Patels Airtemp (India) Limited

CIN- L29190GJ1992PLC017801

SUCTION PULSATION DAMPENER

ASME "U" / "U2" / "S"	ISO 9001 : 2015
NATIONAL BOARD "NB" / "R"	ISO 14001 : 2015
MEMBER OF : HTRI - USA	ISO 45001 : 2018

34TH ANNUAL REPORT
2025-26

CORPORATE INFORMATION

BOARD OF DIRECTORS

Executive Directors

Mr. Sanjivkumar N. Patel (Chairman & Managing Director)
Mr. Shivang P. Patel (Whole-time Director)
Mr. Apurva V. Shah (Whole-time Director)

Non-Executive Independent Directors

Mr. Rajendrakumar C. Patel
Mr. Naimish B. Patel (Chairman of Board Committees)
Mrs. Nidhi Y. Patel

Company Secretary & Compliance Officer

Mr. Nikhil M. Patel

Chief Financial Officer (CFO)

Mr. Kamlesh R. Shah

Auditors

Statutory Auditors	**M/s. Parikh & Majmudar** Chartered Accountants (Firm Registration No. 107525W)
Cost Auditors	**M/s. Rajendra Patel & Associates** Cost Accountants (Firm Registration No. 101163)
Secretarial Auditor	**CS Punit Lath** Practicing Company Secretary (ACS No. 26238 COP No. 11139)
Banker	Bank of Baroda Axis Bank Limited

Registered Office & A. C. Division

5th Floor, Kalpana Complex, Nr. Memnagar Fire Station,
Navrangpura, Ahmedabad : 380009
Ph. No.: +91-79-27913694/95/96, Fax No.:+1-79-27913693
Email: share@patelsairtemp.com
Website: www.patelsairtemp.com

Works (Factory)

Rakanpur Works & Corporate Office

Plot No. 805, 806, 807, 810
Rakanpur – 382722
Via: Sola-Bhadaj Village, Ta: Kalol,
Dist: Gandhinagar, Gujarat
Ph. No.:+91-2764-286634/35
Fax No.:+91-2764-286301
Email: share@patelsairtemp.com
Website: www.patelsairtemp.com

Dudhai Works

Survey No. 100, Village: Dudhai,
Ta: Kadi, Dist: Mehsana – 382715, Gujarat

Information for 34th Annual General Meeting

Day	:	Monday
Date	:	14th September, 2026
Time	:	11:30 a.m. IST
Venue	:	Through Video Conferencing (VC)/Other Audio Visual Means (OAVM)

Registrar & Transfer Agent (RTA)

Bigshare Services Private Limited
A/802, Samudra Complex, off. C. G. Road
Navrangpura, Near Girish Cold Drinks,
Ahmedabad – 380009
Tel: +91-79-40024135, +91-79-400392570
Email: bssahd@bigshareonline.com
Website: www.bigshareonline.com

Listing of Shares

Stock Exchange	- BSE Limited
Script Code	- 517417
Script Name	- PATELSAI
ISIN	- INE082C01024
CIN	- L29190GJ1992PLC017801

Email for Investor Grievance:
share@patelsairtemp.com

You can also find this report online on:
Annual Reports » Investors » Patels Airtemp (India) Limited

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NOTICE OF 34TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the **34TH ANNUAL GENERAL MEETING ("34th AGM" or "AGM" or "Meeting")** of the members of PATELS AIRTEMP (INDIA) LIMITED will be held on Monday, the 14th day of September, 2026, at 11.30 a.m., Indian Standard Time (IST), **through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"),** to transact the following business:

ORDINARY BUSINESS:

1) To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2026 and the reports of the Board of Directors and Auditors thereon and, in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended 31st March, 2026 comprising Balance Sheet, the Statement of Profit and Loss, Cash Flow Statement, Statement of Changes in Equity and Notes to the Financial Statements together with the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

2) To declare dividend on Equity Shares for the financial year ended 31st March, 2026 and, in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT a dividend of ₹ 3.00 (Rupees Three only) per Share on 54,70,240 Equity Shares of ₹ 10/- each fully paid-up of the Company as recommended by the Board of Directors, be and is hereby approved and declared for the financial year ended 31st March, 2026 and the same be paid out of the profits of the Company, subject to deduction of tax at source (TDS)."

3) To re-appoint Mr. Shivang P. Patel (DIN: 08136652), who retires by rotation, as a Director and, in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Shivang P. Patel (DIN: 08136652), who retires by rotation as a Director at this Annual General Meeting and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, whose period of office shall be liable to determination by retirement of Directors by rotation."

SPECIAL BUSINESS:

4) To ratify payment of remuneration to Cost Auditors for the financial year ending 31st March, 2027, and in this regard, to consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), M/s. Rajendra Patel & Associates, Cost Accountant, Ahmedabad (Registration No. FRN101163), based on the recommendation of the Audit Committee, appointed as the Cost Auditors of the Company by the Board of Directors to conduct an audit of the Cost Records of the Company for the financial year ending 31st March, 2027 (2026-27), be paid and ratified the payment of remuneration of ₹ 80,000/- (Rupees Eighty Thousand only) plus applicable taxes and out-of-pocket expenses, if any, for the said financial year, as recommended by the Audit Committee and approved by the Board of Directors of the Company."

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

By Order of the Board of Directors
For **PATELS AIRTEMP (INDIA) LIMITED**

Sanjivkumar N. Patel
Chairman & Managing Director
(DIN: 02794095)

Factory (Works):
Plot: 805, 806, 807, 810,
Rakanpur – 382 722,
Via: Sola-Bhadaj Village, Ta: Kalol,
Dist: Gandhinagar, Gujarat.
CIN: L29190GJ1992PLC017801
Dated: 8th August, 2026

IMPORTANT NOTES:

1) An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 ("**the Act**") setting out the material facts of the resolution as per Item No. 4 mentioned in the above Notice under Special Business to be transacted in the Meeting is as under.

2) As per provisions of Clause 3.A.II of the General Circular No. 20/2020 dated 5th May 2020 issued by the Ministry of Corporate Affairs (**MCA**), the matters of Special Business as appearing at Item No. 4 of the accompanying notice, are considered to be unavoidable by the Board of Directors and hence, form part of this Notice.

3) **Normally–PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON THEIR BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

   Since this AGM is being held pursuant to the MCA and SEBI Circulars through VC/OAVM, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for this AGM and hence the proxy form and attendance slip are not annexed to this notice.

4) A statement providing additional details of the Director retiring by rotation and seeking re-appointment at this AGM as set out at Item No. 3 of the Notice is included in the Notes forming part of the Notice and annexed as per **Annexure – I** to this Notice as required under Regulation 36 of the SEBI Listing Regulations and circulars issued thereunder and Secretarial Standards on General Meetings SS-2 issued by the Institute of Company Secretaries of India ('ICSI'). Requisite letter / declaration has been received from the Director seeking re-appointment.

5) In terms of the provisions of Section 152 of the Act, Mr. Shivang P. Patel (DIN: 08136652), Director of the Company, retires by rotation at this Meeting. The Board of Directors of the Company commend his re-appointment.

   Mr. Shivang P. Patel, Director of the Company, is interested in the Ordinary Resolution set out at Item No. 3 of this Notice with regard to his re-appointment. Mr. Sanjivkumar N. Patel, Chairman & Managing Director, being related to Mr. Shivang P. Patel, may be deemed to be interested in the resolution set out at Item No. 3 of this Notice. The other relatives of Mr. Shivang P. Patel may be deemed to be interested in the resolution set out at Item No. 3 of this Notice, to the extent of their shareholding, if any, in the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Business set out under Item Nos. 1 to 3 of this Notice.

6) **General instructions for (i) accessing and participating in the 34th AGM through VC/OAVM facility and voting through electronic means during 34th AGM, (ii) Notes forming part of the Notice, (iii) Remote E-Voting process and (iv) Dividend related matters including Book-Closure, please refer Para No. I, II, III & IV respectively annexed hereto.**

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ("the Act"):

The following Statement sets out all material facts relating to the resolution mentioned in the accompanying Notice as per Item No. 4 under Special Business to be transacted at the Meeting:

ITEM NO. 4

The Board of Directors at the Board Meeting held on 30th May, 2026, on the recommendation of Audit Committee, has appointed M/s. Rajendra Patel & Associates, Cost Accountant, Ahmedabad (Firm Registration No. FRN101163) as the Cost Auditor of the Company to conduct audit of cost accounting records maintained / will maintain by the Company for the current financial year 2026-27 ending on 31st March, 2027, at a remuneration of ₹ 80,000/- (Rupees Eighty Thousand only) plus applicable taxes and out-of-pocket expenses, if any, subject to the approval of the Shareholders in General Meeting by ratification for payment of remuneration.

In accordance with the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration as above payable to the Cost Auditor as recommended by the Audit Committee and approved by the Board of Directors has to be ratified by the Members of the Company. Accordingly, the consent of the Members is sought for passing an Ordinary Resolution as set out at Item No. 4 of the Notice for ratification of the remuneration payable to the Cost Auditor of the Company for the Financial Year ending March 31, 2027.

The Board of Directors and Audit Committee have considered various evaluation criteria with respect to knowledge, expertise, independence, and industry experience possessed by them, skillset, governance & competitiveness and recommend his appointment to the Shareholders of the Company. The Cost Auditor has knowledge, experience and resources for taking up assignments of Cost Audit.

The Board recommends to the Members for their approval the Resolution set forth at Item No. 4 of the Notice.

None of the Directors of the Company, Key Managerial Personnel and their Relatives are concerned or interested financially or otherwise in the aforesaid Ordinary Resolution.

By Order of the Board of Directors
For **PATELS AIRTEMP (INDIA) LIMITED**

Sanjivkumar N. Patel
Chairman & Managing Director
(DIN: 02794095)

Factory (Works):
Plot: 805, 806, 807, 810,
Rakanpur – 382 722,
Via: Sola-Bhadaj Village, Ta: Kalol,
Dist: Gandhinagar, Gujarat.
CIN: L29190GJ1992PLC017801
Dated: 8th August, 2026

Annexure – I to the Notice of AGM

Details of the Director seeking re-appointment at the 34th Annual General Meeting

[Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS–2–Secretarial Standards on General Meetings issued by ICSI]

Mr. Shivang P. Patel

Name of Director	Mr. Shivang P. Patel (DIN: 08136652), Whole-time Director
Appointment and Re-appointment and Reason for change viz. appointment, resignation, removal, death or otherwise	Mr. Shivang P. Patel to be re-appointed as a Director of the Company, who will retire by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013.
A brief resume and nature of expertise in specific functional areas;	Mr. Shivang P. Patel, aged about 34 years, is a Mechanical Engineer. He has completed MBA in Global Marketing from London, UK. He has been associated with the Company since 2014 and having experience of around 12 years. Initially, Mr. Shivang P Patel was appointed as "Executive–Business Development" of the Company. He subsequently promoted to "Vice President–Business Development" of the Company and thereafter was appointed as Whole-time Director of the Company in June, 2019.
Details of remuneration last drawn by such person.	Mr. Shivang P. Patel, Whole-time Director, drawn remuneration of ₹ 69,60,063/- comprising salary, perquisites and allowances during the financial year 2025-26.
Disclosure of Relationship inter-se between Directors, Manager and other Key Managerial Personnel	Mr. Shivang P. Patel is a Son of Late Shri Prakash N. Patel, who was one of the Promoter and Managing Director of the Company and died on 15th February, 2019. Mr. Shivang P. Patel is a Grand Son of Late Shri Narayanbhai G. Patel, who was Promoter and Chairman & Whole-time Director of the Company and died on 3rd October, 2023. Mr. Sanjivkumar N. Patel, Chairman & Managing Director, is a Son of Late Shri Narayanbhai G. Patel, who was Promoter and Chairman & Whole-time Director of the Company and died on 3rd October, 2023. None of the other Directors are related to any other Directors on the Board.
Shareholding in the Company	Mr. Shivang P. Patel holds 1,17,121 Equity Shares of ₹ 10/- each of the Company (2.14 % Share Capital of the Company).
Directorship held in the Companies including Listed Entities and other Body Corporates	1- Patels Airtemp (India) Limited, Whole-time Director (Listed Entity) 2- Therm Flow Engineers Private Limited, Director 3- Shiv Fintrade LLP, Designated Partner
Member of Board Committees	1. Finance Committee – Patels Airtemp (India) Limited
Chairperson of Board Committees	NIL
Listed Entities from which resigned as Director in past 3 years	NIL
Number of Board Meetings attended during the financial year 2025-26	4 out of 4
Details of core skills and expertise	Operational Experience, Financial, Global Business, Industry Experience, Legal & Compliances.

I GENERAL INSTRUCTIONS FOR ACCESSING AND PARTICIPATING IN THE 34th AGM THROUGH VIDEO CONFERENCING (VC) / OTHER AUDIO VISUAL MEANS (OAVM) AND VOTING THROUGH ELECTRONIC MEANS DURING 34th AGM

a. The Ministry of Corporate Affairs ('**MCA**'), inter alia, vide its General Circular No(s). 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, and subsequent circulars issued in this regard, the latest being General Circular No. 03/2025 dated September 22, 2025 (collectively referred to as '**MCA Circulars**'), has permitted the holding of Annual General Meeting ('**AGM**') through Video Conferencing ('**VC**') or through Other Audio-Visual Means ('**OAVM**'), without the physical presence of the Members at a common venue till further orders.

   In compliance with the MCA Circulars, the 34th AGM of the Company is being conducted through VC/ OAVM, which does not require physical presence of Members at a common venue. Hence, members can attend and participate in the 34th AGM through VC/OAVM only.

b. Pursuant to the MCA Circulars as above and Regulation 36(1)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**SEBI Listing Regulations**'), the Notice of the 34th AGM and Annual Report for the year 2025-26 including therein the Audited Financial Statements for the year ended 31st March, 2026 and other documents, are being sent only by email to those Members whose e-mail addresses are registered with the Company/ Depositories/ Depository Participants/ Registrar and Transfer Agent (RTA), unless any Member has requested for a physical copy of the same.

   However, pursuant to the amendments in Regulation 36(1)(b) of SEBI Listing Regulations, a letter will be sent by the Company providing the web-link, including the exact path where complete details of the Annual Report including Notice of AGM is available, to those Members, whose email address are not registered with the Company or its Registrar and Transfer Agent (RTA) or with their respective Depository Participant/s.

c. Therefore, those Members, whose email address are not registered with the Company or its Registrar and Transfer Agent (RTA) or with their respective Depository Participant/s, and who wish to receive the Notice of the 34th AGM and the Annual Report for the year 2025-26 and all other communication sent by the Company by email and who wish to participate in the 34th AGM or cast their vote through remote e-Voting or through e-Voting during the AGM, **can get their email address registered by following the steps as given below:-**

   I) For Members holding shares in physical form, are requested to register / update their e-mail address by submitting Form ISR-1 (available on the website of the Company at www.patelsairtemp.com) duly filled and signed along with requisite supporting documents or send scan copy of a signed request letter mentioning your folio number, complete address, email address and mobile number to be registered along with scanned self attested copy of the PAN Card and any document (such as Driving Licence, Passport, Bank Statement, Aadhaar) supporting the registered address of the Member, by email to the Company's email address at share@patelsairtemp.com or at RTA's e-mail address at bssahd@bigshareonline.com.

   II) For Members holding shares in demat form, please update your email address through your respective Depository Participant/s with whom, you have maintained your demat account.

d. The Company shall send physical copy of the 34th Annual Report for FY 2025-26 to those Members who request for the same at Company's email address at share@patelsairtemp.com mentioning their Folio No./DP ID and Client ID.

e. In line with the MCA and SEBI amendments as above, the Annual Report for the year 2025-26 including Notice of 34th AGM and Financial Statements therein will be available on the website of the Company at http://www.patelsairtemp.com, on the website of BSE Limited at http://www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL at http://www.evotingindia.com.

The Company will be publishing an advertisement in Newspapers (one English newspaper and one Gujarati newspaper) containing the details about the AGM i.e., date and time of AGM, details for e-voting, availability of notice of AGM at the Company's website, manner of registering the email IDs of those shareholders who have not registered their email addresses, manner of providing mandate for dividends, and other matters as may be required.

f. Since the 34th AGM will be held through VC/OAVM, the facility for appointment of Proxies by the Members will not be available for this AGM and hence the Proxy Forms, Attendance Slip and Route Map of the venue of the Meeting are not annexed to this Notice.

g. Central Depository Services (India) Limited ("CDSL") will be providing facility for voting through remote e-Voting, for participation in the 34th AGM through VC/OAVM and e-Voting during 34th AGM.

h. **Members will be able to attend the 34th AGM through VC/OAVM through CDSL e-Voting system at https://www.evotingindia.com under shareholders login by using the remote e-Voting credentials and selecting the EVSN for the Company's 34th AGM. 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 this Notice of the 34th AGM to avoid last minute rush.**

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

The procedure for attending and e-Voting during 34th AGM is same as the instructions mentioned below for Remote e-voting.

i. 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. If any Votes are cast by the shareholders through 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 shall be considered invalid as the facility of e-voting during the Meeting is available only to the shareholders attending the Meeting. Shareholders 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.

A Member can opt for only single mode of voting per EVSN, that is, through remote e-voting or voting at the Meeting. If a Member casts vote(s) by both modes, then voting done through remote e-voting shall prevail and vote(s) cast at the Meeting shall be treated as "INVALID"

j. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on **7th September, 2026 (cut-off date)** only shall be entitled to avail the facility of remote e-Voting or casting vote through e-Voting system during the Meeting.

k. A person who is not a Member as on the cut-off date should treat this Notice of 34th AGM for information purpose only.

l. The voting rights of the Members / Beneficial Owners shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of **7th September, 2026**.

m. Facility to join the Meeting shall be opened 30 (thirty) minutes before the scheduled time of the Meeting and shall be kept open throughout the proceedings of the Meeting.

n. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.

o. Members may note that the VC/OAVM facility, provided by CDSL, allows participation of at least 1,000 Members on a first-come-first-served basis. The large shareholders (i.e. shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the

Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, etc. can attend the 34th AGM without any restriction on account of first-come-first-served principle.

p. Attendance of the Members participating in the 34th AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

q. Further, Members will be required to use Internet with a good speed to avoid any disturbance during the Meeting. Please note that Members connecting from mobile devices or tablets or through laptops etc 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.

r. During 34th AGM, the Chairman shall, formally propose to the Members participating through VC/OAVM facility to vote on the resolutions as set out in the Notice of 34th AGM and announce the start of the casting of vote through e-Voting system and e-Voting will be closed with the formal announcement of closure of the 34th AGM.

s. Institutional shareholders/corporate shareholders (i.e. other than Individuals, HUF, NRIs, etc.) are required to send legible scanned certified true copy (PDF/JPG Format) of their respective Board Resolution or Governing Body Resolution / Power of Attorney / Authority Letter etc., authorizing their representative to attend the AGM through VC/OAVM on their behalf and to vote through remote e-voting or e-Voting during 34th AGM. The said Resolution/Authorization shall be sent to the Scrutinizer by e-mail on its registered e-mail address to punit.lath@yahoo.com or to the Company at the email address viz; share@patelsairtemp.com. They can also upload their Board Resolution/Power of Attorney/ Authority Letter etc. in the CDSL e-voting system.

t. If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33 / 1800 210 9911.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai–400013 or send an email to helpdesk.evoting@cdslindia.com or call Toll Free No. 1800 22 55 33 / 1800 210 9911.

II NOTES FORMING PART OF THE NOTICE

1) Pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 3, 2021, Members are requested to update their records by submitting duly filled and signed relevant form along with the relevant proofs listed in the forms, to the RTA of the Company, Bigshare Services Private Limited by post to A/802, Samudra Complex, off. C. G. Road, Navrangpura, Near Girish Cold Drinks, Ahmedabad – 380009. The forms are also available on the Company's website at http://www.patelsairtemp.com under "Other Disclosures–Investor Forms."

Details of the relevant forms are provided herein below:

Type of holder	Purpose of the Forms	Forms
Physical Form	Request for registering PAN KYC details or Changes/Updation	Form ISR-1
	Confirmation of Signature of securities holder by the Banker	Form ISR-2
	Declaration Form for Opting-out of Nomination	Form ISR-3
	Form for requesting issue of Duplicate Certificate and other service requests for shares / debentures/ bonds, etc., held in physical form	Form ISR-4
	Request for Transmission of Securities by Nominee or Legal Heir	Form ISR-5
	For Nomination as provided in the Rule 19 (1) of Companies (Share Capital and Debenture) Rules, 2014	Form SH-13
	Cancellation or Variation of Nomination by the holder(s) (along with ISR-3) / Change of Nominee	Form SH-14
Demat	Members holding shares in demat form who wish to update any of the details mentioned above can contact their depository participant for the same.	

2) Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/ MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the Listed Companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate; endorsement; sub-division/ splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4 as above. It may be noted that any service request can be processed only after the folio is KYC Compliant.

3) SEBI vide its Master Circular SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/145 dated 11th August, 2023, has introduced Online Dispute Resolution ('ODR'), which is in addition to the existing SEBI Complaints Redress System ('SCORES') platform, which can be utilised by the investors and the Company for dispute resolution. Please note that the investors can initiate dispute resolution through the ODR portal only after exhausting the option to resolve dispute with the Company and on the SCORES platform. The SMART ODR Portal can be accessed at: https://smartodr.in/login.

4) Sebi has mandated submission of PAN by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN details to their depository participants. Members holding shares in physical form are requested to submit their PAN details to the Company's RTA.

5) Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share certificates along with the requisite KYC documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialized form only.

6) As per provisions of Section 72 of the Act and SEBI Circular, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/ she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the Company's website at http://www.patelsairtemp.com under "Other Disclosures–Investor Forms". Members are requested to submit the said details to their DP in case the shares are held by them in dematerialized form and to RTA in case the shares are held in physical form.

7) Shareholders who would like to express their views or having questions with regard to the financial statements or any other matters to be placed at the 34th AGM may register themselves as a speaker by sending their request and queries in advance at least 10 days prior to meeting i.e. should reach on

or before 4th September, 2026 mentioning their name, demat account number/folio number, email id, mobile number at company's email id at share@patelsairtemp.com.

Shareholders who do not wish to speak during the AGM but have queries may send their queries in advance at least 10 days prior to Meeting i.e. should reach on or before 4th September, 2026 mentioning their name, demat account number/folio number, email id, mobile number at share@patelsairtemp.com.

In both the above circumstances, the queries will be replied by the Company suitably during AGM or by email.

Those Members who have registered themselves as a speaker will only be allowed to express their views during 34th AGM. The Company reserves the right to restrict the number of questions and number of speakers depending on the availability of time for AGM. Further, the sequence in which the Shareholders will be called upon to speak will be solely determined by the Company.

8) During 34th AGM, Members may access the scanned copy of Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act, upon Log-in to CDSL e-Voting system at www.evotingindia.com. Relevant documents referred to in the Notice or Statement will be available electronically for inspection by the Members during the AGM. Members seeking to inspect such documents can send an e-mail to share@patelsairtemp.com.

III VOTING THROUGH ELECTRONIC MEANS AND JOINING VIRTUAL MEETING:

In compliance with Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as substituted by the Companies (Management and Administration) Amendment Rules, 2015 ('Amended Rules 2015') and Regulation 44 of SEBI Listing Regulations and in terms of SEBI Circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020 in relation to "E-voting facility provided by Listed Entities" and Secretarial Standards on General Meetings (SS2) issued by the Institute of Company Secretaries of India read with MCA Circulars and SEBI Circular, the Company is providing remote e-Voting facility to its Members in respect of the business as set forth in the accompanying Notice of AGM to be transacted at the 34th AGM and facility for those Members participating in the 34th AGM through VC/OAVM to cast vote through e-Voting during 34th AGM through e-Voting services provided by Central Depository Services (India) Limited (CDSL).

The cut-off date for the purpose of remote e-voting and e-voting at the AGM shall be 7th September, 2026. Please note that members can opt for only one mode of voting i.e. either by e-voting at the meeting or remote e-voting. If Members opt for remote e-voting, then they should not vote at the Meeting and vice versa. However, once an e-vote on a resolution is cast by a Member, such Member is not permitted to change it subsequently or cast the vote again. The members who have casted their vote by remote e-voting prior to the meeting may also attend the meeting through VC/ OAVM but shall not be entitled to cast their vote again.

The e-voting facility is available at the link www.evotingindia.com of CDSL e-Voting system.

A. The instructions for members for voting electronically:

(i) **The remote e-voting period begins on Thursday, 10th September, 2026 (9.00 a.m. IST) and ends on Sunday, 13th September, 2026 (5.00 p.m. IST)**. During this period, shareholders of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date of 7th September, 2026, may cast their vote electronically. The e-voting shall not be allowed beyond the said time and date and e-voting module shall be disabled by CDSL for voting thereafter.

(ii) **Any person who acquires shares of the Company and become member of the Company after dispatch of the Notice and holding shares as on the cut-off date 7th September, 2026 may obtain the login details and password/sequence number sending a request at investor@bigshareonline.com. and bssahd@bigshareonline.com. However, if you are already registered with CDSL for remote e-Voting then you can use your existing user ID and password for casting your vote.**

(iii) Pursuant to SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/ 1/3762/2026 dated 30th January, 2026, and Regulation 44 of SEBI Listing Regulations, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions.

However, it has been observed that the participation by the public non-institutional shareholders/ retail shareholders is at a negligible level.

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

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

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are to visit CDSL website www.cdslindia.com and click on Login icon and My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting 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 i.e. CDSL/ NSDL, 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 and My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link 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.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/ SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no.: 1800 210 9911 / 1800 22 55 33.
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022-4886 7000 and 022-2499 7000

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

(v) **Login method for e-Voting and joining virtual meeting for shareholders holding shares in physical mode and non-individual shareholders in demat mode.**

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

2) Click on "Shareholders" tab to cast your vote(s).

3) Now enter your User ID

(a) For CDSL: 16 digits beneficiary ID,

(b) For NSDL: 8 character DP ID followed by 8 digits Client ID,

(c) Members holding shares in physical form should enter folio number registered with the Company.

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

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

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

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/ Depository Participant are requested to use the **sequence number** which is communicated by the Company /RTA by mail indicated in the PAN field or contact Company/RTA. Members who have not registered their email address may obtain sequence number from the Company after registering their email address as per the process mentioned in the Notice.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (3) above.

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

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

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

(ix) **Click on the EVSN for 'PATELS AIRTEMP (INDIA) LTD. : 260810001**

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

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

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

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

(xiv) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

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

(xvi) There is also an optional provision to upload Board Resolution / Power of Attorney if any uploaded, which will be made available to scrutinizer for verification.

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

- Non-Individual Shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module as Corporates and Custodians respectively.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details they should create compliance user using the admin login and password. The Compliance user would be able to link the depository account(s)/folio numbers on which they wish to vote.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of Non-Individual Shareholders and Custodian, if any, should be uploaded in PDF format in the system for the scrutiniser to verify the same.
- Alternatively, Non-Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. to the Scrutinizer at the email address viz; punit.lath@yahoo.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

   If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911 / 1800 22 55 33

   All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai–400013 or send an email to helpdesk.evoting@cdslindia.com or call on toll free No. 1800 21 09911 / 1800 22 55 33.

Information regarding Scrutinizer and declaration of Voting results:

Mr. Punit Lath, Practising Company Secretary (COP No. 11139 & ACS No. 26238) has been appointed by the Board as the Scrutinizer to scrutinize the voting through e-voting in the Meeting and remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for the said purpose. The Scrutiniser's decision on the validity of the votes cast through remote e-voting and voting at the Meeting shall be final.

The Scrutinizer shall, after the conclusion of e-Voting at the 34th AGM, first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-Voting and shall make a consolidated scrutinizer's report of the total votes cast in favour or against, invalid votes, if any, and whether the resolution has been carried or not, and such Report shall be submitted to the Chairman or a person authorized by him. Based on the report received from the Scrutinizer, the Company will submit within 2 working days to the Stock Exchange details of the voting results as required under Regulation 44(3) of SEBI Listing Regulations and the same, along with the consolidated Scrutiniser's Report, will be placed on the Company's website www.patelsairtemp.com and on website of CDSL e-Voting www.evotingindia.com. and will be displayed on the Notice Board of the Company at its Registered Office as well as Corporate Office.

The resolutions proposed in this Notice shall be deemed to be passed on the date of the Annual General Meeting, i.e. Monday, 14th September, 2026 subject to the same being passed with requisite majority.

IV DIVIDEND RELATED MATTERS

(1) PAYMENT OF DIVIDEND & RECORD DATE

(a) Dividend of ₹ 3.00 per share (@ 30 %) on Equity Shares of ₹ 10/- each for the year ended 31st March, 2026 as recommended by the Board, if approved at the Meeting, will be paid subject to deduction of tax at source (TDS) and will be directly credited to the bank accounts of the Shareholders whose names appear on the Record date in the Register of Members or the Beneficial Ownership data furnished by the Depositories.

(b) The Company has fixed and notified **Friday, 21st August, 2026** as the Record Date for the purpose of ascertaining the members, who will be entitled to receive Dividend, if approved at the meeting:

#**In respect of Equity Shares held in physical form:** To those members, whose names appear in the Register of Members on 21st August, 2026, or

#**In respect of Equity Shares held in electronic form:** To those "Beneficial Owners" whose names appear in the Statement of Beneficial Ownership furnished by NSDL and CDSL on 21st August, 2026.

(c) In accordance with Regulation 12 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 read with SEBI Master Circular No. HO/38/13/ (4)2026 – MIRSD–POD/I/4298/2026 dated February 6, 2026 and pursuant to the amendment to Regulation 12 by SEBI (Listing Obligations and Disclosure Requirements) (Fifth Amendment) Regulations, 2025, effective November 19, 2025, dividend to security holders shall be paid only through electronic mode including to those who are holding securities in physical form. Such payment shall be made only after the shareholders furnish their PAN, contact details (postal address with PIN and mobile number), bank account details and specimen signature ("KYC") and choice of Nomination. Further, relevant FAQs published by SEBI on its website can be viewed at the following link: https://www.sebi.gov.in/sebi_data/faqfiles/jan-2026/1767611333081.pdf

(d) In order to receive dividend/s in a timely manner, Members holding shares in physical form who have not updated their mandate for receiving the dividends directly in their bank accounts through Electronic Clearing Service or any other means ("Electronic Bank Mandate"), can register their Electronic Bank Mandate to receive dividends directly into their bank account electronically or any other means, by sending a request and scanned copy of the details/documents by email to reach the Company's email address at share@patelsairtemp.com and submit particulars of their bank accounts in 'Form ISR – 1'

(e) Members holding shares in electronic form may note that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its Registrar and Transfer Agent, cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant by the members.

(2) UNPAID/UNCLAIMED DIVIDEND & IEPF

(a) The Unpaid / Unclaimed Dividend for the year 2018-19, 2019-20, 2020-21, 2021-22, 2022-23, 2023-24 and 2024-25 will become due for transfer to Investor Education & Protection Fund (IEPF) in subsequent years. Those shareholders who have so far not en-cash their dividend warrants for the aforesaid financial years are advised to submit their claim to the Registrar and Transfer Agent / Company immediately quoting their folio number. Once the unclaimed/unpaid dividend is transferred to IEPF, no claim shall lie against the Company in respect of the individual amounts which were unclaimed or unpaid.

(b) The Company has transferred the unpaid or unclaimed dividends declared up to the financial year 2017-18 to IEPF established by the Central Government. The Company has uploaded the details of unpaid and unclaimed dividends lying with the Company as on 31st March, 2026 on the website of the Company i.e. http://www.patelsairtemp.com. The said details have also been uploaded on the website of the IEPF Authority and the same can be accessed through the link: www.iepf.gov.in.

(c) Pursuant to the provisions of Section 124(6) of the Act and IEPF Rules as amended from time to time, shares in respect of which dividends have not been en-cashed for seven consecutive years or more are required to be transferred to IEPF. The Company has sent individual notice to all the concerned shareholders intimating them particulars of equity shares due for transfer. These details are also available on the Company's website viz. http://www.patelsairtemp.com. Advertisement in newspapers in this respect has also been published in English language and regional language i.e. Gujarati. Shareholders are requested to claim the unclaimed dividend well before the due date. If unclaimed dividends are not claimed by the shareholders, shares covered by such unclaimed dividends will be transferred to IEPF. It may be noted that no claim shall lie against the Company in respect of shares so transferred to IEPF. Upon transfer, the shareholders will be able to claim these equity shares only from the IEPF authority as per the procedure prescribed under IEPF Rules, the details of which are available at www.iepf.gov.in.

(d) Details of shares transferred to IEPF Authority are available on the website of the Company i.e. http://www.patelsairtemp.com. The said details have also been uploaded on the website of the IEPF Authority and the same can be accessed through the link: www.iepf.gov.in.

(3) COMMUNICATION IN RESPECT OF DEDUCTION OF TAX AT SOURCE (TDS) ON DIVIDEND PAY OUT

The Board of Directors of the Company at their Meeting held on 30th May, 2026, have recommended a dividend of ₹ 3.00 per Equity Share of ₹ 10 each (i.e. 30%), for the financial year ended March 31, 2026. This dividend is subject to approval of the Shareholders at this Annual General Meeting of the Company and will be paid to eligible Shareholders within 30 days from the date of AGM.

Shareholders may note that pursuant to the changes in the Income Tax Act, 1961 ('**the Act**') as amended by the Finance Act, 2020, dividend income will be taxable in the hands of the shareholders and the Company is required to deduct tax at source (TDS) at the time of making payment of dividend to shareholders at the prescribed rates as under.

Also, please note that the TDS rate would vary depending on the residential status, category of the shareholder, compliant/ non-compliant status in terms of Section 206AB of the Income Tax Act, 1961 and is subject to submission of all the requisite declarations/documents to the Company.

The Company has already sent a separate communication to the Shareholders with the details of applicable tax rates to different categories of Shareholders and the documents/ details required to be submitted by the Shareholders.

DIRECTORS' REPORT

To,
The Members,
PATELS AIRTEMP (INDIA) LTD.
Ahmedabad.

Your Directors have pleasure in presenting herewith the 34th Annual Report 2025-26 together with the Audited Financial Statements of Patels Airtemp (India) Limited (herein after referred to as "**the Company**") for the Financial Year ended 31st March, 2026.

FINANCIAL RESULTS

(₹ in lakhs except EPS)

Particulars	Year ended 31-03-2026	Previous year ended 31-03-2025
Revenue from Operations	25293.47	38781.63
Other Income	404.3	154.98
Total Income	25697.77	38936.61
Less: Depreciation & Amortisation Expenses	351.44	392.31
Finance Cost	995.03	1133.55
Other Expenses	22961.43	35222.87
Total Expenses	24307.9	36748.73
Profit before Tax	1389.87	2187.88
Less: Tax Expenses	362.44	536.87
Net Profit for the year	1027.43	1651.01
Balance brought forward from previous year	13528.14	12041.24
Profit available for Appropriation	14555.57	13692.25
Less: Proposed Dividend	164.11	164.11
Less: Tax on Dividend	--	--
Less Transfer to General Reserve	--	--
Surplus carried forward to Balance Sheet	14391.47	13528.14
Other Comprehensive Income / (Loss) for the Year	5.43	-17.47
Total Comprehensive Income for the year	1032.86	1633.54
Earnings Per Share of ₹ 10/- each (₹)	18.78	30.18

STATE OF COMPANY'S AFFAIRS

The Company has earned total Revenue from Operations of ₹ 25293.47 Lakhs during the year ended on 31st March, 2026 as against ₹ 38781.63 Lakhs earned during the previous year ended on 31st March, 2025. The Company has also earned Other Income of ₹ 404.30 Lakhs during the year under review as against ₹ 154.98 Lakhs earned during the previous year, earning Total Income of ₹ 25697.77 Lakhs during the year ended on 31st March, 2026 as against ₹ 38936.61 Lakhs earned during the previous year ended on 31st March, 2025.

Out of Revenue from Operations of ₹ 25293.47 Lakhs earned by the Company during the year under review, ₹ 25003.97 Lakhs represents Sale of Products (Domestic ₹ 24215.11 Lakhs & Export ₹ 788.86 Lakhs), ₹ 171.09 Lakhs represents sale of Services (Processing Charges) and ₹ 118.41 Lakhs represents other operating revenue including export incentives).

The Company has incurred total Expenses of ₹ 24307.90 Lakhs during the year ended on 31st March, 2026 as against ₹ 36748.73 Lakhs incurred during the previous year ended on 31st March, 2025.

Patels Airtemp (India) Limited

The Company has paid total fees of ₹ 5.90 Lakhs towards statutory audit fees (including tax audit), certification fees, other services and reimbursement of expenses to M/s. Parikh & Majmudar (Firm Registration No. 107525W & Membership No. 107628), Chartered Accountants, Ahmedabad, the Statutory Auditors of the Company, during the year ended on 31st March, 2026.

The Company has earned the Profit before Tax of ₹ 1389.87 Lakhs during the year ended on 31st March, 2026 as compared to ₹ 2187.88 Lakhs earned during the previous year ended on 31st March, 2025.

The Company has earned Net Profit of ₹ 1027.43 Lakhs for the year ended on 31st March, 2026 after making Provision for Tax Expenses of ₹ 362.44 Lakhs and other adjustments, as compared to Net Profit of ₹ 1651.01 Lakhs earned by the Company during the previous year ended on 31st March, 2025.

After adding the Surplus in the Statement of Profit & Loss of ₹ 13528.14 Lakhs brought forward from the previous year to the profit of ₹ 1027.43 Lakhs earned by the Company during the year under review, the total amount of ₹ 14555.57 Lakhs is available for appropriation.

After appropriating the Dividend amount of ₹ 164.11 lacs, as recommended, out of ₹ 14555.57 Lakhs available for appropriation, the balance amount of ₹ 14391.47 Lakhs carried forward to Balance Sheet.

The Audited Financial Statements of the Company for the year ended 31st March, 2026 and all other documents required to be attached thereto have been included in the Annual Report 2025-26, which has been put on the Company's website https://www.patelsairtemp.com/investors/ annual-reports/

DIVIDEND

The Directors have recommended dividend of ₹ 3.00 per share (@ 30 %) on 54,70,240 Equity Shares of ₹ 10/- each of the Company out of the profits of the Company for the Financial Year ended 31st March, 2026 (2025-26), as compared to Dividend of ₹ 3.00 per share (@ 30 %) declared on 54,70,240 Equity Shares of ₹ 10/- each for the previous Financial Year ended 31st March, 2025. This will absorb ₹ 164.11 lakhs.

A resolution to that effect has been placed for the approval of the Members at this Annual General Meeting of the Company and that the same, when declared and approved, shall be paid to the Members within 30 days from the date of declaration.

Pursuant to Finance Act, 2020, dividend income will be taxable in the hands of the Shareholders w.e.f. 1st April 2020 and the Company is required to deduct tax at source ("TDS") from dividend paid to the Members at prescribed rates, subject to the provisions of Income Tax Act, 1961. In this regard, the details of provisions regarding TDS on dividend amount have already been mailed to the Shareholders earlier and have also been included in the Notes to the Notice of AGM included in this Annual Report.

RECORD DATE

The Company has fixed Friday, 21st August, 2026 as the "Record Date" for the purpose of determining the entitlement of Members to receive dividend for the Financial Year 2025-26.

TRANSFER TO RESERVE

The Board has decided not to transfer any amount to the General Reserve for the year ended on 31st March, 2026 and retain the entire amount of profits in the Profit & Loss Account.

SUBSIDIARY COMPANIES

The Company does not have any subsidiaries including any material unlisted subsidiary as defined in Regulation 16(1)(c) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**SEBI Listing Regulations**'). Accordingly, the requirement of appointment of Independent Director of the Company on the Board of Directors of the material unlisted subsidiary companies as per Regulation 24 of SEBI Listing Regulations does not apply.

The Company has formulated a Policy for determining Material Subsidiaries in accordance with Regulation 16(1)(c) of SEBI Listing Regulations. The Policy is put up on the Company's website and can be accessed at https://www.patelsairtemp.com/pdf/policies-and-code-of-conduct/policy-on-material-subsidiaries.pdf

MANAGEMENT DISCUSSION AND ANALYSIS (MDA)

In terms of provisions of Regulation 34 of SEBI Listing Regulations, the Management Discussion and Analysis Report has been enclosed herewith as per **Annexure – A** and forming part of the Directors' Report.

EXPANSION OF RAKANPUR AND DUDHAI UNITS

During the Financial Year 2025–26, the Company initiated the construction of an additional bay (shed) at the Dudhai Unit with a capacity of 350 MT, which will enhance the manufacturing capacity for Vessels and Heat Exchangers from 200 MT to 350 MT. The piling work for the said bay (shed) has been completed. Further, the Company has increased the lifting capacity in one of the existing bays (sheds) at the Dudhai Unit to support higher operational efficiency and handling capabilities.

At the Rakanpur Unit, the Company has replaced all existing cement roofing with GI-coated roofing sheets, thereby improving the infrastructure, safety, and durability of the facility.

FUTURE PROSPECTS

As you aware that the Company is in engineering industry and is engaged in manufacturing/fabricating tailor made machines and therefore, the order book position of such type of company can play pivotal role in the growth of the Company. Your Directors are pleased to state that continuing the past trend, the Company is having confirmed orders of about ₹ 295.00 Crores on hand as on 1st August, 2026. Thus, your Directors are quite bullish on repeating similar performance in future. Your Directors are cautious and making untiring efforts so as not to compromise on growth, quality, and profitability of the Company.

RECOGNITION OR AWARDS

The details regarding Recognition or Awards have been included in "Management Discussion and Analysis (MDA)" Report enclosed herewith as per **Annexure – A** and forming part of the Directors' Report.

SHARE CAPITAL

There is no change in Share Capital of the Company during the Financial Year 2025-26 and up to the date of this Report.

MATERIAL EVENTS DURING THE YEAR AND DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

PREFERENTIAL ISSUE OF SHARES

Regarding Interlocutory Application (IA) No. IA/69(AHM)2022 in No. IA/68(AHM)2022 read with Company Petition (CP) No. 58/(AHM)2018 filed by one Mr. Bhavesh D. Narumalani (Applicant) vs. Therm Flow Engineers Private Limited (Respondent) with National Company Law Tribunal (NCTL), Ahmedabad Bench, with regards to approval of the Shareholders received at the Extraordinary General Meeting ("EGM") of the members of the company held on 8th October, 2022 for the Preferential Issue of 4,00,000 Equity Shares of face value of ₹ 10/- each of the Company for cash at a premium of ₹ 222/- per share aggregating to ₹ 9,28,00,000/- issued and allotted to the Promoters and Promoter Group on 16th November, 2022, wherein the Hon'ble NCLT, Ahmedabad Bench had observers that in case any resolution is passed in the EGM of the Company which is ultimately affecting the rights of the Applicant herein, it is subject to outcome of the above referred IA and main CP.

In this regard, Company has received the Final Order of Hon'ble NCLT, Ahmedabad Bench dated 3rd February, 2025 on 13th February, 2025 wherein Hon'ble NCLT, Ahmedabad Bench has not granted any interim relief to

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During the financial year 2025-26, BOB reviewed its Credit Facilities in aggregate ₹ 177.00 Crores (without increase or reduction in limits) and Axis Bank also reviewed its credit facilities in aggregate ₹ 68.00 Crores (without increase or reduction in limits).

Earlier, BOB sanctioned additional Working Capital Term Loan (WCTL) under BOB Guaranteed Emergency Credit Line (BGECLS) 1.0 Extension scheme of ₹ 10.92 Crores and Axis Bank sanctioned Working Capital Term Loan (WCTL) under Emergency Credit Line Guarantee Scheme (ECLGS) of ₹ 3.25 Crores. Consequent to pre-payment of WCTL by the Company during the year under review, the outstanding WCTL from BOB reduced to ₹ 0.73 Crore and outstanding WCTL from Axis Bank reduced to NIL.

The Company is also availing Working Capital Demand Loan (WCDL) out of the aggregate amount of ₹ 33.98 Crores (Unsecured) sanctioned by Jio Credit Limited (formerly known as Jio Finance Limited), a Non-Banking Finance Company for Working Capital requirements of the Company. Consequent to re-payment of WCDL by the Company during the year under review, the outstanding loan amount from Jio Credit Limited reduced to ₹ 16.24 Crore.

The Company also avail the Receivables Purchase Facility from HDFC Bank Limited up to an aggregate supplier limit as may be determined by the Bank from time to time and also entered into arrangements with HDFC Bank Limited in connection with factoring transactions by the Company not exceeding ₹ 100 Crores.

The Company also avail TF-Connect services in respect of Letters of Credit, Bank Guarantees, Bills, Remittances and online forward contract confirmations, for the account opened / to be opened with Axis Bank at their various Branch(es).

The Company is also availing L.C. Bill Discounting facility amounting to ₹ 10.00 Crores from Axis Bank Ltd.

The Company is also availing Bill Discounting facility from Citibank NA.

The Company is also availing overdraft facility against fixed deposit with various branches of Bank of Baroda.

The Company has also availed/availing Commercial Card facility from Axis Bank for the amount not exceeding in the aggregate ₹1,00,00,000 /-.

CORPORATE GOVERNANCE

Being a Listed Company, the Company has taken necessary measures to comply with the provisions of SEBI Listing Regulations regarding Corporate Governance as amended from time to time. A separate report on Corporate Governance for the year ended 31st March, 2026 is attached herewith as a part of this Annual Report viz **Annexure–B**. A certificate from Practicing Company Secretary of the Company regarding compliance of the aforesaid provisions of Corporate Governance is obtained by the Company and annexed to the Corporate Governance Report. The Certificate on Corporate Governance issued by Practicing Company Secretary for the financial year 2025-26 does not contain any qualification, reservation or adverse remark in respect of Corporate Governance Report.

The Company has furnished to BSE Ltd., where the Shares of the Company are listed, Corporate Governance Compliance Report for the Quarter/Half-year/Whole year during the financial year 2025-26 in the format as specified by SEBI from time to time including Integrated Filing of Corporate Governance Report vide Notification as per SEBI (LODR) (Third Amendment) Regulations, 2024 starting from the quarter ended December 31, 2024 as placed before the Board as per various provisions of SEBI Listing Regulations. The said Corporate Governance Compliance Report have also been uploaded on the website of the of the Company https://www.patelsairtemp.com/investors/corporate-governance-report/.

ACCEPTANCE OF DEPOSITS

During the year under review, the Company has not accepted any deposits from the Public and Members of the Company and therefore not required to comply with the requirement under the Companies Act, 2013 and the Rules made thereunder. As such, no amount of principal or interest was outstanding to the Public and Members of the Company as on March 31, 2026 and the Company is not required to furnish information in respect of outstanding deposits under Non-banking, Non-financial Companies (Reserve Bank) Directions, 1966 and Companies (Accounts) Rules, 2014.

During the year under review, the Company has accepted deposits from the Directors of the Company which are exempted deposits under Rule 2(1)(c)(viii) of Companies (Acceptance of Deposits) Rules, 2014, subject to compliance of the provisions of the Companies Act, 2013 and the Rules made thereunder.

During the year under review, the Relatives of the Directors also brought in unsecured loan/deposits by way of contribution to bring additional long term funds as a part of conditions imposed by Bank of Baroda on the Promoters and their relatives, while reviewing working capital facilities to the Company vide its Letter No. AR/SMEBR/2021-22/July, 94 dated 7th August, 2021, which are exempted deposits under Rule 2(1)(c)(xiii) of Companies (Acceptance of Deposits) Rules, 2014, subject to fulfillment of the conditions mentioned in the said Rule.

Details of exempted deposits accepted and repaid by the Company including interest to the Directors & their Relatives during the financial year 2025-26 are mentioned in Note No. 20 (Borrowings) and 33 (Related Party Information) of the Notes to the Financial Statements attached with this Annual Report.

The Company has duly filed the required Form DPT-3 during the year under review regarding exempted deposits under MCA portal.

DIRECTORS' RESPONSIBILITY STATEMENT

To the best of their knowledge and belief and according to the confirmation and explanations obtained by them, your Directors make the following statement in terms of Section 134(3)(C) and 134(5) of the Companies Act, 2013 and confirm that:

(a) in the preparation of the annual accounts for the year ended 31st March, 2026, the applicable accounting standards read with requirements set out under Schedule III to the Act have been followed and there are no material departures from the same;

(b) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2026 and of the profit of the Company for the year ended on that date;

(c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(d) the Directors have prepared the Annual Accounts for the year ended on 31st March, 2026 on a going concern basis;

(e) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are 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.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

Re-appointment of Mr. Shivang P. Patel (DIN: 08136652) as Director retiring by rotation

Pursuant to the provisions of the Companies Act, 2013 and Rules made thereunder and Articles of Association, Mr. Shivang P. Patel (DIN: 08136652), Whole-time Director of the Company, shall retire by rotation as Director of the Company at this Annual General Meeting, and being eligible, offers himself for re-appointment. The Board of Directors recommends re-appointment of Mr. Shivang P. Patel (DIN: 08136652) as Director of the Company, for which necessary resolution has been incorporated in the Notice of the Meeting for approval by the Shareholders. A statement providing additional details of Mr. Shivang P. Patel is included in the Notes forming part of the Notice and annexed as per **Annexure – I** to the said Notice as required under Regulation 36 of SEBI Listing Regulations and circulars issued thereunder and Secretarial Standards on General Meetings SS-2 issued by the Institute of Company Secretaries of India ('ICSI').

Re-appointment of Mr. Sanjivkumar N. Patel (DIN:02794095) as Managing Director

After evaluation of the performance and recommend to the Board of Directors by the Nomination & Remuneration Committee (NRC) and also approved by Audit Committee, being Related Party Transaction, the Board of Directors re-appointed Mr. Sanjivkumar N. Patel (DIN:02794095) as Managing Director of the Company designated as "Chairman & Managing Director" for a further period of 3 (Three) years with effect from 20th May, 2026 up to 19th May, 2029, liable to retire by rotation with payment of remuneration by way of salary of ₹ 5,50,000/- per month plus perquisites & allowances for the said period of 3 years. The Shareholders also approved the said re-appointment and payment of remuneration to Mr. Sanjivkumar N. Patel (DIN:02794095) as Managing Director of the Company by passing a Special Resolution by Postal Ballot on 7th April, 2026 on recommendation by the Board of Directors to the Members for their approval.

INDEPENDENT DIRECTORS & SEPARATE MEETING

All details related to Independent Directors of the Company and their separate Meeting held on 28th March, 2026 have been included in the Corporate Governance Report which forms part of this Boards' Report.

COMMITTEES OF DIRECTORS

The Board of Directors has the following Committees:

1. Audit Committee (AC)
2. Nomination and Remuneration Committee (NRC)
3. Stakeholders' Relationship Committee (SRC)
4. Corporate Social Responsibility Committee (CSR)
5. Finance Committee (FC)

The details related to the above-mentioned Committees of the Board of Directors, constituted by the Board under various provisions of Companies Act, 2013 and Rules made thereunder and SEBI Listing Regulations, including Composition of Committees, Meetings, Attendance, Terms of Reference, etc. have been included in the Corporate Governance Report annexed with the Directors' Report.

The composition of various Committees and their terms of references may be accessed on the Company's website viz. https://www.patelsairtemp.com/investors/composition-of-committees-of-board-of-directors/

BOARD EVALUATION

The details and disclosures related to Board Evaluation have been included in the Corporate Governance Report annexed with the Directors' Report.

POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION

The Policy on appointment and remuneration of Directors, Key Managerial Personnel (KMP) and other matters as required under Section 178(3) of the Companies Act, 2013 is available on the web-site of the Company viz. https://www.patelsairtemp.com/pdf/policies-and-code-of-conduct/nomination-and-remuneration-policy. pdf.

ANNUAL RETURN

Annual Return of the Company as on 31st March, 2026 as required under Section 92(3) read with Section 134(3)(a) of the Companies Act, 2013 in the prescribed Form MGT-7 is put up on the Company's website and can be accessed at https://www.patelsairtemp.com/investors/annual-return/

CREDIT RATING

The Company is not required to obtain credit rating as per Regulation 46(r) of SEBI Listing Regulations, as the Company does not have any outstanding instruments such as debt instruments, non-convertible securities, bonds, debentures, commercial paper, etc.

TRANSFER OF UNCLAIMED DIVIDEND TO IEPF

In terms of the provisions of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (IEPF), as amended, during the year under review, the Company has transferred the amount of unclaimed/unpaid Dividend of ₹ 2,17,102.50 for the financial year 2017-18 to IEPF established by the Central Government under Section 124 & 125 of the Companies Act, 2013 and Rules made thereunder.

Pursuant to provisions of Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012, the Company has uploaded the details of unpaid / unclaimed amounts lying with the Company as on 27th September, 2025 (date of the previous Annual General Meeting) on the Company's website: https://www.patelsairtemp.com/investors/unclaimed-dividend/

TRANSFER OF SHARES TO IEPF DEMAT AUTHORITY ACCOUNT

Pursuant to the provisions of Section 124 and 125 of the Companies Act, 2013 and Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended, the Company has, during financial year 2025-26, transferred to the IEPF Authority total 4,660 Equity Shares of the face value of ₹ 10/- each belonging to 40 Shareholders in respect of which dividend had remained unpaid or unclaimed for seven consecutive years or more from 2017-18 to 2023-24. Details of shares transferred to the IEPF Authority are available on the website of the Company https://www.patelsairtemp.com/investors/iepf-shares-transfer/.

The said details have also been uploaded on the website of the IEPF Authority and the same can be accessed through the link: www.iepf.gov.in. In accordance with the said IEPF Rules and its amendments, the Company had sent notices to all the Shareholders whose shares were due to be transferred to the IEPF Authority and simultaneously published newspaper advertisement. The voting rights on the shares transferred to IEPF Authority shall remain frozen till the rightful owner claims the shares.

Members may note that the dividend and shares transferred to the IEPF can be claimed back by the concerned shareholders from the IEPF Authority after complying with the procedure prescribed under the Rules.

The Company has duly appointed Company Secretary of the Company as Nodal Officer for the purposes of verification of claims and coordination with Investor Education and Protection Fund Authority.

The Company has duly filed all the required IEPF Forms with the authorities.

PARTICULARS OF LOAN GIVEN, INVESTMENT MADE, GUARANTEES GIVEN OR SECURITY PROVIDED

During the year under review, the Company has not provided any loan or guarantee or security to any person nor made any investment.

RELATED PARTY TRANSACTIONS (RPTs)

Information on transactions with Related Parties during the financial year 2025-26 referred to under Sub-section (1) of Section 188 of the Companies Act, 2013 in the prescribed Form AOC-2 is attached herewith viz **Annexure–C** and forming part of the Directors' Report pursuant to Section 134(3)(h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014.

Pursuant to the provisions of SEBI Listing Regulations, details of Related Party Transactions entered into by the Company, in terms of Indian Accounting Standard (Ind AS) 24 issued by ICAI, have been disclosed in

Note No. 33 of the Notes to the Financial Statements for the year ended 31st March, 2026, forming part of this Report.

However, there are no materially significant Related Party Transactions made/entered into by the Company with its Related Parties including Promoters, Directors or the Management etc. that may have potential conflict with the interests of the Company at large.

SEBI (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021 have introduced substantial changes in the RPTs framework pertaining to Related Party, Related Party Transactions, Prior Approvals and Disclosures effective from April 01, 2022, except for a few provisions effective from April 01, 2023. In view of the said amendments, "Policy on Materiality of Related Party Transactions and Dealing with Related Party Transactions" was modified / revised / updated in line of the above amendments effective from 12th November, 2022 is uploaded on the Company's website viz. https://www.patelsairtemp.com/pdf/policies-and-code-of-conduct/policy-on-materiality-of-related-party-transaction-and-dealing-with-related-party-transactions.pdf.

Pursuant to the provisions of Section 177, 188 and other applicable provisions of the Companies Act, 2013 and Companies (Meeting of Board and its powers) Rules, 2014 and Regulation 23 and 18(3) read with Part C of Schedule II of SEBI Listing Regulations as amended from time to time read with relevant SEBI Circulars including SEBI Master Circular dated November, 2024 and Circular dated 14th February, 2025 and information as specified in Industry Standards on Minimum information to be provided, all Related Party Transactions are placed before the Audit Committee for its prior approval (by Independent Directors only from 1st January, 2022 as per amendment in SEBI Listing Regulations) as also to the Board for approval including Omnibus approval for the transactions for one financial year, which are repetitive in nature and also for the transactions, which are not foreseen (subject to financial limit). However, the Company has not entered into any contract/ arrangement / transaction with related parties which could be considered material in accordance with the provisions of Section 188 of the Companies Act, 2013 and the Rules made thereunder and SEBI Listing Regulations and as such no approval of the Shareholders require.

As per Regulation 23 and 18(3) read with Part C of Schedule II of SEBI Listing Regulations as amended from time to time, the Audit Committee of the Board has reviewed and ratified Related Party Transactions (RPTs) entered into by the company with related parties during the financial year ended 31st March, 2026 (2025-26) pursuant to each of the omnibus approvals given.

The Company has duly filed with BSE Ltd. half-yearly statement of Related Party Transactions ended on 31st March, 2025 and 30th September, 2025 in accordance with applicable Indian Accounting Standards on a consolidated basis in the format as specified by SEBI from time to time pursuant to Regulation 23(9) of SEBI Listing Regulations and uploaded the said details on website of the Company viz. https://www.patelsairtemp.com/investors/disclosures-of-related-party-transactions/

SECRETARIAL STANDARDS

The Directors state that applicable Secretarial Standards, i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings' respectively, issued by the Institute of Company Secretaries of India (ICSI) have been duly followed and complied by the Company.

NUMBER OF BOARD MEETINGS AND CIRCULAR RESOLUTION

During the financial year 2025-26, 4 (Four) Board Meetings of the Company were held on 24th May, 2025, 2nd August, 2025, 8th November, 2025 and 14th February, 2026.

For the Board Meetings held as above, the gap between two Board Meetings did not exceed 120 days as prescribed in the Companies Act, 2013 and Regulation 17 of SEBI Listing Regulations. The Board Meetings were held at the Factory (Works) of the Company situated at Rakanpur, Dist. Gandhinagar, Gujarat.

The particulars of number of Meetings held and attended by each Director are detailed in the Corporate Governance Report, which forms part of this Report. Agenda of the Meetings were prepared and all necessary papers were circulated to Members of the Board in advance. Necessary disclosures were made by the Directors in the Board and Committee Meetings whenever required. The Company has complied with Secretarial Standards 1 (SS-1) related to Board and Committee Meetings of the Company issued by ICSI.

During the financial year 2025-26, 1 (One) Circular Resolution in respect of the following matter has been passed by the Board of Directors on 22nd August, 2025 and duly confirmed by the Board of Directors in the next Board Meeting of the Company held on 8th November, 2025 as per Section 175 of the Companies Act, 2013 and Rules made thereunder and as per Secretarial Standards SS-1issued by ICSI:

1) Approval of Cost Audit Report for the year 2024-25 issued by M/s. Rajendra Patel & Associates, Cost Accountant, Ahmedabad (Firm Regn. No. FRN 101163), Cost Auditor of the Company in respect of cost records maintained by the Company for various products of the Company.

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

As required under Section 134(3)(m) of the Companies Act, 2013 read with the Rule 8(3) of the Companies (Accounts) Rules, 2014, details relating to Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo are given in the **Annexure – D** attached herewith and forming part of the Directors' Report.

RISK MANAGEMENT

Business risk evaluation and management, covering the business operations of the Company, is an ongoing process within the Company and the management reviewed frequently risk assessment and to minimize them. The ultimate goal of risk management is the preservation of physical and human assets of the organization for successful continuation of its operations. Pursuant to the provisions of Regulation 21 of SEBI Listing Regulations, at present, the Company is not required to constitute Risk Management Committee of the Directors of the Company.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

The details regarding Corporate Social Responsibility (CSR) of the Company are given in the Corporate Governance Report, which forms part of this Report.

The salient features of the Policy forms part of the Annual Report on CSR activities annexed to the Board's Report. The Annual Report on CSR activities and expenditure, as required under Sections 134 and 135 of the Companies Act, 2013 read with Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and Rule 9 of the Companies (Accounts) Rules, 2014, is annexed herewith marked as **Annexure–E**.

The CSR Policy is available on the web-site of the Company viz. https://www.patelsairtemp.com/pdf/policies-and-code-of-conduct/corporate-social-responsibility-policy.pdf.

The policy also indicates the activities to be undertaken by the Company within the broad framework of Schedule VII of the Companies Act, 2013, as in force and as amended from time to time which includes promotion of educational and employment enhancing vocational skills and education of underprivileged children, social development/services, promotion of healthcare, including preventive health care i.e. for medical treatment, rehabilitation and sanitation and disaster management, environmental sustainability, rural development project, eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and promoting gender equality, empowering women and measures for reducing inequalities faced by socially and economically backward groups and such other activities and programs as recommended by CSR committee from time to time.

In terms of Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility) Rules, 2014 as amended and in accordance with the CSR Policy, the Company has duly spent total amount of ₹ 38.00 Lacs towards CSR activities during the financial year 2025-26, as against the requirement of ₹ 37.79 Lacs, i.e. excess amount of ₹ 21,000/- spent during the financial year 2025-26, which will be adjusted against the CSR contribution for the financial year 2026-27, duly approved by the CSR Committee at its Meeting held on 28th March, 2026 and Board of Directors at their Meeting held on 30th May, 2026 to that effect.

INTERNAL FINANCIAL CONTROLS

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

The Company's internal control system is commensurate with its size, scale and complexities of its operations.

STATUTORY AUDITORS

M/s. Parikh & Majmudar, Chartered Accountants, Ahmedabad (Firm Registration No. 107525W) were appointed as Statutory Auditors of your Company at the 30th Annual General Meeting of the Company held on 27th September, 2022, for a first term of five consecutive years from the conclusion of the said 30th Annual General Meeting of the Company till the conclusion of the 35th Annual General Meeting to be held in the year 2027 in place of retiring Statutory Auditors M/s. Shah & Shah Associates, Chartered Accountants, Ahmedabad (Firm Registration No. 113742W).

The Statutory Auditors have confirmed that they have subjected themselves to the peer review process of Institute of Chartered Accountants of India (ICAI) and hold valid certificate issued by the Peer Review Board of the ICAI.

In accordance with the Companies Amendment Act, 2017, enforced on 7th May, 2018 by the Ministry of Corporate Affairs (MCA), the appointment of Statutory Auditors is not required to be ratified at every Annual General Meeting. Accordingly, no resolution has been proposed for ratification of appointment of Auditors of the Company.

No fraud has been reported by the Auditors under Section 143(12) of the Companies Act, 2013 requiring disclosure in the Board's Report, therefore no detail is required to be disclosed under Section 134(3)(ca) of the Act.

During the Financial Year 2025-26, the Company has paid total fees of ₹ 5,90,000 towards statutory audit fees (including tax audit), certification fees, other services and reimbursement of expenses to M/s. Parikh & Majmudar, Chartered Accountants, Ahmedabad, the Statutory Auditors of the Company (Firm Registration No. 113742W).

AUDIT REPORT

The Statutory Auditors have mentioned in their Audit Report the following Notes in respect of Audited Financial Statements of the Company for the year ended 31st March, 2026 as Emphasis of the Matter:

"The balance confirmation from the suppliers and customers have been called for, but the same are awaited till the date of audit. Thus, the balances of receivables and trade payables have been taken as per the books of accounts submitted by the company and are subject to confirmation from the respective parties."

However, the Auditors clarified in its report that their opinion is not modified in respect of the above matter of emphasis.

The Notes on financial statement (Note No. 37) referred to in the Auditors' Report and mentioned above are self-explanatory and do not call for any further comments. The Auditors' Report does not contain any qualification, reservation, adverse remark or disclaimer, except Emphasis of the Matter as mentioned above.

SECRETARIAL AUDITOR AND SECRETARIAL AUDIT REPORT

Section 204 of the Companies Act, 2013 and Rules made thereunder and Regulation 24A of SEBI Listing Regulations inter alia requires every Listed Company to annex with its Board Report a Secretarial Audit Report given by a Company Secretary in Practice in the prescribed form.

The Board of Directors appointed from time-to-time Mr. Punit Lath, Practicing Company Secretary, Ahmedabad (COP No. 11139 & Membership No. 26238) as the Secretarial Auditor to conduct Secretarial Audit of the records of the Company. Last such appointment was made for the financial year 2024-25.

The SEBI (Listing Obligations and Disclosure Requirements) Third Amendment Regulations, 2024 introduced several changes to the role of Secretarial Auditors. From April 1, 2025, appointment, re-appointment or continuation of Secretarial Auditors of Listed Entities shall be in compliance with the aforesaid provisions.

Considering the above amendments, CS Punit Santosh Lath, Practicing Company Secretary, Ahmedabad (COP No. 11139 & Membership No. 26238) has been appointed as the Secretarial Auditor of the Company at the 33rd Annual General Meeting held on 27th September, 2025, for a period of five years to hold office from the conclusion of 33rd Annual General Meeting till the conclusion of the 38th Annual General Meeting of the Company to be held in the year 2030, to conduct Secretarial Audit of the Company in terms of Section 204 and other applicable provisions of the Companies Act, 2013 read with Regulation 24A and other applicable provisions of the SEBI Listing Regulations, for the period beginning from the Financial Year 2025-26 through the Financial Year 2029-30. CS Punit Santosh Lath is a peer reviewed Company Secretary from Institute of Company Secretaries of India (ICSI) and have not incurred any of the disqualifications as specified by SEBI.

The Secretarial Auditors have confirmed that they have subjected themselves to the peer review process of Institute of Company Secretaries of India (ICSI) and hold valid certificate issued by the Peer Review Board of the ICSI.

Secretarial Auditor has submitted to the Company the Secretarial Audit Report for the financial year ended March 31, 2026 and annexed herewith marked as **Annexure – F** to this Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark. During the year under review, the Secretarial Auditors had not reported any matter under Section 143(12) of the Act, therefore no detail is required to be disclosed under Section 134(3)(ca) of the Act.

COMPLIANCE CERTIFICATE

Further, with effect from April 1, 2025, the Annual Secretarial Compliance Report submitted by a listed entity to be signed only by the Secretarial Auditor or by a Peer Reviewed Company Secretary who satisfies the aforesaid requirements.

Pursuant to the SEBI circular no. CIR/CFD/CMD1/27/2019 dated February 8, 2019 and as per the NSE and BSE circulars dated March 16, 2023, the Company has obtained an Annual Secretarial Compliance Report for the year ended 31st March, 2026 from Mr. Punit Lath (COP No. 11139 & Membership No. 26238), Practicing Company Secretary and duly filed with BSE Ltd., in respect of compliance with the provisions of:

(a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and

(b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI").

COST AUDITORS AND COST AUDIT

Pursuant to Section 148(2) of the Companies Act, 2013 read with the Companies (Cost Records and Audit), Amendment Rules 2014, your Company is required to get its cost accounting records audited by a Cost Auditor.

Accordingly, the Board at its Meeting held on 30th May, 2026, has on the recommendation of the Audit Committee, appointed M/s. Rajendra Patel & Associates, Cost Accountant, Ahmedabad (Firm Registration No. FRN101163) to conduct the audit of the cost accounting records of the Company for FY 2026-27 on a remuneration of ₹ 80,000/- plus taxes as applicable and reimbursement of actual travel and out of pocket expenses. The remuneration is subject to the ratification of the Members in terms of Section 148 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 and is accordingly placed for your ratification. The Company has received their written consent that the appointment is in accordance with the applicable provisions of the Act and rules framed thereunder and confirmed that their appointment is within the limits of the Section 139 of the Companies Act, 2013. They have also certified that they are free from any disqualifications specified under Section 141 of the Companies Act, 2013.

Form CRA-2 has been duly filed by the Company with ROC under MCA portal with in the stipulated time period for their appointment as Cost Auditor for the current financial year 2026-27 ending on 31st March, 2027.

The Cost Audit Report for the Financial Year ended 31st March, 2025 has been duly filed in Form CRA-4 and in XBRL mode. The cost Audit Report for financial year ended March 31, 2026 will be filed with Central Government on or before the due date as prescribed under Companies Act, 2013 read with Companies (Cost Records and Audit) Rules, 2014.

INTERNAL AUDIT

Pursuant to the provisions of Regulation 18 read with Part C of Schedule II of SEBI Listing Regulations, the Audit Committee reviews quarterly the Report of internal audit received from Internal Auditor of the Company relating to internal control weakness, if any, as mentioned in the Internal Audit Report.

LISTING FEES

Pursuant to the provisions of SEBI Listing Regulations, the Company declares that the Equity Shares of the Company are listed on the BSE Limited (BSE). The Company confirms that it has paid Annual Listing Fees to BSE up to the Financial Year 2026-27.

PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

The Disclosures relating to remuneration and other details required under Section 197(12) of the Companies Act, 2013 read with the Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended, is annexed as **Annexure–G** and forms an integral part of this Report.

A statement showing the names of top 10 employees in terms of remuneration drawn as per Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended, is provided as a separate Annexure forming part of this Report. However, having regard to the provisions of the second proviso to Section 136(1) of the Act, the Report and Accounts are being sent to the Shareholders, excluding the aforesaid Annexure. The said Statement is open for inspection. Any member interested in obtaining a copy of the same may write to the Company Secretary at share@patelsairtemp.com.

The Statement of particulars of employees under Section 197(12) read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel), Rules, 2014 is not provided with as, during the financial year under review, no Employee of the Company including Managing Director and Whole-time Directors were in receipt of remuneration in excess of the limits set out in the said rules.

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (BRSR)

Pursuant to Regulation 34(2)(f) of the SEBI Listing Regulations, the Business Responsibility and Sustainability Report ('BRSR') on initiatives taken from an environmental, social and governance perspective, in the prescribed format is not applicable to the Company and hence not attached with this Report.

WHISTLE BLOWER POLICY / VIGIL MECHANISM

The Company has a Whistle-blower Policy in place since 2004 and aligns with the requirements of vigil mechanism under the Companies Act, 2013 and Regulation 22 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The details regarding Vigil mechanism and Whistle blower policy have been included in the Corporate Governance Report annexed with the Directors' Report.

DISCLOSURE AS PER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has zero tolerance towards sexual harassment at the workplace. The Company has adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harassment at Workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules thereunder. The Policy aims to provide protection to employees at the workplace and prevent and redress complaints of sexual harassment and for matters connected or incidental thereto, with the objective of providing a safe working environment, where employees feel secure. All employees (permanent, contractual, temporary, trainees) are covered under the said Policy.

Pursuant to Companies (Accounts) Second Amendment Rules, 2025, no complaints pertaining to sexual harassment were received during the financial year 2025-26 and as such, no complaints remain pending for more than 90 days.

Pursuant to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("POSH Act") and the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Rules, 2013 ("POSH Rules") and pursuant to Rule 8(5) of Companies (Accounts) Rules, 2014, the Company has duly constituted Internal Complaints Committee ("IC Committee") of the Company to hear and redress grievances pertaining to Sexual Harassment and to handle complaints related to Sexual Harassment and facilitate inquiry into the complaint.

Policy on Prevention, Prohibition and Punishment of Sexual Harassment is also available on the web-site of the Company viz. https://www.patelsairtemp.com/pdf/policies-and-code-of-conduct/sexual-harassment-policy.pdf

DISCLOSURE AS PER MATERNITY BENEFITS ACT, 1961

Pursuant to Companies (Accounts) Second Amendment Rules, 2025, the Company also hereby confirms that it has complied with the provisions of Maternity Benefit Act, 1961 during the year under review and the Company adheres to all statutory requirements concerning maternity leave, medical benefits, and other entitlements for its female employees.

GENERAL

Your Directors state that no disclosure or reporting is required in respect of the following matters as there were no transactions on these matters during the year under review:

- The Company does not provide any loan or other financial arrangement to its employees or Directors or Key Managerial Personnel for purchase of its own shares and hence, the disclosure under Section 67(3)(c) of the Companies Act, 2013 does not require.
- The disclosure in terms of Rule 4 of Companies (Share Capital and Debenture) Rules, 2014 is not provided, as the Company does not have any equity shares with differential voting rights.
- The Auditors of the Company have not reported any instances of fraud committed during FY2025-26, against the Company by its officers or employees as specified under section 143(12) of the Companies Act, 2013.

- The Company has not issued any shares under any scheme including Employees' Stock Options Schemes or Sweat Equity Shares to employees of the Company.
- Neither the Managing Director nor the Whole-time Directors of the Company receive any remuneration or commission from its subsidiary.
- The Company complies with the requirement of submitting a half yearly return (Form MSME-I) to the Ministry of Corporate Affairs within the prescribed timelines.
- There is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.
- There was no instance of onetime settlement with any Bank or Financial Institution.

ACKNOWLEDGEMENT

The Directors place on record the appreciation and gratitude for the co-operation and assistance extended by various departments of the Union Government, State Government, Bankers and Financial Institutions.

The Directors also place on record their appreciation of dedicated and sincere services of the employees of the Company at all levels.

The Company will make every effort to meet the aspirations of its Shareholders and wish to sincerely thank them for their whole hearted co-operation and support at all times.

By Order of the Board of Directors
For, Patels Airtemp (India) Limited

Sanjivkumar N. Patel
Chairman & Managing Director
(DIN: 02794095)

Dated: 8th August, 2026
Place : Rakanpur, Dist. Gandhinagar

ANNEXURE–A

MANAGEMENT DISCUSSION AND ANALYSIS

The Management's perspective on performance of the Company for the financial year 2025-26 is given in this report. This report should be read along with the Company's financial statements, the schedules and notes thereto and other information included in this Annual Report for the financial year 2025-26. The Company' financial statements have been prepared in accordance with Indian Accounting Standards ("Ind AS") complying with requirements of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) as amended from time to time.

ECONOMIC OUTLOOK

Economic Outlook – 2025-26

India's real Gross Domestic Product (GDP) was estimated to grow by 7.6% for the financial year 2025–26 (FY26) and actually grew by 7.7%. GDP grew at 7.9% during last Quarter ended 31st March, 2026 as compared with 7.1% in the same Quarter of 2024-25. Supported by a "double engine" of strong domestic consumption and robust public infrastructure investments, India successfully cemented its position as the fastest-growing major global economy for the fourth consecutive year.

The primary economic metrics tracking India's fiscal landscape show significant stability. Real GDP Growth is 7.7% (up from 7.1% in the prior fiscal year). Headline CPI Inflation is Moderated sharply to an average of 2.1% for FY26, aided by easing food prices, healthy agricultural outputs, and global disinflationary trends. Foreign Exchange Reserves rose to a historic $701.4 billion (as of January 2026), providing an 11-month import cushion and shielding the rupee against external market shocks.

Core Structural Drivers

Consumption Recovery: Private Final Consumption Expenditure (PFCE) climbed to 61.5% of GDP, hitting its highest market share since 2011–12. Consumption expanded on the back of rising real incomes, lower structural rural stress, and middle-income direct tax exemptions rolled out in the Union Budget.

Public Capex & Investment: Investment activity stayed aggressive. Gross Fixed Capital Formation (GFCF) expanded by 7.8%, maintaining a robust 30% share of total GDP. Central government capital expenditure scaled near 4% of GDP, which successfully crowded in private investment across infrastructure, logistics, and manufacturing channels.

Financial Sector Health: The Indian banking system reported multi-decadal strengths. Gross Non-Performing Assets (GNPAs) plummeted to a record low of 2.2% as of late 2025. Backed by strong capital adequacy buffers, overall banking credit growth surged by 14.5% year-on-year.

Economic Outlook – 2026-27

Emerging Headwinds and Future Risks

India's real GDP growth for the financial year 2026-27 (FY27) is projected to stay resilient within a 6.2% to 7.2% range, positioning it as the fastest-growing major economy despite a moderation from the 7.4%–7.6% growth recorded in FY26. According to the government's Economic Survey, the baseline growth estimate stands between 6.8% and 7.2%, while the Reserve Bank of India (RBI) pegs growth at 6.9%. The growth narrative is supported by a stable domestic economy but tempered by energy shocks arising from the prolonged conflict in West Asia.

The primary macro risks entering the picture include:

Geopolitical Disruption: Intensifying conflicts in West Asia and trade route disruptions in the Strait of Hormuz are posing logistics delays and threatening global energy cost increases.

The West Asia Conflict and Energy Shocks: Because India imports over 85% of its crude requirements, disruptions in the Strait of Hormuz have pushed oil averages up to roughly $95 per barrel. Fuel-saving diversions and gas rationing are placing elevated burdens on industrial production and transport logistics.

Protectionist Trade Policies: Inward-looking policies and unexpected tariff updates from advanced Western economies are squeezing external demand for merchandise exports.

Volatile Commodity Trends: Recent spikes in energy pricing and structural wholesale inflation pressures require careful monetary monitoring to prevent a rebound in domestic core inflation.

Resurgent Inflation and Policy Tightening: After a historic drop to ~2.1% in FY26, consumer inflation is projected to climb to 4.6% – 4.8% in FY27 due to imported fuel costs and global commodity volatility. To counter this, market experts expect the RBI to adjust repo rates defensively to keep inflation firmly anchored.

Currency Depreciation and FPI Outflows: The combination of elevated import bills (energy and fertilizers) and global capital reallocation has triggered rupee depreciation, widening the current account deficit slightly.

INDUSTRY STRUCTURE & DEVELOPMENT

The Engineering sector is the largest industrial segment in India, accounting for nearly 27% of all industrial factories and contributing approximately 3% to 4% of the country's overall Gross Domestic Product (GDP) and serves as the primary backbone for core user industries like infrastructure, power, automotive, and mining.

The Indian Engineering industry is highly diversified and is broadly classified into two primary operational segments:

1. **Heavy Engineering Segment**

   This capital-intensive segment accounts for more than 80% of the sector's total output. It is heavily driven by large public sector undertakings (PSUs) and major private corporations.

2. **Light Engineering Segment**

   This segment is highly fragmented and predominantly driven by Micro, Small, and Medium Enterprises (MSMEs).

Sector Growth & Development Drivers

The modern development of India's engineering domain relies on technological evolution, export growth, and massive domestic infrastructural overhauls. Engineering goods consistently rank as the largest contributor to India's total merchandise export basket. The sector accounts for roughly 20% to 24% of India's aggregate goods exports. India retains a massive competitive edge over global peers due to low manufacturing overheads, strong technical design capabilities, and high innovation capacity.

India has quickly shifted from a low-cost manufacturing hub to a sophisticated global center for engineering design. Favorable government policies have deregulated and accelerated industrial development across the country. The engineering sector has been completely de-licensed, allowing 100% Foreign Direct Investment (FDI) via the automatic route. This has allowed multinational firms to seamlessly set up wholly-owned local manufacturing bases.

The manufacturing facilities of your Company are located in Gujarat at Rakanpur, Dist: Gandhinagar and Dudhai, Dist: Kadi. Despite of mixed bag of opportunities and challenges, strong domestic demand and global geopolitical uncertainty, the Company able to achieve turnover of ₹ 25293.47 Lakhs even in highly cut-thought competition and the prevailing market conditions.

The Company is operating in single segment business namely Engineering. the Company is engaged in the manufacture and sale of extensive range of Heat Exchangers such as Shell & Tube Type, Finned Tube

Type and Air Cooled Heat Exchangers, Pressure Vessels, Air-conditioning and Refrigeration Equipments and Turnkey HVAC Projects in India & marketing of Equipments in India and outside India. All these products are supplied to leading Industrial Sections like Power Projects, Refineries, Fertilizers, Cements, Petrochemicals, Pharmaceuticals, Textile and Chemical Industries make them a single window option for multiple products. With their design to delivery ability, The Company could always offer and deliver something extra to their clients, including ease of one-stop solutions.

EXPANSION, CAPITAL EXPENDITURE & FUTURE OUTLOOK

During the Financial Year 2025–26, the Company initiated the construction of an additional bay (shed) at the Dudhai Unit with a capacity of 350 MT, which will enhance the manufacturing capacity for Vessels and Heat Exchangers from 200 MT to 350 MT. The piling work for the said bay (shed) has been completed. Further, the Company has increased the lifting capacity in one of the existing bays (sheds) at the Dudhai Unit to support higher operational efficiency and handling capabilities.

At the Rakanpur Unit, the Company has replaced all existing cement roofing with GI-coated roofing sheets, thereby improving the infrastructure, safety, and durability of the facility.

During the financial year 2025-26, the Company has incurred total capital expenditure to the extent of ₹ 4.67 Crores towards Buildings, Plant & Equipment, Electricals Installation, Furniture & Fixtures, Vehicles, Office Equipments and Computers.

Your Company is having confirmed orders of about ₹ 295 Crores on hand as on 1st August, 2026.

FINANCIAL AND OPERATIONAL PERFORMANCE

The Company operates in a single business segment, namely engineering. Since its inception, it has steadily strengthened its position through its expertise in the design and manufacturing of process equipment.

This discussion covers the Company's financial performance and key operational developments for the financial year from April 2025 to March 2026.

Despite continued global economic uncertainties and market volatility, supported by the resilience of the domestic economy, the Company delivered a healthy performance during the year. The Company recorded steady growth across its operations and continued to strengthen its presence in domestic and international markets through its focus on quality, customer satisfaction, and operational excellence.

This performance reflects the Company's ability to adapt to changing market conditions while maintaining operational efficiency and pursuing sustainable long-term growth.

The Company has earned total revenue from operations of ₹ 25293.47 Lakhs during the year ended on 31st March, 2026 as against ₹ 38781.63 Lakhs earned during the previous year ended on 31st March, 2025. The Company has also earned other income of ₹ 404.30 Lakhs during the year under review as against ₹ 154.98 Lakhs earned during the previous year.

Out of revenue from operations of ₹ 25293.47 Lakhs earned by the Company during the year under review, ₹ 25003.97 Lakhs represents Sale of Products (Domestic ₹ 24215.11 Lakhs & Export ₹ 788.86 Lakhs), ₹ 171.09 Lakhs represents Sale of Services (Processing Charges) and ₹ 118.41 Lakhs represents other operating revenue including export incentives.

The Company has earned the Profit before Tax of ₹ 1389.87 Lakhs during the year ended on 31st March, 2026 as compared to ₹ 2187.88 Lakhs earned during the previous year ended on 31st March, 2025.

The Company has earned Net Profit of ₹ 1027.43 Lakhs for the year ended on 31st March, 2026 after making Provision for Tax Expenses of ₹ 362.44 Lakhs and other adjustments, as compared to Net Profit of ₹ 1651.01 Lakhs earned by the Company during the previous year ended on 31st March, 2025.

Product wise bifurcation of total revenue of the Company during the financial year 2025-26:

Sr. No.	Description	% as on 31/03/2026	% as on 31/03/2025
1	Air Cooled Heat Exchanger & Accessories	60.74	59.87
2	Heat Exchanger & Accessories	35.20	32.82
3	Other Products	4.06	7.31

FINANCIAL RATIOS

Pursuant to Regulation 34 of SEBI Listing Regulations, the details of Key Financial Ratios of the Company, Analysis and Variances and Reason as on 31st March, 2026 compared with 31st March, 2025 have been provided in Note No. 60 to the Audited Financial Statements of the Company for the year ended 31st March, 2026.

RECOGNITION OR AWARDS

Along with development of product design and product manufacturing application, the Company in its tenure of 53+ years continuously upgraded quality and product system by acquiring world's most recognized system like ISO 9001:2015, ISO 14001:2015, ISO 45001:2018 and ASME (U2, U, S-Stamps).

The Company is having Quality Management System as per ISO 9001-2015 certification from TUV-SUD and Certificate for Environment Management System as per ISO 14001:2015 and Occupational Health and Safety (OH&S) Management System as per ISO 45001:2018 from TUV-NORD.

The Company's products have ASME (American Society of Mechanical Engineers-USA) "U", "U2" and "S" Stamp authorization. The Company is also having "NB" and "R" Stamp.

The Company is also a member of HTRI (Heat Transfer Research, Inc, U.S.A.) for updating Heat Transfer Technology.

Due to "U"/ "U2"/ "S" Stamp authorization, it is expected to improve the Quality of the products/equipment of the Company and to achieve higher growth and profitability of the Company in future.

The Company has also licensed software of ANSYS, CREO, PVelite, Nozzle Pro, Stadd Pro and TEKLA for product development.

OPPORTUNITIES

The Indian engineering sector continues to offer significant growth opportunities, driven by increasing investments in infrastructure development, industrial expansion, urbanization, and the Government's focus on manufacturing and self-reliance initiatives. Programs such as Make in India, Production Linked Incentive (PLI) schemes, Smart Cities Mission, renewable energy expansion, and modernization of transportation infrastructure are expected to create substantial demand for engineering products and services.

The growing emphasis on energy efficiency, automation, digitalization, and Industry 4.0 technologies presents new opportunities for engineering companies to enhance operational capabilities and develop innovative solutions. Increasing investments in sectors such as power, oil & gas, railways, defense, water management, and renewable energy are expected to generate sustained business prospects.

The Company's strong technical expertise, established customer relationships, quality-focused approach, and commitment to innovation position it well to capitalize on emerging market opportunities. Further, increasing export potential, diversification of customer industries, and adoption of advanced manufacturing technologies are expected to support long-term growth and strengthen the Company's competitive position.

The Company remains focused on expanding its market presence, improving operational efficiencies, and leveraging technological advancements to create sustainable value for all stakeholders.

Patels Airtemp (India) Limited

With the expansion of infrastructure in Dudhai Unit, there are number of new opportunities are available to the Company to enhance its various products, enter into new market and industry sectors both in the domestic and international market through Export. Export in the developed countries like UK, USA, Canada & Singapore and other countries like Nigeria, Indonesia, Zambia etc. is to be developed and it is expected to provide large impetus to engineering exports to these countries after obtaining the ASME "U"/ "U2"/ "S" Stamp Authorization. Your company is preparing itself to meet the increased demand in the years to come through efficient production management system which will enable to minimize the risk of raw materials price fluctuations.

RISK FACTORS

The Company faces several risk factors that can impact production efficiency, product quality, and overall business operations. One of the primary risks is supply chain disruption, which can delay the availability of essential components and raw materials. Key concern of risk is design and engineering errors, where inaccuracies in blueprints or simulations can lead to costly rework or malfunctioning machinery. Additionally concern which are workplace safety hazards, Regulatory compliance to meet strict industry standards and environmental regulations, market volatility, such as fluctuations in demand or raw material prices, can affect profitability and planning, making risk management a vital part of the industry.

In addition to the risks mentioned above and given the nature of its business, the Company faces intense competition from large-scale manufacturers who benefit from economies of scale and cost advantages. It also encounters challenges from low-cost imports and competition from the unorganized sector, particularly in the marketing of air-conditioning and refrigeration components within the state and neighboring regions. Despite these pressures, the Company remains confident due to its strong focus on quality, superior product offerings, and prompt after-sales service.

QUALITY CONTROL

Quality Control (QC) refers to the systematic processes used to ensure that products, components, and services meet specified standards and customer requirements. In Indian engineering companies, QC plays a critical role in improving product reliability, reducing defects, ensuring safety, and maintaining competitiveness in domestic and international markets.

The Company features its achievements to adherence to strict quality standards. This has been achieved through our efforts to strike the balance between resources and technology to develop products at same level in excellence with international standards. The quality standard is taken care from the initial stage of production to ensure high end product quality.

Objective of Quality Control is to ensure products conform to design specifications, minimize defects, rework, and wastage, improve customer satisfaction, maintain compliance with industry standards and regulations and enhance productivity and profitability.

INTERNAL CONTROL SYSTEM

The Company has established a comprehensive internal control system commensurate with the size, scale, and complexity of its operations. The internal control framework is designed to ensure the orderly and efficient conduct of business, safeguarding of assets, prevention and detection of frauds and errors, accuracy and completeness of accounting records, and timely preparation of reliable financial information.

The Company has implemented appropriate policies and procedures covering key business processes, including procurement, project execution, inventory management, finance, and statutory compliance. Adequate segregation of duties, authorization controls, and periodic reviews are in place to ensure operational effectiveness and compliance with applicable laws and regulations.

The Company has established an adequate and effective Internal Control System (ICS), commensurate with the size and nature of its business, to ensure operational efficiency and safeguard the Company's assets.

The Board of Directors is responsible for overseeing the implementation and maintenance of the ICS. The control framework is designed to ensure timely recording of all business transactions, optimal utilization of resources, protection of assets against unauthorized use, and adherence to applicable laws and regulations. The ICS is developed in compliance with the provisions of the Companies Act, 2013.

In addition, the Company has implemented a robust Whistleblower/Vigil Mechanism, which enables employees and business partners to report unethical or illegal activities, misconduct, or fraud. This mechanism ensures that concerns can be raised in a secure and confidential manner, free from the risk of retaliation, thereby fostering a culture of transparency, accountability, and integrity.

The internal control framework is further supported by well-documented policies, guidelines, and procedures that monitor business and operational performance with the objective of ensuring business integrity and promoting operational efficiency.

Internal audits are conducted by experienced Chartered Accountants in coordination with the Accounts and other departments of the Company. The Audit Committee, constituted by the Board, periodically reviews compliance with internal policies, procedures, and applicable legal requirements.

INDUSTRIAL RELATION & HUMAN RESOURCES

The Company firmly believes that its employees are its most valuable asset and key contributors to its sustained growth and success. The Company remains committed to fostering a positive work environment that promotes employee engagement, skill development, safety, diversity, and continuous improvement.

During the year under review, industrial relations across operational locations remained cordial and harmonious. The Company maintained constructive dialogue and healthy relationships with employees and workmen, which contributed to smooth operations and improved productivity. No industrial disputes affecting the Company's operations were reported during the year. The manpower is internal customer of the Company. If they are not happy, survival would be difficult. No employee union has ever been formed in the Company since inception which is a testament of how we keep each employee and their family member happy in the Company.

The Company continues to invest in the development of its human resources through various training and skill enhancement programs aimed at improving technical competencies, leadership capabilities, quality consciousness, and workplace safety. To praise the sophisticated production process, we have a team of experienced workers who are skilled and trained to get best out of it. Regular orientation programs are being conducted by the Company wherein workers are directly exposed to the experts, which keep them with the latest technology and development.

The Company's philosophy is to provide to its employees friendly working environment and a performance oriented work culture. To enrich the skills of employees and enrich their experience, the Company arranges, Practical Training Courses by Internal and External Faculties. The Company organizes regular medical camps, awareness sessions, and life skills workshops for employees and works. These initiatives are aimed at fostering a healthy work life balance and nurturing an open and caring culture within the organization. The Company extending best possible medical facilities like health check-ups for employees and workers, regular Health Camps, Awareness Talks, Immunization camps at units.

Due to the employees' friendly working environment, performance oriented work and performance appraisal on yearly basses, it attract and retain the best employees in the Company. As on 31st March, 2026, the Company has total 223 employees and workers on the roll of the Company.

HEALTH, SAFETY & ENVIRONMENT

The Company remains committed to maintaining the highest standards of Health, Safety, and Environment (HSE) across all its operations. The safety and well-being of employees, contractors, visitors, and other stakeholders continue to be a key priority and are integral to the Company's business philosophy and operational practices.

Patels Airtemp (India) Limited

The Company has established appropriate HSE policies, procedures, and systems aimed at providing a safe and healthy work environment, preventing occupational injuries and illnesses, and minimizing environmental impact. Regular safety inspections, risk assessments, hazard identification exercises, and preventive maintenance activities are undertaken to strengthen workplace safety and operational reliability.

During the year under review, the Company conducted various safety awareness programs, employee training sessions, emergency preparedness drills, and toolbox talks to reinforce a culture of safety and compliance. Continuous efforts were made to enhance employee awareness regarding safe work practices and adherence to statutory safety requirements.

The Company is committed to environmental sustainability and undertakes measures to optimize resource utilization, conserve energy, reduce waste generation, and promote environmentally responsible operations. Environmental considerations are integrated into business processes with a focus on regulatory compliance and sustainable growth.

The Company continuously monitors its HSE performance and strives for continual improvement through employee participation, management commitment, and adoption of best industry practices. The management remains dedicated to achieving excellence in health, safety, and environmental performance while supporting sustainable business operations.

The Company complied with all applicable health, safety, and environmental regulations during the year and continues to strengthen its HSE management systems to meet evolving business and regulatory requirements.

We at Patels Airtemp (India) Limited (the Company) are fully committed to provide Quality services with safe working place and clean environment to our employees, subcontractors, suppliers, and any other stakeholder involved as an integral part of our business philosophy and value system. We recognize that providing and integrating a sound environmental, health and safety program into our business is the key to our success.

The well – experienced members of our HSE segment are constantly and tirelessly working towards making our organization Accident – free. Some of the HSE protocols and procedures that are included in the system;

- Comply with all pertinent environmental and safety laws, rules and regulations, not just because it is legally required, but also because we believe it is the responsible way to conduct our business.
- Set HSE targets and goals annually to measure our performance and identify areas for improvement.
- Conducting regular audits to identify potential workplace risks and hazards and its preventive measures.
- Employees and workers working at shop floor are provided with Personal Protective Equipments (PPE's) to protect themselves from potential hazards.
- Provide education and training to our employees and contractors to enhance their knowledge, skills and understanding to perform their responsibilities and duties safely.
- Prevent environmental pollution and impact by conserving natural resources, improving efficiency and reducing wastages in our processes.
- Conducting regular meetings with workers across the organization to ensure their consultation and participation is effectively done.
- Ensure continual improvement of business processes through motivation and empowerment of employees.

CAUTIONARY STATEMENT

The Indian engineering industry faces critical risks: rapid skill mismatches due to outdated curricula, vulnerabilities to climate disruptions, and pressures to dilute safety codes. Firms must prioritize strict ethical compliance and robust R&D to avoid compromising public trust, project delays, and financial liability.

The statement given in this report, describing the Company's objectives, estimates and expectations and future plans may contribute towards forward looking statement within the meaning of applicable laws and / or regulations. Actual performance may differ materially from those either expressed or implied. Some statements in this discussion describing the projections, estimates, expectations or outlook may be forward looking. Actual results may, however, differ materially from those stated on account of various factors such as changes in government regulations, tax regimes, economic developments, exchange rates and interest rates fluctuations, impact of competition, demand and supply constraints.

By Order of the Board of Directors
For, Patels Airtemp (India) Limited

Sanjivkumar N. Patel
Chairman & Managing Director
(DIN: 02794095)

Dated: 8th August, 2026
Place : Rakanpur, Dist. Gandhinagar

ANNEXURE–B

CORPORATE GOVERANANCE REPORT

Report on Corporate Governance for the year ended 31st March, 2026 (2025-26)
pursuant to SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015
as amended from time to time

Listed entities in India are subject to extensive compliance and disclosure requirements due to the involvement of public funds and the interests of retail and institutional investors. To promote transparency, accountability, and investor protection, the Securities and Exchange Board of India (SEBI) has prescribed a comprehensive framework aimed at strengthening corporate governance practices across listed companies.

In September 2015, SEBI notified the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"SEBI Listing Regulations**" or "**SEBI LODR**"), replacing the erstwhile Listing Agreement entered into with stock exchanges. The Regulations came into effect from 1 December 2015 and have been amended from time to time to align with evolving governance standards and regulatory expectations.

In compliance with Regulations 17 to 27 read with Schedule V and Clause (b) to (i) of Regulation 46(2) of the SEBI Listing Regulations, the Company has implemented robust corporate governance practices and disclosures. A detailed report on Corporate Governance, setting out the governance framework, policies, systems, and processes adopted by the Company, is presented below.

This report has been prepared in accordance with the applicable provisions of the SEBI Listing Regulations and provides an overview of the corporate governance practices followed by Patels Airtemp (India) Limited ("**the Company**") during the financial year under review.

1. CORPORATE GOVERNANCE PHILOSOPHY:

The Company's philosophy on Corporate Governance is founded on the principles of transparency, accountability, integrity, and ethical business conduct. It seeks to ensure responsible management and effective oversight in the functioning of the Company and the conduct of its business, both internally and externally. The Company is committed to maintaining constructive relationships with its employees, shareholders, creditors, customers, institutional lenders, and other stakeholders, while placing significant emphasis on compliance with applicable laws, regulations, and governance standards.

The traditional view of corporate governance as merely a regulatory and compliance requirement has evolved into an integral component of the Company's business strategy and culture. In pursuance of its Corporate Governance framework, the Company strongly believes in conducting its affairs in a manner that maximizes stakeholder confidence and satisfaction. The Company continually endeavors to promote transparency, strengthen internal controls, and uphold accountability across all areas of its operations.

To reinforce its commitment to ethical conduct and good governance, the Company has adopted and implemented various codes and policies, including the following:

- Code of Conduct for Directors and Senior Management Personnel (Revised with effect from 20 June 2020)
- Code of Conduct for Prohibition of Insider Trading (Revised with effect from 14 February 2026)
- Vigil Mechanism and Whistle Blower Policy
- Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions (Revised with effect from 12 November 2022)

- Corporate Social Responsibility (CSR) Policy (Revised with effect from 19 June 2021)
- Remuneration Policy for Directors, Key Managerial Personnel and Other Employees
- Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI) (with effect from 14 February 2026)
- Policy on Determination and Disclosure of Materiality of Events and Information (Revised with effect from 10 February 2024)

These policies and codes provide a robust governance framework and guide the Company in conducting its business with fairness, transparency, and accountability.

2. BOARD OF DIRECTORS:

(i) Composition and category of Directors as on 31st March, 2026:

As per SEBI Listing Regulations, the Board of Directors ("**the Board**") of the Company comprises of the combination of Executive and Non-Executive Directors. Out of total strength of 6 (Six) Directors as on 31st March, 2026, 3 (Three) Directors are Executive Directors and 3 (Three) Directors are Non-Executive Independent Directors. The Board of Directors comprise of not less than Six Directors. The Chairman of the Board is Promoter-Executive Director. Fifty per cent of the Board of Directors is comprise of Non-Executive Independent Directors including one Independent Woman Director. All members of the Committees of the Board like Audit Committee (AC), Nomination & Remuneration Committee (NRC), Stakeholders' Relationship Committee (SRC) and Corporate Social Responsibility (CSR) Committee comprise of Independent Directors with Chairman of such Committees, being Independent Director, except in case of Finance Committee of the Board, which comprise of all three Executive Directors as Members including Chairman. The composition of the Board and Board Committees is in conformity with Regulation 17 of SEBI Listing Regulations read with Section 149 of the Companies Act, 2013.

The Chairman provides overall direction and guidance to the Board. In the operations and functioning of the Company, the Chairman also a Managing Director is assisted by other two Executive Directors and a core group of senior level executives. The Chairman guides the Board for effective governance structure in the Company. In doing so, the Chairman presides at the meetings of the Board and the Shareholders of the Company.

The Chairman takes a lead role in managing the Board and facilitating effective communication among Directors. The Chairman is responsible for matters pertaining to governance, including the organization and composition of the Board, the organization and conduct of Board Meetings, effectiveness of the Board, Board Committees and individual Directors in fulfilling their responsibilities.

The Company Secretary assists the Chairman in management of the Board's administrative activities such as meetings, schedules, agendas, communication and documentation. The Company Secretary plays a key role in ensuring that the Board (including Committees thereof) procedures are followed and regularly reviewed. The Company Secretary ensures that all relevant information, details and documents are made available to the Directors and senior management for effective decision-making at the meetings.

Patels Airtemp (India) Limited

The composition of the Board as on 31st March, 2026, details of other Directorship in other Listed Entity and Committee Membership/Chairmanship held by them in other Public Companies, are given below as per circular issued by Ministry of Corporate Affairs ("**MCA**") and SEBI:

Sr. No.	Name of Director & Category	Designation	Number of Directorship and Committee Membership / Chairpersonship held in Companies and Listed Companies (Other than Patels Airtemp (India) Ltd.			Particulars of Directorship in other Companies and Listed Entities (Other than Patels Airtemp (India) Ltd.	
			Directorship	Committee Membership	Committee Chairmanship	Name of Company	Category of Directorship
Executive Directors							
1	Mr. Sanjivkumar N. Patel	Chairman & Managing Director	1 $	1 $ **	NIL	Nirma Limited	Independent Director
2	Mr. Apurva V. Shah	Whole-time Director	NIL	NIL	NIL	NIL	NIL
3	Mr. Shivang P. Patel *	Whole-time Director	NIL	NIL	NIL	NIL	NIL
Non-Executive & Independent Directors							
4	Mr. Rajendrakumar C. Patel	Independent Director	1	2 **	NIL	Praveg Limited (Earlier known as Praveg Communications (India) Limited	Independent Director
5	Mr. Naimish B. Patel	Independent Director	NIL	NIL	NIL	NIL	NIL
6	Mrs. Nidhi Y. Patel ^	Independent Woman Director	NIL	NIL	NIL	NIL	NIL

Note:

$ Mr. Sanjivkumar N. Patel (DIN: 02794095) appointed as an Independent Director of Nirma Limited w.e.f. 15th March, 2025 and Member of Stakeholders' Relationship Committee (SRC) of Nirma Limited w.e.f. 1st April, 2025. Nirma Limited was High Value Debt Listed Entity (HVDLE), listed at NSE. Subsequently, Nirma Limited ceased to be HVDLE, however, continue as Debt Listed Entity. Mr. Sanjivkumar N. Patel ceased to be a Member of SRC Committee due to discontinue of SRC Committee by Nirma Limited.

* Mr. Shivang P. Patel (DIN: 08136652) has been re-appointed as Whole-time Director of the Company by the Board of Directors on the recommendation of Nomination and Remuneration Committee for a further period of 3 years w.e.f. 1st June, 2025 up to 31st May, 2028 with payment of remuneration for the said period of 3 years and duly approved by the Shareholders by passing Special Resolution through Postal Ballot on 27th May, 2025.

^ Mrs. Nidhi Yash Patel (DIN: 10944244) has been appointed as an Independent Woman Director of the Company (Non-executive Independent), not liable to retire by rotation, for a first term of five years from 29th March, 2025 up to 28th March, 2030 duly approved by the Shareholders by passing Special Resolution through Postal Ballot on 27th May, 2025 and also appointed as a Member of AC, NRC, SRC and CSR Committee of the Board of Directors of the Company w.e.f. 29th March, 2025.

**Considered only Audit Committee and Stakeholders' Relationship Committee as per Regulation 26 of SEBI Listing Regulations

Note:

1) Other Company Directorships includes Directorships in all Public Limited Companies and excludes Private Limited Companies.

Details of changes in composition of the Board forms part of Board Report.

The brief profiles of all Directors of the Company (Executive and Non-Executive & Independent Directors) have been uploaded on the Company's website https://www.patelsairtemp.com/pdf/announcements/brief-profile-of-directors-29-03-2025.pdf

From the above, no Director hold office as a Director, including any alternate directorship, in more than twenty companies nor held as a Director in more than ten public companies as required under Section 165 of the Companies Act, 2013.

Except Mr. Sanjivkumar N. Patel, Chairman & Managing Director and Mr. Rajendrakumar C. Patel, Non-Executive Independent Director as above, none of the other Directors of the Company serve as Director including Independent Director in any other public limited company including other listed companies and none of the Executive Directors serve as Independent Director on any listed company as required under Regulation 17A of SEBI Listing Regulations.

Further, none of the Independent Directors serve as Non-Independent Director of any company on the board of which any of our Non-Independent Director is an Independent Director. Further, none of the Directors acts as a member of more than 10 (Ten) committees or acts as a chairman of more than 5 (Five) committees across all Public Limited Companies in which he/she is a Director as required under Regulation 26(1) of SEBI Listing Regulations. Necessary disclosures have been made by the Directors in this regard.

The number of directorship(s), committee membership(s) / chairmanship(s) of all Directors is / are within the respective limits prescribed under the Companies Act, 2013 and SEBI Listing Regulations.

All Directors of the Company have been allotted DIN and whose DIN status is 'Approved' and filed their E-KYC Form DIR-3.

(ii) Relationship between the Directors:

Mr. Shivang P. Patel, Whole-time Director of the Company, is a Son of Late Mr. Prakash N. Patel, who was a Brother of Mr. Sanjivkumar N. Patel, Chairman & Managing Director of the Company.

None of the other Directors are related to any other Director on the Board.

(iii) Shares held by Non-Executive Directors:

None of the Non-Executive Independent Directors of the Company held Shares in the Company.

(iv) Number of Board Meetings and Annual General Meeting held and the dates on which held and Attendance:

The mandatory requirement of holding of Board Meeting of the Company within the prescribed interval provided in Section 173 Companies Act, 2013 read with Regulation 17(2) of SEBI Listing Regulations, is that the Directors shall meet at least four times in a financial year, with a maximum time gap of one hundred and twenty days (120 days) between any two meetings.

During the financial year 2025-26, 4 (Four) Board Meetings of the Company were held on 24th May, 2025, 2nd August, 2025, 8th November, 2025 and 14th February, 2026. The Board Meetings were held at the Factory (Works) of the Company situated at Rakanpur, Dist. Gandhinagar, Gujarat.

For the Board Meetings held as above, the gap between two Board Meetings did not exceed 120 days as prescribed in the Companies Act, 2013 and SEBI Listing Regulations.

Attendance of Directors at the Board Meetings held as above and at the 33rd Annual General Meeting (AGM) held on 27th September, 2025 are as under:

Name of Director	Total Board Meeting held during the year	Attendance	
		Board Meeting	33rd AGM held on 27th September, 2025 *
Mr. Sanjivkumar N. Patel	4	4	Yes
Mr. Apurva V. Shah	4	4	Yes
Mr. Shivang P. Patel	4	4	Yes
Mr. Rajendrakumar C. Patel	4	4	Yes#
Mr. Naimish B. Patel	4	4	Yes
Mrs. Nidhi Y. Patel	4	3	Yes #

Note:

* Due to relaxations given by MCA & SEBI, the 33rd AGM of the Company as above was held through Video Conferencing (VC) / Other Audio Visual Means ("OAVM").

Mrs. Nidhi Y. Patel and Mr. Rajendrakumar C. Patel, both Independent Directors of the Company were present in the 33rd AGM through Video Conferencing (VC).

The provisions related to Quorum of Board Meeting have been complied by the Company as per Regulation 17(2A) of SEBI Listing Regulations as amended.

The Minutes of the proceedings of the meetings of the Board is prepared and circulated to the Directors for their review and comments. Any comments received are duly considered and, where required, incorporated in the Minutes in consultation with the CMD. The Minutes are finalised, approved, and entered in the minutes book within 30 days of the conclusion of each Meeting and are thereafter signed and dated by the Chairman at the subsequent Board Meeting.

During the financial year 2025-26, 1 (One) Circular Resolution in respect of the following matter has been passed by the Board of Directors on 22nd August, 2025 and duly confirmed by the Board of Directors in the next Board Meeting of the Company held on 8th November, 2025 as per Section 175 of the Companies Act, 2013 and Rules made thereunder and as per Secretarial Standards SS-1issued by ICSI:

1) Approval of Cost Audit Report for the year 2024-25 issued by M/s. Rajendra Patel & Associates, Cost Accountant, Ahmedabad (Firm Regn. No. FRN 101163), Cost Auditor of the Company in respect of cost records maintained by the Company for various products of the Company.

(v) Performance Evaluation of the Board as a whole, its Committees and Directors

The Companies Act, 2013 and SEBI Listing Regulations contain broad provisions on Board Evaluation i.e. evaluation of the performance of (i) the Board as a whole, (ii) Individual Directors (including Independent Directors and Chairperson) and (iii) various Committees of the Board. The purpose is to improve their overall performance as well as corporate governance standards to benefit all stakeholders.

The Board of Directors of the Company in their Meeting held on 30th May, 2026 has carried out the evaluation of the performance of (i) the Board as a whole, (ii) Individual Directors (including Independent Directors and Chairperson) and (iii) various Committees of the Board for the year 2025-26.

The Board has carried out an evaluation of its own performance and that of its Committees and Directors and also Chairperson in terms of Section 134(3)(p) of the Companies Act, 2013 and Rules made thereunder and SEBI Listing Regulations. The Board has approved a policy (NRC

Policy) for criteria of determining qualifications, selection, appointment and remuneration of Directors, KMP and Senior Management and the same has been uploaded on the Company's web-site https://www.patelsairtemp.com/pdf/policies-and-code-of-conduct/nomination-and-remuneration-policy.pdf.

The Board has carried out an evaluation of its own performance and that of its Committees and Directors and also Chairperson in terms of Section 134(3)(p) of the Companies Act, 2013 and Rules made thereunder and SEBI Listing Regulations for the year 2025-26 after taking into consideration the observations made for the previous year 2024-25. The Nomination and Remuneration Policy (NRC Policy) for criteria of determining qualifications, selection, appointment and remuneration of Directors, KMP and Senior Management and the same has been uploaded on the Company's website https://www.patelsairtemp.com/pdf/policies-and-code-of-conduct/nomination-and-remuneration-policy.pdf

Nomination and Remuneration Committee (NRC) of the Board, as and when required, carried out performance evaluation of Independent Directors, Managing Director and Whole-time Directors of the Company at the time of their appointment/re-appointment and accordingly recommended to the Board.

Directors are appointed/re-appointed with the approval of the Members for a term in accordance with the provisions of the Companies Act, 2013, Rules made thereunder, SEBI Listing Regulations and Articles of Association. All Directors other than Independent Directors are liable to retire by rotation unless otherwise specifically provided under the Articles of Association or under any statute. One-third of the Directors who are liable to retire by rotation, retire at every Annual General Meeting and are eligible offer themselves for re-appointment.

(vi) Minimum Information

Board members are informed well in advance about the schedule of the Meeting. Appropriate information/details and documents are sent in advance to each Director and normally submitted as a part of Agenda papers, except in case of matters/documents which are Unpublished Price Sensitive Information (UPSI), in order to enable the Board to discharge its responsibilities effectively. All material information is incorporated in the agenda for facilitating meaningful and focused discussions at the meeting. Where it is not practicable to attach any document to the agenda, it is tabled before the meeting with specific reference to this effect in the agenda. In special and exceptional circumstances, additional or supplementary item(s) on the agenda are permitted and place before the Board under other business with the permission of the Chairman and with the consent of majority Directors present at the meeting and approved by ratification by a majority Directors of the Company.

The same procedure as above are followed in case of Board Committee Meetings.

The Company Secretary records minutes and proceedings of each Board and Committee Meetings. Minutes and proceedings of Committee Meetings are circulated to the respective committee members and placed before Board Meetings for noting. Draft Minutes are circulated to Board/ Committee members for their comments as prescribed under the Secretarial Standard–1. The Minutes are entered in the Minutes Book within 30 days from the conclusion of the Meeting.

No Directors of the Company opted for participation in the Board Meeting and Committee Meetings through Video Conferencing or any other electronic mode.

Circular Resolutions duly passed by the Directors have been confirmed by the Board of Directors in their next Board Meeting.

Action taken report on decisions / minutes of the previous meeting(s) is placed at the succeeding meeting of the Board / Committees for noting.

The Company follows the Secretarial Standards – 1 related to Board & Committee meetings which are effective from 1st July, 2015 and amended from time to time and binding to the Company.

The following minimum information are placed before the Board for their consideration apart from other information/business:

- Quarterly financial results of the Company;
- Company's Annual Financial Results, Financial Statements, Auditors' Report and Board's Report;
- Minutes of meetings of the Audit Committee and other Committees of the Board;
- Non-compliance of any regulatory, statutory or listing requirements, and shareholders' service, such as non-payment of dividend, delay in, share transfer, etc.;
- Appointment, remuneration and resignation of Directors;
- Formation/reconstitution of Committees, if any;
- Terms of reference of Committees;
- Declaration of Independent Directors at the time of appointment/annually;
- Disclosure of Directors' interest and their shareholding;
- Appointment or removal of the Key Managerial Personnel;
- Appointment of Internal Auditors and Secretarial Auditors;
- Annual Secretarial Audit reports submitted by Secretarial Auditors;
- Declaration of Dividend;
- Recommending appointment of and fixing of remuneration of the Auditors as recommended by the Audit Committee;
- Borrowing of monies, giving guarantees or providing security in respect of loans;
- Reconciliation of Share Capital Audit Report under SEBI (Depositories and Participants) Regulations, 2018;
- Annual operating plans of businesses and budgets;
- Show cause, demand, prosecution notices and penalty notices, if any, which are materially important;
- Fatal or serious accidents, dangerous occurrences, and any material effluent or pollution problems, if any
- Any material default in financial obligations to and by the Company, or substantial non-payment for goods sold by the Company;
- Transactions that involve substantial payment towards goodwill, brand equity or intellectual property, if any;
- Significant labour problems and their proposed solutions. Any significant development in Human Resources/ Industrial Relations front like requiring of wage agreements, implementation of Voluntary Retirement Scheme, and so on;
- Sale of investments, subsidiaries and assets which are material in nature and not in normal course of business;
- Details of foreign exchange exposures, and steps taken by management to limit risks of adverse exchange rate movement, if material; and
- Recruitment and remuneration of senior officers just below the level of board of directors, if any.

(vii) Director qualifications, skills, expertise, competencies and attributes desirable in Company's business and sector in which it functions

The Board comprises qualified members who possess required skills, expertise and competence that allow them to make effective contributions to the Board and its Committees.

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

Strategy and Planning: Appreciation of long-term trends, strategic choices and experience in guiding and leading management teams to make decisions in uncertain environments.

Understanding of industry and operations: Experience and knowledge of the functioning, operations, growth drivers, business environment and changing trends in the metals & mining, manufacturing and engineering industries as well as experience in overseeing large supply chain operations.

Knowledge of technology and innovation: Understanding of emerging trends in technology and innovation that may have an impact on the business and have the ability to guide necessary interventions that can be utilised in making the business more competitive and sustainable.

Governance: Experience in developing governance practices, serving the best interests of all stakeholders, maintaining board and management accountability, building long-term effective stakeholder engagements and driving corporate ethics and values.

The Board of Directors of the Company are having following area of Expertise / Skills / Competencies:

- Leadership
- Strategic Planning
- Research & Development and Innovation
- Financial
- Legal & Compliance
- Operational experience
- Industry Experience
- Global Business
- Corporate Governance
- General Management

The Directors have following skills:

Sr. No.	Name of Director	Designation	Skills / Expertise / Competencies
1	Mr. Sanjivkumar N. Patel	Chairman & Managing Director	Leadership, Operational Experience, Financial, Legal & Compliance, Corporate Governance, Industry Experience, Global Business and Strategic Planning.
2	Mr. Apurva V. Shah	Whole-time Director	Strategic Planning, Research & Development and Innovation, Leadership, Operational Experience, Industry Experience, Global Business
3	Mr. Shivang P. Patel	Whole-time Director	Operational Experience, Financial, Global Business, Industry Experience, Legal & Compliances.
4	Mr. Rajendrakumar C. Patel	Non-executive & Independent Director	Industry Experience, Operational Experience, Financial, Corporate Governance, Legal & Compliance.
5	Mr. Naimish B. Patel	Non-executive & Independent Director	Industry Experience, Operational Experience, Financial, Corporate Governance
6	Mrs. Nidhi Y. Patel	Non-executive & Independent Director	Leadership Capabilities, Corporate Governance, Finance & Risk Management and General Management.

(viii) Independent Directors & Separate Meeting

Following Independent Director of the Company has been re-appointed for a 2nd term of 5 years:

Sr. No.	Name of Independent Director	2nd Term
1	Mr. Rajendrakumar C. Patel	Up to 9th August, 2029

Following Independent Directors of the Company have been appointed for a first term of 5 years:

Sr. No.	Name of Independent Director	1st Term
1	Mr. Naimish B. Patel	Up to 11th August, 2028
2	Mrs. Nidhi Y. Patel #	Up to 28th March, 2030

Mrs. Nidhi Yash Patel (DIN: 10944244) has been appointed as an Independent Woman Director of the Company (Non-executive Independent), not liable to retire by rotation, for a first term of five years from 29th March, 2025 up to 28th March, 2030 duly approved by the Shareholders by passing Special Resolution through Postal Ballot on 27th May, 2025.

During the financial year 2025-26, the Company has obtained declarations of Independence from all Independent Directors of the Company pursuant to Section 149(7) of the Companies Act, 2013 and Regulation 25(8) of SEBI Listing Regulations and as per Regulation 16(1)(b) of SEBI Listing Regulations as amended and based on such declarations received from them, the Board of Directors after undertaking due assessment of the veracity confirmed that they met the criteria of Independence as provided in Regulation 16(1)(b) & 25 of SEBI Listing Regulations and Section 149(6) of the Act and in the opinion of the Board, there has been no change in the circumstances which may affect their status as Independent Directors of the Company and the Board is satisfied of the integrity, expertise, and experience (including proficiency in terms of Section 150(1) of the Act and applicable rules thereunder) of all Independent Directors on the Board. The Board also confirmed that they are not aware of any circumstances or situation which exists or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgment and without any external influence and they are independent of the management.

Independent Directors have complied with the Code of Conduct for Independent Directors specified in Schedule – IV to the Companies Act, 2013.

Further, in terms of Section 150 read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended, Independent Directors have duly registered their name with Data Bank maintained by the Indian Institute of Corporate Affairs (IICA) as per Companies (Creation and Maintenance of Databank of Independent Directors) Rules, 2019. They have confirmed the compliance of the said Rules vide their declaration of independence under Section 149(7) of the Act.

Ministry of Corporate Affairs ("MCA') provide relaxations to Independent Directors by issuing notification to amendment in the Companies (Appointment and Qualification of Directors) Rule, 2014 vide its notification dated 18th December, 2020 which is called the Companies (Appointment and Qualification of Directors) Fifth Amendment Rules, 2020, which is effective from 18h December, 2020.

As per above notification, under Rule 6(4) of the Companies (Appointment and Qualification of Directors) Rules, 2014, every individual whose name is included in the Data Bank can pass the online proficiency self-assessment test within period of two years (previously it was 1 year) from the date of inclusion of his name in the Data Bank. Further, the eligibility criteria for exemption from online proficiency self-assessment test, an individual shall not be required to pass the online proficiency self-assessment test when he/she has served as a Director or KMP for a total period of note less than 3 years (previously it was 10 years) in listed company.

In this regard, Mr. Naimish B. Patel (DIN: 02813295), one of the Independent Director of the Company, was not required to pass Online Proflciency Self-Assessment Test due to fulfilling the above exempted criteria. However, Mrs. Nidhi Yash Patel (DIN: 10944244), Independent Director of the Company, has duly passed an Online Proficiency Self-assessment Test within two years from inclusion of her name in the Databank.

The terms & conditions of their appointment as Independent Directors are in compliance with the provisions of the Companies Act, 2013 and SEBI Listing Regulations and are available on the website of the Company https://www.patelsairtemp.com/pdf/policies-and-code-of-conduct/terms-and-conditions-of-appointment-of-independent-directors.pdf

The policy decisions are considered by the Nomination and Remuneration Committee (NRC) for appointment of Independent Director on the Board. The Board considers the NRC Committee's recommendation and takes appropriate decision/action.

A separate Meeting of independent Directors for evaluation of the performance of Non-independent Directors, performance of the Board as a whole and performance of the Chairman, is required to be held every year. During the financial year 2025-26, a separate Meeting of Independent Directors of the Company was held on 28th March, 2026, wherein they reviewed (i) the performance of Non-independent Directors and the Board as a whole, (ii) the performance of the Chairperson of the Company, taking into accounts the views of Executive Directors and Non-Executive Directors and (iii) assessed the quality, quantity and timeliness of flow of information between the Company management and the Board of Directors that is necessary for the Board to effectively and reasonably perform their duties.

The Board of Directors at their Meeting held on 30th May, 2026 also evaluated the performance of Independent Directors of the Company and fulfillment of independence criteria and their independence from the management.

During the financial year 2025-26, all the Directors have completed process of KYC as per requirement of Ministry of Corporate Affairs ("**MCA**").

(ix) Familiarization programme for the Directors

Directors of the Company are updated on changes /developments in the domestic / global markets and industry scenario in the Board and Committee Meetings. The Directors are also updated about changes in statutes/legislation and on matters significantly affecting the Company.

As per Regulation 25(7) of SEBI Listing Regulations, whenever Independent Directors are inducted in the Board, they are introduced to the Company's organization structure, business and nature of industry, constitution, board procedures and roles, rights and responsibilities of Independent Directors, etc.

As per Regulation 46 of SEBI Listing Regulations, details of familiarization programmes for Independent Directors of the Company are uploaded on the Company's website https://www.patelsairtemp.com/pdf/policies-and-code-of-conduct/famalirisation-programme-for-independent-director.pdf

(x) Managerial Remuneration/Sitting Fees to the Directors

The Nomination and Remuneration Policy (NRC Policy) on appointment and remuneration of Directors is uploaded on the Company's website on Policy (NRC Policy) on appointment and remuneration of Directors is uploaded on the Company's website https://www.patelsairtemp.com/pdf/ policies-and-code-of-conduct/nomination-and-remuneration-policy.pdf

The remuneration of Executive Directors is decided by the Board on the recommendation of Nomination and Remuneration Committee, subject to approval of the Shareholders in General Meeting.

The aggregate amount of salary, perquisites & allowances paid to the following Managing Director and Whole-time Directors of the Company during the financial year 2025-26 ended on 31st March, 2026 (i.e. from 1st April, 2025 to 31st March, 2026) are as under:

(Amount in ₹)

Name of Executive Directors	Designation	Salary	Perquisites & Allowances	Total
Mr. Sanjivkumar N. Patel $	Chairman & Managing Director	66,00,000	2,71,373	68,71,373
Mr. Shivang P. Patel #	Whole-time Director	66,00,000	3,60,063	69,60,063
Mr. Apurva V. Shah	Whole-time Director	43,20,000	2,13,559	45,33,559

Note:

Mr. Shivang P. Patel (DIN: 08136652) has been re-appointed as Whole-time Director of the Company with payment of remuneration by way of Salary of ₹ 5,60,000/- per month plus Perquisites and Allowances for the period of 3 years from 1st June, 2025 up to 31st May, 2028 duly approved by the Shareholders by passing a Special Resolution through Postal Ballot on 27th May, 2025.

The appointment of Managing Director and Whole-time Directors may be terminated by either party giving to the other party three months' notice or the Company paying three months' remuneration in lieu thereof. The Company does not have a scheme for grant of stock options either to the Whole-time Directors & Managing Director or Employees. None of the other Directors are paid remuneration except sitting fees for attending Board Meetings.

The Company has paid sitting fees as under to Non-executive Independent Directors of the Company apart from conveyance expenses for attending Board Meetings held during the financial year 2025-26 (i.e. from 1st April, 2025 to 31st March, 2026). However, no sitting fees paid to the Directors for attending Committee Meetings of the Board:

Sr. No.	Name of Independent Directors	Sitting Fees Amount in (₹)
1	Mr. Rajendrakumar C. Patel	18,000
2	Mr. Naimish B. Patel	18,000
3	Mrs. Nidhi Y. Patel	13,500

There were no pecuniary relationships or transactions by Independent Directors with the Company, its promoters or its management.

Criteria of making payments to Independent and /or Non-executive Directors are uploaded on the Company website at Criteria of making payments to Independent and /or Non-executive Directors are uploaded on the Company website at https://www.patelsairtemp.com/pdf/policies-and-code-of-conduct/criteria-of-making-payment.pdf.

3. COMMITTEES OF THE BOARD:

The Board of Directors of the Company has constituted the following Committees in terms of the provisions of Listing Regulations and Companies Act, 2013 and Rules made there under:

1. Audit Committee (AC)
2. Nomination and Remuneration Committee (NRC)
3. Stakeholders' Relationship Committee (SRC)
4. Corporate Social Responsibility Committee (CSR Committee)
5. Finance Committee (FC)

The Chairperson of Board Committees apprise the Board Members of the important issues and discussions in the Committee Meetings. Minutes of proceedings of Committee Meetings are circulated to the respective committee members and placed before Board Meetings for noting.

Recommendation of the Committees have been duly accepted by the Board of Directors, wherever necessary, during the financial year 2025-26.

Composition of various Committees of the Board along with respective terms of reference are uploaded on the Company website at Composition of various Committees of the Board along with respective terms of reference are uploaded on the Company website at https://www.patelsairtemp.com/pdf/ policies-and-code-of-conduct/composition-of-various-committees-of-board.pdf.

The composition, meetings, attendance and terms of reference of the said Committees formed as per Companies Act, 2013, Rules made thereunder and SEBI Listing Regulations are as under:

(A) AUDIT COMMITTEE:

(i) Composition of Committee and Meetings and Attendance:

The Audit Committee shall have minimum three Directors as members. At least two-thirds of the members of Audit Committee shall be Independent Directors as amended by SEBI (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2021 read with the corrigendum, w.e.f. 1.1.2022. The Chairperson of the Audit Committee shall be an Independent Director.

As on 31st March, 2026, the Audit Committee consists of 3 members, all are Independent Directors of the Company as under. The Committee's composition and terms of reference are in compliance with the provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI Listing Regulations as above.

Independent Director is the Chairman of the Audit Committee and all members are financially literate and ability to read and understand the financial statements and one member has accounting or related financial management expertise.

Mr. Nikhil Patel, who is a Company Secretary of the Company, is the Secretary to the Audit Committee.

The mandatory requirement of holding of Audit Committee Meeting of the Company within the prescribed interval provided in Regulation 18(2) of SEBI Listing Regulations is that the Members of Audit Committee shall meet at least four times a year, with a maximum time gap of one hundred and twenty days (120 days) between any two meetings.

During the financial year 2025-26, 4 (Four) Audit Committee Meetings of the Company were held on 24th May, 2025, 2nd August, 2025, 8th November, 2025 and 14th February, 2026. The Audit Committee Meetings were held at the Factory (Works) of the Company situated at Rakanpur, Dist. Gandhinagar, Gujarat.

For the Audit Committee Meetings held as above, the gap between two Audit Committee Meetings did not exceed 120 days as prescribed in the Companies Act, 2013 and SEBI Listing Regulations.

The Chairman of the Audit Committee informs the Board about the summary of the discussions held in the Committee Meetings. The Minutes of the Meetings of Audit Committees are placed before the Board for review.

There are no recommendations of the Audit Committee which have not been accepted by the Board. During the year, all recommendations made by the Audit Committee were accepted by the Board.

As per Regulation 18(2)(b) of SEBI Listing Regulations as amended, the quorum for Audit Committee Meeting shall either be two members or one third of the members of the Audit Committee, whichever is greater, with at least two Independent Directors.

Attendance of Members at the Audit Committee Meeting during the financial year 2025-26 are as under:

Name of the Member	Position	Category	No. of Meetings Held	No. of Meetings Attended
Mr. Rajendrakumar C. Patel	Member	Independent Director	4	4
Mr. Naimish B. Patel	Chairman	Independent Director	4	4
Mrs. Nidhi Y. Patel	Member	Independent Director	4	3

Managing Director, Whole-time Directors and Chief Financial Officer (CFO) of the Company were generally invited to attend the Audit Committee meetings.

The Minutes of the Audit Committee Meetings are placed before the Board in the next Board Meeting and noted the same.

The Chairman of the Audit Committee was present at the last 33rd Annual General Meeting held on 27th September, 2025.

(ii) Terms of reference:

The terms of reference of Audit Committee are to cover the matters specified under Listing Regulations and the Companies Act, 2013 and Rules made thereunder and more particularly redefined and approved by the Board of Directors at their meeting held on 12thNovember, 2016 in view of the provisions of Section 177(4) of the Companies Act, 2013 and Rules made thereunder and SEBI Listing Regulations. The functions of the Committee inter alia include the overview of the Company's financial reporting processes, review of the quarterly, half yearly and yearly financial statements, review of adequacy of internal control system, review of the financial and risk management policies and review of significant findings and adequacy of internal audit function, approval or any subsequent modification of transactions with related parties of the Company, recommendation for appointment, remuneration and terms of appointment of auditors of the company, etc.

The Board of Directors at their meeting held on 11th February, 2019 approved additional terms of reference as mentioned in Section 177(4) of the Companies Act, 2013 and Rules made there under and Regulation 18 read with Part C of Schedule II of SEBI Listing Regulations in continuation of existing terms of reference of Audit Committee.

(B) NOMINATION & REMUNERATION COMMITTEE (NRC):

The erstwhile Remuneration Committee of the Directors of the Company was re-nomenclature as "Nomination and Remuneration Committee" at the meeting of the Board of Directors held on 9th August, 2014, pursuant to the provisions of Clause – 49 (IC) of erstwhile Listing Agreement with Stock Exchange and Section 178 of the Companies Act, 2013 and Rules made thereunder.

(i) Composition of Committee and Meeting and Attendance:

The Board of Directors shall constitute the Nomination and Remuneration Committee (NRC) as follows as amended by SEBI (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2021 read with the corrigendum, w.e.f. 1.1.2022:

(a) the committee shall comprise of at least three directors;

(b) all directors of the committee shall be non-executive directors; and

(c) at least two-thirds of the directors shall be independent directors.

The Chairperson of the NRC Committee shall be an Independent Director:

Provided that the chairperson of the listed entity, whether executive or non-executive, may be appointed as a member of NRC Committee and shall not chair such Committee.

As on 31st March, 2026, NRC Committee consists of 3 members, all are Independent Directors as under. Independent Director is the Chairman of NRC Committee. The constitution of NRC Committee fulfills the requirements of Section 178 of the Companies Act, 2013, Rules made thereunder and Regulation 19 of SEBI Listing Regulations.

During the year under review, NRC Committee met 1 time on 14th February, 2026.

As per Regulation 19(2A) of SEBI Listing Regulations, the quorum for a meeting of the NRC shall be either two members or one third of the members of the committee, whichever is greater, including at least one Independent Director in attendance.

Attendance of Members at the NRC Committee Meeting are as under:

Name of the Member	Position	Category	No. of Meeting Held	No. of Meetings Attended
Mr. Rajendrakumar C. Patel	Member	Independent Director	1	1
Mr. Naimish B. Patel	Chairman	Independent Director	1	1
Mrs. Nidhi Y. Patel	Member	Independent Director	1	-

NRC Committee normally meets for considering proposal related to the following matters after evaluation of the performance of existing Directors and Whole-time & Managing Directors of the Company and recommendation to the Board of Directors:

- Appointment of Additional Directors;
- Appointment and Re-appointment of Independent Directors;
- Appointment and Re-appointment of Managing & Whole-time Directors; and
- Remuneration of Key Managerial Personnel and Managing Director & Whole-time Directors of the Company and for considering any other matter as may be specified under the terms of reference of the committee.

Mr. Nikhil Patel, who is a Company Secretary of the Company, is the Secretary to the NRC Committee.

(ii) Terms of reference:

NRC Committee shall identify the persons, who are qualified to become Directors of the Company / who may be appointed in Senior Management in accordance with the criteria laid down, recommend to the Board their appointment and removal and also shall carry out evaluation of every Director's performance. Committee shall also formulate the criteria for determining qualifications, positive attributes, independent of the Directors and recommend to the Board a Policy, relating to the remuneration for the Directors, Key Managerial Personnel and other employees and such other things prescribed as per Section 178 of the Companies Act, 2013, Rules made thereunder and Listing Regulations. The terms of reference of NRC Committee are to cover the matters specified under SEBI Listing Regulations and Section 178 of the Companies Act, 2013 and Rules made thereunder and more particularly role and scope of work defined by the Board of Directors at their meeting held on 12th November, 2016.

The Board of Directors at their meeting held on 11th February, 2019 approved additional terms of reference as mentioned in Section 178 of the Companies Act, 2013 and Rules made there under and under SEBI Listing Regulations in continuation of existing terms of reference of NRC Committee.

Salient features of the Policy on appointment and remuneration of Directors, KMP and other employees and other matters as required under Section 178(3) of the Companies Act, 2013 is available on the web-site of the Company viz. https://www.patelsairtemp.com/pdf/policies-and-code-of-conduct/ nomination-and-remuneration-policy.pdf.

(C) Stakeholders Relationship COMMITTEE (SRC):

The erstwhile Share Transfer and Investors' Grievance Committee of the Directors of the Company was re-nomenclature as a Stakeholders' Relationship Committee, at the meeting of Board of Directors held on 9th August, 2014.

(i) Composition of Committee and Meeting and Attendance:

As per Regulation 20(2A) of SEBI Listing Regulations, at least three Directors, with at least one being an Independent Director, shall be members of the Committee. The chairperson of this committee shall be a Non-executive Director.

As on 31st March, 2026, SRC Committee consists of 3 members, all are Independent Directors as under. Independent Director is the Chairman of the Committee. The constitution of SRC Committee fulfills the requirements of Regulation 20 of SEBI Listing Regulations and Section 178 of the Companies Act, 2013 and Rules made thereunder.

The SRC committee shall meet at least once in a year.

During the year under review, the Stakeholders Relationship Committee met 1 time on 14th February, 2026 for taking note of the following matters occurred during the financial year 2025-26 i.e. from 1st April, 2025 to 31st March, 2026 related to Stakeholders:

- Request/application from the Shareholders in respect of Transfer/ Transmission/Issue of Duplicate Certificate / Name deletion etc.
- Request / Application for Dematerialisation / Rematerialisation of shares;
- Investors Grievances/Complaints
- Complaints from Stock Exchange, SEBI and other Government Authorities.
- Statement of Grievance Redressal Mechanism to BSE Ltd.
- Quarterly / Half yearly disclosures to BSE Limited;
- E-Voting facilities to the Shareholders of the Company
- Service Standards of Share Transfer Agent (RTA) of the Company
- Transfer of unclaimed/unpaid Dividend amount to IEPF
- Transfer of shares to IEPF demat authority account

Mr. Naimish B. Patel, Chairperson of SRC Committee was present at the 33rd Annual General Meeting held on 27th September, 2025 to answer queries of the shareholders.

Attendance of Members at the SRC Committee Meeting during the financial year 2025-26 are as under:

Name of the Member	Position	Category	No. of Meeting Held	No. of Meetings Attended
Mr. Rajendrakumar C. Patel	Member	Independent Director	1	1
Mr. Naimish B. Patel	Chairman	Independent Director	1	1
Mrs. Nidhi Y. Patel	Member	Independent Director	1	-

Mr. Nikhil Patel, who is a Company Secretary of the Company, is the Secretary to SRC Committee.

(ii) Terms of Reference:

Pursuant to Section 178 of the Companies Act, 2013, Rules made thereunder and Listing Regulations, the Committee focuses primarily on monitoring expeditious redressal of investors / stakeholders grievances and also functions in an efficient manner that all issues / concerns stakeholders are addressed / resolved promptly.

The Committee, inter alia, approves the transfer/transmission of Shares, issue of new/ duplicate Share Certificates, splitting and consolidation of Shares etc. The Committee also looks after redressal of Shareholder's complaints like transfer of shares, non-receipt of balance sheet, non-receipt of dividends, etc. The Board of Directors has delegated the power of approving transfer of Shares etc. to the Stakeholders' Relationship Committee.

(iii) Name and designation of Compliance Officer:

The Board has appointed Mr. Nikhil Patel, Company Secretary, as Compliance Officer of the Company pursuant to Regulation 6 of SEBI Listing Regulations.

(iv) Details of Shareholders complaints received / resolved / pending during the year:

The total number of complaints received by the Company/its Registrar and resolved to the satisfaction of Shareholders during the year under review were as under:

Complaint as on 01/04/2025	Received during the year	Resolved during the year	Pending as on 31/03/2026
NIL	NIL	NIL	NIL

The Company interacts with Bigshare Services Pvt. Ltd., Registrar & Transfer Agent and takes effective steps/actions for resolving queries/complaints of the shareholders.

(v) Number of pending transfers:

No requests for transfer and dematerialization of shares were pending for approval as on 31st March, 2026.

(D) Corporate Social Responsibility Committee (CSR):

(i) Composition of Committee and Meeting and Attendance:

In terms of provisions of Section 135 of the Companies Act, 2013 and Rules made thereunder, a Company is required to constitute a Corporate Social Responsibility (CSR) Committee of the Board consisting of three or more Directors, out of which at least one Director shall be an Independent Director. In this regard, a Committee of the Directors of the Company has been constituted as Corporate Social Responsibility Committee (CSR). CSR Committee as on 31st March, 2026 consists of 3 Independent Directors with Chairman, being Independent Director. CSR Committee fulfills the requirements of Section 135 of the Companies Act, 2013 and the Rules made thereunder.

In terms of Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility) Rules, 2014 as amended and in accordance with the CSR Policy, the Company has duly spent total amount of ₹ 38.00 Lacs towards CSR activities during the financial year 2025-26, as against the requirement of ₹ 37.79 Lacs, i.e. excess amount of ₹ 21,000/- spent during the financial year 2025-26, which will be adjusted against the CSR contribution for the financial year 2026-27, duly approved by the CSR Committee at its Meeting held on 28th March, 2026 and Board of Directors at their Meeting held on 30th May, 2026 to that effect.

The Chief Financial Officer (CFO) of the Company has issued Certificate that the full amount of contribution of ₹ 38.00 Lacs made by the Company to the Implementing Agencies have been utilized and spent by the said Implementing Agencies towards CSR activities during the financial year 2025-26 as per CSR policy and as specified in Scheduled VII of the Companies Act, 2013 and as approved by CSR Committee and Board of Directors.

As per the amendment in the Companies (Corporate Social Responsibility Policy) Rules, 2014 by Ministry of Corporate Affairs (MCA), the Annual Report on CSR activities for the financial year 2025-26 as required under the Rules has been annexed with Board's Report. Annual Report on CSR Activities included in Board's Report has been issued and signed by Mr. Sanjivkumar N. Patel, Chairman & Managing Director and Mr. Naimish B. Patel, Chairman of CSR Committee of the Company.

During the year under review, CSR Committee met 2 (two) times on 24th May, 2025 and 28th March, 2026. The presence of the members at the meeting are as under:

Name of the Member	Position	Category	No. of Meetings Held	No. of Meetings Attended
Mr. Rajendrakumar C. Patel	Member	Independent Director	2	2
Mr. Naimish B. Patel	Chairman	Independent Director	2	2
Mrs. Nidhi Y. Patel	Member	Independent Director	2	2

MCA vide notification dated 11th February, 2020 has amended the Companies (Accounts) Rules, 2014 which requires companies falling under the provisions of section 135 of the Companies Act, 2013, to furnish a report on CSR to Registrar in form CSR-2. In this regard, the Company has duly filed form CSR-2 before 31st March, 2026.

(ii) Terms of reference:

The Committee formulates and recommend to the Board, a CSR Policy and recommend the amount of expenditure to be incurred on CSR activities as per Section 135, read with Schedule VII of the Companies Act, 2013 and Rules made thereunder. Committee framed a transparent monitoring mechanism for implementation of CSR projects or programms or activities undertaken by the Company, recommend the amount of expenditure to be incurred on the activities and also monitors CSR policy from time to time.

Mr. Nikhil Patel, who is a Company Secretary of the Company, is the Secretary to CSR Committee.

(iii) Corporate Social Responsibility Policy:

CSR Committee has formulated modified / revised CSR Policy in line of amendment of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and Section 135 of the Companies Act, 2015. The modified / revised CSR policy on the Corporate Social Responsibility measures to be undertaken by the Company as specified in Schedule VII to the Companies Act, 2013 is available on the web-site of the Company viz. https://www.patelsairtemp.com/pdf/policies-and-code-of-conduct/corporate-social-responsibility-policy.pdf.

(E) Finance Committee (FC):

(i) Composition of Committee, Meeting and Terms of reference:

The Board of Directors at their Meeting held on 8th February, 2025 constituted its Finance Committee (FC) as under pursuant to Section 179(3)(d) of the Companies Act, 2013 and the Rules made thereunder to borrow Secured / Unsecured Loans from the Banks / Financial Institutions / Non-Banking Finance Company (NBFCs) / Company / Firm / any other Body Corporates / any other lending agencies, keeping in view the Company's existing and future financial requirements to support its business operations in the ordinary course of business up to the limit of ₹ 50 Crores:

1 Mr. Sanjivkumar N. Patel - Chairman & Managing Director

2 Mr. Shivang P. Patel - Whole-time Director

3 Mr. Apurva V. Shah - Whole-time Director

4. GENERAL BODY MEETINGS:

(a) Details of Annual General Meetings (AGM) of the members of the Company held in last three years are as under Through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in compliance with the various circulars issued by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) and as per the applicable provisions of the Companies Act, 2013 read with the relevant rules made thereunder.

Financial Year	Date and Time	Venue	No. of Special Resolution Passed
2024-25 (33rd AGM)	27th September, 2025 at 11.30 a.m.	Through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in compliance with the various circulars issued by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) and as per the applicable provisions of the Companies Act, 2013 read with the relevant rules made thereunder.	2
2023-24 (32nd AGM)	21st September, 2024 at 11:30 a.m.	Through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in compliance with the various circulars issued by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) and as per the applicable provisions of the Companies Act, 2013 read with the relevant rules made thereunder.	2

Financial Year	Date and Time	Venue	No. of Special Resolution Passed
2022-23 (31st AGM)	23rd September, 2023 at 11:30 a.m.	Through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in compliance with the various circulars issued by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) and as per the applicable provisions of the Companies Act, 2013 read with the relevant rules made thereunder.	5

(a) Details of Special Resolution passed in last three AGMs:

Financial Year	Sr. No.	Particulars of Special Resolution
2024-25	1	Authority to the Board of Directors of the Company to borrow money up to ₹ 500 crores under Section 180(1)(c) of the Companies Act, 2013.
	2	Authority to Board of Directors of the Company for creation of security on increased Borrowing Power up to ₹ 500 crores under Section 180(1)(a) of the Companies Act, 2013.
2023-24	1	Revision in the terms of remuneration of Mr. Sanjivkumar N. Patel (DIN: 02794095), Chairman & Managing Director of the Company, by way of increase in the salary from existing ₹ 4,00,000/- per month to ₹ 5,50,000/- per month plus perquisites and allowances payable for the period from 3rd August, 2024 to 19th May, 2026.
	2	Revision in the terms of remuneration of Mr. Shivang P. Patel (DIN: 08136652), Whole-time Director of the Company, by way of increase in the salary from existing ₹ 4,00,000/- per month to ₹ 5,50,000/- per month plus perquisites and allowances payable for the period from 3rd August, 2024 to 31st May, 2025.
2022-23	1	Authority to the Board of Directors of the Company to borrow money up to ₹ 350 crores under Section 180(1)(c) of the Companies Act, 2013.
	2	Authority to Board of Directors of the Company for creation of security on increased Borrowing Power up to ₹ 350 crores under Section 180(1)(a) of the Companies Act, 2013.
	3	Re-appointment of Mr. Narayanbhai G. Patel (DIN: 00023107) as Whole-time Director of the Company designated as "Chairman & Whole-time Director" for a further period of 3 years w.e.f. 20th May, 2023 up to 19th May, 2026 and payment of remuneration for the said period of 3 years.
	4	Re-appointment of Mr. Sanjivkumar N. Patel (DIN:02794095) as Managing Director of the Company for a further period of 3 years w.e.f. 20th May, 2023 up to 19th May, 2026 and payment of remuneration for the said period of 3 years.
	5	Appointment of Mr. Naimish B. Patel (DIN: 02813295) as an Independent Director of the Company not liable to retire by rotation for a first term of 5 years from 12th August, 2023 up to 11th August, 2028.

(b) During the period from 1st April, 2026 up to the date of this Report, the following Special Resolution has been passed by the Shareholders with requisite majority through Postal Ballot on 7th April, 2026:

Financial Year	Sr. No.	Particulars of Special Resolution
From 1st April, 2026 and up to the date of this Report (Postal Ballot)	1	Re-appointment of Mr. Sanjivkumar N. Patel (DIN:02794095) as Managing Director of the Company designated as "Chairman & Managing Director" for a further period of 3 (Three) years w.e.f. 20th May, 2026 up to 19th May, 2029, liable to retire by rotation, upon the terms and conditions including remuneration comprising salary of ₹ 5,50,000/- per month plus perquisites and allowances for the said period of 3 years.

The persons who conducted the Postal Ballot process, details of the voting pattern and procedure of Postal Ballot:

Persons who conducted the Postal Ballot process: CS Punit Lath, Practicing Company Secretary (ACS No. 26238 and COP No. 11139), was appointed as the Scrutinizer for conducting this Postal Ballot process through remote e-voting, in fair and transparent manner.

Details of voting pattern: The details of voting pattern are available on the website of the Company viz. http://www.patelsairtemp.com.

Procedure for Postal Ballot: The Postal Ballot was carried out through remote e-voting only pursuant to the provisions of Section 108 and Section 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time ("the Rules") and other applicable provisions of the Act and Rules and in accordance with the requirements prescribed by the Ministry of Corporate Affairs ('MCA') for holding General Meetings/ conducting Postal Ballot process through e-Voting till further Orders, vide General Circular Nos. 14/2020 dated April 8, 2020, 03/2022 dated May 5, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023, 09/2024 dated September 19, 2024 and 03/2025 dated September 22, 2025 and other relevant circulars and notifications issued by MCA (collectively the 'MCA Circulars'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and in terms of SEBI Master Circular dated 11th November, 2024, Secretarial Standards on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India (ICSI) and other applicable laws, rules and regulations (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time).

(c) At the forthcoming 34th AGM, no special resolution is proposed to be passed through Postal Ballot except mentioned above in para (b).

5. DISCLOSURES:

(i) Related Party Transactions:

The Independent Directors, who apart from receiving sitting fees for attending Board Meetings, do not have any other material pecuniary relationship or transactions with the company, its promoters or its management, which in the judgment of the Board may affect independence of the judgment of the Directors.

The Directors as and when required make full disclosures to the Board regarding nature of their interest in other Companies, firms etc. in which they are Directors or Members or Partners. Full particulars of contract, if any, entered with the Companies / Partnership Firms, in which the Directors are directly or indirectly concerned or interested, if any, are entered in the Register of Contract maintained under Section 189 of the Companies Act, 2013 and the same, as and when required, is placed in the Board Meeting for the noting and signature of the Directors present in the Meeting.

The Company has duly taken prior approval from Audit Committee (by Independent Directors only) and Board of Directors at their respective Meetings held on 14th February, 2025 for entering into Related Party Transactions by the Company with Related Parties including Omnibus approval during the year financial year 2025-26 ended on 31st March, 2026.

For other details and disclosures regarding Related Party Transactions have been included in the Directors' Report attached with this Annual Report.

(ii) Conflict of interest

The Board of Directors and Senior Management Personnel (SMP) of the Company have made disclosure to the effect confirming that there were no financial or commercial transactions entered into by the Company in which they or their relatives had any potential conflict of interest with the Company.

(iii) Risk Management

Business risk evaluation and management covering the business operations of the Company is an ongoing process within the Company and the management reviewed frequently risk assessment and to minimize them. The Company is not required to constitute Risk Management Committee of its Directors.

(iv) CEO/CFO Certification:

In terms of Regulation 17(8) of SEBI Listing Regulations, Chairman & Managing Director and Chief Financial Officer (CFO) of the Company have furnished certificate on the financial statements (standalone & consolidated) and internal controls relating to financial reporting of the Company to the Board for the year ended on 31st March, 2026 and attached to this Report certifying that the financial statements do not contain any materially untrue statement and these statements represent a true and fair view of the Company's affairs. The Chairman & Managing Director and Chief Financial Officer (CFO) of the Company also give quarterly certification on financial results while placing the financial results before the Board in terms of Regulation 33(2) of SEBI Listing Regulations.

(v) Details of Non-Compliance and penalties imposed by SEBI / Stock Exchange:

Details of Non-Compliance and penalties imposed by SEBI / Stock Exchange during the financial year 2025-26 have been included in the Directors' Report attached and forms part of this Annual Report.

(vi) Management Discussion and Analysis Report:

Pursuant to Regulations 34(2)(e) read with Part B of Schedule V of the Listing Regulations, Management Discussion and Analysis (MDA) Report annexed after the Director's Report and form a part of this Annual Report.

(vii) Code of Conduct:

In compliance with Regulation 26(3) of SEBI Listing Regulations, the Board of Directors has adopted the Code of Business Conduct and Ethics for Directors and Senior Management Personnel (SMP) including Chief Financial Officer & Company Secretary, being KMP. The said Code has been communicated to all the Directors and Senior Management Personnel as above. They have also affirmed to the Company about the compliance of the said Code during the Financial Year ended on 31st March, 2026. The declaration from Chairman & Managing Director

& Whole-time Director of the Company, affirming compliance of the said Code of Conduct by all the Board Members and Senior Management Personnel is annexed separately to this Report.

The Code is applicable to Independent Directors to such extent as may be applicable to them depending on their roles and responsibilities.

The Code of Business Conduct and Ethics for Directors and Senior Management Personnel of the Company and posted on website of the Company viz. https://www.patelsairtemp.com/pdf/policies-and-code-of-conduct/code-of-conduct-for-directors-seniors-management-personnel.pdf.

(viii) Whistle Blower policy / Vigil Mechanism:

The Company has a Vigil mechanism and Whistle blower policy under which the employees are free to report any act of serious misconduct or wrongful activity being occurred or suspected to occur within the organization, to his immediate HOD or the HR Head or directly to the concern Whole-time Directors/Managing Director of the Company, as he may desire. No employee of the Company is denied access to the Audit Committee. The Whistle blower policy has been placed on website of the Company viz. https://www.patelsairtemp.com/pdf/policies-and-code-of-conduct/whistel-blower-cum-vigil-mechanism-policy.pdf. During the financial year 2025-26, the Company has not received any Whistle Blower complaints.

(ix) Code of Conduct under SEBI (Prohibition of Insider Trading) Regulations, 1992/2015:

The Company has formulated Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of Trading by Insiders (Insider Trading Code) and Code of Conduct for Fair Disclosures of Unpublished Price Sensitive Information of the Company, in terms of provisions of SEBI (Prohibition of Insider Trading) Regulation, 1992/2015 (SEBI PIT Regulations). However, due to various amendments made by SEBI under PIT Regulations from time to time, it was necessary to revise the said Insider Trading Code by the Company. In view of the same, revised Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of Trading by Insiders has been formulated by the Company w.e.f. 14th February, 2026

The said revised Code has also been uploaded on website of the Company viz. https://www.patelsairtemp.com/pdf/policies-and-code-of-conduct/code-of-internal-procedures-and-conduct.pdf.

The Company has also formulated Code of Conduct for Fair Disclosures of Unpublished Price Sensitive Information of the Company, in terms of SEBI PIT Regulations. This Fair Disclosure Code and Policy for determination of Legitimate Purpose is subject to review by the Board of Directors at least once in every 3 (Three) financial years. In view of same, revised Code of Practices and Procedures for Fair Disclosure of UPSI has been formulated by the Company, w.e.f. 14th February, 2026. The said revised Code has also been uploaded on website of the Company viz. https://www.patelsairtemp.com/pdf/policies-and-code-of-conduct/code-of-practices-and-procedures-for-fair-disclosure.pdf

The Directors and Senior Management Personnel (SMP) of the Company have made Annual disclosures regarding their holdings and other details to maintain Digital Data Bank as per provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015.

During the financial year 2025-26, the Company has complied with the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015 and the Company's Internal Procedures and Conduct for Regulating, Monitoring and Reporting of Trading by Insiders as under.

1. Annual Disclosure as per Regulation 9(1) read with Point No. 14 of Schedule B of SEBI (Prohibition of Insider Trading) Regulations, 2015;

2. Maintain Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI) including policy for determination of "Legitimate Purpose" as envisaged under SEBI (Prohibition of Insider Trading) Regulations, 2015 read with SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018;
3. Follow the regulations of Code of Conduct of the Company as per the Policy of Code of Conduct of the Company;
4. Pre-clearance and Post-clearance procedure for buying and selling of shares of the Company by the Designated Persons of the Company;
5. Maintain details of member(s) of promoter group and designated person(s) in addition to the promoter(s) and director(s) of company and uploaded as per System Driven Disclosure (SDD) under Regulation 7(2) of PIT Regulations;
6. Intimation of Closure of Trading Window of Company for dealing in securities of the Company by all specified persons including Promoter and Promoter Group, Directors, Designated Persons including HODs, Employees, Auditors and their relatives and all connected persons, and also to BSE Limited and also uploaded on the website of the Company as and when required and comply with the provisions of Clause 4 of the Schedule B of SEBI (Prohibition of Insider Trading) Regulations, 2015;
7. Maintenance of Structured Digital Data Base of Designated Persons of the Company.
8. A structured digital database is maintained by the Company containing the nature of unpublished price sensitive information and the names of such persons who have shared the information and also the names of such persons with whom information is shared under this regulation along with the Permanent Account Number or any other identifier authorized by law where Permanent Account Number is not available. Such database has been maintained internally with adequate internal controls and checks such as time stamping and audit trails to ensure non-tampering of the database.
9. Pursuant to the SEBI circular dated September 09, 2020, the Company has provided information including PAN number of Promoter(s) including member(s) of the promoter group, designated person(s) and director(s) and their relatives to the Designated Depository' ('DD') in the manner and format prescribed by the depositories.
10. The Company has submitted Compliance Certificate to BSE Ltd. the stock exchanges where its securities are listed, duly certified by the Compliance Officer on a quarterly basis and the same duly certified by a Practising Company Secretary certify that the Company has maintained a Structured Digital Database (SDD) pursuant to provisions of Regulation 3(5) and 3(6) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (PIT Regulations).
11. SEBI vide circular dated August 05, 2022, has provided a framework for restricting trading [i.e. on-market transactions, off-market transfers, and creation of pledge in equity shares and equity derivatives contracts (Futures and Options)], by Designated Persons ("DPs"), at the time of declaration of financial results, in those listed companies which are or were part of benchmark indices i.e. SENSEX and NIFTY 50, by freezing their PAN at Company's security level, during trading window closure period, in terms of the SEBI (Prohibition of Insider Trading) Regulations, 2015, ("PIT Regulations") as amended from time to time.

    In line with the same, the Exchanges i.e. NSE and BSE issued notices dated August 05, 2022, and August 08, 2022 respectively, regarding the Trading Window closure period.

    In case of Patels Airtemp (India) Limited, the above matters are applicable w.e.f. 1st April, 2024.

In line of above, the Company designated CDSL Depository as its Designated Depository and provided the information including PAN of Promoters, Promoter Group, Directors, and Designated Persons in the manner as specified by the depositories according to SEBI circular no – SEBI/HO/ISD/ISD/CIR/P/2020/168 dated September 09, 2020, with respect to System Driven Disclosures.

(x) Policy on determination of materiality of events or information:

The Company has a policy for determination of materiality of events or information for disclosure to the Stock Exchange. The policy has clearly defined guidelines and materiality threshold in accordance with provisions of law for determination of materiality of certain events or transaction or information with respect to the Company. The policy is available on the Company's website https://www.patelsairtemp.com/pdf/policies-and-code-of-conduct/policy-materiality-of-events-09-02-2024.pdf

(xi) No Disqualification Certificate from Company Secretary in Practice:

As required by Clause 10(i) of Part C under Schedule V and Regulation 34 of SEBI Listing Regulations, the Company has received a certificate from Practicing Company Secretary and attached here with certifying that none of the Directors on the Board of the Company for the financial year ended 31st March, 2026 have been debarred or disqualified from being appointed or continuing as Directors of the Company by Securities and Exchange Board of India or Ministry of Corporate Affairs or such other statutory authority.

(xii) During the financial year 2025-26, the quarterly/half yearly/yearly compliance reports, which have been duly noted by the Board of Directors in respective Board Meetings, have been duly submitted by the Company to BSE Limited as per various provisions of SEBI Listing Regulations /Depositories Act, 2018 and Regulations and uploaded the said reports on the website of the Company.

The Company has duly filed the above reports under Integrated Filing of Corporate Governance as per SEBI Circular SEBI/HO/CFD/CFD-PoD-21C\R1P12O241185 dated December 31,2024 and SEBI Master Circular dated November 11,2024, on compliance with the SEBI Listing Regulations by listed entities,

(xiii) Share and security transfer, transmission formalities by the Company:

Pursuant to the amendments in SEBI Listing Regulations, requests for effecting transfer of securities in physical form shall not be processed by the Company. In case of requests for transmission, transposition, issue of duplicate share certificate, claim from unclaimed suspense account, renewal/exchange of securities certificate, endorsement, sub-division/splitting of securities certificate, issuances of securities under consolidation of securities certificates/ folios, will be processed only in demat form except for the transfer of securities which were purchased/ sold prior to April 1, 2019, whether rejected/returned due to deficiency in the documents or not, such transfer can be relodged with requisite documents during the special window provided by SEBI vide their circular no. HO/38/13/11(2)2026-MIRSD-POD/ I/3750/2026 dated January 30, 2026, from February 5, 2026 till February 4, 2027. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4. It may be noted that any service request can be processed only after the folio is KYC Compliant.

Pursuant to amendment in Regulation 40(1) of SEBI Listing Regulations, effective from 24th January, 2022, the requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialised form with a depository and transmission or transposition of securities held in physical or dematerialised form shall be effected only in dematerialised form.

The Company had sent communication to the shareholders encouraging them to dematerialise their holdings in the Company. Shareholders holding shares in physical form are advised to avail the facility of dematerialisation.

The Company has complied with all procedural requirements as specified in Schedule VII of SEBI Listing Regulations with respect to transfer and transmission of shares.

SEBI, vide its Master Circular SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/91 dated 23rd June, 2025 has prescribed the common and simplified norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC details, Nomination, procedure and standardisation of formats of documents for transmission of securities and procedure and documentation requirements for issuance of duplicate securities. It is now mandatory for all holders of physical securities in listed companies to furnish PAN, nomination, contact details, bank account details and specimen signature for their corresponding folio numbers to their registrar and transfer agents.

SEBI has also issued a Press Release dated March 08, 2023 advising all investors to ensure linking of their PAN with Aadhaar number prior to March 31, 2023, for continual and smooth transactions in securities market and to avoid consequences of non-compliance with the said CBDT circular, as such accounts would be considered non-KYC compliant, and there could be restrictions on securities and other transactions until the PAN and Aadhaar are linked.

(xiv) Reconciliation of Share Capital Audit:

In terms of Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018, the Company Secretary in Practice carried out a Reconciliation of Share Capital Audit to reconcile the total admitted capital with National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL') (collectively 'Depositories') and the total issued and listed capital. The Audit confirms that the total paid-up capital is in agreement with the aggregate of the total number of shares in physical form and in dematerialised form (held with Depositories). This audit is carried out every quarter and the report thereon is submitted to stock exchange, NSDL and CDSL and is also placed before the Board of Directors. No discrepancies were noticed during these audits.

(xv) Disclosures as per Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

The disclosure as per Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 are given in the Board's Report, which forms part of this Annual Report.

(xvi) Consolidated Fees paid to Statutory Auditors:

During the Financial Year 2025-26, the Company has paid total fees of ₹ 5.90 Lakhs towards statutory audit fees (including tax audit), certification fees, other services and reimbursement of expenses to M/s. Parikh & Majmudar, Chartered Accountants, Ahmedabad, (Firm Registration No. 107525W), the Statutory Auditors of the Company, as against Fees of ₹ 5.88 Lakhs for the Financial Year 2024-25.

(xvii) Audit Qualification:

The Company is generally in the regime of unmodified opinions on financial statements.

(xviii) Amendment in existing policies of the Company:

During the financial year 2025-26, the following policies / code of conduct have been amended by the Company w.e.f. 14th February, 2026:

1) Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of Trading by Insiders, and

2) Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI)

(xix) Particulars of Senior Management Personnel (SMP)

Senior Management Personnel (SMP) means all members of management one level below the Executive Directors, i.e. Managing Director and Whole-time Director of the Company.

There is no change in SMP during the financial year 2025-26.

6. MEANS OF COMMUNICATION, ANNUAL REPORT & WEBSITE OF THE COMPANY:

The Company's quarterly, half yearly and yearly financial results were taken on record and approved by the Board of Directors after reviewed by Audit Committee as per SEBI Listing Regulations. These were published in the newspapers as per prescribed guidelines and uploaded on the website of the Company.

In pursuance of Regulation 46 of SEBI Listing Regulations, the Company confirms that it is maintaining its functional website viz. http://www.patelsairtemp.com contains a separate dedicated section under "Investors" (Regulation 46 of SEBI (LODR) Regulations, 2015 and Other Disclosures), where shareholders' information is available and basic information about the company e.g. details of its business, Profile of Directors, Memorandum & Articles of Association, financial information, shareholding pattern, corporate governance, policies and code of conduct etc. The company also agrees to ensure that the contents of the said website are updated at any given point of time. The Company's Annual Report is also available in down loadable form.

The Company has total 10,349 Shareholders as on 31st March, 2026. The main channel of communication to the shareholders is through its website as mentioned above, through the website of BSE Ltd., newspaper advt. and Annual Report, which includes inter alia, the Director's Report along with all annexures, Management Discussions & Analysis Report, Report on Corporate Governance, Audited Financial Statements (Standalone & Consolidated), Auditors' Report, E-voting instructions, etc. The Annual Report is also posted on the website of the Company viz. https://www.patelsairtemp.com/ investors/annual-reports.

BSE Corporate Compliance & Listing Centre (Listing Centre):

BSE's Listing Centre viz. https://listing.bseindia.com/home is a web-based application designed for corporate. All periodical compliance filings like shareholding pattern, financial results, corporate governance report, investors & shares related matters, among others are also filed electronically on the Listing Centre and wherever required in XBRL form.

SEBI Complaints Redress System (SCORES):

Entities that receive complaints from investors on SCORES, resolve the complaint and submit an Action Taken Report (ATR) on SCORES within 21 calendar days of receipt of such complaint from April 01, 2024. The Complaint shall also be simultaneously forwarded to the concerned Designated Bodies who are responsible for ensuring of submission of ATR by the entities.

In its continuous pursuit of protection of interests of investors in the securities market, SEBI has launched the new version of the SEBI Complaint Redress System (SCORES 2.0). The new version of SCORES strengthens the investor complaint redress mechanism in the securities market by making the process more efficient through auto-routing, auto-escalation, monitoring by the 'Designated Bodies and reduction of timelines. The new SCORES system has also been made more user friendly. SCORES is an online system where investors in securities market can lodge their complaints through web URL and an App. SEBI vide Circular with reference number SEBI/HO/OIAE/IGRD/CIR/P/2023/156 dated September 20, 2023 had appointed the Designated Bodies and defined the roles and responsibilities of the SEBI regulated entities and the Designated Bodies. The website URL for SCORES 2.0 from April

01, 2024 is https://scores.sebi.gov.in. The salient features of SCORES 2.0 are as (i) Reduced and uniform timelines for redressal of investor complaints across the Securities Market i.e. 21 Calendar days from date of receipt of complaint. (ii) Introduction of auto-routing of complaints to the concerned regulated entity so as to eliminate time lapses, if any, in the flow of complaints. (iii) Monitoring of the timely redressal of the investors' complaints by the 'Designated Bodies'. (iv) Providing two levels of review: First review by the 'Designated Body' if the investor is dissatisfied with the resolution provided by the concerned regulated entity. Second review by SEBI if the investor is still dissatisfied after the first review. (v) Introduction of auto-escalation of complaint to the next level in case of non-adherence to the prescribed timelines by the regulated entity or the Designated Body as the case may be. (vi) Integration with KYC Registration Agency database for easy registration of the investor on to SCORES.

In order to strengthen the dispute resolution mechanism for all disputes between a listed company and/or registrars & transfer agents and its shareholder(s)/investor(s), SEBI had issued a Standard Operating Procedure ('SOP') vide Circular dated May 30, 2022. As per this Circular, shareholder(s)/investor(s) can opt for Stock Exchange Arbitration Mechanism for resolution of their disputes against the Company or its RTA. Further, SEBI vide Circular dated July 31, 2023 (updated as on December 20, 2023), introduced the Online Dispute Resolution ('ODR') Portal. Through this ODR portal, the aggrieved party can initiate the mechanism, after exercising the primary options to resolve its issue, directly with the Company and through the SEBI Complaint Redress System ('SCORES') platform.

The dispute resolution through the ODR Portal can be initiated when the complaint/dispute is not under consideration in terms of SCOREs guidelines as applicable or not pending before any arbitral process, court, tribunal or consumer forum or are non-arbitrable in terms of Indian law (including when moratorium under the Insolvency and Bankruptcy Code is in operation due to the insolvency process or if liquidation or winding up process has been commenced against the Market Participant) or is against the Government of India / President of India or a State Government / Governor of a State.

Usage of Electronic Payment Modes for making payments to Investors:

In view of SEBI Circular No. CIR/MRD/DP/10/2013 dated 21st March, 2013, the Electronic Clearing Services (ECS/NECS) facility should mandatorily be used by the companies for the distribution of dividend to its members. In order to avail the facility of ECS/NECS, members holding shares in physical form are requested to provide bank account details such as Bank & Branch Name, MICR, IFSC codes etc. to the Company or its Registrar and Share Transfer Agents (R&T).

INVESTOR GRIEVANCE–Designated Exclusive email-id:

The Company has designated email Id viz. share@patelsairtemp.com exclusively for resolving investor grievance.

Green Initiative in Corporate Governance: Go Paperless

As part of the green initiative process, the company has taken an initiative of sending documents like Notice calling Annual General Meeting, Corporate Governance Report, Directors' Report, Audited Financial Statements (Standalone & Consolidated), Auditors' Report, E-voting instructions, dividend intimations etc., by email. Physical copies are sent only to those shareholders whose email addresses are not registered with the Company and for the bounced-mail cases. Shareholders are requested to register their email id with **Bigshare Services Private Limited**, Registrar and Transfer Agent / **concerned depository** to enable the Company to send the documents in electronic form or inform the company in case they wish to receive the above documents in paper mode.

7. GENERAL SHAREHOLDERS INFORMATION:

(i) Day, Date & Time for 34th Annual General Meeting

Day Date	:	Monday, 14th September, 2026
Time	:	11.30 a.m. [Indian Standard Time ("IST")]
Venue	:	Through Video Conferencing (VC) / Other Audio Visual Means (OAVM)

(ii) Financial Calendar (from 1/4/2026 to 31/3/2027) (Tentative) :

Results for quarter ended on 30/6/2026	On 8th August, 2026
Results for quarter ending on 30/9/2026	On or before 14th November, 2026
Results for quarter ending on 31/12/2026	On or before 14th February, 2027
Audited Results for the year ending on 31/03/2027	On or before 30th May, 2027
AGM for the year ending on 31/3/2027	On or before 30th September, 2027

(iii) Record Date for payment of Dividend:

The Company has fixed and notified Friday, 21st August, 2026 as Record Date for determining the names of members eligible for payment of dividend on Equity Shares for the year ended on 31st March, 2026.

(iv) Dividend payment date:

The Dividend of ₹ 3.00 per share (@ 30 %) on 54,70,240 Equity Shares of ₹ 10/- each for the year ended on 31st March, 2026, if approved and declared, will be paid within 30 days from the date of Annual General Meeting.

(v) Listing on Stock Exchange & Payment of fees:

Name of Stock Exchange	:	BSE Limited
Address	:	Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai–400 001
Stock Code | Script Name	:	517417 | PATELSAI
ISIN with NSDL & CDSL	:	INE082C01024

Listing fees up to the Financial Year 2026-27 has already been paid to the Stock Exchange. The Annual Custody/Issuer fee for the year 2026-27 has also been paid by the Company to NSDL and CDSL.

(vi) Corporate Identity Number (CIN) :

Corporate Identity Number as allotted by Ministry of Corporate Affairs is L29190GJ1992PLC017801 and Company is registered in the state of Gujarat.

(vii) Registrar & Share Transfer Agent & Change of Communication Address of RTA from Mumbai Office to Ahmedabad Office:

In terms of SEBI Circulars dated 27th December, 2002 & 12th March, 2003 on appointment of common agency for share registry works, the Company has appointed the below mentioned agency as Registrar & Share Transfer Agent (RTA), for both physical and demat segment of equity shares of the company, which provides all shareholders related services.

All investor's/shareholders related services including Transfer, Transmission, Issue of Duplicate Share Certificates, Change of Address, Redressal of Investors Complaint, etc. are being handled by Ahmedabad Office of M/s. Bigshare Services Private Limited, Registrar and Share Transfer Agent of the Company as under instead of their Mumbai Office.

All Investors/ Shareholders are requested to contact at the above mention Ahmedabad Office of M/s. Bigshare Services Private Limited in addition to Mumbai Office.

Bigshare Services Private Limited	
Ahmedabad Office	**Mumbai Office**
303, Sun Square Complex, Off. C. G. Road, Navrangpura, Near Girish Cold Drinks, Ahmedabad - 380009, Gujarat Tel : 079 400 24135/079 40392570 Fax No: 0228475207 Email id : bssahd@bigshareonline.com Website : www.bigshareonline.com	Regd. Office : 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis,Makwana Road, Marol, Andheri (E), Mumbai – 400 059 Website : www.bigshareonline.com Tele. No. (022) 62638200

The Company has submitted to BSE Limited Compliance Certificate on annual basis issued by RTA and Company Secretary that all activities in relation to both physical and electronic share transfer facility are maintained by Registrar as per Regulation 7(3) of SEBI Listing Regulations.

Shareholding Details:

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

No. of Equity Shares held	No. of Shareholders	% of total Shareholders	No. of Shares	% of Shareholding
1 – 500	9,777	92.53	8,03,688	14.69
501 – 1000	395	3.74	3,06,813	5.61
1001 – 2000	204	1.93	3,01,196	5.51
2001 – 3000	64	0.61	1,62,742	2.97
3001 – 4000	37	0.35	1,30,896	2.39
4001 – 5000	14	0.13	62,122	1.14
5001 – 10000	35	0.33	2,54,118	4.65
10001 & above	40	0.38	34,48,665	63.04
Total:	10,566	100.00	54,70,240	100.00

Shareholding pattern of the Company as on 31st March, 2026:

Category of Shareholders	No. of Equity Shares held	Percentage of total paid-up capital
A: PROMOTER & PROMOTER GROUP		
A1 : Promoters		
- Promoters	7,83,821	14.32
A2 : Promoter Group		
- Promoters' Relatives	2,57,575	4.71
- Group Company	13,62,512	24.91
- HUFs	67,300	1.23
- LLP	69,442	1.27
Total A (A1 + A2) :	**25,40,650**	**46.44**
B: PUBLIC		
- Bodies Corporate	1,58,202	2.89
- HUF	1,40,862	2.58
- NRIs	71,691	1.31
- Foreign Portfolio Investors	3,565	0.07
- Clearing Members	1,316	0.02
- Directors and their relatives (excluding Independent Directors	2,300	0.04

Category of Shareholders	No. of Equity Shares held	Percentage of total paid-up capital
- Key Managerial Personnel (KMP)	1,050	0.02
- IEPF	62,693	1.15
- Indian Public	24,87,911	45.48
Total (B)	**29,29,590**	**53.56**
Total (A+B)	**54,70,240**	**100.00**

Note: During the Quarter ended 30th June, 2026, Shiv Fintrade LLP (Seller and part of Promoter Group) has sold 34,721 Equity Shares each of the Company (0.64% each of Share Capital of the Company) to Mr. Sanjivkumar N. Patel and Mr. Shivang P. Patel (Both Acquirers and Promoters of the Company) (In aggregate 69,442 Equity Shares - 1.27% of Share Capital of the Company) pursuant to Inter-se-Transfer by Off-Market Transaction between Promoters and Promoter Group on 18th June, 2026.Necessary Disclosures under SEBI (SAST), Regulations, 2011 and SEBI (PIT) Regulations, 2015 have been made by the Seller, Acquirers and the Company to the Stock Exchange.

(viii) Dematerialization of Shares:

The Company's shares are under demat mode. The ISIN No. of the Company is INE082C01024. Members who are desirous of holding their shares in demat form are requested to apply to their Depository Participants in prescribed demat requisition form along with original share certificate. About 99.06 % of the total Equity Capital of the Company is held in demat form as on 31st March, 2026. 100 % shares held by the Promoters & Promoters' Group have been dematerialized.

(ix) Dividend History for last 20 years of the Company:

Financial year	Dividend Per Share (₹)
2006-07	₹ 1.00 (10 %)
2007-08	₹ 0.50 (5 % Interim Dividend) and ₹ 1.50 (15 % Final Dividend)
2008-09	₹ 1.80 (18 %)
2009-10	₹ 2.00 (20 %)
2010-11	₹ 2.00 (20 %)
2011-12	₹ 2.00 (20 %)
2012-13	₹ 2.00 (20 %)
2013-14	₹ 2.00 (20 %)
2014-15	₹ 2.20 (22 %)
2015-16	₹ 2.20 (22 %)
2016-17	₹ 2.50 (25 %)
2017-18	₹ 2.50 (25 %)
2018-19	₹ 2.50 (25 %)
2019-20	₹ 2.50 (25 %)
2020-21	₹ 2.50 (25 %)
2021-22	₹ 2.80 (28 %)
2022-23	₹ 3.00 (30 %)
2023-24	₹ 3.00 (30 %)
2024-25	₹ 3.00 (30 %)
2025-26	₹ 3.00 (30 %) (Recommended)

(x) Plant Location(s):

The Company's plants/offices are located at:

Rakanpur Works	Dudhai Works	AC. Division Office:
Plot 805, 806,807, 810 Rakanpur, Via: Sola-Bhadaj Village, Ta: Kalol, Dist. Gandhinagar–382722 Gujarat.	Survey No.100, Village : Dudhai, Taluka: Kadi, Dist. Mehsana, Gujarat.	5th Floor, Kalpana Complex, Nr. Memnagar Fire Station, Navrangpura, Ahmedabad – 380 009

Contact Person : Nikhil M. Patel, Company Secretary

Website: http://www.pateslairtemp.com

(xi) Nomination facility:

On March 16, 2023, SEBI vide Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 issued common and simplified norms for processing investor service requests by RTAs and for furnishing PAN, KYC details, and Nomination.

As per provisions of Section 72 of the Companies Act, 2013 and SEBI Circular, the facility for making nomination is available to the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/ she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the Company's website at www.patelsairtemp.com under Investor Forms. Members are requested to submit the said details to their DP in case the shares are held by them in dematerialized form and to RTA in case the shares are held in physical form.

Nomination is a facility that enables an individual investor to nominate a person, who can claim the securities held by him/ her in their demat accounts in the event of demise of the investor. Investor get two options regarding Nomination for Demat Account:

Providing nomination in the specified format.

Opting out of nomination through prescribed declaration form.

(xii) Compliance Certificate of the Practicing Company Secretary:

The Certificate from the Practicing Company Secretary, CS Punit Lath, Company Secretary, Ahmedabad (Membership No. 26238 and COP No. 11139), confirming the compliance with the conditions of Corporate Governance by the Company during the year ended on 31st March, 2026 (financial year 2025-26) as stipulated under SEBI Listing Regulations, is attached to this Report.

By Order of the Board of Directors
For Patels Airtemp (India) Limited

Sanjivkumar N. Patel
Chairman & Managing Director
(DIN: 02794095)

Dated: 8th August, 2026
Place : Rakanpur, Dist. Gandhinagar

DECLARATION REGARDING AFFIRMATION OF CODE OF CONDUCT

In terms of the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding Corporate Governance, we hereby confirm that all Board Members and Senior Management Personnel (SMP) of Patels Airtemp (India) Ltd. including Chief Financial Officer (CFO) & Company Secretary (CS), being Key Managerial Personnel (KMP), have affirmed the compliance of Code of Business Conduct and Ethics of the Company during the financial year ended on 31st March, 2026 (2025-26).

	Sanjivkumar N. Patel	**Shivang P. Patel**
Place: Rakanpur, Dist. Gandhinagar	Chairman & Managing Director	Whole-time Director
Date: 30th May, 2026	(DIN: 02794095)	(DIN: 08136652)

CEO AND CFO CERTIFICATION

To,
The Board of Directors
Patels Airtemp (India) Limited
Rakanpur, Dist: Gandhinagar, Gujarat

We, Mr. Sanjivkumar N. Patel, Chairman & Managing Director and Mr. Kamlesh R. Shah, Chief Financial Officer (CFO) of the Company, in our respective capacities, certify that:

A. We have reviewed the Financial Statements and Cash Flow Statement of Patels Airtemp (India) Limited for the year ended 31st March, 2026 and to the best of our knowledge and belief, we state that:

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

   (2) these Statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

B. To the best of our knowledge and belief, no transactions entered into by the Company during the year ended 31st March, 2026 are fraudulent, illegal or violative the Company's code of conduct.

C. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting. We have not come across any reportable deficiencies in the design or operations of such internal controls.

D. We have indicated to the auditors and the Audit Committee

   (1) There has not been any significant change in internal control over financial reporting during the year under reference.

   (2) There has not been any significant change in accounting policies during the year requiring disclosure in the notes to the financial statements.

   (3) There are no instances during the year of significant fraud with involvement therein of the management or any employee having a significant role in the Company's internal control system over financial reporting.

	Sanjivkumar N. Patel	**Kamlesh R. Shah**
Date: 30th May, 2026	Chairman & Managing Director	Chief Financial Officer
Place: Rakanpur, Gandhinagar	(DIN: 02794095)	(CFO)

CERTIFICATE ON COMPLIANCE WITH THE CORPORATE GOVERNANCE REQUIREMENTS UNDER SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To,
The Members of
Patels Airtemp (India) Limited
Ahmedabad

I have examined the compliance of conditions of Corporate Governance by **Patels Airtemp (India) Limited** for the year ended on **March 31, 2026** as stipulated in Regulations 17, 17A, 18, 19, 20, 21, 22, 23, 24, 24A, 25, 26, 27 and Clause (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time) (collectively referred to as '**SEBI Listing Regulations, 2015**').

The compliance of conditions of Corporate Governance is the responsibility of the Management of the Company.

My examination and verification of records was limited to procedures and implementation thereof, adopted by the Company for ensuring compliance of the conditions of Corporate Governance.

It is neither an audit nor an expression of opinion on the Financial Statements of the Company.

In my opinion and to the best of my information and according to the explanations given to me, and the representation made by the management of the Company, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations, 2015 for the year ended March 31, 2026.

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

Punit Santosh Kumar Lath
Practicing Company Secretary
ACS No. 26238, COP No. 11139
Date: 02/07/2026

UDIN: A026238H000712407
ICSI Unique Code: I2012GJ946500
Peer Review Certi No.: 6774/2025
Place: Ahmedabad

Patels Airtemp (India) Limited

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C Clause (10)(i) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To
The Board of Directors,
Patels Airtemp (India) Limited
CIN: L29190GJ1992PLC017801
5th Floor, Kalpana Complex, Nr. Memnagar Fire Station,
Navrangpura, Ahmedabad – 380009.

I have examined the following documents:

i) Declaration of non-disqualification as required under Section 164 of the Companies Act, 2013 ('the Act');

ii) Disclosure of concern or interest as required under Section 184 of the Act;

I have also examined the relevant registers, records, forms, returns and disclosures received from the Directors by **Patels Airtemp (India) Limited** having **CIN: L29190GJ1992PLC017801** and having registered office at **5th Floor, Kalpana Complex, Nr. Memnagar Fire Station, Navrangpura, Ahmedabad – 380009**. (hereinafter referred to as '**the Company**') **for the Financial Year 2025-26**, produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

It is the responsibility of Directors to submit relevant documents with complete and accurate information in accordance with the provisions of the Act.

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

List of Directors as on 31/03/2026

DIN	Name of Director	Designation	Date of Appointment	Date of Cessation
02794095	Sanjiv Narayanbhai Patel	Managing Director Promoter	30/09/2009	-
08136652	Shivang Prakashchandra Patel	Whole-time Director Promoter	01/06/2019	-
08197983	Apurva Vinubhai Shah	Whole-time Director Professional	11/08/2018	-
06532676	Rajendrakumar Chaturbhai Patel	Independent Director	10/08/2019	-
02813295	Naimish Bhanuprasad Patel	Independent Director	12/08/2023	-
10944244	Nidhi Yash Patel	Independent Woman Director	29/03/2025	-

Ensuring the eligibility for the appointment/ continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on these based on my verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

This Certificate has been issued at the request of the Company to make disclosure in its Corporate Governance Report for the Financial Year ended March 31, 2026.

Punit Santosh Kumar Lath
Practicing Company Secretary
ACS No. 26238, CoP No. 11139
Date: 22/05/2026

UDIN: A026238H000446625
Peer Review Certificate No.: 6774/2025
Place: Ahmedabad

Annexure - C

FORM NO. AOC–2

(Pursuant to Clause (h) of Sub-section (3) of Section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Disclosure of particulars of contracts/arrangements entered into by the Company with related parties during the financial year 2025-26 referred to in sub-section (1) of Section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

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

<table>
<tr><th>Sr. No.</th><th>Particulars</th><th>Details</th></tr>
<tr><td>a)</td><td>Name (s) of related party & nature of relationship</td><td rowspan="8">(i) Salary of ₹ 10,15,000/- Lacs including other benefits as per Rules of the Company paid to Smt. Aartiben P. Patel, Officer (HRD) of the Company, who is part of Promoter Group and Mother of Mr. Shivang P. Patel, Whole-time Director & Promoter of the Company during the financial year 2025-26.
Considering the experience of Smt. Aartiben P. Patel in the field of HRA, it was necessary to appoint her as Officer (HRD) of the Company.
No amount was paid as advance to above Related Party during the financial year 2025-26.
The above Related Party Transaction for the financial year 2025-26 have been duly approved (prior approval) by the Audit Committee and Board of Directors at their respective Meetings held on 8th February, 2025.
Since no material related party transactions were entered into by the Company during the financial year 2025-26, approval of Shareholders was not required.</td></tr>
<tr><td>b)</td><td>Nature of contracts/ arrangements/ transaction</td></tr>
<tr><td>c)</td><td>Duration of the contracts/ arrangements/ transaction</td></tr>
<tr><td>d)</td><td>Salient terms of the contracts or arrangements or transaction including the value, if any</td></tr>
<tr><td>e)</td><td>Justification for entering into such contracts or arrangements or transactions.</td></tr>
<tr><td>f)</td><td>Date of approval by the Board</td></tr>
<tr><td>g)</td><td>Amount paid as advances, if any</td></tr>
<tr><td>h)</td><td>Date on which the special resolution was passed in General Meeting as required under first proviso to Section 188</td></tr>
</table>

2. Details of material contracts or arrangements or transactions at Arm's length basis.

<table>
<tr><th>Sr. No.</th><th>Particulars</th><th>Details</th></tr>
<tr><td>a)</td><td>Name (s) of the related party & nature of relationship</td><td rowspan="6">There were no material contracts or arrangements or transactions at arm's length basis entered into by the Company with related parties during the year ended on 31st March, 2026 (2025-26).</td></tr>
<tr><td>b)</td><td>Nature of contracts/ arrangements/ transaction</td></tr>
<tr><td>c)</td><td>Duration of the contracts/ arrangements/ transaction</td></tr>
<tr><td>d)</td><td>Salient terms of the contracts or arrangements or transaction including the value, if any</td></tr>
<tr><td>e)</td><td>Date of approval by the Board</td></tr>
<tr><td>f)</td><td>Amount paid as advances, if any</td></tr>
</table>

By Order of the Board of Directors
For Patels Airtemp (India) Limited

Sanjivkumar N. Patel
Chairman & Managing Director
(DIN: 02794095)

Dated: 8th August, 2026
Place : Rakanpur, Dist. Gandhinagar

Annexure - D

Details of particulars under Section 134(3)(m) of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 forming part of the Directors' Report for the year ended on 31st March, 2026 are given as under:

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

A) CONSERVATION OF ENERGY:

Energy conservation continues to be a key focus area for the Company. Continuous efforts are undertaken to optimize energy consumption through regular monitoring, improved maintenance practices, enhancement of distribution systems, and adoption of efficient operational techniques. The Company also promotes the use of natural lighting within its factory premises to reduce energy consumption.

The Company remains committed to adopting advanced technologies that help reduce energy usage while encouraging the utilization of renewable and natural sources of energy. During the year, the Company installed four Submerged Arc Welding Machines incorporating the latest energy-efficient technology, replacing older and less efficient equipment. In addition, renovation of the Heat Treatment Furnace is expected to result in reduced oil consumption and improved operational efficiency.

As part of its Green Initiative, the Company has successfully installed a 130 KW Rooftop Solar Photovoltaic (PV) Power Plant after obtaining the necessary approvals from Government authorities and the local power distribution company, Uttar Gujarat Vij Company Limited (UGVCL). During FY 2025–26, the solar power plant generated 105,350 units of electricity, significantly contributing to the reduction of carbon dioxide (CO_2) emissions and supporting the Company's sustainability objectives.

The solar power plant is a stationary asset with minimal maintenance requirements and an estimated useful life of approximately 25 years, making it a sustainable and cost-effective source of clean energy for the Company.

B) RESEARCH & DEVELOPMENT AND TECHNOLOGY ABSORPTION:

The particulars as required under Section 134(3) (m) of the Companies Act, 2013 read with Rule 8(3) (A) of the Companies (Accounts) Rules, 2014 with respect to Research & Development and Technology Absorption are given hereunder:

(1) Research & Development (R & D)

The Company has established a well-equipped Testing and Non-Destructive Examination (NDE) Laboratory equipped with a wide range of sophisticated instruments and equipment. The laboratory facilitates comprehensive testing, inspection, and non-destructive examination of products manufactured by the Company, ensuring adherence to stringent quality standards, customer specifications, and applicable regulatory requirements. The facility plays a vital role in maintaining product reliability, safety, and overall quality assurance throughout the manufacturing process.

RECOGNITION OR AWARDS

Along with development of product design and product manufacturing application, the Company in its tenure of 53+ years continuously upgraded quality and product system by acquiring world's most recognized system like ISO 9001:2015, ISO 14001:2015, ISO 45001:2018 and ASME (U2, U, S-Stamps).

The Company is having Quality Management System as per ISO 9001-2015 certification from TUV-SUD and Certificate for Environment Management System as per ISO 14001:2015 and

Occupational Health and Safety (OH&S) Management System as per ISO 45001:2018 from TUV-NORD.

The Company's products have ASME (American Society of Mechanical Engineers-USA) "U", "U2" and "S" Stamp authorization. The Company is also having "NB" and "R" Stamp.

The Company is also a member of HTRI (Heat Transfer Research, Inc, U.S.A.) for updating Heat Transfer Technology.

Due to "U"/ "U2"/ "S" Stamp authorization, it is expected to improve the Quality of the products/ equipment of the Company and to achieve higher growth and profitability of the Company in future.

The Company has also licensed software of ANSYS, CREO, PVelite, Nozzle Pro, Stadd Pro and TEKLA for product development.

(2) Technology Absorption, Adaptation & Innovation

Technology upgradation is a continuous process within the Company, and every effort is made to absorb, implement, and adapt advanced technologies to foster innovation and enhance operational efficiency. The Company continuously undertakes initiatives to develop new products and solutions to meet the evolving requirements of the engineering industry.

During the financial year 2025–26, the Company invested approximately ₹ 74.70 Lakhs in plant and equipment for the upgradation of high-technology machinery and expansion of the built-up area. In the previous financial year, the Company incurred total capital expenditure of ₹ 4.67 Crores towards capacity enhancement, modernization, and technological advancement.

The Company continues to maintain its Category-II Membership Agreement with Heat Transfer Research, Inc. (HTRI), enabling access to the latest developments and technologies in the field of heat transfer engineering. To improve productivity and manufacturing efficiency, the Company has also invested in a high-technology Finning Machine.

C) FOREIGN EXCHANGE EARNING AND OUTGO:

The details of Foreign Exchange Earnings and Outgo by the Company during the year ended 31st March, 2026 (2025-26) are as under:

CIF value of Imports: ₹ 1563.15 Lacs as against ₹ 1762.60 Lacs in previous year.

Expenditure in foreign currency: ₹ 233.61 Lacs as against ₹ 196.21 Lacs in previous year

Earning in foreign exchange: ₹ 803.14 Lacs as against ₹ 2274.99 Lacs in previous year

By Order of the Board of Directors
For Patels Airtemp (India) Limited

Sanjivkumar N. Patel
Chairman & Managing Director
(DIN: 02794095)

Dated: 8th August, 2026
Place : Rakanpur, Dist. Gandhinagar

Annexure - E

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY ("CSR") ACTIVITIES
FOR THE YEAR 2025-26

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

The Board of Directors has adopted a Corporate Social Responsibility (CSR) Policy that provides a comprehensive framework and guidelines for undertaking various CSR initiatives aimed at contributing to social welfare and sustainable development. Pursuant to the Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021, the CSR Policy was revised with effect from 19 June 2021, based on the recommendation of the CSR Committee and approval of the Board of Directors.

The revised CSR Policy is available on the Company's website at: https://www.patelsairtemp.com/pdf/policies-and-code-of-conduct/corporate-social-responsibility-policy.pdf

The concept of Corporate Social Responsibility has assumed increasing significance in today's business environment. The Company believes that long-term business success can be achieved only by maintaining the highest standards of ethical conduct and corporate citizenship towards its employees, customers, communities, and other stakeholders. Accordingly, the Company has formulated and implemented a CSR Policy that reflects its commitment to sustainable and inclusive growth.

The Company recognizes that CSR extends beyond the mere allocation of financial resources for social initiatives. It involves integrating business objectives with social and environmental responsibilities to create lasting value for society.

The CSR Policy outlines the activities that may be undertaken by the Company within the broad framework prescribed under Schedule VII of the Companies Act, 2013, as amended from time to time. These activities include, inter alia:

- Promotion of education, including special education and employment-enhancing vocational skills;
- Support for the education and development of underprivileged children;
- Social welfare and community development initiatives;
- Promotion of healthcare, including preventive healthcare, medical treatment, rehabilitation, sanitation, and disaster management activities;
- Environmental sustainability and ecological balance initiatives;
- Rural development projects;
- Eradicating hunger, poverty, and malnutrition;
- Promoting gender equality, empowering women, and supporting measures to reduce inequalities faced by socially and economically disadvantaged groups; and
- Such other activities and programmes as may be recommended by the CSR Committee and approved by the Board from time to time in accordance with applicable laws and regulations.

2. **Composition of CSR Committee and Meetings:**

During the financial year 2025-26, 2 (Two) CSR Committee Meetings of the Company were held on 24th May, 2025 and 28th March, 2026.

The Composition and Attendance of Members at the CSR Committee Meetings held as above are as under:

Sr. No.	Name of Member (Director)	Designation / Nature of Directorship	Number of Meetings of CSR Committee held during the year	Number of Meetings of CSR Committee attended during the year
1.	Mr. Rajendrakumar C. Patel	Member of Committee (Non-Executive Independent Director)	2	2
2.	Mr. Naimish B. Patel	Chairman of Committee (Non-Executive Independent Director)	2	2
3.	Mrs. Nidhi Y. Patel	Member of Committee (Non-Executive Independent Director)	2	2

3. **Web-link where Composition of CSR Committee, CSR Policy and CSR Projects approved by the board are disclosed on the website of the Company:**

Web-link for:

- Composition of CSR Committee:
  https://www.patelairtemp.com/pdf/policies-and-code-of-conduct/composition-of-various-committees-of-board.pdf
- CSR Policy and CSR Projects approved by the Board:
  https://www.patelsairtemp.com/pdf/policies-and-code-of-conduct/corporate-social-responsibility-policy.pdf

4. **Executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable.**

Not Applicable

(₹ In Lacs)

5	(a)	Average net profit of the Company as per section 135(5) (financial year 2024-25, 2023-24 and 2022-23:	1912.60
	(b)	Two percent of average net profit of the Company as above as per section 135(5):	38.25
	(c)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years:	NIL
	(d)	Amount required to be set off for the financial year, if any Excess amount spent for the financial year 2024-25 and available for set off in financial year 2025-26	0.46
	(e)	Total CSR obligation for the financial year 2024-25 (b)+(c)-(d)	37.79

(₹ In Lacs)

6	(a)	Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project) for the financial year 2025-26.	38.00
	(b)	Amount spent in Administrative Overheads.	NIL
	(c)	Amount spent on Impact Assessment, if applicable.	NIL
	(d)	Total amount spent for the Financial Year 2025-26 [(a)+(b)+(c)].	38.00

(e) CSR amount spent or unspent for the financial year 2025-26:

Total Amount Spent for the Financial Year 2025-26 (₹ in Lacs)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of transfer	Name of Fund	Amount	Date of Transfer
38.00	Nil	-	-	Nil	-

(f) Excess amount for set off, if any:

Sr. No.	Particulars	Amount (₹ in Lacs)
(i)	Two percent of average net profit of the Company as per section 135(5)	38.25
(ii)	Amount required to be set off for the financial year 2024-25	0.46
(iii)	Total amount required to be spent in the financial year 2025-26	37.79
(iv)	Total amount spent for the Financial Year 2025-26	38.00
(v)	Excess amount spent for the financial year 2025-26 [(i)-(ii)-(i)]	0.21
(vi)	Surplus arising out of the CSR Projects or programmes or activities of the previous financial years, if any	NIL
(vii)	Amount available for set off in succeeding financial years [(iii)-(iv)]	0.21

7. Details of Unspent CSR amount for the preceding three financial years: NIL

Sr. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135(6) (in ₹)	Balance amount in Unspent CSR Account under Section 135(6) (in ₹)	Amount spent in the Financial Year (in ₹)	Amount transferred to a fund as specified under Schedule VII as per second proviso of section 135(5), if any		Amount remaining to be spent in succeeding financial years (in ₹)		Deficiency, if any
					Amount (in ₹)	Date of transfer			
1	2024-25	NIL	-	-	NIL	-	-	-	-
2	2023-24	NIL	-	-	NIL	-	-	-	-
3	2022-23	NIL	-	-	NIL	-	-	-	-

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

If Yes, enter the number of Capital assets created/ acquired: NIL

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year: Not Applicable

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5):

Not Applicable

Date: 30th May, 2026
Place: Rakanpur, Gandhinagar

Sanjivkumar N. Patel
Chairman & Managing Director
(DIN: 02794095)

Naimishbhai B. Patel
Chairman of CSR Committee
(DIN: 02813295)

Annexure–F

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026
[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Patels Airtemp (India) Limited
(CIN: L29190GJ1992PLC017801)
5th Floor, Kalpana Complex, Near Memnagar Fire Station
Navrangpura, Ahmedabad, Gujarat – 380009

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and adherence to good corporate practices by **Patels Airtemp (India) Limited (CIN: L29190GJ1992PLC017801)** (herein after called "**the Company**") for the year ended **31st March, 2026**.

Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company, to the extent the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, the explanations and clarifications given to me and the representations made by the Management, I hereby report that in my 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:

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

(i) The Companies Act, 2013 (the Act) and the Rules made there under;

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

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

(iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings – **There was no Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings by the Company during the year under review and hence the provisions in respect of the said matters are not applicable to the Company;**

(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 and amendments from time to time; ***((Not applicable, as the Company has not issued any shares, Securities);***

(d) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; - ***(Not applicable, as the Company has not issued any shares/ options to directors/ employees under the said guidelines / regulations during the year under review);***

(e) the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; - ***(Not applicable, as the Company has not issued any debt securities which were listed during the year under review);***

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client – ***(Not applicable as the Company is not registered as Registrar to Issue and Share Transfer Agent during the year under review);***

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; – ***(Not applicable as the Company has not delisted / propose to delist its equity shares from any Stock Exchange during the year under review);***

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 – ***(Not applicable as the Company has not bought back or propose to buy-back any of its securities during the year under review):*** and

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

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

(i) Secretarial Standards with respect to Meetings of Board of Directors and Committees (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India.

(ii) The Listing Agreement entered into by the Company with BSE Limited, and SEBI (Listing Obligations & Disclosures Requirements) Regulations, 2015 (effective 1st December, 2015).

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

In respect to other specific laws applicable to the Company, as per information provided by Company and as per the confirmation of Compliances placed before the Board of Directors and verified by me on Test Check basis, I confirm existence of proper compliance management system in respect of industries specific laws applicable as under:

(1) Water (Prevention & Control of Pollution) Act 1974 and Rules, 1975

(2) The Air (Prevention & Control of Pollution) Act 1981 and Rules, 1982

(3) The Hazardous Wastes (Management & Handling) Rules 1989, as amended up to 2008,

(4) Noise Pollution (regulation & control) Rules 2000 as are specifically applicable to the Company.

(5) Environment (Protection) Act, 1986 and Rules, 1986

(6) Micro, Small and Medium Enterprises Development Act, 2006 (MSME) and Rules and Regulations made thereunder

I further report that:

(i) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive and Independent Directors and a Woman Director. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act as mentioned hereunder.

(ii) Adequate notice is given to all Directors to schedule the Board Meetings, 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 the meeting and for meaningful participation at the meeting.

(iii) All the decisions of the Board and Committees thereof were carried through unanimously/ requisite majority. Dissenting members' views were not required to be captured and recorded as part of the minutes, as there was no such instance.

I further report that there are adequate systems and processes in the Company with the size and operation of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines, standards etc.

I further report that during the audit period, the Company has following specific events/actions, having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.:

1) **SEBI had issued Show Cause Notice under Sections 11,11(4A), 11B (1) and 118 (2) read with Section 15H of the Securities and Exchange Board of India Act, 1992 and Regulation 32 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in the matter of M/s Patels Airtemp (India) Limited (PAIL) to Late Shri Narayanbhai G. Patel together with Mr. Sanjiv Narayanbhai Patel and Mr. Shivang Prakashchandra Patel (being persons acting in concert and other PACs forming part of the Promoter Group of PAIL) for indirect acquisition of shares of PAIL in excess of the prescribed limits by purchase of shares of Therm Flow Engineers Private Limited resulting in control over TFEPL and thereby indirectly acquisition of 26.91% of Shares of PAIL in 2023 which was disclosed in the previous report of ours.*

Meanwhile, the Promoters and Promoter Group have duly replied to the above mentioned SCN dated 21st October, 2024 received from SEBI and also appeared before SEBI for hearing against the said SCN and thereafter submitted with SEBI written submission. In this regard, SEBI vide its Order dated 31st July, 2025 has disposed off the aforesaid matters under SCN dated 21st October, 2024 without any direction or monetary penalty, as the case is not made at all.

However, Mr. Devidas C. Narumalani has filed Appeal before Securities Appellate Tribunal (SAT) against the said Order of SEBI. Meanwhile SEBI and Acquirers have already submitted their reply to SAT against the said Appeal. Matter is pending before SAT.

Punit Santosh Kumar Lath
Practicing Company Secretary
ACS No. 26238, COP No. 11139
Date: 05/06/2026

UDIN: A026238H000584070
ICSI Unique Code: I2012GJ946500
Peer Review Certificate No.: 6774/2030
Place: Ahmedabad

Please note that the Secretarial Audit Report is to be read with our letter of even date attached as Annexure to the report and letter also forms the integral part of report.

"ANNEXURE" to the Secretarial Audit Report

To,
The Members,
Patels Airtemp (India) Limited
(CIN: L29190GJ1992PLC017801)
5th Floor, Kalpana Complex, Near Memnagar Fire Station,
Navrangpura, Ahmedabad, Gujarat – 380009

Dear Sir,

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have conducted the Audit as per the applicable Auditing Standards issued by the Institute of Company Secretaries of India (ICSI).
4. I have relied on the representations made by the Company and its officers for systems and mechanisms formed by the Company for compliances under other laws and regulations applicable to the Company and verification of documents and records procedures on test check basis.
5. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
6. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management.
7. The Secretarial Audit Report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.
8. I have not verified the correctness and appropriateness of the financial records and Books of Accounts of the Company.

Punit Santosh Kumar Lath
Practicing Company Secretary
ACS No. 26238, COP No. 11139
Date: 05/06/2026

UDIN: A026238H000584070
ICSI Unique Code: I2012GJ946500
Peer Review Certificate No.: 6774/2030
Place: Ahmedabad

Annexure–G

PARTICULARS OF REMUNERATION

The information 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 given below:

(A) Ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2025-26 and the percentage increase in remuneration of each Director, Chief Financial Officer (CFO) and Company Secretary (CS) in the financial year 2025-26:

Sr. No.	Name of Directors & Key Managerial Personnel	Designation	% Increase in Remuneration of Directors, CFO & CS over previous year	Ratio/Times per Median of Employee Remuneration
1	Sanjivkumar N. Patel	Chairman & Managing Director	9.92	15.65
2	Shivang P. Patel	Whole-time Director	7.78	15.85
3	Apurva V. Shah	Whole-time Director	7.56	10.32
4	Kamlesh R. Shah	Chief Financial Officer (CFO)	4.72	3.92
5	Nikhil M. Patel	Company Secretary (CS)	1.44	3.85

Note: The Company does not pay any remuneration to the Independent Directors of the Company except sitting fees for attending Board Meetings.

(B) Median Remuneration for Financial Year 2025-26 is ₹ 4.39 Lakhs.

(C) The Median Remuneration of employees of the Company in the Financial Year 2025-26 increase by 1.92 % as compared to Financial Year 2024-25.

(D) **The number of permanent employees & workers on pay rolls of Company:** There were total 223 employees & workers on the rolls of the Company as on 31st March, 2026.

(E) Average percentile 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:

Average percentage increase / decrease in the salaries of employees other than the managerial personnel in the financial year i.e. 2025-26 was 15.41 % whereas increase in the salaries of Whole-time Directors and Managing Director for the same financial year was 25.26 %.

(F) **Affirmation:** The Company affirms that the remuneration of the Whole-time Directors and Managing Director and Employees of the Company are as per the remuneration policy of the Company.

(G) None of the employees of the Company including Managing Director and Whole-time Directors of the Company are in receipt of remuneration in excess of limit as provided in Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (as amended from time to time). As such the statement of particulars of employees is not annexed with this report.

(H) The Statement of particulars of top ten employees as required pursuant to Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel), Rules, 2014 (as amended from time to time), in terms of remuneration drawn and other particulars of the employees as set out in the said Rules forms part of this report. Further, the Annual Report is being sent to the shareholders excluding the aforesaid statement. In terms of Section 136 of the Companies Act, 2013, the said statement is open for inspection by the shareholders. Any shareholder, who is interested in obtaining these details, may also write to the Company Secretary to email id at share@patelsairtemp.com.

By Order of the Board of Directors
For Patels Airtemp (India) Limited

Sanjivkumar N. Patel
Chairman & Managing Director
(DIN: 02794095)

Dated: 8th August, 2026
Place : Rakanpur, Dist. Gandhinagar

INDEPENDENT AUDITOR'S REPORT

TO

THE MEMBERS OF

PATELS AIRTEMP (INDIA) LIMITED

Report on the Audit of the Standalone IND AS Financial Statements

Opinion

We have audited the accompanying standalone IND AS financial statements of P**ATELS AIRTEMP (INDIA) LIMITED** (the "Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date and a summary of material accounting policies and other explanatory information (hereinafter referred to as the "standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026 and its profit, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ("SA"s) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the

Standalone Ind AS Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the standalone 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 standalone IND AS financial statements.

Key Audit Matters

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

Key Audit Matter:

Description of Key audit Matter	Our response and results
REVENUE (Refer note 24) to the standalone Ind AS financial statements). Revenue of the company comprises of sale of extensive range of Heat Exchangers such as Shell & Tube Type, Finned Tube Type and Air-Cooled Heat Exchangers, Pressure Vessels, Air-conditioning and Refrigeration equipments and Turnkey HVAC Projects in India & marketing of equipments in and outside India. Revenue recognition is a significant audit risk across the company. Specifically, there is a risk that revenue is recognized on sale of goods before the control in the goods is transferred.	Our key audit procedures to assess the recognition of revenue on sale of goods included the following: • We assessed the appropriateness of the Company's revenue recognition policies, including those related to discounts and incentives; • We obtained an understanding of process and assessed the design, implementation and operating effectiveness of management's key internal controls in relation to revenue recognition from sale of goods. We also tested the Company's controls over timing of revenue recognition; • We also tested, on a sample basis, whether specific revenue transactions around the year end had been recognized in the appropriate period on the basis of the terms of sale of the contract, particularly with reference to the transfer of control in the goods in question with regard to the year end transactions. We inspected key customer contracts/ purchase orders to identify terms and conditions related to acceptance of goods and the right to return and assessing the Company's revenue recognition policies with reference to the requirements of the prevailing accounting standards;

Emphasis of Matters:

1. The balance confirmation from the suppliers and customers have been called for, but the same are awaited till the date of audit. Thus, the balances of receivables and trade payables have been taken as per the books of accounts submitted by the company and are subject to confirmation from the respective parties. (Refer to note no.37 of notes forming part of Standalone Ind AS Financial Statements.)

   Our opinion is not modified on the above matters.

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the standalone IND AS financial statements and our auditor's report thereon.

Our opinion on the standalone IND AS 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 standalone IND AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

The Company's Management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone IND AS financial statements that give a true and fair view of the state of affairs, profit / loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the applicable Indian accounting standards (IND AS) specified under section 133 of the Act read with relevant rules issued there under and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone IND AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Standalone IND AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone IND AS 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 standalone IND AS 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 standalone 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone 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 standalone IND AS financial statements, including the disclosures, and whether the standalone IND AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone Ind AS 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 197(16) of the Act as amended, In our Opinion and to the best our information and according to the explanations given to us, the remuneration paid by the company to its directors during the year is in accordance with the provisions of section 197 of the Act read with schedule V of the Act.

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

3. 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 except for the matters stated in the paragraph 3(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

   c) The standalone Balance Sheet, the standalone Statement of Profit and Loss including Other Comprehensive Income, standalone Statement of Changes in Equity and the standalone Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

   d) In our opinion, the aforesaid standalone 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 with reference to the standalone 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 with reference to standalone financial statements.

   g) The modification relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph 3(b) above on reporting under Section 143(3)(b) of the Act and paragraph 3(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

   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 the standalone Ind AS Financial Statements (Refer Note No 32 to the Standalone Ind AS Financial Statements.)

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

(iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

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

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

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

(v) (a) The final dividend paid by the company during the year, in respect of the same declared for the previous year, is in accordance with section 123 of the Act, to the extent it applies to payment of dividend.

(b) As stated in Note 16 to the Standalone IND AS Financial statement, The Board of Directors of the company have proposed final dividend for the year which is subject to the approval of the members at the ensuing annual general meeting. The dividend declared is in accordance with section 123 of the act, to the extent it applies to declaration of dividend.

(vi) Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of accounts which has a feature of recording audit trail (edit log) facility and the same operated throughout the year for all relevant transaction recorded in the software except for the instances mentioned below:

1. In respect of Kalpana office at Ahmedabad Location, the books of accounts do not have feature of recording audit trail (edit log) facility from the period 1st April, 2025 to 19th January, 2026.

Further, during the course of our audit, we did not come across any instances of audit trail feature being tampered with from the date of its maintenance. The audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **Parikh & Majmudar**
Chartered Accountants
FRN–107525W

CA Satwik A. Durkal
Partner
Membership No. 107628
UDIN:26107628QSFBZZ5934

Place: Ahmedabad
Date: 30th May, 2026

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 PATELS AIRTEMP (INDIA) LIMITED of even date)

With reference to the Annexure A, referred to in the Independent Auditors Report to the members of the Company on the Standalone IND AS financial statements for the year ended on 31st March 2026, we report following:

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

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) According to the information and explanations given to us, the property, plant and equipment are physically verified in a phased manner by the management during the year, which, in our opinion is reasonable having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties including the self-constructed property are held in the name of the Company.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued any of its Property, Plant and Equipment and intangible assets during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, 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) As explained to us, the inventories have been physically verified by the management at reasonable intervals during the year. In our opinion the frequency of verification is reasonable and the coverage and procedure of such verification by the management is appropriate. As explained to us, there were no discrepancies of 10% or more in aggregate for each class on physical verification of inventory as compared to the book records.

(b) The Company has been sanctioned working capital limits (including fund based and non-fund-based limits) in excess of Rs. Five crores in aggregate from banks on the basis of security of the current assets. In our opinion and according to the information and explanations given to us, the quarterly returns or statements filed by the Company with such banks are in agreement with the books of account of the Company.

iii. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made investments in, provided any guarantee or security or granted any loans or advances in nature of loans, secured or unsecured to companies, firms, limited liability partnerships or any other parties. Accordingly, clause 3(iii) (a) (A), (B), (b), (c), (d) (e) and (f) of the order are not applicable.

iv. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has not made any investment or given guarantee or security during the year under review. Accordingly, clause 3(iv) of the order is not applicable.

v. The Company has not accepted any deposits from the public during the year under review. Accordingly, clause 3(v) of the Order is not applicable.

vi. We have broadly reviewed the books of accounts maintained by the company in respect of products where pursuance to the rules made by the Central Government of India, the maintenance of Cost records has been prescribed under sub section (1) of section 148 of Companies Act, 2013, we are of the opinion that prima facie, the prescribed accounts & records have been maintained. We have however, not made a detailed examination of the records with a view to determine whether they are accurate or complete.

vii. (a) The company does not have liability in respect of Service Tax; Duty of excise, Sales tax and value added tax during the year since effective 1st July 2017; these statutory dues has been subsumed in to Goods & Service Tax.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, ESIC, income-tax, duty of customs, Goods & Service Tax, cess and other material statutory dues have generally been regularly deposited during the year by the Company with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, ESIC, income tax, duty of customs, Goods & Service Tax, cess and other material statutory dues were in arrears as at 31st March 2026 for a period of more than six months from the date it became payable.

(b) According to the information and explanations given to us, and on the basis of our examination of the records of the company, statutory dues of Income Tax and Goods & Service tax which have not been deposited by the company on account of dispute are as follows:

Sr. No	Name of the statue	Nature of Dues	Financial year to which it relates	From where the dispute is pending	Amount in lakhs (net of payment)
1.	Income Tax Act, 1961	Income Tax	2022-23	Commissioner of Income Tax (Appeals)	0.96
2.	Goods & Service Tax	GST	2017-18, 2018-19, 2019-20, 2020-21, 2021-22, 2022-23	Dy. Commissioner of State Tax, State GST Appeals	57.28

viii. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has not surrendered or disclosed any transactions, previously unrecorded income in the books of account, in the tax assessments under the Income tax Act 1961, as income during the year.

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

(b) According to the information and explanations given to us and on the basis of our examination of the records of the

Company, the Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) According to the information and explanation given to us, the Company has not taken any term loan during the year and accordingly, reporting under clause 3(ix)(c) of the Order is not applicable.

(d) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that no funds raised on short-term of basis have, been used for long term purpose by the company.

(e) According to the information and explanations given to us, the company does not have subsidiaries, associates or joint ventures. Accordingly, clause 3(ix)(e) of the order is not applicable.

(f) According to the information and explanations given to us, the company does not have subsidiaries, associates or joint ventures. Accordingly, clause 3(ix)(f) of the Order is not applicable.

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

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) during the year. Accordingly, clause 3(x)(b) of the order is not applicable.

xi. (a) According to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.

(b) According to the information and explanations given to us, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT–4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) As represented by the management, there are no whistle blower complaints received by the company during the year.

xii. According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

xiii. In our opinion and according to the information & explanation given to us, transactions with the related parties are in compliance with sections 177 and 188 of the Act, where applicable and details of such related party transactions have been disclosed in the Standalone Financial statements as required by applicable accounting standards.

xiv. (a) Based on information and explanations provided to us and our audit procedures, in our opinion the company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports for the year of the Company issued till date for the period under audit.

xv. In our opinion and according to the information and explanations given to us, the Company has not entered into non-cash transactions with directors or persons connected to its directors and hence, provisions of section 192 of the Act, are not applicable to the company.

xvi. (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, 3(xvi)(a) and 3(xvi) (b) of the Order are not applicable.

(b) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve bank of India. Accordingly, 3(xvi)(c) of the Order is not applicable.

(c) The Company is not part of any group [as defined in the regulations made by Reserve Bank of India]. Accordingly, the requirements of clause 3(xvi)(d) are not applicable.

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

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

xix. According to the information and explanations given to us, On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx. The company has fully spent the required amount towards Corporate Social Responsibility (CSR) and there are no unspent CSR amount for the year requiring a transfer to a fund specified in schedule VII to the Companies Act or special account in compliance with the provision of sub-section (6) of section 135 of the said Act. Accordingly, clause 3(xx) of the Order is not applicable for the year.

For **Parikh & Majmudar**
Chartered Accountants
FRN–107525W

CA Satwik A. Durkal
Partner
Membership No. 107628
UDIN:26107628QSFBZZ5934

Place: Ahmedabad
Date: 30th May, 2026

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 3(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of PATELS AIRTEMP (INDIA) LIMITED of even date)

Report on the Internal Financial Controls with reference to the standalone 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 standalone financial statements of **PATELS AIRTEMP (INDIA) LIMITED** (the "Company") as of March 31, 2026 in conjunction with our audit of the standalone IND AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Management of the Company is responsible for establishing and maintaining internal financial controls based on the internal control with reference to standalone 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 with reference to standalone financial statements issued by the Institute of Chartered Accountants of India (the "ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone 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 with reference to standalone financial statements (the "Guidance Note") issued by the ICAI 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. 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 standalone 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 system with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to the standalone financial statements included obtaining an understanding of internal financial controls with reference to standalone 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 the standalone financial statements.

Meaning of Internal Financial Controls with reference to standalone Ind AS Financial statements

A company's internal financial control with reference to standalone 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 standalone 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 standalone Ind AS financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Standalone Ind AS Financial Statements

Because of the inherent limitations of internal financial controls with reference to the standalone 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 the standalone financial statements to future periods are subject to the risk that the internal financial control with reference to the standalone 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 system with reference to standalone financial statements and such internal financial controls with reference to the standalone financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to the standalone financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls with reference to the standalone financial statements issued by the ICAI.

For **Parikh & Majmudar**
Chartered Accountants
FRN–107525W

CA Satwik A. Durkal
Partner
Membership No. 107628
UDIN:26107628QSFBZZ5934

Place: Ahmedabad
Date: 30th May, 2026

STANDALONE BALANCE SHEET

AS AT 31ST MARCH, 2026

(₹ in Lakhs)

Sr. No.	Particulars	Note No.	As at 31st March, 2026	As at 31st March, 2025
	ASSETS			
1	**Non-current assets**			
a)	Property, plant and equipment	3(A)	4,463.30	4,349.05
b)	Capital work-in-progress	3(B)	281.00	42.75
c)	Intangible assets	3(C)	2.40	8.46
d)	Financial Assets			-
	Investments	4	-	-
	Trade Receivables	4a	350.11	75.22
	Loans	5	-	-
	Other financial assets	6	403.83	302.29
e)	Deferred tax assets (Net)	19	-	-
f)	Other Non-Current assets	7	17.07	5.12
	TOTAL NON-CURRENT ASSETS		**5,517.71**	**4,782.89**
2)	**Current assets**			
a)	Inventories	8	8,266.69	11,514.35
b)	Financial Assets			
(i)	Trade receivables	9	10,656.56	9,397.50
(ii)	Cash and cash equivalents	10	3,365.62	2,747.40
(iii)	Bank balances other than (ii) above	11	14.17	14.28
(iv)	Other Financial assets	12	1,646.89	1,530.76
c)	Current tax assets (net)	13	-	243.61
d)	Other current assets	14	269.10	600.75
	TOTAL CURRENT ASSETS		**24,219.03**	**26,048.65**
	TOTAL ASSETS		**29,736.74**	**30,831.54**
	EQUITY & LIABILITIES :			
	EQUITY:			
a)	Equity Share capital	15	547.02	547.02
b)	Other Equity	16	16,063.64	15,194.88
	TOTAL EQUITY		**16,610.66**	**15,741.90**
	LIABILITIES :			
1)	**Non-Current Liabilities**			
a)	Financial Liabilities			
	Borrowings	17	-	354.28
b)	Provisions	18	45.46	44.38
c)	Deferred tax liabilities (Net)	19	161.15	152.61
d)	Other Financial Liabilities	19a	4.00	4.20
	TOTAL NON-CURRENT LIABILITIES		**210.61**	**555.46**
2)	**Current liabilities**			
a)	Financial Liabilities			
(i)	Borrowings	20	8,813.94	8,642.74
(ii)	Trade payables			
	Total outstanding dues of micro enterprises and small enterprises	21	275.37	547.64
	Total outstanding dues of creditors other than micro enterprises and small enterprises	21	1,282.10	1,957.24
iii)	Other Financial Liabilities	21a	226.04	178.08
b)	Other current liabilities	22	2,231.20	3,169.64
c)	Provisions	23	56.05	38.84
d)	Current Tax Liabilities (net)	23a	30.77	-
	TOTAL CURRENT LIABILITIES		**12,915.47**	**14,534.18**
	TOTAL LIABILITIES		**13,126.08**	**15,089.65**
	TOTAL EQUITY AND LIABILITIES		**29,736.74**	**30,831.54**

The accompanying notes 1 to 60 form an integral part of the financial statements

As per our report of even date attached.

For, **PARIKH & MAJMUDAR**
Chartered Accountants
Firm's Registration Number:107525W
UDIN: 26107628QSFBZZ5934

CA. SATWIK DURKAL
Partner
Membership No.107628

Place: Ahmedabad
DATE: 30/05/2026

For and on behalf of the Board of Directors
Patels Airtemp (India) Limited

Sanjivkumar N. Patel
Chairman & Managing Director
DIN : 02794095

Shivang P. Patel
Whole Time Director
DIN : 08136652

Kamlesh R. Shah
Chief Financial Officer

Nikhil M. Patel
Company Secretary

Place: Ahmedabad
DATE: 30/05/2026

STANDALONE STATEMENT OF PROFIT & LOSS

FOR THE YEAR ENDED ON 31ST MARCH, 2026

(₹ in Lakhs)

	Particulars	Note No.	Year ended on 31st March, 2026	Year ended on 31st March, 2025
I.	Revenue from Operations	24	25,293.47	38,781.63
II.	Other Income	25	404.30	154.98
III.	**Total Income (I+II)**		**25,697.77**	**38,936.61**
IV.	**EXPENSES:**			
	Cost of Materials consumed	26	11,637.51	20,712.57
	Purchases of Stock-in-Trade	27	64.79	148.08
	Changes in inventories of finished goods, Stock-in -Trade and work-in-progress	28	3,346.26	4,600.05
	Employee benefits expense	29	1,733.98	1,604.56
	Finance costs	30	995.03	1,133.55
	Depreciation and amortization expense	3(a)&(c)	351.44	392.31
	Other expenses	31	6,178.89	8,157.61
	Total Expenses		**24,307.90**	**36,748.73**
V.	**Profit Before Tax (III-IV)**		**1,389.87**	**2,187.88**
VI.	**Tax Expense:**			
	Current tax		352.50	356.00
	Deferred tax		6.71	210.45
	(Excess)/Short Provision of Earlier Years		3.23	(29.58)
	Net Tax Expenses		**362.44**	**536.87**
VII.	**Profit for the year**		**1,027.43**	**1,651.01**
VIII.	**Other Comprehensive Income (OCI)**			
a)	Items that will not be reclassified to profit or loss			
i)	Remeasurement of defined benefit obligation		7.25	(23.35)
ii)	Income tax relating to above item		(1.82)	5.88
b)	Items that will be reclassified to Profit and Loss			
	Other Comprehensive Income/(Loss) For the Year		**5.43**	**(17.47)**
IX.	**Total Comprehensive Income for the year (Comprising Profit and Other Comprehensive Income /(Loss) for the year) (VII+VIII)**		**1,032.86**	**1,633.54**
X.	**Earnings per equity share (Face value of ₹ 10/- each)**			
	Basic & Diluted		18.78	30.18

The accompanying notes 1 to 60 form an integral part of the financial statements

As per our report of even date attached.

For, **PARIKH & MAJMUDAR**
Chartered Accountants
Firm's Registration Number:107525W
UDIN: 26107628QSFBZZ5934

CA. SATWIK DURKAL
Partner
Membership No.107628

Place: Ahmedabad
DATE: 30/05/2026

For and on behalf of the Board of Directors
Patels Airtemp (India) Limited

Sanjivkumar N. Patel
Chairman & Managing Director
DIN : 02794095

Shivang P. Patel
Whole Time Director
DIN : 08136652

Kamlesh R. Shah
Chief Financial Officer

Nikhil M. Patel
Company Secretary

Place: Ahmedabad
DATE: 30/05/2026

STANDALONE CASH FLOW STATEMENT

FOR THE YEAR ENDED ON 31ST MARCH, 2026

(₹ in Lakhs)

Particulars		Year ended 31st March, 2026	Year ended 31st March, 2025
A.	**Cash flow from operating activities**		
	Profit before extraordinary items and tax	**1389.87**	**2187.88**
	Adjustments for:		
	Depreciation and amortisation expense	351.44	392.31
	Goodwill Impairment / Write-off	0.37	-
	(Profit) / loss on assets sold and discarded	(2.74)	(0.13)
	Interest Paid	995.03	1,133.55
	Interest income	(376.35)	(145.35)
	Remeasurement of Defined Benefit Plan	7.25	(23.35)
	Operating profit before working capital changes	**2,364.87**	**3,544.89**
	Net Changes in :		
	Inventories	3,247.66	5,441.51
	Trade receivables	(1,533.95)	1,310.25
	Other bank balance	0.12	0.02
	Other financial assets	(217.67)	(102.95)
	Other current assets/ Non Current assets	319.71	2,012.87
	Trade payables	(947.40)	(4,873.29)
	Other current liabilities	(890.66)	(2,502.04)
	Provisions	18.29	19.66
	Cash generated from operations	**2,360.97**	**4,850.92**
	Income tax paid (Net of refunds)	(81.35)	(855.72)
	Net cash flow from operating activities (A)	**2,279.62**	**3,995.20**
B.	**Cash flow from investing activities**		
	Purchase of Property, Plant and Equipment, Intangible Assets and Capital Work in Progress	(705.36)	(268.37)
	Sale of Property, Plant and Equipment	9.85	0.24
	Interest Received	376.35	145.35
	Net cash flow used in investing activities (B)	**(319.17)**	**(122.78)**
C.	**Cash flow from financing activities**		
	Repayment of Long Term borrowings	(354.28)	(1,175.39)
	Net increase/(Decrease) Shortterm Borrowings	171.19	907.45
	Interest Paid	(995.03)	(1,133.55)
	Dividend Paid	(164.11)	(164.11)
	Net cash flow used in Financing activities (C)	**(1,342.23)**	**(1,565.60)**
	Net increase / (decrease) in Cash and cash equivalents (A+B+C)	**618.22**	**2,306.82**
	Cash and cash equivalents at the beginning of the year	**2,747.40**	**440.58**
	Cash and cash equivalents at the end of the year	**3,365.62**	**2,747.40**

Note: The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in the Indian Accounting Standard (Ind AS) 7 Statement of Cash Flows.

STANDALONE CASH FLOW STATEMENT

FOR THE YEAR ENDED ON 31ST MARCH, 2026

Components of Cash and Cash Equivalents

(₹ in Lakhs)

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
Balances with banks		
(i) In current accounts	957.72	570.88
(ii) Debit Balance in Over Draft Account	2,191.27	2,075.73
(iii) In EEFC Account	209.62	91.56
Cash on hand	7.02	9.23
TOTAL	**3,365.62**	**2,747.40**

Disclosure of Cash and Non-Cash Changes in Liabilities from Financing Activities

(₹ in Lakhs)

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
Borrowings (Current & Non-Current)		
Opening Balance	8,997.03	9,264.97
Changes from Cash flows	(183.09)	(267.94)
Effect of changes in Foreign Exchange rates	-	-
changes in fair value	-	-
Closing Balance	**8,813.94**	**8,997.03**

The accompanying notes 1 to 60 form an integral part of the financial statements

As per our report of even date attached.

For, **PARIKH & MAJMUDAR**
Chartered Accountants
Firm's Registration Number:107525W
UDIN: 26107628QSFBZZ5934

CA. SATWIK DURKAL
Partner
Membership No.107628

Place: Ahmedabad
DATE: 30/05/2026

For and on behalf of the Board of Directors
Patels Airtemp (India) Limited

Sanjivkumar N. Patel
Chairman & Managing Director
DIN : 02794095

Shivang P. Patel
Whole Time Director
DIN : 08136652

Kamlesh R. Shah
Chief Financial Officer

Nikhil M. Patel
Company Secretary

Place: Ahmedabad
DATE: 30/05/2026

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STANDALONE STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED ON 31ST MARCH, 2026

A) EQUITY SHARE CAPITAL

(₹ in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Balance at the beginning of the reporting year	547.02	547.02
Changes in Equity Share capital during the year	-	-
Balance at the end of the reporting year	**547.02**	**547.02**

B) OTHER EQUITY

(₹ in Lakhs)

Particulars	RESERVES & SURPLUS				Equity Instrument through OCI	Total
	Capital Investment Subsidy	General Reserve	Securities Premium	Retained Earnings		
Balance as of April 1, 2024	**15.00**	**815.00**	**888.00**	**12,041.24**	**(33.79)**	**12,415.18**
Net Profit for the year	-	-		1,651.01	-	1,651.01
Adjustments For the Year	-	-	-	-	-	-
Remeasurement benefit of defined benefit plans (Net of Tax)	-	-	-	-	(17.47)	(17.47)
Dividend	-	-	-	(164.11)	-	(164.11)
Balance as of March 31, 2025	**15.00**	**815.00**	**888.00**	**13,528.14**	**(51.26)**	**15,194.88**
Balance as of April 1, 2025	**15.00**	**815.00**	**888.00**	**13,528.14**	**(51.26)**	**15,194.88**
Net Profit for the year	-	-		1,027.43	-	1,027.43
Adjustments For the Year	-	-	-	-	-	-
Remeasurement benefit of defined benefit plans (Net of Tax)	-	-	-	-	5.43	5.43
Dividend	-	-	-	(164.11)	-	(164.11)
Balance as of March 31, 2026	**15.00**	**815.00**	**888.00**	**14,391.47**	**(45.83)**	**16,063.64**

The accompanying notes 1 to 60 form an integral part of the financial statements

As per our report of even date attached.

For, **PARIKH & MAJMUDAR**
Chartered Accountants
Firm's Registration Number:107525W
UDIN: 26107628QSFBZZ5934

CA. SATWIK DURKAL
Partner
Membership No.107628

Place: Ahmedabad
DATE: 30/05/2026

For and on behalf of the Board of Directors
Patels Airtemp (India) Limited

Sanjivkumar N. Patel
Chairman & Managing Director
DIN : 02794095

Shivang P. Patel
Whole Time Director
DIN : 08136652

Kamlesh R. Shah
Chief Financial Officer

Nikhil M. Patel
Company Secretary

Place: Ahmedabad
DATE: 30/05/2026

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

1. CORPORATE INFORMATION

The Company is a Public Company domiciled in India and incorporated under Companies Act, 1956/2013 on 10.06.1992. The Company is engaged in the manufacturing and selling of extensive range of Heat Exchangers such as Shell & Tube Type, Finned Tube Type and Air-Cooled Heat Exchangers, Pressure Vessels, Air-conditioning and Refrigeration equipments and Turnkey HVAC Projects in India & marketing of equipment's in and outside India. The Company's equity shares are listed on the Bombay Stock Exchange (BSE).

The functional and presentation currency of the Company is Indian Rupee ("₹") which is the currency of the primary economic environment in which the Company operates.

1.1. RECENT ACCOUNTING PRONOUNCEMENT:

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

A. Standards issued but not yet effective

The new and amended standards and interpretations that are issued, but not yet effective, up to the date of issuance of the Standalone Financial Statements are disclosed below. The Company will adopt this new and amended standard, when it becomes effective.

(i) Ind AS 1–Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants The amendment requires that if a covenant breach is rectified after the reporting date, the same will be treated as a non-adjusting event and this amendment will be applicable from annual reporting periods beginning on or after the April 01, 2026.

The amendment does not see any material impact on the Standalone Financial Statements.

(ii) Standards issued and are effective in reporting period.

In May 2025, MCA notified amendments to Ind AS 21–The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 01, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

In August 2025, MCA notified the following amendments to:

1. Ind AS 1, Presentation of Financial Statements, applicable w.e.f. April 01, 2025 – The amendment relates to classification of liabilities as current or non -current and noncurrent liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date, and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Company has no impact of these amendments in its classification criteria of current and non-current liabilities.

2. Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments–Disclosures, applicable w.e.f. April 01, 2025 – The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

3. Ind AS 12, International Tax Reform – Pillar Two Model Rules applicable immediately–The amendments provide a temporary mandatory relief from deferred tax accounting for top-up tax and disclose that they have applied the relief. This relief is immediate and applies retrospectively. The amendments also require companies to provide new disclosures to compensate for potential loss of information resulting from the relief. Such disclosures are to be provided for annual reporting periods beginning on or after April 01, 2025. These requirements are not applicable to the Company.

4. Other Amendments (Ind AS 115, Ind AS 116): Removed the conflict between Ind AS 109 and Ind AS 115 over the amount at which a trade receivable is initially measured (Ind AS 115 and Ind AS 116). These amendments do not have a material impact on the Company's financial statements.

1.2 BASIS OF PREPARATION OF FINANCIAL STATEMENTS:

A) STATEMENT OF COMPLIANCE

(i) Compliance with Indian Accounting Standards (Ind AS)

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per Section 133 of the Companies Act, 2013 ("the Act") read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter.

(ii) Basis of Preparation and Presentation

The Company has prepared its Standalone Financial Statements as per the Indian Accounting Standards ('Ind AS') prescribed under section 133 of the Companies Act, 2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and the Companies (Accounting Standards) Amendment Rules, 2016 with effect from 1st April, 2023.

The Financial Statements have been prepared on the historical cost convention on the accrual basis except for certain assets and liabilities that are required to be carried at fair values by Ind AS.

(iii) Current and Non-Current Classification

The Company presents assets and liabilities in the Balance Sheet based on Current/ Non-Current classification.

An asset is treated as Current when it is:-

- Expected to be realized or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when: -

- It is expected to be settled in normal operating cycle;

- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period,

or

- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

(iv) Operating Cycle

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

B) Functional and Presentation Currency

Indian rupee is the functional and presentation currency.

C) Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest rupee in lakhs with two decimals as per the requirement of Schedule III, unless otherwise stated.

1.3 Use of Estimates

The preparation of the financial statements in conformity with Ind AS requires management to make estimates, judgments and assumptions.

These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period.

Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

Application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements are:

- Useful lives of Property, plant and equipment
- Valuation of financial instruments
- Provisions and contingencies
- Measurement and timing for Revenue Recognition
- Income tax and deferred tax
- Measurement of defined employee benefit obligations

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

1.4 MATERIAL ACCOUNTING POLICY

(a) PROPERTY, PLANT AND EQUIPMENT:

i) Property, Plant and Equipment are stated at original cost (net of tax/duty credit availed) less accumulated depreciation and impairment losses. Cost includes cost of acquisition, construction and installation, taxes, duties, freight, other incidental expenses related to the acquisition, and pre-operative expenses including attributable borrowing costs incurred during pre-operational period.

ii) Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. The carrying amount of any component as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to profit and loss during the reporting period in which they are incurred.

iii) The Cost of Property, Plant and Equipment as at 1st April 2016, the company's date of transition to IND AS, was determined with reference to its carrying value, recognized as per the pervious GAAP (deemed cost) as at the date of transition to IND AS.

iv) Assets which are not ready for their intended use on reporting date are carried as capital work-in-progress at cost, comprising direct cost and related incidental expenses.

v) Property, Plant and Equipment are depreciated and/or amortised as per Straight Line Method on the basis of their useful lives as notified in Schedule II to the Companies Act, 2013. The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

vi) Depreciation in respect of additions to assets has been charged on pro rata basis with reference to the period when the assets are ready for use. The provision for depreciation for multiple shifts has been made in respect of eligible assets on the basis of operation of respective units.

vii) An asset's carrying amount is written down immediately on discontinuation to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount. Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in Profit/ Loss on Sale and Discard of Fixed Assets.

viii) Useful lives of the Property, Plant and Equipment as notified in Schedule II to the Companies Act, 2013 are as follows:

Asset	Useful Life
Buildings	30 to 60 Years
Plant and Equipments	15 to 25 Years
Furniture and Fixtures	10 Years
Vehicles	8 to 10 years
Office Equipments	5 to 10 years
Electrical Installations	10 years
Computers	3 years
Roads	10 years

ix) At each balance sheet date, the Company reviews the carrying amount of property, plant and equipment to determine whether there is any indication of impairment loss. If any such indication exists, the recoverable amount of the assets is estimated in order to determine the extent of impairment loss. The recoverable amount is higher of the net selling price and the value in use, determined by discounting the estimated future cash flows expected from the continuing use of the asset to their present value.

(b) INTANGIBLE ASSETS:

i) Intangible assets acquired by payment e.g. Computer Software are disclosed at cost less amortization on a straight-line basis over its estimated useful life.

ii) Intangible assets are carried at cost, net of accumulated amortization and impairment loss, if any.

iii) Intangible assets are amortized on straight-line method as follows:

Asset	Useful Life
Computer Software	3 Years
Technical Know-how	3 Years

iv) At each balance sheet date, the Company reviews the carrying amount of intangible assets to determine whether there is any indication of impairment loss. If any such indication exists, the recoverable amount of the assets is estimated in order to determine the extent of impairment loss. The recoverable amount is higher of the net selling price and the value in use, determined by discounting the estimated future cash flows expected from the continuing use of the asset to their present value.

(c) REVENUE RECOGNITION:

i) The Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration entitled in exchange for those goods or services. Generally, control is transferred upon shipment of goods to the customer or when the goods is made available to the customer, provided transfer of title to the customer occurs and the Company has not retained any significant risks of ownership or future obligations with respect to the goods shipped.

Revenue is adjusted for variable consideration such as discounts, rebates, refunds, credits, price concessions, incentives, or other similar items in a contract when they are highly probable to be provided.

The Company recognizes revenue generally at a point in time when the products are delivered to customer or when it is delivered to a carrier for export sale, which is when the control over product is transferred to the customer

In revenue arrangements with multiple performance obligations, the Company accounts for individual products and services separately if they are distinct – i.e. if a product or service is separately identifiable from other items in the arrangement and if a customer can benefit from it. The consideration is allocated between separate products and services in the arrangement based on their stand-alone selling prices. Revenue from sale of by products are included in revenue.

ii) Other Income

a. Interest Income

Interest income is recognized using effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through expected life of the financial asset to the gross carrying amount of the financial asset. When calculating the effective interest rate, the company estimates the expected

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses

b. Dividend income

Dividend are recognised in the Statement of Profit and Loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Company, and the amount of the dividend can be measured reliably.

c. Gain or loss on derecognition of Financial Assets

Gain or Loss on derecognition of financial asset is determined as the difference between the sale price (net of selling costs) and carrying value of financial asset.

d. All other Incomes are recognised and accounted for on accrual basis

(d) EMPLOYEE BENEFITS:

i) Short Term employee benefits

Short term employee benefits for salary and wages including accumulated leave that are expected to be settled wholly within 12 months after the end of the reporting period in which employees render the related service are recognized as an expense in the statement of profit and loss.

ii) Post- employment benefits

Gratuity

The Company provides for gratuity, a defined benefit plan ("the Gratuity Plan") covering the eligible employees of the Company. The Gratuity Plan provides a lump-sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of the employment with the Company.

Liability with regard to the Gratuity Plan are determined by actuarial valuation, performed by an independent actuary, at each balance sheet date using the projected unit credit method.

The Company recognises the net obligation of a defined benefit plan as a liability in its balance sheet. Gains or losses through re-measurement of the net defined benefit liability are recognised in other comprehensive income and are not reclassified to profit and loss in the subsequent periods. Actuarial gains and losses arise due to difference in the actual experience and the assumed parameters and also due to changes in the assumptions used for valuation. The Company recognizes these remeasurements in the Other Comprehensive Income (OCI).

Provident Fund

Eligible employees of the Company receive benefits from provident fund, which is a defined contribution plan. Both the eligible employees and the Company make monthly contributions to the Government administered provident fund scheme equal to a specified percentage of the eligible employee's salary. Amounts collected under the provident fund plan are deposited with in a government administered provident fund. The Company have no further obligation to the plan beyond its monthly contributions.

(e) VALUATION OF INVENTORIES:

i) All Inventories are measured at Lower of Cost or Net Realizable Value.

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

ii) The cost of inventories comprises all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition.

iii) Cost of Purchase is Purchase Price, Import Duties and other non recoverable taxes, transport and other handling cost directly attributable to the acquisition of inventory.

iv) Cost of Conversion includes costs directly related to the units of production, systematic allocation of fixed and variable production overheads that are related to conversion of materials to the finished goods.

(f) CASH FLOW STATEMENT:

i) Cash flows are reported using indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flow from regular revenue generating, financing and investing activities of the Company is segregated.

ii) Cash and cash equivalents in the balance sheet comprise cash at bank, cash/cheques in hand and short-term investments with an original maturity of three months or less.

(g) IMPAIRMENT

i) Financial assets

The Company recognizes loss allowances for expected credit losses on financial assets measured at amortized cost.

At each reporting date, the Company assesses whether financial assets carried at amortized cost is credit impaired. A financial asset is 'credit -impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses. The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables. Under the simplified approach, the Company is not required to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime expected credit losses together with appropriate management estimates for credit loss at each reporting date, right from its initial recognition.

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

ii) Non financial assets

The company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists the company estimates the asset's recoverable amount.

An asset's recoverable amount is the higher of an assets net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets.

Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. The impairment loss is recognized in the statement of profit and loss.

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

(h) FINANCIAL INSTRUMENTS

A. Initial recognition

The company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument.

All financial assets and liabilities except investment in subsidiaries are recognized at fair value on initial recognition.

Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are added to or deducted from the fair value of financial assets or financial liabilities on initial recognition.

Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

Regular way purchase and sale of financial assets are accounted for at trade date.

B. Subsequent Measurement

a. Non-derivative financial instruments

i. Financial assets measured at amortized cost

A financial asset except equity instruments (other than those of subsidiaries) is subsequently measured at amortized cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

ii. Financial assets measured at fair value through other comprehensive income (FVOCI)

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. The Company has elected to measure Equity instruments (other than those of subsidiaries) at fair value through other comprehensive income.

iii. Financial assets measured at fair value through profit or loss (FVTPL)

A Financial Asset which is not classified in any of the above categories are measured at FVTPL. Financial assets are reclassified subsequent to their recognition, if the Company changes its business model for managing those financial assets. Changes in business model are made and applied prospectively from the reclassification date which is the first day of immediately next reporting period following the changes in business model in accordance with principles laid down under Ind AS 109 – Financial Instruments.

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

iv. Financial liabilities

Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

Interest bearing bank loans and issued debt are initially measured at fair value and are subsequently measured at amortized cost using the effective interest rate method. Any difference between the proceeds (net of transaction costs) and the settlement or redemption of borrowings is recognised over the term of the borrowings in the statement of profit and loss.

b. Equity instruments

An equity instrument is a contract that evidences residual interest in the assets of the company after deducting all of its liabilities. Incremental costs directly attributable to the issuance of equity instruments are recognized as a deduction from equity instrument net of any tax effects.

C. Effective Interest rate (EIR) method

The effective interest method is a method of calculating the amortized cost of a financial instrument and of allocating interest income or expense over the relevant period. The effective interest rate is the rate that exactly discounts future cash receipts or payments through the expected life of the financial instrument, or where appropriate, a shorter period.

D. De-recognition

The company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability is derecognized when obligation specified in the contract is discharged or cancelled or expires.

E. Off-setting

Financial assets and liabilities are offset and the net amount is presented in the balance sheet when the company currently has a legally enforceable right to offset the recognized amounts and intends either to settle on a net basis or to realize the asset and settle the liability simultaneously.

(i) FAIR VALUE MEASUREMENT

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The fair value measurement assumes that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefit by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

The company uses valuation techniques that are appropriate in the circumstances and for which sufficient data is available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy. The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consists of the following three levels:

Level 1 – inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2 – inputs are other than quoted prices included within level 1 that are observable for the asset or liability either directly (i.e. as prices) or indirectly (i.e. derived prices)

Level 3 – inputs are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part using a valuation model based on assumption that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

(j) FOREIGN CURRENCY TRANSACTIONS:

i) Foreign currency transactions are recorded on initial recognition in the functional currency, using the exchange rate at the date of the transaction. At each balance sheet date, foreign currency monetary items are reported using the closing exchange rate. Exchange differences that arise on settlement of monetary items or on reporting at each balance sheet date of the Company's monetary items at the closing rate are recognised as income or expenses in the period in which they arise.

ii) Non-monetary items which are carried at historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rate at the date when the fair value is determined.

(k) BORROWING COSTS:

i) Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds.

ii) General and specific borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets during the period of time that is required to complete and prepare the asset for its intended use. A qualifying asset is one that takes necessarily substantial period of time to get ready for its intended use.

iii) All other borrowing costs are expensed in the period in which they are incurred.

(l) ACCOUNTING FOR TAXES ON INCOME:

i) Tax expenses comprise of current tax and deferred tax including applicable surcharge and cess.

ii) Current Income tax is computed using the tax effect accounting method, where taxes are accrued in the same period in which the related revenue and expenses arise. A provision is made for income tax annually, based on the tax liability computed, after considering tax allowances and exemptions. Provisions are recorded when it is estimated that a liability due to disallowances or other matters is probable.

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

iii) Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profits against which the deductible temporary differences, and the carry forward unused tax credits and unused tax losses can be utilized.

iv) 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 to allow all or part of the deferred tax assets to be utilized. Un recognized deferred tax asset are reassessed at each reporting date and are recognized to the extent that it is become probable that future taxable profits will allow the deferred tax asset to be recovered. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on the tax rates and tax laws that have been enacted or substantively enacted at the reporting date.

v) Deferred tax is recognized in the statement of profit and loss, except to the extent that it relates to items recognised in other comprehensive income. As such, deferred tax is also recognised in other comprehensive income.

vi) Deferred Tax Assets and Deferred Tax Liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the Deferred Tax Assets and Deferred Tax Liabilities relate to taxes on income levied by same governing taxation laws.

(m) PROVISIONS

A provision is recognized when the company has a present obligation as a result of past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

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

Warranties

A provision for warranties is recognised when the underlying products are sold. The provision is based on technical evaluation, historical warranty data and a weighting of all possible outcomes by their associated probabilities. A liability is recognised at the time the product is sold. The Company does not provide any extended warranties to its customers.

(n) CONTINGENT LIABILITY

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

because it cannot be measured reliably. The company does not recognize a contingent liability but discloses its existence in the financial statements.

(o) CONTINGENT ASSET

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the company. Contingent assets are neither recognised nor disclosed in the financial statements.

(p) EARNING PER SHARE:

i) Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

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

(q) OPERATING SEGMENTS

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performance of the operating segments of the Company. For the disclosure on reportable segments see Note 34.

(r) GST INPUT CREDIT

Goods and service tax (GST) input credit is accounted on an accrual basis on purchase of eligible inputs, capital goods and services. The balance of GST input credit is reviewed at the end of each year and amount estimated to be un-utilizable is charged to the statement of profit and loss for the year.

(s) EVENTS AFTER REPORTING DATE

Where events occurring after the Balance Sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted within the financial statements. Otherwise, events after the Balance Sheet date of material size or nature are only disclosed.

(t) EQUITY

Ordinary shares are classified as equity share capital. Incremental costs directly attributable to theissuanceofnewordinaryshares,shareoptionsandbuybackarerecognisedasadeductionfromequity, net of any tax effects.

(u) DIVIDEND

Final dividend on shares are recorded as a liability on the date of approval by the shareholders and interim divided are recorded as a liability on the date of declaration by the company's board of directors.

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

3 (A) PROPERTY, PLANT & EQUIPMENT

(₹ in Lakhs)

Particulars	Freehold Land	Buildings	Plant and Equipment	Electrical Installations	Furniture and Fixtures	Vehicles	Office Equipment	Computers	Road	Total
Gross Carrying Value										
As at 31st March 2024	**995.22**	**2,085.40**	**3,921.68**	**291.77**	**221.61**	**535.81**	**172.01**	**86.57**	**184.74**	**8,494.82**
Addition	-	3.56	125.16	1.81	32.39	39.07	20.41	1.78	-	224.17
Disposal / Adjustments	-	-	-	-	-	0.71	-	-	-	0.71
As at 31st March 2025	**995.22**	**2,088.96**	**4,046.83**	**293.59**	**254.00**	**574.17**	**192.42**	**88.35**	**184.74**	**8,718.28**
Addition	-	247.03	74.70	30.56	62.06	35.85	15.72	1.19	-	467.11
Disposal / Adjustments	-	-	-	-	-	22.45	-	-	-	22.45
As at 31st March 2026	**995.22**	**2,336.00**	**4,121.54**	**324.15**	**316.06**	**587.58**	**208.14**	**89.54**	**184.74**	**9,162.9**
Accumulated Depreciation										
As at 31st March 2024	**-**	**546.60**	**2,450.22**	**212.80**	**129.66**	**381.19**	**112.48**	**78.55**	**106.45**	**4,017.95**
Charge for the year		70.77	173.14	27.43	15.27	29.92	18.97	2.62	13.77	351.88
Disposal / Adjustments	-	-	-	-	-	0.60	-	-	-	0.60
As at 31st March 2025	**-**	**617.36**	**2,623.35**	**240.24**	**144.93**	**410.51**	**131.45**	**81.17**	**120.21**	**4,369.23**
Charge for the year		73.75	167.06	24.95	16.86	30.35	19.03	2.12	11.63	345.75
Disposal / Adjustments	-	-	-	-	-	15.34	-	-	-	15.34
As at 31st March 2026	**-**	**691.11**	**2,790.41**	**265.19**	**161.79**	**425.53**	**150.48**	**83.29**	**131.84**	**4,699.64**
Net Carrying Value										
As at 31st March 2025	**995.22**	**1,471.60**	**1,423.48**	**53.35**	**109.07**	**163.66**	**60.97**	**7.18**	**64.53**	**4,349.05**
As at 31st March 2026	**995.22**	**1,644.89**	**1,331.12**	**58.96**	**154.27**	**162.05**	**57.66**	**6.25**	**52.89**	**4,463.30**

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

3 (B) CAPITAL WORK IN PROGESS

The Capital work in progress represent Capital Inventory and direct/ incidental expenses incurred during construction period in connection with proposed project which will be capitalised on commencement of commercial production, consequently expenses disclosed under the respective note are net of such amount .The details of the same is as under:

(₹ in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Opening Balance (a)	42.75	-
Additions (b)	420.10	42.75
Less: Amount capitalized/ deduction during the year (c)	181.85	-
Closing Balance (a) + (b) - (c)	**281.00**	**42.75**

(i) CWIP Ageing Schedule:

As at 31st March, 2026 (₹ in Lakhs)

Capital Work In Progress	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	281.00	-	-	-	281.00
Projects temporarily suspended	-	-	-	-	-
Total	**281.00**	**-**	**-**	**-**	**281.00**

As at 31st March, 2025 (₹ in Lakhs)

Capital Work In Progress	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	42.75	-	-	-	42.75
Projects temporarily suspended	-	-	-	-	-
Total	**42.75**	**-**	**-**	**-**	**42.75**

3 (C) INTANGIBLE ASSETS

(₹ in Lakhs)

Particulars	Goodwill	Technical Knowhow	Computer Software	Total
Gross Carrying Value				
As at 31st March 2024	**0.37**	**43.65**	**223.79**	**267.81**
Addition	-	-	1.45	1.45
Disposal / Adjustments	-	-	-	-
As at 31st March 2025	**0.37**	**43.65**	**225.24**	**269.26**
Addition	-	-	-	-
Disposal / Adjustments	0.37	-	-	0.37
As at 31st March 2026	**-**	**43.65**	**225.24**	**268.89**

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

(₹ in Lakhs)

Particulars	Goodwill	Technical Knowhow	Computer Software	Total
Accumulated Amortization				
As at 31st March 2024	**-**	**43.65**	**176.72**	**220.37**
Charge for the year	-	-	40.43	40.43
Disposal / Adjustments	-	-	-	-
As at 31st March 2025	**-**	**43.65**	**217.15**	**260.80**
Addition	-	-	5.69	5.69
Disposal / Adjustments	-	-	-	-
As at 31st March 2026	**-**	**43.65**	**222.84**	**266.49**
Net Carrying Value				
As at 31st March 2025	**0.37**	**-**	**8.09**	**8.46**
As at 31st March 2026	**-**	**-**	**2.40**	**2.40**

4 NON CURRENT INVESTMENTS

(₹ in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Investment in Equity instruments-quoted (Measured at FVTPL):		
14,000 Shares of M/s. Gujarat State Financial Corporation of ₹ 10/- each	2.80	2.80
Less: Provision for diminution in the value of Investments	2.80	2.80
	-	-
Total	-	-

4a TRADE RECEIVABLES

(₹ in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
(Unsecured, Considered good) (Refer note below)	350.11	77.00
(REFER TO NOTE NO. 4a.1)		
Less: Provision for Expected Credit Loss	-	1.78
Total	**350.11**	**75.22**

Note: Trade Receivable are hypothecated to secure term loan & working capital facilities from banks. (Refer Note No 17 & 20.)

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

4a.1 AGEING OF TRADE RECEIVABLES (LONG-TERM)

(₹ in Lakhs)

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 Months - 1 year	1-2 Years	2-3 Years	More than 3 years	
As at 31st March, 2026							
i) Undisputed - considered good	-	-	-	-	293.93	56.18	**350.11**
ii) Undisputed - which have significant increase in credit risk	-	-	-	-	-	-	**-**
iii) Undisputed - credit impaired	-	-	-	-	-	-	**-**
iv) Disputed - considered good	-	-	-	-	-	-	**-**
v) Disputed - which have significant increase in credit risk	-	-	-	-	-	-	**-**
vi) Disputed - credit impaired	-	-	-	-	-	-	**-**
Less: Provision for Expected Credit Loss	-	-	-	-	-	-	-
Total	**-**	**-**	**-**	**-**	**293.93**	**56.18**	**350.11**
As at 31st March, 2025							
i) Undisputed - considered good	-	-	-	-	-	77.00	**77.00**
ii) Undisputed - which have significant increase in credit risk	-	-	-	-	-	-	**-**
iii) Undisputed - credit impaired	-	-	-	-	-	-	**-**
iv) Disputed - considered good	-	-	-	-	-	-	**-**
v) Disputed - which have significant increase in credit risk	-	-	-	-	-	-	**-**
vi) Disputed - credit impaired	-	-	-	-	-	-	**-**
Less: Provision for Expected Credit Loss	-	-	-	-	-	1.78	**1.78**
Total	**-**	**-**	**-**	**-**	**-**	**75.22**	**75.22**

5 LOANS

(₹ in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
(Unsecured, Considered good)		
	-	-
Total	**-**	**-**

6 OTHER FINANCIAL ASSETS

(₹ in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
(Unsecured, Considered good)		
Security Deposits	4.56	6.48
Bank deposits (maturity after 12 months from reporting date (Including Interest)	102.53	245.29
Balance With Govt Authorities	296.75	50.52
Total	**403.83**	**302.29**

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

7 OTHER NON CURRENT ASSETS

(₹ in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
(Unsecured, Considered good)		
Capital Advances	1.35	2.94
Balance With Govt Authorities	15.72	2.18
Total	**17.07**	**5.12**

8 INVENTORIES

(As taken valued and Certified by Management) (₹ in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Raw Materials	2,256.63	2,161.39
Work In Progress	5,986.59	9,322.93
Tools and Spares	10.42	7.07
Traded goods	13.04	22.96
Total	**8,266.69**	**11,514.35**

Note : Inventories are hypothecated to secure term loan & working capital facilities from bank. (Refer Note no. 17 & 20)

9 TRADE RECEIVABLES

(₹ in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Unsecured, considered good	10,670.58	9,399.71
(REFER TO NOTE NO. 9.1)		
Less: Provision for Expected Credit Loss	14.02	2.21
Total	**10,656.56**	**9,397.50**

Note: Trade receivables are hypothecated to secure term loan & working capital facilities from bank. (Refer Note no. 17 & 20)

9.1 AGEING OF TRADE RECEIVABLES (SHORT-TERM)

(₹ in Lakhs)

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 Months - 1 year	1-2 Years	2-3 Years	More than 3 years	
As at 31st March, 2026							
i) Undisputed - considered good	7,041.05	1,719.64	565.75	992.33	350.39	1.43	**10,670.58**
ii) Undisputed - which have significant increase in credit risk	-	-	-	-	-	-	**-**
iii) Undisputed - credit impaired	-	-	-	-	-	-	**-**

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 Months - 1 year	1-2 Years	2-3 Years	More than 3 years	
iv) Disputed - considered good	-	-	-	-	-	-	-
v) Disputed - which have significant increase in credit risk	-	-	-	-	-	-	-
vi) Disputed - credit impaired	-	-	-	-	-	-	-
Less: Provision for Expected Credit Loss	-	9.47	4.55	-	-	-	14.02
Total	**7,041.05**	**1,710.16**	**565.75**	**992.33**	**350.39**	**1.43**	**10,656.56**
As at 31st March, 2025							
i) Undisputed - considered good	5,257.54	1,981.36	1,253.15	907.66	-	-	**9,399.71**
ii) Undisputed - which have significant increase in credit risk	-	-	-	-	-	-	-
iii) Undisputed - credit impaired	-	-	-	-	-	-	-
iv) Disputed - considered good	-	-	-	-	-	-	-
v) Disputed - which have significant increase in credit risk	-	-	-	-	-	-	-
vi) Disputed - credit impaired	-	-	-	-	-	-	-
Less: Provision for Expected Credit Loss	-	1.70	-	0.51	-	-	**2.21**
Total	**5,257.54**	**1,979.66**	**1,253.15**	**907.16**	**-**	**-**	**9,397.50**

10 CASH AND CASH EQUIVALENTS

(₹ in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Balances with banks		
(i) In current accounts	957.72	570.88
(ii) Debit Balance in Over Draft Account	2,191.27	2,075.73
(iii) In EEFC Account	209.62	91.56
Cash on hand	7.02	9.23
Total	**3,365.62**	**2,747.40**

11 BANK BALANCE (OTHER THAN CASH AND CASH EQUIVALENTS)

(₹ in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Balance With Bank		
- In dividend accounts	14.17	14.28
Total	**14.17**	**14.28**

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

12 OTHER FINANCIAL ASSETS

(₹ in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Unsecured, considered good		
Export Incentives Receivable	8.65	30.81
Bank deposits (within 12 Months from reporting date (Including Interest)	1,635.47	1499.95
Interest Receivable	2.77	-
Total	**1,646.89**	**1,530.76**

13 CURRENT TAX ASSETS (NET)

(₹ in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Advance Income Tax & TDS (Net of Provision for Taxation)	-	243.61
Total	**-**	**243.61**

14 OTHER CURRENT ASSETS

(₹ in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Unsecured, considered good		
Balance with government authorities	25.07	238.71
Advances for goods and services	136.64	295.62
Prepaid expenses	107.39	66.42
Total	**269.10**	**600.75**

15 EQUITY SHARE CAPITAL

(₹ in Lakhs except No. of Shares)

Particulars	As at 31st March, 2026		As at 31st March, 2025	
	Number	**₹ in Lakhs**	**Number**	**₹ in Lakhs**
Authorized Share Capital	70,00,000	700.00	70,00,000	700.00
Issued, Subscribed & Paid up share capital	54,70,240	547.02	54,70,240	547.02
Total	**54,70,240**	**547.02**	**54,70,240**	**547.02**

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

a. Reconciliation of shares outstanding at the beginning and at the end of the reporting period

Equity Shares (₹ in Lakhs except No. of Shares)

Particulars	As at 31st March, 2026		As at 31st March, 2025	
	Number	₹ in Lakhs	Number	₹ in Lakhs
Balance at the beginning of the reporting year	54,70,240	547.02	54,70,240	547.02
Issued during the period	-	-	-	-
Bought back during the year	-	-	-	-
Balance at the end of the reporting year	**54,70,240**	**547.02**	**54,70,240**	**547.02**

b. Terms/rights attached to equity shares

The Company has only one class of shares i.e. equity shares having a par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends, if any, in indian rupees. The dividend, recommended by the Board of Directors is subject to the approval of the share holders in the ensuing Annual General Meeting.

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

c. Share holding details of the Company as at Balance Sheet date and name of persons holding more than 5% shares.

Name of Shareholder/Company	As at 31st March, 2026		As at 31st March, 2025	
	No. of Shares held	% of Total Shares	No. of Shares held	% of Total Shares
Names of person holding more than 5% shares				
Therm Flow Engineers Private Limited	13,62,512	24.91	13,62,512	24.91
Sanjivkumar Narayanbhai Patel	4,11,276	7.51	4,11,276	7.51
Devidas Chelaram Narumalani	2,90,145	5.30	2,90,145	5.30

d. Shares held by the promoters:

Name of Promoters	As at 31st March, 2026		As at 31st March, 2025		% Change during the year
	No. of Shares held	%	No. of Shares held	%	
Sanjiv Narayanbhai Patel	4,11,276	7.51	4,11,276	7.51	-
Shivang Prakashchandra Patel	82,400	1.51	82,400	1.51	-
Devidas Chelaram Narumalani	2,90,145	5.30	2,90,145	5.30	-

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

16 OTHER EQUITY

(₹ in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
General Reserves		
Balance as per last balance sheet	815.00	815.00
Capital Subsidy		
Balance as per last balance sheet	15.00	15.00
Securities premium		
Opening Balance	888.00	888.00
Additions During the year	-	-
Deduction during the year	-	-
Balance at the end of the year	**888.00**	**888.00**
Retained earnings:		
Balance as per last balance sheet	13,528.14	12,041.24
Net Profit for the year	**1,027.43**	**1,651.01**
Appropriations:		
Dividend	(164.11)	(164.11)
Balance at the end of the year	**14,391.47**	**13,528.14**
Other Comprehensive Income/(Expenses)		
Balance as per last balance sheet	(51.26)	(33.80)
Additions During the year	5.43	(17.47)
Deduction during the year		
Balance at the end of the year	**(45.83)**	**(51.26)**
Total	**16,063.64**	**15,194.88**

Board of directors of the company have proposed final dividend of Rs 3 per equity share for the financial year 2025-26. Proposed dividend on equity shares are subject to approval at the annual general meeting and hence not recognised as a liability as at 31 March 2026. No interim dividend was declared and paid during the financial year 2025-26.

Nature and purpose of reserves:

General reserve: Under the erstwhile Indian Companies Act 1956, a general reserve was created through an annual transfer of net income at a specified percentage in accordance with applicable regulations. Consequent to introduction of Companies Act 2013, the requirement of mandatory transfer of a specified percentage of the net profit to general reserve has been withdrawn and the Company can optionally transfer any amount from the surplus of profit and loss to the General reserves. This reserve is utilised in accordance with the specific provisions of the Companies Act 2013.

Capital Subsidy: represents investment linked capital subsidy received from the State Government

Retained earnings: This represents the accumulated profits earned by the Company till date.

Security Premium: Securities premium is used to record premium received on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act, 2013.

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

17 BORROWINGS

(₹ in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Secured:		
Rupee Term Loans from Banks:		
From Banks (refer note (a) & (b) below)	-	354.28
Total	**-**	**354.28**

Notes:

(a) Rupee term loan of ₹ 325 lakhs from Axis Bank Limited is secured by way of Hypothecation charge (2nd charge) on primary securities available for existing facilities on second ranking basis. 2nd charge over entire current assets and movable assets of the company, both present and future. The applicable interest rate is 7.75% p.a and repayable in 35 equal monthly principal instalments of ₹ 9.02 lakhs each and last instalment of ₹ 9.05 lakhs after moratorium period of 24 months from the date of first disbursement.

(b) Rupee term loan from Bank of Baroda aggregating to ₹ 1,092 lakhs is secured by way of Hypothecation charge (2nd charge) with existing credit facilities in terms of cash flows (including repayments). Existing primary/ collateral securities would be extended to cover the ECLGS facility. The applicable interest rate is 7.50% p.a. and would be repaid in 36 equal monthly instalments of ₹ 30.33 lakhs after moratorium period of 24 months from the date of first disbursement.

(c) Above term loans from Axis Bank Limited & Bank of Baroda (Bank of Baroda has first Pari passu charge with Axis bank)secured by way of equitable mortgage of Block No. 805, 806, 807, 810 & 811 at Rakanpur, Tal. Kalol, Dist. Gandhinagar and Land & Factory Building situated Survey No. 100, 101, 102, 103 and 105 mouje Dudhai, Tal. Kadi, Dist. Mehsana and Plot No. 99 situated at mouje Dudhai, Tal. Kadi, Dist. Mehsana and is further secured by personal guarantee of (a) Mr. Apurva V. Shah (b) Mr. Sanjivkumar N. Patel (c) Mr. Shivang P. Patel, directors of the company.

(d) All the loans taken by the Company have been utilised for the purpose for which the same was taken. The Company is regular in payment of interest and installment thereon.

18 PROVISIONS

(₹ in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Provision for Employee Benefits	45.46	44.38
Total	**45.46**	**44.38**

19 DEFERRED TAX LIABILITIES (NET)

(₹ in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
(a) Deferred tax Liabilities:		
Difference between book and tax block	204.98	200.64
	204.98	**200.64**

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

(₹ in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
(b) Deferred tax assets		
Disallowances of employee benefits, Others etc u/s. 43B of the Income Tax	23.43	25.80
Remeasurement benefit of the defined benefit plans through OCI	20.40	22.23
	43.83	**48.03**
Deferred Tax Liabilities (Net)	**161.15**	**152.61**

Movement in deferred tax (₹ in Lakhs)

Particulars	Opening Balance as at 01 April, 2025	Statement of Profit and Loss	Other Comprehensive income	Closing Balance as at 31 March, 2026
Deferred Tax Liabilities				
Difference between written down value of property, plant and equipments and other intangible assets as per books of account and Income-tax, Act 1961	200.64	4.34	–	204.98
	200.64	**4.34**	**–**	**204.98**
Deferred Tax Asset				
Disallowances of employee benefits, Others etc u/s. 43B of the Income Tax	25.80	(2.37)	–	23.43
Remeasurement benefit of the defined benefit plans through OCI	22.23	–	(1.82)	20.40
	48.03	**(1.82)**	**(1.82)**	**43.83**
Deferred Tax Liabilities/(Assets) (Net)	**152.61**	**6.17**	**1.82**	**161.15**

Particulars	Opening Balance as at 01 April, 2024	Statement of Profit and Loss	Other Comprehensive income	Closing Balance as at 31 March, 2025
Deferred Tax Liabilities				
Difference between written down value of property, plant and equipments and other intangible assets as per books of account and Income-tax, Act 1961	205.93	(5.29)	–	200.64
	205.93	**(5.29)**	**–**	**200.64**
Deferred Tax Asset				
Disallowances of employee benefits, Others etc u/s. 43B of the Income Tax	241.54	(215.74)	–	25.80
Remeasurement benefit of the defined benefit plans through OCI	16.35	–	5.88	22.23
	257.89	**(215.74)**	**5.88**	**48.03**
Deferred Tax Liabilities/(Assets) (Net)	**(51.96)**	**210.45**	**(5.88)**	**152.61**

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

19a OTHER FINANCIAL LIABILITIES

(₹ in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Security Deposit	4.00	4.20
Total	**4.00**	**4.20**

20 BORROWINGS

(₹ in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Secured :		
Working capital facilities from Banks (Refer Note below)	5,838.48	5,251.87
Current maturity of long term Debt	73.00	472.32
Unsecured :		
Loans from related parties:		
From Directors	376.41	513.34
From Relatives of Directors	902.05	642.10
Working Capital Demand Loan Unsecured :		
Loan From JIO finance Ltd	1624.00	1763.12
Total	**8,813.94**	**8,642.74**

Note:

(a) Working Capital facilities from Bank of Baroda & Axis bank (Bank of Baroda has first Pari pasu charge with Axis Bank) is secured by way of hypothecation of raw-materials, stores and spares, work-in-progress of finished goods and book debts of the company both present and future and first pari passu charge on plant & machinery, other movable assets of the comapany as well as further secured by way of equitable mortgage of Plot No. 805, 806, 807, 810 and 811 at Rakanpur, Tal. Kalol, Dist. Gandhinagar and Land & factory Building situated at Survey No. 100,101,102,103 and 105 mouje Dudhai, Tal. Kadi, Dist. Mehsana and Plot No. 99 situated at mouje Dudhai, Tal. Kadi, Dist. Mehsana as well as Lien over FDR of Rs. 59.00 Lakhs as collateral security and is further secured by personal guaranteed of (a) Mr. Apurva V. Shah (b) Mr. Sanjivkumar N. Patel and (c) Mr. Shivang P. Patel, directors of the company.

21 TRADE PAYABLES

(₹ in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Total outstanding dues of micro enterprises and small enterprises (Refer Note No 39)	275.37	547.64
Total outstanding dues of creditors other than micro enterprises and small enterprises	1,282.10	1957.24
(REFER TO NOTE NO.21.1)		
Total	**1,557.47**	**2,504.88**

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

21.1 AGEING OF TRADE PAYABLES

(₹ in Lakhs)

Particulars	Not Due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 Years	2-3 Years	More than 3 years	
As at 31st March, 2026						
MSME	275.37	-	-	-	-	**275.37**
Others	1,274.13	-	7.97	-	-	**1,282.10**
Disputed dues – MSME	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-
Total	**1,549.50**	**-**	**7.97**	**-**	**-**	**1,557.47**
As at 31st March, 2025						
MSME	547.64	-	-	-	-	**547.64**
Others	1,929.30	19.82	7.58	0.05	0.49	**1,957.24**
Disputed dues – MSME	-	-	-	-	-	**-**
Disputed dues - Others	-	-	-	-	-	**-**
Total	**2,476.94**	**19.82**	**7.58**	**0.05**	**0.49**	**2,504.88**

21a OTHER FINANCIAL LIABILITIES

(₹ in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Salary , Wages and Bonus Payable	170.01	163.43
Creditors for capital expenditure	39.15	0.37
Unclaimed Dividend	14.17	14.28
Interest Acccured But Not Due on borrowings	2.71	-
Total	**226.04**	**178.08**

22 OTHER CURRENT LIABILITIES

(₹ in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Advance Received from Customers	1,478.35	2,675.41
Statutory Remittances	752.85	494.23
Total	**2,231.20**	**3,169.64**

23 PROVISIONS

(₹ in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Provision for Employee Benefits	56.05	38.84
Total	**56.05**	**38.84**

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

23a CURRENT TAX LIABILITIES (NET)

(₹ in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Provision for Taxation (Net of Advance Tax, TDS and TCS)	30.77	-
Total	**30.77**	**-**

24 REVENUE FROM OPERATIONS

(₹ in Lakhs)

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
Sale of products		
Domestic	24,215.11	36,104.90
Export	788.86	2,274.65
	25,003.97	**38,379.55**
Sale of Services	171.09	159.17
Other Operating Revenue (incl. export incentives)	118.41	242.91
Total	**25,293.47**	**38,781.63**

Disclosure pursuant to Indian Accounting Standard (Ind AS 115) - Revenue from Contract with customers (also Refer Note no. 59)

(₹ in Lakhs)

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
Reconciliation of revenue from operations with the contracted price:		
Contracted Price	25,045.84	38,389.83
Adjustment :		
- Discounts/ Rate Difference	-	-
- Sales Returns	(41.87)	(10.28)
Sales of Products	**25,003.97**	**38,379.55**
Other Operating Revenue (including sales of services)	289.50	402.08
Revenue From Operations	**25,293.47**	**38,781.63**
Revenue Disagreegation by Geography		
India	24,215.11	36,104.90
Outside India		
- Canada	601.08	1,449.55
- USA	-	235.48
- Zambia	41.73	132.16
- UK	-	168.17
- Netherlands	-	179.91
- Israel	-	109.38
- Singapore	121.64	-
- Thailand	24.41	-
Total	**25,003.97**	**38,379.55**

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

25 OTHER INCOME

(₹ in Lakhs)

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
Interest received	376.35	145.35
Foreign Exchange Rate Diffrence (Net)	12.21	-
Rent Received	11.27	9.50
Misc income	-	-
Profit on sale of Property Plant and Equipment	2.74	0.13
Bad Debt Recovered	1.74	-
Total	**404.30**	**154.98**

26 COST OF MATERIALS CONSUMED

(₹ in Lakhs)

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
Stocks of Raw materials at the beginning of the year	2,161.39	2,996.32
Add: Purchases during the year	11,732.75	19,877.64
	13,894.14	**22,873.96**
Less: Stocks of Raw materials at the end of the year	2,256.63	2,161.39
Total	**11,637.51**	**20,712.57**

27 PURCHASE OF STOCK-IN-TRADE

(₹ in Lakhs)

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
Purchase of traded goods- Window & Split AC & Accessories	64.79	148.08
Total	**64.79**	**148.08**

28 CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK-IN-TRADE & WORK-IN-PROGRESS

(₹ in Lakhs)

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
Closing Inventories		
Work -in-Progress	5986.59	9322.93
Finished Goods	0.00	0.00
Stock-in-trade	13.04	22.96
	5,999.63	**9,345.89**
Opening Inventory		
Work -in-Progress	9322.93	13923.03
Finished Goods	0.00	0.00
Stock-in-trade	22.96	22.91
	9,345.89	**13,945.94**
Total	**3,346.26**	**4,600.05**

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

29 EMPLOYEE BENEFITS EXPENSES

(₹ in Lakhs)

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
Salaries, wages and allowances	1526.02	1426.45
Contributions to Provident Fund and other Funds	122.34	104.28
Staff welfare expenses	85.62	73.83
Total	**1,733.98**	**1,604.56**

30 FINANCE COSTS

(₹ in Lakhs)

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
Interest Expense	757.98	825.36
Other borrowing costs	237.05	308.19
Total	**995.03**	**1,133.55**

31 OTHER EXPENSES

(₹ in Lakhs)

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
Rates and taxes	5.12	7.03
Insurance	19.68	22.85
Power and Fuel	126.84	158.56
Consumption of Stores , Spares & Tools	566.04	1156.01
Consumption of Packing Materials	99.19	108.41
Labour Charges	2553.75	3193.45
Testing & Inspection charges	239.66	295.04
Repairs to Buildings	54.52	51.51
Repairs to Machinery	184.02	198.24
Repairs to Others	47.90	45.12
Printing and stationery	35.82	78.11
Communication Expenses	35.81	37.71
Travelling and conveyance	301.37	285.32
Provision for Expected Credit Loss	10.04	3.99
Legal and professional fees	209.70	316.10
Payments to auditors*	5.90	5.88
Freight and forwarding Charges	585.75	752.22
Commission expenses	10.35	98.88
Business Promotion Expenses	34.86	29.42

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
Expenditure incurred towards Corporate Social Responsibilty (Refer Note-38)	37.79	35.09
Settlement Charges	0.00	28.53
Foreign Exchange Rate Diffrence (Net)	0.00	3.66
Late Delivery Charges /Liquidated damages	657.65	859.22
Bad debts written off	-	23.56
General Charges	357.13	363.70
Total	**6,178.89**	**8,157.61**

(₹ in Lakhs)

* Particulars of Auditor's Remuneration	Year ended 31st March, 2026	Year ended 31st March, 2025
Statutory audit fees (including Tax Audit)	4.50	4.50
Certification fees & Other Services	1.40	1.38
Reimbersement of Expenses	-	-
Total	**5.90**	**5.88**

32 CONTINGENT LIABILITIES & CAPITAL COMMITMENTS NOT PROVIDED FOR:

a) Contingent Liabilities

(₹ in Lakhs)

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
a) Claims against Company not acknowledged as Debt		
i) Disputed Income Tax demand	0.96	7.44
ii) Disputed Tax Demand under Goods & Service Tax	57.28	7.50
b) Guarantees excluding financial guarantees :		
• Outstanding Bank Guarantees	12178.53	11599.64
• Outstanding Foreign Bank Guarantees	US$ 35,865.70	US$ 14,73,832.8

b) Capital Commitments

Estimated amount of contracts remaining to be executed on capital account [net of advances] and not provided for Rs. NIL (P.Y Rs. NIL)Note:

Note:

a) It is not practicable for the Company to estimate the timings of cash outflows, if any, in respect of the above, pending resolution of the respective proceedings as it is determinable only on receipt of judgments/decisions pending with various forums/ authorities.

b) The Company has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed as contingent liabilities where applicable, in its financial statements. The Company does not expect the outcome of these proceedings to have a materially adverse effect on its financial results.

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

33. RELATED PARTY INFORMATION

a) List of Related Parties :

Enterprise over which Key Management Personnel exercise significant influence	Therm Flow Engineers Private Limited Shiv Fintrade LLP
Key Managerial Personnel (KMP)	Sanjivkumar N. Patel (Chairman & Managing Director) Apurva V. Shah (Whole-time Director) Shivang P. Patel (Whole-time Director) Kamlesh R. Shah (Chief Financial Officer) Nikhil M. Patel (Company Secretary) Rajendrakumar C. Patel (Independent Director) Naimish B. Patel (Independent Director) Nidhi Y. Patel (Independent Director)
Close member of Key Managerial Personnel (KMP)	Aarti P. Patel Jalpa S. Patel Narayanbhai G. Patel-HUF Prakashbhai N. Patel-HUF Sanjivkumar N. Patel-HUF Vedang S. Patel Veer S. Patel

Note: Related Parties have been as identified by the Management and relied upon by the auditors.

b) Details of Related Party Transactions for the year ended 31st March, 2026:

Category	Name of the Related Party	For the year ended on 31st March, 2026 (₹ in Lakhs)	For the year ended on 31st March, 2025 (₹ in Lakhs)
Managerial Remuneration paid	Sanjivkumar N. Patel	68.71	61.90
	Shivang P. Patel	69.60	64.18
	Apurva V. Shah	45.34	41.91
Salary paid	Aarti P. Patel	10.15	9.94
	Kamlesh R. Shah	16.25	15.41
	Nikhil M. Patel	16.02	15.73
Sitting Fees	Hareshkumar I shah	0.00	0.09
	Vinaben B. Patel	0.00	0.23
	Rajendrakumar C. Patel	0.18	0.27
	Naimish B. Patel	0.18	0.27
	Nidhi Y. Patel	0.14	0.05
Unsecured Loans Accepted	Sanjivkumar N. Patel	69.40	229.16
	Shivang P. Patel	34.00	196.00
	Aarti P. Patel	33.35	63.95
	Jalpa S. Patel	19.80	15.70
	Vedang S. Patel	24.90	22.85
	Veer S. Patel	203.50	-

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

Category	Name of the Related Party	For the year ended on 31st March, 2026 (₹ in Lakhs)	For the year ended on 31st March, 2025 (₹ in Lakhs)
Unsecured Loans Repaid	Sanjivkumar N. Patel	223.23	29.45
	Shivang P. Patel	17.10	23.45
	Aarti P. Patel	21.60	22.40
Interest on Unsecured Loans	Sanjivkumar N. Patel	27.39	30.66
	Shivang P. Patel	23.07	18.46
	Aarti P. Patel	16.78	15.53
	Jalpa S. Patel	6.23	4.16
	Vedang S. Patel	31.93	29.21
	Narayanbhai G. Patel-HUF	1.21	1.21
	Sanjivbhai N. Patel- HUF	8.10	8.10
	Prakashbhai N. Patel-HUF	10.21	10.21
	Veer S. Patel	10.57	-
Rent Income	Therm Flow Engineers Private Limited	0.18	0.18
	Shiv Fintrade LLP	0.18	0.18

c) Closing Balances of Related Party Transactions for the year ended 31st March, 2026:

Category	Name of the Related Party	For the year ended on 31st March, 2026 (₹ in Lakhs)	For the year ended on 31st March, 2025 (₹ in Lakhs)
Unsecured Loans	Sanjivkumar N. Patel	161.07	314.90
	Shivang P. Patel	215.34	198.44
	Aarti P. Patel	154.53	142.78
	Jalpa S. Patel	65.83	46.03
	Vedang S. Patel	300.72	275.82
	Narayanbhai G. Patel-HUF	11.02	11.02
	Sanjivbhai N. Patel- HUF	73.60	73.60
	Prakashbhai N. Patel-HUF	92.85	92.85
	Veer S. Patel	203.50	-

Note:

1. The remuneration of directors and other members of Key management personal during the year is as follows:

(₹ in Lakhs)

Particulars	2025-26	2024-25
Short term benefits	226.07	209.07

2. Key Managerial Personnel and Relatives of Promoters who are under the employment of the Company are entitled to post-employment benefits and other long term employee benefits recognised as per Ind AS 19-'Employee Benefits' in the Standalone financial statements. As these employee benefits are lump sum amounts provided on the basis of actuarial valuation, the same is not included above.

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

All related party transactions entered during the year were in ordinary course of the business and are on arm's length basis. No amount has been recognised as bad or doubtful in respect of transactions with the related parties.

34. SEGMENT INFORMATION

(a) Information about reportable segment:

The Company operates only in one segment and all other activities are incidental thereto, which have similar risk and return, accordingly, there are no separate reportable segment.

(b) Information about geographical segment:

The geographical information analyses the Company's revenues and non-current assets by the Company's country of domicile (i.e., India) and other countries. In presenting the geographical information, segment revenue has been based on the geographical location of customers and segment assets have been based on the geographical location of assets.

(₹ in Lakhs)

Particulars		31st March 2026	31st March 2025
(1).	Revenues from external customers including operating revenue:		
	- India	24215.11	36104.90
	- Canada	601.98	1449.55
	- Others	187.78	825.11
(2).	Non-current assets (excluding financial assets and tax assets).:		
	- India	5113.88	4,480.60

(₹ in Lakhs)

Particulars		31st March 2026	31st March 2025
(a)	Breakup of revenues:		
	Revenue from operations	25,003.97	38,379.55
	Other operating revenue	289.50	402.08
(b)	Non-current assets		
	Non-current assets (excluding financial instruments and tax assets). All noncurrent assets of the Company are located in India	5113.88	4,480.60

35. EARNING PER SHARE

(₹ in Lakhs except EPS)

Particulars	For the year ended on 31st March, 2026	For the year ended on 31st March, 2025
Net Profit for the year before other Comprehensive Income	1027.43	1651.01
Number of Equity Shares:		
Opening Number of Shares	54,70,240	54,70,240
Weighted Average Number of Shares	**54,70,240**	**54,70,240**
Basic & Diluted Earnings per Share (EPS) (Price per share Rs. 10)	18.78	30.18

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

36. In the opinion of the Board of Directors, the current assets, loans and advances are approximately of the value stated, if realized in the ordinary course of business. The provisions for depreciation and all known and ascertained liabilities are adequate and not in excess of the amounts reasonably necessary.

37. The balance confirmation from the suppliers and customers have been called for, but the same are awaited till date of audit. Thus, the balances or receivables and trade payables have been taken as per the books of accounts submitted by the company and are subject to Confirmation from respective parties.

38. CORPORATE SOCIAL RESPONSIBILITY

(₹ in Lakhs)

	Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
(1)	Amount required to be spent by the company	37.79	35.09
(2)	Amount of expenditure incurred on:		
	(i) Construction/acquisition of any asset	-	-
	(ii) On purposes other than (i) above	38.00	35.09
(3)	Shortfall / Excess at the end of the year (Refer Note Below)	0.21	--
(4)	Previous year shortfall	-	-
(5)	Reason for shortfall	N.A.	N.A.
(6)	Nature of CSR Activities	Education & Health*	
(7)	Details of related party transactions in relation to CSR expenditures	--	--

*a. *Educational, Social Development/ Services and employment enhancing vocational skills and especially among children and women.*

b. *Medical treatment & rehabilitation, eradicating hunger poverty and malnutrition, promoting rural development and preventive healthcare, setting up day care centers and promoting livelihood enhancement projects.*

Note: The excess amount spent for the CSR activities have been transferred to Prepaid for the year ending 31st March, 2026.

39. OUTSTANDING DUES OF MICRO & SMALL ENTERPRISES

As per the Micro, Small & Medium Development Act, 2006 and to the extent of the information available, amounts unpaid as at the year end together with the interest paid / payable, is as follows:

(₹ in Lakhs)

Particulars	2025-26	2024-25
The Principal Amount	275.37	547.64
Interest Paid under MSMED Act, 2006	-	-
Interest due (Other than 23.3 (b))	-	-
Interest accrued and unpaid	-	-
Interest due and payable till actual payment	-	-

The management has identified micro and small enterprises as defined under Micro, Small and Medium Enterprises Development Act, 2006 (MSMED) on the basis of information made available by the supplier or vendors of the Company.

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

40. EMPLOYEE BENEFIT OBLIGATION

As per Indian Accounting Standard (Ind AS) 19 "Employee Benefits", the disclosures of Employee benefits as defined in the Accounting Standard are given below:

Defined Contribution Plan:

i) Contribution to Defined Contribution Plan, recognized as expense for the year is as under:

(₹ in Lakhs)

Particulars	2025-26	2024-25
Employer's Contribution to Provident Fund	94.38	85.04

ii) Defined Contribution Plan: Employee benefits in the form of Provident Fund are considered as defined contribution plan and the contributions to Employees Provident Fund Organization established under The Employees Provident Fund and Miscellaneous Provisions Act 1952 and Employees State Insurance Act, 1948, respectively, are charged to the profit and loss account of the year when the contributions to the respective funds are due.

iii) Defined Benefit Plan: Retirement benefits in the form of Gratuity are considered as defined benefit obligation and are provided for on the basis of third-party actuarial valuation, using the projected unit credit method, as at the date of the Balance Sheet. Every Employee who has completed five years or more of service is entitled to Gratuity on terms not less favorable than the provisions of The Payment of Gratuity Act, 1972.

iv) Following are the risks associated with the plan:

Interest rate risk:

A fall in the discount rate which is linked to the G. Sec. Rate will increase the present value of the liability requiring higher provision. A fall in the discount rate generally increases the mark to market value of the assets depending on the duration of asset.

Salary Risk:

The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.

Investment Risk:

The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. If the return on plan asset is below this rate, it will create a plan deficit. Currently, for the plan in India, it has a relatively balanced mix of investments in government securities, and other debt instruments.

Asset Liability Matching Risk:

The plan faces the ALM risk as to the matching cash flow. Since the plan is invested in lines of Rule 101 of Income Tax Rules, 1962, this generally reduces ALM risk.

Mortality risk:

Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

Concentration Risk:

Plan is having a concentration risk as all the assets are invested with the insurance company and a default will wipe out all the assets. Although probability of this is very less as insurance companies have to follow regulatory guidelines.

v) Changes in the Present Value of Projected Benefit Obligation:

(₹ in Lakhs)

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
Opening defined benefit obligation	**310.73**	**263.37**
Current Service Cost	21.39	19.73
Past Service Cost	--	--
Interest Cost	21.29	18.99
Actuarial losses/(gains) due to change in Financial Assumptions	(19.54)	7.70
Actuarial losses/(gains) due to experience	11.63	13.95
Actuarial losses/(gains) due to demographic assumptions	--	--
Losses (gains) on curtailments	--	--
Liabilities extinguished on settlements	--	--
Benefits Paid Directly by Employer	--	--
Benefits paid from the Fund	(18.99)	(13.01)
Closing defined benefit obligation	**326.53**	**310.73**

vi) Changes in Fair Value of Plan Assets:

(₹ in Lakhs)

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
Opening fair value of plan assets	**284.28**	**246.25**
Interest Income	19.47	17.75
Return on plan assets excluding Interest Income	(0.66)	(1.71)
Assets distributed on settlements	--	--
Contributions by employer	0.77	35.00
Benefits paid	(18.99)	(13.01)
Closing balance of fair value of plan assets	**284.89**	**284.28**

vii) Amount Recognized in Balance Sheet:

(₹ in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Present value of Defined Benefit Obligation at the end of the year	(326.53)	(310.73)
Fair value of Plan Assets at the end of the year	284.89	284.28
Funded Status Surplus/(Deficit)	(41.63)	(26.45)
Net (Liability)/Assets recognized in the Balance sheet	**(41.63)**	**(26.45)**

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

viii) Expenses Recognized in Statement of Profit or Loss for Current period:

(₹ in Lakhs)

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
Current Service Cost	21.39	19.73
Net Interest Cost	1.81	1.23
Past Service Cost	--	--
Expected Contribution by the Employees	--	--
(Gains)/Losses on curtailments and settlements	--	--
Expenses Recognized in Statement of Profit & Loss	**23.20**	**20.96**

ix) Expenses Recognized in the Other Comprehensive Income (OCI):

(₹ in Lakhs)

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
Actuarial (Gains)/Losses on Obligations for the period	(7.91)	21.64
Return on Plan Assets, excluding interest income	0.66	1.71
Net (Income) / Expenses for the period Recognized in OCI	**(7.25)**	**23.35**

x) Sensitivity Analysis of Defined Benefit Obligation:

(₹ in Lakhs)

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
Projected Benefit Obligation on Current Assumptions	326.53	310.73
Delta Effect of +1% Change in Rate of Discounting	(19.13)	(20.35)
Delta Effect of -1% Change in Rate of Discounting	22.43	23.92
Delta Effect of +1% Change in Rate of Salary Increase	20.97	22.02
Delta Effect of -1% Change in Rate of Salary Increase	(18.17)	(19.06)
Delta Effect of +1% Change in Rate of Employee Turnover	1.87	0.58
Delta Effect of -1% Change in Rate of Employee Turnover	(2.17)	(0.69)

Sensitivities have been calculated to show the movement in Defined Benefit Obligation in isolation and assuming there are no other changes in market conditions at the accounting date. In presenting the above sensitivity analysis, the present value of the defined benefit obligations has been calculated using the Projected Unit Credit Method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognized in the balance sheet.

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

xi) Actuarial Assumptions:

(₹ in Lakhs)

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
Expected Return on Plan Assets	7.73%	6.85 %
Rate of Discounting	7.73%	6.85 %
Rate of Salary Increase	7.00 %	7.00 %
Rate of Employee Turnover	2.00 %	2.00 %
Mortality Rate During Employment	Indian Assured Lives Mortality (2012 -14) (Urban)	Indian Assured Lives Mortality (2012 -14) (Urban)
Mortality Rate After Employment	N.A.	N.A.

xii) The above details are certified by the actuary M/s. K.A. Pandit Consultants & Actuaries.

41. APPROVAL OF FINANCIAL STATEMENT:

The financial statements were approved for issue by the board of directors on 30th May, 2026.

42. UNDISCLOSED TRANSACTIONS

As stated, & confirmed by the Board of Directors, The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

43. BENAMI TRANSACTIONS

As stated, & confirmed by the Board of Directors, The Company does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.

44. LOAN OR INVESTMENT TO ULTIMATE BENEFICIARIES

As stated, & Confirmed by the Board of Directors, The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

(b) Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

45. LOAN OR INVESTMENT FROM ULTIMATE BENEFICIARIES

As stated, & Confirmed by the Board of Directors, The Company has not received any funds from any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

(b) Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

46. As stated, & Confirmed by the Board of Directors, the company has not been sanctioned any term loan during the year ended on 31st March 2026.

47. As stated, & confirmed by the board of Directors, the company has not revalued its Property, Plant and Equipment and intangible assets during the year under review. Further, all the Property, Plant and Equipment and intangible assets are in the name of the Company.

48. WILLFUL DEFAULTER

As stated, & Confirmed by the Board of Directors, the company has not been declared as willful defaulter by the bank during the year under review.

49. TRANSACTIONS WITH STRUCK OFF COMPANIES

As stated, & Confirmed by the Board of Directors, the company has not under taken any transactions nor has outstanding balance with the company Struck Off either under section 248 of the Act or under Section 560 of The Companies Act, 1956.

50. CRYPTO CURRENCY

As stated, & Confirmed by the Board of Directors, the Company has not traded or invested in Crypto Currency or Virtual Currency.

51. COMPLIANCE WITH APPROVED SCHEMES OF ARRANGEMENT

The Company has not applied for any scheme of Arrangements under sections 230 to 237 of The Companies Act, 2013.

52. The Company has assessed internal and external information upto the date of approval of the audited financial statements while reviewing the recoverability of assets, adequacy of financial resources, Performance of contractual obligations, ability to service the debt and liabilities etc. Based on such assessment, the company expects to fully recover the carrying amounts of the assets and comfortably discharge its debts and obligations. Hence, the management does not envisage any material impact on the audited financial statements of the company for the year ended on 31st March 2026.

53. BORROWING BY WAY OF SECURED LOAN AGAINST CURRENT ASSETS

As stated, and Confirmed by the board of directors, The company has been sanctioned working capital facilities from banks on the basis of security of current assets, Quarterly returns or statement filed by the company with such banks are in agreement with the books accounts of the company.

54. COMPLIANCE WITH NUMBER OF LAYERS OF COMPANIES

As stated, & confirmed by the Board of Directors, the company has complied with the number of layer prescribed under clause (87) of Section 2 of the Act read with companies (Restriction on number of layers) Rules, 2017.

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

55 SATISFACTION OF CHARGE

As informed by the Management there are no charges which are yet to be registered or yet to be satisfied with Registrar of Companies beyond statutory period. However, while carrying out search on MCA portal, following charges are yet to be satisfied beyond the statutory period, details of which are as under:

(₹ in Lakhs)

Sr. No.	SRN	Charge ID	Charge Holder Name	Date of Creation	Date of Modification	Date of Satisfaction	Amount	Address
1	C40649634	10543789	Bank of Baroda	17-01-2015	-	-	600.00	Navrangpura Branch, Navrangpura, Ahmedabad, Gujarat, India, 380014
2	C30180350	10526540	Bank of Baroda	29-09-2014	-	-	70.00	Navrangpura Branch, Nr. Incometax Under Bridge, Navjeevan Post Office, Ahmedabad, Gujarat, India, 380009
3	B44437044	10367325	Bank of Baroda	18-07-2012	-	-	850.00	Navrangpura Branch, Nr Incometax Under Bridge, Navjeevan Post Office, Ahmedabad, Gujarat, India, 380009
4	Y10193061	90103369	Bank of Baroda	08-12-2004	-	-	170.00	Corporate Banking Branch, Ahmedabad, Gujarat, India
5	Y10192543	90102851	Bank of Baroda	15-04-2004	20-07-2006	-	1,300.00	Bank of Baroda Tower, 1st & 2nd Floor, CFS Branch, Opp. Law Garden, Ellisbridge, Ahmedabad

56. INCOME TAXES

A Tax Expenses

(₹ in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Provision for Current Tax	352.50	356.00
(Excess) / Short provision for tax of earlier years	3.23	(29.58)
Net deferred tax (refer note 56(D))	6.71	210.45
Tax expense for the year	**362.44**	**536.87**

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

B Effective tax reconciliation

(₹ in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Profit before tax for the year	**1,389.87**	**2,187.88**
Tax at statutory income tax rate of 25.168% in india	349.80	550.64
Adjustments (tax effect) :		
Difference in Depreciation for the year as per books and as per Income tax	(3.65)	5.42
Non-deductible expenses for tax purposes	13.06	10.39
(Excess) / Short provision for tax of earlier years	3.23	(29.58)
Tax expense reported in the statement of profit and loss	**362.44**	**536.87**

C Income Tax Recognised in Other Comprehensive Income:

(₹ in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Deferred tax		
Arising on income and expenses recognised in other comprehensive income:		
Remeasurement of defined benefit obligation	(1.82)	5.88
Total income tax asset/(liability) recognised in other comprehensive income	**(1.82)**	**5.88**
Bifurcation of the income tax recognised in other comprehensive income into:-		
Items that will not be reclassified to Statement of Profit and Loss	(1.82)	5.88
Income tax asset/(liability) recognised in other comprehensive income	**(1.82)**	**5.88**

D Components of Deferred Tax charge/(benefit)for the year

(₹ in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Depreciation and amortisation	4.34	(5.29)
Disallowances of employee benefits , Others etc u/s. 43B of the Income Tax	2.37	215.74
Total deferred tax Charge/(benefit) for the year	**6.71**	**210.45**

Note: Deferred tax liability has been calculated using effective tax rate of 25.168% (previous year 25.168%)

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

E Deferred Tax

(₹ in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Deferred Tax Liabilities		
Difference between written down value of property, plant and equipments and other intangible assets as per books of account and Income-tax, Act 1961	204.98	200.64
	204.98	**200.64**
Deferred Tax Assets		
Disallowances of employee benefits, Others etc u/s. 43B of the Income Tax	23.43	25.80
Remeasurement benefit of the defined benefit plans through OCI	20.40	22.23
	43.83	**48.03**
Deferred Tax Liabilities/(Assets) (Net)	**161.15**	**152.61**

57. CAPITAL MANAGEMENT

The Company's capital management is intended to create value for shareholders by facilitating the achievement of long-term and short-term goals of the Company.

The Company determines the amount of capital required on the basis of annual business plan coupled with long-term and shortterm strategic investment and expansion plans. The funding needs are met through equity, cash generated from operations, long-term and short-term bank borrowings.

The Company monitors the capital structure on the basis of net debt to equity ratio and maturity profile of the overall debt portfolio of the Company.

Net debt includes interest bearing borrowings less cash and cash equivalents, other bank balances.

The table below summarises the capital, net debt and net debt to equity ratio of the Company.

(₹ in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Equity Share Capital	547.02	547.02
Other Equity	-	-
Total Equity	**547.02**	**547.02**
Interest-bearing loans and borrowings	8,813.94	8,997.03
Less: cash and cash equivalent	3,365.62	2,747.40
Less: Other bank Balances	102.53	245.29
Net Debt	**5,345.79**	**6,004.33**
Gearing Ratio	**9.77**	**10.98**

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

58. FINANCIAL INSTRUMENTS DISCLOSURE

(i) Categories of Financial Instruments

(₹ in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Financial Assets		
Measured at Amortised Cost		
(i) Trade and Other Receivables	11,006.67	9,472.72
(ii) Cash and Cash Eqivalents	3,365.62	2,747.40
(iii) Bank Deposits	1,737.99	1,745.24
Financial Liabilities		
Measured at Amortised Cost		
(i) Borrowings	8,813.94	8,997.03
(ii) Trade Payables	1,557.48	2,504.88
(iii) Other Financial Liabilities	226.04	178.08

(ii) Fair Value Measurement

This note provides information about how the Company determines fair values of various financial assets.

Fair Value of financial assets and liabilities that are not measured at fair value (but fair value disclosures are required).

Management considers that the carrying amounts of financial assets and financial liabilities recognized in the financial statements approximate their fair values.

(iii) Financial Risk Management Objectives

While ensuring liquidity is sufficient to meet Company's operational requirements, the Company's financial management committee also monitors and manages key financial risks relating to the operations of the Company by analysing exposures by degree and magnitude of risks. These risks include market risk (including currency risk and price risk), credit risk and liquidity risk.

Market Risk

Market risk is the risk of uncertainity arising from possible market price movements and their impact on the future performance of a business. The major components of market risk are commodity price risk.

i. Interest Rate Risk

Interest rate risk is the risk that fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Interest risk arises to the Company mainly from borrowings with variable rates. The Company measures risk through sensitivity analysis. The banks are now finance at variable rate only, which is the inherent business risk.

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

The Company's exposure to interest rate risk is as follows:

(₹ in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Liability		
Term Loans	73.00	826.61
Working Capital Loan - from Banks & Financial Institution (Including Interest Accrued thereon)	7,462.48	7,014.99
Total	**7,535.48**	**7,841.59**

(₹ in Lakhs)

Particulars	Impact on Profit and Loss after Tax	
	As at 31st March, 2026	As at 31st March, 2025
Interest Rate increase by 0.50 basis point	28.19	29.34
Interest Rate decrease by 0.50 basis point	(28.19)	(29.34)

ii. Liquidity Risk

The Company manages liquidity risk by maintaining sufficient cash and cash equivalents including bank deposits and availability of funding through an adequate amount of committed credit facilities to meet the obligations when due. Management monitors rolling forecasts of liquidity position and cash and cash equivalents on the basis of expected cash flows. In addition, liquidity management also involves projecting cash flows considering level of liquid assets necessary to meet obligations by matching the maturity profiles of financial assets & liabilities and monitoring balance sheet liquidity ratios.

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The information included in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The tables include both interest and principal cash flows. The contractual maturity is based on the earliest date on which the Company may be required to pay.

The following are the contractual maturities of financial liabilities, based on contractual cash flows:

(₹ in Lakhs)

Particulars	Due in 1 Year	1 Year - 3 Years	More than 3 Years	Total
As at 31st March, 2026				
Borrowings	-	-	-	-
Trade Payables	1,549.51	7.97	-	1,557.48
Other Financial Liabilities	226.04	-	-	226.04
Total	**1,775.55**	**7.97**	**-**	**1,783.52**

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

Particulars	Due in 1 Year	1 Year - 3 Years	More than 3 Years	Total
As at 31st March, 2025				
Borrowings	-	-	-	-
Trade Payables	2,497.25	7.63	-	2,504.88
Other Financial Liabilities	178.08	-	-	178.08
Total	**2,675.32**	**7.63**	**-**	**2,682.95**

iii. Credit Risk

The Company has a detailed review mechanism of overdue customer receivables at various levels within organisation to ensure proper attention and focus for realisation.

(₹ in Lakhs)

Particulars	Upto 1 Year	1 Year - 3 Years	More Than 3 Years	Total
As at 31st March, 2026				
(i) Trade and Other Receivables	9,326.44	1,636.65	57.61	11,020.69
Total	**9,326.44**	**1,636.65**	**57.61**	**11,020.69**
As at 31st March, 2025				
(i) Trade and Other Receivables	8,492.05	907.66	77.00	9,476.71
Total	**8,492.05**	**907.66**	**77.00**	**9,476.71**

59. IND AS 115 DISCLOSURE

The Company has recognised the following amounts relating to revenue in the statement of profit or loss:

(₹ in lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Revenue from contracts with customers	25,003.97	38,379.55
Total Revenue	**25,003.97**	**38,379.55**

Revenue is recognized upon transfer of control of products to customers.

a. Disaggregation of revenue from contract with customers

Revenue from sale of products represents revenue generated from external customers which is attributable to the company's country of domicile i.e. India and external customers outside India as under:

(₹ in lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Revenue from India	24,215.11	36,104.90
Revenue from Outside India	788.86	2,274.65

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

b. Information about major customers

Following are the customer representing more than 10% of the total revenue of the Company

(₹ in lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Revenue from such customers		
Customer attributing highest revenue	14,611.18	5,684.12
Customer attributing second highest revenue	2,438.91	3,741.45
Customer attributing third highest revenue	1,793.88	3,542.04
Customer attributing fourth highest revenue	1,442.16	2,857.58

c. Contract assets and liabilities

The Company has recognised the following revenue-related contract assets and liabilities:

Particulars	As at 31st March, 2026	As at 31st March, 2025
Contract Assets	11,006.67	9,472.72
Total Contract Assets	11,006.67	9,472.72
Contract Liabilities	1,478.35	2,675.41
Total Contract Liabilities	1,478.35	2,675.41

d. Performance obligations

The performance obligation is satisfied upon delivery of the finished goods and payment is generally due within 1 to 3 months from delivery. The performance obligation to deliver the finished goods is started after receiving of sales order. The customer can pay the transaction price upon delivery of the finished goods within the credit period, as mentioned in the contract with respective customer.

NOTES FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

60. RATIO ANALYSIS

Particulars	Numerator	Denominator	31st March, 2026	31st March, 2025	Variation	Reasons
Current Ratio (times)	Current Assets	Current Liabilities	1.88	1.79	4.63%	
Debt Equity Ratio (times)	Total Debt	Share Holder's Equity	0.53	0.57	-7.16%	
Debt Service Coverage Ratio (times)	Earnings available for debt Service (Refer Note i below)	Debt Service	1.86	2.31	-19.36%	
Return on Equity (ROE)	Net Profit after Taxes	Average Shareholder's Equity	6.35%	11.00%	-42.27%	Due to significant decrease in the Net Profit after tax
Inventory Turnover Ratio (times)	Cost of Material Consumed + Channges in WIP/ FG	Average Inventory	1.52	1.79	-14.93%	
Trade Receivable Turnover Ratio (times)	Revenue from Operations	Average Trade Receivables	2.47	3.83	-35.49%	Due to Significant decrease in the Revenue from operations.
Trade Payable Turnover Ratio (times)	Purchases	Average Trade Payables	5.81	4.05	43.32%	Due to Significant decrease in the Purchase and the Average Trade Payables.
Net Capital Turnover Ratio (times)	Revenue from Operations	Working Capital	2.24	3.37	-33.56%	Due to Significant decrease in the Revenue from operations.
Net Profit Ratio	Net Profit	Revenue from Operations	4.06%	4.26%	-4.58%	
Return on Capital Employed	Earning Before Interest and Tax	Capital Employed	9.38%	13.43%	-30.13%	Due to Significant decrease in the Earning before interest and tax.
Return on Investment	Income generated from investments	Average Investments	0.00%	0.00%	-	

Note i: *Net Profit after taxes + Non-cash operating expenses + Interest + other adjustments like loss on sale of Fixed assets etc.*

The accompanying notes 1 to 60 form an integral part of the financial statements

As per our report of even date attached.

For, **PARIKH & MAJMUDAR**
Chartered Accountants
Firm's Registration Number:107525W
UDIN: 26107628QSFBZZ5934

CA. SATWIK DURKAL
Partner
Membership No.107628

Place: Ahmedabad
DATE: 30/05/2026

For and on behalf of the Board of Directors
Patels Airtemp (India) Limited

Sanjivkumar N. Patel
Chairman & Managing Director
DIN : 02794095

Kamlesh R. Shah
Chief Financial Officer

Shivang P. Patel
Whole Time Director
DIN : 08136652

Nikhil M. Patel
Company Secretary

Place: Ahmedabad
DATE: 30/05/2026

PATELS AIRTEMP (INDIA) LIMITED
CIN: L29190GJ1992PLC017801
Factory (Work): Plot No. 805, 806, 807, 810, Rakanpur – 382722,
Via: Sola-Bhadaj Village, Ta; Kalol, Dist: Gandhinagar, Gujarat, India
Ph. No.: +91-2764286634/35, Fax No. : +91-2764286301
Email : share@patelsairtemp.com, Website: www.patelairtemp.com

E-COMMUNICATION REGISTRATION FORM

Dear Shareholders,

You are aware that the provisions of Companies Act, 2013 have been made effective. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules issued thereunder, Companies can serve Annual Reports and other communications through electronic mode to those shareholders who have registered their email address either with the Company or with the Depository or with Registrar and Share Transfer Agent (RTA).

It is a welcome move for the society at large, as this will reduce paper consumption to a great extent and allow Shareholders to contribute towards a greener environment. This is a golden opportunity for every Shareholder of Patels Airtemp (India) Limited to contribute to the cause of Green Initiative.

We therefore invite all our shareholders to contribute to the cause by filling up the form given below toreceive communication from the Company in electronic mode.

Please note that as a Member of the Company, you will be entitled to receive all such communication in physical form, upon request.

Best Regards,

Nikhil M. Patel
Company Secretary

Folio No. / DP ID and Client ID : ______________________________

Name of the 1st Registered Holder : ______________________________

Name of Joint Holder[s] : ______________________________

Registered Address : ______________________________

____

E-mail ID (to be registered) : ______________________________

I / We Shareholder(s) of Patels Airtemp (India) Limited agree to receive communication from the Company in electronic mode. Please register my/our above e-mail ID in your records for sending communication in electronic form.

Date :

Signature :

Note: Shareholder(s) are requested to keep the Company informed as and when there is any change in the e-mail address.

NECS MANDATE FORM

Please Fill Up This Form And Arrange To Send It To :

The following address if shares are held in Physical Form OR to your DP if shares are held in Demat Form

To,
M/S. Bigshare Services Pvt. Ltd.
Unit: **Patels Airtemp (India) Limited**
A-802, Samudra Complex, off. C. G. Road
Navrangpura, Near Girish Cold Drinks,
Ahmedabad – 380009

Dear Sir,

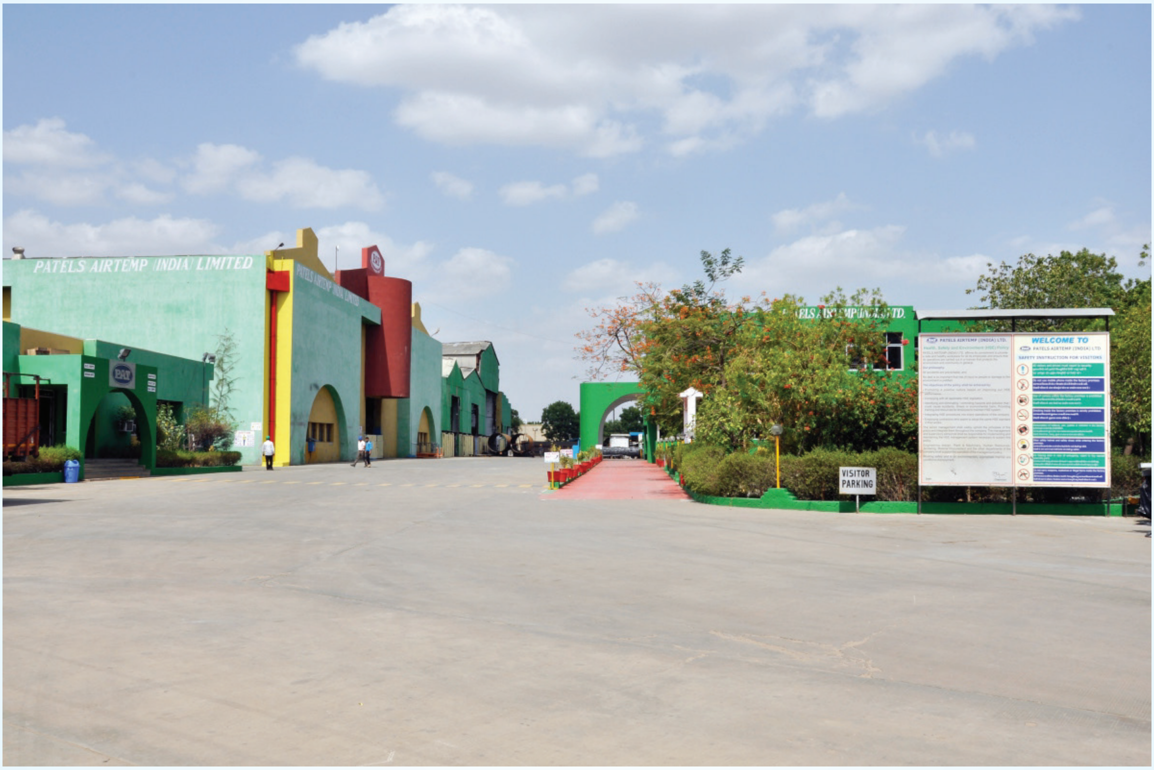
Sub: Payment of Dividend through NECS

I/we hereby give my/our mandate to credit my/our Dividend on the shares held by me/us under the Folio mentioned directly to my/our Bank Account through the Electronic Clearing System (ECS)/ to prepare my/our dividend warrant with details of my/our Bank Account No. and Name of the Bank & Branch.

The Details of the Bank Account are given below.

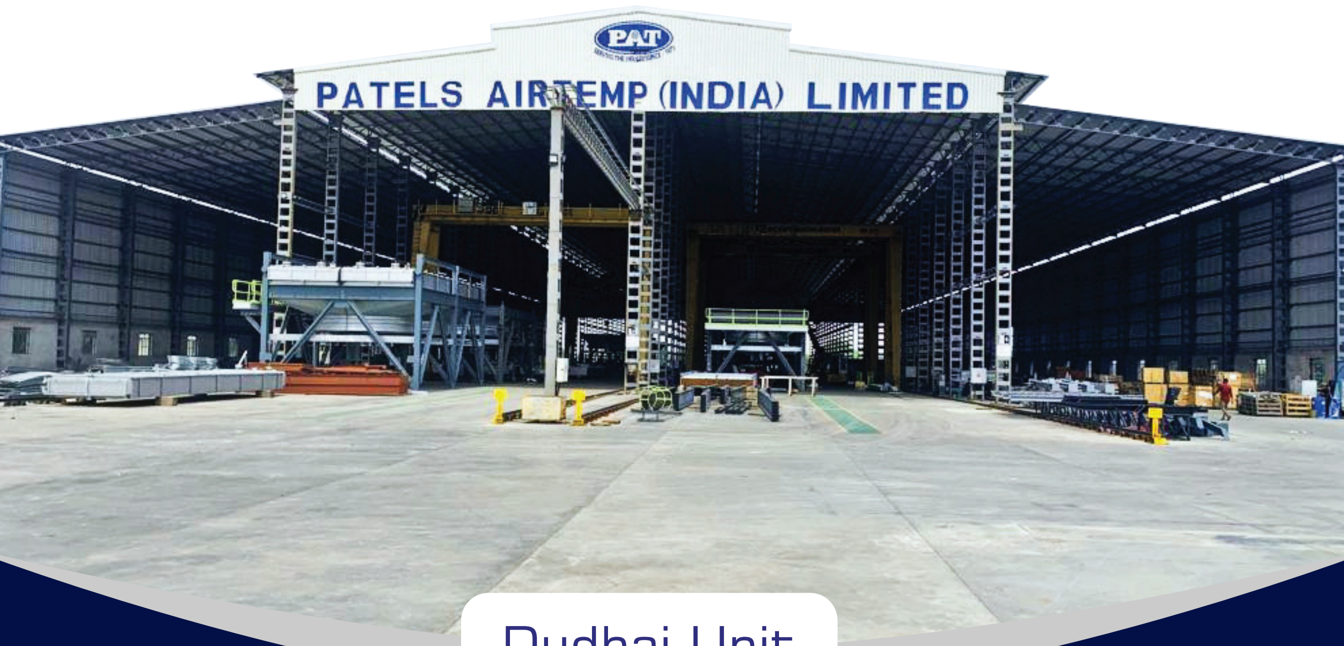
Name of First/Sole Shareholder (IN BLOCK LETTERS)			
Folio No./DPID & Client ID No.			
Name of Bank in Full			
Branch Name			
Address & Telephone No. of the Bank			
9 MICR Code No. of the Bank & Branch as appearing on the Cheque issued by the Bank			
Type of Account with Code	Saving Bank-10	Current-11	Cash Cr.13
A/c No. as Appearing on Cheque Book			
Bank Ledger No./ Bank Ledger Folio No. if any appearing on the chqeue Book			
PAN/GIR No.			
Address of the Shareholder			
*11-Digit IFSC Code			
Signature of the First Registered Shareholder (As per the specimen signature with the Company / DP)			Date : Place :

* The Company, its Registrars and Bankers will make best endeavors to remit dividend through NECS. However, for non CBS branches of the banks, the IFSC Code will be utilized to remit the dividend either by National Electronic Funds Transfer (NEFT) or Real Time Gross Settlement (RTGS). The branch where you operate your bank account will assist you to provide the IFSC, an 11-digit code to enable the remittance through NEFT or RTGS.
**I/We enclose a blank cancelled cheque.



Rakanpur Unit

(Corporate Office & Manufacturing Unit)



Dudhai Unit

SERVING THE INDUSTRY SINCE -1973

If undelivered, Please return to :

Patels Airtemp (India) Limited
Registered Office : 5th Floor, Kalpana Complex,
Nr. Memnagar Fire Station, Navrangpura, Ahmedabad : 380009
Ph. No.: +91-79-27913694/95/96, Fax No.:+91-79-27913693
Email : share@patelsairtemp.com
Website: www.patelsairtemp.com