afcom
Beyond flying cargo

Afcom Holdings Limited

Annual Report 2025-26

The New Routes of Trade

Expanding Connectivity. Unlocking Markets.

Index

Company Overview

Statutory Reports

Financial Statement

FORWARD-LOOKING STATEMENT

The report contains forward-looking statements that involve risks and uncertainties. When used in this discussion, words like 'plans,' 'expects,' 'anticipates,' 'believes,' 'intends,' 'estimates,' or similar expressions related to the Company or its business are intended to identify such forward-looking statements. Forward looking statements are based on certain assumptions and expectations of future events. The Company's actual results, performance or achievements could vary materially from those expressed or implied in such forward-looking statements. The Company undertakes no obligation or responsibility to publicly amend, update, modify or revise any forwardlooking statements based on any new information, assumption, expectations, future event, subsequent development, or otherwise.

This Annual Report can be downloaded from our website at https://afcomcargo.com/

The New Routes of Trade

Expanding Connectivity. Unlocking Markets.

Global trade is continually creating new routes and opportunities, making connectivity an increasingly important enabler of growth. Afcom is building its journey around this evolving landscape by strengthening its international cargo network and connecting India with key markets across South Asia, Southeast Asia, the Middle East and emerging geographies. With the induction of its third aircraft, expanding network and strategic partnerships, the Company is steadily building greater capacity and reach across important trade corridors.

Looking ahead, Afcom is focused on creating stronger connections and opening access to new markets. Fleet expansion, route optimisation, operational excellence and deeper partnerships are strengthening the Company's ability to respond to evolving cargo flows and customer requirements. As Afcom explores long-haul opportunities and newer markets including Australia and Europe, each new route represents an opportunity to connect businesses, facilitate the movement of critical cargo and build a more agile international cargo network for sustainable growth.

About The Company

Afcom Holdings Limited is an India-based international air cargo company engaged in providing dedicated air freight transportation services. The Company serves as a critical link in global supply chains by facilitating the movement of cargo across international markets focussing ASEAN and Middle Eastern markets through its airport-to-airport connectivity model.

The Company specialises in the transportation of time-sensitive and high-priority cargo, including perishables, pharmaceuticals, medical supplies, electronics and industrial goods. Afcom provides reliable air cargo capacity to freight forwarders who in turn service the logistics companies, exporters and importers, industries, etc. to offer seamless movement of goods across key trade corridors.

With a growing international network spanning South Asia, Southeast Asia, the Maldives, the Middle East and other emerging markets, Afcom has established itself as a trusted cargo airline focused on operational reliability, safety and service excellence. Supported by fleet expansion, diversified market concentration and strong industry relationships, the Company continues to strengthen its role in providing faster and reliable services connecting India to the International markets.

Core Values

The Principles That Drive AFCOM

- Customer First
- Service Excellence
- Act with Integrity
- Build on Trust
- Innovation
- Reliable

Vision

To be the most admirable company for all stakeholders with focus on service excellence.

Mission

To become the most trusted logistics partner by ensuring flawless cargo delivery through proactive planning, technology, and commitment to performance.

Key Facts

2013
Established

20,000+
Flying Hours Experience

2024
Listed on BSE SME

200+
Collective Aviation & Cargo Industry Experience

3
Aircraft Fleet

24
Operating Crew Members

100+
Employees

24 X 7
Operational & Maintenance Control Centre

24,353.42 tonnes
Cargo Handled During FY26

FY26 Revenue
₹ 58,310.84 Lakhs

FY26 EBITDA Margin
40.5%

FY26 PAT Margin
20.7%

Chronicle of Afcom's Growth

Building the Foundation

2026
Penetrating Middle Eastern markets by operating directly into Dubai

2025
Signed Strategic Partnership with Republic of Naoero (Formerly known as Republic of Nauru)

2024
Obtained AOP, inducted freighters and listed on BSE SME

2023
Converted into a Public Limited Company

2022
Appointed TTK Group as GSA; recognised by DSV

2021
Commenced commercial operations

2019
Secured Boeing 737-800 freighter

2017
Received NOC from Ministry of Civil Aviation

2013
Conceptualised as India's first standalone cargo airline

From Foundation to Scale

Capital Raised

IPO (2024)	Preferential Issue (FY26)	QIP (FY27)	Total Capital Mobilised
₹73.83 Cr	**~₹205 Cr**	**₹199.85 Cr**	**~₹479 Cr**

Fleet Expansion

At Listing	FY26	In Pipeline
2 Aircraft	**3** Aircraft	**2** Boeing narrow body Aircraft (737-800) **4** Boeing wide body Aircraft (777)

Geographic Expansion

- Strengthened presence in ASEAN markets and Middle Eastern markets
- Strategic partnership with Naoero Air Corporation
- Approval for Dubai subsidiary

Strategic Milestones

- Designated Indian Carrier Status
- BBB+ Credit Rating
- **Fast-Growing Cargo Freighter** of the Year 2025
- CSR Committee constituted

> The true measure of growth lies not only in scale, but in the ability to convert ambition into capability and capital into opportunity. Through prudent capital allocation, disciplined execution and strategic expansion across key trade corridors, Afcom has transformed investor confidence into tangible business progress, strengthening its platform for sustainable growth and long-term shareholder value creation.

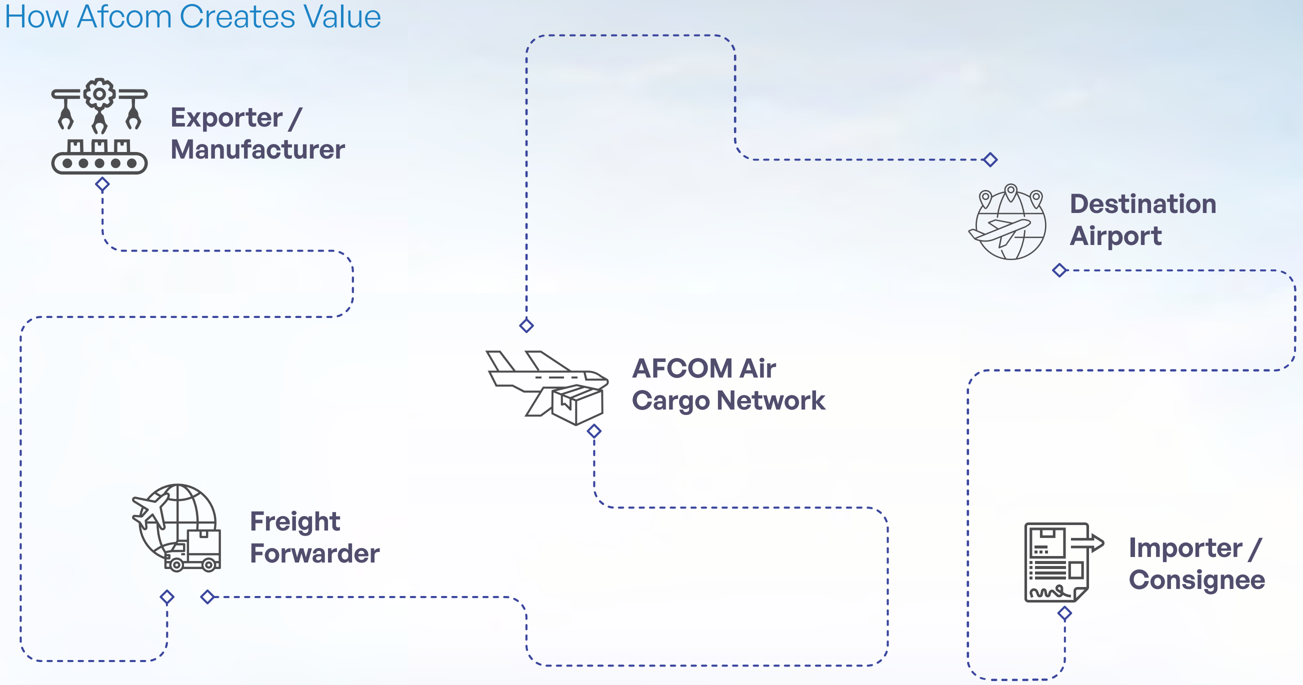
Business Overview

Enabling Cargo Movement Across Global Trade Corridors

Afcom's business model is built around providing dedicated air cargo capacity through scheduled and charter freighter operations. The Company works closely with freight forwarders, logistics providers and cargo aggregators to facilitate the movement of goods across international markets.

Revenue is generated through cargo transportation services, where customers utilise Afcom's dedicated freighter network for the movement of time-sensitive, high-value and specialised cargo. The Company's asset-backed operating model enables greater flexibility, reliability and control over cargo schedules while supporting efficient capacity utilisation.

How Afcom Creates Value



Key Service Offerings

- Scheduled Cargo Services
- Charter Cargo Services
- Airport-to-Airport Cargo Transportation
- Bonded Trucking Support
- Track & Trace Solutions
- Time-Critical Logistics
- Last-Mile Connectivity Support

Cargo Categories Handled

Afcom serves multiple industries through the transportation of specialised and time-sensitive cargo requiring speed, reliability and operational precision.

Pharmaceuticals & Healthcare

Medicines, vaccines, healthcare products and other critical medical shipments.

Perishables

Fresh produce, food products and temperature-sensitive cargo requiring timely delivery.

Electronics

Consumer electronics, components and high-value technology products.

Industrial Cargo

Machinery, engineering components, equipment and manufacturing-related shipments.

Express Cargo

Time-sensitive shipments requiring speed, flexibility and reliable transit.

Oversized Cargo

Specialised cargo including large equipment, machinery and non-standard shipments.

General Air Freight

Commercial cargo supporting diverse industries and international trade flows.

High-Value Cargo

Premium goods requiring enhanced security, handling and monitoring.

Strategic Partnerships

Afcom has established strategic partnerships with leading GSSAs, freight forwarders, logistics companies and airlines, enabling wider market access, enhanced cargo connectivity and efficient movement of freight across key international trade corridors.

GSSA – TT Group

KWE • DHL • CG Logistics Pvt Ltd • Kuehne+Nagel • DSV • DB Schenker • NYK Group • WorldwideGSA • GEODIS

Airline Tie-ups

Etihad Airways • Turkish Airlines • SriLankan Airlines • Virgin Atlantic

Airline Tie-ups Transshipment Partnering

Etihad Airways • British Airways • Aeroflot • Turkish Cargo

Strategic Expansion Partner

Nauru Airlines – Airline of the Central Pacific

Naoero Air Corporation
(Formerly known as Nauru Air Corporation)

Strategic business agreement supporting Afcom's entry into foreign corridors and strengthening its international network presence.

Global Network & Presence

South Asia
India • Sri Lanka • Maldives

Southeast Asia
Singapore • Kuala Lumpur • Bangkok • Hanoi • Ho Chi Minh City • Jakarta

Middle East
Key cargo gateways across the region

Australia-Pacific Region
Strategic network access established during FY26

Operational Excellence

Enabling Cargo Movement Across Global Trade Corridors

In the air cargo industry, access to aircraft alone does not create a sustainable advantage. The real differentiator lies in the ability to efficiently deploy capacity, maximise asset utilisation, optimise route economics and consistently deliver reliable cargo solutions across multiple markets. Building a scalable and efficient operating network requires deep industry expertise, strong customer relationships and disciplined execution.

Afcom's growth has been driven by its ability to convert operational capability into business performance. Through a combination of fleet deployment, cargo aggregation, charter execution and network coordination, the Company has built an agile operating model capable of responding quickly to changing cargo flows and customer requirements. This operational strength enables Afcom to maintain service reliability, improve asset productivity and strengthen its position across key international trade corridors.

Fleet Overview and Expansion Roadmap

Afcom operates a fleet of Boeing 737 freighter aircraft supporting scheduled and charter cargo operations across key international trade corridors. During FY26, the Company inducted its third aircraft, further strengthening operational capacity and supporting growing cargo volumes.

As part of its Phase II growth strategy, Afcom plans to expand its fleet through the induction of wide-body freighter aircraft. This strategic transition will support higher payload capacity, long-haul route development and access to larger international cargo markets.

After achieving the current phase of the fleet expansion, as part of our future growth, the Company would be taking necessary initiatives to look into servicing the long-haul markets.

Operational Performance at a Glance

Cargo Volume Handled:
24,353 Tonnes

Flights Operated:
1,923

Charter Flights Executed:
1,129

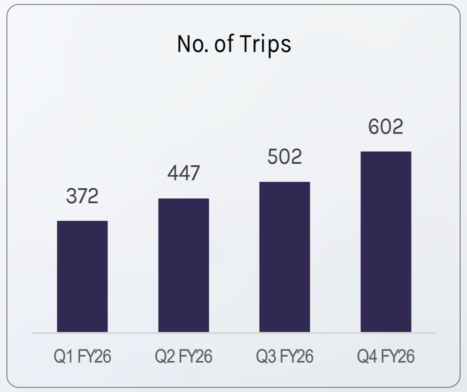
Average Weekly Trips per Aircraft:
19

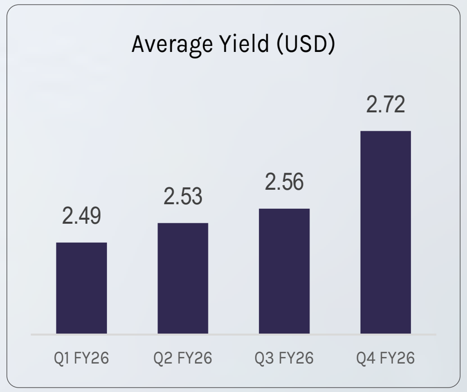
Average Kgs / Trips:
12.66 Tonnes

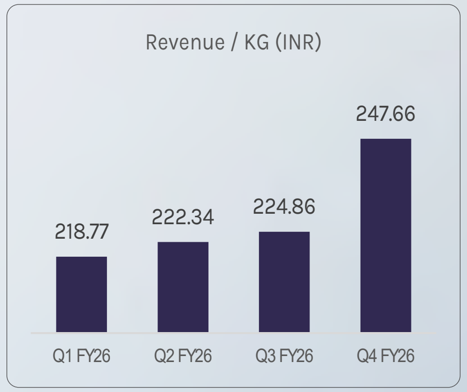
Average Revenue / Trip:
31,243.19 USD

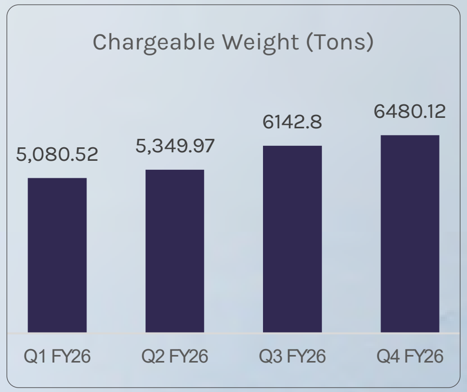
Average Revenue / Kg (Yield):
2.54 USD

Average Cost / Kg:
1.58 USD









Safety & Compliance

As an international cargo airline, Afcom's operations are built on a foundation of regulatory compliance, operational discipline and continuous oversight. The Company maintains rigorous operating procedures across flight operations, cargo handling and maintenance activities to support safe, reliable and uninterrupted cargo movement across international markets.

- 24×7 Operations & Maintenance Control Centre
- Dedicated Flight & Ground Crew Resources
- Aircraft Airworthiness Monitoring
- International Regulatory Compliance
- Cargo Security & Handling Controls
- Specialised Critical Cargo Handling

Future Growth Priorities

Fleet Expansion
Strengthen capacity through a balanced mix of narrow-body and future wide-body freighter aircraft.

Network Development
Deepen presence across Southeast Asia, the Maldives and Middle East cargo corridors.

Route Optimisation
Enhance network efficiency through improved connectivity and higher aircraft utilisation.

Strategic Partnerships
Expand relationships with airlines, freight forwarders and logistics partners to strengthen cargo reach.

Operational Excellence
Continue improving asset productivity, service reliability and operational efficiency across the network.

Human Capital

Our aircraft connect markets, but it is our people who make every connection possible

Afcom's growth from a startup cargo airline into a growing international air cargo operator has been supported by the expansion of its workforce and operational capabilities. From a team of approximately 10 employees during its formative years, the Company today has more than 130 employees supporting flight operations, engineering, maintenance, cargo handling, commercial functions and corporate operations.

Operating under a dry lease model requires Afcom to manage key operational functions internally, including flight crew, maintenance coordination, operational planning, regulatory compliance and network execution. This has enabled the Company to build in-house capabilities across critical areas of the business while maintaining operational control and service reliability.

As Afcom expands its fleet, network and cargo operations, it continues to strengthen its talent base by attracting experienced aviation professionals and developing capabilities required to support its next phase of growth.

Awards & Recognitions

2026

Top airline by air-to-air import.

2026

Fastest Growing freighter of the year.

Chairman & Managing Director's Message

Every flight carries more than cargo. It carries the trust of businesses, the commitment of our people, and the responsibility to deliver without compromise.

Dear Shareholders,

Over the years, aviation has taught me that no successful flight is ever the result of one individual or one decision. It is the outcome of meticulous planning, disciplined execution, and countless professionals working together with a shared commitment to safety and reliability. Every take-off carries responsibility, every landing fulfils a promise, and every shipment delivered on time strengthens the trust that customers place in us. At Afcom, this philosophy has guided us since our inception and continues to shape every decision we make.

FY26 has been a defining year in our journey. While the milestones we achieved are significant, they are not isolated accomplishments; they are the result of years of perseverance, thoughtful investments, and an unwavering focus on building a dependable international cargo airline. Every step forward reflects the confidence of our customers, the commitment of our employees, and the continued support of our shareholders and partners.

FY26 was not defined by a single milestone. It was the outcome of years of disciplined execution, thoughtful investments, and an unwavering commitment to operational excellence.

During the year, we strengthened our operational capabilities with the induction of our third aircraft, enhancing our capacity and network flexibility to serve customers more efficiently. We were recognised as a Designated Indian Carrier by the Government of India, strengthening our competitive position while improving operating efficiencies. The successful completion of our Qualified Institutions Placement reflected the confidence that institutional investors have placed in our long-term vision and has further strengthened our ability to pursue future growth. We were also honoured with prestigious industry recognitions, including the Fastest Growing Cargo Airline of the Year and awarded as the "Top Airline by Air-to-Air import 2026" and "Freighter of the year 2026" from Velana International Airport Awards (Republic of Maldives), while our strategic partnership with Naoero Air Corporation (formerly known as Nauru) marked another important step in expanding our presence across the Australian and Pacific regions.

The financial performance delivered during FY26 reflects the strength of our operating model and the disciplined execution of our long-term strategy. During the year, the Company recorded 144% growth in Total Income, while EBITDA increased by 212% and Profit After Tax grew by 230% over the previous year. These results were driven by stronger aircraft utilisation, increased charter operations, network expansion, and our continued focus on operational efficiency. More importantly, they demonstrate that sustainable growth is achieved by consistently delivering value to customers while remaining disciplined in execution.

Growth in aviation is never measured by the number of aircraft alone. It is measured by the confidence customers place in every flight we operate.

As someone who has spent much of his professional life in aviation, I firmly believe that aircraft and infrastructure can be acquired, but trust must be earned through every single flight. What gives me the greatest satisfaction is seeing Afcom evolve from a small, determined team into a professionally managed organisation driven by passionate pilots, engineers, operations specialists, commercial teams, and corporate professionals who share a common purpose. Their dedication, resilience, and unwavering pursuit of excellence have been instrumental in shaping the Company we are today.

As we look ahead, we remain focused on strengthening our fleet, expanding our international network, deepening strategic partnerships, and investing in technology, people, and operational excellence. We also see meaningful opportunities to strengthen our presence across existing markets while expanding into newer geographies, including Australia and Europe. Our ambition is not simply to grow larger, but to build an organisation that is respected for its reliability, safety, agility, and ability to consistently deliver value in an evolving global cargo landscape 'beyond flying cargo'.

As we expand our horizons, our commitment remains unchanged—to deliver reliable cargo solutions with safety, precision, and trust at the heart of every journey.

On behalf of the Board, I extend my sincere gratitude to our employees for their dedication, to our customers and business partners for their continued confidence, to the regulators and authorities for their guidance, and to our shareholders for believing in our vision. Your trust inspires us to aim higher, perform better, and continue building an airline that creates lasting value for all.

Capt. Deepak Parasuraman
Chairman & Managing Director

Whole-Time Director's Message

Sustainable growth is built through disciplined execution, operational excellence, and the ability to consistently deliver on every commitment we make

Dear Shareholders,

Building a resilient cargo airline requires far more than expanding fleets or adding new routes. It demands disciplined execution, efficient utilisation of assets, robust governance, and the ability to adapt to an ever-evolving operating environment. At Afcom, these principles continue to guide every business decision, enabling us to build a scalable organisation that consistently delivers value to customers and stakeholders.

FY26 was a year of strengthening our operational foundation while expanding our capabilities. Our focus remained on optimising aircraft utilisation, enhancing network efficiency, improving route planning, and responding swiftly to changing customer requirements. These initiatives, supported by well-defined operating procedures and a highly committed team, enabled us to enhance service reliability while maintaining operational discipline across our growing international cargo network.

afcom Beyond flying cargo

Every milestone achieved during FY26 reflects a business model built on operational discipline, efficient asset utilisation, and customer-centric execution.

Our disciplined operating model translated into another year of strong financial performance. During FY26, the Company reported Total Income of ₹587.73 crore, representing a 143.86% year-on-year growth. EBITDA increased to ₹238.14 crore, registering a 211.72% growth, while Profit After Tax stood at ₹121.90 crore, reflecting an impressive 230.05% year-on-year increase. These results were supported by higher aircraft utilisation, increased charter operations, network expansion, prudent cost management, and continued focus on operational efficiency, demonstrating the resilience and scalability of our business model.

Beyond financial growth, we continued to strengthen the systems that support our long-term aspirations. The induction of our third aircraft enhanced our operational flexibility, while investments in governance, compliance, financial reporting, and organisational processes have further strengthened our institutional capabilities. Our transition to Ind AS and continued focus on governance reflect our commitment to adopting best practices that align with our long-term growth ambitions and the expectations of our stakeholders.

True scalability is not achieved by adding capacity alone, but by strengthening the systems, processes, and people that support sustainable growth.

At the heart of our organisation are our people. Every successful operation is made possible by the collective efforts of our flight crew, engineers, operations teams, commercial professionals, and support functions who work together with dedication and accountability.

Equally important are the strong relationships we have built with our customers, partners, and regulatory authorities, whose continued trust enables us to pursue new opportunities with confidence.

As we look ahead, we remain focused on strengthening our fleet, expanding our international presence, enhancing technology adoption, and continuously improving operational efficiency. We also see significant opportunities to deepen our presence across existing markets while expanding into strategic geographies. Every investment we make will continue to be guided by prudent capital allocation, disciplined execution, and our commitment to building a resilient and future-ready organisation.

As we prepare for the next phase of growth, our focus remains on creating long-term value through disciplined execution, prudent capital allocation, and operational excellence.

I sincerely thank our employees for their dedication, our customers and partners for their continued confidence, our Board for its invaluable guidance, and our shareholders for their unwavering trust. Together, we will continue to build a stronger organisation that is well-positioned to create sustainable value and achieve enduring success.

Mr. Kannan Ramakrishnan
Whole-Time Director

Board Of Directors

Capt. Deepak Parasuraman

Chairman & Managing Director

Capt. Deepak Parasuraman is the Founder, Chairman & Managing Director of Afcom Holdings Limited and an accomplished aviation professional with over 20 years of experience in airline operations, cargo aviation, and aviation management. A qualified pilot with more than 20,000 flying hours, he has extensive expertise in establishing and managing cargo and private jet airline operations. He promoted Crescent Air Cargo Services, India's first international cargo airline, during 2004–06 and subsequently promoted Flyington Freighters, further strengthening his presence in the aviation sector.

His professional experience includes working with Lufthansa Consulting on aircraft operations and maintenance systems and processes. He has also been associated with Sukhoi as its exclusive dealer for South Asia, providing consulting support on aircraft interiors and serving as a geopolitical advisor for South Asia. In addition, he has represented CKBA (Russia) in South Asia and has been associated with Ezanda Leasing, part of the ANZ Grindlays Group, in aircraft leasing activities. Under his leadership, Afcom has established a strong presence in the international air cargo industry.

Mr. Kannan Ramakrishnan

Whole-Time Director

Mr. Kannan Ramakrishnan brings 19 years of leadership experience across diversified industries, including automotive, retail, pharmaceuticals, and corporate consulting. He has played a key role in establishing automobile retail operations and has worked with leading brands such as Mercedes-Benz, Volkswagen, Mahindra & Mahindra, and Force Motors, gaining extensive experience in business development, strategic planning, and organisational leadership.

He is the Founder Partner of Shreshtha Business Solutions LLP, a diversified consulting firm engaged in corporate advisory, mergers & acquisitions, capital raising, and corporate services. Through its various business verticals, the group also provides HR outsourcing, digital marketing, and brand-building solutions. At Afcom Holdings, he contributes to the Company's strategic direction and supports its long-term growth initiatives through his multidisciplinary business expertise.

Wg. Cdr. Jaganmohan Manthena (Retd.)

Non-Executive Director

Wg. Cdr. Jaganmohan Manthena (Retd.) is an aviation professional with 23 years of service in the Indian Air Force, followed by experience as an international cargo and VIP pilot qualified on 13 aircraft types. He led the Andhra Pradesh Aviation Corporation as COO and Accountable Manager, initiating the Hub-and-Spoke airport model and an international aviation university. An alumnus of NDA, JNU, and NALSAR, he also holds an ICAO Master's in Aviation Law & Air Transport Management and has been associated with entrepreneurial ventures in aviation, infrastructure, and education since 2010.

Mr. Srinivasan Natarajan

Independent Director

Mr. Srinivasan Natarajan is a qualified Company Secretary with over 38 years of experience in corporate laws, corporate governance, securities laws, and regulatory compliance. Since 2002, he has been in independent practice, advising clients on SEBI regulations, corporate law matters, and governance-related issues. His extensive knowledge of legal and regulatory frameworks strengthens the Board's oversight and governance practices.

Dr. Lalit Gupta

Independent Director

Dr. Lalit Gupta is an accomplished aviation professional and former Joint Director, DGCA, where he headed the National Aviation Safety Team. He has been a key contributor to the South Asia Regional Aviation Safety Team (SARAST) and was deputed by the Ministry of Civil Aviation to the International Civil Aviation Organization (ICAO). He holds an M.Tech in Aeronautical Engineering from IIT Kanpur and brings extensive aviation safety and regulatory expertise to the Board.

Ms. Rashmi Prithviraj

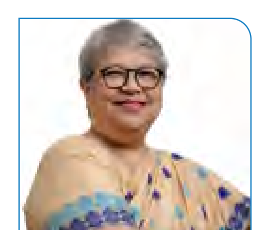
Independent Director

Ms. Rashmi Prithviraj holds a Bachelor's degree in Interior Design and brings over 15 years of experience in design and manufacturing. With her entrepreneurial background and creative approach, she contributes valuable perspectives on design, innovation, and business development, enriching the Board with diverse professional expertise.

Mr. Sudhir Deoras

Independent Director

Mr. Sudhir Deoras has over 40 years of leadership experience with the Tata Group, having served with TRF Limited and Tata International, where he successfully scaled business turnover from ₹800 crore to ₹8,000 crore. A former Chairman of the CII National Committee on Exports, he has also completed executive programmes at INSEAD, MIT Sloan, and IMD Switzerland, bringing extensive business leadership and strategic expertise to the Board.



Ms. Arundhati Mech

Independent Director

Ms. Arundhati Mech is a seasoned banking professional with over 35 years of experience in banking regulation and corporate governance. She served as Chief General Manager and Regional Director at the Reserve Bank of India (2016–2019) and played a key role during the Demonetization Crisis Management. She also serves as an Independent Director at HDB Financial Services and Shivalik Small Finance Bank, contributing deep financial and governance expertise.

Key Managerial Personnel

Mr. P. K. Raghunathan

Chief Financial Officer & Chief Operating Officer

Mr. P. K. Raghunathan is the Chief Financial Officer & Chief Operating Officer of the Company, bringing over 24 years of cross-functional experience across banking, insurance, and aviation. He has worked with reputed organisations including HSBC, Royal Sundaram, and Aviva, and holds a B.Sc. in Statistics, M.A. in Economics from the University of Madras, and a Post Graduate Diploma in Business Administration from LIBA. He also holds a Diploma in Transactional Analysis and is an experienced executive coach and leadership trainer for senior professionals across multinational organisations.

Mr. M. Ajith Kumar

Group Legal Head, Company Secretary and Compliance Officer

Mr. M. Ajith Kumar is the Corporate Head – Legal, Company Secretary & Compliance Officer and has over 11 years of experience in legal, secretarial, and corporate compliance functions. He has worked with leading organisations including CAMS, IC Universal Legal, and EID Parry. A qualified Company Secretary, he is an Associate Member of the Institute of Company Secretaries of India (ICSI) and holds B.A., B.L. (Hons.) and LL.M. Degrees from Tamil Nadu Dr. Ambedkar Law University, Chennai, bringing strong expertise in corporate governance, legal advisory, and regulatory compliance.

Senior Management Personnel

Mr. K.V Krishnan

Head of Engineering & Quality Manager

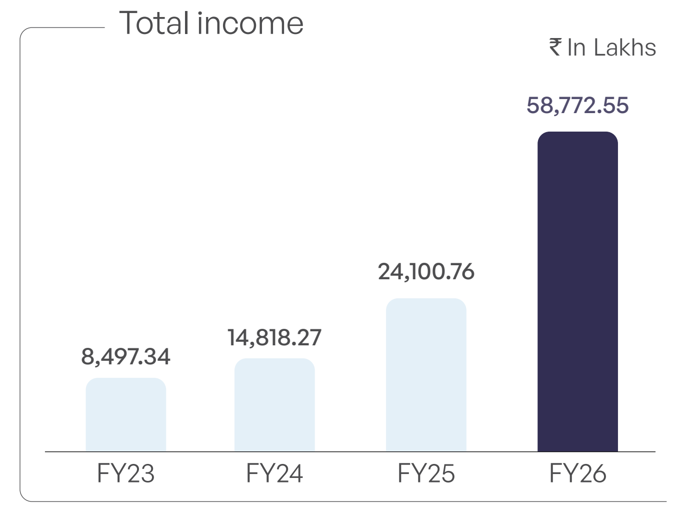
Capt. Shivani Reddy

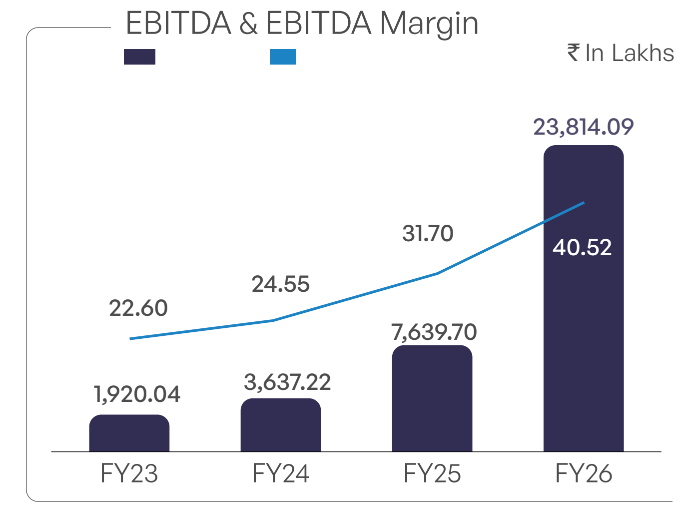
Director of Flight Operations

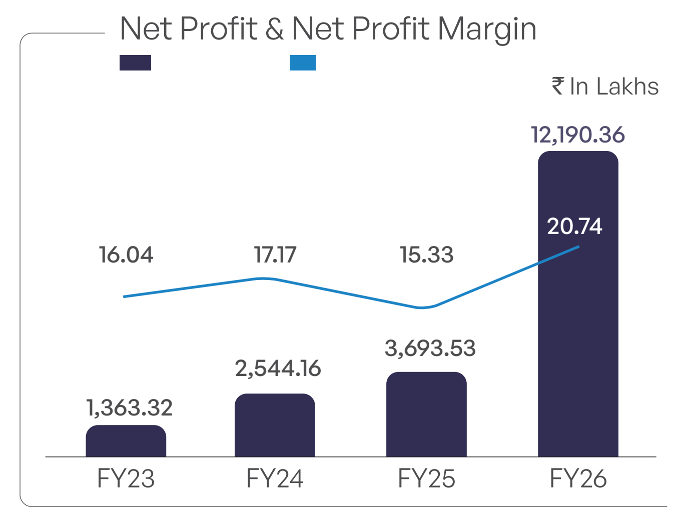
Mr. Sunil Chandrasekar

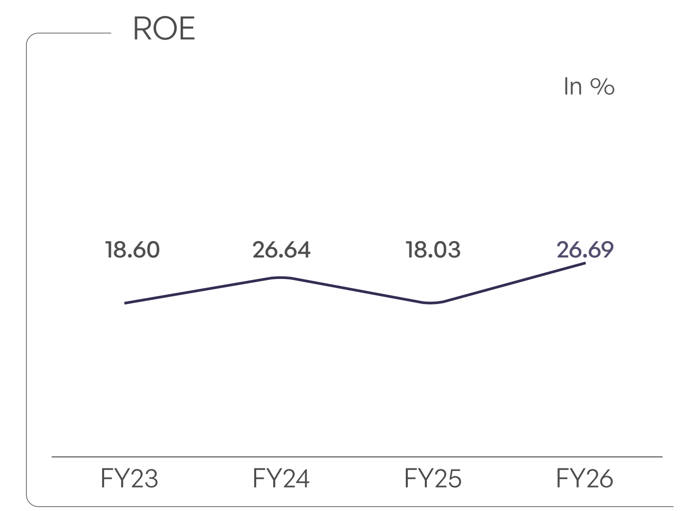
Chief Sales Officer

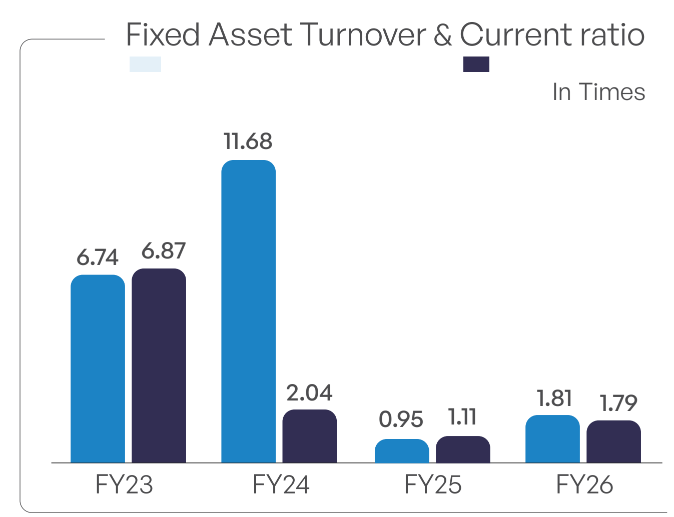
Key Financial Performance Highlights

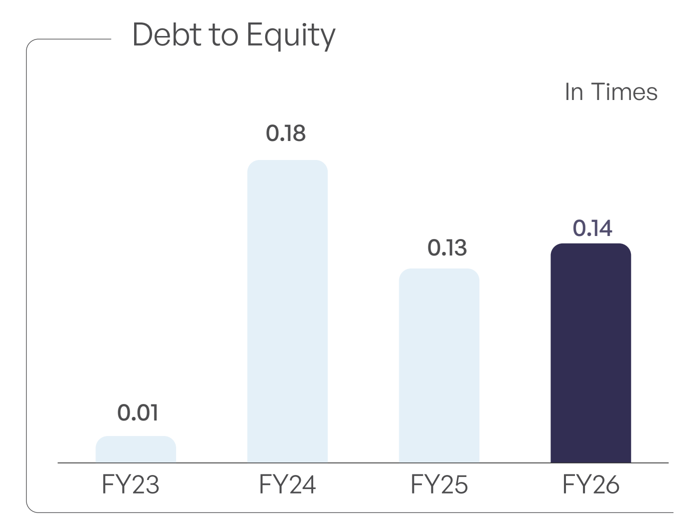












Management Discussion And Analysis

1. Economic Overview and Outlook

1.1 The Global Economy

FY 2025-26 was a year of two distinct halves for the global economy. The first three quarters were characterised by steady, if unspectacular, expansion. The final quarter was reshaped by the escalation of conflict in West Asia and the associated disruption to energy supply, the effects of which have carried into the current financial year and now define the operating backdrop for the air cargo industry.

In its July 2026 World Economic Outlook Update, the International Monetary Fund projected global growth of 3.0% for calendar 2026 and 3.4% for 2027, against an average of 3.5% recorded across 2024 and 2025. The Fund characterised the trajectory as a V-shaped recovery: weaker growth in the current year relative to pre-conflict expectations, followed by a rebound. Two forces are pulling in opposite directions. The war shock is weighing on energy importers and on economies with limited policy space, while accelerating investment in artificial intelligence is lifting economies positioned within the global technology value chain — a dynamic particularly visible across Asia.

Two features of this outlook bear directly on Afcom's business. First, global goods trade growth is expected to decelerate markedly, to approximately 3.5% in 2026 from around 5% in 2025, which moderates the underlying volume opportunity for air freight. Second, global disinflation has stalled, with headline inflation now projected at 4.7% for 2026 against 4.1% in 2025, sustaining pressure on input costs. For an operator whose aircraft lease rentals, fuel and a portion of maintenance costs are US Dollar-denominated, and whose revenue is substantially earned in foreign currency, both the direction of energy prices and the stability of the Rupee are material to reported outcomes. The Company manages this exposure principally through the natural hedge afforded by its foreign currency earnings, supported by route selection.

Source: IMF World Economic Outlook Update, July 2026.

1.2 The Indian Economy

India remained the fastest-growing major economy through the year. The Provisional Estimates of National Income released by the Ministry of Statistics and Programme Implementation (MoSPI) on 5 June 2026 placed India's real GDP growth for FY 2025-26 at 7.7%, an acceleration from 7.1% in FY 2024-25 and above the Second Advance Estimate of 7.6%. Real GDP reached ₹323.12 lakh crore at constant 2022-23 prices, with nominal GDP expanding 8.9% to ₹346.36 lakh crore. Momentum held through the closing quarter, with Q4 real growth of 7.8%.

Of particular relevance to Afcom, the 'Trade, Repair, Hotels, Transport, Communication and Services related to Broadcasting and Storage' segment — the national accounts grouping within which air cargo activity sits — grew at approximately 10.1% at constant prices, materially outpacing headline GDP. These estimates are drawn from MoSPI's revised national accounts series, rebased to 2022-23 in February 2026; year-on-year comparisons with periods prior to the rebasing should be read with that in mind.

Looking forward, the Reserve Bank of India has projected growth moderating to approximately 6.6% in FY 2026-27, citing downside risks from the geopolitical situation in West Asia and the prospect of a below-normal monsoon. The Economic Survey 2025-26 placed its projection in a range of 6.8% to 7.2%. Both point to continued healthy expansion at a slower pace than the year under review.

India's air cargo and logistics infrastructure continued to expand, supported by new cargo gateways and the Government's National Air Cargo Policy, which aims to establish India as a global air cargo and transshipment hub. Together with sustained growth in India's merchandise trade and e-commerce sectors, this provides a constructive medium-term backdrop for dedicated freighter operators.

Sources: MoSPI Press Note on Provisional Estimates of Annual GDP for FY 2025-26 (5 June 2026); RBI Monetary Policy Statements; Economic Survey 2025-26.

2. Industry Structure and Developments

2.1 The Global and Asia-Pacific Air Cargo Market

Calendar 2025 was a record year for air cargo by volume. According to the International Air Transport Association (IATA), industry-wide demand measured in cargo tonne-kilometres (CTK) grew 3.4% over 2024, with international operations up 4.2%, taking annual volumes to their highest level on record. Capacity, measured in available cargo tonne-kilometres, expanded 3.7% — marginally ahead of demand, which limited the scope for broad-based yield expansion during the year.

Regional performance diverged sharply, and the pattern favoured Afcom's geography. Asia-Pacific carriers recorded 8.4% demand growth, the strongest of any region, with international traffic up 10.9% and the highest regional load factor at 84.4%. Middle Eastern carriers, by contrast, grew just 0.3% across the year, and North American carriers contracted 1.3%. Asia-Pacific carriers ended 2025 with approximately 35.9% of global cargo traffic by CTK, the largest regional share.

The picture changed materially in the closing weeks of FY26. The disruption to shipping and jet fuel supply through the Strait of Hormuz from early March 2026, and the constraint this placed on capacity at major Gulf hubs, reshaped routings across the Europe-Asia and Middle East-Asia corridors. IATA has since revised its 2026 volume forecast down sharply, to growth of approximately 0.2% (71.7 million tonnes) from the 2.6% anticipated in March.

Management Discussion And Analysis

The same disruption has created a countervailing opportunity. IATA has observed that constraints at Middle Eastern hubs are enabling Asia-based carriers to capture traffic that would previously have transited the Gulf. These dynamics contributed directly to the elevated charter demand Afcom experienced during the second half of FY26, and is discussed further in Section 5.

Over the medium term, e-commerce, pharmaceutical cold-chain logistics and just-in-time manufacturing remain the structural demand drivers IATA identifies for the sector, with particular intensity across Asia-Pacific trade lanes. Cargo yields, notwithstanding recent volatility, remain approximately 30% above pre-pandemic levels.

Sources: IATA Air Cargo Market Analysis (December 2025 and full-year 2025); IATA Global Outlook for Air Transport (December 2025); IATA Airline Industry Financial Outlook (June 2026).

2.2 India's Air Cargo Market and Regulatory Environment

Cargo airlines in India operate under the Air Operator's Certificate regime administered by the Directorate General of Civil Aviation (DGCA).

During FY26 the Company was recognised as a Designated Indian Carrier by the Ministry of Finance in February 2026. This recognition confers eligibility for statutory benefits on export-related operations, including exemption from Value Added Tax on Aviation Turbine Fuel purchased in Tamil Nadu. Management estimates the benefit at approximately 5% to 7% of operating costs on qualifying uplift.

At Chennai, Afcom's home hub, international air cargo tonnage grew approximately 12.9% during April to February of FY26 against the corresponding period of FY25, well ahead of all-India international cargo growth of 5.4% over the same period. Chennai's outperformance reflects both the broader expansion of India's air cargo sector and the particular strength of the Chennai gateway for pharmaceutical, electronics and engineering exports apart from the contribution from our Company.

3. Our Business

Afcom Holdings Limited is an India-based air cargo solutions provider, established by Capt. Deepak Parasuraman and headquartered in Chennai.

The Company's vision is to be the most admirable company for all stakeholders, with a focus on service excellence; its mission is to become the most trusted logistics partner through proactive planning, technology and performance. As a standalone cargo airline, Afcom's operating proposition centres on delivery within 24 hours, coverage across cargo sizes and categories, and last-mile connectivity, supported by track-and-trace visibility, bonded trucking and flexible routing.

3.1 Operating Model and Network

Afcom operates dedicated, dry-leased freighter aircraft on an airport-to-airport basis, connecting India with South Asia, Southeast Asia, the Middle East. Airline's commercial reach is extended through a network of General Sales and Service Agents (GSSAs) and through interline and transshipment arrangements with partner carriers through its hub and spoke concept. Afcom has Republic of Maldives as one of its strong hub for the transshipment of west bound cargo, apart from the other two hubs out of Bangkok in Thailand and Hanoi in Vietnam.

Flight operations, safety and regulatory compliance are managed through Afcom's 24x7 Operations and Maintenance Control Centre under its DGCA Air Operator's Certificate. The Company serves freight forwarders, logistics companies, exporters and importers across general air freight, pharmaceuticals and healthcare, perishables, electronics, express and time-critical cargo, oversized and project cargo, dangerous goods and high-value cargo.

3.2 Fleet

Afcom operates Boeing 737-800 Converted Freighters, each with a structural cargo capacity of approximately 22 tonnes, held under dry-lease arrangements. The Company took delivery of its third aircraft at Chennai on December 31, 2025 and received the corresponding DGCA Certificate of Registration during FY 2025-26.

Two further Boeing 737-800 Converted Freighters are in the induction pipeline. Under its Phase II strategy the Company intends to introduce wide-body freighter capacity to support longer-haul routes and larger cargo markets.

4. Opportunities and Threats

4.1 Opportunities

- **Fleet and network expansion.** Addition of two more narrow-body freighters in FY 2026-27 would help the Company to expand its capacity and also its footprint by flying directly into more addressable markets.
- **Redirected Asia-Pacific traffic.** Constraints at Middle Eastern hubs have shifted cargo flows toward Asia-based carriers. Afcom's Chennai and Maldives positioning allows it to compete for this redirected volume, principally through charter.
- **New geographies.** The alliance with Naoero Air Corporation and flying directly into Dubai are some of the endeavours achieved by our Company in the past year which has improved our geographical coverage.
- **Designated Indian Carrier status.** Recognition by the Ministry of Finance brings eligibility for statutory export-related benefits, including ATF VAT exemption in Tamil Nadu — a meaningful structural offset at a time of rising fuel costs.

Management Discussion And Analysis

Management Discussion And Analysis

- **Credit rating.** ACUITE BBB+/Stable long-term rating assigned by Acuité Ratings & Research in January 2026, broadens the Company's access to institutional capital and lender markets.
- **Home hub strength.** Chennai's international air cargo growth continued to outpace the national average, supporting Afcom's Chennai-anchored network.
- **Strengthened capital base.** The preferential issue completed in December 2025 and the Qualified Institutions Placement completed in May 2026 together provide adequate resource strength for the fleet and network expansion.

4.2 Threats and Challenges

- **Fuel price movements.** This is the Company's most significant near-term exposure. Industry fuel costs are forecast to rise by close to 40% in calendar 2026 following the disruption to jet fuel supply through the Strait of Hormuz. Fuel is a substantial component of freighter operating cost; Designated Indian Carrier status and contractual fuel surcharge mechanisms mitigate this exposure.
- **Sustainability of charter demand.** A significant proportion of FY26 trips were charter operations, and demand was supported by capacity withdrawals in the Middle East arising from geopolitical disruption. Should Gulf hub capacity normalise, charter volumes and the associated yield premium may not recur at FY26 levels. This is the principal risk to the comparability of FY27 revenue against FY26.
- **Currency movement.** Aircraft lease rentals and a portion of maintenance costs are US Dollar-linked. This is partly offset by US Dollar revenue, but the net position remains sensitive to Rupee depreciation.
- **Working capital intensity.** Rapid revenue growth has absorbed significant working capital, and cash generated from operations in FY26 was below EBITDA. Sustaining growth at this rate will require continued attention to receivables collection and funding of the working capital cycle.
- **Counterparty and lessor concentration.** The Company's fleet is held under dry-lease arrangements with a limited number of lessors, and a meaningful share of revenue is derived from a concentrated set of charter and forwarder relationships. Disruption to any principal counterparty could have a disproportionate effect on operations.
- **Competitive environment.** Afcom competes with belly-cargo capacity on passenger airlines and with other freighter operators across its key corridors.
- **Execution on growth plans.** Continued fleet induction, the step-change to wide-body operations and expansion into new geographies will require sustained operational, regulatory and financial execution.

5. Operational Review and Performance

FY26 was the strongest operational year in Afcom's history. The year is marked by its recognition as a Designated Indian Carrier, expansion of its fleet with the induction of its third Boeing 737-800 Converted Freighter, commencement of newer routes such as Dubai World Central to enhance its reach.

The defining operational characteristic of the year, however, was intensity of utilisation rather than expansion of capacity. Substantially all of the year's volume was carried on a two-aircraft fleet, at a rate of approximately 19 trips per aircraft per week.

5.1 Full-Year Operating Performance

Metric	FY26
Cargo volume handled	24,353.42 tonnes
Flights (trips) performed	1,923
Average weekly trips per aircraft	19
Average cargo per trip	12.66 tonnes
Cargo tonne-kilometres (CTK)	~37.6 million t-km

5.2 Drivers of the Year

Revenue from operations grew 144.27% to ₹583.11 crore. Three factors account for the increase.

- **A full year of self-operated dry-lease flying.** The Company transitioned from wet-lease arrangements to operating its own freighter capacity directly under its own Air Operator's Certificate. FY26 was the first complete financial year on this basis, removing the all-in wet-lease fee previously payable to a third-party operator and bringing the associated revenue in-house.
- **A step-change in charter activity.** Charter operations accounted for 1,129 of 1,923 trips. Management has attributed the elevated charter demand principally to capacity withdrawals in the Middle East arising from geopolitical disruption, which redirected traffic toward Asia-based operators.
- **Higher utilisation of the existing fleet.** At approximately 19 trips per aircraft per week, the two-aircraft fleet operated at high intensity throughout the year.

5.3 Network Expansion

During FY26 Afcom extended its strategic alliance with Naoero Air Corporation (formerly known as Nauru), expanded its coverage to Middle East by connecting India with Dubai World Central. The network now spans South Asia, Southeast Asia and the Middle East, anchored by the transshipment hubs at Velana International Airport in the Republic of Maldives, Hanoi in Vietnam and Bangkok in Thailand.

5.4 Safety and Compliance

Operations are supported by a 24x7 Operations and Maintenance Control Centre, dedicated flight and ground crew resources, continuous airworthiness monitoring, and adherence to DGCA and applicable international regulatory requirements. During the year, our Company had BCAS Security Audit, DGCA surveillance Audit and DGCA Annual Audit all of which were cleared with Nil findings which signifies our focus on achieving high safety standards and compliance.

6. Financial Performance and Analysis

6.1 Basis of Preparation

FY 2025-26 is the Company's first year of reporting under Indian Accounting Standards (Ind AS). The audited financial statements for the year received an unmodified opinion from the statutory auditors, M/s. P P N and Company.

6.2 Results at a Glance

Total income grew 143.86% to ₹587.73 crore from ₹241.01 crore in FY25. EBITDA grew 211.72% to ₹238.14 crore, taking EBITDA margin to 40.52% from 31.70%. Profit after tax grew 230.05% to ₹121.90 crore, at a net margin of 20.74% against 15.33%. Diluted earnings per share grew 195.39% to ₹48.65 from ₹16.47.

Multi-year performance, FY24 to FY26 (₹ in lakhs unless otherwise stated)

Particulars	FY26	FY25	YoY	FY24
Revenue from operations	58,310.84	23,871.80	+144.27%	14,754.55
Other income	461.71	228.95	+101.66%	63.72
Total income	58,772.55	24,100.75	+143.86%	14,818.27
EBITDA	23,814.09	7,639.70	+211.72%	3,637.22
EBITDA margin	40.52%	31.70%	+882 bps	24.55%
Profit before tax	15,308.55	5,154.18	+197.01%	3,431.48
Tax expense	3,118.19	1,460.64	+113.48%	887.32
Effective tax rate	20.37%	28.34%	-797 bps	25.86%
Profit after tax	12,190.36	3,693.54	+230.05%	2,544.16
Net profit margin	20.74%	15.33%	+541 bps	17.17%
Diluted EPS (₹)	48.65	16.47	+195.39%	14.38

Margins are computed on total income. All arithmetic in this table has been recomputed and verified against the stated inputs.

6.3 Balance Sheet

- **Net worth** strengthened to approximately ₹457 crore, an increase of approximately 123% over the year. The increase is accounted for by retained earnings of ₹121.90 crore and the proceeds of approximately ₹129.61 crore received on the preferential issue of equity shares and convertible warrants completed in December 2025.
- **Total assets** grew to approximately ₹935 crore, up approximately 86%, reflecting the recognition of right-of-use assets on transition to Ind AS 116 together with continued investment in fleet capacity.
- **Cash and bank balances** stood at approximately ₹62 crore at the year end.
- **Lease liabilities** of approximately ₹338 crore were recognised in accordance with Ind AS 116, consistent with the Company's dry-lease fleet structure.
- **Leverage** remained low on a borrowings basis, with a debt-equity ratio of 0.14 times. Including Ind AS 116 lease liabilities, which represent contractual obligations to lessors, the ratio would be approximately 0.88 times. Both measures are disclosed because the first reflects the Company's borrowing position and the second its total contractual funding obligation.

6.4 Cash Flow and Working Capital

Net cash generated from operating activities was approximately ₹36 crore, against EBITDA of ₹238.14 crore — an operating cash conversion of approximately 15%. The difference is attributable principally to the working capital absorbed by revenue growth of 144%, and in particular to the absolute increase in trade receivables.

Investing activity reflected the Company's continued fleet investment. Financing inflows during the year comprised the proceeds of the preferential issue completed in December 2025.

Management Discussion And Analysis

6.5 Capital Raised and Utilisation of Proceeds

The Company has undertaken three capital raising exercises since listing. Their timing relative to the FY26 balance sheet date is set out below:

Instrument	Headline size	Received by Mar 31, 2026	Timing and status
Initial Public Offering	₹73.83 cr	₹73.83 cr	Listed on BSE SME, August 9, 2024 (FY25)
Preferential issue of equity shares and convertible warrants	~₹204 cr	~₹129.61 cr	Completed December 2025 (FY26). Balance of 75% on warrants receivable on conversion, within 18 months of allotment
Qualified Institutions Placement	₹199.85 cr	Nil	26,30,520 equity shares at ₹759.72 allotted 5 May 2026 — a subsequent event falling in FY27

7. Key Financial Ratios

The following ratios are disclosed in accordance with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Explanations are provided for every ratio that moved by 25% or more against the immediately preceding financial year.

Ratio	FY26	FY25	Change and explanation
EBITDA margin	40.52%	31.70%	+882 bps (+27.8% relative). Reflects the first full year of self-operated dry-lease flying, a higher share of charter work, and increased utilisation.
Net profit margin	20.74%	15.33%	+541 bps (+35.3% relative). Revenue growth outpaced cost growth, assisted by a lower effective tax rate of 20.37% against 28.34%.
Return on equity	26.69%	18.03%	+48.0% relative. Driven by profit growth of 230%. Computed on closing net worth; because net worth more than doubled during the year, a ratio computed on average equity would be materially higher.
Return on capital employed	22.86%	14.02%	+63.10% relative. Reflects stronger operating profitability. Capital employed comprises net worth and borrowings and excludes Ind AS 116 lease liabilities.
Debt-equity ratio (times)	0.14	0.13	+7.7% relative — below the 25% threshold. Borrowings basis. Including lease liabilities the ratio would be approximately 0.88 times.
Interest coverage (times)	5.82	5.85	-0.5% relative — below the 25% threshold. Broadly stable, as the growth in operating profit was matched by the interest charge arising on lease liabilities recognised under Ind AS 116.
Current ratio (times)	1.79	1.11	+61.3% relative. Strengthened by higher cash and, principally, higher trade receivables following the year's revenue growth and the preferential issue proceeds.
Fixed asset turnover (times)	1.81	0.95	+90.5% relative. Revenue scaled faster than the asset base. The FY24 figure of 11.68 predates the recognition of right-of-use assets and is not comparable.

8. Outlook

Afcom enters FY27 from a position of considerable operational and financial strength: an expanding fleet, a broadening international network, and a capital base substantially reinforced by the preferential issue completed in December 2025 and the Qualified Institutions Placement completed in May 2026.

The Company's near-term priorities are consistent with the strategy that delivered its strongest year to date. With the third aircraft inducted at the end of FY26 and the expected addition of two more narrow-body freighters, the Company is poised for sustainable growth. This will help Afcom establish a significant presence across its established corridors in South Asia, Southeast Asia and the Middle East. Recognition as a Designated Indian Carrier is expected to continue supporting cost efficiency as operations scale-up. ACUITE BBB+/Stable rating provides our Company, a supportive backdrop to fulfil its financing requirements for its future growth.

Management Discussion And Analysis

8.1 Factors Bearing on FY27

Management considers it appropriate to set out, alongside the Company's growth priorities, the principal factors that will determine whether FY26's performance can be sustained and built upon.

- **Fuel costs.** Industry fuel costs are forecast to rise by close to 40% in calendar 2026. Its recovery through fuel surcharges and yield, and offset by the ATF VAT exemption available under Designated Indian Carrier status, will help protecting FY27 margins.
- **Normalisation of charter demand.** The elevated charter activity of FY26 was supported by capacity constraints at Middle Eastern hubs. Should those constraints ease, both charter volumes and the associated yield premium may moderate. Management is focused on converting charter relationships into longer-term scheduled and contracted business where possible.
- **Working capital and cash conversion.** Improving the conversion of operating profit into operating cash flow is a stated management priority for FY27, and will determine the extent to which growth can be funded from internal accruals rather than external capital.
- **Execution of the wide-body programme.** The move to wide-body freighter operations represents a step-change in scale, capital commitment and operational complexity, and will require corresponding development of crew, engineering and network capability.

Beyond fleet and network expansion, management remains focused on the fundamentals that have underpinned the Company's growth: reliability, safety and service quality across an increasingly complex network. The Company continues to deepen its relationships with its GSSA and interline partners.

9. Risk Management

Afcom follows a risk management approach focused on identifying key exposures across its operations and implementing appropriate measures to support business continuity and regulatory compliance. The Board reviews the principal risks facing the Company and the adequacy of the mitigations in place.

- **Operational risks.** Managed through preventive maintenance programmes, safety and operational controls, planned fleet availability, and engagement with experienced aircraft lessors. Aircraft-on-ground events represent a concentrated risk for a small fleet and are managed through maintenance planning and spares availability arrangements.
- **Fuel price risk.** Managed through fuel surcharge mechanisms within customer contracts, route and payload optimisation, and the statutory ATF benefits available under Designated Indian Carrier status.
- **Financial and currency risks.** The Company has exposure to foreign currency movements, particularly on US Dollar-linked lease rentals, fuel and certain maintenance costs. This exposure is substantially offset by foreign currency earnings, and is further managed through route and contract structuring.
- **Credit and counterparty risk.** Managed through customer credit assessment, monitoring of receivable ageing, and diversification of the forwarder and charter customer base.
- **Regulatory and compliance risks.** Dedicated compliance processes are maintained to ensure adherence to DGCA requirements, applicable IATA standards, and other relevant aviation and securities regulations across the Company's operating markets. The Company is subject to the full corporate governance provisions of the SEBI Listing Regulations.
- **Business continuity risks.** Operational flexibility is supported by a diversified cargo mix, established GSSA and interline relationships, and a leased fleet model that enables capacity to be scaled in line with network requirements.

10. Human Resources

Afcom's people are central to its reliability as a scheduled and charter freighter operator. The team has grown steadily alongside the fleet and network, from a founding group of approximately 10 employees to more than 130 today, spanning flight operations, engineering and maintenance, cargo handling, commercial functions and corporate support.

Operating a dry-leased freighter fleet under the Company's own Air Operator's Certificate requires Afcom to build and retain specialist in-house expertise across safety-critical functions, including flight crew, maintenance planning, ground operations and regulatory compliance. The Company continued to strengthen this talent base through FY26 as it inducted its third aircraft and expanded into new geographies. Given the intensity of utilisation achieved during the year, crew availability and rostering discipline were a particular area of management focus.

The Company continues to build a culture centred on safety, operational discipline and service excellence, in line with its mission of becoming the most trusted logistics partner in the region. Flight and ground crew undergo regular training in accordance with DGCA requirements. Industrial relations remained cordial through the year, supporting uninterrupted operations across the expanding network.

Management Discussion And Analysis

11. Internal Control Systems and Their Adequacy

Afcom maintains internal control systems commensurate with the size, scale and nature of its operations, and in line with the requirements of the Companies Act, 2013. The framework covers financial reporting, safeguarding of assets, compliance with applicable laws and operational controls, with periodic review by the Audit Committee and technology-enabled monitoring across flight operations, cargo handling and financial processes.

Standard Operating Procedures are established for critical functions and are continually refined as the Company expands its fleet and network. Internal audits are conducted by independent professionals, with observations reviewed by management for timely corrective action. During the year the Company's control environment was further developed to support the transition to Indian Accounting Standards and the enhanced reporting obligations. Afcom has adopted the Kaizen methodology to support continuous improvement, reinforcing the focus on safety, operational discipline and international standards as it scales its operations. The Board, on the recommendation of the Audit Committee, is satisfied with the adequacy and operating effectiveness of the internal control framework.

12. Cautionary Statement

Statements in this Management Discussion and Analysis that describe the Company's objectives, projections, estimates, expectations or predictions may be 'forward-looking statements' within the meaning of applicable securities laws and regulations. These statements are based on certain assumptions and expectations of future events, and actual results could differ materially from those expressed or implied.

Important factors that could cause actual results to differ include movements in jet fuel prices and the availability of fuel supply; movements in currency exchange rates; changes in aircraft lease and maintenance costs; the availability of traffic rights, slots and regulatory approvals; the persistence or normalisation of the geopolitical conditions that supported charter demand during the year under review; demand and pricing conditions in the air cargo industry; the outcome of tax and other proceedings; and the timing and execution of the Company's fleet and network expansion plans. The Company undertakes no obligation to publicly update or revise any forward-looking statement, whether as a result of new information, future events or otherwise.

Corporate Information

Board Of Directors

Capt. Deepak Parasuraman
Chairman & Managing Director

Wg. Cdr Jaganmohan Manthena (Retd.)
Non-Executive Non-Independent Director

Mr. Srinivasan Natarajan
Independent Director

Mr. Sudhir Deoras
Independent Director

Mr. Kannan Ramakrishnan
Whole Time Executive Director

Dr. Lalit Gupta
Independent Director

Ms. Rashmi Prithviraj
Independent Director

Ms. Arundhati Mech
Independent Director

Chief Financial Officer

Mr. PK Raghunathan
E-mail: raghu@afcomcargo.com
Telephone: +91-9884900046

Company Secretary and Compliance Officer

Mr. Ajith Kumar
E-mail: ajith@afcomcargo.com
Telephone: +91-97908 75608

Statutory and Peer Review Auditor

M/s. PPN and Company
No.2, 4th Cross Street, Sterling Road,
Nungambakkam, Chennai-600034
Telephone Number: +91- 9884448912
Email: info@ppnaco.com
Contact Person: D. Hitesh
Peer Review No: 013578
Registration No: 013623S

Registrar and Share Transfer Agent

MUFG Intime India Private Limited
Formerly known as Link Intime India Private Limited,
C-101, 1st Floor, 247 Park, Lal Bahadur Shashtri Marg,
Vikhroli (West), Mumbai-400 083, Maharashtra, India
Telephone: +91-022-8108114949,
Fax No: +91-022-49186060
E-mail: afcomholdings.ipo@linkintime.co.in
Investor Greivance ID: afcomholdings.ipo@linkintime.co.in
SEBI Registration: INR000004058

Registered Office

2, LIC Colony DR. Radhakrishnan Nagar,
Thiruvanmiyur, Chennai,
Tamil Nadu, India, 600041
Telephone: +91-44 22213333
E-Mail: corporate@afcomcargo.com
Investor Grievance ID: investcare@afcomcargo.com
Website: https://afcomcargo.com

Corporate Office

AFCOM Holdings Limited
3rd Floor, Indiqube Palmyra Plot No. 16 (NP),
SIDCO Industrial Estate, Ekkattuthangal, Guindy,
Chennai – 600032
Telephone: 044-2221 3333

Airport Office

AFCOM Holdings Limited
Second Floor, Phase-III
Integrated Air Cargo Complex
AAICLAS, Chennai Airport,
Meenambakkam, Chennai- 600027
Telephone: +91 44 2950 0285

Listing

BSE Limited (SME Platform)
Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001
Scrip Code: 544224

ISIN For Demat
INE0OXY01013
CIN: L51201TN2013PLC089652

Notice

NOTICE IS HEREBY GIVEN THAT THE THIRTEENTH (13TH) ANNUAL GENERAL MEETING ("AGM") OF THE MEMBERS OF AFCOM HOLDINGS LIMITED ("COMPANY") WILL BE HELD ON FRIDAY, SEPTEMBER 25, 2026 AT 03:30 PM (IST) THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO-VISUAL MEANS ("OAVM") FACILITY

TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and the Auditors thereon

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

   "RESOLVED THAT the audited financial statements of the Company for the financial year ended March 31, 2026 including the Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement, together with the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered, approved and adopted."

2. To reappoint Mr. Jaganmohan Manthena, Non-Executive Director (DIN: 03139809) who retires by rotation

   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 152 of the Companies Act, 2013, the applicable provisions of the Articles of Association of the Company, and other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Jaganmohan Manthena, Non-Executive Director (DIN: 03139809), who retires by rotation at this Annual General Meeting and being eligible for re-appointment has given his consent to be re-appointed, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.

   RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company be and are hereby authorised to take such steps as may be necessary for obtaining necessary approvals, if any, and to do all such acts, deeds, matters and things as may be deemed necessary, proper or expedient to give effect to this resolution."

3. To re-appoint the Statutory Auditors of the Company

   "RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), and the rules made thereunder, M/s. PPN & Co., Chartered Accountants (Firm Registration No. 013623S), be and are hereby re-appointed as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the 15th Annual General Meeting of the Company to be held in 2028, at such remuneration, plus applicable taxes and reimbursement of out-of-pocket expenses, as may be determined by the Board of Directors of the Company in consultation with the Statutory Auditors.

   RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things and to execute all such documents as may be necessary, proper or expedient to give effect to this resolution."

SPECIAL BUSINESS:

4. To increase the Borrowing Powers of the Company up to ₹500 crores

   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 Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), and the rules made thereunder, and in supersession of the Special Resolution previously passed by the Members of the Company under Section 180(1)(c) of the Act, whereby the Board of Directors of the Company was authorised to borrow monies up to an overall limit of ₹200 Crores (Rupees Two Hundred Crores Only), the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall include any Committee thereof or any person authorised by the Board) to borrow from time to time, any sum or sums of money, notwithstanding that the money to be borrowed together with the monies already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital, free reserves and securities premium of the Company, provided that the total amount so borrowed and outstanding at any time shall not exceed ₹500 Crores (Rupees Five Hundred Crores Only).

   RESOLVED FURTHER THAT the Board be and is hereby authorised to borrow such monies on such terms and conditions and at such times as it may deem fit and to execute all such agreements, documents, deeds and writings and to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution."

5. To Increase the Authorised Share Capital of the Company and Consequential amendment to the Capital Clause in the Memorandum of Association

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

   "RESOLVED THAT pursuant to the provisions of Section 13, 61 and 64 of the Companies Act, 2013 (the "Companies Act") read with other applicable provisions, if any, of the Companies Act (including any amendment(s), statutory modification(s) and re-enactment(s) thereof for the time being in force) and the rules framed thereunder, the consent of Members be and is hereby accorded to increase the Authorized Share Capital of the Company from the existing Rs. 30,00,00,000/- (Rupees Thirty Crores Only) consisting of 3,00,00,000 (Three Crore) Equity Shares of Face Value Rs.10/- each to Rs. 40,00,00,000/- (Rupees Forty Crores Only) consisting of 4,00,00,000 (Four Crore) Equity Shares of Face Value Rs.10/- each by additional of Rs. 10,00,00,000/- (Rupees Ten Crore Only) divided into 1,00,00,000 (One Crore) equity shares of face value of Rs. 10 each;

   RESOLVED FURTHER THAT pursuant to the provisions of Section 13 and all other applicable provisions of the Companies Act and the relevant rules framed thereunder, the Memorandum of Association of the Company be and is hereby altered by substituting the existing Clause V thereof by the following new Clause V as under:

   The Authorised Share Capital of the Company is Rs. 40,00,00,000/- (Rupees Forty Crores Only) divided into 4,00,00,000 (Four Crore) equity shares of Rs. 10 Each;

   RESOLVED FURTHER THAT for the purpose of the giving effect to this resolution, the Board or Company Secretary of the Company, be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary for obtaining such approvals in relation to the above and to execute all such documents, instruments and writings, including all forms filing with the Registrar of Companies ("ROC") as may be required in this connection and to delegate all or any of the powers therein vested in the Board to any Committee thereof to give effect to the aforesaid resolution;

   RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred, as it may deem fit in its absolute discretion, to any committee of the Board or any one or more Director(s)/ Company Secretary/ any Officer(s) of the Company to give effect to the aforesaid resolution."

6. To consider and approve the formulation and implementation of Employees Stock Option Scheme(s)

   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 Section 62(1)(b) and other applicable provisions, if any, of the Companies Act, 2013 (the "Act"), read with the rules made thereunder, the applicable provisions of the Memorandum and Articles of Association of Afcom Holdings Limited (the "Company"), the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended from time to time ("SEBI SBEB & SE Regulations"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("SEBI Listing Regulations"), and all other applicable laws, rules, regulations, circulars, notifications, guidelines and directions issued by the Securities and Exchange Board of India ("SEBI"), the Stock Exchange and/or any other statutory or regulatory authority, as may be applicable, and subject to such approvals, permissions, sanctions and conditions as may be necessary and prescribed by any statutory or regulatory authority, consent of the Members of the Company be and is hereby accorded to grant, offer and issue Afcom Employee Stock Options ("Afcom ESOPs") under Employees Stock Option Scheme(s) ("Scheme(s)") to be formulated and finalised in accordance with applicable laws and regulations, with the maximum Employee Stock Option pool being capped at up to 10% of the current diluted paid-up equity share capital of the Company, to such eligible employees and/or directors of the Company, whether presently employed or appointed in future, as may be determined by the Board of Directors of the Company (the "Board") and/ or the Nomination and Remuneration Committee of the Company ("NRC"), in one or more tranches, on such terms and conditions including the number of Afcom ESOPs, exercise price, vesting period, exercise period and other conditions as may be determined by the Board/NRC in accordance with the Scheme(s) and applicable laws.

Notice

RESOLVED FURTHER THAT the Board/NRC be and is hereby authorised, subject to approval of the Members and applicable laws, to consider, finalise and approve the Scheme(s), based on the recommendations of appropriate professional advisors/consultants, including determining the eligibility criteria, vesting period, exercise price, exercise period and other terms and conditions thereof, within the aforesaid overall limit.

RESOLVED FURTHER THAT the Afcom ESOPs which lapse, expire, are forfeited, surrendered or otherwise become available under the relevant Scheme(s), in accordance with the terms of the Scheme, may be re-granted by the Board/NRC from time to time, subject to the overall limits and conditions prescribed under the relevant Scheme(s)and applicable laws.

RESOLVED FURTHER THAT the Board/NRC be and is hereby authorised to formulate, implement, administer and monitor the relevant Scheme(s) and to determine, from time to time, the terms and conditions thereof, including but not limited to the identification of eligible employees, number of Afcom ESOPs to be granted, grant dates, exercise price, vesting conditions, vesting period, exercise period, performance conditions, manner and procedure for exercise of Afcom ESOPs, treatment of Afcom ESOPs in the event of cessation of employment and such other matters as may be necessary for effective implementation of the Scheme, subject to the provisions of the Act, SEBI SBEB & SE Regulations and other applicable laws.

RESOLVED FURTHER THAT the Board/NRC be and is hereby authorised to make such modifications, alterations, amendments, variations or revisions to the relevant ESOP Scheme(s) as may be necessary or desirable to give effect to the Scheme or to comply with any amendment to applicable laws, regulations, rules, circulars, notifications or directions issued by any statutory or regulatory authority, subject to the approval of the Members, wherever required, provided that such modifications, alterations, amendments, variations or revisions are in accordance with applicable laws and do not adversely affect the rights of the eligible employees to whom Afcom ESOPs have already been granted, except with their consent where required.

RESOLVED FURTHER THAT the equity shares to be allotted upon exercise of the Afcom ESOPs granted under the relevant Scheme(s) shall rank pari passu in all respects with the then existing equity shares of the Company, including in respect of dividend and voting rights, from the date of allotment thereof, subject to the applicable provisions of law.

RESOLVED FURTHER THAT the Board/NRC be and is hereby authorised to settle all questions, difficulties or doubts that may arise in connection with the formulation, implementation, administration and operation of the relevant ESOP Scheme(s) and the grant, vesting, exercise and allotment of Afcom ESOPs and equity shares thereunder, and to do all such acts, deeds, matters and things as may be necessary, desirable or expedient for giving effect to this resolution and the relevant Scheme(s).

RESOLVED FURTHER THAT the Board be and is hereby authorised to appoint and engage such consultants, advisors, merchant bankers, valuers, registrars, depositories, legal advisors and other intermediaries as may be necessary or expedient for implementation and administration of the relevant Scheme(s) and to pay such fees, remuneration and expenses as may be considered appropriate.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers conferred upon it by this resolution to the NRC, any other committee of the Board, and/or any director, officer or authorised representative of the Company, to the extent permitted under applicable laws, for giving effect to this resolution and the relevant Scheme(s).

RESOLVED FURTHER THAT all actions taken by the Board/NRC or any person authorised by the Board in connection with the foregoing matters be and are hereby approved, ratified and confirmed."

7. To approve revision in the remuneration payable to Capt. Deepak Parasuraman, Managing Director

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 197, 198, 200, 203 and other applicable provisions of the Companies Act, 2013 ("Act"), read with Schedule V to the Act, and the rules made thereunder, and Regulation 17 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), and subject to such approvals, consents, permissions and sanctions as may be required under applicable laws, and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, consent of the Members of the Company be and is hereby accorded for revision in the remuneration payable to Capt. Deepak Parasuraman (DIN: 00699855), Managing Director of the Company, from the existing remuneration of ₹5,00,000/- (Rupees Five Lakhs Only) per month to remuneration of up to ₹10,00,000/- (Rupees Ten Lakhs Only) per month, with immediate effect, together with such perquisites, allowances, benefits and other components of remuneration as may be approved by the Board of Directors, within the overall limits prescribed under the Act and the terms of his appointment.

RESOLVED FURTHER THAT the aforesaid remuneration shall be subject to the applicable provisions of Sections 197 and 198 read with Schedule V and other applicable provisions of the Act and the rules made thereunder, and the applicable provisions of the SEBI LODR Regulations.

RESOLVED FURTHER THAT the Board of Directors of the Company (including the Nomination and Remuneration Committee or any other Committee thereof or any person authorised by the Board) be and is hereby authorised to determine, vary, revise or modify the components, structure and manner of payment of the remuneration within the overall limits approved herein, subject to the applicable provisions of law.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things and to execute all such documents, deeds and writings as may be necessary, proper, expedient or incidental to give effect to this resolution."

8. To approve revision in the remuneration payable to Mr. Kannan Ramakrishnan, Whole-Time Director

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 197, 198, 200, 203 and other applicable provisions of the Companies Act, 2013 ("Act"), read with Schedule V to the Act, and the rules made thereunder, and Regulation 17 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), and subject to such approvals, consents, permissions and sanctions as may be required under applicable laws, and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, consent of the Members of the Company be and is hereby accorded for revision in the remuneration payable to Mr. Kannan Ramakrishnan (DIN: 08202306), Whole-Time Director of the Company, from the existing remuneration of ₹2,50,000/- (Rupees Two Lakhs Fifty Thousand Only) per month to remuneration of up to ₹6,00,000/- (Rupees Six Lakhs Only) per month, with immediate effect, together with such perquisites, allowances, benefits and other components of remuneration as may be approved by the Board of Directors, within the overall limits prescribed under the Act and the terms of his appointment.

RESOLVED FURTHER THAT the aforesaid remuneration shall be subject to the applicable provisions of Sections 197 and 198 read with Schedule V and other applicable provisions of the Act and the rules made thereunder, and the applicable provisions of the SEBI LODR Regulations.

RESOLVED FURTHER THAT the Board of Directors of the Company (including the Nomination and Remuneration Committee or any other Committee thereof or any person authorised by the Board) be and is hereby authorised to determine, vary, revise or modify the components, structure and manner of payment of the remuneration within the overall limits approved herein, subject to the applicable provisions of law.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things and to execute all such documents, deeds and writings as may be necessary, proper, expedient or incidental to give effect to this resolution."

9. To continue Mr. Sudhir Laxmikant Deoras (DIN:00206099) as an Independent Director of the Company

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

"RESOLVED THAT pursuant to the provisions of Section 149, Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with the Companies (Appointment and Qualification of Directors) Rules, 2014, and Regulation 17(1A) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, and subject to such other approvals, consents and permissions as may be required, the consent of the Members of the Company be and is hereby accorded for the continuation of Mr. Sudhir Laxmikant Deoras (DIN: 00206099), Non-Executive Independent Director of the Company, who

Notice

attained the age of seventy-five (75) years on August 01, 2026, during his existing first term as an Independent Director, commencing from September 25, 2025 and ending on September 24, 2027, notwithstanding that he has attained the age of seventy-five years, on the terms and conditions applicable to his existing appointment.

RESOLVED FURTHER THAT the continuation of Mr. Sudhir Laxmikant Deoras as an Independent Director shall remain subject to the applicable provisions of the Act, the rules made thereunder and the SEBI LODR Regulations, as amended from time to time.

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

By order of the Board of Directors
For **AFCOM HOLDINGS LIMITED**

Sd/-
DEEPAK PARASURAMAN
Chairman and Managing Director
DIN:00699855

Place : Chennai
Date : August 31, 2026

Notice

NOTES:

1. The deemed venue for the 13th Annual General Meeting ("AGM") shall be the Corporate Office of the Company situated at 3rd Floor, Indiqube Palmyra, Plot No. 16 (NP), SIDCO Industrial Estate, Ekkattuthangal, Guindy, Chennai - 600032. The AGM is being conducted through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") facility in compliance with the applicable provisions of the Companies Act, 2013 ("Act"), the rules made thereunder, the applicable circulars issued by the Ministry of Corporate Affairs ("MCA") from time to time, the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), and Secretarial Standard-2 on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India ("ICSI"), as applicable.

   The Company is providing a facility for participation in the AGM through VC/OAVM, which does not require physical presence of Members at a common venue.

   The Notice of the AGM and the Annual Report for the financial year ended March 31, 2026 are being sent in electronic mode to those Members whose e-mail addresses are registered with the Company / MUFG Intime India Private Limited ("RTA") or the Depository Participant(s), in accordance with the applicable provisions of law. Members who require a physical copy of the Annual Report and/or Notice of the AGM may request the same from the Company in accordance with the applicable provisions of law.

   Pursuant to Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, Regulation 44 of the SEBI LODR Regulations and SS-2, the Company is providing remote e-Voting facility to its Members in respect of the business to be transacted at the AGM and a facility for those Members participating in the AGM to cast their votes through the e-Voting system during the AGM.

2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.

3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available 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 and other persons entitled to attend the AGM without restriction on account of first come first served basis.

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

5. The Notice of the AGM and the Annual Report for the financial year ended March 31, 2026 are available on the website of the Company at www.afcomcargo.com. The Notice can also be accessed on the website of BSE Limited at www.bseindia.com and on the website of NSDL, the agency engaged for providing the remote e-Voting facility, at www.evoting.nsdl.com

6. Corporate Members are entitled to appoint authorised representatives to attend the AGM through VC/OAVM on their behalf and cast their votes through remote e-Voting or during the AGM.

7. The aforesaid Resolution / Authorisation shall be sent by mail to the Scrutinizer at srividhyakumar@eshwars.com with a copy to evoting@nsdl.com and to the Company at corporate@afcomcargo.com.

8. Members of the Company under the category of Institutional Shareholders are encouraged to attend and participate in the AGM through VC/OAVM and vote thereat. Pursuant to the above-mentioned MCA Circulars, physical attendance of the Members is not required at the AGM, and attendance of the Members through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act

Notice

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

The remote e-voting period begins on Tuesday, September 22, 2026 at 9:00 A.M. and ends on Thursday, September 24, 2026 at 5:00 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 18, 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 18, 2026.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	1. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the **"Beneficial Owner"** icon under "Login" which is available under '**IDeAS**' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If you are 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 i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Notice

Type of shareholders	Login Method
	4. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL 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.

Notice

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

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

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
   c) How to retrieve your 'initial password'?
      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
      (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
   a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to srividhyakumar@eshwars.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Ms. Prajakta Pawle at evoting@nsdl.com

Notice

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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 corporate@afcomcargo.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to corporate@afcomcargo.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not cast 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 in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and **Password for** e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. 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.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at corporate@afcomcargo.com. The same will be replied by the company suitably.

Notice

6. **Speaker Registration**: Members of the Company, holding shares as on the cut-off date i.e., September 18, 2026 and who would like to speak or express their views or ask questions during the AGM may register as speakers by sending their request from their registered e-mail address mentioning their Name, DP ID and Client ID/folio number, PAN, Mobile number corporate@afcomcargo.com from 9 A.M. (IST) on September 10, 2026 (Thursday) till 5 P.M. (IST) on September 17, 2026 (Thursday). Those Members who have registered themselves as a speaker will only be allowed to speak/express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time at the AGM.
7. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not cast 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.
8. 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.

If you have any queries or issues regarding attending AGM & e-Voting from the NSDL e-Voting System, you can write an email to at evoting@nsdl.com or contact at toll free no. 022 - 4886 7000.

All grievances connected with the facility for voting by electronic means may be addressed to Ms. Prajakta Pawle, National Securities Depository Limited (NSDL) 301, 3rd Floor, Naman Chambers, Plot C-32, G-Block, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra - 400 051 or send an email to evoting@nsdl.com or call toll free no. 022 - 4886 7000

Notice

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 (“the Act”)

ITEM NO. 3

REAPPOINTMENT OF PPN & CO., CHARTERED ACCOUNTANTS, AS STATUTORY AUDITORS OF THE COMPANY:

M/s. PPN & Co., Chartered Accountants (Firm Registration No. 013623S), (hereinafter referred to as PPN) were appointed as statutory auditors of the Company at the 11th AGM held on July 15, 2024 to hold office from the conclusion of the said meeting till the conclusion of the 13th AGM to be held in the year 2026.

In terms of the provisions of Section 139 of the Companies Act, 2013, the Companies (Audit and Auditors) Rules, 2014, and other applicable provisions, the Company can appoint or reappoint an audit firm as statutory auditors for not more than two (2) terms of five (5) consecutive years. PPN is eligible for reappointment for a further period of five years.

Based on the recommendations of the Audit Committee, the Board of Directors, at its meeting held on August 31, 2026, approved the reappointment of PPN as the statutory auditors of the Company to hold office for a second term of two consecutive years from the conclusion of the ensuing AGM until the conclusion of the 15th AGM to be held in the year 2028. The reappointment is subject to approval of the shareholders of the Company.

The proposed remuneration to be paid to PPN for audit services for the financial year ending March 31, 2027, as determined by the Board, plus applicable taxes and out-of-pocket expenses.

Besides the audit services, the Company would also obtain certifications from the statutory auditors under various statutory regulations and certifications required by clients, banks, statutory authorities, audit related services and other permissible non-audit services as required from time to time, for which they will be remunerated separately on mutually agreed terms, as approved by the Board of Directors in consultation with the audit committee.

The Board of Directors and the Audit Committee shall approve revisions to the remuneration of the statutory auditors for the remaining part of the tenure. The Board of Directors, in consultation with the audit committee, may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the statutory auditors.

Considering the evaluation of the past performance, experience and expertise of PPN and based on the recommendation of the audit committee, it is proposed to appoint PPN as statutory auditors of the Company for a second term of two consecutive years till the conclusion of the 15th AGM of the Company in terms of the aforesaid provisions.

Brief profile of M/s. PPN & Co.:

M/s. PPN & Co., Chartered Accountants, is a firm of Chartered Accountants having its office at No. 2, 4th Cross Street, Sterling Road, Nungambakkam, Chennai – 600034. The firm is registered with the Institute of Chartered Accountants of India under Firm Registration No. 013623S and holds a valid Peer Review Certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India (Peer Review Certificate No. 013578).

The firm provides professional services in the areas of statutory audit, financial reporting, tax and regulatory compliance, certifications and other assurance-related services. PPN & Co. has experience in undertaking statutory audit and assurance assignments and has also undertaken assignments relating to restated financial information and certifications in connection with capital market and public issue requirements.

The firm has been associated with the Company as its Statutory and Peer Review Auditors and has provided audit and assurance services to the Company, including certification and related services in connection with the Company’s public issue and listing.

The firm has confirmed its eligibility and consent to continue as the Statutory Auditors of the Company in accordance with the applicable provisions of the Companies Act, 2013.

None of the Directors and Key Managerial Personnel of the Company and their respective relatives are concerned or interested, financially or otherwise, in passing the proposed Resolution.

The Board recommends the resolution set forth in item no. 3 for the approval of members.

Notice

ITEM NO. 4

TO INCREASE THE BORROWING POWERS OF THE COMPANY UP TO ₹500 CRORES

The Company, in the ordinary course of its business, requires funds from time to time for meeting its working capital requirements, capital expenditure, acquisition and induction of aircraft, expansion of business operations, strategic initiatives, refinancing of existing borrowings and other general corporate purposes.

Considering the Company’s existing and anticipated business requirements and future expansion plans, it is proposed to enhance the borrowing powers of the Board of Directors to an aggregate amount of up to ₹500 Crores (Rupees Five Hundred Crores Only).

In terms of Section 180(1)(c) of the Companies Act, 2013, the Board of Directors of a company shall not borrow money, where the money to be borrowed, together with the money already borrowed by the company, exceeds the aggregate of its paid-up share capital, free reserves and securities premium, apart from temporary loans obtained or to be obtained from the company’s bankers in the ordinary course of business, except with the consent of the Members of the Company by way of a Special Resolution.

Accordingly, approval of the Members is sought to authorise the Board to borrow monies from time to time up to an overall limit of ₹500 Crores, notwithstanding that the aggregate amount of the borrowings of the Company may exceed the aggregate of its paid-up share capital, free reserves and securities premium, excluding temporary loans obtained or to be obtained from the Company’s bankers in the ordinary course of business.

The proposed enhanced borrowing limit will provide the Company with the necessary financial flexibility to meet its funding requirements and support its business expansion and growth plans.

The Board of Directors recommends the Special Resolution set out at Item No. 4 of the accompanying Notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives are concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their respective shareholding or interest, if any, in the Company.

ITEM NO. 5

TO INCREASE THE AUTHORISED SHARE CAPITAL OF THE COMPANY AND CONSEQUENTIAL AMENDMENT TO THE CAPITAL CLAUSE IN THE MEMORANDUM OF ASSOCIATION

Considering the overall business growth and future expansion and the operational needs of the Company, the Company needs to raise funds for its operations by means of either equity. While the Company is considering the various options, it is proposed to increase the Authorised Share Capital as per applicable provisions of the Companies Act, 2013.

The present Authorized Share Capital stands at Rs. 30,00,00,000/- (Rupees Thirty Crores Only) only and it is proposed to increase the Authorized Share Capital from Rs. 30,00,00,000/- (Rupees Thirty Crores Only) consisting of 3,00,00,000 (Three Crore) Equity Shares of Face Value Rs.10/- each to Rs. 40,00,00,000/- (Rupees Forty Crores Only) consisting of 40,00,000 (Forty Crore) Equity Shares of Face Value Rs.10/- each by additional of Rs. 10,00,00,000/- (Rupees Ten Crore Only) divided into 1,00,00,000 (One Crore) equity shares of face value of Rs. 10 each.

Pursuant to Section 61 of the Companies Act, 2013 increase of authorised share capital requires the approval of the members by way of ordinary resolution. Further the alteration of Authorised Share capital requires modification of capital clause of Memorandum of Association of the Company. A copy of the Memorandum of Association of the Company duly amended will be available for inspection in the manner provided in this Notice.

The Board of Directors recommends the resolution set forth in Item No. 5 as an ordinary resolution for approval of the members of the Company.

None of the directors, managers, key managerial personnel, and relatives of the directors, managers, key managerial personnel are interested or concerned either directly or indirectly in the above resolution except to the extent of their shareholding in the Company.

Notice

ITEM NO.6

TO CONSIDER AND APPROVE THE FORMULATION AND IMPLEMENTATION OF EMPLOYEES STOCK OPTION SCHEME(S)

The Company proposes to introduce an Employees Stock Option Scheme(s) ("Scheme(s)") to provide eligible employees and/or directors of the Company an opportunity to participate in the long-term growth and value creation of the Company through ownership of equity shares, and to align employee interests with the Company's long-term objectives, reward performance, and attract, retain and motivate key talent.

The Nomination and Remuneration Committee ("NRC"), at its meeting held on August 31, 2026, recommended, and the Board of Directors, at its meeting held on August 31, 2026, approved the proposal for the formulation and implementation of the Scheme(s), subject to approval of the Members, with the maximum Employee Stock Option pool being capped at up to 10% of the current diluted paid-up equity share capital of the Company.

The detailed terms of the Scheme(s) including the eligible classes of employees, exercise price, vesting conditions and period, exercise period, and administration are proposed to be formulated and finalised by the Board/NRC with the assistance of such professional advisors/consultants as may be appointed for this purpose, in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws, and within the aforesaid overall 10% limit.

Independent Directors, and any employee belonging to the Promoter or Promoter Group, shall not be eligible to participate in the Scheme(s), except to the extent permitted under applicable law.

Afcom ESOPs which lapse, expire, are forfeited or are surrendered may be re-granted by the Board/NRC from time to time, within the aforesaid overall limit. Equity shares allotted on exercise of Afcom ESOPs shall rank pari passu with the existing equity shares of the Company from the date of allotment.

Approval of the Members is being sought pursuant to Section 62(1)(b) of the Companies Act, 2013, the rules made thereunder, and the SEBI SBEB & SE Regulations, for the formulation and implementation of the Scheme(s), with the maximum Employee Stock Option pool being capped at up to 10% of the current diluted paid-up equity share capital of the Company, and the consequential issue and allotment of equity shares upon exercise thereof.

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

None of the directors, managers, key managerial personnel, and relatives of the directors, managers, key managerial personnel are interested or concerned either directly or indirectly in the above resolution except to the extent of their shareholding in the Company.

ITEM NO. 7

TO APPROVE REVISION IN THE REMUNERATION PAYABLE TO CAPT. DEEPAK PARASURAMAN, MANAGING DIRECTOR

The Board of Directors, at its meeting held on May 28, 2026, based on the recommendation of the Nomination and Remuneration Committee ("NRC"), considered and approved the proposal for revision in the remuneration payable to Capt. Deepak Parasuraman, Managing Director of the Company, subject to the approval of the Members of the Company and such other approvals as may be required under applicable laws.

In view of the increased responsibilities entrusted to the Managing Director, his contribution to the growth and development of the Company, the scale of operations and the business requirements of the Company, the NRC has recommended revision in his remuneration.

Accordingly, it is proposed to revise the maximum monthly remuneration payable to Capt. Deepak Parasuraman from ₹5,00,000/- (Rupees Five Lakhs Only) per month to up to ₹10,00,000/- (Rupees Ten Lakhs Only) per month, with immediate effect.

The NRC, while recommending the revision in remuneration, has considered the responsibilities entrusted to the Managing Director, his qualifications, experience, expertise, contribution to the Company's operations and business growth, the scale of the Company's business and such other factors as it considered relevant.

The Board of Directors, based on the recommendation of the NRC, is of the view that the proposed revision in remuneration is commensurate with the responsibilities and duties entrusted to the Managing Director and is in the best interests of the Company.

Notice

The proposed remuneration shall be subject to the applicable provisions of Sections 197 and 198 read with Schedule V to the Act and other applicable provisions of law. In the event the Company has no profits or its profits are inadequate in any financial year during the tenure of the appointment, the remuneration payable to the Managing Director / Whole-Time Director shall be governed by the applicable provisions of Schedule V to the Act and other applicable provisions of law, as amended from time to time.

The Board of Directors recommends the Special Resolution set out at Item No. 7 of the accompanying Notice for approval of the Members.

Interest of Directors and Key Managerial Personnel

Capt. Deepak Parasuraman is concerned or interested in the proposed resolution to the extent of the remuneration proposed to be paid to him.

His relatives may be deemed to be concerned or interested in the proposed resolution to the extent of their relationship with him.

Except as stated above, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

Pursuant to Secretarial Standard–2 on General Meetings, the particulars of Capt. Deepak Parasuraman are provided below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	**Your User ID is:**
Name	Capt. Deepak Parasuraman
DIN	00699855
Brief resume of the director	Capt. Deepak Parasuraman is the Promoter, Chairman and Managing Director of the Company. He is a qualified and highly experienced pilot with over 26 years of experience in aviation and allied industries. He has rich experience in managing and operating businesses in the aviation industry, particularly in business aviation and the air cargo sector, and has been instrumental in establishing and growing the Company's business.
Age	57 years
Qualifications	Qualified Commercial Pilot
Nature of expertise in specific functional areas	He has extensive experience in aviation, business aviation, air cargo operations, airline management, aircraft operations and regulatory approvals. He has over 26 years of experience in the aviation and allied industries and has experience in managing and operating businesses in the business aviation and air cargo sectors. He has also been instrumental in securing licences and regulatory approvals for setting up an international cargo airline.
Disclosure of inter-se relationships between directors and KMP	None

Notice

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
Entities in which he holds directorship and committee membership	**Directorships:** **Company:** - Afcom Holdings Limited - FlySBS Aviation Limited - Seven Sages Consulting Private Limited **LLP:** - Ingenium Advisory LLP **Committee Membership:** *Afcom Holdings Limited* - Stakeholders' Relationship Committee - Corporate Social Responsibility Committee. - Borrowings Committee *FlySBS Aviation Limited* - Stakeholders' Relationship Committee - Borrowings Committee
Listed entities from which he has resigned in the past three years	Nil
Shareholding in the Company as on March 31, 2026	44,10,422 Equity Shares
Remuneration proposed to be paid	As may be approved by the Members pursuant to the resolution set out in the Notice, subject to the applicable provisions of the Companies Act, 2013.
Key terms and conditions of appointment	Capt. Deepak Parasuraman was appointed as Managing Director of the Company for a period of five years with effect from October 1, 2023, along with the terms of remuneration approved by the Board and Members, in accordance with the applicable provisions of the Companies Act, 2013.
Date of first appointment to the Board, last drawn remuneration and number of Board meetings attended	Date of first appointment to the Board: February 15, 2013. Last drawn remuneration: ₹60 lakhs during FY 2024-25. Number of Board meetings attended during FY 2025-26: 100% attendance
Skills and capabilities required for the role and the manner in which he meets such requirements	The role requires strategic leadership, aviation industry expertise, airline and cargo operations experience, regulatory knowledge, business development and overall management capabilities. Capt. Deepak Parasuraman meets these requirements through his extensive aviation experience of over 26 years, experience as a qualified pilot, expertise in business aviation and air cargo operations, and experience in establishing and operating aviation businesses and obtaining requisite regulatory approvals.

ITEM NO. 8

TO APPROVE REVISION IN THE REMUNERATION PAYABLE TO MR. KANNAN RAMAKRISHNAN, WHOLE-TIME DIRECTOR

The Board of Directors, at its meeting held on May 28, 2026, based on the recommendation of the Nomination and Remuneration Committee ("NRC"), considered and approved the proposal for revision in the remuneration payable to Mr. Kannan Ramakrishnan, Whole-Time Director of the Company, subject to the approval of the Members of the Company and such other approvals as may be required under applicable laws.

Notice

In view of the increased responsibilities entrusted to the Whole-Time Director, his contribution to the growth and development of the Company, the scale of operations and the business requirements of the Company, the NRC has recommended revision in his remuneration.

Accordingly, it is proposed to revise the maximum monthly remuneration payable to Mr. Kannan Ramakrishnan from ₹2,50,000/- (Rupees Two Lakhs Fifty Thousand Only) per month to up to ₹6,00,000/- (Rupees Six Lakhs Only) per month, with immediate effect.

The NRC, while recommending the revision in remuneration, has considered the responsibilities entrusted to the Whole-Time Director, his qualifications, experience, expertise, contribution to the Company's operations and business growth, the scale of the Company's business and such other factors as it considered relevant.

The Board of Directors, based on the recommendation of the NRC, is of the view that the proposed revision in remuneration is commensurate with the responsibilities and duties entrusted to the Whole-Time Director and is in the best interests of the Company.

The proposed remuneration shall be subject to the applicable provisions of Sections 197 and 198 read with Schedule V to the Act and other applicable provisions of law. In the event the Company has no profits or its profits are inadequate in any financial year during the tenure of the appointment, the remuneration payable to the Managing Director / Whole-Time Director shall be governed by the applicable provisions of Schedule V to the Act and other applicable provisions of law, as amended from time to time.

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

Interest of Directors and Key Managerial Personnel

Mr. Kannan Ramakrishnan is concerned or interested in the proposed resolution to the extent of the remuneration proposed to be paid to him.

His relatives may be deemed to be concerned or interested in the proposed resolution to the extent of their relationship with him.

Except as stated above, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

Pursuant to Secretarial Standard–2 on General Meetings, the particulars of Mr. Kannan Ramakrishnan are provided below:

Particulars	Details
Name	Mr. Kannan Ramakrishnan
DIN	08202306
Brief resume of the director	Mr. Kannan Ramakrishnan is the Whole-Time Director and Promoter of the Company. He is a Science Graduate from St. Joseph's College, Tiruchirapalli. He has extensive experience in the retail and luxury automobile industry and has successfully established and grown the Shreshta Business Solutions Group. He has been associated with the Company since October 2021 and oversees the operations of the Company.
Age	55 years
Qualifications	Science Graduate from St. Joseph's College, Tiruchirapalli
Nature of expertise in specific functional areas	He has extensive experience in the retail and luxury automobile industry, having successfully established and grown the Shreshta Business Solutions Group. He oversees the operations of the Company and brings experience in business management and operations.
Disclosure of inter-se relationships between directors and KMP	None

Notice

Particulars	Details
Entities in which he holds directorship and committee membership	**Directorships:** **Company:** - Afcom Holdings Limited - FlySBS Aviation Limited - Flyaster Aviation Private Limited - Flyaeon Aviation Private Limited - Chryseum Corporate Services Private Limited **LLP:** - Shreshtha Business Solutions LLP **Committee Membership:** *Afcom Holdings Limited* - Stakeholders' Relationship Committee - Corporate Social Responsibility Committee - Borrowings Committee *FlySBS Aviation Limited* - Audit Committee - Nomination and Remuneration Committee - Stakeholders' Relationship Committee - Corporate Social Responsibility Committee - Borrowings Committee
Listed entities from which he has resigned in the past three years	Nil
Shareholding in the Company as on March 31, 2026	2,42,325 Equity Shares. The latest publicly available ownership information continues to reflect 2,42,325 shares held by Mr. Kannan Ramakrishnan.
Remuneration proposed to be paid	As may be approved by the Members pursuant to the resolution set out in the Notice, subject to the applicable provisions of the Companies Act, 2013.
Key terms and conditions of appointment	Mr. Kannan Ramakrishnan was appointed as Whole-Time Director for a period of 5 years with effect from October 1, 2023, subject to the applicable provisions of the Companies Act, 2013 and the terms and conditions approved by the Board and Members.
Date of first appointment to the Board, last drawn remuneration and number of Board meetings attended	Date of first appointment to the Board: March 31, 2023 in the present continuous tenure; subsequently designated as Executive Director on March 27, 2023 and as Whole-Time Director with effect from October 1, 2023. Last drawn remuneration: ₹30 lakhs during FY 2024-25, as publicly reported.
Skills and capabilities required for the role and the manner in which he meets such requirements	The role requires business management, operational, financial, oversight, strategic planning, leadership and industry/business development capabilities. Mr. Kannan Ramakrishnan meets these requirements through his extensive experience in the retail and luxury automobile industry, his experience in establishing and growing the SBS Group, and his responsibility for overseeing the operations of the Company.

Notice

ITEM NO. 9

To continue Mr. Sudhir Laxmikant Deoras (DIN:00206099) as an Independent Director of the Company

The Members of the Company had approved the appointment of Mr. Sudhir Laxmikant Deoras (DIN: 00206099) as an Independent Director of the Company for a first term commencing from September 25, 2025 and ending on September 24, 2027.

Mr. Sudhir Laxmikant Deoras attained the age of seventy-five (75) years on August 01, 2026. In terms of Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, continuation of a Non-Executive Director who has attained the age of seventy-five years is subject to the approval of the Members by way of a Special Resolution.

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, has considered the continued association of Mr. Sudhir Laxmikant Deoras as being in the best interests of the Company. Considering his extensive experience, knowledge, expertise and understanding of the Company's business and industry, the Board believes that his continued guidance and independent perspective would contribute meaningfully to the deliberations of the Board and its Committees and would be beneficial to the Company.

The proposed continuation is only for the balance period of his existing first term, i.e., up to September 24, 2027, and does not constitute a fresh appointment or re-appointment for a further term.

Mr. Sudhir Laxmikant Deoras continues to fulfil the criteria of independence prescribed under Section 149(6) of the Companies Act, 2013, the rules made thereunder and the SEBI LODR Regulations. He has furnished the requisite declaration confirming his independence and has confirmed that he is not disqualified from continuing as a Director under the provisions of the Act, the rules made thereunder or the SEBI LODR Regulations.

The Company has received the necessary declarations, disclosures and confirmations from Mr. Sudhir Laxmikant Deoras as required under the applicable provisions of the Act and the SEBI LODR Regulations. The Board is satisfied that he possesses the requisite qualifications, expertise, experience and integrity required for continuation as an Independent Director of the Company.

Accordingly, the Board considered the continued association of Mr. Sudhir Laxmikant Deoras to be in the best interests of the Company and recommends the Special Resolution set out at Item No. 9 of the accompanying Notice for approval of the Members.

Except Mr. Sudhir Laxmikant Deoras, none of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the Resolution set out at Item No. 9.

The requisite particulars of Mr. Sudhir Laxmikant Deoras, including his age, qualifications, experience, expertise, terms and conditions of appointment, remuneration, date of first appointment, shareholding in the Company, relationship with other Directors and Key Managerial Personnel and the number of Board meetings attended during the relevant financial year, are provided in the accompanying Notice and/or Annual Report, as applicable.

DETAILS OF DIRECTORS SEEKING APPOINTMENT AT THE 13TH ANNUAL GENERAL MEETING PURSUANT TO REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD-2 (SS-2):

The details required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS-2 are furnished below:

Item No. 2: Re-appointment of Mr. Jaganmohan Manthena (DIN: 03139809) as Director, retiring by rotation

In accordance with the provisions of Section 152 of the Companies Act, 2013, Mr. Jaganmohan Manthena, Director of the Company, is liable to retire by rotation at the 13th Annual General Meeting and, being eligible, offers himself for re-appointment.

Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard–2 on General Meetings, the particulars of Mr. Jaganmohan Manthena are provided below:

Notice

Particulars	Details
Name	Mr. Jaganmohan Manthena
DIN	03139809
Brief resume of the director	Mr. Jaganmohan Manthena is a Non-Executive Director and Promoter of the Company. He is a decorated Fighter Pilot and Helicopter Veteran of the Indian Air Force, having served from 1987 to 2010. He was the Chief Operating Officer for the Aviation Department of the Government of Andhra Pradesh from 2007 to 2009. He continues to fly as a VVIP Pilot for Chief Ministers of various States in India and international Heads of State. He has been associated with the Company since 2018 and brings extensive leadership and operational experience.
Age	59 years
Qualifications	Post-Graduate in Aviation Law & Air Transport Management (NALSAR, Hyderabad, 2016); Post-Graduate Diploma in Sustainable Global Enterprise & E-Marketing (IIM, Shillong); alumnus of the National Defence Academy
Nature of expertise in specific functional areas	Aviation, Governance, Defence Operations, Administration
Disclosure of inter-se relationships between directors and KMP	Not related to any Directors or Key Managerial Personnel
Entities in which he holds directorship and committee membership	**Directorships:** **Company:** - Man Airways and Services Private Limited - Afcom Holdings Limited - RemNutri Health Private Limited **LLP:** - Frontier Fusion Studios **Committee Membership:** *Afcom Holdings Limited* - Audit Committee - Nomination and Remuneration Committee
Listed entities from which he has resigned in the past three years	None
Shareholding in the Company as on March 31, 2026	12,91,183 equity shares
Remuneration proposed to be paid	He is a Non-Executive Director liable to retire by rotation. No sitting fees were paid to him for attending meetings of the Board and Committees thereof, and no remuneration is proposed to be paid to him.
Key terms and conditions of appointment	Liable to retire by rotation as per the Companies Act, 2013
Date of first appointment to the Board, last drawn remuneration and number of Board meetings attended	First appointed on April 20, 2018; Last drawn remuneration: Not Applicable; Attended 4 Board Meetings out of 6 Board Meetings held during FY 2025-26
Skills and capabilities required for the role and the manner in which he meets such requirements	Strategic leadership, operational management, crisis handling, aviation expertise, governance and defence administration aligning with the Board's competency matrix and requirements for effective Non-Executive Directors.

Board's Report

Dear Members,

The Board of Directors hereby submits the report of the business and operations of our company, Afcom Holdings Limited ("Company" or "Afcom"), along with the audited financial statements, for the financial year ended March 31, 2026 (FY 2025-26).

1. FINANCIAL SUMMARY AND HIGHLIGHTS

(In Lakhs)

Particulars	FY 2025-26	FY 2024-25 (Restated)
Revenue from Operations	58,310.84	23,871.80
Other Income	461.71	228.95
Total Income	58,772.55	24,100.76
Operating Cost	31,478.36	14,199.41
Total Expenses	43,464.00	18,946.58
Profit Before Tax (PBT)	15,308.55	5,154.18
Net Profit After Tax (PAT)	12,190.36	3,693.54
Basic / Diluted EPS (₹)	48.73	16.47
Net Worth (Share Capital + Reserves)	45,668.18	20,485.80
Total Assets	93,478.03	50,209.39
Net Cash from Operating Activities	3,599.03	(4,500.60)
Closing Cash & Bank Balance	6,205.66	8.51

In FY 2025-26, For the year ended March 31, 2026, the Company achieved a revenue from operations of ₹ 58,310.84 lakhs, compared to ₹23,871.80 lakhs in the previous year, reflecting strong growth. Including other income of ₹ 461.71 lakhs as against ₹228.95 lakhs in the previous year, the total income stood at ₹ 58,772.55 lakhs, higher than ₹ 24,100.76 lakhs reported in the previous year.

Total expenses amounted to ₹ 43,464.00 lakhs, up from ₹ 18,946.58 lakhs in the previous year, driven mainly by higher operating costs and increased employee benefit expenses. After accounting for expenses, the Company recorded a Profit Before Tax of ₹ 15,308.55 lakhs, nearly triple the ₹5,154.18 lakhs reported in the previous year.

Post tax provisions of ₹ 3,118.19 lakhs as compared to ₹ 1,460.64 lakhs in the previous year, the Net Profit for the year was ₹ 12,190.36 lakhs, which is a significant improvement over ₹3,693.54 lakhs in the previous year. Earnings per share (EPS) improved to ₹48.73, up from ₹16.47 in the previous year.

On the balance sheet front, the Company's Net Worth stood at ₹45,668.18 lakhs as on March 31, 2026, marking a sharp increase from ₹20,485.80 lakhs in the previous year, driven by internal accruals and equity infusion. Total assets rose to ₹ 93,478.03 lakhs, compared to ₹ 50,209.39 lakhs in the previous year.

Cash flow from operations remained positive at ₹3,599.03 lakhs, compared to negative ₹4,500.60 lakhs in the previous year, reflecting a significant improvement in operating cash generation. The closing cash and bank balance increased to ₹6,205.66 lakhs from ₹8.51 lakhs in the previous year, supported by financing activities, including equity infusion and borrowings, which provided liquidity for the Company's expansion and capital expenditure requirements.

Details of utilisation of proceeds from Initial Public Offer (IPO):

The Company got Listing Approval from BSE for Initial Public Offer of its Equity Shares of face value of ₹.10/- each on August 09, 2024. The Company has issued 68,36,400 Equity Share of ₹ 10/- each at a premium of ₹ 98/- each by way of Initial Public Offer ("IPO") and got listed on BSE SME Platform of BSE Limited on August 09, 2024. Accordingly, these Audited Financial Results for the year ended March 31, 2026 are drawn in accordance with the Regulations 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015, as amended.

Board's Report

The details of utilisation of IPO proceeds as on March 31, 2026 is as follows:

S.No	Object of the Issue	Amount Allotted for the object (in Lakhs)	Amount utilised till March 31, 2026 (in Lakhs)	Amount unutilised till March 31, 2026	Remarks
1	Issue Related Expenses	350	350	-	NA
2	Funding Capital Expenditure towards taking of two new aircraft on Lease basis	4279.91	3135.89	1,144	NA
3	Prepayment or repayment of all or a portion of certain outstanding borrowings availed by our company	1,000	1,000	-	NA
4	Funding of Working Capital Requirement	800	800	-	NA
5	General corporate purposes	953.40	953.40	-	NA

Details of utilisation of proceeds from Preferential Allotment:

During the financial year under review, the Company raised funds through a preferential issue in accordance with the applicable provisions of the Companies Act, 2013 and the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended.

Pursuant to the approvals accorded by the Members of the Company, the Company had proposed to issue 12,35,390 Equity Shares of face value of ₹10/- each at an issue price of ₹863.17/- per Equity Share, out of which 12,10,390 Equity Shares were actually allotted to the respective allottees on a preferential basis.

The Company also issued and allotted 11,65,000 Fully Convertible Warrants at an issue price of ₹863.17/- per Warrant, aggregating to approximately ₹100.56 Crores, to Promoter and Non-Promoter allottees on a preferential basis. Each Warrant is convertible into one Equity Share of the Company, subject to the terms and conditions of the issue and applicable regulatory provisions.

The proceeds of the preferential issue are intended to support the Company's capital expenditure and business expansion plans, including the induction of Boeing 777 wide-body aircraft.

The details of utilisation of the proceeds of the preferential issue as at March 31, 2026 are disclosed in the relevant regulatory filings and financial statements of the Company.

The details of utilisation of proceeds from Preferential Allotment as on March 31, 2026 is as follows:

S.No	Object of the Issue	Amount Alloted for the object (in Lakhs)	Amount utilised till March 31, 2026 (in Lakhs)	Amount unutilised till March 31, 2026	Remarks
1	Issue Related Expenses	-	-	-	NA
2	Funding Capital Expenditure towards taking of two new aircraft on Lease basis	16,851.60	5,699.35	11,152.25	NA
3	Prepayment or repayment of all or a portion of certain outstanding borrowings availed by our company	-	-	-	NA
4	Funding of Working Capital Requirement	3,489.00	1,310.02	2,178.98	NA
5	General corporate purposes	379.00	-	-	NA

Board's Report

Details of utilisation of proceeds from Qualified Institutional Placement (QIP):

Subsequent to the financial year ended March 31, 2026, the Company raised funds through a Qualified Institutional Placement ("QIP") in accordance with Chapter VI of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, and the applicable provisions of the Companies Act, 2013.

Pursuant to the approval accorded by the Members of the Company and subsequent approvals of the Board, the Company issued and allotted 26,30,520 Equity Shares of face value of ₹10/- each to eligible Qualified Institutional Buyers at an issue price of ₹759.72/- per Equity Share, aggregating to approximately ₹199.85 Crores.

The proceeds of the QIP are being utilised towards the objects specified in the Placement Document and in accordance with the applicable regulatory requirements. Since the QIP was completed subsequent to March 31, 2026, the utilisation of the QIP proceeds does not form part of the utilisation of funds as at March 31, 2026.

2. REVIEW OF OPERATIONS AND THE STATE OF THE COMPANY'S AFFAIRS

Afcom Holdings Limited, established in 2013, is one of the leading players in the air cargo transportation industry. The Company was founded by aviation veteran Capt. Deepak Parasuraman, who brings over 25 years of experience in the sector. The Company leverages its extensive expertise in logistics and aviation to offer seamless airport-to-airport cargo transport services.

The Company offers a range of cargo solutions and products, including General Cargo, Flying Fresh, Flying Pharma, Flying Priority, Fly Courier, Project Cargo, Dangerous Goods, and High-Value Cargo. Its services extend across various ASEAN countries, reflecting the company's commitment to growth, safety, and service excellence.

The Company's current fleet comprises three Boeing 737-800 BCF aircraft, which are equipped to handle cargo efficiently and on time. The company is recognized for its operational excellence and reliability in cargo transportation. To further enhance its service to its customers, the company offers bonded trucking services through its channel partners, which strengthens its last-mile connectivity in South India and ensures a comprehensive end-to-end logistics solution.

The Company continues to explore new partnerships and routes to enhance its global service offerings and deliver maximum value to its customers.

3. MATERIAL CHANGES AFFECTING THE FINANCIAL POSITION OF THE COMPANY

Except as disclosed elsewhere in this Report, there have been no material changes and commitments affecting the financial position of the Company.

4. DIVIDEND

Considering future growth prospects for the Company, the Board of Directors decided to retain the profits earned and therefore does not recommend any dividend for the FY 2025-26.

5. TRANSFER TO RESERVES

The Company has transferred an amount of Rs. 12,190.36 lakh to the General Reserve for the FY 2025-26.

6. CHANGE IN THE NATURE OF THE BUSINESS

During the FY 2025-26, there was no change in the nature of Business of the Company and continues to be in the same line of business as per the main object of the Company.

Board's Report

7. COST AUDIT

The provision of section 148 of the Companies Act, 2013 read with The Companies (Cost Records and Audit) Rules, 2014 and Rule 14 of the Companies (Audit and Auditor) Rules, 2014 are not applicable to your Company.

8. SUBSIDIARY COMPANY, JOINT VENTURES AND ASSOCIATE COMPANIES

During the financial year under review, our Company does not have any other subsidiary companies, joint ventures and associate companies.

Subsequent to the year-end, a Dubai subsidiary named Afcom Cargo FZCO was incorporated and an Indian subsidiary named Global Indavi Private Limited was acquired in May 2026.

9. CAPITAL STRUCTURE OF THE COMPANY

a. Authorised Capital

During the financial year 2025-26, the authorised capital of the Company increased from Rs. 25,00,00,000/- (Rupees Twenty Five Crore only) divided into 2,50,00,000 (Two Crore Fifty Lakhs only) Equity shares of 10/- (Rupees Ten) each to Rs. 30,00,00,000/- (Rupees Thirty Crore only) divided into 3,00,00,000 (Three Crore only) Equity shares of 10/- (Rupees Ten) each.

b. Paid-Up Capital

During the financial year 2025-26, due to preferential allotment, the Paid-up share capital of the Company increased from 24,85,77,060 (Rupees Twenty Four Crore Eighty Five Lakhs Seventy Seven Thousand Sixty only) divided into 2,48,57,706 (Two Crore Forty Eight Lakhs Fifty Seven Thousand Seven Hundred and Six only) equity shares of Rs. 10/- (Rupees Ten) each to 26,06,80,960 (Rupees Twenty Six Crore Six Lakhs Eighty Thousand Nine Hundred and Sixty only) divided into 2,60,68,096 (Two Crore Sixty Lakhs Sixty Eight Thousand Ninety Six only) equity shares of Rs.10/- (Rupees Ten) each.

After the same, in the current financial year 2026-27, due to Qualified Institutional Placement, in the month of May 2026, the Paid-up share capital of the Company increased to 28,69,86,160 (Rupees Twenty Eight Crore Sixty Nine Lakhs Eighty Six Thousand One Hundred and Sixty only) divided into 2,86,98,616 (Two Crore Eighty Six Lakhs Ninety Six Thousand Six Hundred and Sixteen only) equity shares of Rs.10/- (Rupees Ten) each.

10. DEPOSITS

The Company has not accepted or renewed any deposits falling within the purview of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014, during the year under review. However, the Company has filed Form DPT-3 in respect of certain amounts classified as 'not deposits', in compliance with Rule 16 of the Companies (Acceptance of Deposits) Rules, 2014. Accordingly, no disclosures are required under Rule 8(5)(v) and (vi) of the Companies (Accounts) Rules, 2014.

11. BORROWINGS

As on March 31, 2026, an amount of Rs. 6,225.67 Lakhs was outstanding towards borrowings, which comprises of both secured and unsecured loans.

Board's Report

12. ISSUE OF SHARES, INCLUDING DISCLOSURE ABOUT ESOP AND SWEAT EQUITY SHARE

a. Buy Back of Securities

The Company has not bought back any of its securities during the year under review.

b. Sweat Equity

The Company has not issued any Sweat Equity Shares during the year under review.

c. Bonus Shares

The Company has not issued any Bonus Shares during the year under review.

d. Employees Stock Option Plan

The Company has not granted any Employee Stock Option Plan during the year under review.

e. Initial Public Offer ("IPO")

The Company completed its Initial Public Offer (IPO) and its equity shares were listed on the BSE SME Platform on August 09, 2024. During FY 2025-26, the Company also issued equity shares pursuant to a preferential allotment, as disclosed elsewhere in this Report.

f. Preferential Issue of Equity Shares and Convertible Warrants

During the year under review, the Company raised funds by way of preferential issue in accordance with the applicable provisions of the Companies Act, 2013 and the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended.

Pursuant to the approvals accorded by the Members of the Company, the Company issued 12,35,390 Equity Shares of face value of ₹10/- each at an issue price of ₹863.17/- per Equity Share, out of which 12,10,390 Equity Shares were allotted to the respective allottees on a preferential basis.

The Company also issued and allotted 11,65,000 Fully Convertible Warrants at a warrant issue price of ₹863.17/- per Warrant, aggregating to ₹100.56 Crores, to Promoter and Non-Promoter allottees on a preferential basis. Each Warrant is convertible into one Equity Share of the Company, subject to the terms and conditions of the issue and applicable regulatory provisions.

The proceeds of the preferential issue are intended to support the Company's capital expenditure and business expansion plans, including the induction of Boeing 777 wide-body aircraft.

g. Qualified Institutions Placement ("QIP")

Subsequent to the financial year ended March 31, 2026, the Company raised funds through a Qualified Institutions Placement ("QIP") in accordance with Chapter VI of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, and the applicable provisions of the Companies Act, 2013.

Pursuant to the approval accorded by the Members and subsequent approvals of the Board, the Company issued and allotted 26,30,520 Equity Shares of face value of ₹10/- each to eligible Qualified Institutional Buyers at an issue price of ₹759.72/- per Equity Share, aggregating to approximately ₹199.85 Crores.

The proceeds of the QIP are being utilised towards the objects specified in the Placement Document and in accordance with the applicable regulatory requirements.

h. Issue of equity shares with differential rights as to dividend, voting or otherwise

The Company has not issued any equity shares with differential rights as to dividend, voting or otherwise.

Board’s Report

i. Issue of shares (including sweat equity shares) to employees of the Company under any scheme

The Company has not issued any shares (including sweat equity shares) to employees of the Company under any scheme.

13. CORPORATE GOVERNANCE

During the financial year 2025-26, the paid-up equity share capital of the Company exceeded ₹25 Crore. Accordingly, the Company is no longer eligible for exemption from compliance with the Corporate Governance provisions under Regulation 15(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”).

Consequently, the provisions relating to Corporate Governance as prescribed under the Listing Regulations are applicable to the Company. The Company has accordingly complied with the applicable Corporate Governance requirements during the financial year 2025-26.

The Corporate Governance Report, along with the requisite disclosures and the Certificate / Report of the Practising Company Secretary, wherever applicable, forms an integral part of this Annual Report and is annexed hereto.

14. BOARD MEETINGS, BOARD OF DIRECTORS, KEY MANAGERIAL PERSONNEL & COMMITTEES OF DIRECTORS

a. Board Members

S. No.	DIN/PAN	Name	Designation
1	00699855	Capt. Deepak Parasuraman	Managing Director
2	03139809	Mr. Jaganmohan Manthena	Non-Executive Director
3	08202306	Mr. Kannan Ramakrishnan	Whole-Time Executive Director
4	09147439	Dr. Lalit Gupta	Independent Director
5	10098089	Mr. Srinivasan Natarajan	Independent Director
6	01764740	Ms. Rashmi Prithviraj	Independent Director
7	00206099	Mr. Sudhir Laxmikant Deoras	Independent Director
8	09177619	Ms. Arundhati Mech	Independent Director

b. Board Meetings

The Board of Directors meets at regular intervals to deliberate upon and decide on various matters relating to the Company’s business, operations, strategy and governance. Additional meetings are convened as and when required to consider and decide upon specific matters. Additionally, the board has also constituted committees to carry out day-to-day activities and for taking prompt decisions/actions, efficient management and better administration and co-ordination.

The Company had 6 Board meetings during the financial year under review on:

S. No.	Date of Meeting	Board Strength	No. of Directors present
1	May 27, 2025	8	8
2	August 06, 2025	8	7
3	September 09, 2025	8	8
4	November 12, 2025	8	8
5	December 17, 2025	8	7
6	February 10, 2026	8	8

Board’s Report

The time gap between two consecutive Board meetings was less than 120 days and the necessary quorum as per the Act and the Listing Regulations was also present in all the meetings.

c. Independent Directors

S. No.	DIN	Name	Designation
1	09147439	Dr. Lalit Gupta	Non- Executive Independent Director
2	10098089	Mr. Srinivasan Natarajan	Non- Executive Independent Director
3	01764740	Ms. Rashmi Prithviraj	Non- Executive Independent Director
4	00206099	Mr. Sudhir Laxmikant Deoras	Non- Executive Independent Director
5	09177619	Ms. Arundhati Mech	Non- Executive Independent Director

The Company has received necessary declaration from each Independent Director of the Company under the provisions of Section 149(7) of the Act and applicable provisions of the Listing Regulations, that they meet the criteria of independence as laid down in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations. In the opinion of the Board, the Independent Directors fulfil the criteria of independence as provided under the Act, Rules made thereunder read with applicable provisions of the Listing Regulations, and they are independent of the management and also possess requisite qualifications, experience, and expertise and hold highest standards of integrity. Further, there has been no change in the circumstances affecting their status as Independent Directors of the Company. The Board has taken on record the declarations of the Independent Directors, after undertaking due assessment of the veracity of the same.

d. Familiarization Program for Independent Directors

All Directors including Independent Directors are made familiar with their rights, roles and responsibilities in the company at the time of appointment and also on a recurring basis.

e. Resignation, Cessation and Changes in Key Managerial Personnel

During the year under review, none of the Directors or Key Managerial Personnel have tendered their resignation and no person was appointed as a Director or Key Managerial Personnel of the Company.

Further, none of the Directors of your Company are disqualified as per the provisions of Section 164(2) of the Companies Act, 2013. Your directors have made necessary disclosures, as required, under various provisions of the Companies Act, 2013 and listing regulations.

f. Committees of the Board

The Company has constituted the following Committees of the Board of Directors:

Board's Report

i. Audit Committee

Pursuant to the provisions of Section 177 of the Companies Act, 2013, Composition of the Audit Committee is as follows:

S. No.	Name	Designation
1	Mr. Srinivasan Natarajan	Chairperson
2	Dr. Lalit Gupta	Member
3	Mr. Jaganmohan Manthena	Member

Your Company has in place Whistle Blower Policy approved by Board of Directors in compliance with the provisions of Section 177 (10) of the Companies Act, 2013.

ii. Nomination and Remuneration Committee

Pursuant to the provisions of Section 178 of the Companies Act, 2013, Composition of the Nomination and Remuneration Committee is as follows:

S. No.	Name	Designation
1	Mr. Srinivasan Natarajan	Chairperson
2	Ms. Rashmi Prithviraj	Member
3	Mr. Jaganmohan Manthena	Member

iii. Stakeholders Relationship Committee

Pursuant to the provisions of Section 178(5) of the Companies Act, 2013, Composition of the Stakeholders Relationship Committee is as follows:

S. No.	Name	Designation
1	Mr. Srinivasan Natarajan	Chairperson
2	Capt. Deepak Parasuraman	Member
3	Mr. Kannan Ramakrishnan	Member

iv. Corporate Social Responsibility Committee

Pursuant to the provisions of Section 135 of the Companies Act, 2013, Composition of the Corporate Social Responsibility Committee is as follows:

S. No.	Name	Designation
1	Mr. Kannan Ramakrishnan	Chairperson
2	Ms. Rashmi Prithviraj	Member
3	Capt. Deepak Parasuraman	Member

Board's Report

i. Borrowings Committee

Based on the requirement by the Management, a Borrowings Committee was constituted under the Powers of the Board pursuant to the provisions of Section 179 of the Companies Act, 2013 in the Board meeting held on May 27, 2025. Composition of the Borrowings Committee is as follows:

S. No.	Name	Designation
1	Capt. Deepak Parasuraman	Chairperson
2	Mr. Kannan Ramakrishnan	Member

g. Committee Meetings

i. During FY 2025-26, the Audit Committee met 5 times on May 27, 2025, August 06, 2025, November 12, 2025, December 17, 2025 and February 10, 2026. The attendance of committee is tabled below:

S. No.	Date of Meeting	Mr. Srinivasan Natarajan (Chairperson)	Dr. Lalit Gupta (Member)	Mr. Jaganmohan Manthena (Member)
1	May 27, 2025	Present	Present	Present
2	August 06, 2025	Present	Present	Absent
3	November 12, 2025	Present	Present	Present
4	December 17, 2025	Present	Present	Absent
5	February 10, 2026	Present	Present	Present

ii. During the FY 2025-26, the Nomination and Remuneration Committee met 2 times on May 27, 2025 and November 12, 2025. The attendance of the committee is as tabled below:

S. No.	Date of Meeting	Mr. Srinivasan Natarajan (Chairperson)	Ms. Rashmi Prithviraj (Member)	Mr. Jaganmohan Manthena (Member)
1	May 27, 2025	Present	Present	Present
2	November 12, 2025	Present	Present	Present

iii. During the FY 2025-26, the Stakeholders Relationship Committee met 1 time on March 25, 2026. The attendance of the committee is as tabled below:

S. No.	Date of Meeting	Mr. Srinivasan Natarajan (Chairperson)	Capt. Deepak Parasuraman (Member)	Mr. Kannan Ramakrishnan (Member)
1	March 25, 2026	Present	Present	Present

iv. During the FY 2025-26, the Corporate Social Responsibility Committee met 2 times on February 10, 2026 and March 26, 2026. The attendance of the committee is as tabled below:

S. No.	Date of Meeting	Mr. Kannan Ramakrishnan	(Chairperson)	Capt. Deepak Parasuraman
1	February 10, 2026	Present	Present	Present
2	March 26, 2026	Present	Present	Present

Board's Report

v. During the FY 2025-26, the Borrowings Committee met 6 times on July 03, 2025, August 11, 2025, September 29, 2025, October 17, 2025, January 08, 2026 and March 23, 2026. The attendance of the committee is as tabled below:

S. No.	Date of Meeting	Capt. Deepak Parasuraman (Member)	Mr. Kannan Ramakrishnan (Chairperson)
1	July 03, 2025	Present	Present
2	August 11, 2025	Present	Present
3	September 29, 2025	Present	Present
4	October 17, 2025	Present	Present
5	January 08, 2026	Present	Present
6	March 23, 2026	Present	Present

h. Board Diversity

A diverse Board enables efficient functioning through differences in perspective and skill and also fosters differentiated thought processes at the back of varied industrial and management expertise, gender, knowledge and geographical background. The Company follows diverse Board structure.

i. Key Managerial Personnel

Pursuant to the provisions of Section 203 of the Act, the Key Managerial Personnel of the Company as on March 31, 2026, are as under:

S. No.	Name	Designation
1	Mr. PK Raghunathan	Chief Financial Officer
2	Mr. M Ajith Kumar	Company Secretary and Compliance Officer

j. Board Evaluation

The Companies Act 2013 states that a formal annual evaluation needs to be made by the Board and Schedule IV of the Companies Act 2013 states that the performance evaluation of Independent Directors shall be done by the entire Board of Directors, excluding the Director being evaluated. The performance of the Board was evaluated by the Board and after seeking inputs from all the Directors on the basis of the criteria such as the Board composition and structure, effectiveness of Board processes, information flow, frequency of meetings and functioning etc. The performance of the Committees was evaluated by the Board and after seeking inputs from the Committee Members. In a separate Meeting of Independent Directors, performance of the Board as a whole and performance of the Chairman was evaluated.

15. DIRECTORS RESPONSIBILITY STATEMENT

To the best of their knowledge, belief and according to the information and explanations obtained by them, your Directors make the following statements in terms of Section 134(3)(c) of the Companies Act, 2013:

a) In the preparation of the annual accounts, the applicable accounting standards have been followed and that no material departures have been made for the same;

b) appropriate accounting policies have been selected and applied consistently, and have made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as of March 31, 2026 and of the Profit of the Company for the year ended March 31, 2026;

Board's Report

c) proper and sufficient care have been taken for 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 annual accounts have been prepared 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; and

f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

16. MANAGEMENT DISCUSSION & ANALYSIS REPORT

Pursuant to Regulation 34(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015, a Management Discussion and Analysis Report is attached to the Annual Report.

17. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

The details of loans, guarantees and investments covered under the provisions of Section 186 of the Companies Act, 2013, are disclosed in the Notes to the Financial Statements.

18. RELATED PARTY TRANSACTIONS

With reference to Section 134(3)(h) of the Act, all contracts, and arrangements with related parties under Section 188(1) of the Act, entered by the Company during the financial year, were approved by the Audit Committee and wherever required, also by the Board of Directors.

Further, during the year, the Company had not entered into any transaction with related parties which constituted a material related party transaction under the applicable provisions of the Listing Regulations and the Company's Policy on Materiality of Related Party Transactions.

During the financial year under review, the Company entered into certain contracts or arrangements with related parties which fall within the scope of disclosure under Section 188 of the Act. Accordingly, the particulars of such contracts or arrangements, as required under Section 134(3)(h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014, are provided in Form AOC-2 annexed to this Report as an annexure in this Annual Report.

You may refer to Related Party transactions in Note No. 40 of the Standalone Financial Statements for more details.

19. CORPORATE SOCIAL RESPONSIBILITY (CSR)

Pursuant to Section 135 of the Companies Act, 2013, read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Company was required to spend an amount of ₹78.83 lakhs towards CSR activities during the financial year.

During the financial year, the Company incurred CSR expenditure of ₹12.50 lakhs towards eligible CSR activities. The balance unspent amount of ₹66.33 lakhs was subsequently contributed to the 'Prime Minister's Citizen Assistance and Relief in Emergency Situations (PM CARES) Fund' in August 2026, which is an eligible CSR activity under Schedule VII of the Act.

The Company, in the course of discharging its CSR obligation for the financial year 2025-26, contributed an aggregate amount of ₹68.83 lakhs to the PM CARES Fund in August 2026. Accordingly, the Company's aggregate CSR expenditure for the financial year, including the amount contributed to the PM CARES Fund, amounts to ₹81.33 lakhs, as against the CSR obligation of ₹78.83 lakhs.

Board's Report

The Company has accordingly fully discharged its CSR obligation for the financial year 2025-26, with an excess CSR expenditure of ₹2.50 lakhs, which may be set off against the CSR obligation of the Company for the immediately succeeding financial years, subject to the applicable provisions of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and approval of the Board of Directors.

The Annual Report on CSR Activities, containing the details of the CSR policy, composition of the CSR Committee, amount spent, projects undertaken and other prescribed disclosures, forms part of this Report as an Annexure.

20. VIGIL MECHANISM / WHISTLE-BLOWER POLICY FOR DIRECTORS AND EMPLOYEES

The Company has in place a Vigil Mechanism/Whistle Blower Policy in accordance with Section 177(9) and Section 177(10) of the Companies Act, 2013 with a view to enable the stakeholders, including Directors, individual employees to freely communicate their concerns about illegal or unethical practices and to report genuine concerns to the Audit Committee of the Company. The mechanism provides adequate safeguards against victimisation of Directors or employees who avail of the mechanism. The Vigil Mechanism has been placed on the website of the Company.

21. DISCLOSURE OF ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNAL

No significant and material orders have been passed by any Regulator or Court or Tribunal which can have an impact on the going concern status and the Company's operations in future.

During the year under review, your Company had not received any complaint.

22. WEBLINK FOR ANNUAL RETURN

Pursuant to the amendments to Section 134(3)(a) and Section 92(3) of the Act read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return (Form MGT-7) for FY 2025-26, will be made available on the Company's website and can be accessed at https://afcomcargo.com/investors/corporate-announcements/annual-return/.

23. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

i. Your Company is taking utmost care to conserve energy wherever possible.

ii. There was no technology absorption during the year under review.

iii. The foreign exchange earnings and outgo during FY 2025-26 were as follows:

Foreign Exchange Earnings - Rs. 52,978.69 lakhs

Foreign Exchange Outgo - Rs. 38,149.54 lakhs

24. BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

The Business Responsibility and Sustainability Report pursuant to Regulation 34(2) (f) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is not applicable to the Company for the financial year ended on 31st March, 2026.

25. MEETING OF INDEPENDENT DIRECTORS

In terms of requirements under Schedule IV of the Companies Act, 2013 and Regulation 25 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate meeting of the Independent Directors was held on March 25, 2026. The Independent Directors at the meeting, inter-alia, reviewed the following:

Board's Report

- Performance of Non-Independent Directors and Board as a whole.
- Performance of the Chairman of the Company, taking into account the views of Executive Directors and Non-Executive Director.
- Assessed 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.

All the Independent Directors of the Company have registered themselves with the Indian Institute of Corporate Affairs ('IICA') towards the inclusion of their names in the data bank and they meet the requirements of proficiency self-assessment test. The Company has received declarations of independence in accordance with the provisions of the Act as well as the LODR Regulations from all the Independent Directors.

26. GENERAL BODY MEETINGS / POSTAL BALLOT

Subsequent to the financial year ended March 31, 2026, the Company conducted a Postal Ballot through remote e-voting pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions.

The Postal Ballot Notice dated April 08, 2026 was issued to seek approval of the Members for the appointment of M/s. S.A.E. & Associates LLP, Company Secretaries, as the Secretarial Auditors of the Company for a term of five consecutive financial years from FY 2025-26 to FY 2029-30.

The resolution proposed through Postal Ballot was an Ordinary Resolution. The remote e-voting commenced on April 09, 2026 at 09:00 a.m. (IST) and concluded on May 08, 2026 at 05:00 p.m. (IST).

Ms. Sri Vidhya Kumar, Practising Company Secretary (FCS Membership No. F11114 and Certificate of Practice No. 20181), was appointed as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.

The resolution was approved by the Members with the requisite majority. The voting results and the Scrutinizer's Report were duly submitted to the Stock Exchange and made available on the website of the Company.

27. ADEQUACY OF INTERNAL CONTROLS AND COMPLIANCE WITH LAWS

The Company has in place adequate internal financial controls with reference to financial statements. During the year under review, such controls were tested and no reportable material weakness in the design or operation were observed.

28. SECRETARIAL STANDARDS

The Company has complied with the applicable provisions of Secretarial Standards 1 and 2 issued by the Institute of Company Secretaries of India and notified by Ministry of Corporate Affairs.

29. REMUNERATION POLICY

The Company has, on the recommendation of the Nomination & Remuneration Committee, framed and adopted a Nomination and Remuneration Policy in terms of the Section 178 of the Act. The policy, inter alia, lays down the principles relating to appointment, cessation, remuneration and evaluation of directors, key managerial personnel and senior management personnel of the Company. The Nomination & Remuneration Policy of the Company is available on the website of the Company.

30. NON-EXECUTIVE DIRECTORS' COMPENSATION AND DISCLOSURES

None of the Independent/Non-Executive Directors have any pecuniary relationship or transactions with the Company which in the Judgement of the Board may affect the independence of the Director.

Board's Report

31. PARTICULARS OF EMPLOYEES

The information required under Section 197 of the Companies Act, 2013 and the Rules made thereunder are as follows:

Number of employees as on the closure of financial year:

Male	98
Female	17
Transgender	Nil

In terms of the proviso to Rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the statement containing the names and other particulars of employees drawing remuneration in excess of the limits prescribed under Rule 5(2) is available for inspection at the registered office of the Company during business hours. Any member interested in obtaining a copy thereof may write to the Company Secretary at the registered office of the Company.

The disclosures relating to remuneration of Directors and employees as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are provided as an Annexure forming part of this Report.

32. AUDITORS

a. Statutory Auditors

The shareholders of the company at the 11th Annual General Meeting held on July 15, 2024 appointed M/s. PPN & Company (Firm Registration Number: 013623S), as the Statutory Auditors of the Company to hold office till conclusion of the Annual General Meeting to be held in FY 2025-26. The Company has received confirmation from them that their appointment is within the limits specified under the Act and are eligible to continue as Auditors of the Company.

b. Secretarial Auditors

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the requirement of obtaining a Secretarial Audit Report in Form MR-3 is applicable to every listed company and such public companies which meet the prescribed thresholds of paid-up share capital or turnover. M/s. S.A.E. & Associates LLP, Company Secretaries, was appointed as the Secretarial Auditor of the Company for a term of five consecutive financial years from FY 2025-26 to FY 2029-30 pursuant to the approval of the Members through Postal Ballot.

c. Internal Auditors

M/s. KRMM & Associates (Firm Registration Number: 020764S) performs the duties of Internal Auditors of the Company.

33. AUDITORS' REPORT

There are no qualifications, reservations, adverse remarks or disclaimers in the Statutory Auditor's Report and Secretarial Audit Report for FY 2025-26. The Auditors have not reported any fraud under Section 143(12) of the Companies Act, 2013.

34. MAINTENANCE OF COST RECORDS

The Central Government has not prescribed the maintenance of Cost Records under Section 148(1) of the Companies Act, 2013 for the Company.

Board's Report

35. RISK MANAGEMENT POLICY

The Company has a Proper Risk Management Policy towards Operations and Administrative affairs of the Company. The Directors review the Policy at regular intervals of time and ensure Proper Implementation of the Policy.

36. LISTING OF EQUITY SHARES

Our Company's shares were listed with BSE Limited (BSE SME platform) on August 09, 2024.

During the financial year 2025-26 under review, your Company had listed 12,10,390 equity shares issued through Preferential Allotment with BSE.

Subsequently, during the current financial year 2026-27, your Company had listed 26,30,520 equity shares issued through Qualified Institutional Placement with BSE.

Your Company has paid the requisite Annual Listing Fees for FY 2025-26.

37. SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

The Company has zero tolerance towards sexual harassment at the workplace. During FY 2025-26, the Company has not received any complaints of sexual harassment. The company has formed Internal Complaint Committee to address issues pertaining to sexual harassment at workplace, during the period under the review no complaint has been received to Internal Complaint Committee. During FY 2025-26, there were no complaints received or pending.

Summary of sexual harassment complaints received and disposed of during the financial year:

Particulars	Details
Number of complaints received in the year	NIL
Number of complaints disposed off during the year	NIL
Number of cases pending for more than ninety days	NIL

38. DISCLOSURE RELATING TO LOANS AND ADVANCES TO FIRMS / COMPANIES IN WHICH DIRECTORS ARE INTERESTED BY NAME AND AMOUNT

During the financial year under review, your Company did not provide any loans / advances, to any Firms / Companies in which Directors are interested.

39. DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE FINANCIAL YEAR

During the financial year under review, there is no application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016.

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

During the financial year under review, our Company has not opted for any one-time settlement, hence disclosure under this clause is not applicable for the Company.

Board's Report

41. GENERAL DISCLOSURE

During the financial year under review, we have raised funds through preferential allotment of equity shares, convertible warrants.

Other than the above, there were no transactions requiring disclosure or reporting in respect of matters relating to:

a) issue of equity shares with differential rights as to dividend, voting or otherwise;

b) issue of shares (including sweat equity shares) to employees of the Company under any scheme;

c) instance of one-time settlement with any bank or financial institution.

After the above, in May 2026 we have raised money through qualified institutional placement.

42. CERTIFICATION FROM COMPANY SECRETARY IN PRACTICE

Pursuant to Regulation 34(3) read with Schedule V, Part C, Clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the requirement relating to obtaining a certificate from a Practising Company Secretary regarding non-disqualification of Directors has been annexed as an Annexure to the Corporate Governance Report

43. COMPLIANCE WITH RESPECT TO THE MATERNITY BENEFIT ACT, 1961

During the financial year under review, our Company has complied with provisions relating to The Maternity Benefit Act, 1961.

44. ACKNOWLEDGEMENTS

Our Directors take this opportunity to acknowledge all stakeholders of the Company viz members, customers, suppliers, bankers, business partners/associates, financial institutions and various regulatory authorities for their consistent support/encouragement to the Company.

For and on behalf of the **Afcom Holdings Limited**

Sd/-
Name : Capt. Deepak Parasuraman
Designation : Chairman & Managing Director
DIN : 00699855
Date : August 31, 2026
Place : Chennai

Sd/-
Name : Mr. Kannan Ramakrishnan
Designation : Whole-Time Director
DIN : 08202306
Date : August 31, 2026
Place : Chennai

Annexure 1 to the Board's Report

Annexure to the Board's Report on Corporate Social Responsibility (CSR) Activities For the Financial Year 2025–26

1. Brief Outline on the CSR Policy of the Company:

Afcom Holdings Limited has adopted a Corporate Social Responsibility (CSR) Policy in line with Section 135 of the Companies Act, 2013 and the Companies (CSR Policy) Rules, 2014. The policy reflects the Company's commitment to conduct its business in an economically viable, socially equitable, and environmentally sustainable manner, while aligning with the expectations of stakeholders and statutory obligations.

The CSR Policy outlines the Company's key focus areas, which include education and skill development, healthcare and nutrition, environmental sustainability, women empowerment, and rural development. All CSR activities are undertaken in accordance with Schedule VII of the Companies Act, 2013.

During the financial year, the Company constituted a Corporate Social Responsibility (CSR) Committee of the Board of Directors on December 17, 2025, in accordance with Section 135 of the Companies Act, 2013 and the Companies (CSR Policy) Rules, 2014. The CSR Committee is responsible for, inter alia, formulating and reviewing the CSR Policy, recommending the CSR activities to be undertaken by the Company, recommending the amount of expenditure to be incurred on CSR activities, and monitoring the implementation of CSR projects and compliance with applicable laws.

CSR initiatives may be implemented directly or through registered implementing partners that meet statutory requirements. The policy also provides for structured monitoring and periodic review to ensure effectiveness and compliance. Disclosures relating to CSR expenditure and outcomes are made annually in the Board's Report and on the Company's website, as applicable.

2. Composition of the CSR Committee:

The CSR Committee of the Company was constituted by the Board of Directors on December 17, 2025. The composition of the CSR Committee as on March 31, 2026, was as follows:

Name of the Director	Designation	Category
Mr. Kannan Ramakrishnan	Chairman	Whole-Time Director
Capt. Deepak Parasuraman	Member	Managing Director
Ms. Rashmi Prithviraj	Member	Independent Director

The CSR Committee functions in accordance with the terms of reference specified under Section 135 of the Companies Act, 2013, the Companies (CSR Policy) Rules, 2014, and the CSR Policy of the Company.

3. Web-Link to the CSR Policy and Projects approved by the Board:

https://afcomcargo.com/investors/policies/

4. Details of Impact Assessment of CSR Projects carried out (if applicable):

Not applicable as the average CSR obligation is less than ₹10 crore in the preceding three financial years.

5. Details of the Amount Available for Set-Off in Pursuance of sub-rule (3) of Rule 7 of the CSR Rules, 2014 and Amount Required for Set-Off for the Financial Year, if any: ₹2,50,002/-

The above excess amount is proposed to be set off against the CSR obligation of the Company for the immediately succeeding financial years, subject to the applicable provisions of Rule 7(3) of the Companies (CSR Policy) Rules, 2014 and approval of the Board of Directors.

6. Average Net Profit of the Company for the Last Three Financial Years: ₹ 39,41,36,450/-

Annexure 1 to the Board's Report

7. CSR Obligation for the Financial Year (2% of average net profits): ₹ 78,82,729/-

8. CSR Amount Spent or Unspent for the Financial Year:

Total Amount Spent (₹)	Total Amount Unspent (₹)
₹ 81,32,731	₹ 0

9. Details of CSR Amount Spent Against Ongoing Projects for the Financial Year: N.A.

10. Details of CSR Amount Spent Against Other than Ongoing Projects for the Financial Year:

Sl. No.	Name of Project	Local Area (Yes/No)	Location (State, District)	Amount Spent (₹)	Mode of Implementation – Direct (Yes/No)	Name of Implementing Agency (if any)
1	Shreekaram Trust	No	Tamil Nadu, Karur	2,50,000	Yes	NA
2	Girija Ramalingam Trust	No	Tamil Nadu, Karur	2,50,000	Yes	NA
3	Bishop Heber College	No	Tamil Nadu, Trichy	50,000	Yes	NA
4	Seetha Rama Gurukulam Trust	Yes	Tamil Nadu, Chennai	1,00,000	Yes	NA
5	Amrutha Surabhi Gograasam	No	Tamil Nadu, Trichy	2,50,000	Yes	NA
6	Govindarama Sharma	No	Tamil Nadu, Karur	50,000	Yes	NA
7	Amrutha Surabhi Gograasam	No	Tamil Nadu, Trichy	2,50,000	Yes	NA
8	Veda Vidya Srouthanushtana Sandachara Patasala Trust	No	Tamil Nadu, Kulithalai	50,000	Yes	NA
9	PM CARES Fund	No	New Delhi	50,00,000	No	NA
10	PM CARES Fund	No	New Delhi	18,82,731	No	NA
	Total			81,32,731		

11. Amount Spent in Administrative Overheads: ₹ 0/-

12. Amount Spent on Impact Assessment (if applicable): Not Applicable

13. Total CSR Expenditure for the Financial Year: ₹ 81,32,731/-

14. Excess Amount for Set-Off, if any:

Sl. No.	Particulars	Amount (₹)
1	Two percent of average net profit of the last 3 FYs	78,82,729
2	Total CSR obligation for the FY	78,82,729

Annexure 1 to the Board's Report

Sl. No.	Particulars	Amount (₹)
3	Total amount spent	81,32,731
4	Excess amount spent	2,50,002
5	Amount available for set-off	-

15. Reason(s), if the company has failed to spend two percent of the average net profit as per Section 135(5): Not Applicable. The Company has spent ₹81,32,731/- towards CSR activities during the financial year 2025–26 against the CSR obligation of ₹78,82,729/-. Accordingly, there is no unspent CSR amount for the financial year. The excess expenditure of ₹2,50,002/- is proposed to be set off against the CSR obligation of the Company for the immediately succeeding financial years, subject to the applicable provisions of Rule 7(3) of the Companies (CSR Policy) Rules, 2014 and approval of the Board of Directors.

16. CSR Responsibility Statement:

    The Board of Directors of the Company confirms that the implementation and monitoring of CSR Policy is in compliance with CSR objectives and Policy of the Company.

For and on behalf of the **Afcom Holdings Limited**

Sd/-
Name : Capt. Deepak Parasuraman
Designation : Chairman & Managing Director
DIN : 00699855
Date : August 31, 2026
Place : Chennai

Annexure 2 to the Board's Report

CSR Compliance Certificate

August 31, 2026

To
The Board of Directors,
Afcom Holdings Limited,
No 2, LIC Colony, 2nd Cross Street,
Dr. Radhakrishnan Nagar,
Thiruvanmiyur,
Chennai – 600041,
Tamil Nadu, India.

Sub: Certification on Utilization of Funds Disbursed pursuant to Rule 4 of Companies (Corporate Social Responsibility Policy) Rules, 2014

I, P K Raghunathan, Chief Financial Officer of Afcom Holdings Limited ("the Company"), hereby certify that the Company has discharged its Corporate Social Responsibility (CSR) obligation for the financial year 2025-26 in accordance with Section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014.

Against the CSR obligation of ₹78,82,729/- for the financial year 2025-26, the Company incurred CSR expenditure of ₹12,50,000/- during the financial year towards eligible CSR activities. The balance unspent amount was subsequently contributed to the Prime Minister's Citizen Assistance and Relief in Emergency Situations Fund (PM CARES Fund) in August 2026. The Company contributed an aggregate amount of ₹68,82,731/- to the PM CARES Fund, in accordance with the Company's CSR Policy and the applicable provisions of Section 135 of the Companies Act, 2013.

Accordingly, the aggregate amount spent/contributed towards CSR for the financial year 2025-26 amounted to ₹81,32,731/, resulting in an excess CSR expenditure of ₹2,50,002/- over the prescribed CSR obligation.

Details of CSR expenditure are as follows:

Particulars	Rs. (In Lakhs)
Amount Outlay (Budgeted)	78,82,729
Amount spent on the projects	81,32,731
Amount unspent	-
Excess amount spent	2,50,002

This certificate is issued in accordance with the responsibilities entrusted to the financial management of the Company as part of its internal control and governance framework and in compliance with the applicable provisions of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014.

I confirm that proper accounting records, payment records and supporting documentation relating to the above CSR expenditure and contribution have been maintained by the Company.

Thanking you,
Yours faithfully,

For **Afcom Holdings Limited**

Sd/-
P K Raghunathan
Chief Financial Officer

Date: August 31, 2026

Annexure 3 to the Board's Report

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

1. **Ratio of the remuneration of each Director to the median remuneration of the employees of the Company and percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year ended March 31, 2026**

Sl. No.	Director	Ratio To Median Remuneration	Percentage Increase in Remuneration
1	Capt. Deepak Parasuraman, Chairman & Managing Director	3.89	Nil
2	Mr. Kannan Ramakrishnan, Whole-Time Director	1.94	Nil
3	Mr. Jaganmohan Manthena, Non-Executive Director	No remuneration was paid during the financial year 2025-26. Therefore, the percentage increase is not applicable.	
4	Dr. Lalit Gupta, Independent Director	No remuneration was paid during the financial year 2025-26, except for sitting fees. Therefore, the percentage increase in remuneration is not applicable.	
5	Mr. Natarajan Srinivasan, Independent Director	No remuneration was paid during the financial year 2025-26, except for sitting fees. Therefore, the percentage increase in remuneration is not applicable.	
6	Ms. Rashmi Prithviraj, Independent Director	No remuneration was paid during the financial year 2025-26, except for sitting fees. Therefore, the percentage increase in remuneration is not applicable.	
7	Mr. Sudhir Laxmikant Deoras, Independent Director	No remuneration was paid during the financial year 2025-26, except for sitting fees. Therefore, the percentage increase in remuneration is not applicable.	
8	Ms. Arundhati Mech, Independent Director	No remuneration was paid during the financial year 2025-26, except for sitting fees. Therefore, the percentage increase in remuneration is not applicable.	
9	Mr. P K Raghunathan, Chief Financial Officer	3.89	Nil
10	Mr. Ajith Kumar, Company Secretary	1.39	12%

2. **Percentage increase in the median remuneration of employees in the financial year:** 47.96%

3. **The number of on the roll employees (non-billable) of the Company as on March 31, 2026:** 115

4. **Average percentiles 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:** The average percentile increase in the salaries of employees other than managerial personnel during the last financial year was 37.67%, as compared to 10.29% increase in the remuneration of managerial personnel. The increase in managerial remuneration is based on the recommendations of the Nomination and Remuneration Committee and the approval of the Board of Directors, as applicable, and is in accordance with the Company's Remuneration Policy. There were no exceptional circumstances for the increase in managerial remuneration.

Annexure 3 to the Board's Report

5. **The key parameters for any variable component of remuneration availed by the directors:** The key parameters for the variable component of remuneration, if any, availed by the Directors and Key Managerial Personnel are considered by the Board of Directors based on the recommendations of the Nomination and Remuneration Committee, in accordance with the Company's Remuneration Policy for Directors, Key Managerial Personnel and other Employees. Such parameters are based on the Company's performance as well as individual performance.

6. **Affirmations that the remuneration is as per the remuneration policy of the company:** Yes. The remuneration paid to the Directors, Key Managerial Personnel and other employees is in accordance with the Company's Remuneration Policy.

Report On Corporate Governance

The Directors present the Company's Report on Corporate Governance for the financial year ended March 31, 2026, pursuant to Regulation 34(3) read with Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Corporate Governance, for us, goes beyond regulatory compliance — it is about upholding principles of fairness, transparency, and accountability across all levels of operation. A robust governance framework reinforces investor confidence and enables the Company to deliver sustained value to its stakeholders, including customers, employees, and society at large. We believe that adhering to sound governance practices not only safeguards shareholder interests and mitigates risks but also supports long-term value creation. Our intent is to nurture a self-disciplined, self-assessed, and self-regulated culture in today's competitive environment.

2. BOARD OF DIRECTORS

The Board of Directors (hereinafter collectively referred to as "the Board") are fully aware of their fiduciary responsibilities and are committed to represent the long-term interest of the stakeholders. As on March 31, 2026, the Board comprised 8 Directors, of whom 5 were Independent Directors. In compliance with the relevant provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has appointed a woman director on its Board. The composition of the board of directors as on March 31, 2026 is detailed out below:

S. No.	Name of the Director	Category of Director	No. of Directorship in other public limited companies	Committee membership in other Companies*	Committee Chairmanship in other Companies*	Name of any other Listed Company in which Director	Category of Directorship in the other Listed Company
1	Capt. Deepak Parasuraman	Promoter and Managing Director	1	1	Nil	FlySBS Aviation Limited	Managing
2	Mr. Kannan Ramakrishnan	Promoter and Whole-Time Director	1	1	1	FlySBS Aviation Limited	Non Executive
3	Wg. Cdr. Jaganmohan Manthena (Retd)	Promoter and Non-Executive Director	Nil	Nil	Nil	Nil	NA
4	Dr. Lalit Gupta	Independent Non-Executive Director	Nil	Nil	Nil	Nil	NA
5.	Ms. Rashmi Prithviraj	Independent Non-Executive Woman Director	Nil	Nil	Nil	Nil	NA

Report On Corporate Governance

S. No.	Name of the Director	Category of Director	No. of Directorship in other public limited companies	Committee membership in other Companies*	Committee Chairmanship in other Companies*	Name of any other Listed Company in which Director	Category of Directorship in the other Listed Company
6.	Mr. Srinivasan Natarajan	Independent Non-Executive Director	Nil	Nil	Nil	Nil	NA
7	Mr. Sudhir Laxmikant Deoras	Independent Non-Executive Director	Nil	Nil	Nil	Nil	NA
8	Ms. Arundhati Mech	Independent Non-Executive Woman Director	1	1	1	HDB Financial Services Limited	Independent

NOTE:

*- Only Audit committee and Stakeholders Relationship Committee are considered.

DETAILS OF THE DIRECTORS SEEKING REAPPOINTMENT AT THE 13TH ANNUAL GENERAL MEETING IN PURSUANCE OF 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARDS -2

Mr. Jaganmohan Manthena, Director, retiring by rotation at the 13th Annual General Meeting offers himself for reappointment.

The brief resume, disclosure of relationships between Directors inter-se, names of listed entities in which the aforementioned director hold directorships and memberships of the Board pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are furnished below:

Name of the Director	Mr. Jaganmohan Manthena
Date of Birth	December 14, 1966
Age	59 years
Date of first appointment	April 20, 2018
Terms and Conditions of appointment	He is a Director liable to retire by rotation.
Experience in Specific functional areas	He was a decorated Fighter Pilot and Helicopter Veteran of the Indian Air Force served from 1987 to 2010. He was the Chief Operating Officer for the Aviation Department of the Government of Andhra Pradesh from 2007 to 2009. He continues to fly as a VVIP Pilot for the Chief Ministers of various states in India and heads of State internationally.
Number of shares held in the company as on March 31, 2026	12,91,183 shares
Educational Qualification	Post-Graduate

Report On Corporate Governance

List of listed companies in which Directorship held	Nil
Other Memberships/ Chairmanship of the Committees of other Boards	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	Not Related
Number of Meetings of the Board attended during the year	4

Brief resume of Mr. Jaganmohan Manthena:

Mr. Jaganmohan Manthena is a Non-Executive Director and Promoter of our Company. He is a holds a Post-Graduate Degree in Aviation Law and Air Transport Management from NALSAR, Hyderabad in the year 2016, he also holds a Post-Graduate diploma in Sustainable Global Enterprise and E-Marketing from IIM, Shillong and is an alumnus of the National Defence Academy. He was a decorated Fighter Pilot and Helicopter Veteran of the Indian Air Force served from 1987 to 2010. He was the Chief Operating Officer for the Aviation Department of the Government of Andhra Pradesh from 2007 to 2009. He continues to fly as a VVIP Pilot for the Chief Ministers of various states in India and heads of State internationally. He has been associated with our Company since 2018.

BOARD MEETINGS

During the financial year 2025-2026, 6 (Six) meetings of the Board were held on the following:

S. No.	Date of Meeting
1	May 27, 2025
2	August 6, 2025
3	September 2, 2025
4	November 12, 2025
5	December 17, 2025
6	February 10, 2026

The meetings were conducted within the stipulated timelines under the provisions of Companies Act, 2013 read with rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015. The Company is compliant in furnishing all the details and information as recommended by SEBI & Stock Exchange to the members of the Board. The attendance of directors at the board meetings for FY 2025-26 are as follows:

NAME OF DIRECTOR	NO OF BOARD MEETINGS ATTENDED	WHETHER ATTENDED LAST AGM
Capt. Deepak Parasuraman	6	Yes
Wg. Cdr. Jaganmohan Manthena (Retd.)	4	Yes
Mr. Kannan Ramakrishnan	6	Yes
Dr. Lalit Gupta	6	Yes
Mr. Srinivasan Natarajan	6	Yes
Ms. Rashmi Prithviraj	6	Yes
Mr. Sudhir Laxmikant Deoras	6	Yes
Ms. Arundhati Mech	6	Yes

Report On Corporate Governance

SHAREHOLDING BY NON-EXECUTIVE DIRECTOR

S. No	NAME OF DIRECTOR	NO. OF SHARES HELD AS ON March 31, 2026
1.	Wg. Cdr. Jaganmohan Manthena (Retd.)	12,91,183

INDEPENDENT DIRECTORS

The Independent Directors are appointed by the shareholders and in the opinion of the Board, they do not have any direct or indirect material relationship with the Company or any of its officers and they meet all criteria specified in Section 149(6) of the Companies Act, 2013 and the Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Details of Independent Directors on the Board is mentioned in the Board Report.

MATRIX SETTING OUT THE SKILLS/ EXPERTISE/ COMPETENCE OF THE BOARD

The Board has identified the following skills/ expertise/ competencies fundamental for the effective functioning of the Company which are currently available with the Board:

Skill	Directors who possess the mentioned skills	Description
Financial	Capt. Deepak Parasuraman & Mr. Kannan Ramakrishnan	Practical knowledge and experience in corporate finance, accounting and reporting and internal financial control, including strong ability to assess financial impact of decision making and ensure profitable and sustainable growth.
Organisational	Ms. Rashmi Prithviraj	Ability to prioritize what needs to be done, estimate the human resource, cost, materials and equipment required well ahead in time, to avert unnecessary crises down the line
Influential	Dr. Lalit Gupta Wg. Cdr. Jaganmohan Manthena (Retd.) & Mr. Sudhir Laxmikant Deoras	Ability to convince, negotiate and persuade the customers about the best proposals, to translate technical jargon into easy terms to clients, flexibility to adapt to various situations and improve clientele.
Leadership	Ms. Arundhati Mech	Ability to manage and micromanage, to analyse member's individual traits and strength and be open to new ideas
Analytical	Capt. Deepak Parasuraman & Mr. Kannan Ramakrishnan	Practical understanding of organizations, processes, strategic planning, risk management, ability to think and brainstorm solutions that cut costs and time
Marketing	Capt. Deepak Parasuraman & Mr. Kannan Ramakrishnan	Developing strategies to grow sales and market share, build brand awareness and equity.
Legal	Mr. Srinivasan Natarajan	Ability to advise the Company on legal matters.

3. BOARD COMMITTEES

In accordance with the code of corporate governance and as mandated under the relevant provisions of the Companies Act, 2013 read with rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the board has constituted the following committees. All directors have accorded their confirmation that the number of committee memberships they hold in all other companies are within the limits prescribed under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(A) AUDIT COMMITTEE

The terms of reference to audit committee are in tandem with those laid down by regulations of Stock Exchange and include amongst others, the following:

Report On Corporate Governance

1. Oversight of financial reporting process and the disclosure of financial information relating to the Company to ensure that the financial statements are correct, sufficient and credible;
2. recommendation for appointment, re-appointment, replacement, remuneration and terms of appointment of auditors of the Company and the fixation of the audit fee;
3. approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. formulation of a policy on related party transactions, which shall include materiality of related party transactions;
5. reviewing, at least on a quarterly basis, the details of related party transactions entered into by the Company pursuant to each of the omnibus approvals given;
6. examining and reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
   a. Matters required to be included in the director's responsibility statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013
   b. Changes, if any, in accounting policies and practices and reasons for the same
   c. Major accounting entries involving estimates based on the exercise of judgment by management
   d. Significant adjustments made in the financial statements arising out of audit findings
   e. Compliance with listing and other legal requirements relating to financial statements
   f. Disclosure of any related party transactions; and
   g. Modified opinion(s) in the draft audit report.
7. reviewing, with the management, the quarterly, half-yearly and annual financial statements before submission to the Board for approval;
8. reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the Offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
9. reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
10. approval of any subsequent modification of transactions of the Company with related parties and omnibus approval for related party transactions proposed to be entered into by the Company, subject to the conditions as may be prescribed;
11. scrutiny of inter-corporate loans and investments;
12. valuation of undertakings or assets of the Company, wherever it is necessary;
13. evaluation of internal financial controls and risk management systems;
14. reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
15. 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;

Report On Corporate Governance

16. discussion with internal auditors of any significant findings and follow up there on;
17. 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;
18. discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
19. recommending to the board of directors the appointment and removal of the external auditor, fixation of audit fees and approval for payment for any other services;
20. looking into the reasons for substantial defaults in the payment to depositors, debenture holders, shareholders (in case of nonpayment of declared dividends) and creditors;
21. reviewing the functioning of the whistle blower mechanism;
22. monitoring the end use of funds raised through public offers and related matters;
23. overseeing the vigil mechanism established by the Company, with the chairman of the Audit Committee directly hearing grievances of victimization of employees and directors, who used vigil mechanism to report genuine concerns in appropriate and exceptional cases;
24. approval of appointment of chief financial officer (i.e., the whole-time finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
25. reviewing the utilization of loans and/or advances from/investment by the holding company in the subsidiary exceeding ₹100 crore or 10% of the asset size of the subsidiary, whichever is lower, including existing loans/advances/investments existing as on the date of coming into force of this provision; and
26. carrying out any other functions required to be carried out by the Audit Committee as contained in the SEBI Listing Regulations or any other applicable law, as and when amended from time to time.
27. Such roles as may be prescribed under the Companies Act, SEBI Listing Regulations and other applicable provisions from time to time.

The Audit committee consists of the following members:

NAME OF THE MEMBER	DESIGNATION	NO. OF MEETINGS ATTENDED
Mr. Srinivasan Natarajan	Chairman	5
Dr. Lalit Gupta	Member	5
Wg. Cdr. Jaganmohan Manthena (Retd.)	Member	5

During the financial year 2025-26, the audit committee met 5 (Five) times on May 27, 2025, August 6, 2025, November 12, 2025, December 17, 2025, and February 10, 2026.

(B) NOMINATION AND REMUNERATION COMMITTEE:

The terms of reference to Nomination and Remuneration Committee are in tandem with those laid down by regulations of Stock Exchange and include amongst others, the following:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors of the Company (the "Board" or "Board of Directors") a policy relating to the remuneration of the directors, key managerial personnel and other employees ("Remuneration Policy").

Report On Corporate Governance

The Nomination and Remuneration Committee, while formulating the above policy, should ensure that:

i. the level and composition of remuneration be reasonable and sufficient to attract, retain and motivate directors of the quality required to run our Company successfully;

ii. relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and

iii. remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short- and long-term performance objectives appropriate to the working of the Company and its goals.

2. Formulation of criteria for evaluation of independent directors and the Board;
3. Devising a policy on Board diversity;
4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal and carrying out evaluation of every director's performance (including independent director);
5. Analysing, monitoring and reviewing various human resource and compensation matters;
6. Deciding whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;
7. Determining the Company's policy on specific remuneration packages for executive directors including pension rights and any compensation payment, and determining remuneration packages of such directors;
8. Recommending to the board, all remuneration, in whatever form, payable to senior management and other staff, as deemed necessary;
9. Reviewing and approving the Company's compensation strategy from time to time in the context of the then current Indian market in accordance with applicable laws;
10. Perform such functions as are required to be performed by the compensation committee under the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2021, if applicable;
11. Frame suitable policies, procedures and systems to ensure that there is no violation of securities laws, as amended from time to time, including:
12. the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and
13. the Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices Relating to the Securities Market) Regulations, 2003.
14. Perform such other activities as may be delegated by the Board or specified/ provided under the Companies Act, 2013 to the extent notified and effective, as amended or by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended or by any other applicable law or regulatory authority.

During the financial year 2025-26, the nomination and remuneration committee met 2 (Two) times on May 27, 2025 and November 12, 2025.

The Nomination and Remuneration Committee consists of the following members:

Report On Corporate Governance

NAME	DESIGNATION	NO. OF MEETINGS ATTENDED
Mr. Srinivasan Natarajan	Chairman	2
Ms. Rashmi Prithviraj	Member	2
Wg. Cdr. Jaganmohan Manthena (Retd.)	Member	2

PERFORMANCE EVALUATION PROCESS FOR INDEPENDENT DIRECTORS:

The evaluation of the Independent Directors is done / performed by the entire Board of Directors which inter alia includes:

a) Performance of such directors;

b) Fulfillment of the independence criteria as specified in these regulations and their independence from the management.

The Independent Directors did not participate in the evaluation of their own performance.

(C) STAKEHOLDERS RELATIONSHIP COMMITTEE:

The Stakeholders Relationship Committee consists of the following members

NAME OF THE MEMBER	DESIGNATION	NO. OF MEETINGS ATTENDED
Mr. Srinivasan Natarajan	Chairman	1
Capt. Deepak Parasuraman	Member	1
Mr. Kannan Ramakrishnan	Member	1

During the financial year 2025-26, the committee met 1 (One) time on March 25, 2026.

NAME AND DESIGNATION OF THE COMPLIANCE OFFICER

Mr. Ajith Kumar, Company Secretary, was appointed as the Compliance Officer of the Company with effect from November 15, 2024.

INFORMATION OF INVESTOR GRIEVANCES

1. Number of shareholders complaints received during the financial year : 1
2. Number of complaints solved to the satisfaction of the shareholders : 1
3. Number of pending complaints : 0

(D) CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

In accordance with Section 135 of the Companies Act, 2013 and the rules made thereunder, the Company has constituted a Corporate Social Responsibility Committee to oversee the CSR activities of the Company. During the financial year 2025-26, the Committee reviewed and recommended the CSR Policy, CSR activities and expenditure to the Board and monitored the implementation thereof.

The Corporate Social Responsibility Committee consists of the following members:

Report On Corporate Governance

NAME OF THE MEMBER	DESIGNATION	NO. OF MEETINGS ATTENDED
Mr. Kannan Ramakrishnan	Chairman	2
Capt. Deepak Parasuraman	Member	2
Ms. Rashmi Prithviraj	Member	2

During the financial year 2025-26, the committee met 2 (Two) times on February 10, 2026 and March 26, 2026.

(E) KEY MANAGERIAL PERSONNEL

Following are the Key Managerial Personnel in the Company

Name	Designation
Mr. PK Raghunathan	Chief Financial Officer
Mr. Ajith Kumar	Company Secretary and Compliance Officer

4. REMUNERATION TO DIRECTORS

Details of Remuneration paid to the directors during the financial year 2025-26 is as follows:

REMUNERATION TO EXECUTIVE DIRECTORS

The remuneration paid to the Executive Directors of the Company during the financial year was in accordance with the approvals granted by the Board of Directors and within the limits prescribed under the Companies Act, 2013. The Managing Director received a total remuneration of ₹60 lakhs per annum, while the Whole-Time Director received ₹30 lakhs per annum. These amounts were approved for the financial year 2025-26. The remuneration structure is designed to reflect the roles and responsibilities entrusted to the Executive Directors and is aimed at aligning their performance with the long-term interests of the Company and its stakeholders.

In support of the Company's growth objectives, both Executive Directors have voluntarily waived the salary increment recommended by the Nomination and Remuneration Committee, and have agreed to continue drawing the same remuneration for the financial year 2025–26 as well.

5. GENERAL BODY MEETINGS

DATE AND TIME	LOCATION (VENUE)	SPECIAL RESOLUTION PASSED AT AGM	SPECIAL RESOLUTION PASSED THROUGH POSTAL BALLOT
25.09.2025 03:30 PM	The AGM was conducted through Video Conferencing mode	Yes	Nil
15.07.2024 10:00 AM	The AGM was conducted through Video Conferencing mode	No	Nil
30.09.2023 10:00 AM	The AGM was conducted through Video Conferencing mode	No	Nil

DETAILS OF SPECIAL RESOLUTION PASSED IN THE PREVIOUS YEAR THROUGH POSTAL BALLOT AND DETAILS OF VOTING PATTERN

During the financial year 2025-2026, the Company has not passed any special resolution by way of Postal Ballot.

Report On Corporate Governance

6. MEANS OF COMMUNICATION

Financial Results: Prior intimations of the Board Meeting to consider and approve Unaudited/Audited Financial Results of the Company for the quarter / half-year / year ended were intimated to the Stock Exchanges and also disseminated on the official website of the Company at www.afcomcargo.com.

Financial Results are immediately intimated to the Stock Exchange(s) after the same is approved at the Board Meeting. The Annual Audited Financial Statements are sent to every member of the Company in the prescribed manner. In terms of the Listing Regulations, the Company complies with the online filing requirements on electronic platforms of BSE Limited (BSE).

Website: The website of the Company www.afcomcargo.com contains a dedicated section "Investor Relations" which contains details/ information of interest to various stakeholders, including Financial Results, Shareholding Pattern, Press Releases, Company Policies, etc. The Members/Investors can view the details of electronic filings done by the Company on the websites of BSE i.e., www.bseindia.com.

SEBI Complaints Redress System (SCORES): The investor complaints are processed in a centralized web-based complaints redressal system. Centralised database of all complaints received, online uploading of the Action Taken Reports (ATRs) by the Company and online viewing by investors of actions taken on the complaint and its status are updated/ resolved electronically in the SEBI SCORES system.

News Releases, Presentations: Official news/Press releases are sent to the stock exchanges and displayed on the Company's website www.afcomcargo.com.

Presentations to institutional investors/ analysts: All price sensitive information is promptly intimated to the Stock Exchanges before releasing to the media, other stakeholders and uploading on the Company's official website. During the year under review, the Company had several investors/ analyst conference calls. Further the investor presentations were prepared and intimated to the Stock Exchanges. The details are also displayed on the Company's official website: www.afcomcargo.com.

7. GENERAL SHAREHOLDERS' INFORMATION

1.	Date, time and venue of AGM	September 25, 2026 at 03:30 P.M. through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM")
2.	Financial Year	1st April 2025 to March 31, 2026
3.	Dividend payment date	Not Applicable
4.	Listing on Stock Exchange*	BSE Limited (SME Platform) Phiroze Jeejee Bhoy's Towers Dalal Street, Mumbai 400 001.
5.	Scrip Code and ISIN	544224 & INE0OXY01013
6.	Registrar and Transfer agents	MUFG Intime India Private Limited (formerly Link Intime India Private Limited) C-101, 1st Floor, 247 Park, Lal Bahadur Shashtri Marg, Vikhroli (West), Mumbai – 400 083, Maharashtra, India Telephone: +91-022-810 811 4949 Facsimile: +91-022-49186060 Website: www.linkintime.co.in
7.	Share Transfer System	MUFG Intime India Private Limited (formerly Link Intime India Private Limited) is the Registrar and Share Transfer Agents of the Company. In accordance with Regulation 40 of the SEBI Listing Regulations, requests for transfer of securities in physical form are not processed by the Registrar and Share Transfer Agent.
8.	Dematerialisation of shares and liquidity	The Company has entered into agreements with CDSL and NSDL to have electronic depository facilities for the Shares of the Company. As at March 31, 2026, 0 shares (0%) were in physical form and 2,60,68,096 shares (100%) were in dematerialized form of which 74,86,179 and 1,85,81,917 shares were with CDSL and NSDL respectively.
9.	Outstanding Global depository receipts or American depository receipts or warrants or any convertible instruments, conversion date and likely impact on equity;	Not Applicable
10.	Commodity price risk or foreign exchange risk and hedging activity	Not Applicable
11.	Address for correspondence: a. Matters relating to transfer of shares b. Other matters	MUFG Intime India Private Limited (formerly Link Intime India Private Limited) C-101, 1st Floor, 247 Park, Lal Bahadur Shashtri Marg, Vikhroli (West), Mumbai – 400 083, Maharashtra, India Telephone: +91-022-810 811 4949 Facsimile: +91-022-49186060 Website: www.linkintime.co.in Afcom Holdings Limited Corporate Office 3rd Floor, IndiQube Palmyra Plot No. 16 (NP), SIDCO Industrial Estate, Ekkattuthangal, Guindy, Chennai – 600032 Telephone: 044-2221 3333
12.	Web link for website where the policy for determining policy on dealing with related party transaction are placed.	www.afcomcargo.com

Report On Corporate Governance

*The company has paid the requisite listing fees to BSE Limited on time.

8. SHAREHOLDINGS OF DIRECTORS AS AT MARCH 31, 2026

NAME OF DIRECTOR	NO. OF SHARES HELD
Capt. Deepak Parasuraman	44,10,422
Wg. Cdr. Jaganmohan Manthena (Retd.)	12,91,183
Mr. Kannan Ramakrishnan	2,42,325
Dr. Lalit Gupta	Nil
Mr. Srinivasan Natarajan	Nil
Ms. Rashmi Prithviraj	Nil
Mr. Sudhir Laxmikant Deoras	Nil
Ms. Arundhati Mech	Nil

9. WHISTLE BLOWER POLICY

The Company has established a mechanism for directors and employees to report their concerns about unethical behaviors, actual or suspected fraud, and violation of code of conduct of the Company etc.

Report On Corporate Governance

The mechanism also provides adequate safeguards against victimization of employees who avail of the mechanism and also provides direct access by the whistle blower to the audit committee.

We affirm that during the financial year 2025-26, no personnel have been denied access to the audit committee. The Company, during the financial year 2025-26, has not received any complaints under this mechanism.

10. OTHER DISCLOSURES

- RELATED PARTY TRANSACTION

  During the financial year 2025-26, there were no material related party transactions entered into by the Company that were in conflict with the interests of the Company.

- CERTIFICATE FROM PRACTICING COMPANY SECRETARY

  Certificate from S.A.E & Associates, LLP, Practicing Company Secretaries stating that none of the directors on the board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority during the financial year 2025-26 is attached to this report.

- DETAILS OF NON-COMPLIANCE OR PENALTIES/STRICTURES IMPOSED DURING THE LAST THREE YEARS

  BSE Limited, vide its email dated December 16, 2025, levied an SOP fine of ₹5,900 (inclusive of GST) for a one-day delay in compliance with Regulation 23(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to disclosure of related party transactions for the half-year ended September 30, 2025; the Company has since paid the fine within the prescribed timeline. Except as disclosed below, there were no material non-compliances, penalties or strictures imposed on the Company by SEBI, Stock Exchanges or any statutory authority during the last three years.

- DETAILS OF FEES PAID TO STATUTORY AUDITORS

  The Company has paid a fees of Rs. 28 lakhs (Rupees Twenty-Eight Lakhs Only) to the statutory auditors for FY 2025-26.

- DISCLOSURES IN RELATION TO THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

  During the year under review, the Company has not received any complaints in terms of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Particulars	Details
Number of complaints received in the year	NIL
Number of complaints disposed off during the year	NIL
Number of cases pending for more than ninety days	NIL

- DETAILS OF COMPLIANCE WITH MANDATORY REQUIREMENTS

  Except as disclosed elsewhere in this Report, the Company has complied with the applicable statutory requirements, rules and regulations of the Stock Exchanges and SEBI.

Report On Corporate Governance

11. DISTRIBUTION OF SHAREHOLDING AS AT MARCH 31, 2026

S. No.	Category	No. of Shareholders	No. of Shares	% to total paid up share capital
1.	**Promoter & Promoter Group:**			
	Deepak Parasuraman	1	4410422	16.91
	Manjula A	1	3557175	13.64
	Jaganmohan Manthena	1	1291183	4.95
	Thiagaraja	1	1085106	4.16
	R Kannan	1	242325	0.92
	Promoter & Promoter Group(A)	5	**10586211**	**40.60**
2.	**Public (B)**	6449	**15481885**	**59.39**
	Any Others(C)	0	0	0
	Total (A+B+C)	**6454**	**26068096**	**100**

12. MONTHLY HIGH AND LOW QUOTATIONS AT BSE FOR 2025-26

MONTH	HIGH	LOW (RS)
April 2025	800.10	642.60
May 2025	1,000.90	635.00
June 2025	1,050.90	799.95
July 2025	1,144.40	772.05
August 2025	1,035.00	790.00
September 2025	997.00	848.90
October 2025	903.95	784.05
November 2025	838.80	803.50
December 2025	915.00	786.20
January 2026	949.00	785.00
February 2026	916.00	662.10
March 2026	960.05	680.20

13. DISCLOSURES OF THE COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS SPECIFIED IN REGULATION 17 TO 27 AND CLAUSES (B) TO (I) OF SUB-REGULATION (2) OF REGULATION 46

PARTICULARS	REGULATION	YES/ NO/ NA
Board composition	17(1), 17 (1A), 17(1B)	Yes Yes Yes
Meeting of Board of Directors	17(2) 17 (2A)	Yes Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes

Report On Corporate Governance

PARTICULARS	REGULATION	YES/ NO/ NA
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Explanatory statement attached to the notice to set forth the recommendation of the Board on each of the special items	17(11)	Yes
Maximum number of Directorships	17A	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1) & (2)	Yes
Composition of Stakeholders Relationship Committee	20(1), (2), (2A), (3), (3A) & (4)	Yes
Composition and role of Risk Management Committee	21(1), (2), (3), (4)	Not mandatory for the Company
Vigil Mechanism	22	Yes
Policy for Related Party Transaction	23(1)	Yes
Policy for Related Party Transaction	23(1A), (5), (6), (7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all Related Party Transactions	23(2), (3)	NA
Approval for material Related Party Transactions	23(4)	NA
Disclosure of Related Party Transactions on half yearly basis	23(9)	Yes
Composition of Board of Directors of Unlisted Material Subsidiary	24(1)	NA
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2), (3), (4), (5) & (6)	NA
Secretarial audit of listed entity and its material unlisted subsidiaries incorporated in India to be annexed to annual report	24A (1) & (2)	Yes
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of Independent Directors	25(3) & (4)	Yes
Liability of Independent Directors	25(5)	NA
Cessation of Independent Directors	25(6)	NA
Familiarization of independent directors	25(7)	Yes
Declaration of independence by independent directors and the same to be taken on record by the Board	25(8) & (9)	Yes
To undertake Directors and Officers Insurance for all Independent Directors	25(10)	NA
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior Management Personnel	26(3)	Yes
Policy with respect to Obligations of Directors and Senior Management	26(2) & 26(5)	NA
Prior approval of Board and public shareholders to be obtained for agreements entered into by employee including KMP or Promoter or Director	26(6)	NA

Report On Corporate Governance

WEBSITE DISCLOSURES

S. NO	PARTICULARS	STATUS OF DISSEMINATION IN THE WEBSITE OF THE COMPANY (YES/NO)
1.	Terms and conditions of appointment of Independent Directors	Yes
2.	Constitution of various committees of the board	Yes
3.	Code of Conduct of Board of Directors and Senior Management Personnel	Yes
4.	Details of establishment of vigil mechanism	Yes
5.	Policy on dealing with Related Party Transaction	Yes
6.	**Details of familiarization program imparted to Independent Directors**	Yes
7.	**E-mail address for grievance redressal and other relevant details**	Yes

14. DIVIDEND

The Board has not recommended any dividend during the financial year 2025-26.

15. INSIDER TRADING POLICY

As per SEBI guidelines on Insider Trading, all listed companies are required to set up an appropriate mechanism for regulating transactions in the shares of the company by Insiders. Your Company has framed a code of conduct for prevention of Insider Trading for Promoters and Directors.

16. ADOPTION OF DISCRETIONARY REQUIREMENTS AS SPECIFIED IN PART E OF SCHEDULE II OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

- For the financial year ended March 31, 2026, the auditor has not issued any modified opinion on the financial statements of the Company.
- The internal auditor reports directly to the audit committee.

17. DECLARATION BY CFO

As required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 a declaration by Mr. P K Raghunathan, Chief Financial Officer, that the Code of Conduct has been complied with by persons covered under the Code is furnished at the end of this report.

18. CERTIFICATE ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

The certificate on compliance of conditions of Corporate Governance, from S.A.E. & Associates, Company Secretaries is attached to this report.

By order of the Board of Directors
For **AFCOM HOLDINGS LIMITED**

Sd/-
DEEPAK PARASURAMAN
Chairman and Managing Director
DIN:00699855

Place: **Chennai**
Date: **August 31, 2026**

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,
Afcom Holdings Limited (CIN: L51201TN2013PLC089652)
2, LIC Colony Dr. Radhakrishnan Nagar, Thiruvanmiyur
Chennai - 600041
Tamil Nadu

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Afcom Holdings Limited having CIN L51201TN2013PLC089652 and registered office at 2, LIC Colony Dr. Radhakrishnan Nagar, Thiruvanmiyur, Chennai – 600041, Tamil Nadu (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below as on the financial year ended March 31, 2026 have been debarred or disqualified from being appointed or continuing as Directors of Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of appointment in the Company
1	Deepak Parasuraman	00699855	February 15, 2013
2	Kannan Ramakrishnan	08202306	March 21, 2023
3	Jaganmohan Manthena	03139809	April 20, 2018
4	Lalit Gupta	09147439	March 21, 2023
5	Natarajan Srinivasan	10098089	October 1, 2023
6	Rashmi Prithviraj	01764740	December 28, 2023
7	Sudhir Laxmikant Deoras	00206099	March 13, 2025
8	Arundhati Mech	09177619	March 13, 2025

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion based on our verification of the records and disclosures. 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.

Place: Chennai
Date: August 31, 2026

For S.A.E & Associates LLP
Company Secretaries

Sd/-
Sri Vidhya Kumar, Partner
FCS. No. 11114, C.P. NO. 20181
FRN: L2018TN004700
Peer Review Certificate No. 2822/2022
UDIN: F011114H001322457

Certificate Of Compliance Of Conditions Of Corporate Governance

[Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To
The Members,
Afcom Holdings Limited (CIN: L51201TN2013PLC089652)
2, LIC Colony Dr. Radhakrishnan Nagar, Thiruvanmiyur
Chennai - 600041
Tamil Nadu

We, S.A.E & Associates LLP, Company Secretaries have examined the compliance of conditions of Corporate Governance by Afcom Holdings Limited ("the Company"), having CIN L51201TN2013PLC089652 and registered office at 2, LIC Colony Dr. Radhakrishnan Nagar, Thiruvanmiyur, Chennai – 600041, Tamil Nadu, for the period December 17, 2025* to March 31, 2026 as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46 (2) and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR).

MANAGEMENT'S RESPONSIBILITY:

The compliance of conditions of Corporate Governance is the responsibility of the management. This responsibility includes design, implementation and maintenance of internal control and procedures to ensure compliance with the conditions of Corporate Governance as stipulated in LODR.

AUDITOR'S RESPONSIBILITY:

- Our responsibility is limited to a review of the procedures and implementation thereof, adopted by the Company for ensuring the compliance of 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 records and documents of the Company, to the extent relevant, for the purpose of providing reasonable assurance on compliance with Corporate Governance requirements by the Company.

OPINION:

- To the best of our information and based on our examination of the relevant records and the explanations given to us and the representations provided by the directors and the management, we certify that the Company has complied with the conditions of corporate governance as stipulated in Regulation 17 to 27 and clauses (b) to (i) of regulation 46(2) and paragraphs C, D and E of Schedule V of the LODR, during the period December 17, 2025 to March 31, 2026.
- We state that such compliance 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.

Place: Chennai
Date: August 31, 2026

For S.A.E & Associates LLP
Company Secretaries

Sd/-
Sri Vidhya Kumar, Partner
FCS. No. 11114, C.P. NO. 20181
FRN: L2018TN004700
Peer Review Certificate No. 2822/2022
UDIN: F011114H001322501

*Date on which the main board compliances became applicable to the company

CERTIFICATE UNDER REGULATION 17(8) & PART B OF SCHEDULE II OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

We, Capt. Deepak Parasuraman, Managing Director, and P K Raghunathan, Chief Financial Officer of Afcom Holdings Limited (the "Company" or the "listed entity"), hereby confirm and certify to the Board of Directors that:

a) We have reviewed the financial statements and the cash flow statements for the financial year ended March 31, 2026 and that, to the best of our knowledge and belief:

   (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

   (ii) these statements together present a true and fair view of the listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

b) There are, to the best of our knowledge and belief, no transactions entered into by the listed entity during the year which are fraudulent, illegal or violative of the listed entity's code of conduct.

c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the listed entity pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

d) We have indicated to the auditors and the Audit Committee that there are no:

   (i) significant changes in internal control over financial reporting during the year;

   (ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

   (iii) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the listed entity's internal control system over financial reporting.

Sd/-
Capt. Deepak Parasuraman
Managing Director

Sd/-
P K Raghunathan
Chief Financial Officer

Date: August 31, 2026
Place: Chennai

Secretarial Audit Report

To
The Members,
Afcom Holdings Limited (CIN: L51201TN2013PLC089652)
2, LIC Colony Dr. Radhakrishnan Nagar, Thiruvanmiyur
Chennai - 600041
Tamil Nadu

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Afcom Holdings Limited (hereinafter called **the Company**). Secretarial audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

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

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

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

(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. The Company does not have any Overseas Direct Investment and External Commercial Borrowings;

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

   a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

   b) 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) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (Not applicable to the Company during the Review Period).

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

   f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 (Not applicable as the Company is not registered as a Registrar to an issue and as a Share transfer agent);

   g) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

   h) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations,2021 as amended from time to time; (Not applicable to the Company during the Review Period).

   i) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 as amended from time to time; (Not applicable to the Company during the Review Period).

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

Secretarial Audit Report

- The company has appointed secretarial auditor from the financial year 2025-2026.
- Transactions with related parties were entered prior to obtaining approval from the audit committee. However, the same was ratified at the audit committee meeting held on May 28, 2026.
- The Company has not registered itself with the Smart ODR Portal as mandated by the SEBI circular SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023.
- The Company has intimated appointment of secretarial auditor to the stock exchange as an outcome of the board meeting. However, the same was not intimated under change in management in PDF and XBRL mode.
- The certificate on compliance with Corporate Governance as required under Schedule V Part E of the SEBI (LODR) Regulations, 2015, were not applicable to the Company. However, the Annual Report mentions that Corporate Governance Compliance Certificate was issued by M/s S.A.E. & Associates LLP.

As represented by the Company, we report that the company has complied with the requirements under Directorate General of Civil Aviation.

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

(i) Secretarial Standards issued by the Institute of Company Secretaries of India relating to Meetings of the Board of Directors (SS-1) and General Meetings (SS-2)

(ii) The Listing Agreements entered into by the Company with BSE Limited.

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

We further report that

(i) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors and Woman Directors. During the period under review

- Mr. Jaganmohan Manthena, Non-Executive Non-Independent Director retired by rotation at the annual general meeting held on September 25, 2025 and was re-appointed.
- Ms. Arundhati Mech was appointed as an additional director (Independent Director) on March 13, 2025, and thereafter at the annual general meeting held on September 25, 2025, was appointed as Independent Director of the company for a period of two years.
- Mr. Sudhir Laxmikant Deoras was appointed as an additional director (Independent Director) on March 13, 2025, and thereafter at the annual general meeting held on September 25, 2025, was appointed as Independent Director of the company for a period of two years.

(ii) Adequate notice is given to all Directors to schedule the Board Meetings; notice, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before and at the meeting for meaningful participation at the meeting. Decisions of the Board/ Committee meetings are in consensus and results are recorded in minutes with suggestions / directions, if any, made in respect of any agenda item.

(iii) Based on the compliance system prevailing in the Company, and after carrying out test checks of the relevant records and documents maintained by the Company, we further report that, there are adequate systems and processes commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

Secretarial Audit Report

We further report that

(i) The Company has allotted 12,10,390 equity shares on preferential basis during the period under review on December 17, 2025.

(ii) The Company has allotted 11,65,000 convertible warrants on preferential basis during the period under review on December 17, 2025.

(iii) The Company incorporated a subsidiary in UAE in the name of Afcom Cargo FZCO on May 14, 2026.

Place: Chennai
Date: August 31, 2026

For S.A.E & Associates LLP
Company Secretaries

Sd/-
Sri Vidhya Kumar, Partner
FCS. No. 11114, C.P. NO. 20181
FRN: L2018TN004700
Peer Review Certificate No. 2822/2022
UDIN: F011114H001322402

To
The Members,
Afcom Holdings Limited (CIN: L51201TN2013PLC089652)
2, LIC Colony Dr. Radhakrishnan Nagar, Thiruvanmiyur
Chennai - 600041
Tamil Nadu

Our Secretarial Audit Report of even date is to be read along with this letter.

1. It is the Management's Responsibility to maintain secretarial records, and to devise proper systems to ensure compliance with the provisions of all applicable laws, rules regulations and standards and to ensure that the systems are adequate and operate effectively. Our examination was limited to the verification of procedures on test basis.
2. Our responsibility as the Secretarial Auditor is to express an opinion on these secretarial records, systems, standards, and procedures based on our audit.
3. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
4. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
5. Wherever required, we have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.
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: Chennai
Date: August 31, 2026

For S.A.E & Associates LLP
Company Secretaries

Sd/-
Sri Vidhya Kumar, Partner
FCS. No. 11114, C.P. NO. 20181
FRN: L2018TN004700
Peer Review Certificate No. 2822/2022

ANNEXURE B

FORM NO. AOC.2

(Pursuant to clause (h) of sub-section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

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

1. The Company has not entered into any contract/arrangement with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 which are not at arms length basis.

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

S. NO	PARTICULARS	DETAILS
(a)	Name(s) of the related party and nature of relationship	Shreshtha Business Solutions LLP Enterprise having common director.
(b)	Nature of contracts/ arrangements/ transactions	Procurement of services
(c)	Duration of the contracts/arrangements/transactions	As and when the requirement arises
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any:	Rs. 4.02 Lakhs
(e)	Date(s) of approval / taken note by the Board, if any:	The transactions are at arm's length basis and in the ordinary course of business. Hence approval of the Board is not required.
(f)	Amount repaid as advances, if any:	Rs. 13.93 Lakhs

Independent Auditor's Report

To The Members of AFCOM HOLDINGS LIMITED

Report on the Indian Accounting Standards (IND AS) Financial Statements

Opinion

We have audited the accompanying Indian Accounting Standards (IND AS) financial statements of AFCOM HOLDINGS LIMITED ("the Company"), which comprise the Balance Sheet as at March 31, 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year ended on that date, and notes to the financial statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act, ("IND AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026 and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis of our audit opinion on the accompanying financial statements.

Key Audit Matter	How our audit addressed the Key Audit Matter
Accounting for aircraft leases under Ind AS 116 The Company has taken aircraft on lease under arrangements denominated in USD. As at March 31, 2026 the Company carries right-of-use assets of ₹30,634.64 Lakhs and lease liabilities of ₹33,839.56 Lakhs, and has recognised depreciation / amortisation of the right-of-use assets and finance costs on lease liabilities during the year.	Our audit procedures included, among others: • Obtaining and reading the aircraft lease agreements and evaluating management's assessment of the lease term and the existence of identified assets; • Evaluating the appropriateness of the incremental borrowing rate, including benchmarking against external market data for comparable USD aircraft leases; • Re-performing, on a sample basis, the computation of right-of-use assets, lease liabilities, depreciation and finance costs;

Independent Auditor's Report

Key Audit Matter	How our audit addressed the Key Audit Matter
The recognition and measurement require significant judgement in determining the lease term (including extension, purchase and termination options), the incremental borrowing rate for long-duration USD-denominated leases, and the treatment of variable lease payments, maintenance reserves and supplementary rent, together with the foreign exchange retranslation of the USD lease liabilities. Accordingly, we considered this a key audit matter.	• Assessing the accounting treatment of variable lease payments and other amounts arising under the lease arrangements, including maintenance reserves and supplementary rent, with reference to the terms and conditions of the underlying agreements and the requirements of Ind AS 116; • Testing the translation of USD-denominated lease liabilities at the closing rate and the recognition of the resulting exchange differences in the Statement of Profit and Loss under Ind AS 21; • Assessing the adequacy of the related disclosures in the financial statements.
Provision for Aircraft re-delivery (return condition) The Company carries a provision for aircraft re-delivery / return condition obligations of ₹967.30 Lakhs as at March 31, 2026 (previous year ₹564.76 lakhs). The measurement of this provision involves significant estimation, including expected outflows, escalation, discount rates and the expected timing of re-delivery, and the assessment of the treatment of maintenance reserves and supplementary rent. We considered this matter to be one of most significance in our audit because of the magnitude of the provision and the significant estimation and judgement involved in determining the amount of the obligation.	Our audit procedures included, among others: • Obtaining an understanding of the process and controls implemented by the Company for identification and measurement of aircraft re-delivery / return condition obligations; • Inspecting significant aircraft lease agreements to assess the contractual return conditions and related obligations • Evaluating the assumptions used by management in estimating the provision, including cost build-up, escalation and discounting; • Evaluating the Company's assessment of maintenance reserves and supplementary rent and their impact on the provision. • Evaluating the adequacy of disclosures in respect of provisions and contingencies.
Capital raising and utilisation of proceeds – preferential allotment of equity shares and convertible warrants During the year, on December 17, 2025 the Company allotted 12,10,390 equity shares of ₹10 each and 11,65,000 convertible share warrants on a preferential basis, against which 25% of the issue price has been received upfront on the warrants. Securities premium of ₹10,326.68 Lakhs and Share capital of ₹ 121.04 Lakhs was recognised on the equity allotment and ₹2,513.98 Lakhs is carried as share warrants pending allotment. Given the magnitude of the funds raised, the regulatory framework governing preferential issues, and the monitoring of the utilisation of the proceeds against the stated objects, this was an area of audit focus.	Our audit procedures included, among others: • Tracing the receipt of funds to bank statements and verifying the allotment and warrant subscription records; • Verifying the allotment of equity shares and convertible warrants with reference to the relevant Board and shareholders' approvals and other supporting records; • Verifying the utilisation of proceeds against the stated objects and the supporting documentation; • Evaluating compliance with Sections 42 and 62 of the Companies Act 2013 and the applicable SEBI Regulations; • Evaluating the adequacy of the related disclosures, including amounts raised, utilised and unutilised.

Information other than the financial statements and Auditor's report thereon

The Company's Board of Directors is responsible for the preparation of other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including annexures to Board's Report but does not include the financial statements and our auditor's report thereon. The Other information is expected to be made available to us after the date of our auditor's report.

Independent Auditor's Report

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of audit, or otherwise appears to be materially misstated.

When we read the other information included in the above reports, if we conclude that there is material misstatement therein, we are required to communicate the matter to those charged with governance and determine the actions under the applicable laws and regulations.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards ("IND AS") specified under section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management and Board of Directors are 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 the Board of Directors either intend to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibility 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 with reference to financial statements 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 the management.

Independent Auditor's Report

- 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 financial controls 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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

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

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the 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 including Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.

   d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.

   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 from being appointed as a director in terms of Section 164(2) of the Act.

   f) With respect to the adequacy of the internal financial controls over financial reporting with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

   g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid /provided by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

Independent Auditor's Report

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

i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements.

ii. The Company do not have any long-term contracts including derivative contracts for which there were any material foreseeable losses .

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other persons/entities, including foreign entities ('Intermediaries'), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The Management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities (Funding Parties), with the understanding, whether recorded in writing or otherwise, as on the date of this audit report, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. The Company has neither declared nor paid any dividend during the year.

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

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

For P P N AND COMPANY
Chartered Accountants
ICAI Firm Registration Number: 013623S
Peer Review Certificate Number: 020690

Sd/-
D HITESH
Partner
MRN: 231991
UDIN: 26231991VBDKCU8863
Date: May 28, 2026
Place: Chennai

Annexure "A" to the Independent Auditor's Report

(Referred to in Paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of AFCOM HOLDINGS LIMITED of even date)

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that,

(i) (a) A The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment, relevant details of right-of-use assets.

B. The Company has no intangible assets as at the balance sheet date; accordingly, the requirement to maintain records of intangible assets do not arise during the year.

(b) The Property, Plant and Equipment and Right-of-Use assets have been physically verified by the Management at reasonable intervals in accordance with a programme of verification, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) The Company does not own any immovable properties during the year. Accordingly, reporting under Clause 3(i)(c) of the Order is not applicable to the Company.

(d) The Company has not revalued any of its property, plant and equipment and intangible assets during the year.

(e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

(ii) (a) The inventories were physically verified during the year by the Management at reasonable intervals. In our opinion and according to the information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories when compared with books of account.

(b) The Company has been sanctioned working capital limits in excess of ₹5 crores, in aggregate, at points of time during the year, from banks or financial institutions on the basis of security of current assets. The Company has provided security of only trade receivables against such working capital facilities. In our opinion, the quarterly returns/statements filed by the Company with such banks or financial institutions are in agreement with the books of account of the Company for the respective quarters, and no material discrepancies have been observed.

(iii) In respect of investments in, or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to any company, firm, LLP, or other parties, the company has not made investments in, or provided any guarantee or security or granted any loans or advances in the nature of loans secured or unsecured to any company, firm, LLP, or other parties during the period, and hence reporting under clause 3(iii)(a) to (f) of the Order is not applicable

(iv) In our opinion and according to the information obtained and explanations given to us, the Company has complied with the provisions of Section 185 and Section 186 of the Act, with respect to the loans, investments, guarantees and securities.

(v) The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause (v) of the Order is not applicable.

(vi) The Central Government has not specified the maintenance of cost records under sub-section (1) of section 148 of the Act in respect of the Company's business activity. Accordingly, reporting under clause 3(vi) of the Order is not applicable to the Company.

(vii) (a) In respect of statutory dues: Undisputed statutory dues, including Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-tax, duty of Custom, Cess and other material statutory dues applicable to the Company have generally been regularly deposited by it with the appropriate authorities.

Annexure "A" to the Independent Auditor's Report

There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Cess and other material statutory dues in arrears as at March 31, 2026 for a period of more than six months from the date they became payable.

(b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2026 on account of disputes.

S. No	Name of Statute	Nature of Dues	Forum where Dispute is Pending	Period to which the Amount Relates	Amount (Net of Amount paid under protest) (Rs. In Lakhs)	Amount paid under protest (Rs. In Lakhs)
1	Income Tax Act,1961	Income Tax	CIT-Appeal	FY 2021-22	634.79	23.74

(viii) According to the information and explanations given to us, no transactions were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961) which have not been recorded in the books of accounts.

(ix) (a) According to the information and explanations given to us, the Company has not defaulted in repayment of its loans or borrowings or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us including representation received from the management of the Company, and on the basis of our audit procedures, we report that the Company has not been declared a willful defaulter by any bank or financial institution or other lender.

(c) In our opinion and according to the information and explanations given to us, money raised by way of term loans were applied for the purposes for which these were obtained.

(d) In our opinion and according to the information and explanations given to us, and on an overall examination of the financial statements of the Company, funds raised by the Company on short term basis have not been utilized for long term purposes.

(e) The Company does not have any subsidiaries. Accordingly, the reporting requirements under clause 3(ix)(e)(f) is not applicable

(x) a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments), during the year. Accordingly, reporting under clause 3(x)(a) of the Order is not applicable to the Company.

b) According to the information and explanations given to us, during the year, the Company has made a preferential allotment of 12,10,390 equity shares of face value ₹10 each and 11,65,000 fully convertible Equity warrants.

Date of Allotment	Particulars	Amount in Lakhs
December 17, 2025	Convertible Warrants	2,513.98
	(Upfront receipt of 25% of total consideration)	
December 17, 2025	Equity Shares	10,447.75
	Total	**12,961.73**

The Company has complied with the requirements of Sections 42 and 62 of the Companies Act, 2013, to the extent applicable. Out of the funds raised amounting to Rs. 12,961.73 lakhs, an amount of Rs. 7,009.38 lakhs has been utilized for the purposes stated in the offer documents and the balance amount of Rs. 5,952.35 lakhs remains unutilized as at March 31, 2026 and has been held in designated monitoring accounts pending utilization.

Annexure "A" to the Independent Auditor's Report

Objects for which funds have been raised and where there has been a deviation in the following table:

S. No.	Object as disclosed in the Offer Document	Amount as per Offer document (Rs. in Lakhs)	Issue Proceeds received in Bank Account (Rs. in Lakhs)	Actual Utilised Amount (Rs. In Lakhs) till March March 31, 2026	Unutilised Amount (Rs. in Lakhs) as on March 31, 2026	Remarks
1	Capital expenditure towards acquisition of Land	16,851.60	10,541.99	5,699.35	4,842.64	Will be utilised in due course (The Unutilised amount is kept in designated Monitoring Account)
2	Working capital	3,489.00	2,182.65	1,310.03	872.62	Will be utilised in due course (The Unutilised amount is kept in designated Monitoring Account)
3	General Corporate Purposes	379.00	237.09	-	237.09	Will be utilised in due Course
	Total	**20,719.60**	**12,961.73**	**7,009.38**	**5,952.35**	

Note: Company has not received 75% of the Warrants Amount (Rs.7,541.94 Lakhs).

(xi) (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the period covered by our audit.

(b) No report under section 143(12) of the Act has been filed with the Central Government for the period covered by our audit.

(c) According to the information and explanations given to us including the representation made to us by the management of the Company, there are no whistle-blower complaints received by the Company during the year.

(xii) The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, reporting under clause 3(xii) of the Order is not applicable to the Company.

(xiii) In our opinion and according to the information and explanations given to us, all transactions entered into by the Company with the related parties are in compliance with sections 177 and 188 of the Act where applicable. Further, the details of such related party transactions have been disclosed in the financial statements, as required under Indian Accounting Standard (IND AS) 24, Related Party Disclosures specified in Companies (Indian Accounting Standards) Rules 2015 as prescribed under section 133 of the Act.

(xiv) (a) In our opinion and according to the information and explanations given to us, the Company has an inhouse internal audit system as required under section 138 of the Act which is commensurate with the size and nature of its business.

(b) We have considered, the internal audit reports issued to the Company during the year and covering the period up to March 31, 2026 for the period under audit.

(xv) According to the information and explanation given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with them and accordingly, provisions of section 192 of the Act are not applicable to the Company.

(xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause (xvi)(a), (b), (c) & (d) of the Order is not applicable.

Annexure "A" to the Independent Auditor's Report

(xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

(xviii) There has not been resignation of the statutory auditors during the year and disclosure on this regard is not applicable.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the plans of the Board of Directors and management, we are of the opinion that no material uncertainty exists as on the date of the audit report that 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 from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

(xx) According to the information and explanations given to us and based on our examination of the records of the Company, the Company was required to spend ₹78,82,729/- towards Corporate Social Responsibility ("CSR") during the year. However, the Company has not fully spent the amount required to be spent towards CSR during the year, and the unspent amount as at the end of the financial year is ₹68,82,729/- The Company is required to transfer such unspent amount to a Fund specified in Schedule VII to the Companies Act, 2013, within the period prescribed under Section 135(5) of the Act, as applicable.

(xxi) The company doesn't have subsidiaries or associate entities to prepare Consolidated Financial Statement. Accordingly, reporting under Paragraph 3(xxi) of the order is not applicable for the period.

For P P N AND COMPANY
Chartered Accountants
ICAI Firm Registration Number: 013623S
Peer Review Certificate Number: 020690

Sd/-
D HITESH
Partner
MRN: 231991
UDIN: 26231991VBDKCU8863
Date: May 28, 2026
Place: Chennai

Annexure "B" to the Independent Auditor's Report

(Referred to in paragraph 1 (f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of AFCOM HOLDINGS LIMITED of even date)

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

We have audited the internal financial controls with reference to financial statements of AFCOM HOLDINGS LIMITED ("the Company") as at March 31, 2026 in conjunction with our audit of the IND AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls with reference to financial statements based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, 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.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to financial statements. 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 with reference to financial statements 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 with reference to financial statements and their operating effectiveness.

Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

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

Annexure "B" to the Independent Auditor's Report

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements 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 P P N AND COMPANY
Chartered Accountants
ICAI Firm Registration Number: 013623S
Peer Review Certificate Number: 020690

Sd/-
D HITESH
Partner
MRN: 231991
UDIN: 26231991VBDKCU8863
Date: May 28, 2026
Place: Chennai

Balance Sheet

As at March 31, 2026

(All Amount are in ₹ Lakhs, unless otherwise stated)

	Particulars	Note	As at March 31, 2026	As at March 31, 2025 (Restated)	As at April 1, 2024 (Restated)
I	**ASSETS**				
	Non-current assets				
(a)	Property, Plant and Equipment	3	1,570.87	1,744.28	41.65
(b)	Capital Work - in -Progress	4	-	-	1,222.04
(c)	Investment Property		-	-	-
(d)	Goodwill		-	-	-
(e)	Other Intangible assets		-	-	-
(f)	Intangible Assets under development		-	-	-
(g)	Right of use of assets	5	30,634.64	23,322.49	240.75
(h)	Financial assets				
	(i) Investments		-	-	-
	(ii) Trade receivables		-	-	-
	(iii) Loans		-	-	-
	(iv) Other financial assets	6	8,244.35	5,255.73	32.41
(i)	Deferred tax assets (net)	7	465.28	-	15.14
(j)	Other non current assets	8	20,904.82	11,209.73	6,808.12
	Total Non-Current assets (A)		**61,819.97**	**41,532.23**	**8,360.11**
	Current assets				
(a)	Inventories	9	1,824.87	1,580.02	1,569.16
(b)	Financial assets:				
	(i) Investments		-	-	-
	(ii) Trade receivables	10	13,575.85	5,902.73	2,262.82
	(iii) Cash and cash equivalents	11	6,205.66	8.51	309.61
	(iv) Bank balances other than cash and cash equivalents	12	-	-	100.03
	(v) Loans		-	-	-
	(vi) Other financial assets	13	45.71	50.17	7.15
(c)	Other current assets	14	10,005.98	1,135.74	1,337.26
(d)	Asset held for Sale		-	-	-
	Total Current assets (B)		31,658.07	8,677.16	5,586.03
	Total Assets (A+B)		**93,478.03**	**50,209.39**	**13,946.14**

Balance Sheet

As at March 31, 2026

(All Amount are in ₹ Lakhs, unless otherwise stated)

	Particulars	Note	As at March 31, 2026	As at March 31, 2025 (Restated)	As at April 1, 2024 (Restated)
II	**EQUITY AND LIABILITIES**				
	Equity				
	Equity share capital	15	2,606.81	2,485.77	1,802.13
	Other equity	16	43,061.37	18,000.03	8,505.99
	Total Equity (C)		**45,668.18**	**20,485.80**	**10,308.12**
	Liabilities				
	Non-current liabilities				
(a)	Financial liabilities				
	(i) Borrowings	17	65.04	26.36	1,032.02
	(ia) Lease liabilities	18	28,955.98	21,127.95	187.68
	(i) Other Financial Liabilities		-	-	-
(b)	Provisions	19	1,060.85	645.95	34.05
(c)	Deferred tax liabilities (net)	20	-	79.61	-
	Total Non-Current Liabilities		**30,081.87**	**21,879.87**	**1,253.75**
	Current liabilities				
(a)	Financial liabilities				
	(i) Borrowings	21	6,160.63	2,623.23	809.12
	(ia) Lease liabilities	22	4,883.58	2,809.82	78.09
	(ii) Trade payables				
	(a) Outstanding dues of micro enterprises and small enterprises;	23	-	0.14	0.30
	(b) Outstanding dues of other than micro enterprises and small enterprises		2,823.37	686.29	372.89
	(iii) Other financial liabilities	24	342.45	120.63	185.81
(b)	Other current liabilities	25	113.93	265.71	56.22
(c)	Provisions	26	87.35	41.16	13.97
(d)	Current Tax Liabilities (net)	27	3,316.66	1,296.74	867.86
	Total Current liabilities		**17,727.98**	**7,843.71**	**2,384.27**
	Total liabilities (D)		**47,809.85**	**29,723.59**	**3,638.02**
	Total Equity and Liabilities (C+D)		**93,478.03**	**50,209.39**	**13,946.14**

Corporate Information 1
Summary of significant accounting policies 2
The accompanying notes are an integral part of these financial statements.
As per our report of even date attached

For P P N AND COMPANY
Chartered Accountants
ICAI Firm Registration No. 013623S
Peer review Certificate No.020690

For and on behalf of the Board of Directors
AFCOM HOLDINGS LIMITED
(Formerly known as Afcom Holdings Private Limited)

D HITESH
Partner
Membership Number: 231991

Kannan Ramakrishnan
Director
DIN: 08202306

Deepak Parasuraman
Managing Director
DIN: 00699855

P K Raghunathan
Chief Financial Officer

Maran Ajith Kumar
Company Secretary
Membership No: A61367

Place: Chennai
Date: May 28, 2026

Statement of Profit and Loss

for the year ended March 31, 2026

(All Amount are in ₹ Lakhs, unless otherwise stated)

	Particulars	Note	As at March 31, 2026	As at March 31, 2025 (Restated)
I	**INCOME**			
(a)	Revenue from operations	28	58,310.84	23,871.80
(b)	Other income	29	461.71	228.95
	Total Income (I)		**58,772.55**	**24,100.76**
II	**EXPENSES**			
(a)	Direct Expenses	30	31,723.21	14,199.41
(c)	Change in inventories of finished goods	31	(244.85)	(10.85)
(d)	Employee benefits expenses	32	1,049.18	1,006.39
(e)	Finance costs	33	3,175.99	1,061.73
(f)	Depreciation and amortisation expenses	34	5,329.55	1,423.80
(g)	Other expenses	35	2,430.92	1,266.11
	Total expenses (II)		**43,464.00**	**18,946.58**
III	**Profit/(Loss) before exceptional item and tax (I-II)**		**15,308.55**	**5,154.18**
IV	**Exceptional Item Income/(Expenses)**		**-**	**-**
V	**Profit/(Loss) before tax (III+IV)**		**15,308.55**	**5,154.18**
VI	**Tax Expenses :**			
(a)	Current tax		3,654.52	1,368.40
(b)	Deferred tax charge/ (credit)		(536.33)	92.24
(c)	Short /(Excess) Provision of earlier years		-	-
	Total Tax Expense (VI)		**3,118.19**	**1,460.64**
VII	**Profit/(Loss) for the year (V-VI)**		**12,190.36**	**3,693.54**
VIII	**Other comprehensive income**			
	Items that will not be reclassified to profit or loss			
(a)	Remeasurement of defined benefit obligation		21.75	(12.27)
(b)	Income tax relating to above items		8.56	(2.51)
	Total Other comprehensive income for the year, net of tax		**30.31**	**(14.79)**
IX	**Total comprehensive income for the year (VII+VIII)**		**12,220.67**	**3,678.75**

Statement of Profit and Loss

for the year ended March 31, 2026

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars		Note	As at March 31, 2026	As at March 31, 2025 (Restated)
X	**Earning per equity share of face value of Rs. 10 each**			
(a)	Basic Earning Per Share (in Rs.)		48.73	16.47
(b)	Diluted Earning Per Share (in Rs.)		48.65	16.47

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

For P P N AND COMPANY
Chartered Accountants
ICAI Firm Registration No. 013623S
Peer review Certificate No.020690

For and on behalf of the Board of Directors
AFCOM HOLDINGS LIMITED
(Formerly known as Afcom Holdings Private Limited)

D HITESH
Partner
Membership Number: 231991
Place: Chennai
Date: May 28, 2026

Kannan Ramakrishnan
Director
DIN: 08202306

Deepak Parasuraman
Managing Director
DIN: 00699855

P K Raghunathan
Chief Financial Officer

Maran Ajith Kumar
Company Secretary
Membership No: A61367

Place: Chennai
Date: May 28, 2026

Standalone Statement of Cash flows

for the year ended March 31, 2026

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars		As at March 31, 2026	As at March 31, 2025 (Restated)
A.	**Cash flow from operating activities**		
	Net Profit/(Loss) before Exceptional Items and Tax	15,308.55	5,154.18
	Add/Less : Exceptional Items Income/(Expenses)	-	-
	Net profit before tax	**15,308.55**	**5,154.18**
	Adjustments for:		
	Depreciation and Amortisation	179.64	57.43
	Amortisation of ROU Asset	3,922.97	923.78
	Amortisation of prepaid lease rentals	115.79	78.56
	Interest on lease liabilties	1,614.96	390.22
	Interest on defined benefit obligation	5.66	2.46
	Finance costs	1,555.38	669.04
	Current Service Cost - DBO	36.69	32.98
	Interest deposits	(320.06)	(163.74)
	Interest on security deposit	(103.08)	(64.27)
	Gain On Sale of PPE(Net)	-	(0.86)
	Operating profit before working capital changes	**22,316.49**	**7,079.78**
	Changes in working capital:		
	Change in inventories	(244.85)	(10.85)
	Change in trade receivables	(7,673.13)	(3,639.91)
	Change in other financial assets	4.46	57.01
	Change in other current assets	(8,870.24)	201.52
	Change in other non-current assets	(1,000.87)	(4,425.78)
	Change in Other Non - Current Financial Assets	(1,945.72)	(3,871.76)
	Change in trade payables	2,136.95	313.23
	Change in other current liabilities	288.72	800.87
	Change in other financial liabilities	221.82	(65.18)
	Cash generated from Operations	**5,233.62**	**(3,561.08)**
	Taxes and interest thereon paid	(1,634.60)	(939.52)
	Net Cash generated from Operating Activities (A)	**3,599.03**	**(4,500.60)**
B.	**Cash flow from investing activities:**		
	(Purchase)/Sale of PPE/ Intangible	(6.23)	(538.03)
	Investment in Lease Deposits	(9,852.90)	(1,405.95)
	Gain On Sale of PPE(Net)	-	0.86
	Interest income	423.14	228.02
	Right of use asset	(11,235.13)	(24,005.51)
	Net Cash From Investing Activities (B)	**(20,671.12)**	**(25,720.62)**

Standalone Statement of Cash flows

for the year ended March 31, 2026

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025 (Restated)
C. Cash flow from financing activities:		
Equity	121.04	683.64
Securities Premium Issued	10,326.68	5,815.29
Convertible Share Warrants	2,513.98	-
Long term borrowings from banks	38.68	(1,005.66)
Short term borrowings from banks	3,537.40	1,814.11
Finance cost	(1,555.38)	(669.04)
Increase in Lease Liability	8,286.83	23,281.79
Net cash From Financing Activities (C)	**23,269.24**	**29,920.12**
Net Increase / (Decrease) In Cash & Cash Equivalents (D) = (A + B + C)	**6,197.15**	**(301.10)**
Opening Cash and Cash Equivalents (E)	**8.51**	**309.61**
Closing Cash and Cash Equivalents (D + E)	**6,205.66**	**8.51**
Components of Cash and cash equivalents		
Cash on hand	8.29	6.39
Balances with banks		
(a) In Current accounts	247.64	2.12
(b) In Cash credit accounts	-	-
(c) In designated bank accounts	5,949.73	-
Others - Card Swiping receivables	-	-
Cash and Cash Equivalents (Net)	**6,205.66**	**8.51**

(i) The Cash Flow Statement has been prepared under the indirect method as set out in IND AS 7 Cash Flow Statements

The accompanying notes are an integral part of these financial statements.

As per our report of even date attached

For P P N AND COMPANY
Chartered Accountants
ICAI Firm Registration No. 013623S
Peer review Certificate No.020690

D HITESH
Partner
Membership Number: 231991
Place: Chennai
Date: May 28, 2026

For and on behalf of the Board of Directors
AFCOM HOLDINGS LIMITED
(Formerly known as Afcom Holdings Private Limited)

Kannan Ramakrishnan
Director
DIN: 08202306

Deepak Parasuraman
Managing Director
DIN: 00699855

P K Raghunathan
Chief Financial Officer

Maran Ajith Kumar
Company Secretary
Membership No: A61367

Place: Chennai
Date: May 28, 2026

Statement of Changes in Equity

for the year ended March 31, 2026

A. Equity Share Capital

(I) Current reporting period from April 1, 2025 to March 31, 2026

(All Amount are in ₹ Lakhs, unless otherwise stated)

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year#	Balance at the end of the current reporting period
2,485.77	-	2,485.77	121.04	2,606.81

During the year, pursuant to the approval of the shareholders at the Annual General Meeting held on September 25, 2025, the Company undertook a further issuance of share capital. Accordingly, on December 17, 2025, the Company completed a preferential allotment of 12,10,390 fully paid-up equity shares of ₹10 each.

(II) Previous Reporting period from April 1, 2024 to March 31, 2025

Balance at the beginning of the previous reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the previous reporting period	Changes in equity share capital during the previous reporting year#	Balance at the end of the previous reporting period
1,802.13	-	1,802.13	683.64	2,485.77

During the year, the Company allotted 68,36,400 equity shares of face value ₹10 each on August 9, 2024 pursuant to its Initial Public Offering (IPO), resulting in an increase in the issued, subscribed and paid-up equity share capital of the Company.

(III) For the financial year beginning as at April 1, 2024

Balance at the beginning of the previous reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the previous reporting period	Changes in equity share capital during the previous reporting year	Balance at the end of the previous reporting period
1,802.13	-	1,802.13	-	1,802.13

B. Other Equity

(I) Current reporting period from April 1, 2025 to March 31, 2026

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	Reserves & Surplus		Remeasurement of defined benefit obligation	Convertible Share warrants	Total
	Retained Earnings	Securities Premium			
(a) Balance as at the April 1, 2025	**7,263.40**	**10,754.27**	**(17.64)**	**-**	**18,000.03**
(b) Securities premium on share issues	-	10,326.68		-	10,326.68
(c) Issue Expenses adjusted against Securities premium	-	-	-	-	-

Statement of Changes in Equity

for the year ended March 31, 2026

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	Reserves & Surplus		Remeasurement of defined benefit obligation	Convertible Share warrants	Total
	Retained Earnings	Securities Premium			
(d) Restated balance at the beginning of the previous reporting period (a + b - c)	**7,263.40**	**21,080.95**	**(17.64)**	**-**	**28,326.72**
(e) Profit/(Loss) for the period	12,190.36	-	-	-	12,190.36
(f) Other Comprehensive Income for the period	-	-	30.31	-	30.31
(g) Total Comprehensive Income for the year (e + f)	**12,190.36**	**-**	**30.31**	**-**	**12,220.67**
(h) Dividend paid	-	-	-	-	-
(i) Adjustments to equity	-	-	-	-	-
(j) Issue of convertible share warrants	-	-	-	2,513.98	2,513.98
(k) Balance as at the March 31, 2026 (d + g - h - i + j)	**19,453.76**	**21,080.95**	**12.68**	**2,513.98**	**43,061.37**

(II) Previous Reporting period from April 1, 2024 to March 31, 2025

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	Reserves & Surplus		Remeasurement of defined benefit obligation	Convertible Share warrants	Total
	Retained Earnings	Securities premium			
(a) Balance as at the April 1, 2024	3,569.86	4,938.98	(2.85)	-	8,505.99
(b) Securities premium on share issues	-	6,699.68	-	-	6,699.68
(c) Issue Expenses adjusted against Securities premium	-	(884.39)		-	(884.39)
(d) Restated balance at the beginning of the previous reporting period (a + b + c)	**3,569.86**	**10,754.27**	**(2.85)**	**-**	**14,321.28**
(e) Profit/(Loss) for the period	3,693.54	-	-	-	3,693.54
(f) Other Comprehensive Income for the period	-	-	(14.79)	-	(14.79)
(g) Total Comprehensive Income for the year (e + f)	**3,693.54**	**-**	**(14.79)**	**-**	**3,678.75**
(h) Dividend paid	-	-	-	-	-
(i) Balance as at the March 31, 2025 (d + g - h)	**7,263.40**	**10,754.27**	**(17.64)**	**-**	**18,000.03**

Statement of Changes in Equity

for the year ended March 31, 2026

(III) For the financial year beginning as at April 1, 2024

Particulars	Reserves & Surplus		Remeasurement of defined benefit obligation	Convertible Share warrants	Total
	Retained Earnings	Securities premium			
(a) Balance as at the April 1, 2024	**3,583.82**	**4,938.98**	**-**	**-**	**8,522.80**
(b) Addition due to Issuance of shares	-	-	-	-	-
(c) Addition due IND AS Adjustments	**(13.96)**	**-**	**(2.85)**	**-**	**(16.81)**
(d) Ipo Expenses adjusted in Securities premium	-	-	-	-	-
(e) Restated balance at the beginning of the previous reporting period (a + b + c - d)	**3,569.86**	**4,938.98**	**(2.85)**	**-**	**8,505.99**
(f) Profit/(Loss) for the period	-	-	-	-	-
(g) Other Comprehensive Income for the period	-	-	-	-	-
(h) Total Comprehensive Income for the year (f + g)	-	-	-	-	-
(i) Dividend paid	-	-	-	-	-
(j) Balance as at the April 1, 2024 (e + h - i)	**3,569.86**	**4,938.98**	**(2.85)**	**-**	**8,505.99**

As per our report of even date attached

For P P N AND COMPANY
Chartered Accountants
ICAI Firm Registration No. 013623S
Peer review Certificate No.020690

D HITESH
Partner
Membership Number: 231991
Place: Chennai
Date: May 28, 2026

For and on behalf of the Board of Directors
AFCOM HOLDINGS LIMITED
(Formerly known as Afcom Holdings Private Limited)

Kannan Ramakrishnan
Director
DIN: 08202306

Deepak Parasuraman
Managing Director
DIN: 00699855

P K Raghunathan
Chief Financial Officer

Maran Ajith Kumar
Company Secretary
Membership No: A61367

Place: Chennai
Date: May 28, 2026

Statement of Changes in Equity

for the year ended March 31, 2026

1 Corporate Information

"AFCOM Holdings Private Limited having Corporate Identification Number U51201TN2013PTC089652 was incorporated on February 15, 2013 under the provisions of the Companies Act 1956, and is having its registered office at 2, LIC Colony, Dr. Radhakrishnan Nagar, Thiruvanmiyur, Chennai 600041, Tamil Nadu, India and having its corporate offices at 3rd Floor, Indiqube, Plot No 16(NP), SIDCO Industrial Estate, Ekkatuthangal, Guindy, Chennai -600032 and at Integrated Air Cargo Complex, Phase III, 2 nd floor, Meenambakkam, Chennai-600027. Subsequently, Company was converted into Public Limited Company vide special resolution passed by our shareholders at the Extra Ordinary General Meeting held on March 27, 2023 and the name of the Company was changed to AFCOM Holdings Limited ('the Company" or the "Issuer") pursuant to issuance of Fresh Certificate of Incorporation dated July 11, 2023 under Companies Act 2013 by Registrar of Companies, Chennai with Corporate Identification Number L51201TN2013PLC089652. The equity shares of the Company were listed on the SME platform of the Bombay Stock Exchange (BSE) on August 9, 2024 by way of an Initial Public Offer (IPO) of 68,36,400 fully paid-up equity shares of face value Rs.10 each at a premium of Rs. 98 per share."

The principal activities of the Company comprise of organize, manage, run, charter, conduct, contract, develop, handle, own and operate all types of aircrafts, air buses, aeroplanes, seaplanes, flying boats, hover crafts, helicopters, and other crafts used in air transport for the carriage of passengers, goods, mails and other items on all routes and lines on national and international level, subject to the laws in force and to act as commission agents, booking agents, indenting agents, travel agents, fleet owners, garage owners service station owners, cargo superintendents, cargo owners, loading and unloading contractors, couriers, liasioners, charters, package tour operators, and to do all incidental acts and things necessary for the attainment of the above objects.

To invest, promote, establish, administer, maintain Special Purpose Vehicles in the form of corporate entities, Limited Liability Partnerships or any other form of known business structures with the object of carrying on business of the Company.

2 Material Accounting Policy Information

2.1 Statement of Compliance

These financial statements have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under Section 133 of the Companies Act, 2013 ("the Act") read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other relevant provisions of the Act, and guidelines issued by the Securities and Exchange Board of India (SEBI). The Company has adopted Ind AS in accordance with Ind AS 101 – First-time Adoption of Indian Accounting Standards. These are the Company's first financial statements prepared in accordance with Ind AS for the year ended March 31, 2026, with March 31, 2025 as the comparative period; accordingly, the date of transition to Ind AS is April 1, 2024. The transition was carried out from the accounting standards notified under the Companies (Accounting Standards) Rules, 2006 ("previous GAAP").

2.2 Basis of Preparation and Presentation

The financial statements have been prepared on the historical cost basis, except for certain financial instruments that are measured at fair value at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. The financial statements are presented in Indian Rupees (Rs.) and all values are rounded off to the nearest lakh, except where otherwise stated. Assets and liabilities have been classified as current and non-current based on the operating cycle of the business as set out in the policy below.

The financial statements of the Company for the year ended March 31, 2026 were approved for issue in accordance with the resolution of the Board of Directors on May 28, 2026.

2.3 Use of Estimates, Judgements and Assumptions

"The preparation of the financial statements in conformity with Indian Accounting Standards ("Ind AS") requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the

Notes to the Financial Statements

for the year ended March 31, 2026

reported amounts of assets, liabilities, income and expenses and the related disclosures, including contingent liabilities, as at the reporting date.

Estimates and underlying assumptions are reviewed on an ongoing basis and are based on historical experience and other factors considered reasonable under the circumstances. Actual results may differ from these estimates.

Information about significant areas of estimation/uncertainty and judgements in applying accounting policies that have the most significant effect on the financial statements include, but are not limited to:

- Measurement of useful life and residual values of property, plant and equipment.;
- Judgement required to ascertain lease classification and fair value of aircraft;
- Measurement of defined benefit obligations: key actuarial assumptions;
- Estimation of costs of redelivery and overhaul;
- Judgement is required to ascertain whether it is probable or not that an outflow of resources embodying economic benefits will be required to settle the taxation disputes and legal claim;
- Fair value measurement of financial instruments;
- Judgement required to determine probability of recognition of deferred tax assets and liabilities.

There are no assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment within the next financial year."

2.4 Current and Non-Current Classification

The Company presents assets and liabilities in the Balance Sheet based on a current/non-current classification. An asset is classified as current when it is expected to be realised or consumed in the normal operating cycle, held primarily for trading, expected to be realised within twelve months after the reporting period, or is cash or a cash equivalent (unless restricted). A liability is classified as current when it is expected to be settled in the normal operating cycle, held primarily for trading, due to be settled within twelve months after the reporting period, or there is no unconditional right to defer settlement for at least twelve months after the reporting period. All other assets and liabilities are classified as non-current. Deferred tax assets and liabilities are classified as non-current. Based on the nature of its operations, the Company has determined its operating cycle as twelve months for the purpose of current/non-current classification.

2.5 Foreign Currency Transactions

The functional and presentation currency of the Company is Indian Rupees (Rs.), being the currency of the primary economic environment in which the Company operates. The Financial statements are presented in Indian Rupees. All amounts have been rounded to the nearest Lakhs, unless otherwise stated.

Monetary and non-monetary transactions in foreign currencies are initially recorded in the functional currency of the Company at the exchange rates on the date of the transactions or at an average rate if the average rate approximates the actual rate at the date of the transaction.

Foreign currency monetary assets and liabilities outstanding as at the reporting date are translated at the exchange rates prevailing on the reporting date. Exchange differences arising on settlement or realisation of foreign currency transactions and on translation of foreign currency monetary assets and liabilities at the reporting date are recognised in the Statement of Profit and Loss. Non-monetary items are translated at the rates of exchange prevailing on the date of initial recognition (in case they are measured at historical cost) or on the date when the fair value is determined (in case they are measured at fair value) - the resulting foreign exchange difference on subsequent re-statement / settlement recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised in the Other Comprehensive Income (OCI) or directly in equity.

Notes to the Financial Statements

for the year ended March 31, 2026

2.6 Revenue Recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, net of discounts. Revenue is recorded provided the recovery of consideration is probable and determinable

Cargo revenue: Cargo revenue is recognised when service is rendered i.e. goods are transported, net of airport levies and applicable taxes.

Other Income : Income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset of that asset's net carrying amount on initial recognition.

2.7 Leases

Identification of a lease: At inception of a contract, the Company assesses whether the contract is, or contains, a lease. A contract is, or contains, a lease if it conveys the right to control the use of an identified asset for a period of time in exchange for consideration, evaluated by reference to whether (i) the contract involves the use of an identified asset, (ii) the Company has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use, and (iii) the Company has the right to direct the use of the asset. Leases of property, plant and equipment that do not transfer substantially all the risks and rewards incidental to ownership to the Company are classified as operating leases.

The Company as a lessee: The Company's leasing arrangements primarily comprise (a) Leases for Airctafts & engines, and (b) office and administrative premises for the head office and regional offices. The Company applies a single recognition and measurement approach for all leases, except short-term leases (term of twelve months or less with no purchase option) and leases of low-value assets, for which lease payments are recognised as an operating expense on a straight-line basis over the lease term.

Right-of-use (ROU) assets: ROU assets are recognised at the commencement date at cost, comprising the initial measurement of the lease liability, initial direct costs, lease payments made at or before commencement (net of incentives received), and an estimate of restoration costs viz, Provision for redelivery costs. ROU assets are subsequently measured at cost less accumulated depreciation and impairment losses, and are depreciated on a straight-line basis over the shorter of the lease term and the useful life of the underlying asset. Where ownership transfers at the end of the lease term or a purchase option is reasonably certain to be exercised, depreciation is over the useful life of the asset. ROU assets are tested for impairment under Ind AS 36 whenever indicators of impairment exist.

Lease term: At the commencement date, the Company determines the lease term which represents the non-cancellable period for which the Company has the right to use the underlying asset, together with the periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option at the commencement date and the periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option at the commencement date.

Lease liabilities: At the commencement date, the Company recognises a lease liability measured at the present value of the lease payments to be made over the lease term, discounted using the interest rate implicit in the lease or, where that rate cannot be readily determined, the Company's incremental borrowing rate. Lease payments included in the measurement comprise fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable payments depending on an index or rate, amounts expected to be payable under residual value guarantees, and the exercise price of a purchase option or termination penalties where reasonably certain. The liability is subsequently increased by interest and reduced by lease payments, and remeasured on any reassessment or lease modification.

Short-term and low-value leases: The Company has elected to apply the recognition exemption under Ind AS 116 for short-term leases and leases of low-value assets, recognising the related lease payments as an expense on a straight-line basis over the lease term.

Notes to the Financial Statements

for the year ended March 31, 2026

Presentation: ROU assets are presented as a separate line item on the face of the Balance Sheet, distinct from owned property, plant and equipment, and lease liabilities are presented within 'Financial Liabilities', bifurcated into current and non-current. In the Statement of Profit and Loss, depreciation of ROU assets is included in 'Depreciation and amortisation expense', interest on lease liabilities in 'Finance costs', and short-term, low-value and variable lease payments in 'Other expenses'. In the Statement of Cash Flows, principal and interest portions of lease payments are presented within financing activities, while short-term, low-value and variable lease payments are within operating activities.

2.8 Employee Benefits

(a) Short-term employee benefits: Salaries, wages, short-term compensated absences, bonus, ex-gratia and performance-linked rewards expected to be settled wholly within twelve months of the employees rendering the related service are classified as short-term employee benefits and are recognised as an expense in the period in which the service is rendered.

(b) Defined contribution plans: The Company's contributions to provident fund and employees' state insurance are defined contribution plans. Contributions are charged to the Statement of Profit and Loss in the period to which they relate, as and when the related service is rendered. The Company has no further obligation beyond its contribution.

(c) Defined benefit plans: The Company provides gratuity to employees who have rendered continuous service of five years, payable on retirement or termination and computed on the basis of the employee's last-drawn basic salary. The gratuity plan is unfunded; the Company has not set up any plan assets or fund (such as an insurer-managed trust) to meet this obligation. The liability recognised in the Balance Sheet is the present value of the defined benefit obligation at the reporting date, determined by an independent actuary using the projected unit credit method and discounted by reference to market yields on government bonds. Net interest on the net defined benefit liability is included in employee benefit expenses in the Statement of Profit and Loss. Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in Other Comprehensive Income in the period in which they arise and are not reclassified to profit or loss. Past service cost is recognised in profit or loss in the period of a plan amendment or curtailment.

2.9 Fair Value Measurement

Where the fair value of a financial asset or financial liability cannot be measured based on quoted prices in active markets, it is measured using valuation techniques, including the discounted cash flow (DCF) model. Inputs to these techniques are taken from observable markets where possible; where this is not feasible, a degree of judgement is applied in estimating fair values, having regard to inputs such as liquidity risk, credit risk and volatility. All assets and liabilities measured at fair value are categorised within the fair value hierarchy (Levels 1, 2 and 3) based on the lowest-level input that is significant to the fair value measurement as a whole.

2.10 Income Taxes

Income tax expense represents the sum of current tax and deferred tax. Current and deferred tax are recognised in the Statement of Profit and Loss, except to the extent that they relate to items recognised in Other Comprehensive Income or directly in equity, in which case the tax is also recognised in OCI or equity respectively.

Current tax: Current tax assets and liabilities are measured at the amount expected to be recovered from, or paid to, the taxation authorities, using the tax rates and tax laws that are enacted or substantively enacted at the reporting date.

Deferred tax: Deferred tax is recognised 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, measured at the tax rates that are enacted or substantively enacted at the reporting date and are expected to apply when the asset is realised or the liability is settled. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are recognised for all deductible temporary differences and unused tax losses/credits to the extent that it is probable that future taxable profits will be available against which they can be utilised. The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available. Deferred tax assets and liabilities are offset where there is a legally enforceable right of set-off and they relate to income taxes levied by the same taxation authority.

Notes to the Financial Statements

for the year ended March 31, 2026

2.11 Property, Plant and Equipment

Property, Plant and Equipment is recognized when it is probable that future economic benefits associated with the item will flow to the Company and the cost can be measured reliably. Items of property, plant and equipment are measured at cost, which includes capitalised eligible borrowing costs, less accumulated depreciation and accumulated impairment losses, if any. Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.Subsequent costs are included in the asset's carrying amount, or recognised as a separate asset, only when it is probable that future economic benefits will flow to the Company and the cost can be measured reliably. Freehold land is not depreciated.

Depreciation, useful lives and residual values: Depreciable amount is the cost of an asset (or other amount substituted for cost) less its estimated residual value. The Company is following Straight Line Method (SLM) of depreciation on property, plant and equipment, as management believes the SLM more appropriately reflects the pattern in which the future economic benefits of the assets are expected to be consumed; Depreciation on additions / (disposals) is provided on a pro-rata basis i.e. from / (upto) the date on which asset is ready for use / (disposed of)Depreciation is provided over the estimated useful lives, which are consistent with Schedule II to the Companies Act, 2013, as follows:

Category	Useful life
Computers & Accessories	3 years
Furniture & Fittings	10 years
Plant & Machinery	10 years
Office Equipment	5 years
Vehicles	8 years

The residual values, useful lives and method of depreciation are reviewed at each financial year-end and adjusted prospectively, if appropriate. An item of property, plant and equipment and any significant part is derecognised on disposal or when no future economic benefits are expected; gains or losses on derecognition are recognised in the Statement of Profit and Loss.

2.12 Capital Work-in-Progress

Projects under which tangible assets are not yet ready for their intended use are carried as capital work-in-progress at cost, comprising direct cost, related incidental expenses and attributable borrowing costs. Depreciation is not provided on capital work-in-progress until construction or installation is complete and the asset is ready for its intended use.

2.13 Intangible Assets

Intangible assets that the Company controls and from which it expects future economic benefits are generally recognised upon acquisition at cost, comprising the purchase price and directly attributable costs incurred to prepare the assets for their intended use. Following initial recognition, intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses, if any. Intangible assets comprising computer software are amortised on a straight-line basis over their estimated useful lives. The amortisation period and method are reviewed at each financial year-end and adjusted prospectively, if appropriate. Intangible assets are derecognised upon disposal or when no future economic benefits are expected from their use or disposal. However, as at the reporting date, the Company does not have any intangible assets. Accordingly, no intangible assets have been recognised in the financial statements.

2.14 Impairment of Non-Financial Assets

At each reporting date, the Company assesses whether there is any indication that its property, plant and equipment, right-of-use assets and intangible assets may be impaired. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss, if any. Recoverable amount is the higher of an asset's fair value less costs of disposal and its value in use. Value in use is determined by discounting the estimated future cash flows to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Where the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount is reduced to the recoverable amount and the impairment loss is recognised immediately in the Statement of Profit and Loss. An impairment loss recognised in prior periods (other than for goodwill) is reversed if, and only if, there has been a change in the estimates used to determine the recoverable amount, limited to the carrying amount that would have been determined had no impairment loss been recognised.

Notes to the Financial Statements

for the year ended March 31, 2026

2.15 Financial Instruments

Initial recognition and measurement: Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. They are initially measured at fair value plus, in the case of financial assets and liabilities not measured at fair value through profit or loss (FVTPL), transaction costs directly attributable to their acquisition or issue. Trade receivables that do not contain a significant financing component are measured at their transaction price.

Classification and subsequent measurement of financial assets: Based on the Company's business model for managing the asset and the contractual cash flow characteristics, financial assets are subsequently measured at: (i) amortised cost – assets held to collect contractual cash flows that are solely payments of principal and interest (e.g. trade receivables, loans, deposits, bank balances), measured using the effective interest method; (ii) fair value through other comprehensive income (FVOCI) – where the asset is held both to collect contractual cash flows and to sell; and (iii) fair value through profit or loss (FVTPL) – all other financial assets, including investments in instruments for which the FVOCI election is not made.

Impairment of financial assets (Expected Credit Loss): The Company applies the expected credit loss (ECL) model for measuring impairment of financial assets carried at amortised cost and contract assets. For trade receivables and contract assets, the Company applies the simplified approach and recognises a loss allowance based on lifetime expected credit losses at each reporting date, using a provision matrix based on historical credit-loss experience adjusted for forward-looking information.

Financial liabilities: Financial liabilities are classified as measured at amortised cost or FVTPL. Borrowings, trade and other payables and other financial liabilities are subsequently measured at amortised cost using the effective interest method. A financial liability is derecognised when the obligation is discharged, cancelled or expires.

Derecognition and offsetting: A financial asset is derecognised when the contractual rights to the cash flows expire or are transferred along with substantially all the risks and rewards of ownership. Financial assets and financial liabilities are offset and the net amount presented in the Balance Sheet only when the Company has a legally enforceable right to set off and intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

2.16 Inventories

Inventories primarily comprise stores and spares and loose tools, other than those which meet the criteria for recognition as property, plant and equipment. Inventories are valued at the lower of cost and net realisable value ('NRV'). The cost of inventories comprises all costs of purchase, after deducting non-refundable rebates and discounts, and other costs incurred in bringing the inventories to their present location and condition. Cost is assigned to individual items of inventory on the weighted average cost basis. NRV represents the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale. Stores, spares and loose tools are written down to NRV where the NRV is lower than their carrying cost. The comparison of cost and NRV is made on an item-by-item basis at each reporting date.

2.17 Provisions, Contingent Liabilities and Contingent Assets

A provision is recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the

Notes to the Financial Statements

for the year ended March 31, 2026

obligation, and a reliable estimate can be made of the amount. Provisions (other than for retirement benefits) are not discounted to present value and are based on the best estimate required to settle the obligation at the reporting date; they are reviewed at each reporting date and adjusted to reflect the current best estimate. The Company has in its fleet aircraft on lease. As contractually agreed under the lease contracts (except for leases where the Company has a right to purchase the aircraft and the Company is reasonably certain to exercise that right at the commencement date), the aircraft have to be redelivered to the lessors at the end of the lease term under stipulated contractual return conditions. The redelivery obligations are determined by management based on historical trends and data, and are recorded under 'provision for Aircraft redelivery' at the present value of expected outflow, where effect of the time value of money is material with the corresponding value capitalised under 'Right of use assets'. Contingent liabilities are possible obligations that arise from past events and whose existence will only be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company, or a present obligation that arises from past events where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote.

2.18 Commitments

Commitments are future liabilities for contractual expenditure and include the estimated amount of contracts remaining to be executed on capital account and not provided for, and other non-cancellable commitments, to the extent considered material and relevant in the opinion of management. Other commitments relating to purchases/sales made in the normal course of business are not disclosed to avoid excessive detail.

2.19 Borrowing Costs

Borrowing costs comprise interest and other costs incurred in connection with the borrowing of funds, including exchange differences to the extent regarded as an adjustment to borrowing costs. Borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset are capitalised as part of the cost of that asset until it is ready for its intended use or sale; a qualifying asset is one that necessarily takes twelve months or more to get ready for its intended use or sale. Capitalisation is suspended during extended periods in which active development is interrupted, and such costs are charged to the Statement of Profit and Loss. All other borrowing costs are recognised as an expense in the period in which they are incurred.

2.20 Cash and Cash Equivalents

Cash and cash equivalents comprise cash-in-hand, balances in current accounts and short-term, highly liquid deposits with an original maturity of three months or less from the date of acquisition that are readily convertible into known amounts of cash and subject to an insignificant risk of changes in value. Other bank balances comprise deposits with an original maturity of more than three months but less than twelve months. For the Statement of Cash Flows, cash and cash equivalents exclude balances that are not available for general use as at the reporting date.

2.21 Earnings per Share

Basic earnings per share is computed by dividing the profit attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed using the weighted average number of equity shares and dilutive potential equity shares outstanding during the year, except where the result would be anti-dilutive.

2.22 Segment Reporting

The Company has determined that it operates as a single operating segment. An operating segment is defined as a component that engages in business activities generating revenues and incurring expenses, with discrete financial information available.The board of directors serves as the Chief Operating Decision Maker (CODM), overseeing all major decisions regarding business planning, budgeting, expansion, alliances, joint ventures, mergers and acquisitions, and facility expansions.Accordingly, no separate segment disclosures are required.

Notes to the Financial Statements

for the year ended March 31, 2026

2.23 Supplementary rentals, aircraft repair and maintenance and Aircraft Fuel Expenses

Under certain aircraft and engine lease arrangements, the Company recognises monthly supplementary rental expenses which are determined based on aircraft and engine utilisation, calculated with reference to the number of hours flown or cycles operated during the period as an expense in the Statement of Profit and Loss and adjusted towards the Lease liability. Aircraft repairs and maintenance includes additional accrual, beyond supplementary rentals, for the estimated future costs of engine maintenance checks. These accruals are based on contracted terms, past trends for costs incurred on such events, future expected utilization of engine, condition of the engine and expected maintenance interval and are recorded over the period of the next expected maintenance visit. Aircraft maintenance covered by third party maintenance agreements, wherein the cost is charged to the Statement of Profit and Loss at a contractual rate per hour in accordance with the terms of the agreements. The Company recognises aircraft repair and maintenance cost (other than major inspection costs) in the Statement of Profit and Loss on incurred basis. Aircraft fuel expenses are recognised in the Statement of Profit and Loss as uplifted and consumed, net of any discounts

2.24 Statement of Cash Flows

The Statement of Cash Flows is prepared by segregating cash flows into operating, investing and financing activities. Cash flow from operating activities is reported using the indirect method, whereby profit before tax is adjusted for the effects of non-cash items such as depreciation and provisions, changes in working capital, and all items for which the cash effects are investing or financing cash flows. Cash and cash equivalents shown in the Statement of Cash Flows exclude items that are not available for general use as at the reporting date.

Recent Accounting Pronouncements

The Ministry of Corporate Affairs (MCA) notifies new standards or amendments to existing standards under the Companies (Indian Accounting Standards) Rules from time to time. The amendments to Ind AS 1 (classification of liabilities as current or non-current and liabilities with covenants), Ind AS 7 and Ind AS 107 (supplier finance arrangements) and Ind AS 12 (International Tax Reform – Pillar Two Model Rules) have been considered. The Company has evaluated these amendments and determined that they do not have a material impact on its financial statements.

Notes to the Financial Statements

for the year ended March 31, 2026

NOTE: 3 PROPERTY, PLANT AND EQUIPMENT

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	Computers Data Processing Units	Electrical Installation & Office Equipments	Motor Vehicles	Furniture and Fixture	Plant and Machinery	Total
Gross Carrying Value:						
Balance as at March 31, 2024	**11.34**	**7.37**	**30.61**	**17.33**	**-**	**66.65**
Additions	9.96	6.07	105.17	0.92	1,640.09	1,762.21
Disposals/Adjustments	-	-	(7.45)	-	-	(7.45)
Assets written off	-	-	-	-	-	-
Assets classified as held for sale	-	-	-	-	-	-
Balance as at March 31, 2025	**21.30**	**13.44**	**128.32**	**18.25**	**1,640.09**	**1,821.40**
Additions	1.37	3.48	-	1.38	-	6.23
Disposals/Adjustments	-	-	-	-	-	-
Assets written off	-	-	-	-	-	-
Assets classified as held for sale	-	-	-	-	-	-
Balance as at March 31, 2026	**22.68**	**16.92**	**128.32**	**19.63**	**1,640.09**	**1,827.64**
Accumulated Depreciation:						
Balance as at March 31, 2024	**7.00**	**5.03**	**8.02**	**4.95**	**-**	**25.00**
Depreciation Expense	3.51	1.51	3.98	1.70	46.74	57.43
Disposals/Adjustments	-	-	(5.31)	-	-	(5.31)
Balance as at March 31, 2025	**10.51**	**6.54**	**6.69**	**6.65**	**46.74**	**77.12**
Depreciation Expense	4.74	2.23	15.13	1.81	155.72	179.64
Disposals/Adjustments	-	-	-	-	-	-
Balance as at March 31, 2026	**15.26**	**8.77**	**21.82**	**8.46**	**202.46**	**256.76**
Net Carrying Value:						
Balance as at March 31, 2024	**4.34**	**2.34**	**22.59**	**12.38**	**-**	**41.65**
Balance as at March 31, 2025	**10.79**	**6.90**	**121.63**	**11.60**	**1,593.35**	**1,744.28**
Balance as at March 31, 2026	**7.42**	**8.15**	**106.50**	**11.17**	**1,437.63**	**1,570.87**

(i) Previous year figures have been regrouped and reclassified wherever necessary.

(ii) Property, plant and equipment has been pledged/hypothecated as security for borrowing by the Company.

(iii) The Company has not revalued any item of property, plant and equipment (including right-of-use assets) or intangible assets during the current and previous year.

Notes to the Financial Statements

for the year ended March 31, 2026

NOTE: 4 CAPITAL WORK - IN - PROGRESS

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	Opening Balance	Additions	Capitalized/ Transfers	Closing Balance
Balance as at March 31, 2026	-	-	-	-
Balance as at March 31, 2025	1,222.04	-	1,222.04	-
Balance as at March 31, 2024	1,222.04	-	-	1,222.04

During the FY 24-25, Capital Work-in-Progress amounting to Rs. 1,222.04 lakhs was capitalized upon completion and commencement of its intended use and accordingly transferred to Plant & Machinery. Consequently, Capital Work-in-Progress decreased by Rs. 1,222.04 lakhs, with a corresponding increase in the Gross Block of Plant & Machinery.

Capital Work-in-Progress (CWIP) aging Schedule

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	Amount in CWIP for the period of				Balance as at March 31, 2026
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Plant and Machinery	-	-	-	-	-
Total	-	-	-	-	-

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	Amount in CWIP for the period of				Balance as at March 31, 2025
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Plant and Machinery	-	-	-	-	-
Total	-	-	-	-	-

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	Amount in CWIP for the period of				Balance as at March 31, 2024
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Plant and Machinery	-	1,222.04	-	-	1,222.04
Total	**-**	**1,222.04**	**-**	**-**	**1,222.04**

(i) As at the date of the balance sheet, there are no capital work-in-progress projects whose completion is overdue or has exceeded the cost, based on approved plan.

(ii) Capital work-in-progress comprises improvements relating to Aircraft.

Notes to the Financial Statements

for the year ended March 31, 2026

NOTE: 5 RIGHT OF USE OF ASSETS

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	Aircraft	Building	Total Amount
Cost:			
Gross carrying amount as at April 1, 2024	-	329.94	329.94
Additons during the year	25,710.34	-	25,710.34
Reversal due to closure of lease agreement	-	-	-
Closing gross carrying amount as at March 31, 2025	**25,710.34**	**329.94**	**26,040.28**
Additons during the year	11,235.13	-	11,235.13
Termination of Lease agreement during the Year	-	-	-
Modification of Leases agreement during the Year	-	-	-
Reversal due to closure of lease agreement	-	-	-
Closing gross carrying amount at March 31, 2026	**36,945.46**	**329.94**	**37,275.41**
Accumulated amortisation:			
Opening balance as at April 1, 2024	-	89.19	89.19
Amortisation for the year	838.77	85.01	923.78
Amortisable Contract Costs	1,704.82	-	1,704.82
Reversal due to closure of lease agreement	-	-	-
Closing accumulated amortisation& impairment as at March 31, 2025	**2,543.60**	**174.19**	**2,717.79**
Amortisation for the year	3,837.97	85.01	3,922.97
Reversal due to closure of lease agreement	-		-
Closing accumulated amortisation& impairment as at March 31, 2026	**6,381.56**	**259.20**	**6,640.76**
Net carrying amount as at April 1, 2024	**-**	**240.75**	**240.75**
Net carrying amount as at March 31, 2025	**23,166.74**	**155.75**	**23,322.49**
Net carrying amount as at March 31, 2026	**30,563.90**	**70.74**	**30,634.64**

(i) Additions to ROU includes upfront payment made for right to use assets on initial recognition.

Refer Note 36 - Leases

NOTE 6 : OTHER FINANCIAL ASSETS (NON-CURRENT)

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
(i) Security deposits at amortised cost #	2,373.60	1,360.50	27.85
(ii) Bank deposits with more than 12 months maturity *	5,817.48	3,871.76	-
(iii) Other Deposits	53.27	23.46	4.55
Total	**8,244.35**	**5,255.73**	**32.41**

Security Deposits are amortised over the lease term as per IND AS - 109 "Financial Instruments". The Present value of the security deposit is recorded and the difference between the PV of security deposit and the actual outflow is recorded under Prepaid Lease Rental (Other Non-Current Assets) amortised over the lease term - Refer Note 8

Notes to the Financial Statements

for the year ended March 31, 2026

* Bank deposits with an original maturity of more than 12 months comprise fixed deposits held with banks, including deposits maintained as margin money/security against overdraft facilities, and are subject to withdrawal restrictions to the extent of the lien created in favour of the respective banks

NOTE 7 : DEFERRED TAX ASSETS (NET)

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Deferred tax assets	465.28	-	15.14
Total	**465.28**	**-**	**15.14**

Refer Note 49 - Movement of Deferred tax

NOTE 8 : OTHER NON-CURRENT ASSETS

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
(i) Advances other than Capital Advances			
(a) Other Deposits *	14,014.80	3,783.59	4,340.00
(b) Advances against supply of goods and services	378.09	-	-
(ii) Others			
(a) Prepaid lease rental	885.07	688.13	8.66
(b) Prepaid Aircraft Expenses**	5,626.85	6,738.01	2,459.45
Total	**20,904.82**	**11,209.73**	**6,808.12**

* Other deposits comprise trade, lease and rental deposits which are not classified as financial assets in accordance with Ind AS 109.

** Prepaid Aircraft expenses comprises expenses incurred in connection with the acquisition of aircraft prior to their delivery. Such expenditure is amortised and recognised in the Statement of Profit and Loss in accordance with the IND AS 116.

NOTE 9 : INVENTORIES

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
(i) Spare and consumables	1,824.87	1,580.02	1,569.16
Total	**1,824.87**	**1,580.02**	**1,569.16**

(i) Inventories are valued at cost or Net realisable value, whichever is lower - IND AS 2.

NOTE 10 : TRADE RECEIVABLES

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Trade Receivables -Related parties	-	-	-
Trade Receivables considered good	13,575.85	5,902.73	2,262.82
Trade Receivables considered good-disputed	-	-	-

Notes to the Financial Statements

for the year ended March 31, 2026

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Having significant increase in credit risk	-	-	-
Having significant increase in credit risk-disputed	-	-	-
Less: provision for the expected credit loss	-	-	-
TOTAL	**13,575.85**	**5,902.73**	**2,262.82**

Note: All Book debts have been hypothecated to the secure the short term borrowings (repayable on demand) of the company. company.

(All Amount are in ₹ Lakhs, unless otherwise stated)

As at March 31, 2026	Outstanding for following periods from due date of payment					
Particulars	**Less than 6 Months**	**6 Months to 1 Year**	**1-2 Year**	**2-3 Years**	**More than 3 years**	**Total**
(i) Undisputed Trade Receivables - considered good	13,575.85					**13,575.85**
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - Credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables - Considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables - Credit impaired	-	-	-	-	-	-
Total	**13,575.85**	**-**	**-**		**-**	**13,575.85**

(All Amount are in ₹ Lakhs, unless otherwise stated)

As at March 31, 2025	Outstanding for following periods from due date of payment					
Particulars	**Less than 6 Months**	**6 Months to 1 Year**	**1-2 Year**	**2-3 Years**	**More than 3 years**	**Total**
(i) Undisputed Trade Receivables - considered good	5,902.73					**5,902.73**
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - Credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables - Considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables - Credit impaired	-	-	-	-	-	-
Total	**5,902.73**	**-**	**-**	**-**	**-**	**5,902.73**

Notes to the Financial Statements

for the year ended March 31, 2026

Note:

(i) There are no specific due date of payment specified in respect of trade receivables, as such the trade receivables ageing schedule is prepared on the basis of date of transaction.

NOTE 11 : CASH AND CASH EQUIVALENTS

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
(i) Balances with banks			
(a) In Current accounts	247.64	2.12	302.08
(b) In designated bank accounts*	5,949.73	-	-
(ii) Cash on hand	8.29	6.39	7.52
Total	**6,205.66**	**8.51**	**309.61**

*Designated bank accounts comprise amounts held in a designated Monitoring Agency Account, representing the unutilised proceeds of the preferential allotment made during the year, pending utilisation towards the objects of the issue.

NOTE 12 : OTHER BANK BALANCES

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Fixed deposit maturity period more than 3 months but less than 12 months	-	-	100.03
Total	**-**	**-**	**100.03**

NOTE 13 : OTHER FINANCIAL ASSETS (CURRENT)

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
(i) Advance to employees			
(a) Considered Good	-	7.14	0.61
(ii) Interest Accrued on FD**	45.71	43.04	6.54
Total	**45.71**	**50.17**	**7.15**

* At each balance sheet date, the Company assesses whether these financial assets, specifically advances to employees, are impaired. The management assesses the recovery of staff advance at the end of the current Financial year and assumes that the amount shall be recovered within 12 months from the end of current financial year (or) the unrecovered advances shall be written off.

** Interest accrued on FD relates to the interest income accrued but not received as on the date of balance sheet and cumulated to the Fixed deposit.

Notes to the Financial Statements

for the year ended March 31, 2026

NOTE 14: OTHER CURRENT ASSETS

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
i) Advances other than capital advances			
(a) Advances against supply of goods and services*	8,246.70	348.60	913.61
(b) Advances to Related parties	-	-	2.00
ii) Others			
(a) Prepaid Expenses	1,759.28	787.14	421.65
Total	**10,005.98**	**1,135.74**	**1,337.26**

* Advances agianst supply of goods and services includes advances made towards Fuel,Training, spares & consumables and other expenses.

NOTE 15 : EQUITY SHARE CAPITAL

a) The Company has only one class of share capital having a par value of Rs. 10 per share, referred to herein as equity shares.

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026		As at March 31, 2025		As at April 1, 2024	
	Number	Amount	Number	Amount	Number	Amount
Authorised Shares						
Equity shares of 10 each#	3,00,00,000.00	3,000.00	2,50,00,000.00	2,500.00	2,50,00,000.00	2,500.00
Total	**3,00,00,000.00**	**3,000.00**	**2,50,00,000.00**	**2,500.00**	**2,50,00,000.00**	**2,500.00**
Issued, subscribed and fully paid-up shares						
Equity shares of 10 each	2,60,68,096.00	2,606.81	2,48,57,706.00	2,485.77	1,80,21,306.00	1,802.13
Total	**2,60,68,096.00**	**2,606.81**	**2,48,57,706.00**	**2,485.77**	**1,80,21,306.00**	**1,802.13**

\# During the year, pursuant to the approval of the shareholders at the Annual General Meeting held on 25 September 2025, the authorised share capital of the Company was increased from ₹2,500 Lakhs, comprising 2,50,00,000 equity shares of ₹10 each, to ₹3,000 Lakhs, comprising 3,00,00,000 equity shares of ₹10 each. Subsequently, on 03 February 2026, the Company allotted 12,10,390 equity shares of ₹10 each on a preferential basis, which were fully subscribed and allotted.

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

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026		As at March 31, 2025		As at April 1, 2024	
	Number	Amount	Number	Amount	Number	Amount
Equity Shares						
Shares outstanding at the beginning of the year	2,48,57,706.00	2,485.77	1,80,21,306.00	1,802.13	1,80,21,306.00	1,802.13
Add: Issuance of Share capital - Pursuant to Bonus Issue	-	-	-	-	-	-
Add: Issuance of Share capital - Pursuant to IPO	-	-	68,36,400.00	683.64	-	-
Add: Issuance of Share capital - Pursuant to Preferential Issue	12,10,390.00	121.04	-	-	-	-
Shares outstanding at the end of the year	**2,60,68,096.00**	**2,606.81**	**2,48,57,706.00**	**2,485.77**	**1,80,21,306.00**	**1,802.13**

c. Terms/rights attached to equity share

Voting: Each holder of equity shares is entitled to one vote per share held.

Dividends: The Company has not distributed any dividend in the current year and previous year.

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

d. The Company does not have any Holding Company.

e. Detail of shareholders holding more than 5% of equity share of the Company

Name of shareholder	As at March 31, 2026		As at March 31, 2025		As at April 1, 2024	
	Holding in numbers	% of total equity shares	Holding in numbers	% of total equity shares	Holding in numbers	% of total equity shares
Deepak Parasuraman	44,10,422	16.92%	44,10,422	17.74%	44,10,422	24.47%
Jaganmohan Manthena	12,91,183	4.95%	13,27,183	5.34%	13,27,183	7.36%
Manjula Annamalai	35,57,175	13.65%	35,57,175	14.31%	35,57,175	19.74%
Total	**92,58,780**	**35.52%**	**92,94,780**	**37.39%**	**92,94,780**	**51.58%**

As per the records of the company, including its register of shareholders/members and other declaration received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

f. Aggregate number of equity shares issued as bonus during the period of five years immediately preceding the reporting date:

Particulars	No. of Shares
Equity shares allotted as fully paid bonus shares for the FY 22-23	1,44,03,069
The Company issued 144.03 lakh bonus equity shares of ₹10 each, fully paid-up, on March 28, 2023, in the ratio of 18 bonus shares for every 4 equity shares held (4.5:1). The issue was effected by capitalising Securities Premium. No bonus shares were issued during the current financial year or the immediately preceding financial year.	

Notes to the Financial Statements

for the year ended March 31, 2026

g. Details of shares held by promoters

Particulars	Promoter Name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total Shares	% change in Holding during the year
As at March 31, 2026						
Equity shares of INR 10 each fully paid	Deepak Parasuraman	44,10,422.00	-	44,10,422.00	16.92%	-0.82%
Equity shares of INR 10 each fully paid	Jaganmohan Manthena	13,27,183.00	(36,000.00)	12,91,183.00	4.95%	-0.39%
Equity shares of INR 10 each fully paid	Manjula Annamalai	35,57,175.00	-	35,57,175.00	13.65%	-0.66%
Equity shares of INR 10 each fully paid	Kannan Ramakrishnan	2,42,325.00	-	2,42,325.00	0.93%	-0.05%
Total		**95,37,105.00**	**-36,000.00**	**95,01,105.00**	**36.45%**	**-1.92%**

Particulars	Promoter Name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total Shares	% change in Holding during the year
As at March 31, 2025						
Equity shares of INR 10 each fully paid	Deepak Parasuraman	44,10,422.00	-	44,10,422.00	17.74%	-6.73%
Equity shares of INR 10 each fully paid	Jaganmohan Manthena	13,27,183.00	-	13,27,183.00	5.34%	-2.03%
Equity shares of INR 10 each fully paid	Manjula Annamalai	35,57,175.00	-	35,57,175.00	14.31%	-5.43%
Equity shares of INR 10 each fully paid	Kannan Ramakrishnan	2,42,325.00	-	2,42,325.00	0.97%	-0.37%
Total		**95,37,105.00**	**-**	**95,37,105.00**	**38.37%**	**-14.55%**

Particulars	Promoter Name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total Shares	% change in Holding during the year
As at April 1, 2024						
Equity shares of INR 10 each fully paid	Deepak Parasuraman	44,10,422.00	-	44,10,422.00	24.47%	0.00%
Equity shares of INR 10 each fully paid	Jaganmohan Manthena	13,27,183.00	-	13,27,183.00	7.36%	0.00%
Equity shares of INR 10 each fully paid	Manjula Annamalai	35,57,175.00	-	35,57,175.00	19.74%	0.00%
Equity shares of INR 10 each fully paid	Kannan Ramakrishnan	2,42,325.00	-	2,42,325.00	1.34%	0.00%
Total		**95,37,105.00**	**-**	**95,37,105.00**	**52.92%**	**0.00%**

Notes to the Financial Statements

for the year ended March 31, 2026

NOTE 16: OTHER EQUITY

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Reseves & Surplus			
(A) Retained earnings			
(i) Opening balance	7,263.40	3,569.86	3,583.82
(ii) Addition / (Reduction) pursuant to IND AS Adjustments	-	-	(13.96)
(iii) Prior period Errors	-	-	-
Balance after above Ind AS and Prior period Adjustments (i+ii+iii)	7,263.40	3,569.86	3,569.86
(+) Net profit/(loss) for the year	12,190.36	3,693.54	-
(A) Closing balance	**19,453.76**	**7,263.40**	**3,569.86**
(B) Other comprehensive income			
Opening	(17.64)	(2.85)	-
Add: Addition / (Reduction) pursuant to Ind AS Adjustments	-	-	(2.85)
Add: Other comprehensive income for the year	30.31	(14.79)	-
(B) Closing balance	**12.68**	**(18)**	**(2.85)**
(C) Securities Premium			
Opening	10,754.27	4,938.98	4,938.98
Add: Addition due to issuance of shares	10,326.68	6,699.68	-
Less : Issue Expenses*		(884.39)	
(C) Closing balance	**21,080.95**	**10,754.27**	**4,938.98**
(D) Money Received Against Share Warrants			
Opening	-	-	-
Add: Addition / (Reduction) pursuant to Issue of Share Warrants	2,513.98	-	-
(D) Closing balance	**2,513.98**	**-**	**-**
Total other equity (A+B+C+D)	**43,061.37**	**18,000.03**	**8,505.99**

Notes to the Financial Statements

for the year ended March 31, 2026

Nature and purpose of other reserves

Retained Earnings

Retained earnings represents the net profits after all distributions and transfers to other reserves.

Other comprehensive income

The Company recognises change on account of remeasurement of the net defined benefit liability as part of other comprehensive income with separate disclosure, which comprises of actuarial gains and losses.

Securities Premium Reserve:

Represents the amount received by the Company in excess of the face value of equity shares issued and is utilised in accordance with the provisions of the Companies Act, 2013.

*Initial Public Offering issue expenses of ₹884.39 lakhs incurred in connection with the initial public offering (listed on BSE SME on 9 August 2024) have been adjusted against the securities premium account in accordance with Section 52 of the Companies Act, 2013.

Convertible Share Warrants:

During the period, the Company allotted 11,65,000 Convertible Equity Share Warrants on a preferential basis to "Promoter & Promoter Group" and "Non-Promoter" as approved in the Annual General Meeting held on September 25, 2025. Each warrant is issued at a price of Rs. 863.17, comprising a subscription price of Rs. 215.79 (25% of the issue price) and a warrant exercise price of Rs. 647.38 (75% of the issue price). Each warrant entitles the holder to apply for one fully paid-up equity share of the Company with a face value of ₹10 upon payment of the balance Rs. 647.38 per warrant. Conversion can occur within 18 months from the date of allotment of share warrants as per the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.

NOTE 17 : LONG TERM BORROWINGS

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Secured			
Term loan from banks *	16.15	19.55	-
Loan from NBFC	75.26	18.36	1,036.54
Total non-current borrowings	**91.40**	**37.91**	**1,036.54**
Less: Current maturities of non-current borrowings (Refer Note 21)	(26.37)	(11.56)	(4.52)
Non-current borrowings (as per balance sheet)	**65.04**	**26.36**	**1,032.02**

*The term loan from financial institutions, which includes a vehicle loan, is secured by a first ranking hypothecation, charge, pledge, or mortgage on the borrower's properties (including the vehicles) held by the company.

Refer Note 39 - Maturity Cycle of Long Term Borrowings

^ The Company's exposure to liquidity risks related to borrowings are disclosed in Note 47.

Notes to the Financial Statements

for the year ended March 31, 2026

NOTE 18 : LEASE LIABILITIES

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Lease liabilities (Non - Current)*	28,955.98	21,127.95	187.68
Total	**28,955.98**	**21,127.95**	**187.68**

* Refer Note 36 for maturity cycle of the lease liabilities

^ The Company's exposure to liquidity risks related to lease liabilities are disclosed in Note 47

NOTE 19 : NON-CURRENT PROVISIONS

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Provision for defined benefit obligation-Gratuity*	93.56	81.19	34.05
Provision for Aircraft Redelivery **	967.30	564.76	-
Total	**1,060.85**	**645.95**	**34.05**

** Refer Note 37 - Provision for Aircraft Redelivery

* Refer Note 38 - Employee Benefit Obligation

NOTE 20 : DEFERRED TAX LIABILITIES (NET)

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Deferred tax liabilities (Net) #	-	79.61	-
Total	**-**	**79.61**	**-**

Refer Note 49 - Movement of Deferred tax

NOTE 21 : SHORT TERM BORROWINGS

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Secured			
(i) Borrowings from Banks - repayable on demand#	6,134.27	2,567.23	199.94
(iii) Current Maturities Of Term Loan & NBFC**	26.37	11.56	4.52
UnSecured			
Loan from related parties*	-	44.44	604.65
Total	**6,160.63**	**2,623.23**	**809.12**

Borrowings repayable on demand represents Cash credits and Working capital loans bowrrowed from financial institutions payable within a period of 12 months from the end of the current reporting period. The Secured working capital borrowings are secured by the company's inventories & Book debts and backed up (collateral) by immovable properties held by the company.

* Refer Note 40 - Related Party transactions for Loan from Related Parties

** Refer Note 39 - Maturity Cycle of Long Term Borrowings

^ The Company's exposure to liquidity risks related to borrowings are disclosed in Note 47

Notes to the Financial Statements

for the year ended March 31, 2026

NOTE 22 : LEASE LIABILITIES

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Lease liabilities (Current) *	4,883.58	2,809.82	78.09
Total	**4,883.58**	**2,809.82**	**78.09**

* Refer Note 36 for maturity cycle of the lease liabilities

^ The Company's exposure to liquidity risks related to lease liabilities are disclosed in Note 47

NOTE 23 : TRADE PAYABLES

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Outstanding dues of micro and small enterprises*	-	0.14	0.30
Outstanding dues of creditors other than micro and small enterprises (Other than Related parties)	2,823.37	686.29	372.89
TOTAL	**2,823.37**	**686.42**	**373.19**

*The Disclosure in respect of the amounts payable to Micro and Small Enterprises have been made in the financial statements based on the information received and available with the Company.

(All Amount are in ₹ Lakhs, unless otherwise stated)

As at March 31, 2026	Outstanding for following periods from due date of payment				
Particulars	**Less than 1 year**	**1-2 Year**	**2-3 Years**	**More than 3 years**	**Total**
(i) MSME		-	-	-	-
(ii) Others **	2,512.63	310.74			2,823.37
(iii) Disputed dues – MSME	-	-	-	-	-
(iv) Disputed dues – Others	-	-	-	-	-
Total	**2,512.63**	**310.74**	**-**	**-**	**2,823.37**

(All Amount are in ₹ Lakhs, unless otherwise stated)

As at March 31, 2026	Outstanding for following periods from due date of payment				
Particulars	**Less than 1 year**	**1-2 Year**	**2-3 Years**	**More than 3 years**	**Total**
(i) MSME	0.14	-	-	-	0.14
(ii) Others **	662.98	23.31	-	-	686.29
(iii) Disputed dues – MSME	-	-	-	-	-
(iv) Disputed dues – Others	-	-	-	-	-
Total	663.11	23.31	-	-	686.42

(i) There are no specific due date of payment specified in respect of trade payables, as such the trade payables ageing schedule is prepared on the basis of date of transaction

(ii) **Other creditors are non interest bearing.

(iii) The Company's exposure to liquidity risks related to trade payables are disclosed in Note 47.

Notes to the Financial Statements

for the year ended March 31, 2026

NOTE 24 : OTHER FINANCIAL LIABILITIES (CURRENT)

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Creditors for capital expenditure	12.44	93.15	-
Other Payables			
Payable to related parties	-	-	24.48
Interest accrued on borrowings	-	-	1.88
Employee Benefit Payables	178.59	4.63	139.20
Audit Fees Payable	28.40	22.85	20.25
Other Expenses Payables	0.06	-	-
Credit Card Dues	122.95	-	-
Total	**342.45**	**120.63**	**185.81**

^ The Company's exposure to liquidity risks related to other financial liabiities are disclosed in Note 47

NOTE 25 : OTHER CURRENT LIABILITIES

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Statutory dues payable*	113.93	265.71	56.22
Total	**113.93**	**265.71**	**56.22**

* Statutory dues payable includes contribution to provident fund, ESI and tax deducted at source, GST, etc.

NOTE 26 : PROVISIONS

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Provision for employees benefits - Gratuity*	8.88	0.66	0.09
Provisions for other expenses	78.46	40.50	13.89
Total	**87.35**	**41.16**	**13.97**

* Refer Note 38 - Employee Benefit Obligation

NOTE 27 : CURRENT TAX LIABILITIES (NET)

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Provision for Income Tax (net of Advance Tax, TDS and TCS)#	3,316.66	1,296.74	867.86
Total	**3,316.66**	**1,296.74**	**867.86**

Provision for income Tax is (net off provisions) consists of Provison for Income Tax adjsuted against the advance tax paid for the current AY, TDS/TCS Receivable.

Notes to the Financial Statements

for the year ended March 31, 2026

NOTE 28 : REVENUE FROM OPERATIONS

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
Sale of Services		
Dry Lease	52,673.73	4,755.88
Wet Lease	5,637.11	19,115.93
Total	**58,310.84**	**23,871.80**

NOTE 29 : OTHER INCOME

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
Interest Income		
Interest on deposits*	320.06	163.74
Interest on Security deposit **	103.08	64.27
Non-operating income		
Gain on sale of property, plant & equipment (net)	-	0.86
Discount received	-	0.08
Miscellaneous income	38.57	-
Total	**461.71**	**228.95**

* Interest on Deposits includes Interest from Fixed Deposits maintained with Banks.

** Interest on Security Deposit includes interest on the security Deposit amortised as per IND AS - 109.

NOTE 30 : DIRECT EXPENSES

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
Purchase of Spares and Consumables	1,581.01	92.99
Aircraft Charter Fee -Wet lease	3,346.70	10,597.90
Airport Fees & Charges	392.89	46.30
Aircraft Maintenance	662.37	277.31
Aircraft Fuel Expenses	11,659.02	1,139.48
Professional and technical services charges	1,955.04	1,217.99
Cargo Handling Charges	1,790.79	116.08
Supplement Rentals	5,194.48	472.27
Trip Support services	4,461.71	171.92
Other direct expenses*	679.19	67.16
Total	**31,723.21**	**14,199.41**

* Other direct expenses includes Commission Fee paid to General sales and service agency, custom duty charges and customs clearnance charges.

Notes to the Financial Statements

for the year ended March 31, 2026

NOTE 31 : CHANGE IN INVENTORIES

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
Inventories (at closing)		
Spares and Tools	(1,824.87)	(1,580.02)
Inventories (at opening)		
Spares and Tools	1,580.02	1,569.16
Net (increase)/decrease in inventories	**(244.85)**	**(10.85)**

NOTE 32 : EMPLOYEE BENEFITS EXPENSES

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
Salary & Wages	931.25	867.62
Contribution to Provident and Other Funds	20.72	12.29
Current Service Cost - DBO*	36.69	32.98
Training and Development Expenses	-	87.68
Staff welfare expenses	60.52	5.83
Total	**1,049.18**	**1,006.39**

* Refer Note 38 - Employee Benefit Obligation

NOTE 33 : FINANCE COSTS

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest Expenses		
Interest on Term Loan #	10.90	61.12
Interest on CC/OD/WCDL	321.39	130.30
Interest on lease liabilties	1,614.96	390.22
Interest on Defined benefit obligation*	5.66	2.46
Interest on Provision for Aircraft Redelivery#	70.35	42.85
Net Forex Gain/ (Loss)**	1,152.74	434.78
Total	**3,175.99**	**1,061.73**

Interest on Term Loan - Interest is recognised at EIR as per IND AS 109

** Foreign exchange loss recognised pursuant to valuation and remeasurement adjustments in accordance with Ind AS 21 amounted to ₹2,806.55 lakhs for FY 2025-26 (Previous Year: ₹652.45 lakhs).

* Refer Note 38 - Employee Benefit Obligation

Interest on provision for aircraft redelivery represents the unwinding of discount on the provision, recognised as a finance cost in accordance with the applicable requirements of Ind AS 37.

Notes to the Financial Statements

for the year ended March 31, 2026

NOTE 34 : DEPRECIATION AND AMORTISATION EXPENSES

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Depreciation and Amortisation*	179.64	57.43
Amortisation of ROU Asset **	3,922.97	923.78
Amortisation of Prepaid lease rentals	115.79	78.56
Amortisation of Prepaid Aircraft expenses	1,111.15	364.02
Total	**5,329.55**	**1,423.80**

* Depreciation refers to depreciation and amortisation of Tangible assets.

** Amortisation of ROU assets arising on account of provision for aircraft redelivery amounted to ₹83.69 lakhs for FY 2025-26 (Previous Year: ₹51.63 lakhs)."

NOTE 35 : OTHER EXPENSES

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Power and Fuel	9.62	6.94
Rent *	27.51	15.35
Repairs & Maintenance (Plant & Machinery)	202.72	0.93
Repairs & Maintenance (Others)	7.41	5.83
Insurance	402.68	173.94
Rates and taxes	230.81	166.08
Travelling and Conveyance	337.33	246.35
Audit Fees #	28.00	23.00
Professional and Legal Charges	424.26	231.32
Director Remuneration	96.75	89.90
Postage, Telephones and Communication	4.64	1.23
Administrative Expenses	108.99	30.81
Sales Promotion	47.97	41.18
Printing and Stationery	11.05	35.18
Bank and credit card charges	86.87	43.77
Software Subscription Fee	283.23	111.07
Miscellaneous Expenses	121.08	43.23
Total	**2,430.92**	**1,266.11**

* Rent includes rent paid on short term leases.

Remuneration to auditor (excluding goods & service tax)

Notes to the Financial Statements

for the year ended March 31, 2026

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Statutory Audit	25.00	21.00
Tax Audit fee for the previous years	3.00	2.00
Total	**28.00**	**23.00**

NOTE 36 : LEASES

Company as a Lessee:

The Company's lease asset classes primarily comprise aircraft and office premises. The Company assesses at the inception of a contract whether the contract is, or contains, a lease. A contract is, or contains, a lease if it conveys the right to control the use of an identified asset for a period of time in exchange for consideration. The lease contracts typically include renewal options, escalation clauses, and other customary terms associated with commercial leasing arrangements.

Information about leases for which the company is a lessee is presented below:

The changes in the carrying value of ROU Assets for the year ended March 31, 2026 are as follows:

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	Amount
(A) Balance as at April 1, 2024	240.75
(B) Addition during the year	25,710.34
(C) Amortisation of ROU Assets for the year	(923.78)
(D) Amortisable Contract Costs	(1,704.82)
(E) Closing Balance as at March 31, 2025 (A+B-C-D)	**23,322.49**
(F) Addition during the year	11,235.13
(G) Amortisation of ROU Assets for the year	(3,922.97)
(H) Termination During the Year	-
(I) Modification During the Year	-
(J) Reversal due to closure of lease agreement	-
(K) Closing Balance as at March 31, 2026 (E+F-G-H+I-J)	**30,634.64**

Movement of Lease Liabilities during the year ended March 31, 2026

The following is the movement of Lease Liabilities for the year ended March 31, 2026:

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	Amount
(A) Balance as at April 1, 2024	265.77
(B) Addition during the year	25,188.42
(C) Interest on Lease Liaibilities for the year ended March 31, 2025	390.22
(D) Payment of Lease Liaibilities for the year ended March 31, 2025	(3,353.72)
(E) Forex Loss for the year ended March 31, 2025	643.73
(F) Amortisable Contract Costs	803.37
(G) Closing Balance as at March 31, 2025 (A+B+C-D-E+F)	**23,937.78**

Notes to the Financial Statements

for the year ended March 31, 2026

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	Amount
(H) Addition during the year	10,424.04
(I) Interest on Lease Liabilities for the year ended March 31, 2026	1,614.96
(J) Payment of Lease Liabilities for the year ended March 31, 2026	(4,943.76)
(K) Forex Loss for the year ended March 31,2026	2,806.55
(L) Closing Balance as at March 31, 2026 (G+H+I-J+K)	**33,839.56**

Contractual Maturities of Lease Liabilities as at March 31, 2026 on an discounted lease basis:

The table below provides the Contractual Maturities of Lease Liabilities as at March 31, 2026 which is described on an discounted Lease Basis:

(All Amount are in ₹ Lakhs, unless otherwise stated)

Maturity analysis - Contractual Discounted Cash Flows	Amount
Less than one year	2,809.82
After one year no longer more than Five years	16,400.93
More than Five years	4,727.02
Closing Balance as at March 31, 2025	**23,937.78**
Less than one year	4,883.58
After one year no longer more than Five years	28,029.12
More than Five years	926.87
Closing Balance as at March 31, 2026	**33,839.56**

Lease Liabilities included in the Financial statements are as follows:

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	Amount
Current	78.09
Non-Current	187.68
Closing Balance as at March 31, 2024	**265.77**
Current	2,809.82
Non-Current	21,127.95
Closing Balance as at March 31, 2025	**23,937.78**
Current	4,883.58
Non-Current	28,955.98
Closing Balance as at March 31, 2026	**33,839.56**

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

NOTE 37 : PROVISION FOR AIRCRAFT REDELIVERY

Provision for Aircraft Redelivery Obligations:

The Company has entered into lease arrangements for certain aircraft which require the aircraft to be returned to the respective lessors upon expiry of the lease term in accordance with the contractual redelivery conditions. The Company recognises a provision towards the estimated costs associated with fulfilling these redelivery requirements. The provision is determined

Notes to the Financial Statements

for the year ended March 31, 2026

by management based on the expected future costs, taking into consideration historical experience, contractual obligations and other relevant available information. Where the impact of the time value of money is considered material, the provision is recognised at the present value of the estimated future expenditure.

The measurement of the provision for redelivery and overhaul cost includes assumptions primarily relating to expected costs and discount rates commensurate with the expected obligation maturity schedules. An estimate is therefore made to ensure that the provision corresponds to the present value of the expected costs to be borne by the Company. Judgement is exercised by management given the long-term nature of assumptions that go into the determination of the provision. The assumption made in relation to the current year are consistent with those in the previous year.

Information about Provision for aircraft redelivery for which the company is a lessee is presented below:

The changes in the carrying value of Provisions for the year ended March 31, 2026 are as follows:

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	Amount
(A) Balance as at April 1, 2024	**-**
(B) Addition during the year	521.92
(C) Provision for the year	42.85
(D) Closing Balance as at March 31, 2025 (A+B+C)	**564.76**
(E) Addition during the year	332.18
(F) Provision for the year	70.35
(G) Closing Balance as at March 31, 2026 (D+E+F)	**967.30**

NOTE 38: EMPLOYEE BENEFITS OBLIGATION

A. Defined Contribution Plan

The Company makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards provident fund, Employee State insurance administered and managed by the government of India. The Company has no obligations other than to make the specified contributions. The contributions are charged to the statement of profit and loss as they accrue.

B. Gratuity And Other Post Employment Benefit Plans (Unfunded)

The Company operates an unfunded defined benefit gratuity plan for eligible employees. The gratuity plan is governed by the provisions of the Payment of Gratuity Act, 1972 and other applicable labour laws. Employees who have completed the prescribed period of continuous service are entitled to gratuity benefits. The amount of gratuity payable is determined based on the employee's length of service and last drawn salary. The gratuity provision has been computed considering the revised gratuity provisions under the new labour framework, wherever applicable

a. Changes In the present value of the defined benefit obligation are as follows :

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Opening Defined Benefit Obligation	81.85	34.14	9.58
Current Service cost	36.69	32.98	21.56
Interest cost on defined benefit obligation	5.66	2.46	0.72
Benefits paid	-	-	-

Notes to the Financial Statements

for the year ended March 31, 2026

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Actuarial changes arising from changes in demographic assumptions	-	-	-
Actuarial changes arising from changes in financial assumptions	(2.49)	2.27	1.12
Experience adjustments	(19.26)	10.00	1.16
Acquisition Adjustment	-	-	-
Closing defined Benefit obligation	**102.44**	**81.85**	**34.14**

b. Breakup of closing defined benefit obligation

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Current	8.88	0.66	0.09
Non Current	93.56	81.19	34.05
Total	**102.44**	**81.85**	**34.14**

c. Expense recognised in statement of profit or loss

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Current service cost	36.69	32.98	21.56
Interest cost on defined benefit obligation	5.66	2.46	0.72
Total gratuity expense included in provision for Gratuity	**42.35**	**35.44**	**22.28**

d. Remeasurement gain recognised in other comprehensive income

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Remeasurement (gain)/loss on account of	(21.75)	12.27	2.28
Actuarial changes arising from changes in demographic assumptions	-	-	-
Actuarial changes arising from changes in financial assumptions	(2.49)	2.27	1.12
Experience adjustments	(19.26)	10.00	1.16

e. The principal assumptions used in determining gratuity obligations for the Company's plans are shown below:

Financial Assumptions

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Discount Rate	7.26%	6.91%	7.22%
Salary Escalation Rate	10.00%	10.00%	10.00%

Notes to the Financial Statements

for the year ended March 31, 2026

Demographic Assumptions

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
(i) Retirement Age	60 Years	60 Years	60 Years

f. Sensititvity Analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below :

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	Increase In Assumption		Decrease In Assumption	
	As at March 31, 2026	As at March 31, 2025	As at March 31, 2026	As at March 31, 2025
Discount Rate	(7.09)	(6.29)	8.23	7.34
Salary Growth Rate	5.35	4.57	(4.85)	(4.43)
Attrition Rate	(0.24)	(2.40)	2.56	2.56
Mortality Rate	(0.02)	(0.03)		

The sensitivity analyses above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.In presenting the above sensitivity analysis, the present value of defined benefit obligation has been calculated using the projected credit unit method at the end of reporting period,which is the same as that applied in calculating the defined obligation liability recognized in the balance sheet.The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

Risk Exposure

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Weighted average duration (based on discounted cash flows)	9.72	15.46	15.52

The following payments are expected contributions to the defined benefit obligation in future years:

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
(i) Within one year	8.88	0.66	0.09
(ii) More than 1 year but less than 5 years	25.27	31.54	6.33
(iii) 5 years and more	68.29	49.65	27.72

Risk Analysis

The Company is exposed to a number of risks in the defined benefit plans. Risks pertaining to defined benefit plans are given above

Notes to the Financial Statements

for the year ended March 31, 2026

Interest rate risk

The defined benefit obligation calculated uses a discount rate based on government bonds. If bond yields falls, the defined benefit obligation will tend to increase

Salary Inflation Risk

Higher than expected increases in salary will increase the defined benefit obligation.

Demographic risk

This is the risk of variability of results due to unsystematic nature of decrements that include mortality, withdrawal, disability and retirement. The effect of these decrements on the defined benefit obligation depends upon the combination of salary Increase, discount rate and vesting criteria.

NOTE 39: MATURITY ANALYSIS OF LONG TERM BORROWINGS (SECURED)

(All Amount are in ₹ Lakhs, unless otherwise stated)

Term Loan from Banks & NBFC- FY 25-26

S.No	Term Loan	Rate of Interest	Payment Type	Current Maturities	Non-Current	
					>1 Year to 5 Years	> 5 Years
1	Kotak Mahindra Bank Limited	10.27%	Monthly	1.91	6.39	-
2	Kotak Mahindra Prime Ltd - Passenger Loan	8.93%	Monthly	1.84	6.00	-
3	Mahindra & Mahindra Financial Services Ltd	8.99%	Monthly	5.41	8.01	
4	Orix Leasing and Financial services India Ltd	12.50%	Monthly	17.21	44.63	
	Total Secured Term Loan From Banks & NBFC			**26.37**	**65.04**	

(All Amount are in ₹ Lakhs, unless otherwise stated)

Term Loan from Banks & NBFC- FY 24-25

S.No	Loan Name	Rate of Interest	Payment Terms	Current Maturities	Non-Current	
					Payment Terms	1-5 Years
1	Kotak Mahindra Bank Limited	10.27%	Monthly	2.48	7.55	
2	Kotak Mahindra Prime Ltd - Passenger Loan	8.93%	Monthly	2.43	7.09	
3	Mahindra & Mahindra Financial Services Ltd	8.99%	Monthly	6.65	11.72	
	Total Secured Term Loan From Banks & NBFC			**11.56**	**26.36**	**-**

The term loan from financial institutions, which includes a vehicle loan, is secured by a first ranking hypothecation, charge, pledge, or mortgage on the borrower's properties (including the vehicles) held by the company.

NOTE 40: RELATED PARTY DISCLOSURES

In accordance with the requirements of IND AS 24, on Related party disclosures, name of the related party, related party relationship, transactions and outstanding balances including commitments where control exits and with whom transactions have taken place during reported periods, are:

Notes to the Financial Statements

for the year ended March 31, 2026

A. Related party and their relationship:-

S.No	Nature Of Relationship	Name Of Related Party
(i)	**Entities under common control**	
		M/s Shreshtha Business Solutions LLP
		M/s FlySBS Aviation Limited
		M/s AAR Indamer Technics Private Limited
		M/s Chryseum Corporate Services Private Limited
		M/s Flyaeon Aviation Private Limited
(iii)	**Key Managerial Personnel**	
	Managing Director	Mr. Deepak Parasuraman
	Wholetime Director	Mr. Kannan Ramakrishnan
	Non-Executive Director	Mr. Jaganmohan Manthena
	Independent Director	Mr. Lalit Gupta
	Independent Director	Mrs. Rashmi Prithviraj
	Independent Director	Mr. Natarajan Srinivasan
	Independent Director	Mr. Sudhir Laxmikant Deoras
	Independent Director	Mr. Arundhati Mech
	Company Secretary	Mr. Ajith Kumar Maran
	Chief Financial Officer	Mr. PK Raghunathan

Transactions with related parties are set out in the table below

(All Amount are in ₹ Lakhs, unless otherwise stated)

S.No	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(i)	**Purchase of Service**		
	M/s Shreshtha Business Solutions LLP	4.02	6.00
(ii)	**Repayment of Loan taken**		
	M/s FlySBS Aviation Limited	140.05	554.10
	M/s Chryseum Corporate Services Pvt Ltd	358.60	283.45
(iii)	**Loans Taken**		
	M/s FlySBS Aviation Limited	134.45	248.09
	M/s Chryseum Corporate Services Pvt Ltd	319.75	39.25
(xiv)	**Directors Remuneration**		
	Mr. Deepak Parasuraman	60.00	60.00
	Mr. Kannan Ramakrishnan	30.00	29.90
(xv)	**Directors Sitting Fee**		
	Mr. Lalit Gupta	1.65	-
	Mr. Natarajan Srinivasan	1.95	-
	Mrs. Rashmi Prithviraj	1.35	-
	Mr. Sudhir Laxmikant Deoras	0.90	-
	Mr. Arundhati Mech	0.90	-

Notes to the Financial Statements

for the year ended March 31, 2026

(All Amount are in ₹ Lakhs, unless otherwise stated)

S.No	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(xvi)	**Salary to KMP**		
	Mr. PK Raghunathan (Chief Financial Officer)	60.00	25.00
	Mr. Ajith Kumar Maran (Company Secretary)	20.40	13.24
(xvii)	**Advances paid/(received)**		
	M/s Flyaeon Aviation Private Limited (Advance Given)	289.41	-
	M/s Flyaeon Aviation Private Limited (Advance Repaid)	-289.41	-
	M/s Shreshtha Business Solutions LLP (Advance Repaid)	13.93	-
(xviii)	**Miscellaneous Expense**		
	M/s Shreshtha Business Solutions LLP	28.36	0.92

Amount due to/from related parties:

(All Amount are in ₹ Lakhs, unless otherwise stated)

S.No	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(i)	**Unsecured loans taken (Cr.)**		
	M/s FlySBS Aviation Limited	-	5.59
	M/s Chryseum Corporate Services Private Limited	-	38.85

Notes To Related Party Disclosures

(i) The transactions with related parties are made in the ordinary course of business and on terms equivalent to those that prevail in arm's length transactions with other vendors. Outstanding balances at the year-end is unsecured.

NOTE 41: RATIO ANALYSIS DISCLOSURE

(All Amount are in ₹ Lakhs, unless otherwise stated)

Ratios	Formula	(A) For the year ended March 31, 2026		(B) For the year ended March 31, 2025		(C) = ((A) - (B)/(B)	Explanation for change more than 25%
		Amount	Ratios	Amount	Ratios	% Change	
Current Ratio	Current Assets	31,658.07	1.79	8,677.16	1.11	61.42%	Current Ratio improved due to a significant increase in current assets, primarily driven by higher revenue and improved liquidity during FY 25-26.
	Current Liabilities	17,727.98		7,843.71			

Notes to the Financial Statements

for the year ended March 31, 2026

(All Amount are in ₹ Lakhs, unless otherwise stated)

Ratios	Formula	(A) For the year ended March 31, 2026		(B) For the year ended March 31, 2025		(C) = ((A) - (B)/(B)	Explanation for change more than 25%
		Amount	Ratios	Amount	Ratios	% Change	
Debt Equity Ratio	Total Debt	6,225.67	0.14	2,649.59	0.13	5.40%	Not Applicable
	Total Shareholders Equity	45,668.18		20,485.80			
Debt Service Coverage Ratio	Earnings available for debt services	23,814.09	1.67	7,639.70	1.18	42.37%	DSCR improved due to higher earnings available for debt servicing during FY 25-26.
	Finance Cost+Short term debt(including current maturities of long term debt)+Current Lease Liability	14,220.21		6,494.78			
Return on Equity Ratio	Net Profit after Taxes - Preference Dividend (If any)	12,220.67	0.27	3,678.75	0.18	49.02%	ROE has Increased due to the increase in Revenue during FY 25-26
	Equity Shareholder's Funds	45,668.18		20,485.80			
Inventory Turnover Ratio	Cost of Service	31,478.36	18.49	14,188.56	9.01	105.20%	Inventory turnover improved due to higher cost of service coupled with lower average inventory during FY 25-26.
	Average Inventory	1,702.44		1,574.59			
Trade Receivable Turnover Ratio	Credit Sales	58,310.84	5.99	23,871.80	5.85	2.40%	Not Applicable
	Average Account Receivables	9,739.29		4,082.77			
Trade Payable Turnover Ratio	Credit Purchases	31,723.21	18.08	14,199.41	26.80	(32.55)%	Trade payable turnover decreased due to higher average payables relative to credit purchases during FY 25-26.
	Average Account Payables	1,754.90		529.80			
Net Profit Ratio	Net Profit	12,220.67	0.21	3,678.75	0.15	36.00%	Net profit Ratio increased due to increase in Revenue as well as Net profit during FY 25-26
	Sales	58,310.84		23,871.80			
Return on Capital Employed	EBIT	18,484.54	0.23	6,215.91	0.14	63.10%	ROCE increased due to higher EBIT relative to capital employed during FY 25-26.
	Capital Employed	80,849.83		44,342.95			

Notes to the Financial Statements

for the year ended March 31, 2026

(All Amount are in ₹ Lakhs, unless otherwise stated)

Ratios	Formula	(A) For the year ended March 31, 2026 Amount	(A) Ratios	(B) For the year ended March 31, 2025 Amount	(B) Ratios	(C) = ((A) - (B)/(B) % Change	Explanation for change more than 25%
Gross Profit Margin	Gross Profit	26,832.48	0.46	9,683.25	0.41	13.44%	Not Applicable
	Revenue From Operations	58,310.84		23,871.80			
EBITDA Margin	EBITDA	23,814.09	0.41	7,639.70	0.32	27.61%	EBITDA margin improved due to increase in revenue and operational efficiency during FY 25-26.
	Revenue From Operations	58,310.84		23,871.80			
EBIT Margin	EBIT	18,484.54	0.32	6,215.91	0.26	21.74%	Not Applicable
	Revenue From Operations	58,310.84		23,871.80			
PBT Margin	Profit Before Tax	15,308.55	0.26	5,154.18	0.22	21.59%	Not Applicable
	Revenue From Operations	58,310.84		23,871.80			
PAT Margin	Profit After Tax	12,190.36	0.21	3,693.54	0.15	35.12%	PAT Margin increased due to increase in Revenue as well as Net profit during FY 25-26
	Revenue From Operations	58,310.84		23,871.80			
Interest Coverage Ratio	EBITDA	23,814.09	7.50	7,639.70	7.20	4.21%	Not Applicable
	Finance Cost	3,175.99		1,061.73			

NOTE 42 : DISCLOSURE AS PER IND AS 33 ON 'EARNINGS PER SHARE'

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
(i) Net Profit after Tax attributable to the Shareholders (as per Statement of Profit and Loss)	12,190	3,694
(ii) Weighted Average no. of equity shares (no. of shares)	2,50,16,881	2,24,22,824
(iii) Weighted Average no. of equity shares for diluted Earnings Per share (no. of shares)	2,50,55,182	2,24,22,824
(iv) Basic Earnings Per Share (i/ii) (in Rs.)	48.73	16.47
(v) Diluted Earnings Per Share (i/iii) (in Rs.)	48.65	16.47
Face Value per Equity Share (Rs.)	10.00	10.00

Notes to the Financial Statements

for the year ended March 31, 2026

NOTE 43: DETAILS OF CORPORATE SOCIAL RESPONSIBILITY (CSR) EXPENDITURE

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
(i) Gross Amount required to be spent as per Sec. 135 of The Companies Act, 2013	78.83	40.50
(ii) Details of amount spent during the year:	-	-
(a) PM Care Fund	-	-40.50
(b) Education, Welfare and Relief of Underprivileged Communities	(10)	-
Amount un-spent/(Excess) spent#	**68.83**	**-**

During the current year, the Company has spent Rs. 40.50 Lakhs, which pertains to the unspent CSR obligation of the previous financial year FY 2024-25. The amount of Rs. 68.83 Lakhs required to be spent for the current financial year FY 2025-26 as per Section 135 of the Companies Act, 2013 remains unspent as at March 31, 2026. The company is obliged to transfer the amount to the PM CARES Fund within a period of 6 months from the closure of the financial year.

NOTE 44: CONTINGENT LIABILITIES AND OTHER COMMITMENTS

Contingent Liabilities

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
Disputed demands contested in appeals, not provided for *		
Disputed GST demand (1)	-	31.94
Disputed income tax demand (2)	658.53	658.53
Disputed TDS tax demand (3)	33.54	39.81
Total Contingent Liabilities	**692.07**	**730.28**

(1) GST demand of ₹31.94 lakhs pertaining to FY 2020-21 was raised pursuant to an order dated February 16, 2024. The Company had filed an appeal against the said order on June 16, 2025. The appeal has subsequently been disposed of in favour of the Company, and accordingly, the matter has been closed. Based on the disposal of the appeal, no further liability is expected to arise in respect of the said matter.

(2) In respect of Assessment Year 2022-23 (FY 2021-22), an income tax demand amounting to ₹658.53 lakhs has been raised by the Income Tax Department, against which the Company has filed an appeal before the Commissioner of Income Tax (Appeals) [CIT(A)]. The appeal is currently pending for disposal. In connection with the said appeal, the Company has paid an amount of ₹23.74 lakhs as deposit towards the disputed demand. The management, based on the facts and circumstances of the case and the advice received, is of the view that the Company has reasonable grounds in support of its position and, accordingly, no provision has been recognised in the financial statements in respect of the balance disputed demand.

(3) The Company has an outstanding TDS demand of ₹33.54 lakhs as per the income-tax records, comprising ₹33.24 lakhs pertaining to FY 2025-26 and ₹0.30 lakhs pertaining to FY 2024-25. The Company intends to file a rectification application with the appropriate authorities in respect of the outstanding demand.

Notes to the Financial Statements

for the year ended March 31, 2026

NOTE 45: DISCLOSURE RELATING TO SUPPLIERS REGISTERED UNDER MSME DEVELOPMENT ACT, 2006:

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
The principal amount and the interest due thereon remaining unpaid to any MSME supplier as at the end of each accounting year included in:		
(i) Principal amount due to micro and small enterprises	-	0.14
(ii) Interest due on above	-	-
(iii) The amount of interest paid by the buyer in terms of section 16 of the MSMED ACT 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
(iv) The amounts of the payments made to micro and small suppliers beyond the appointed day during each accounting period.	-	-
(v) The amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointment day during the year) but without adding the Interest specified under the MSMED Act, 2006.	-	-
(vi) The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
(vii) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible under section 23 of the MSMED Act 2006.	-	-

NOTE 46: SEGMENT REPORTING

A. Basis for Segmentation

The Company has determined that it operates as a single operating segment. An operating segment is defined as a component that engages in business activities generating revenues and incurring expenses, with discrete financial information available.

The board of directors serves as the Chief Operating Decision Maker (CODM), overseeing all major decisions regarding business planning, budgeting, expansion, alliances, joint ventures, mergers and acquisitions, and facility expansions.

Entity wide disclosures

B. Information about reportable segments

The Company is engaged in the business of air cargo and logistics services, which is considered as a single reportable business segment, in the context of Indian Accounting Standards 108 - "Operating Segments".Accordingly, no separate segment disclosures are required.

C. Information about geographical areas

Company operates primarily under a single geographic location i.e. India and accordingly, there are no separate reportable geographical segments.

Notes to the Financial Statements

for the year ended March 31, 2026

D. Revenue from Major Customers:

Revenue from external customers, each individually contributing 10% or more of the Company's total revenue, is set out below:

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
Customer A	15,857.52	-
Customer B	9,890.96	-
Customer C	-	17,206.67

The above revenue is attributable to the [air cargo / charter] operations of the Company. In accordance with paragraph 34 of Ind AS 108 – Operating Segments, the Company does not disclose the identity of these major customers.

NOTE 47 : FAIR VALUE MEASUREMENT AND FINANCIAL INSTRUMENTS

a. Financial instruments – by category and fair values hierarchy

The following table shows the carrying amounts and fair value of financial assets and financial liabilties, including their levels in the fair value hierarchy.

i. As on March 31, 2026

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	Carrying value				Fair value measurement using		
	FVTPL	FVOCI	Amortised cost	Total	Level 1	Level 2	Level 3
Financial assets							
Non-current							
Security deposit	-	-	2,373.60	**2,373.60**	-	-	-
Bank Deposit with more than 12 months maturity	-	-	5,817.48	**5,817.48**	-	-	-
Other Deposits	-	-	53.27	**53.27**	-	-	-
Current							
Trade receivables	-	-	13,575.85	**13,575.85**	-	-	-
Cash and cash equivalents	-	-	6,205.66	**6,205.66**	-	-	-
Bank Balances Other than Cash & Cash Equivalents	-	-	-	**-**	-	-	-
Advance to employees	-	-	-	**-**			
Others	-	-	45.71	**45.71**	-	-	-
Total	**-**	**-**	**28,071.57**	**28,071.57**			
Financial liabilities							
Non-current							
Borrowings	-	-	65.04	**65.04**	-	-	-
lease liabilities	-	-	28,955.98	**28,955.98**	-	-	-
Current							
Borrowings	-	-	6,160.63	**6,160.63**	-	-	-

Notes to the Financial Statements

for the year ended March 31, 2026

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	Carrying value				Fair value measurement using		
	FVTPL	FVOCI	Amortised cost	Total	Level 1	Level 2	Level 3
lease liabilities	-	-	4,883.58	**4,883.58**	-	-	-
Trade payables	-	-	2,823.37	**2,823.37**	-	-	-
Other financial liabilities	-	-	342.45	**342.45**	-	-	-
Total	**-**	**-**	**43,231.06**	**43,231.06**			

ii. As on March 31, 2025

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	Carrying value				Fair value measurement using		
	FVTPL	FVOCI	Amortised cost	Total	Level 1	Level 2	Level 3
Financial assets							
Non-current							
Security deposit	-	-	1,360.50	**1,360.50**	-	-	-
Bank Deposit with more than 12 months maturity	-	-	3,871.76	**3,871.76**	-	-	-
Other Deposits	-	-	23.46	**23.46**	-	-	-
Current							
Trade receivables	-	-	5,902.73	**5,902.73**	-	-	-
Cash and cash equivalents	-	-	8.51	**8.51**	-	-	-
Bank Balances Other than Cash & Cash Equivalents	-	-	-	**-**	-	-	-
Advance to employees	-	-	7.14	**7.14**			
Others	-	-	43.04	43.04	-	-	-
Total	**-**	**-**	**11,217.13**	**11,217.13**	**-**	**-**	**-**
Financial liabilities							
Non-current							
Borrowings	-	-	26.36	**26.36**	-	-	-
lease liabilities	-	-	21,127.95	**21,127.95**	-	-	-
Current					-	-	-
Borrowings	-	-	2,623.23	**2,623.23**	-	-	-
lease liabilities	-	-	2,809.82	2,809.82	-	-	-
Trade payables	-	-	686.42	686.42	-	-	-
Other financial liabilities			120.63	120.63			
Total	**-**	**-**	**27,394.41**	**27,394.41**			

Notes to the Financial Statements

for the year ended March 31, 2026

iii. As on March 31, 2024

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	Carrying value				Fair value measurement using		
	FVTPL	FVOCI	Amortised cost	Total	Level 1	Level 2	Level 3
Financial assets							
Non-current							
Security deposit	-	-	27.85	**27.85**	-	-	-
Bank Deposit with more than 12 months maturity	-	-	-	**-**	-	-	-
Other Deposits	-	-	4.55	**4.55**	-	-	-
Current							
Trade receivables	-	-	2,262.82	**2,262.82**	-	-	-
Cash and cash equivalents	-	-	309.61	**309.61**	-	-	-
Bank Balances Other than Cash & Cash Equivalents	-	-	100.03	**100.03**	-	-	-
Advance to employees	-	-	0.61	**0.61**	-	-	
Others	-	-	6.54	**6.54**			
Total	**-**	**-**	**2,712.01**	**2,712.01**	**-**	**-**	**-**
Financial liabilities							
Non-current							
Borrowings	-	-	1,032.02	**1,032.02**	-	-	-
lease liabilities	-	-	187.68	**187.68**	-	-	-
Current							
Borrowings	-	-	809.12	**809.12**	-	-	-
lease liabilities	-	-	78.09	**78.09**	-	-	-
Trade payables	-	-	373.19	**373.19**	-	-	-
Other financial liabilities			185.81	**185.81**	-	-	-
Total	**-**	**-**	**2,665.91**	**2,665.91**	**-**	**-**	**-**

The carrying value of all financial assets and liabilities measured at amortized cost approximated to their fair value.

Level 1: It includes financial instruments measured using quoted prices.

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

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. The fair value of financial assets and liabilities included in Level 3 is determined in accordance with generally accepted pricing models based on discounted cash flow analysis using prices from observable current market transactions and dealer quotes of similar instruments.

The Company's borrowings have been contracted and amortised based on the Effective interest rate. Accordingly, the carrying value of such borrowings (including interest accrued but not due) which approximates fair value.

The carrying amounts of trade receivables, trade payables, cash and cash equivalents and other financial assets and liabilities, approximates the fair values, due to their short-term nature. Fair value of non-current financial assets which includes bank deposits (due for maturity after twelve months from the reporting date) and security deposits is smiliar to the carrying value as there is no significant differences between carrying value and fair value.

Notes to the Financial Statements

for the year ended March 31, 2026

The fair value for security deposits (amortised cost) were calculated based on discounted cash flows using a current lending rate. The interest income on such security deposit is cumulated year on year and the carrying amount is represented as PV of Security deposit in addition to the interest income.

The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Board of Directors have authorised senior management to establish the processes and ensure control over risks through the mechanism of properly defined framework in line with the businesses of the company.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risks limits and controls, to monitor risks and adherence to limits. Risk management policies are reviewed regularly to reflect changes in market conditions and the Company's activities.

The Company has policies covering specific areas, such as interest rate risk, foreign currency risk, other price risk, credit risk, liquidity risk, and the use of derivative and non-derivative financial instruments. Compliance with policies and exposure limits is reviewed on a continuous basis.

The Company has exposure to the following risks arising from financial instruments:

- Credit risk
- Market risk
- Liquidity risk
- Forex risk

(i) Credit risk

The maximum exposure to credit risks is represented by the total carrying amount of these assets in the balance sheet

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Trade receivables	13,575.85	5,902.73	2,262.82
Other Deposits & Advances (Non Current)	17,704.83	5,855.69	4,381.07
Other Deposits & Advances (Current)	8,292.41	398.78	922.76

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers.

The company's credit risk primarily arises from Trade receivables and other financial assets viz. Security deposits, Interest accrued on FD and advances to employees. The company's maximum exposure to credit risk is limited to the carrying value of its financial assets at the reporting date.

Since the Company conducts its sales on a credit basis, it is exposed to credit risk from its customers. To mitigate this risk, the Company has established robust internal controls and credit policies, including credit evaluation of customers, defined credit limits, and continuous monitoring of outstanding receivables. The Company has a limited history of customer defaults, and the credit quality of its trade receivables, particularly those that are not overdue, is considered strong. The Company also assesses expected credit losses on its trade receivables on an ongoing basis. As a result, the Company does not expect significant credit risk arising from non-performance by its customers or counterparties.

Notes to the Financial Statements

for the year ended March 31, 2026

(ii) Market risk

Market risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, the Company mainly has exposure to two type of market risk namely: currency risk and interest rate risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

(a) Currency risk

Currency risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The fluctuation in foreign currency exchange rates may have potential impact on the Statement of Profit and Loss account and equity, where any transaction references more than one currency or where assets/liabilities are denominated in a currency other than the functional currency of the entity.

The Company is exposed to the effects of fluctuations in prevailing foreign currency exchange rates on its financial position and cash flows, to the extent of its earnings and expenses denominated in foreign currencies. Considering the countries and economic environment in which the Company operates, its operations are subject to risks arising fromfluctuations in exchange rates in those countries. The risks primarily relate to fluctuations in U.S. dollar against the functional currency of the Company.

Exposure to currency risk:

The summary quantitative data about the Company's exposure to currency risk as reported to the management of the Company is as follows:

Foreign Currency Risk

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026 (USD)	As at March 31, 2026 (Others)	As at March 31, 2026 Total
Trade receivables	117.94	38.64	156.58
Cash and cash equivalents	-	-	-
Bank balances other than cash and cash equivalents	2.28	-	2.28
Other financial assets- Non current	24.61	-	24.61
Other Deposits & Advances (Non Current)	109.95	-	109.95
Other Deposits & Advances (Current)	7.10	-	7.10
Total Assets	**261.89**	**38.64**	**300.53**
Lease liabilities	356.52	-	356.52
Trade payables	16.16	0.30	16.46
Other Current Financial liabilities	0.13	-	0.13
Total Liabilities	**372.81**	**0.30**	**373.11**

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026 (USD)	As at March 31, 2026 (Others)	As at March 31, 2026 Total
Trade receivables	47.21	44.95	92.16
Other financial assets - Non current	15.43	-	15.43
Other Deposits & Advances-(Non Current)	40.51	-	40.51
Total Assets	**103.16**	**44.95**	**148.11**

Notes to the Financial Statements

for the year ended March 31, 2026

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026 (USD)	As at March 31, 2026 (Others)	As at March 31, 2026 Total
Lease liabilities	277.51	-	277.51
Trade payables	5.10	0.26	5.37
Total Liabilities	**282.62**	**0.26**	**282.88**

* Others include SGD,EURO,GBP Currency

Sensitivity analysis

A reasonably possible strengthening / (weakening) of the Indian Rupee against the below currencies as at March 31, 2026 and March 31, 2025 would have affected the measurement of financial instruments denominated in foreign currency and affected the Statement of Profit and Loss by the amounts shown below. This analysis is performed on foreign currency denominated monetary financial assets and financial liabilities outstanding as at the year end. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases.

(All Amount are in ₹ Lakhs, unless otherwise stated)

Statement of Profit and Loss	Net Asset/ (liability)	For the year ended March 31, 2026	
		Gain on appreciation #	Loss on depreciation #
1% depreciation / appreciation in Indian Rupees against following foreign currencies:			
USD	-110.92	-1.11	1.11
Others*	38.34	0.38	-0.38
Total	**-72.58**	**-0.73**	**0.73**

(All Amount are in ₹ Lakhs, unless otherwise stated)

Standalone Statement of Profit and Loss	Net Asset/ (liability)	For the year ended March 31, 2025	
		Gain on appreciation #	Loss on depreciation #
1% depreciation / appreciation in Indian Rupees against following foreign currencies:			
USD	-179.46	-1.79	1.79
Others*	44.69	0.45	-0.45
Total	**-134.77**	**-1.35**	**1.35**

* Others include SGD,EURO,GBP Currency

(ii) Interest Rate Risk

Interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's main interest rate risk arises from long-term borrowings with variable rates, which expose the Company to cash flow interest rate risk. Therefore, the Borrowings are valued at effective Interest rate.

(iii) Liquidity Risk

The Company requires funding for both short-term operational needs and long-term expansion initiatives. It is dedicated to maintaining a strong liquidity ratio, reducing debt, and strengthening the balance sheet. Liquidity risk is managed

Notes to the Financial Statements

for the year ended March 31, 2026

through the Company's efforts in closely monitoring forecasted and actual cash flows, as well as aligning the maturity schedules of financial assets and liabilities.

The treasury department oversees liquidity, funding, and settlement management, while senior management supervises the processes and policies governing these risks. The Company's financial liabilities primarily consist of long-term and short-term bank borrowings and trade payables.

The table below presents the maturity schedule of these liabilities, indicating the remaining period from the balance sheet date to their contractual maturity.

As at March 31, 2026

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	< 1 year	1 to 5 years	> 5 years	Total
Non-current				
Borrowings (Note)	26.37	65.04	-	91.40
Lease liabilities	4,883.58	28,029.12	926.87	33,839.56
Current				
Borrowings	6,134.27	-	-	6,134.27
Trade payables	2,823.37	-	-	2,823.37
Other financial liabilities	342.45	-	-	342.45
Total	**14,210.04**	**28,094.15**	**926.87**	**43,231.06**

Note: For the purpose of maturity cycle of long-term borrowings, current maturities of the long term borrowings grouped under Short term borrowings have been regrouped to Long term Borrowings. Thus, this regrouping doesn't effect the grouping done in the financial statements.

As at March 31, 2025

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	< 1 year	1 to 5 years	> 5 years	Total
Non-current				
Borrowings (Note)	11.56	26.36	-	37.91
Lease liabilities	2,809.82	16,400.93	4,727.02	23,937.78
Current				
Borrowings	2,567.23	-	-	2,567.23
Trade payables	686.42	-	-	686.42
Other financial liabilities	120.63	-	-	120.63
Total	**6,195.67**	**16,427.28**	**4,727.02**	**27,349.97**

Note: For the purpose of maturity cycle of long-term borrowings & Lease Liabilities, current maturities of the long term borrowings & Lease liabilities grouped under Current Liabilities have been regrouped to Long term Borrowings. Thus, this regrouping doesn't effect the grouping done in the financial statements.

C) Capital Management

For the purpose of the Company's capital management, capital includes issued equity share capital and all other equity reserves attributable to the equity holders of the Company.

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

Management assesses the Company's capital requirements in order to maintain an efficient overall financing structure. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

To maintain or adjust the capital structure, the Company may return capital to shareholders, raise new debt or issue new shares.

The Company monitors capital on the basis of the debt to capital ratio, which is calculated as interest-bearing debts divided by total capital (equity attributable to owners of the parent plus interest-bearing debts).

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Borrowings	6,225.67	2,649.59	1,841.14
Lease Liabilities	33,839.56	23,937.78	265.77
Adjusted net debt (A)	40,065.23	26,587.36	2,106.91
Total equity (B)	45,668.18	20,485.80	10,308.12
Adjusted net debt to adjusted equity ratio (A/B)	**0.88**	**1.30**	**0.20**

NOTE 48(A): DISCLOSURE PURSUANT TO IND AS 101 "FIRST TIME ADOPTION OF INDIAN ACCOUNTING STANDARDS"

The company has prepared its Separate Financial statements which complies with IND AS applicable for the year ending as on March 31, 2026 for comparative purpose for the period ending March 31, 2025. In preparing these financial statements, the Company's opening balance sheet has been prepared as at April 1, 2024 being the Company's date of transition to Ind AS. This note explains the principal adjustments made by the Company in restating its IGAAP financial statements, including the balance sheet as at April 1, 2024 and the financial statements for the year ended March 31, 2026.

(A) Effect of Ind AS adoption on statement of Balance Sheet as at April 1, 2024

(All Amount are in ₹ Lakhs, unless otherwise stated)

	Particulars	As previously reported	*Reclass-ification	As at April 1, 2024	Restatement as on April 1, 2024 for prior periods in financial year 2025-26	As restated
I	**ASSETS**					
	Non-current assets					
(a)	Property, plant and equipment	41.65	-	41.65		41.65
(b)	Capital Work - in -Progress	1,222.04	-	1,222.04		1,222.04
(c)	Investment Property		-	-		-
(d)	Goodwill		-	-		-
(e)	Other Intangible assets		-	-		-
(f)	Intangible Assets under development		-	-		-
(g)	Right of use of assets		-0.00	(0.00)	240.75	240.75
(h)	Financial assets		-	-		-

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

(All Amount are in ₹ Lakhs, unless otherwise stated)

	Particulars	As previously reported	*Reclass-ification	As at April 1, 2024	Restatement as on April 1, 2024 for prior periods in financial year 2025-26	As restated
	(i) Investments		-	-		-
	(ii) Trade receivables		-	-		-
	(iii) Loans		-	-		-
	(iv) Other financial assets		4.55	4.55	27.85	32.41
(i)	Deferred tax assets (net)	6.44	-	6.44	8.71	15.14
(j)	Other non current assets	5,581.86	1,254.61	6,836.47	(28.36)	6,808.12
	Total Non-Current assets (A)	**6,851.98**	**1,259.17**	**8,111.15**	**248.96**	**8,360.11**
(a)	Inventories	1,569.16	-	1,569.16	-	1,569.16
(b)	Financial assets:		-	-		-
	(i) Investments		-	-		-
	(ii) Trade receivables	2,262.82	-	2,262.82	-	2,262.82
	(iii) Cash and cash equivalents	309.63	(0.03)	309.61	-	309.61
	(iv) Bank balances other than cash and cash equivalents		100.03	100.03	-	100.03
	(v) Loans	32.02	(32.02)	-	-	-
	(vi) Other financial assets		7.15	7.15	-	7.15
(c)	Other current assets	2,734.25	(1,396.99)	1,337.26	-	1,337.26
(d)	Asset held for Sale		-	-		-
	Total Current assets (B)	**6,907.89**	**(1,321.86)**	**5,586.03**	**-**	**5,586.03**
	Total Assets (A+B)	**13,759.87**	**(62.69)**	**13,697.18**	**248.96**	**13,946.14**
II	**EQUITY AND LIABILITIES**					
	Equity					
	Equity share capital	1,802.13	-	1,802.13	-	1,802.13
	Other equity	8,522.80	-	8,522.80	(16.81)	8,505.99
	Total Equity (C)	**10,324.93**	**-**	**10,324.93**	**(16.81)**	**10,308.12**
	Liabilities					
	Non-current liabilities					
(a)	Financial liabilities					
	(i) Borrowings	18.36	1,013.65	1,032.02		1,032.02
	(ia) Lease liabilities		(0.00)	(0.00)	187.68	187.68
(b)	Provisions	34.05	-	34.05		34.05
(c)	Deferred tax liabilities (net)		-	-		-
	Total Non-Current Liabilities	**52.41**	**1,013.65**	**1,066.06**	**187.68**	**1,253.75**

Notes to the Financial Statements

for the year ended March 31, 2026

(All Amount are in ₹ Lakhs, unless otherwise stated)

	Particulars	As previously reported	*Reclass-ification	As at April 1, 2024	Restatement as on April 1, 2024 for prior periods in financial year 2025-26	As restated
	Current liabilities					
(a)	Financial liabilities					
	(i) Borrowings	1,829.17	(1,020.05)	809.12		809.12
	(ia) Lease liabilities		-	-	78.09	78.09
	(ii) Trade payables		-	-		-
	(a) Outstanding dues of micro enterprises and	0.30	-	0.30		0.30
	small enterprises; and		-	-		-
	(b) Outstanding dues of other than	389.20	(16.31)	372.89		372.89
	micro enterprises and small enterprises		-	-		-
	(iii) Other financial liabilities		185.81	185.81		185.81
(b)	Other current liabilities	274.06	(217.84)	56.22		56.22
(c)	Provisions		13.97	13.97		13.97
(d)	Current Tax Liabilities (net)	889.81	(21.94)	867.86		867.86
	Total Current liabilities	**3,382.53**	**(1,076.35)**	**2,306.18**	**78.09**	**2,384.27**
	Total liabilities (D)	**3,434.94**	**(62.69)**	**3,372.25**	**265.77**	**3,638.02**
	Total Equity and Liabilities (C+D)	**13,759.87**	**(62.69)**	**13,697.18**	**248.96**	**13,946.14**

(B) Effect of Ind AS adoption on statement of Balance Sheet as at March 31, 2025

(All Amount are in ₹ Lakhs, unless otherwise stated)

	Particulars	As previously reported	*Reclass-ification	As at April 1, 2024	Restatement as on March 31, 2025 for prior periods in financial year 2025-26	As restated
I	**ASSETS**					
	Non-current assets					
(a)	Property, plant and equipment	1,744.77	-	1,744.77	-0.49	1,744.28
(b)	Capital Work - in -Progress		-	-		-
(c)	Investment Property		-	-		-
(d)	Goodwill		-	-		-
(e)	Other Intangible assets		-	-		-
(f)	Intangible Assets under development		-	-		-
(g)	Right of use of assets		-	-	23,322.49	23,322.49
(h)	Financial assets		-	-		-
	(i) Investments		-	-		-
	(ii) Trade receivables		-	-		-
	(iii) Loans		-	-		-
	(iv) Other financial assets		3,895.23	3,895.23	1,360.50	5,255.73
(i)	Deferred tax assets (net)		-	-	-	-
(j)	Other non current assets	15,604.19	(2,809.74)	12,794.45	(1,584.71)	11,209.73
	Total Non-Current assets (A)	**17,348.96**	**1,085.49**	**18,434.44**	**23,097.78**	**41,532.23**
	Current assets					
(a)	Inventories	1,580.02	-	1,580.02	-	1,580.02
(b)	Financial assets:		-	-		-
	(i) Investments		-	-		-
	(ii) Trade receivables	6,244.86	(342.13)	5,902.73	-	5,902.73
	(iii) Cash and cash equivalents	8.54	(0.03)	8.51	-	8.51
	(iv) Bank balances other than cash		-	-	-	-
	and cash equivalents		-	-	-	-
	(v) Loans	52.82	(52.82)	-	-	-
	(vi) Other financial assets		50.17	50.17	-	50.17
(c)	Other current assets	2,308.54	(802.16)	1,506.38	(370.64)	1,135.74
	Total Current assets (B)	**10,194.78**	**(1,146.97)**	**9,047.81**	**(370.64)**	**8,677.16**
	Total Assets (A+B)	**27,543.74**	**(61.49)**	**27,482.25**	**22,727.14**	**50,209.39**
II	**EQUITY AND LIABILITIES**					
	Equity					
	Equity share capital	2,485.77	-	2,485.77		2,485.77
	Other equity	19,550.97	-	19,550.97	(1,550.94)	18,000.03
	Total Equity (C)	22,036.74	-	22,036.74	(1,550.94)	20,485.80
	Liabilities					
	Non-current liabilities					
(a)	Financial liabilities		-	-		
	(i) Borrowings	2,593.59	(2,567.24)	26.36		26.36
	(ia) Lease liabilities		-	-	21,127.95	21,127.95
	(ii) Other Financial liabilities		-	-		-
(b)	Provisions	81.19	0.00	81.19	564.76	645.95
(c)	Deferred tax liabilities (net)	304.07	-	304.07	(224.46)	79.61
	Total Non-Current Liabilities	**2,978.86**	**-2,567.24**	**411.62**	**21,468.25**	**21,879.87**

Notes to the Financial Statements

for the year ended March 31, 2026

(All Amount are in ₹ Lakhs, unless otherwise stated)

	Particulars	As previously reported	*Reclass-ification	As at April 1, 2024	Restatement as on March 31, 2025 for prior periods in financial year 2025-26	As restated
	Current liabilities					
(a)	Financial liabilities					
	(i) Borrowings	11.55	2,611.68	2,623.23		2,623.23
	(ia) Lease liabilities		-	-	2,809.82	2,809.82
	(ii) Trade payables		-	-		-
	(a) Outstanding dues of micro enterprises	0.14	-	0.14		0.14
	and small enterprises;		-	-		-
	(b) Outstanding dues of other than	865.73	(179.44)	686.29		686.29
	micro enterprises and small enterprises		-	-		-
	(iii) Other financial liabilities		120.63	120.63		120.63
(b)	Other current liabilities	344.66	(78.95)	265.71		265.71
(c)	Provisions	1,306.06	(1,264.90)	41.16		41.16
(d)	Current Tax Liabilities (net)		1,296.74	1,296.74		1,296.74
	Total Current liabilities	**2,528.14**	**2,505.75**	**5,033.89**	**2,809.82**	**7,843.71**
	Total liabilities (D)	**5,507.00**	**(61.49)**	**5,445.51**	**24,278.08**	**29,723.59**
	Total Equity and Liabilities (C+D)	**27,543.74**	**(61.49)**	**27,482.25**	**22,727.14**	**50,209.39**

(C) Statement of reconciliation of equity under Ind AS and equity reported under I-GAAP as at April 1, 2024 and March 31, 2025

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
Equity as per previously reported	8,522.80	19,550.97
(i) Less: Prior Period Errors		
(a) Amortization of prepaid lease rental	(3.55)	(82.11)
(b) Interest expense on lease liability	(35.04)	(425.26)
(c) Depreciation on ROU Asset	(89.19)	(1,012.97)
(d) Prior Period adjustments		(472.27)
(e) IPO Expenses Adjustments		(370.64)
(f) Provision for Aircraft Redelivery		(42.85)
(g) Forex Loss		(652.45)
(h) Depreciation change due to sale of asset		(0.49)

Notes to the Financial Statements

for the year ended March 31, 2026

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
(ii) Add: Prior Period Errors		
(a) Interest income on security deposit	3.05	67.32
(b) Deferred Tax	8.71	224.46
(c) Rent reversal	99.21	1,216.33
Equity as per IND AS	**8,505.99**	**18,000.03**

(D) Effects of Ind AS Adoption on the Profit & Losss Account and Other Comprehensive Income for the year ended March, 2025

(All Amount are in ₹ Lakhs, unless otherwise stated)

	Particulars	As previously reported	*Reclass-ification	As at April 1, 2024	Restatement as on March 31, 2025 for prior periods in financial year 2025-26	As restated
I	**INCOME**					
	Revenue from operations	23,871.80	-	23,871.80	-	23,871.80
	Other income	382.35	(153.40)	228.95	-	228.95
	Total Income (I)	**24,254.16**	**(153.40)**	**24,100.76**	**-**	**24,100.76**
II	**EXPENSES**					
	Direct Expense	14,992.56	-1,265.42	13,727.14	472.27	14,199.41
	Change in inventories of finished goods	-	-10.85	(10.85)	-	(10.85)
	Employee benefits expenses	1,110.82	-92.15	1,018.66	(12.27)	1,006.39
	Finance costs	333.01	838.88	1,171.90	(110.17)	1,061.73
	Depreciation and amortisation expenses	406.67	0.00	406.67	1,017.13	1,423.80
	Other expenses	889.96	376.14	1,266.11	-	1,266.11
	Total expenses (II)	**17,733.02**	**-153.40**	**17,579.62**	**1,366.96**	**18,946.58**
III	**Profit/(Loss) before exceptional item and tax (I-II)**	6,521.14	0.00	6,521.14	(1,366.96)	5,154.18
IV	**Exceptional Item Income/ (Expenses)**	-	-	-	-	-
V	**Profit/(Loss) before tax (III+IV)**	**6,521.14**	**0.00**	**6,521.14**	**(1,366.96)**	**5,154.18**
VI	**Tax Expenses :**					
(a)	Current tax	1,368.40	-0.00	1,368.40	-	1,368.40
(b)	Deferred tax charge/ (credit)	310.51	-	310.51	(218.27)	92.24
(c)	Short /(Excess) Provision of earlier years		-	-	-	-
	Total Tax Expense (VI)	**1,678.91**	**-0.00**	**1,678.91**	**(218.27)**	**1,460.64**

Notes to the Financial Statements

for the year ended March 31, 2026

(All Amount are in ₹ Lakhs, unless otherwise stated)

	Particulars	As previously reported	*Reclass-ification	As at April 1, 2024	Restatement as on March 31, 2025 for prior periods in financial year 2025-26	As restated
VII	**Profit/(Loss) for the year (V-VI)**	**4,842.23**	**0.00**	**4,842.23**	**(1,148.69)**	**3,693.54**
VIII	**Other comprehensive income**					
	Items that will not be reclassified to profit or loss					
(a)	(i) Remeasurement of defined benefit obligation	-	-	-	(12.27)	(12.27)
(b)	(iii) Income tax relating to above items	-	-	-	(2.51)	(2.51)
	Total Other comprehensive income for the year, net of tax (VIII)	**-**	**-**	**-**	**(14.79)**	**(14.79)**
IX	**Total comprehensive income for the year (VII+VIII)**	**4,842.23**	**0.00**	**4,842.23**	**(1,163.48)**	**3,678.75**

X Earning per equity share of face value of Rs. 10 each

As a result of the above-mentioned adjustments, basic and diluted Earnings per share for the FY 2024-25 changed as below:

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As previously Reported (I-GAAP)	Adjustments	As Restated (IND AS)
(a) Basic Earnings per equiy share (in Rs.)	21.61	5.14	16.47
(b) Diluted Earnings per equiy share (in Rs.)	21.61	5.14	16.47

* Certain assets, liabilities, income, and expenses have been reclassified in the current and corresponding comparative financial years to enhance the clarity and presentation of the financial statements.

NOTE 48(B): MAJOR ADJUSTMENTS CARRIED OUT WHILE TRANSITION FROM IGAAP TO IND AS (CONTD.)

i) Ind AS 116 - Leases

The Company has adopted Ind AS 116, Leases, and, on the date of transition, has recognised the Right-of-Use (ROU) assets and corresponding lease liabilities at the present value of future lease payments, discounted using the applicable rate of interest as at the date of transition, in respect of leases outstanding for more than one year. Accordingly, the ROU assets have been measured at an amount equal to the corresponding lease liability, subject to adjustments as required under Ind AS 116. The measurement of ROU assets also involves the computation of depreciation from the relevant lease commencement date up to the date of transition. Consequently, an adjustment of ₹25.02 lakhs has been recognised in retained earnings as at April 1, 2024, being the beginning of the earliest comparative period presented, in respect of the transition to Ind AS 116. During FY 2024-25, the Company entered into aircraft lease arrangements and recognised ROU assets and corresponding lease liabilities amounting to ₹25,710.34 lakhs and ₹25,188.42 lakhs respectively, in accordance with Ind AS 116. Further, an adjustment of ₹ 221.90 lakhs has been recognised towards the ROU assets and corresponding lease liabilities (net) arising from Ind AS adjustments in respect of such aircraft and other leases for the FY 24-25."

Notes to the Financial Statements

for the year ended March 31, 2026

ii) Ind AS 109 - Financial Instruments

Financial assets and liabilities were reclassified based on their contractual cash flow characteristics and the business model in which they are held. Fair valuation of financial instruments, such as investments in equity or debt securities, was done. This may lead to adjustments in the carrying amount of loans. On the date of transition, the carrying amount financial assets and liabilities as per IGAAP and IND AS were restated and reclassified.

On the date of transition to Ind AS, security deposits were reclassified from "Other Deposits" under non-current assets and accounted for in accordance with Ind AS 109, Financial Instruments. The security deposits were bifurcated into (i) a financial asset representing the present value of the amount receivable upon closure of the respective leases, and (ii) prepaid lease rentals representing the difference between the initial security deposit paid and its present value, which is recognised under "Other Non-current Assets". The prepaid lease rentals are amortised over the lease term, while interest income is recognised on the financial asset representing the present value of the security deposit. As at the transition date, the original security deposit amounted to ₹37.02 lakhs, with a present value of ₹27.85 lakhs. The resultant difference of ₹8.66 lakhs was recognised as prepaid lease rental. On transition to Ind AS, an amount of ₹0.51 lakhs was adjusted against retained earnings, representing the net impact arising from the remeasurement of the security deposit and recognition of the corresponding prepaid lease rental. During FY 2024-25, security deposits amounting to ₹2,035.13 lakhs pertaining to aircraft leases were remeasured and accounted for at amortised cost. Accordingly, ₹1,238.54 lakhs was recognised as security deposits at amortised cost and ₹758.03 lakhs was recognised as prepaid lease rentals and ₹38.56 lakhs was recognised as Forex Loss.

(iii) Ind AS - 21 Effects of Changes in Foreign Exchange Rates

In accordance with Ind AS 21, *The Effects of Changes in Foreign Exchange Rates*, foreign currency monetary items are translated into the functional currency at the closing exchange rate prevailing at the reporting date. Accordingly, lease liabilities arising from aircraft leases and security deposits denominated in foreign currencies are retranslated at the applicable closing exchange rate as at the reporting date. The resulting exchange differences are recognised in the Statement of Profit and Loss as foreign exchange gain/(loss). For the year ended March 31, 2025, the Company has recognised a foreign exchange loss of ₹652.45 lakhs in the Statement of Profit and Loss, primarily arising from the translation of foreign currency denominated lease liabilities and security deposits.

iv) Ind AS 12 - Income Taxes

Upon adoption of Ind AS, deferred tax assets and liabilities were remeasured based on the temporary differences arising between the carrying amounts of assets and liabilities in the financial statements and their tax bases, using the applicable tax rates. The impact of remeasurement was recognized in retained earnings as of the transition date. Deferred tax adjustments also accounted for newly recognized items, such as recognition of ROU Asset and Lease liability. Comparative figures were restated to reflect these changes. The overall adjustments to ensure compliance with Ind AS 12 "Income Taxes, On transition date, deferred tax asset has been recognised at amount of Rs.8.71 lakhs. For the FY 25-26, an amount of Rs. 224.46 Lakhs has been recognised as adjustment to Deferred tax.

(v) Ind AS 37 - Provision for Aircraft Redelivery

Pursuant to the aircraft lease arrangements entered into by the Company, the lessee is contractually required to undertake certain maintenance and restoration activities to meet the stipulated return conditions of the aircraft at the end of the lease term. In accordance with Ind AS 37, Provisions, Contingent Liabilities and Contingent Assets, a provision is recognised when the Company has a present obligation arising from a past event, an outflow of economic resources is probable, and the amount of the obligation can be reliably estimated. Accordingly, during FY 2024-25, the Company recognised a provision of ₹521.92 Lakhs towards the estimated costs of redelivery of aircraft, measured at the present value of the expected future expenditure, where the effect of the time value of money is material. The provision is reviewed at each reporting date and adjusted to reflect the current best estimate of the expenditure required to settle the obligation. The unwinding of the discount on the provision is recognised as a finance cost in the Statement of Profit and Loss over the period until the settlement of the obligation.

Notes to the Financial Statements

for the year ended March 31, 2026

vi) Ind AS 19 - Employee benefits

Employee benefits were adjusted in line with Ind AS 19 “Employee Benefits.” Actuarial gains and losses for defined benefit plans were recognized in other comprehensive income, rather than being deferred or recognized in profit or loss. The present value of defined benefit obligations were remeasured, with any adjustments impacting retained earnings at the transition date. Comparative figures were restated to reflect these changes.

On the date of transition, no adjustment was required to retained earnings in respect of defined benefit liabilities, as the relevant actuarial gains and losses, which were previously recognised as part of interest on the defined benefit obligation, were reclassified and recognised in Other Comprehensive Income (OCI) in accordance with Ind AS 19.

(vii) Ind AS 8 - Accounting Policies, Changes in Accounting Estimates, and Errors

The company applied Ind AS 8 “Accounting Policies, Changes in Accounting Estimates, and Errors” to ensure consistency in financial reporting. Changes in accounting policies were applied retrospectively, with adjustments made to prior periods’ financial statements for comparability. Any errors identified were corrected retrospectively by restating the relevant prior period figures. Changes in accounting estimates were applied prospectively from the date of change. The cumulative effects of these adjustments were reflected in the opening balance of retained earnings as of the earliest period presented.

Following are the errors adjusted on the date of transition i.e as at April 1, 2024

(a) Issues expenses pertaining to Initial Public offer have been written off completely in the year in which it was incurred. As per the standard, issue expenses can’t be recognised as asset and the asset shall be written off as expenses in the financial year in which it was incurred. Thus, the error of carrying the issue expenses is completely treated as expenses and adjusted against the Securities Premium. The Issue expenses written off amounts to Rs. 370.64 lakhs

(b) Supplemental rent in the nature of maintenance reserves is recognised as an expense when the related maintenance services are received, rather than being recognised as an asset. Accordingly, the accounting treatment followed in earlier years, whereby such supplemental rent was recognised as an asset, has been identified as a prior period error in accordance. The comparative figures have therefore been restated retrospectively, resulting in an adjustment of ₹472.27 lakhs to the previously recognised asset and the corresponding impact on retained earnings.

(c) The Property, Plant and Equipment - Tangible assets and Intangible assets have been carried at a value (Cost - Accumulated depreciation). On sale of asset, the accumulated depreciation were not written off. Thus, the accumulated value of the assets sold have been restated/written off and has been adjusted against the retained earnings amounting to Rs. 0.49 Lakhs.

NOTE 49: DEFERRED TAX LIABILITIES (NET)

A. Amounts recognised in Profit or Loss

(All Amount are in ₹ Lakhs, unless otherwise stated)

Current tax expense (A)	**For the year ended March 31, 2026**	**For the year ended March 31, 2025**
Current year	3,654.52	1,368.40
Adjustment for prior years	-	-
	3,654.52	**1,368.40**
Deferred tax expense (B)		
Change in recognised temporary differences	(536.33)	92.24
	(536.33)	**92.24**
Total Tax Expense (A+B)	**3,118.19**	**1,460.64**

Notes to the Financial Statements

for the year ended March 31, 2026

B. Amounts recognised in Other Comprehensive Income

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	**For the year ended March 31, 2026**	**For the year ended March 31, 2025**
On Remeasurements of defined benefit liability		
Before tax	21.75	(12.27)
Tax (Expense)/ Income	8.56	(2.51)
Total	**30.31**	**(14.79)**

C. Reconciliation of effective tax rate

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	**For the year ended March 31, 2026**		**For the year ended March 31, 2025**	
	Rate	**Amount**	**Rate**	**Amount**
Profit before tax	25.17%	15,308.55	25.17%	5,154.18
(a) Tax using the Company’s domestic tax rate		3,852.86		1,641.24
Tax effect of:				
(b) Non-deductible expenses		1,551.37		157.41
(c) Non-taxable income		1,406.60		-
(d) Others Deductions		343.10		430.25
Current Year Tax expense recognised in Statement of Profit and Loss (A)		**3,654.52**		**1,368.40**
Incremental Tax Liability/(Asset) on account of other components of Profit and Loss		(536.33)		92.24
Incremental Tax Liability/(Asset) on account of remeasurement of DBO		8.56		-2.51
Deferred Tax Provision recognised in Statement of Profit and Loss (B)		**(527.77)**		**89.73**
Tax Expense Recognized in statement of Profit and Loss (A+B)		**3,126.75**		**1,458.13**
Effective Tax Rate (Total current tax expense / Profit before Tax for the year)		**23.87%**		**26.55%**

D. Movement in deferred tax balances

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	**As at April 1, 2025**	**Recognised in Profit and loss**	**Recognised in OCI**	**For the year ended March 31, 2026**
Tax on timing difference (Tangible Assets)	73.78	149.70	-	223.47
Tax on Preliminary Expenses	323.43	63.44	-	386.87
Tax on Remeasurement gain/(loss) of defined benefit obligation	(23.69)	3.38	-	(20.31)

Notes to the Financial Statements

for the year ended March 31, 2026

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at April 1, 2025	Recognised in Profit and loss	Recognised in OCI	For the year ended March 31, 2026
Tax on Remeasurement gain/(loss) of defined benefit obligation - OCI	3.09	-	(8.56)	(5.47)
Tax on Right to use Asset	(154.86)	(651.76)	-	(806.61)
Tax on Provision	(142.14)	(101.31)	-	(243.45)
Tax on Long Term Borrowings	-	0.22	-	0.22
Net Deferred tax (Asset)/Liabilities	**79.61**	**(536.33)**	**(8.56)**	**(465.28)**

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars	As at April 1, 2024	Recognised in Profit and loss	Recognised in OCI	As at March 31, 2025
Tax on timing difference (Tangible Assets)	(0.26)	74.03	-	73.78
Tax on Preliminary Expenses	-	323.43	-	323.43
Tax on Remeasurement gain/(loss) of defined benefit obligation	(9.16)	(14.52)	-	(23.69)
Tax on Remeasurement gain/(loss) of defined benefit obligation - OCI	0.57	-	2.51	3.09
Tax on Right to use Asset	(6.30)	(148.56)	-	(154.86)
Tax on Provision	-	(142.14)	-	(142.14)
Net Deferred tax (Asset)/Liabilities	**(15.14)**	**92.24**	**2.51**	**79.61**

(All Amount are in ₹ Lakhs, unless otherwise stated)

Particulars (Restatement)	As at April 1, 2024	Recognised in Profit and loss	Recognised in OCI	As at April 1, 2024
Tax on timing difference (Tangible Assets)	(0.26)	0.00	-	(0.26)
Tax on Remeasurement gain/(loss) of defined benefit obligation	(6.18)	(2.98)	-	(9.16)
Tax on Remeasurement gain/(loss) of defined benefit obligation - OCI	-	0.57	0.57	0.57
Tax on Right to use Asset	-	(6.30)	-	(6.30)
Net Deferred tax (Asset)/Liabilities	**(6.44)**	**(8.71)**	**0.57**	**(15.14)**

NOTE 50: DETAILS WITH RESPECT TO THE BENAMI PROPERTIES:

No proceedings have been initiated or pending against the entity under the Benami Transactions (prohibition) Act, 1988 for the the year ended March 31, 2026.

NOTE 51: UNDISCLOSED INCOME

There is no such income which has not been disclosed in the books of accounts. No such income is is surrendered or disclosed as income during the year in the tax assessments under Income Tax Act, 1961.

Notes to the Financial Statements

for the year ended March 31, 2026

NOTE 52: EVENTS HAPPENED AFTER THE REPORTING PERIOD

The Company has evaluated all events and transactions occurring after the reporting date up to the date on which these financial statements were approved for issue by the Board of Directors. Based on such evaluation, there are no material adjusting or non-adjusting events after the reporting period requiring adjustment to, or disclosure in, the financial statements other than those already disclosed (if any).

NOTE 53: DETAILS OF CRYPTO CURRENCY OR VIRTUAL CURRENCY

Particulars	Description
Profit or loss on transactions involving Crypto currency or Virtual Currency	No transaction during the period
Amount of currency held as at the reporting date	No transaction during the period
Deposits or advances from any person for the purpose of trading or investing in Crypto Currency / virtual currency	No transaction during the period

NOTE 54: WILFUL DEFAULTER:

No bank or financial institution has declared the company as “Wilfull defaulter”.

NOTE 55: DETAILS IN RESPECT OF UTILIZATION OF BORROWED FUNDS AND SHARE PREMIUM SHALL BE PROVIDED IN RESPECT OF:

Particulars	Description
Transactions where an entity has provided any advance, loan, or invested funds to any other person (s) or entity/ entities, including foreign entities.	No such transaction has taken place during the period
Transactions where an entity has received any fund from any person (s) or entity/ entities, including foreign entity.	No such transaction has taken place during the period

NOTE 56: RELATIONSHIP WITH STRUCK OFF COMPANIES:

No transaction has been made with the company strruck off under section 248 of The Companies Act, 2013 or section 560 of Companies Act, 1956 during the year ended March 31, 2026.

NOTE 57: REGISTRATION OF CHARGES OR SATISFACTION WITH REGISTRAR OF COMPANIES:

All applicable cases where registration of charges or satisfaction is required with Registrar of Companies have been done. No registration or satisfaction is pending for the period ended March 31, 2026

NOTE 58: COMPLIANCE WITH NUMBER OF LAYERS OF COMPANIES:

The Company does not have any subsidiary and accordingly, the provisions relating to compliance with the number of layers of companies prescribed under clause (87) of Section 2 of the Companies Act, 2013 read with the Companies (Restriction on Number of Layers) Rules, 2017 are not applicable.

NOTE 59: LOAN OR ADVANCES GRANTED TO THE PROMOTERS, DIRECTORS AND KMPS AND THE RELATED PARTIES:

No loan or advances in the nature of loans are granted to the promoters, directors, key managerial persons and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person that are:

Notes to the Financial Statements

for the year ended March 31, 2026

(a) repayable on demand or

(b) without specifying any terms or period of repayment

NOTE 60: PRESENTATION OF FINANCIAL STATEMENTS

Previous year's figures have been regrouped / reclassified as per the current year's presentation for the purpose of comparability in accordance with Schedule III and IND AS requirements.

As per our report of even date attached

For P P N AND COMPANY
Chartered Accountants
ICAI Firm Registration No. 013623S
Peer review Certificate No.020690

For and on behalf of the Board of Directors
AFCOM HOLDINGS LIMITED
(Formerly known as Afcom Holdings Private Limited)

D HITESH
Partner
Membership Number: 231991
Place: Chennai
Date: May 28, 2026

Kannan Ramakrishnan
Director
DIN: 08202306

Deepak Parasuraman
Managing Director
DIN: 00699855

P K Raghunathan
Chief Financial Officer

Maran Ajith Kumar
Company Secretary
Membership No: A61367

Place: Chennai
Date: May 28, 2026

Notes

AFCOM Holdings Limited

3rd Floor, IndiQube Palmyra Plot No. 16 (NP),
SIDCO Industrial Estate, Ekkattuthangal,
Guindy, Chennai – 600032
Telephone: 044-2221 3333
info@afcomcargo.com
www.afcomcargo.com

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