

MEETING OF INDEPENDENT DIRECTORS:
The Independent Directors of your Company met once during the year without the presence of any Executive Directors and Management Executives.

The Independent Directors met on that Meeting to take note of the following activities:

- the performance of non-Independent Directors and the Board as a whole;
- the performance of the Chairperson of the Company, taking into account the views of Executive Directors and Non- Executive Directors;
- the parameters for evaluation of Independent Directors; and
- the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

DIRECTORS & KEY MANAGERIAL PERSONNEL:
The Board comprises of 3 (three) Directors as on 31st March, 2026 namely:

- Mr. Subhadeep Mukherjee designated as the Managing Director (Executive Director)
- Mr. Manish Agarwal(Non-Executive Independent Director)
- Mr. PriyankarBasu Mallick (Non-Executive Director)

In accordance with the provisions of section 152 of the Companies Act, 2013, Mr. Subhodeep Mukherjee will be reappointed by rotation at the forthcoming 45th Annual General Meeting to be held on 30thSeptember, 2026 and being eligible will offer himself for reappointment.

Your Company has one Key Managerial Personnel (KMP) as defined under section 203 of the companies Act, 2013, along with Mr. SubhadeepMukherjee, designated as the Managing Director mentioned above, namely Mr. Ashok Kumar Agrawal, the Chief Financial Officer as on 31st March, 2026.

DIRECTOR'S RESPONSIBILITY STATEMENT:

In terms of Section 134 (5) of the Companies Act, 2013, the Directors would like to state that:

A. In the preparation of the annual accounts, the applicable accounting standards have been followed.
B. The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were 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 the year under review.
C. The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
D. The Directors have prepared the annual accounts on a going concern basis.
E. 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.
F. The Directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

INDEPENDENT DIRECTOR:

DECLARATION BY INDEPENDENT DIRECTORS:

Your Company has one Independent Directors as on 31st March, 2026 namely Mr. Manish Agarwal who have duly submitted the declaration of independence, as required pursuant to section 149(7) of the Companies Act, 2013 stating that they meet the criteria of independence as provided in sub-section (6) of the Companies Act, 2013 and Rules made thereunder.

DETAILS OF BOARD COMMITTEE:

Following are the three committees constituted by the Board:
1. Audit Committee.
2. Stakeholders' Relationship Committee and.
3. Nomination & Remuneration Committee.

The details of composition, terms of reference and meetings held and attended by the Committee members of Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee are provided in the Corporate Governance Report annexed as **"Annexure-2".**

VIGIL MECHANISM:

The Company has established a Vigil Mechanism in compliance with the requirement of provisions of Section 177(9) of the Companies Act, 2013 and Regulation 22 of the Regulation, for the Directors and employees to report genuine concerns and grievances. This mechanism provides adequate safeguards against victimisation of employees and directors and also provide for direct access to the Chairperson of the Audit Committee in appropriate or exceptional cases. The said Policy is available at the Company's website and can be accessed through a web-link i.e.

http://www.sujalagroup.com/attachmnt/disclosure/Vigil%20Mechanism.pdf

FORMAL ANNUAL EVALUATION AND ITS CRITERIA:

The Nomination and Remuneration Committee of the Board has formulated and laid down criteria for annual evaluation of Directors pursuant to provisions of Section 178 of the Companies Act, 2013 and Listing Regulations and as per requirements of Section 134 of the Act, the manner of evaluation is disclosed below –

A. The Board shall evaluate the roles, functions, duties of the Independent Directors (IDs) of the Company. Each ID shall be evaluated by all other Directors except by the Director being evaluated. The Board shall also review the manner in which IDs follow guidelines of professional conduct as specified in Schedule IV to the Act. The adherence of Section 149 and aforesaid Schedule IV by the IDs shall also be reviewed by the Board.

B. Performance review of all the Non-Independent Directors of the Company on the basis of the activities undertaken by them, expectations of Board and level of participation.

C. Performance review of Chairman of the Company in terms of the level of competence of Chairman in steering the Company.

D. The review and assessment of the flow of information by the Company to the Board and the manner in which deliberations take place, the manner of placing Agenda and contents therein.
E. The review of the performance of Directors individually, its own performance as well as evaluation of working of its Committees shall be carried out by the Board.
F. On the basis of performance evaluation, it shall be determined by the Nomination & Remuneration Committee and Board whether to extend or continue the term of appointment of ID subject to all other applicable compliances. Further, in terms of the requirements of the Act and the Listing Regulations, the Board had carried out an annual evaluation of its own performance, the performance of Directors individually as well as evaluation of the performance and working of its Committees at its meeting based on the criteria formulated by the Nomination & Remuneration Committee.
Meeting of Independent Directors: The Independent Directors of the Company held a separate meeting without the attendance of Non-Independent Directors and members of the management for evaluation of the performance of Non-Independent Directors, the Board as a whole and Chairman of the Company and for consideration of such other matters as required under the provisions of the Act.

CORPORATE SOCIAL RESPONSIBILITY:
The provisions of Section 135(1) of the Companies Act, 2013 are not applicable to the Company and therefore the company has no corporate social responsibility committee of the Board.
MANAGERIAL REMUNERATION:
The statement pertaining to particulars of employees including their remuneration as required to be reported under the provisions of Section 197(12) of the Act, read with Rules 5(2) and 5(3) of the Companies (Appointment andRemuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) (the Rules) are provided in **"Annexure-3"** to this Report.

However, as per the provisions of Section 136 of the Act, the Reports and Accounts for the Financial Year 2025-2026 are being sent to the Members and other entitled thereto, excluding this statement. This statement is available for inspection by the Members at the Registered Office of the Company during business hours on working days of the Company.

If any Member is interested in obtaining a copy thereof, such Member may write to the Company Secretary in this regard.
The disclosures pertaining to the remuneration of Directors, KMPs and employees as required under Section 197(12) of the Act, read with Rule 5(1) of the Rules are provided in **"Annexure-3"** to this Report.
AUDITOR:

STATUTORY AUDITOR:
As per the provisions of Section 139, 141 of the Companies Act, 2013 and rules made thereunder (hereinafter referred to as "The Act"), the Company at its 42nd Annual General Meeting ('AGM") held on 21.08.2023 approved the appointment of M/s. G C Bafna & Co, Chartered Accountants (Firm Registration No. 319104E) as Statutory Auditor for a period of 5 years commencing from the conclusion of 42ndAnnual General Meeting ('AGM") till the conclusion of 47th Annual General Meeting ('AGM").

During the year under review, the Auditor has not reported any matter under Section 143(12) of the Act, therefore, no detail is required to be disclosed under Section 134(3)(ca) of the Act.

The observation made in the Auditors' Report read together with relevant notes thereon are self-explanatory and hence, do not call for any further comments under Section 134 of the Companies Act, 2013.

SECRETARIAL AUDITOR:
Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors had appointed Mr. Suprabhat Chakraborty from M/s Suprabhat & Co. Practicing Company Secretary (Membership No. A41030 and COP. 15878) as Secretarial Auditor of the Company for the financial 2026-2027 to 2030-2031 subject to Members approval in ensuing Annual General Meeting (AGM).

Secretarial Audit Report for the year 2025-2026 as issued in the prescribed form MR-3 is annexed herewith as "**Annexure-4**".
The said Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

INTERNAL AUDITOR:

In terms of the provisions of Section 138 of the Companies Act, 2013, M/s. Santinath& Associates (FRN: 322317E), an Independent Firm of Chartered Accountants, were appointed as the Internal Auditor of the Company for the Financial Year 2025-2026 The Audit Committee in consultation with the Internal Auditor formulated the scope, functioning, periodicity and methodology for conducting the Internal Audit. The Audit Committee, inter-alia, reviews Internal Audit Report.

The Board has re-appointed M/s. Santinath& Associates, as Internal Auditor for the Financial Year 2026-2027 under the provisions of Section 138 of the Companies Act, 2013.

PUBLIC DEPOSITS:

During the Financial Year 2025-2026, your Company has not accepted any deposit within the meaning of Sections 73 and 76 of the Act, read together with the Companies (Acceptance of Deposits) Rules, 2014.

PARTICULARS OF LOANS, INVESTMENTS GUARANTEES & SECURITIES:

Your Company is Non-Banking Financial company registered with RBI in this behalf engaged in the business of financing of Companies.

The company, during the financial year under review, has not given any loans / given guarantees / provided Securities or made Investments which attracts the requirements of section 186 of the Companies Act, 2013.

DEPOSITORY SYSTEM:

Your Company's Equity Shares are available for dematerialization through National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). As on March 31, 2026, 99.55 % of Equity Shares of your Company were held in dematerialized form.

EXTRACT OF ANNUAL RETURN

In accordance with the requirements of Section 92 (3) read with Section 134(3)(a) of the Companies Act, 2013 the Annual Return as on 31st March, 2026 is available on the Company's website http://www.sujalagroup.com/

DISCLOSURE UNDER SEXUAL HARRASMENTOF WOMAN AT WORKPLACE (PREVETION, PROHIBITION AND REDRESSAL) ACT, 2013:

No case was reported during the year under review.

CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES:

Your Company has not entered into such transactions as defined under section 188of the Companies Act, 2013 with any of the Related Parties during the financial year under review. Eventually There are no materially significant related party transactions entered into by the Company during that period.

RISK MANAGEMENT POLICY:

As of now, your company has not identified any element of risk which may threaten the existence of the company. Therefore, having regard to the requirement of section 134(3)(n) of the Companies Act, 2013 and & non-applicability of Regulation 21 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, your Company has neither formulated any risk management policy nor has constituted a Risk Management Committee.

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

The information pertaining to conservation of energy, technology absorption, Foreign exchange Earnings and outgo as required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 are not applicable to the company.

The company has not carried out any R&D activities also.

1. Conservation of Energy: Nil
2. Technology Absorption & Adoption: Nil
3. Foreign Exchange Earning & Outflow: Nil

ACKNOWLEDGEMENTS:
Your Company and its Directors wish to extend their sincerest thanks to the Members of the Company, Bankers, State Government, Local Bodies, Customers, Suppliers, Executives, Staff and workers at all levels for their continuous cooperation andassistance. YourDirectors also acknowledges gratefully to the shareholders for their support and confidence reposed on your Company.

For and on behalf of the Board of Directors

Chairman
Mr. Subhadeep Mukherjee

Place:Kolkata
Date: 5th day of September, 2026

Annexure-1

MANAGEMENT DISCUSSIONS AND ANALYSIS REPORT

Industry Structure and Developments:
The Company is primarily engaged in the business of investing in shares and securities and lending. The financial market during the year witnesses a modest global recovery with strong growth in the developing countries. The growth stimulus and measures undertaken by the Indian Government at the Centre has led to the growth in our economy. With significant growth in the manufacturing sector, the trend is on upward side. With the revival in the Indian economy, the financial markets seems to poised up in the near future.

Opportunities and Threats:
The Company's business being in the small sized NBFC Sector, the business opportunities are very limited and the threats are also moderate.

Segment–wise performance:
During the financial year under review, your Company is engaged in the business of investing in shares & securities and lending only as compared to previous financial year.
The quantum of Revenue of the Company during this financial year only comprised of sale of Shares and interest received on Loans so advanced.

Outlook:
Your Company is able to sustain the growth to its business operation. In the present scenario, the Management considers it prudent to concentrate on its current business and shuffle its Investment Portfolio as and when necessary to derive maximum benefit and look for new opportunities in financial sector.

Risk and Concerns:
In view of the inherent risk involved in the Investment business, it is the Management's intention to minimize the risk factor by constantly reviewing market trend and economic conditions.

Internal Control Systems and Their Adequacy:
The Company maintains an efficient internal control system and the management is constantly reviewing for achieving improved operational efficiency.

Highlights of financial performance with respect to operational performance:
During the Financial year under review, your company achieved total income of₹81.07Lac (approx.) for the financial year 2025-2026 as compared to ₹148.52 Lac (approx.) for the financial year 2024-2025
Net profit (after tax) for the year is -₹2.22Lacs as compared to net profit of ₹-13.67Lacs in the previous year. Your directors are optimistic and committed to improve the financial performance of the Company in the coming years.

Human Resources and Industrial Relations:
The Company believes that to achieve sustainable growth and continual success, a dedicated and devoted workforce is indispensable. The Management is fully committed to enhance the capabilities of employees as a whole.

Cautionary Statement:
Statements in the Management Discussion and Analysis Report describing the Company's predictions and assumptions may be 'forward-looking' within the meaning of applicable laws and regulations. The actual performance may differ from that

Expressed or implied. The Company assumes no responsibility to publicly amend or revise any forward-looking statements based on some subsequent information or events.

ANNEXURE-2

REPORT ONCORPORATE GOVERNANCE

FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2025

[As required under Regulation 34(3) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Company's philosophy on Corporate Governance in brief:

Your Company has always been practicing the Corporate Governance of highest standards and follows a culture that is built on the core values and professionalism which over the past 44 years of Company's existence become a part of its culture. The Company has committed to carry out its operations in a transparent and ethical manner.

The Company is fully in compliance with the requirements specified in Regulation 17 to 27 and other applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (referred to as the "Listing Regulations") along with the Compliance of Companies Act, 2013.

Board of Directors:

i) The Board of Directors consists of eminent persons with optimum balance of Executive Directors, Non-Executive Directors and Independent Directors, having professional expertise from different fields such as business strategy and management, finance, governance and thus meets the requirements of the Board diversity. The Board consists of sufficient number of Independent Directors as stipulated under Companies Act, 2013 and SEBI (LODR) Regulations, 2015 (Listing Regulations). The Board further confirms that in its opinion, the independent directors fulfil the conditions specified in SEBI Listing Regulations and are independent from management.

ii) While appointing new Directors on the Board, the Nomination and Remuneration Committee of the Board considers the qualifications, positive attributes and independence as per the criteria laid down in that behalf and makes its recommendation to the Board for its consideration.

iii) The Board, inter-alia, provides leadership, strategic guidance, objective and independent view / judgment to the Company's management. The Board meets at regular intervals for planning, assessing and evaluating all important business.

iv) The Board members are updated from time to time, on the Company's procedures and policies as per the familiarization program devised in that behalf by the Company, copy of the same is available on company's website at sujalagroup.com.

v) None of the Board of Directors of the Company is a member on more than 10 committees or Chairman of more than 5 committees as specified under SEBI Listing Regulations, across all the listed / public limited Companies in which he is a Director. The Board confirms that the Independent Directors fulfil the conditions specified in these regulations and that they are Independent of the management.

Composition and Category of Directors and number of outside Directorship and Committee Positions held as on 31 March 2026:
The Board of Directors of the Company consists of 3 (three) members which comprise of:

- One Executive Director designated as Managing Director i.e. Mr. Subhadeep Mukherjee
- One Non-Executive Independent Directors i.e.Manish Agarwal
- One Non-Executive Director i.e. Mr. PriyankarBasu Mallick.
- The Chairman of the Company is an Executive Director i.e. Mr. Subhadeep Mukherjee.

The composition of the Board as on 31 March 2026 was pursuant to the provisions of section 149 of the Companies Act, 2013 (the Act) and the Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Name of the Director	Category	Outside Directorship(s) held			Outside Committee Position(s) held	
		Public Companies	Private Companies	Foreign Companies	As Member	As Chairman
Mr. Subhadeep Mukherjee	Chairman, Non- Promoter, Executive Director	-	-	-	-	-
Mr. Manish Agarwal	Independent, Non-Executive Director	-	-	-	-	-
Mr. PriyankarBasu Mallick	Non- Independent, Non-Executive Director	-	-	-	-	-

Attendance of Directors at the Board Meetings convened during the Financial Year 2025- 2026 and at the last Annual General Meeting:

During the financial year 2025-2026, 9(nine) Board Meetings were held and the gap between any two consecutive meetings held during the year did not exceed the maximum permissible limit under Companies Act, 2013.The attendance details of each Director at the Board Meetings and at the last Annual General Meeting (AGM) is given below:

SL No	Name of Director	No. of Board Meetings held during the year	No of Board Meetings Attended	Last AGM attended
1.	Mr Subhadeep Mukherjee	9	9	Yes
2.	Mr. Manish Agarwal	9	9	Yes
3.	Mrs Tapashi Naha Roy	4	4	Yes
4.	Mr PriyankarBasu Mallick	9	9	Yes

Details of Meeting-wise attendance of Board Members:

Date of the Board Meeting	Board Strength as on the date of the Meeting	No. of Directors Present at the Meeting
09.05.2025	4	4
30.05.2025	4	4
11.08.2025	4	4
26.08.2024	4	4
21.10.2025	3	3
13.11.2025	3	3
13.01.2026	3	3
16.01.2026	3	3
13.02.2026	3	3

Number of shares and convertible instruments held by Non- Executive Directors:

Your Company only has issued and subscribed Equity Shares, apart from that there is no other convertible instrument issued by the Company as on March 31, 2026.

The Non-Executive Directors of the Company do not hold any shares or convertible instruments as on March 31, 2026.

Details of familiarization programs imparted to the independent Directors:
The details about the familiarization programs imparted to the Independent Directors are hosted at the website of the Company followed by the web link: https://www.sujalagroup.com/attachmnt/disclosure/Familiarisation%20Programme%20of%20ID.pdf

Information placed before the Board:

The notice and detailed agenda along with the relevant notes and other material information are sent in advance separately to each Director and in exceptional cases tabled at the Meeting with the approval of the Board. This ensures timely and informed decisions by the Board. During the financial year 2025-2026, information as mentioned in Schedule II Part A of the Listing Regulations, has been placed before the Board for its consideration, to the extent it is applicable and relevant. The Board periodically reviews the compliance reports of all laws applicable to the Company, prepared by the Company.

Committees:
i) Qualified and Independent Audit Committee:

The Company has a well-established Qualified and Independent Audit Committee comprises of One Independent Non-Executive Directors and one Managing Director namely Mr. Manish Agarwal, being the Independent Directors and Mr. Subhadeep Mukherjee is the Managing Director of the Committee. Mr. Manish Agarwal is the Chairman of the Committee. The terms of reference of the Audit Committee are in line with the requirement of Regulation 18 of (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Section 177 of the Companies Act, 2013.

The Company Secretary acts as the Secretary to the Audit committee.

The terms of reference of the Audit Committee includes:
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;
5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
6. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
7. Evaluation of internal financial controls and risk management systems;
8. Reviewing with the management, performance of Statutory and Internal Auditors, adequacy of the internal control systems;
9. 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;
10. Discussion with internal auditors of any significant findings and follow up there on;
11. 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;
12. Reviewing the functioning of Vigil Mechanism and compliance with statutory requirements etc.
13. Review the following information:
    a) Management Discussion and Analysis of financial condition and results of operations;
    b) Statement of significant Related Party Transactions (as defined by the Audit Committee), submitted by the management;
    c) Management letters / letters of internal control weaknesses issued by the Statutory Auditors;
    d) Internal Audit Reports relating to internal control weaknesses;
    e) The appointment, removal and terms of remuneration of the Chief Internal Auditor shall be subject to review by the Audit Committee.
    f) The statement of deviations:
        i. quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of the Listing Regulations.
        ii. annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/ notice in terms of Regulation 32(7) of the Listing Regulations.

The roles of the Audit Committee and the information to be reviewed by the Audit Committee are in conformity with the Part C of the Schedule II of the Regulations.

The Committee has met 9 times during the year .Details of Committee Meetings held during the year 2025-2026 are as under:

Name of the Committee Member	Number of Meeting held	Number of Meeting attended
Mr. Manish Agarwal	9	9
Mr. Subhadeep Mukherjee	9	4

ii**) Nomination & Remuneration Committee:**
In Compliance of Section 178 of Companies Act, 2013, and Regulation 19 of (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Board has constituted the Nomination and Remuneration Committee which comprises of Mr. Manish Agarwal, Independent Director, and Mr. PriyankarBasu Mallick, Non-Executive Director as Members. of Mr. Manish Agarwal, holds the position of Chairman of the Committee. The roles of the Nomination and Remuneration Committee are in conformity with the Schedule II of the Regulations.
The constitution and composition of the Committee thus satisfy the requirements of Section 178 of the Act, read with Listing Regulations. The Chairman of the Nomination and Remuneration Committee has attended last Annual General Meeting of the Company held on 25th September, 2025.
The terms of reference of the Nomination and Remuneration Committee are as follows:

The Nomination and Remuneration Committee recommends to the Board the compensation terms of the executive directors framing and implementing on behalf of the Board and on behalf of the shareholders, a credible and transparent policy on remuneration of executive directors including ESOP, Pension Rights and any compensation payment considering approving and recommending to the Board the changes in designation and increase in salary of the executive director ensuring the remuneration policy is good enough to attract, retain and motivate directors bringing about objectivity in deeming the remuneration package while striking a balance between the interest of the Company and the shareholders.

The Committee has met once during the year i.e. on 13-11-2025. Details of Committee Meetings held during the year 2025-2026are as under:

Name of the Committee Members	No of meetings held	No. of meeting attended
Mr. Manish Agarwal	1	1
Mr. PriyankarBasu Mallick	1	1

iii) Stakeholders Relationship Committee:
The Company has well established Stakeholders Relationship committee as required under Regulation 20 of (Listing Obligations & Disclosure Requirements) Regulations, 2015, which exclusively aims at bringing Company closer to its shareholders and to better know their expectations, their needs, and opinions and redress their grievances, thus enrichingthe group's communication with its individual shareholders. The Stakeholders Relationship committee comprises of Mr. Manish Agarwal, an Independent Director as Chairman, Mr. PriyankarBasu Mallick, a Non-Executive Director and Mr. Subhadeep Mukherjee, the Executive Managing Director. The roles of the Stakeholders Relationship committee are in conformity with the Schedule II of the Regulations.
During the year under review, the Company has not received any complaints from any shareholder. There are no pending transfers/complaints as on 31st March, 2026. The Committee has a routine meeting of 1 time during the year i.e. on 13-11-2025. Details of Committee Meeting held during the year 2025-2026 are as under:

Name of the Committee Members	No of meetings held	No. of meeting attended
Mr.Manish Agarwal	1	1
Mr. PriyankarBasu Mallick	1	1
Mr. Subhadeep Mukherjee	1	1

Name and Address of the Compliance officer:
Mrs Aakansha Vaid appointed as Company Secretary on 30.05.2025 and resigned from the Company on 13.01.2026
Mr. Subhodeep Mukherjee (DIN:03060827) Managing Director appointed as Compliance Officer on 13.01.2026

Number of shareholders' complaints received so far: NIL
Number not solved to the satisfaction of shareholders: N.A.
Number of pending complaints: N.A.

Remuneration of Directors:

The Non-Executive Directors do not have any pecuniary relationship or transaction with the Company including any sitting fees and/or Commission during the financial year under review.
The Company has one Executive Director at a fixed remuneration of ₹3.12 Lac. There are no perquisites / profit in lieu of Salary / Stock option / Commission was given to him.

General Body Meetings
The last three Annual General Meetings of the Company were held as under:

Year	Location	Date	Time
2022-2023	1A, Grant Lane, 2nd Floor, Room No: 202, Kolkata- 700 012	21-08-2023	11.30 A.M.
2023-2024	1A, Grant Lane, 2nd Floor, Room No: 202, Kolkata- 700 012	30-09-2024	11.30 A.M.
2024-2025	1A, Grant Lane, 2nd Floor, Room No: 202, Kolkata- 700 012	25-09-2025	11.30 A.M.

Special Resolution:
There was no special resolution required to be passed at any of the above Annual General Meetings.

Postal Ballot
There was no special resolution required to be passed through postal ballot last year. Hence, nothing to report thereon.

Means of Communication
The Company communicates with the Shareholders at large regarding all its vital information through its Annual Report, publication of Audited / Un-audited Financial Results in the newspapers and by posting the same on the website of the Company. The Company's Notices, Financial Results etc. are generally published in The Echo of India (English edition) and ArthikLipi (Bengali edition- the Vernacular language).
Websites: The Company website is http://www.sujalagroup.com Quarterly and Annual Results as well as Quarter end Shareholding Pattern, Corporate Governances and other necessary statutory disclosures are posted on the websites.

General Shareholders Information

Annual General Meeting: **Date** **Time** **Venue**	 30thSeptember, 2026 1.00 P.M. *Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM")*
Financial Year	1 April, 2025 to 31 March 2026
Book Closure date	24 September 2026 to 30 September 2026 (both days inclusive)
Listing at Stock Exchange(s)	**Bombay stock Exchange Limited (BSE)** P. J. Tower,Dalal Street, Fort Mumbai-400 001, Script Code: 539117 **The Calcutta Stock Exchange Limited (CSE)** 7 Lyons Range, Kolkata – 700001 Script Code: 29412
D-mat ISIN No	INE029H01016
Listing Fee to Stock Exchanges	Annual Listing Fees for the financial year has been paid to the Stock Exchanges within the due dates.

Address for Correspondence.	Mr. Subhadeep Mukherjee Managing Director Sujala Trading and Holdings Limited 1A, Grant Lane, 2nd Floor, Room No: 202Kolkata- 700 012 E-mail: Sujala_trading@yahoo.com/ enquiry@sujalagroup.com
Commodity Price Risk or Foreign Exchange Risk and Hedging Activities	Not applicable to the Company, during the financial year under review, based on the business activity of the Company.

Market Price Data During the Financial Year Under Review:
Monthly High & Low closing quotation of shares traded at Bombay Stock Exchange Limited are as follows along with the comparison with BSE Sensex:

₹

Month	**BSE Limited**	
	High	**Low**
April, 2025	84.50	66.20
May, 2025	74.50	52.35
June, 2025	73.00	55.85
July, 2025	66.45	5399
August, 2025	67.00	53.90
September, 2025	57.99	46.50
October, 2025	88.00	49.51
November, 2025	81.00	68.00
December, 2025	79.20	67.00
January, 2026	71.99	58.99
February, 2026	67.00	51.15
March, 2026	56.29	31.17

- The Company's shares are not frequently traded in the Calcutta Stock Exchange Ltd.

Registrar to an issue and Share Transfer Agents:
ABS Consultant Pvt Ltd
Address: 4, B.B.D.Bag (East), Kolkata-700 001, Phone No. 22301043.
Fax no. 22430153, email: absconsultant99@gmail.com

Share Transfer System:
The Company's Shares are in compulsory Dematerialized trading mode in the stock Exchange. Shares in physical mode, if lodged, for transfer are processed and get returned to the shareholders within the stipulated time.

a) Distribution of Shareholding as on 31st March, 2026:

Sl.No	**Category**	**Total No of Equity Shares**	**Total Shareholding % of Total Capital**
1.	Promoters/Promoters Group	8,91,000	15.57%
2.	Mutual Funds and UTI	-	-
3.	Banks/ Financial Institutions	-	-
4.	Insurance Companies	-	-
5.	Body Corporate	24,32,383	42.51%
6.	Indian Public	23,97,937	41.91%
7.	NRIs / OCBs	430	0.01%
	Total	**57,21,750**	**100.00%**

b) Distribution Schedule as on 31st March, 2026:

Share Holding	Shareholder Number	% of Total Holders	No. of Shares	% of Total Holdings
1 to 500	3791	99.03	26,96,389	47.13
501 to 1000	-	-	-	-
1001 to 2000	-	-	-	-
2001 to 3000	-	-	-	-
3001 to 4000	-	-	-	-
4001 to 5000	-	-	-	-
5001 to 10000	-	-	-	-
10001 to 50000	20	0.52	6,28,297	10.98
50001 to 100000	6	0.16	5,12,861	8.96
100001 & above	11	0.29	18,84,203	32.93
Total	**3828**	**100.00**	**57,21,750**	**100.00**

Dematerialization of Shares

As per the directives of the SEBI, the Company's shares are traded compulsorily in dematerialised form on the stock Exchange. As on 31st March, 2026, 99.55% of the Paid-Up Share Capital of the Company was in dematerialised form. The break up is listed below:

Category	Number of Equity shares held	Shareholding (in %)
Physical	25,451	0.45
Dematerialized	56,96,299	99.55
Total	**57,21,750**	**100.00**

Outstanding GDRs/ADRs/Warrants/Convertible Instruments and their impact on Equity:

The Company does not have any outstanding GDRs/ADRs/Warrants/Convertible Instruments as on the 31st March, 2024.

Other Disclosures:

a. There were no materially significant related party transactions that may have potential conflict with the interests of the company at large. **Related party transactions entered during the financial year under review are disclosed in the notes to the audited financial statements of the company for the financial year ended 31st March, 2026.**

b. There has been neither any non-compliance by your Company nor any penalty, strictures imposed on your Company by stock exchange(s) or the Board or any Statutory Authority, on any matter related to capital markets, during the last three years;

c. The Company has adopted a Vigil Mechanism which enables Directors and Employees to report of their genuine concerns. The mechanism provided for adequate safeguards against the victimization of persons who use this mechanism and make provision for direct access to the Chairman of the Audit Committee.

There is no Personnel who has been denied access to the Audit Committee.

d. The Company has complied with the all mandatory of the prescribed Regulation of (Listing Obligations & Disclosure Requirements) Regulations, 2015.

e. Web link where policy on dealing with Related Party Transactions is disclosed:

The Board has approved a policy for Related Party Transactions which has been hosted on the website of the Company at the weblink: http://www.sujalagroup.com/attachmnt/disclosure/Related%20Party%20Transaction.pdf

f. Based on the existing business operations and nature of operations of the Company, the issues relating to commodity price risk and commodity hedging activities does not apply to the Company.

Having connection with the non-mandatory / discretionary requirement, your Company follows the practice where the Internal Auditor directly reports to the Audit Committee.

Disclosure with respect to D-mat suspense account/unclaimed suspense account:
As on the 31st March 2026, there are no shares lying in the D-mat suspense account/unclaimed suspense account.

DECLARATION FOR COMPLIANCE
OF THE CODE OF CONDUCT

To
The Members of
SUJALA TRADING & HOLDINGS LIMITED

I, Subhadeep Mukherjee, Managing Director of the Sujala Trading & Holdings Limited, pursuant to Regulation 34(3) of the Securities and Exchange Board of India (Listing obligations and Disclosure Requirements) Regulations, 2015 read with the Schedule V(D), hereby confirm that:
The Company has obtained affirmation from all the members of Board of Directors and Senior Management Personnel of the Company that they have complied with the 'Code of Conduct of the Company for Board of Directors and Senior Management Personnel' in respect of Financial Year 2025-2026.

Subhadeep Mukherjee
Kolkata, 30th May, 2026
Managing Director
DIN: 03060827

INDEPENDENT AUDITORS' CERTIFICATE
ON THE CORPORATE GOVERNANCE

To
The Members
SUJALA TRADING AND HOLDINGS LIMITED

We have examined the compliance of conditions of Corporate Governance by Sujala Trading & Holdings Limited ('the Company'), for the financial year ended on March 31, 2026, as stipulated in Regulation 17 to 27 and clauses (b) to (i) of Regulation 46(2) and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 ('Listing Regulations').

Management's Responsibility:
The Preparation of the Corporate Governance Report is the Responsibility of the management of the company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Corporate Governance Report.
The Management along with board of Directors are also responsible for ensuring that the Company complies with the conditions of Corporate Governance as stipulated in the Listing Regulations issued by the Securities and Exchange Board of India.

Auditor's Responsibility:
Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
We have examined the books of account and other relevant records and documents maintained by the Company for the purpose of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.
We have carried out our examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) issued by the Institute of Chartered Accountants of India ('ICAI'). The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and OtherAssurance and Related Services Engagements.

Opinion
In our opinion and to the best of our information and according to the explanations given to us and therepresentations made by the Directors and the Management, we certify that the Company has compliedwith the conditions of Corporate Governance as stipulated in above-mentioned Listing Regulations asapplicable during the year ended March 31, 2026.
We further state that such compliance is neither an assurance as to the future viability of the Companynor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.
.

For G.C. Bafna & Co.
Chartered Accountants
FRN: 319104E

GULAB CHAND BAFNA
Partner
Membership No-054241
Kolkata
UDIN- 26054241CRARJJ4332
Date- 30th May, 2026

ANNEXURE-3

DISCLOSURE 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

(i) the ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year	**Subhadeep Mukherjee (Executive Director) – 3.12:3.12** **Manish Agarwal (Director) – 0.90:0.375**
(ii) the percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year;	NIL
(iii) the percentage increase in the median remuneration of employees in the financial year;	NIL
(iv) the number of permanent employees on the rolls of company;	6 (SIX)
(viii) average percentile of increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration	-

- It is to affirm that the payment of remuneration is as per the remuneration policy of the Company.

ANNEXURE-4

SECRETARIAL AUDIT REPORT (FORM MR-3)

FOR THE FINANCIAL YEAR ENDED 31.03.2026

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

To,
The Members
SUJALA TRADING AND HOLDINGS LTD
(CIN: L51109WB1981PLC034381)
1A, Grant Lane, 2nd Floor, Room No. 202,
Kolkata - 700012

Authorized Capital: Rs 5,80,00,000

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. Sujala Trading and Holdings Ltd (hereinafter called "the Company"). The Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing my opinion thereon.

Based on my 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 authorised representatives during the conduct of the secretarial audit, and subject to the letter annexed herewith, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March 2026 ('Audit Period'), complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, and in the manner reported hereinafter.

1. I 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 thereunder;

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

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

   iv. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings – Not applicable during the Audit Period;

   v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'), to the extent applicable:

      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;

d. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

e. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;

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, 2021;

h. The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; and

i. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

2. The Company is engaged in the business of providing Non-Banking Financial Services. Accordingly, the provisions of the Reserve Bank of India Act, 1934 (Chapter III-B) and the Master Directions / Directions issued by the Reserve Bank of India applicable to Non-Banking Financial Companies constitute the laws specifically applicable to the Company.

3. I have also examined compliance with the applicable clauses of the following:

   i. Secretarial Standards SS-1 and SS-2 issued by the Institute of Company Secretaries of India under Section 118(10) of the Act;

   ii. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the Listing Agreements entered into by the Company with BSE Ltd. (BSE) and The Calcutta Stock Exchange Ltd. (CSE).

4. I have conducted the Secretarial Audit in accordance with the Auditing Standards (CSAS-1 to CSAS-4) issued by the Institute of Company Secretaries of India.

5. During the period under review, and as per the explanations and representations made by the management and subject to the clarifications given to me, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, etc. mentioned above, except to the extent stated below:

   a. Ms. Tapashi Naha Roy, Non-Executive Independent Director and the only Woman Director of the Company, resigned with effect from 21st October 2025. The resultant vacancy of the Woman Director has not been filled up within the period prescribed under the second proviso to Section 149(1) of the Act read with Rule 3 of the Companies (Appointment and Qualification of Directors) Rules, 2014, and the said vacancy continued to remain unfilled as at 31st March 2026 and as on the date of this report.

   b. The Company has not appointed a whole-time Company Secretary as required under Section 203(1) of the Act read with Rule 8 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and has consequently not designated a Company Secretary as Compliance Officer under Regulation 6(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. No Company Secretary was in the employment of the Company as at 31st March 2026 and as on the date of this report.

   c. Consequent upon the resignation referred to in clause (a) above, the composition of the Audit Committee and the Nomination and Remuneration Committee is not in conformity with the requirements of Sections 177 and 178 of the Act respectively, the Company having only one Independent Director on its Board for the remainder of the financial year.

d. The paid-up equity share capital of the Company does not exceed Rs. 10 crore and its net worth as at 31st March 2025 is Rs. 1,581.88 lakhs, being less than Rs. 25 crore. The Company is accordingly exempt from compliance with Regulations 17 to 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in terms of Regulation 15(2) thereof. The observations at clauses (a) and (c) above are therefore reported with reference to the corresponding provisions of the Companies Act, 2013, which continue to apply to the Company.

6. As per the information and explanations provided by the Company, its officers, agents and authorised representatives during the conduct of the Secretarial Audit, I report that the Company has not issued any GDRs / ADRs or any Commercial Instrument during the financial year under report.

7. I have relied on the information and representations made by the Company and its officers for the systems and mechanism formed by the Company for compliances under other applicable Acts, laws and regulations applicable to the Company.

8. I further report that:

   a. The Board of Directors of the Company as at 31st March 2026 comprised three Directors, namely Mr. Subhadeep Mukherjee (Chairman and Managing Director – Executive Director), Mr. Manish Agarwal (Non-Executive Independent Director) and Mr. Priyankar Basu Mallick (Non-Executive Non-Independent Director). During the period under review, Ms. Tapashi Naha Roy, Non-Executive Independent Director and Woman Director, resigned with effect from 21st October 2025 and no appointment was made to fill the resultant vacancy. There was no other change in the composition of the Board during the period under review. Save for the vacancy of the Woman Director referred to in paragraph 5(a) above, the Board is constituted with a proper balance of Executive Director, Non-Executive Directors and Independent Directors.

   b. Adequate notices were given to all directors for the Board Meetings, including Committees thereof, along with agenda and detailed notes on agenda at least seven days in advance, 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 by the directors.

   c. Decisions at the Board Meetings were carried unanimously. There were no dissenting views recorded in the minutes of the meetings.

9. I 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.

10. I further report that, except for the resignation of Ms. Tapashi Naha Roy, Non-Executive Independent Director and Woman Director, with effect from 21st October 2025, there was during the audit period no specific event / action having a major bearing on the affairs of the Company in pursuance of the laws, rules, regulations, guidelines and standards referred to above. The Company has not, during the audit period, made any preferential issue or other issue of securities, effected any buy-back, entered into any material related party transaction requiring approval of the members, or been subjected to any penalty or strictures imposed by the Securities and Exchange Board of India, the Stock Exchanges or any other statutory authority.

Place: Kolkata	**Name of the Company Secretary : KANCHAN MAHESWARI**
Date : 05.09.2026	**FCS Number : 13162** **CP Number : 20877** **PR Number : 2695/2022**
UDIN: F013162H001387029	

Note: This report is to be read with my letter of even date which is annexed as Annexure A and forms an integral part of this report.

Annexure A

To,
The Members
SUJALA TRADING AND HOLDINGS LTD
(CIN: L51109WB1981PLC034381)
1A, Grant Lane, 2nd Floor, Room No. 202,
Kolkata - 700012

My Secretarial Audit Report for Financial Year ended on 31 March 2026 of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my audit.

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

3. I have not verified the correctness and appropriateness of financial records and Books of Account of the company.

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

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

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

Place: Kolkata	**Signature :** **Name of the Company Secretary : KANCHAN MAHESWARI**
Date : 05.09.2026	**FCS Number : 13162** **CP Number : 20877** **PR Number : 2695/2022**
UDIN - F013162H001387029	

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,
M/s. Sujala Trading and Holdings Ltd
1A, Grant Lane, 2nd Floor, Room No. 202,
Kolkata - 700012

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **M/s. Sujala Trading and Holdings Ltd having CIN: L51109WB1981PLC034381** and having registered office at 1A, Grant Lane, 2nd Floor, Room No. 202, Kolkata - 700012 (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities and 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 and its officers, I hereby certify that none of the Directors on the Board of the Company as on 31st March 2026, as stated below, for the Financial Year ended on 31st March 2026 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, West Bengal or any such other Statutory Authority.

S.NO.	NAME OF DIRECTOR	DIN	DATE OF APPOINTMENT IN COMPANY*
1	MR. SUBHADEEP MUKHERJEE	03060827	27TH MARCH 2014
2	MR. PRIYANKAR BASU MALLICK	07096098	20TH JUNE 2022
4	MR. MANISH AGARWAL	10798039	30TH SEPTEMBER 2024

* The date of appointment is as per the MCA Portal

Note: Ms. Tapashi Naha Roy (Non-Executive Independent Director and Woman Director) ceased to be a Director of the Company with effect from 21st October 2025 on her resignation. She is accordingly not included in the table above, which sets out the Directors on the Board as on 31st March 2026.

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on these based on my 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.

KANCHAN MAHESWARI
PRACTICING COMPANY SECRETARY
Membership No.: 13162
COP No.: 20877
PR No.: 2695/2022

Place: Kolkata
Date: 05.09.2026
UDIN: F013162H001387073

INDEPENDENT AUDITORS' REPORT

To,
The Members,
SUJALA TRADING & HOLDINGS LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **SUJALA TRADING AND HOLDINGS LTD**which comprises the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss, Cash Flow Statement and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act 2013 in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards specified under section 133 of the Act with the Companies (Indian Accounting Standard) Rules 2015 and accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, Loss, for the year ended on that date.

Basis for Opinion

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

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 Board's Report including Annexures to Board's Report 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 or conclusion thereon. In connection with our audit of 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 in the audit or otherwise appears to be materially misstated.

We have nothing to report in this regard.

Responsibility of Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Indian Accounting standards 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 of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors are 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 scepticism 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.

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

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

Emphasis of Matter:

a. Company not Booked any Interest Income on Advances made to various Companies during the year Amounting to Rs. 6,30,40,000. As explain by the Management amount given to the company are Business Advance.

b. During the year Bad debt shown Rs- 50,34,150 Board resolution passed 15th day of December 2025.

c. No Interest has been paid /provided on Advances/Loans taken from:

1. BHAVYASHVI CAPITAL
2. SUMITA MANAGEMENT CONSTANCY PVT LTD

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.

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

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

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

   c) The Balance Sheet, the Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account.

   d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

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

   f) With respect to the adequacy of the Internal Financial controls with reference to financial statements of the company as on 31st March 2026 and the operating effectiveness of such controls, refer to our separate report Annexure -B , Wherein we have expressed and unmodified Opinion.

   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:
   According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not paid/provided for managerial remuneration.

   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:

      1. The Company does not have any pending litigations which would impact its financial position.

      2. The Company has made provision, as required under the applicable law or Indian accounting standards, for material foreseeable losses, if any. However, the company does not have any ongoing long-term contracts including derivative contracts as on Balance sheet date.

      3. There were no such amounts appearing in the books which are required to be transferred to the Investor Education and Protection Fund by the Company.

3. (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.

5. The Company has not declared any dividend during the year under review.

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

For G C BAFNA & CO
Chartered Accountants
(Firm's Registration No. 319104E)

Gulab Chand Bafna
PARTNER
Place- Kolkata
Membership No. 054241
Date- 30.05.2026

UDIN: 26054241CRARJJ4332

Annexure - A to the Auditors' Report

The Annexure referred to in paragraph 1 under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date to the members of the**SUJALA TRADING & HOLDINGS LIMITED**(The Company) for the year ended 31st March 2026.

1. a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant, and Equipment.
   b) The Company has a regular programme of physical verification of its Property, Plant, and Equipment. In accordance with this programme, Property, Plant, and Equipment were physically verified by the management at reasonable intervals during the year and no material discrepancies were noticed on such verification.
   c) According to the information and explanations given to us and on the basis of our examination of records of the Company, the title deeds of immovable properties are held in the name of the Company.
   d) Company not revalued its Property, Plant, and Equipment or intangible assets or both during the year.
   e) No proceedings initiated or pending against the Company under Benami Transactions (Prohibition) Act 1988

2. a) The Company not have any inventory other then Equity Share so this clause not applicable.

   b) During any point of time of the year the company has not been sanctioned any working capital Limit,hence this clause is not applicable.

3. The Company has not granted any loans, secured or unsecured, granted by to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Companies Act, 2013.
   Clause b,c,d,e,f are not applicable as company has not made investment in , provided any guarantee or security or granted any loans or advances in the nature of loan secured or unsecured , to companies ,firms, and Limited Liability partnership or other parties.

4. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Act, with respect to the loans and investment made.

5. The Company has not accepted any deposits from Public under the provisions of Section 73 or 76 of the Act.

6. Company has maintained cost records as specified by the Central Government under sub-section (1) of section 148 of the companies Act, 2013.

7. a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues of Goods and Services Tax income-tax, sales tax, value added tax, duty of customs, service tax, cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. As explained to us, the Company did not have any dues on account of employees' state insurance and duty of excise.

According to the information and explanations given to us, no undisputed amounts payable in respect of income tax, sales tax, value added tax, duty of customs, service tax, cess and other material statutory dues were in arrears as at 31st March 2026 for a period of more than six months from the date they became payable.

b) According to information and explanations given to us, there is no disputed dues of income tax or sales tax or service tax or duty of customs or duty of excise or value added tax. **Except demand under section 156 of the Income-Tax Act, 1961 for the A Y 2018-19 Rs-80,20,988, order dated 28/02/2024 for which Appeal Filed by the company on 13th April 2024**.

8. The Company not have any transactions not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act 1961(43 of 1961) Accordingly, the requirement to report on clause 3 (8) of the Order is not applicable to the company.

9. a) In our opinion and according to the information and explanations given to us, the Company has notdefaulted in repayment of dues to a financial institutions or banks.

b) The Company not declared willful defaulter by any bank or financial institution or other lender. Clause c, d, e, f is not applicable to the company.

10. a) The Company did not raise any money by way of initial public offer or further public offer (including debt instrument) and term loans during the year.

b) The Company had not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.

11. According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of audit.Clause 11 (b) and (c) are not applicable as there is no fraud.

12. In our opinion and according to the information and explanations given to us, the Company is not Nidhi Company. Accordingly, paragraph a, b, c (12) of the Order is not applicable.

13. According to the information and explanations given to us and based on our examination of records of the Company, transaction with related parties are in compliance with Section 177 and 188 of the Act where applicable and details of such transaction have been disclosed in the financial statements as required by the applicable accounting standard.

14. a) As informed by the Management the Company has internal Audit System.

b) The Company not produced internal audit report.

15. According to the information and explanations given to us and based on our examination of records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him.

16. The Company is registered under section 45-IA of the Reserve Bank of India Act, 1934.

17. Cash (Outflow) during the year 31/03/2026- 33,63,056 and Cash (Inflow) previous year 31/03/2025- 5,16,546

18. There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable to the Company.

19. In our opinion and according to the information and explanation given to us in normal business circumstances

there is no material uncertainty exist as on date of the audit report the company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year.

20. The company has not undertaken any project, hence clause 20 is not applicable.

21. The company is not having any subsidiary company / companies, hence this clause not applicable.

For **G.C Bafna & CO.**
Chartered Accountants
Firm's Registration No.
319104E

(Gulab Chand Bafna)
Partner
Membership No. 054241
Place: Kolkata
Date- 30.05.2026

UDIN: 26054241CRARJJ4332

<u>**Annexure - B to the Auditors' Report**</u>

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

We have audited the internal financial controls over financial reporting of **Sujala Trading & Holdings Ltd** ("the Company") as of 31st March 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

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

AUDITORS' RESPONSIBILITY

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India.

Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidences we have obtained are sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting of the Company.

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

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

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

OPINION

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

For G.C. Bafna & Co.
Chartered Accountant
FRN: 319104E

GULAB CHAND BAFNA
Partner
Membership No: 065926
Date: The 30thday of May, 2026
Place: Kolkata

UDIN:**26054241CRARJJ4332**

SUJALA TRADING & HOLDINGS LIMITED

BALANCE SHEET AS AT MARCH 31, 2026

Reporting Currency-₹(In Hundred)

Particulars	Note No	As at 31st March, 2026	As at 31st March, 2025
Assets			
Non-Current Assets			
(a) Property, Plant and Equipment	4	152.29	278.09
(b) Financial Assets			
(i) Loans	5	16,48,282.17	22,88,518.81
(c) Deferred Tax Assets (Net)	6	-	-
		16,48,434.46	**22,88,796.90**
Current Assets			
(a) Inventories	7	24,204.00	24,204.00
(b) Financial Assets			
(i) Cash and cash equivalents	8	4,355.78	37,986.35
(c) Other Current Assets	9	42,118.23	34,148.35
		70,678.01	**96,338.70**
Total Assets		**17,19,112.47**	**23,85,135.60**
Equity and Liabilities			
Equity			
(a) Equity Share Capital	10	5,72,175.00	5,72,175.00
(b) Other Equity	11	10,07,485.25	10,09,710.81
		15,79,660.25	**15,81,885.81**
Liabilities			
Non-Current Liabilities			
(a) Provisions	12	9,300.00	9,300.00
(b) Deferred Tax Liabilities (Net)		31.83	39.40
		9,331.83	**9,339.40**
Current Liabilities			
(a) Financial Liabilities	13	1,28.000.00	7,92,000.00
(b) Other Current Liabilities	14	2,120.39	1,910.39
(c) Provisions	15	-	-
		1,30,120.39	**7,93,910.39**
Total Equity and Liabilities		**17,19,112.47**	**23,85,135.60**

Significant accounting policies and other accompanying notes form an integral part of the financial statements
As per our report of even date

For G.C. Bafna & Co
Chartered Accountants
FRN: 319104E

GULAB CHAND BAFNA
Partner
Membership No-054241
UDIN:26054241CRARJJ4332

For and in behalf of the Board of Directors

Subhadeep Mukherjee
Managing Director
DIN: 03060827

Manish Agarwal
Director
DIN: 10798039

Kolkata
May 30, 2026

Ashok Kumar Agarwal
Chief Financial Officer

Priyankar Basu Mallick
Director

SUJALA TRADING & HOLDINGS LIMITED

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

Reporting Currency-₹(In Hundred)

Particulars	Note No	For the year ended March 31, 2026	For the year ended March 31, 2025
I. Revenue from Operations	16	80,474.56	1,48,518.77
II. Other Income	17	596.67	0.00
III. Total Income		81,071.23	1,48,518.77
IV. Expenses			
Purchases of stock-in-trade	18	0.00	0.00
Change in inventories of finished goods, stock-in-trade and work-in-progress	19	-	-
Employee benefit expenses	20	17,617.86	19,592.07
Depreciation and amortisation expenses	21	125.80	200.42
Other expenses	22	65,560.69	1,42,406.15
Total Expenses		83,304.35	1,62,198.64
V. Profit before exceptional items and tax (III-IV)		**-2,233.12**	**-13,679.87**
Exceptional Items		-	-
VI. Profit before Tax		**-2,233.12**	**-13,679.87**
Tax expenses	23		
Current tax		-	-
Deferred tax		-7.57	-13.73
VII. Profit for the year (VII-VIII)		**-2,225.55**	**-13,666.14**
VIII. Other Comprehensive Income			
A. (i) Item that will not be reclassified to profit or loss		-	-
(ii) Income Tax relating to items that will not be reclassified to profit or loss		-	-
B. (i) Item that will be reclassified to profit or loss		-	-
(ii) Income Tax relating to items that will be reclassified to profit or loss		-	-
IX. Other Comprehensive Income (net of Tax)		-	-
X. Total Comprehensive Income for the year		**-2,225.55**	**-13,666.14**
XI. Earnings per Equity Share	24		
(1) Basic		-0.04	-0.24
(2) Diluted		-0.04	-0.24

Significant accounting policies and other accompanying notes form an integral part of the financial statements.

As per our report of even date

For G.C. Bafna & Co.
Chartered Accountants
FRN: 319104E

GULAB CHAND BAFNA
Partner
Membership No-054241
UDIN:26054241CRARJJ4332

Kolkata
May 30, 2026

For and in behalf of the Board of Directors

Subhadeep Mukherjee
Managing Director
DIN: 03060827

Manish Agarwal
Director
DIN: 10798039

Ashok Kumar Agarwal
Chief Financial Officer

Priyankar Basu Mallick
Director

SUJALA TRADING & HOLDINGS LIMITED

STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2026

Reporting Currency-₹(In Hundred)

	Particulars	For the year ended March 31, 2026		For the year ended March 31, 2025	
1	**Cash Flow from Operating Activities**				
	Net Profit / (Loss) before Tax		**(2,233.12)**		**(13,679.87)**
	Add:				
	Loss On Sale Fixed Assets	-		-	
	Depreciation	125.80	**125.80**	200.42	**200.42**
	Operating Profit before Working Capital Changes		**(2,107.32)**		**(13,479.45)**
	Adjustments:				
	(Decrease) / Increase in Current Liabilities	(6,63,790.00)		2,66,240.00	
	Decrease / (Increase) in Inventories	-		-	
	Decrease / (Increase) in Current Assets	(7,969.88)		(14,403.98)	
	Decrease / (Increase) in Loans & Advances	6,40,236.64	**(31,523.24)**	(2,32,822.11)	**19,013.91**
	Cash Generated from Operating Activities		**(33,630.56)**		**5,534.46**
	Less:				
	Income Tax paid / adjusted		**-**		**-**
	Net Cash from Operating Activities A		**(33,630.56)**		**5,534.46**
2	**Cash Flow from Investing Activities**				
	(Increase) / Decrease in Investments	-		-	
	Fixed Assets Purchased	-		(369)	**-**
	Fixed Assets Sales	-		-	
	Net Cash from Investing Activities B		**-**		**(369)**
3	**Cash Flow from Financing Activities**				
	Net Cash from Financing Activities C				
	Net Increase in Cash & Cash Equivalent		**(33,630.56)**		**5,165.46**
	Cash & Cash Equivalent (Opening)		**37,986.35**		**32,820.89**
	Cash & Cash Equivalent (Closing)		**4,355.78**		**37,986.35**

Notes:

i. The Cash Flow Statement has been prepared under the "Indirect Method" as set out in IND AS 7- 'Statement of Cash Flows' as notified under Companies Act, 2013 Significant accounting policies and other accompanying notes form an integral part of the financial statements.

	For the year ended March 31, 2026	For the year ended March 31, 2025
Cash & Cash Equivalents Comprises of:		
Cash on Hand	**486.20**	**1,315.83**
Balance with Banks in Current Account	**3869.58**	**36,670.51**
	4355.78	**37986.35**

Significant accounting policies and other accompanying notes form an integral part of the financial statements.

As per our report of even date

For G.C. Bafna & Co.
Chartered Accountants
FRN: 319104E

GULAB CHAND BAFNA
Partner
Membership No-054241
UDIN:26054241CRARJJ4332
Kolkata
May 30, 2026

For and in behalf of the Board of Directors

Subhadeep Mukherjee
Managing Director
DIN: 03060827

Manish Agarwal
Director
DIN: 10798039

Ashok Kumar Agarwal
Chief Financial Officer

Priyankar Basu Mallick
Director

SUJALA TRADING & HOLDINGS LIMITED

STATEMENT OF CHANGES IN EQUITYFOR TH E YEAR ENDED MARCH 31, 2026

A. **Equity Share Capital:**

Particulars	**Amount ₹ in hundred**
Balance as at April 1, 2024	572,17,5.00
Changes during the year	-
Balance as at March 31, 2025	**572,17,5.00**
Changes during the year	-
Balance as at March 31 ,2026	**572,17,5.00**

B. **Other Equity:**

As at March 31, 2025: **Amount ₹ in hundred**

Particulars	**Reserve and Surplus**					**Items of Other Comprehensive Income**	**Total**
	Capital Reserve	Securities Premium Reserve	General Reserve	Debenture Redemption Reserve	Retained earnings		
Balance as at April 1, 2025	**-**	**-**	**10,13,538.57**	**-**	**-3,827.76**	**-**	**10,09,710.80**
Changes in Accounting Policy or Prior Period Errors	-	-	-	-	-	-	-
Other comprehensive income for the year, net of income tax	-	-	-	-	-	-	-
Total Comprehensive Income for the year	-	-	-	-	-2,225.55	-	-2,225.55
Re-measurement of defined benefit plans					-		-
Dividends including dividend distribution tax	-	-	-	-	-	-	-
Transfer to Debenture Redemption Reserve from Retained Earnings	-	-	-	-	-	-	-
Transfer from Debenture Redemption Reserve to Retained Earnings	-	-	-	-	-	-	-
Reserve	-	-	-	-	-	-	-
Transfer from Retained Earning to General Reserve / Special Reserve	-	-	-	-	-	-	-
Any other changes to be specified Transfer from Retained Earning to Contingency Provision for Standard Assets	-	-	-	-	-	-	-
Balance at March 31, 2026	**-**	**-**	**10,13,538.57**	**-**	**-6,053.35**	**-**	**10,07,485.25**

As at March 31, 2025:

Particulars	**Reserve and Surplus**					**Items of Other Comprehensive Income**	**Total**
	Capital Reserve	Securities Premium Reserve	General Reserve	Debenture Redemption Reserve	Retained earnings		
Balance as at April 01, 2024	**-**	**-**	**10,13,538.57**	**-**	**9,838.38**	**-**	**10,23,376.94**
Changes in Accounting Policy or Prior Period Errors	-	-	-	-	-	-	-
Other comprehensive income for the year, net of income tax	-	-	-	-	-	-	-
Total Comprehensive Income for the year	-	-	-	-	-13,666.14	-	-13,666.14
Re-measurement of defined benefit plans					-		-
Dividends including dividend distribution tax	-	-	-	-	-	-	-
Transfer to Debenture Redemption Reserve from Retained Earnings	-	-	-	-	-	-	-
Transfer from Debenture Redemption Reserve to Retained Earnings	-	-	-	-	-	-	-
Transfer from Retained Earning to General Reserve / Special Reserve	-	-	-	-	-	-	-
Any other changes to be specified Transfer from Retained Earning to Contingency Provision for Standard Assets	-	-	-	-	-	-	-
Balance at March 31, 2025	**-**	**-**	**10,13,538.57**	**-**	**-3,827.76**	**-**	**10,09,710.80**

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Note-1
Corporate Information:

Sujala Trading and Holdings Limited is a Company limited by shares, incorporated and domiciled in India. The Company is primarily engaged in the business of investment in Share & Securities and registered with the RBI as Non-Banking Financial Company and offers loans and other credit facilities and private funding etc. Equity shares of the Company are listed on BSE Limited and The Calcutta Stock Exchange Limited. The registered office of the Company is located at 1A, Grant Lane, 2nd Floor, Room No: 202, Kolkata 700 012, West Bengal, India.

Note-2
Statement of Compliance and Recent Pronouncements:

Basis of Preparation and Compliance with Ind AS

The Company has adopted Indian Accounting Standards (referred to as "Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) read with Section 133 of the Companies Act, 2013 ("the Act") with effect from April 1, 2017 and therefore Ind ASs issued, notified and made effective till the financial statements are authorized have been considered for the purpose of preparation of these financial statements.

The Company has followed the provisions of **Ind AS 101**(Ind AS 101)in preparing its Ind AS Balance Sheet. In accordance with Ind AS 101

Recent Pronouncements

In March 2017, Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) (Amendments) Rules, 2017, notifying amendments to the Ind AS 7 'Statement of Cash flows' and Ind AS 102, 'Share - Based Payment' which are applicable w.e.f. 1st April, 2017.

The amendment to Ind AS 7 "Statement of Cash Flows" requires the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes. The effect of this amendment on the financial statements of the Company is being evaluated.

Note-3
Significant Accounting Policy:

1. Basis of Accounting

The Financial Statements have been prepared under the historical cost convention excepting certain financial instruments whichare measured in terms of relevant Ind AS. The accounts have been prepared on the concept of going concern. AllAssets and Liabilities have been classified as current or non-current as per the operating cycle and other criteria set out in **Ind AS 1 'Presentation of Financial Statements'** and Schedule III to the Companies Act, 2013.

Further, the Company follows prudential norms for Income Recognition, assets classification and provisioning for Non-performing assets as well as contingency provision for Standard Assets as prescribed by the Reserve Bank of India (RBI) for Non-Banking Financial Companies.

2. Inventories:

Inventories of shares and other trading goods are valued at cost computed on FIFO Basis or net realisable value, whichever is lower.

3. Recognition of Income and Expenditure:

Income and expenditure are accounted for on accrual basis. Interest income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable. Dividend income is recognized when the shareholder's right to receive payment is established by the balance sheet date.

4.Depreciation on Fixed Assets:

Depreciation on Fixed Assets has been provided based on useful life assigned to each asset prescribed in accordance with Part - "C" of Schedule-II of the Companies Act, 2013.

5. Fixed Assets:

Fixed Assets are stated at cost less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

6.Impairment of Assets:

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing the value in use, the estimated future cash flows are discounted to their present value at the weighted average cost of capital.

After impairment, depreciation is provided on the revised carrying amount of the assets over its remaining useful life.

7.Financial Assets and Financial Liabilities:

Financial Assets and Financial Liabilities (financial instruments) are recognised when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial Liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the Statement of Profit and Loss.

The financial assets and financial liabilities are classified as current if they are expected to be realised or settled within operating cycle of the company or otherwise these are classified as non-current.

The classification of financial instruments whether to be measured at Amortized Cost, at Fair Value through Profit and Loss (FVTPL) or at Fair Value through Other Comprehensive Income (FVTOCI) depends on the objective and contractual terms to which they relate. Classification of financial instruments are determined on initial recognition.

i. **Cash and cash equivalents**

   All highly liquid financial instruments, which are readily convertible into determinable amounts of cash and which are subject to an insignificant risk of change in value and are having original maturities of three months or less from the date of purchase, are considered as cash equivalents. Cash and cash equivalents includes balances with banks which are unrestricted for withdrawal and usage.

ii. **Financial Assets and Financial Liabilities measured at amortised cost**

   Financial Assets held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding are measured at amortized cost.

iii. **Financial Asset at Fair Value through Other Comprehensive Income (FVTOCI)**

   Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business 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 are solely payments of principal and interest on the principal amount outstanding. Subsequent to initial recognition, they are measured at fair value and changes therein are recognised directly in other comprehensive income.

iv. **Investment in Subsidiaries, Joint Ventures and Associates are being carried at deemed cost/at cost.**

v. **Impairment of financial assets**

A financial asset is assessed for impairment at each balance sheet date. A financial asset is considered to be impaired if objective evidence indicates that one or more events have had a negative effect on the estimated future cash flows of that asset.

vi. **Provisions, Contingent Liabilities and Contingent Assets**

Provisions involving substantial degree of estimation in measurement are recognized when there is a legal or constructive obligation as a result of past events and it is probable that there will be an outflow of resources and a reliable estimate can be made of the amount of obligation. Provisions are not recognised for future operating losses. The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

The Reserve Bank of India vide Notification No. DNBR (PD) CC.No.002/03.10.001/2014-15 Dated NOVEMBER 10, 2014 has issued direction to all NBFCs to make provision of 0.40% on STANDARD ASSETS with immediate effect. Accordingly, the Company has made provision @ 0.40% on Standard Assets in accordance therewith

Contingent liabilities are not recognized and are disclosed by way of notes to the financial statements 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 when there is a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the same or a reliable estimate of the amount in this respect cannot be made.

Contingent assets are not recognised but disclosed in the Financial Statements by way of notes to accounts when an inflow of economic benefits is probable.

vii. **Taxes on Income:**

Tax expenses comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income Tax Act, 1961. This liability is calculated at the applicable tax rate or minimum alternate tax rate u/s 115JB of the Income Tax Act, 1961 as the case may be for current taxes on Income. Deferred income tax reflects the impact of timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years. Deferred tax is measured based on the tax laws enacted or substantively enacted at the balance sheet date.
Deferred Tax resulting from "timing difference" between book and taxable profit is accounted for using the tax rates and laws that have been enacted or substantially enacted as on the Balance Sheet date. Deferred tax assets are recognized only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. Deferred tax assets are recognized on carry forward of unabsorbed depreciation and tax losses only if there is virtual certainty that such deferred tax assets can be realized against future taxable profit.

MAT credit is recognized as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period. In the year in which the Minimum Alternative Tax (MAT) credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in guidance note issued by the Institute of Chartered Accountants of India, the said asset is created by way of a credit to the profit and loss account and shown as MAT Credit Entitlement. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effectthat Company will pay normal income tax during the specified period.

viii. **Earnings per share:**

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

Note No: 4

Property, Plant and Equipment:

As at March 31, 2026 **Amount (Rs. in Hundred)**

Particulars	Plant and Equipment	Furniture and Fixtures	ComputerEquipments	Total
Gross Block				
As at April 1, 2025	59.99	10.61	4034.65	4105.25
Additions	-	-	-	-
Disposal	-	-	-	-
As at March 31, 2026	**59.99**	**10.61**	**4,034.65**	**4,105.25**
Accumulated Depreciation	-	-		
As at April 1, 2025	59.99	10.61	3756.56	3827.16
Charge for the period	-	-	125.80	125.80
Disposal	-	-	-	-
As at March 31, 2026	**59.99**	**10.61**	**3882.36**	**3952.96**
	-	-	-	
As at March 31, 2026	**-**	**-**	**152.59**	**152.29**

As at March 31, 2024 **Amount (Rs. in Hundred)**

Particulars	Plant and Equipment	Furniture and Fixtures	Computer Equipments	Total
Gross Block				
As at April 1, 2024	59.99	10.61	3,665.65	3,736.25
Additions	-	-	369.00	369.00
Disposal	-	-	-	-
As at March 31, 2025	**59.99**	**10.61**	**4,034.65**	**4,105.25**
Accumulated Depreciation	-	-		
As at April 1, 2024	59.99	10.61	3,556.14	3,626.74
Charge for the period	-	-	200.42	200.42
Disposal	-	-	-	-
As at March 31, 2025	**59.99**	**10.61**	**3,756.56**	**3,827.16**
	-	-	-	
As at March 31, 2025	**-**	**-**	**278.09**	**278.09**

Note No: 5 :

Loans:

Amount (Rs. in Hundred)

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
Loans and Advances - Unsecured, Considered Good	1648,282.17	22,88,518.81
TOTAL	**16,48,282.17**	**22,88,518.81**

Note No: 6:

Timing Difference

Deferred Tax Assets

Amount (Rs. in Hundred)

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
Opening Balance	(39.40)	(53.13)
Add: Generated during the Year	-	-
Less: Reversed during the year	(7.57)	(13.73)
Closing balance	**(31.83)**	**(39.40)**

Note No: 7

Inventories: **Amount (Rs. in Hundred)**

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
Shares	24,204.00	24,204.00
	24,204.00	**24,204.00**

Note No: 8

Cash and Cash Equivalents: **Amount (Rs. in Hundred)**

Particulars	As at March 31, 2026	As at March 31, 2025
Balance with Banks		
In Current account	3,869.58	36,670.52
Cash on Hand	486.20	1,315.83
	4,355.78	**37,986.35**

Note No: 9

Other Current Assets: **Amount (Rs. in Hundred)**

Particulars	As at March 31, 2026	As at March 31, 2025
Balance with Government Authorities	40,118.23	32,148.35
Security Deposit (Outstanding for a period of more than 3 years)	2,000.00	2,000.00
	42,118.23	**34,148.35**

Security Deposit Ageing Schedule (F.Y. 25-26)

Particulars	-	-	Amount for a period of			
-	-	less than 1 year	1 to 2 years	2 to 3 years	more than 3 years	Total
Security Deposit	-	-	-	-	2,000.00	2,000.00

Security Deposit Ageing Schedule (F.Y. 24-25)

Particulars	-	-	Amount for a period of			
-	-	less than 1 year	1 to 2 years	2 to 3 years	more than 3 years	Total
Security Deposit	-	-	-	-	2,000.00	2,000.00
-	-	-	-	-	-	-

Note No: 11

Other Equity: **Amount (Rs. in Hundred)**

Particulars	As at March 31, 2026	As at March 31, 2025
Capital Reserve	-	-
Securities Premium Account	-	-
General Reserve	**10,13,538.57**	**10,13,538.57**
Debenture Redemption Reserve	-	-
Retained earnings	**(6,053.32)**	**(3,827.76)**
Other Comprehensive Income		
Equity Instrument through other Comprehensive Income	-	-
Foreign currency translation Reserve	-	-
	10,07,485.25	**10,09,710.81**

Refer Statement of Changes in Equity for movement in balance of Reserves.

Note No: 12

Provisions (Non-Current Liabilities): **Amount (Rs. in Hundred)**

Particulars	As at March 31, 2026	As at March 31, 2025
Contingency Provision for Standard Assets	9,300.00	9,300.00
	9,300.00	**9,300.00**

Note No: 13

Financial Liabilities **Amount (Rs. in Hundred)**

Particulars	As at March 31, 2026	As at March 31, 2025
Borrowings	1,28,000.00	7,92,000.00
	1,28,000.00	**7,92,000.00**

Note No: 14

Other Current Liabilities: **Amount (Rs. in Hundred)**

Particulars	As at March 31, 2026	As at March 31, 2025
Liabilities for expenses	2,059.97	1,849.97
Dividend Payable	60.42	60.42
	2,120.39	**1,910.39**

Note No: 15

Provisions (Current Liability): **Amount (Rs. in Hundred)**

Particulars	As at March 31, 2026	As at March 31, 2025
Provision for Tax	-	-
	-	**-**

SUJALA TRADING & HOLDINGS LIMITED

Amount in Rs (In Hundred)

	as at 31st March ,2026	as at 31st March ,2025
	₹	₹
NOTE -10(1)		
SHARE CAPITAL		
Authorised		
58,00,000 Equity Shares of Rs.10/- each	**5,80,000.00**	**5,80,000.00**
Issued, Subscribed & Paid up		
57,21,750 Equity Share of Rs.10/- each	5,72,175.00	5,72,175.00
	5,72,175.00	**5,72,175.00**

10(2). Terms/Right attached to Equity Shares:

The Company has only one class of equity shares having a par value ₹ 10/–. Each holder of equity shares is entitled to one vote per share.

In the event of liquidation of the Company, the equity shareholders are eligible to receive the remaining assets of the company, after distribution of all preferential amounts, in proportion of their shareholding.

10(3). Reconciliation of number of equity shares outstanding:

	as at 31st March ,2026		as at 31st March ,2025	
	Nos	Amount ₹	Nos	Amount ₹
Shares outstanding at the beginning of the year	57,21,750	5,72,175.00	57,21,750	5,72,175.00
Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	57,21,750	5,72,175.00	57,21,750	5,72,175.00

10(4). Details of Shareholders holding more than 5% equity shares of the Company:

NAME OF THE SHAREHOLDER	as at 31st March ,2026		as at 31st March ,2025	
(EQUITY SHARES OF RS 10 EACH FULLY PAID UP)	Nos	%	Nos	%
1. SQUARE TRADES AND HOLDINGS PVT LTD	8,91,000.00	15.57	8,91,000.00	15.57
2. AKARSHIKA TRADERS	2,97,520.00	5.20	1,75,833.00	3.07
3. PICADALLY TRADE AND HOLDINGS PVT LTD	4,10,150	7.17	5,61,463.00	9.81
4. SHAH TELECOM LIMITED	-	-	6,01,885.00	10.52
5. AJIT KUMAR SINGH	-	-	2,88332.00	5.04

As per the records of the Company, including its Register of Members and other declarations received from the shareholders regarding beneficial interest, the above shareholders represents legal ownership of shares.

10(5). Shareholding of promoters:

	as at 31st March ,2026		as at 31st March ,2025	
	Nos	%	Nos	%
1. SQUARE TRADES AND HOLDINGS PVT LTD	8,91,000	15.57	8,91,000	15.57
Total	8,91,000	15.57	8,91,000	15.57

Note No: 16

Revenue from Operations: **Amount (Rs. in Hundred)**

Particulars	**For the year ended March 31, 2026**	**For the year ended March 31, 2025**
Sale of Mutual Fund	-	-
Interest received on Loan	80,474.56	1,48,518.77
	80,474.56	**1,48,518.77**

Note No: 17

Other Income: **Amount (Rs. in Hundred)**

Particulars	**For the year ended March 31, 2026**	**For the year ended March 31, 2025**
Other Income	-	-
Interest on I. T. Refund	596.67	-
	596.67	**-**

Note No: 18

PURCHASE **Amount (Rs. in Hundred)**

Particulars	**For the year ended March 31, 2026**	**For the year ended March 31, 2025**
Purchase Mutual Fund	-	-
	-	**-**

Note No: 19

Change in Inventories: **Amount (Rs. in Hundred)**

Particulars	**For the year ended March 31, 2026**	**For the year ended March 31, 2025**
Opening Stock	24,204.00	24,204.00
Less: Closing Stock	(24,204.00)	(24,204.00)
	-	**-**

Note No: 20

Employee Benefit expenses: **Amount (Rs. in Hundred)**

Particulars	**For the year ended March 31, 2026**	**For the year ended March 31, 2025**
Directors Remuneration	4,020.00	4,020.00
Salary & Allowances	13,330.00	14,725.00
Staff Welfare	267.86	8,47.07
	17,617.86	**19,592.07**

Note No: 21

Depreciation & Amortisation: **Amount (Rs. in Hundred)**

Particulars	**For the year ended March 31, 2026**	**For the year ended March 31, 2025**
Depreciation	125.80	200.42
	125.80	**200.42**

Note No: 22

Other Expenses: **Amount (Rs. in Hundred)**

Particulars	**For the year ended March 31, 2026**	**For the year ended March 31, 2025**
Accounting Charges	600.00	600.00
Annual Custody Fees-NSDL	265.50	265.50
Audit Fees	450.00	450.00
Advertisement	119.46	119.46
Bad Debts	50,341.50	124,790.54
Bank Charges	32.14	19.34
Complaints Maintenance Charges	70.80	70.80
Computer Expenses	23.10	23.45
Depositary Participant Charges	328.78	265.50
Electric Charges	12.80	6.40
E-Voting Charges	306.80	306.80
Filing Fees	108.00	35.00
General Expenses	164.82	551.89
Folio Maintenance Charges	141.60	141.60
Internal Audit fees	60.00	60.00
Listing Fees	3835.00	4,130.00
Miscellaneous Expenses	81.00	86.40
Monitoring Fees of Foreign Investment	118.00	118.00
Postage & Stamp	94.56	153.98
Professional and Consulatancy Fees	1540.20	1409.00
Professional Tax	25.00	25.00
Printing & Stationary	103.16	41.17
Rent	5,400.00	5,400.00
Repairs & Maintenance Charges	-	18.66
Revocation Fees	-	118.00
Secreterial Audit Fees	85.00	85.00
Secretarial Compliance Fees	35.00	35.00
Software Expenses	42.00	73.00
Scrutinizer Fees	40.00	40.00
Sundry Balanave W/f	782.75	2442.41
Tax Audit Fees	-	100.00
Telephone Charges	84.00	78.00
Travelling & Conveyance	180.72	287.25
Website Charge	59.00	59.00
	65,506.69	**1,42,406.15**

Note No: 23

Tax Expenses: **Amount (Rs. in Hundred)**

Particulars	**For the year ended March 31, 2026**	**For the year ended March 31, 2025**
Current Tax	-	-
Deferred Tax	7.57	13.73
	7.57	**13.73**

Note No: 24

Earning per Share **Amount (Rs. in Hundred)**

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Net Profit after tax as per Statement of Profit and Loss (A)	(2,225.55)	(13,666.14)
Weighted Average number of equity shares outstanding (B)	57,21,750	57,21,750
Face value per equity share	10	10
Basic and Diluted Earnings per share[A/B]	(0.0389)	(0.2388)

Note No: 25

OTHER NOTES ON ACCOUNTS:

i. Based on the information / documents available with the Company, no creditor is covered under Micro, Small and Medium Enterprise Development Act, 2006. As a result, no interest provision/payments have been made by the Company to such creditors for the year ended March 31, 2026.

ii. Loans & advances balances are subject to confirmation by the respective parties.

iii. **Segment Reporting:**
The Company is engaged in one business segment viz Non-Banking Financial Services and hence, there are no separate reportable segments. However, going forward the Board is contemplating to evaluate respective differential Risks & Rewards applicable to the revenue generating functions of Investment in mutual funds vis-a-vis interest income from unsecured loans and recognise the segment information on the same. The incomes and assets engaged in these two sub-activities are mentioned with appropriate description & nomenclature in the schedules to financial statements.

iv. **Related party disclosure as identified by the management in accordance with the Indian Accounting Standard (Ind AS) 24 on "Related Party Disclosures" are as follows:**

Name of Related Parties along with the relationship with the Company:

a. Wholly Owned Subsidiary Company Nil

b. Associate Company Nil

c. Joint Venture Nil

d. Key Managerial personnel (KMP) and their relatives

1. Subhadeep Mukherjee- Managing Director
2. Manish Agarwal-Director (appointment-30/09/24)
3. Priyankar Basu Mallick
4. Ashok Kumar Agarwal- Chief Financial Officer
5. Prerna Mall - Company Secretary(resign-09/05/25)
6. Aakansha Vaid – Company Secretary (Resign -13/01/26)

e. Enterprise in which KMP and their relatives has substantial interest

Sl No		Nature of Transaction	During the Financial Year	Previous Financial Year
	Subhadeep Mukherjee (Managing Director)			
1	Lokesh Distributor Private Limited		NIL	NIL
2	Navrang Dealtrade Private Limited		NIL	NIL
3	Linkpoint Tradecomm Private Limited		NIL	NIL
4	Motorex Finance Private Limited	Advance Received and Paid	1,26,50,000	1,26,50,000
	Tapashi Naha Roy (Director) Cessation date –21/10/2025)			
1	Ambika Vincom Private Limited		NIL	NIL
2	Riserose Business Pvt. Ltd.		NIL	NIL
3	Vicky Sales Private Limited		NIL	NIL
4	Moondhara Agency Private Limited		NIL	NIL
5	Liberty Commosale Private Limited		NIL	NIL
6	Milestone Dealcomm Private Limited		NIL	NIL
7	Signature Vintrade Private Limited		NIL	NIL
8	Samundar Commercial Private Limited		NIL	NIL
9	Skyview Dealmark Private Limited		NIL	NIL
1	**Gourav Goel (Director) Cessation date –27/11/2024)**			
2	Shree Sudharshan Castings Pvt Ltd		NIL	NIL
3	Midnight Agencies Pvt Ltd	Loan and Advance (Liability)	NIL	2,41,50,000
4	Motorex Finance Private Limited	Advance Received and Paid	NIL	2,00,000
5	Amritlaxmi Suppliers Private Limited		NIL	NIL
6	Jackster Trade Private Limited		NIL	NIL
7	Saharana Trade Private Limited		NIL	NIL
8	Bhusarg Mercantile Private Limited		NIL	NIL
9	Fragrose Trade Private Limited		NIL	NIL
10	Vodhi Trade Private Limited		NIL	NIL
	Priyankar Basu Mallick (Director)			
1	Shree Sudharshan Castings Pvt Ltd ((**Cessation date –30/03/2026)**		NIL	NIL
2	Midnight Agencies Pvt Ltd **(Cessation date – 27/11/2024)**	Loan and Advance (Liability)	NIL	2,41,50,000
3	Motorex Finance Private Limited **(Cessation date – 28/11/2024)**	Advance Received and Paid	1.26,50,000	1,26,50,000
4	Amritlaxmi Suppliers Private Limited**(Cessation date – 27/11/2024)**		NIL	NIL
5	Jackster Trade Private Limited **(Cessation date – 26/03/2026)**		NIL	NIL
6	Saharana Trade Private Limited **(Cessation date – 26/03/2026)**		NIL	NIL
7	Bhusarg Mercantile Private Limited **(Cessation date – 28/11/2024)**		NIL	NIL
8	Fragrose Trade Private Limited**(Cessation date – 28/11/2024)**		NIL	NIL

Related Party Transaction

Amount in ₹

Sl No	Nature of Transaction	Relation with the company	During the Financial Year	Previous Financial Year
	Director's Remuneration paid			
1	Subhadeep Mukherjee	Managing Director	3,12,000	3,12,000
2	Gourav Goel	Director	NA	52,500
3	Manish Kumar Agarwal	Director	90,000	37,500
	Professional Fees			
	Priyankar Basu Mallick	Non-Executive Director	1,20,000	1,20,000
	Salary paid			
2	Ashok Kumar Agarwal	Chief Financial Officer	84,000	84,000
3	Prerna Mall	Company secretary	19,000	1,14,000

v. The Company has Complied this information based on the current information in its possession. As at 31.03.2026, no supplier has intimated the Company about its status as a Micro or Small enterprise or its Registration with the appropriate authority under Micro, Small and Medium Enterprise Development Act, 2006.
Amount due to Micro Small and Medium Enterprises as on 31.03.2026 is. NIL.*(based on disclosure made by the vendors, or absence of the same).*

vi. The Financial Statements and Notes on Accounts has been prepared as per the Companies Act, 2013 with their Schedule as the same is effective from 1st April, 2014.

vii. Effective from April 1, 2014, the Company has been charging depreciation based on the useful life of the assets as per the requirement of Schedule II of the Companies Act, 2013. It has recomputed the depreciation on various fixed assets in accordance with and in the manner prescribed with Part C of Schedule II of the Companies Act, 2013.

viii. Provision for taxation on Income for the year has been made under the tax calculated on income under normal computation as per income tax act being higher than the tax computed under section 115JB of the income tax act.

ix. The management has assessed that there is no impairment of Fixed assets requiring provisions in the accounts. Accordingly, there is no debit to the Profit & Loss Account for the impairment of Assets.

x. Deferred Taxation:

The company recognises the deferred tax liabilities/assets on the timing differences for the period in which there is virtual certainty of future income by way of prudence in accordance with Ind AS-12 " Income Taxes "
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.

xi. No Provision has been made on account of gratuity as none of the employees have put in completed years of Service as required by the payment of Gratuity Act.

xii. No provision has been made on account of leave salary as there are no leave to the credit of employees as at the end of the year.

xiii. Previous Year figures have been regrouped, rearranged or re-casted wherever considered necessary.

xiv. Information required to be furnished under paragraph 9BB of Non-Banking Financial Companies Prudential Norms (Reserve Bank) Directions, 1998 is given in separate Annexure.

xv. The bad debts associated with Loans & Advances is reported on the as Bad Debts Expense supported by Board Resolution passed by the Board of Directors in its meeting.

xvi. Additional regulatory information pursuant to Ministry of Company Affairs Notification dated March 24, 2021:

a. Compliance with approved Scheme(s) of Arrangements - There are no Scheme of Arrangements approved by the Competent Authority in terms of section 230 to 237 of the Act.
b. Utilisation of borrowed funds and share premium- Utilisation of borrowed funds and share premium
c. No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries). The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
d. Undisclosed income - There are no transactions not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961.
e. Corporate Social Responsibility (CSR) – Not applicable to the Entity
f. Details of Crypto Currency or Virtual Currency - The Company has not traded or invested in Crypto Currency or Virtual Currency during the financial year.

xvii. **Relationship with Struck off Companies: -**

NAME OF STRUCK OFF COMPANY	NATUREOF TRANSACTION WITH STRUCK OFF COMPANY	BALANCE OUTSTANDING	RELATIONSHIP WITH THE STRUCK OFF COMPANY
PHLP COMPUTER TECHNOLOGIES PRIVATE LIMITED	SHARE HELD BY STRUCK OFF COMPANY	10/- (1 share)	NA
KRISH MARKETING PRIVATE LIMITED	SHARE HELD BY STRUCK OFF COMPANY	9,84,000 /- (94800 Shares)	NA

The above entities are shareholders of our Company and no impact on the financials this Entity.

Xviii **Investment in Units of Mutual Funds: NIL**

Xix

Financial ratios: -

NO	Ratio	31-Mar-26	31-Mar-25
1	Current Ratio	0.54	12.13
2	Debt Equity Ratio	0.08	0.50
3	Debt Service Coverage Ratio	-0.02	-0.02
4	Return on Equity	-0.01	-0.02
5	Inventory Turnover Ratio	NA	NA
6	Trade Receivable Turnover Ratio	NA	NA
7	Trade Payable Turnover Ratio	NA	NA
8	Net Capital Turnover Ratio	NA	NA
9	Net Profit Ratio	-2.77	-9.20
10	Return on Capital Employed	-0.14%	-0.86%
11	Return on Investment	NA	NA
12	Capital to risk-weighted assets ratio (CRAR)	NA	NA
13	Tier I CRAR	NA	NA
14	Tier II CRAR	NA	NA
15	Liquidity Coverage Ratio	NA	NA

As per our report of even date

For G.C. Bafna & Co.
Chartered Accountants
FRN: 319104E

GULAB CHAND BAFNA
Partner
Membership No-054241

For and in behalf of the Board of Directors

Subhadeep Mukherjee
Managing Director
DIN: 03060827

Manish Agarwal
Director
DIN: 10798039

Kolkata
May 30, 2026

Ashok Kumar Agarwal
Chief Financial Officer

Priyankar Basu Mallick
Director

SUJALA TRADING & HOLDINGS LIMITED

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