Annual Report

2025-2026

M A G N A N IM O U S T R A D E & F IN A N C E LIMITED

BOARD OF DIRECTORS:

Name of Directors	Designation
Mr. Kurjibhai Premjibhai Rupareliya	Managing Director
Mr. Rushi Arvnidbhai Savaliya	Additional Non-Executive Independent Director
Mr. Darvin Maheshbhai Kiyada	Additional Non-Executive Independent Director
Ms. Shweta	Non-Executive Independent Director
Mr. Priyanshu Alpeshkumar Sheth	Non-Executive Independent Director

AUDITORS:

M/s. KPCM & Co.,
Chartered Accountants
38, Upper Basement, Dheeraj Heritage, Near Milan Junction, S.V. Road, Santacruz (W),
Mumbai-400 054
Email: **caakcmumbai@gmail.com**

COMPANY SECRETARY & COMPLIANCE OFFICER:

Mr. Jayesh Laxmanbhai Bhavsar

BANKER:

IDFC First Bank Limited

REGISTRAR & SHARE TRANSFER AGENT

M/s Beetal Financial & Computer Services Pvt. Ltd
Beetal House, 3rd Floor, 99, Madangir Behind Local Shopping Centre, Near Dada Harsukhdas Mandir,
New Delhi, Delhi,110062
Tel.: 011 – 29961281, Fax: 011- 29961284,
E-mail: beetal@beetalfinancial.com

REGISTERED OFFICE ADDRESS

21C-Barwara House Colony, Civil Line Ajmer Puliya, Ajmer Road, Jaipur-302006, Rajasthan, India

Website: www.mtfl.in
E-Mail Id: magnanimoustrade@gmail.com
Phone: +91 9819685747

CHIEF FINANCIAL OFFICER:

Mr. Satyendra Keshav Giri

Regd. Office: 21C- Barwara House Colony, Civil Line Ajmer Puliya, Ajmer Road, Jaipur, Jaipur-302006, Rajasthan, India

Contact No.: +91 9819685747 Email: magnanimoustrade@gmail.com

Website: www.mtfl.in

Notice is hereby given that the 41st Annual General Meeting of Magnanimous Trade & Finance Limited will be held on Wednesday, 30th September 2026 at 11.00 A.M. at the registered office of the Company at 21C- Barwara House Colony, Civil Line, Ajmer Puliya, Ajmer Road, Jaipur-302006, Rajasthan, to transact the following business:

Ordinary Business: -

Item No 1: Adoption of financial statements for Financial Year 2025-26

To consider and adopt the Audited Standalone Financial Statements of the Company for the year ended 31st March 2026, including the Audited Standalone Balance Sheet as of 31st March 2026, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon.

Item No 2: To appoint a director in place of Mr. Kurjibhai Premjibhai Rupareliya [DIN: 05109049], who retires by rotation and being eligible, offers himself for re-appointment.

"RESOLVED THAT Mr. Kurjibhai Premjibhai Rupareliya [DIN 05109049], who retires by rotation and being eligible offers himself for reappointment be and hereby re-appointed as Managing Director of the Company liable to retire by rotation."

Special Business: -

Item No 3: Appointment of M/s. Pooja M Patel & Associates, Practicing Company Secretary as Secretarial Auditor of the Company for the first term of five years.:

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

"RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 read with rules framed thereunder and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended from time to time (including any statutory modification(s) or amendment(s) thereto or reenactment(s) thereof for the time being in force), and in accordance with the recommendation of the Board of Directors of the Company, M/s. Pooja M Patel & Associates, Practicing Company Secretary (Firm Registration No. A60023 & CP No: 28609), be appointed as the Secretarial Auditors of the Company for a term of five (5) consecutive years, to conduct the Secretarial Audit of five consecutive financial years from 2026-27 to 2030-31 on such remuneration and reimbursement of out of pocket expenses for the purpose of audit as may be approved by the Audit Committee/Board of Directors of the Company.

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

Item No 4: Regularization of Mr. Darvin Maheshbhai Kiyada (DIN: 11849750) as an Independent Director of the Company.

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions, if any of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Darvin Maheshbhai Kiyada (DIN: 11849750) who was appointed as an Additional Director in the capacity of Independent Director of the Company by the Board of Directors w.e.f. 25th July, 2026 in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Companies Act, 2013 proposing his candidature for the office of Director of the Company, be and is hereby appointed as Non-Executive Independent Director of the Company to hold office for a term of 5 (Five) consecutive years w.e.f. 25th July 2026 and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT Board of Directors of the Company be and are hereby authorized to sign and file e-form with the concerned Registrar of Companies and to do all such act, deeds, things as may be necessary to give effect to this resolution."

Item No 5: Regularization of Mr. Rushi Arvindbhai Savaliya (DIN: 11847074) as an Independent Director of the Company.

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions, if any of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Rushi Arvindbhai Savaliya (DIN: 11847074) who was appointed as an Additional Director in the capacity of Independent Director of the Company by the Board of Directors w.e.f. 25th July, 2026 in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Companies Act, 2013 proposing his candidature for the office of Director of the Company, be and is hereby appointed as Non-Executive Independent Director of the Company to hold office for a term of 5 (Five) consecutive years w.e.f. 25th July 2026 and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT Board of Directors of the Company be and are hereby authorized to sign and file e-form with the concerned Registrar of Companies and to do all such acts, deeds, things as may be necessary to give effect to this resolution."

By Order of the Board
For Magnanimous Trade & Finance Limited
CIN: L65923RJ1991PLC059251

Sd/-
Kurjibhai Premjibhai Rupareliya
Managing Director
[DIN 05109049]

Date: 31st August 2026
Place: Jaipur, Rajasthan

NOTES:

1. The Relevant Explanatory Statement pursuant to provisions of Section 102 of the Companies Act, 2013, Regulations 17 and 36(5) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force (hereinafter referred to as "the Listing Regulations") and as required under Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India (ICSI), in respect of Special Business items set out in Notice of Annual General Meeting annexed hereto.

2. A member entitled to attend and vote at the Annual General Meeting (the "Meeting") is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Meeting. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

3. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of Board resolution authorizing their representative to attend and vote on their behalf at the Meeting.

4. Members/Proxy holders are requested to bring their copy of Attendance slip sent herewith duly filled in for attending the Annual General Meeting.

5. The Register of Members and the Share Transfer Books of the Company will remain closed from Thursday 24th September 2026 to Wednesday 30th September 2026 (both days inclusive).

6. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services Limited (CDSL) to facilitate voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by CDSL.

7. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at https://www.mtfl.in/. The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of CDSL (agency for providing the Remote e-Voting facility) i.e. https://www.evotingindia.com./.

8. The Shareholders are requested to notify their change of address immediately to the Registrars & Transfer Agent M/s. Beetal Financial & Computer Services Private Limited. The Company or its registrar will not act on any request received directly from the shareholder holding shares in electronic form for any change of bank particulars or bank mandate. Such changes are to be advised only to the Depository Participant by the Shareholders.

9. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the Company.

10. Members intending to seek explanation /clarification about the Accounts at the Annual General Meeting are requested to inform the Company at least a week in advance of their intention to do so, so that relevant information may be made available, if the Chairman permits such information to be furnished.

11. To promote green initiative, members are requested to register their e-mail addresses through their Depository Participants for sending the future communications by e-mail.

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

The remote e-voting period begins on Sunday, 27th September 2026 at 9.00 A.M. and ends on Tuesday, 29th September 2026 at 05.00 P.M. The remote e-voting module shall be disabled by CDSL for voting thereafter. The Members whose names appear in the Register of Members/Beneficial Owners as on the record date (cut-off date) i.e. Wednesday, 23rd September 2026 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Wednesday, 23rd September 2026.

Instructions and other information relating to remote e-voting:

Step 1: In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts to access e-Voting facility.

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

Type of shareholders	Login Method

Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & 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 are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & 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 an 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, users will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 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. 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.

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 21 09911
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at: 022 - 4886 7000 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.

(i) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

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

2) Click on "Shareholders" module.

3) Now enter your User ID
   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

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

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

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

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

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

(iii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, if 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.

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

(v) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(vi) 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.

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

(viii) 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.

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

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

(xi) 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 and enter the details as prompted by the system.

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

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

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delinked in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; magnanimoustrade@gmail.com (designated email address by company), 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.

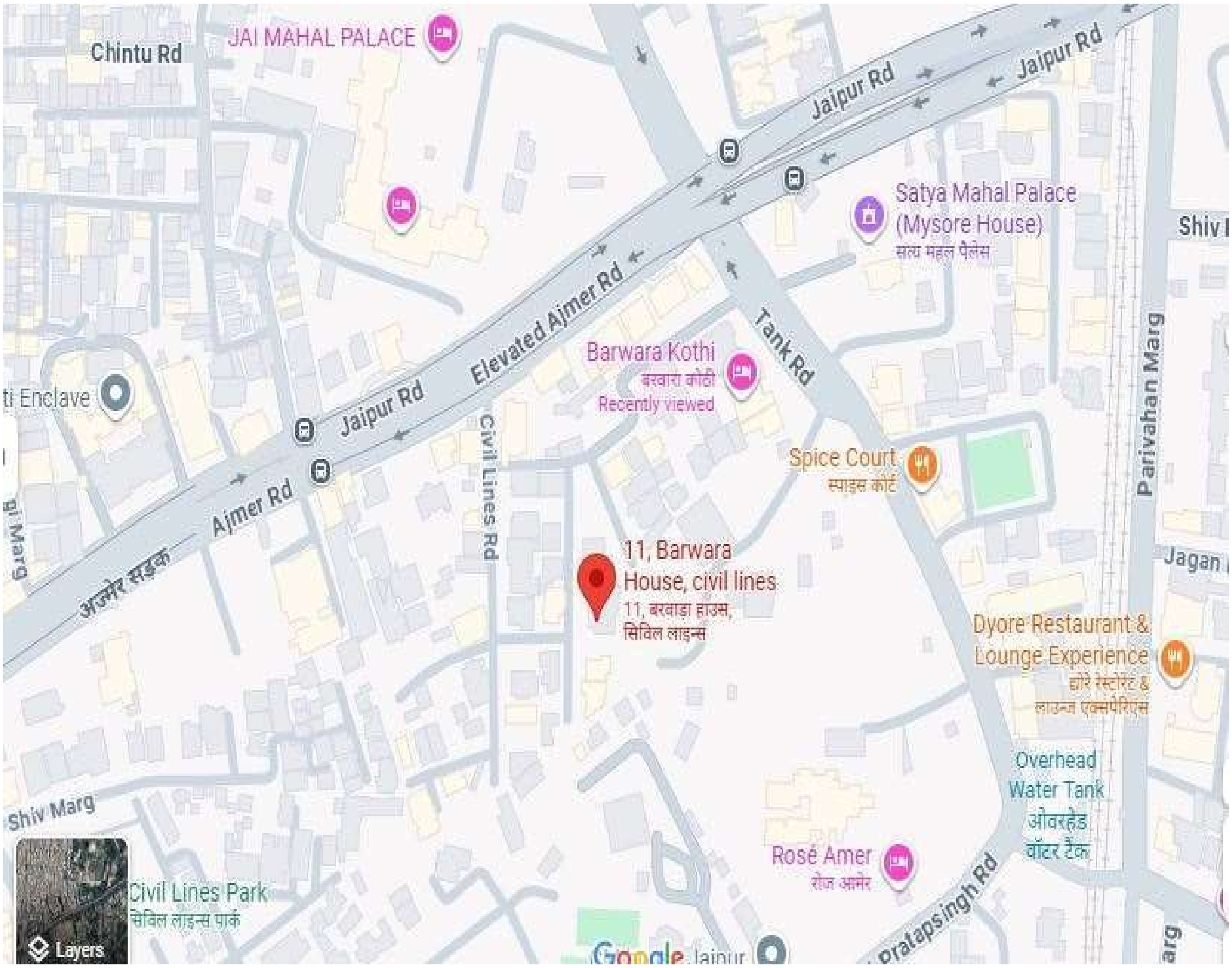
All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, AVP, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email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

By Order of the Board
For Magnanimous Trade & Finance Limited
CIN: L65923RJ1991PLC059251

Sd/-
Kurjibhai Premjibhai Rupareliya
Managing Director
[DIN 05109049]

Date: 31st August 2026
Place: Jaipur, Rajasthan

ROUTE MAP



JAI MAHAL PALACE
Chintu Rd
Jaipur Rd
Jaipur Rd
Satya Mahal Palace
(Mysore House)
सत्य महल पैलेस
Elevated Ajmer Rd
Barwara Kothi
बरवारा कोठी
Recently viewed
Tank Rd
Jaipur Rd
Ajmer Rd
अजमेर सड़क
Civil Lines Rd
Spice Court
स्पाइस कोर्ट
Parivahan Marg
11, Barwara
House, civil lines
11, बरवाड़ा हाउस,
सिविल लाइन्स
Dyore Restaurant &
Lounge Experience
Overhead
Water Tank
ओवरहेड
वॉटर टैंक
Rosé Amer
रोज आमेर
Shiv Marg
Civil Lines Park
सिविल लाइन्स पार्क
Layers
Google
Jaipur
Pratapsingh Rd

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

Item No. 03: Appointment of M/s Pooja M Patel & Associates, Practicing Company Secretary as Secretarial Auditor of the Company for a term of five years.

Pursuant to the applicable provisions of the Companies Act, 2013 ("Act") and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the Company is required to appoint a Secretarial Auditor with the approval of the Members of the Company.

The existing Secretarial Auditor of the Company had resigned, resulting in a casual vacancy. Accordingly, the Board of Directors, at its meeting held on 26th May 2026, had approved the appointment of M/s. Pooja M Patel & Associates, Practicing Company Secretaries, as Secretarial Auditor of the Company for the Financial Year 2026-27 to fill the said casual vacancy, subject to approval of the Members through Postal Ballot.

Subsequently, considering the applicable provisions relating to the tenure of appointment of Secretarial Auditor, the Board of Directors has decided to place before the Members the appointment of M/s. Pooja M Patel & Associates, Practicing Company Secretaries, as Secretarial Auditor of the Company for a term of five consecutive financial years commencing from FY 2026-27 and ending with FY 2030-31. Accordingly, the present proposal for appointment for a five-year term shall supersede the earlier proposal for appointment only for FY 2026-27 to fill the casual vacancy.

The Company has received the consent and eligibility confirmation from M/s. Pooja M Patel & Associates confirming their eligibility and willingness to act as Secretarial Auditor of the Company in accordance with the applicable provisions of the Act and SEBI Listing Regulations. The remuneration for the Secretarial Audit shall be mutually decided and agreed upon between the Secretarial Auditor and the Management/Company from time to time, in accordance with the applicable provisions of law.

The Board of Directors, based on the recommendation of the Audit Committee, if applicable, considers the experience and expertise of M/s. Pooja M Patel & Associates to be in the best interests of the Company and recommends the resolution set out at Item No. 03 for approval of the Members. None of the Directors, Key Managerial Personnel or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their respective shareholding, if any, in the Company.

The Board recommends that the resolution set out at item no. 3 be passed as Ordinary Resolution.

Item No. 04: Regularization of Mr. Darvin Maheshbhai Kiyada (DIN: 11849750) as an Independent Director of the Company.

Mr. Darvin Maheshbhai Kiyada [DIN: 11849750] who was appointed as an Independent Director of the Company, by the Board of Directors meeting held on 25th July 2026 subject to the approval of shareholders in forthcoming Annual General Meeting, pursuant to Section 196, 203 of the Companies Act, 2013 and all other applicable provisions, if any (including any statutory modifications or re-enactment thereof for the time being in force) read with schedule V of the Companies Act, 2013 and rule 7 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the above director holds office up to the date of ensuring Annual General Meeting of the Company. The Board has the view that the appointment as an Independent Director of the Company of Mr. Darvin Maheshbhai Kiyada [DIN: 11849750] on the Company Board is desirable and would be beneficial to the Company.

None of the other Directors or Key Managerial Personnel of the Company and their respective relatives except Mr. Darvin Maheshbhai Kiyada [DIN: 11849750] himself, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

A brief resume and details of Mr. Darvin Maheshbhai Kiyada as stipulated under Regulation 36(3) of SEBI LODR and SS-2 issued by the Institute of Company Secretaries of India is as per "**Annexure-A**".

The Board recommends that the resolution set out at item no. 4 be passed as Special Resolution.

Item No. 05: Regularization of Mr. Rushi Arvindbhai Savaliya (DIN: 11847074) as an Independent Director of the Company.

Mr. Rushi Arvindbhai Savaliya [DIN: 11847074] who was appointed as an Independent Director of the Company, by the Board of Directors meeting held on 25th July 2026 subject to the approval of shareholders in forthcoming Annual General Meeting, pursuant to Section 196, 203 of the Companies Act, 2013 and all other applicable provisions, if any (including any statutory modifications or re-enactment thereof for the time being in force) read with schedule V of the Companies Act, 2013 and rule 7 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the above director holds office up to the date of ensuring Annual General Meeting of the Company. The Board has the view that the appointment as an Independent Director of the Company of Mr. Rushi Arvindbhai Savaliya [DIN: 11847074] on the Company Board is desirable and would be beneficial to the Company.

None of the other Directors or Key Managerial Personnel of the Company and their respective relatives except Mr. Rushi Arvindbhai Savaliya [DIN: 11847074] himself, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

A brief resume and details of Mr. Darvin Maheshbhai Kiyada as stipulated under Regulation 36(3) of SEBI LODR and SS-2 issued by the Institute of Company Secretaries of India is as per "**Annexure-A**":

The Board recommends that the resolution set out at item no. 5 be passed as Special Resolution.

By Order of the Board
For Magnanimous Trade & Finance Limited
CIN: L65923RJ1991PLC059251

Sd/-
Kurjibhai Premjibhai Rupareliya
Managing Director
[DIN 05109049]

Date: 31st August 2026
Place: Jaipur, Rajasthan

“ANNEXURE A”

Particulars of Directors seeking Appointment / Reappointment at the ensuing Annual General Meeting pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the Secretarial Standards-2 prescribed for General Meetings with respect to Appointment/Re-Appointment of Directors:

Name of the Director	**Mr. Kurjibhai Premjibhai Rupareliya**	**Mr. Darvin Maheshbhai Kiyada**	**Mr. Rushi Arvindbhai Savliya**
Type	Managing Director	Non-Executive Independent Director	Non-Executive Independent Director
Date of Birth	23/03/1953	16/11/2002	11/07/2003
Age	73 Years	24 Years	23 Years
Date of Appointment	23/05/2025	25/07/2026	25/07/2026
Qualification	Matriculation	Graduate	(B.E.) Mechanical Engineering
No Equity Shares held	NIL	NIL	NIL
Expertise in specific	Management and handling day-to-day business activities of the Company	Accounting & Finance	Expertise in Research, Leadership and Management.
Experience	He possesses more than 44 years of experience working in varied fields. His approach to assessing and understanding the unique needs of business provides extra focus on ensuring the requirements of all stakeholders are effectively aligned and fulfilled. Experienced in all aspects of the business life cycle through the development of engaged and integrated business, increasing overall sales, enhancing the value proposition with new services & products and driving teams in pursuit of customer excellence.	He is having more than 2 years of experience in the field of accounting and finance.	Mr. Rushi Arvindbhai Savliya is a multilingual Mechanical Engineering graduate with hands-on experience spanning engineering, research, leadership, and management. He has demonstrated the ability to lead cross-functional team projects, manage operations within a family-owned business, and drive process improvements. Combining a strong analytical mindset with technical expertise, he is committed to upholding high standards of corporate governance, operational excellence, and continuous improvement.
Terms and Conditions	He has been appointed as the Managing Director of the Company for a period of five years starting from 23rd May 2025 to 22nd May, 2030	He has been appointed as the Independent Director of the Company for the Category Non-Executive for a period of five years starting from 25th July 2026 to 24th July 2031	He has been appointed as the Independent Director of the Company for the Category Non-Executive for a period of five years starting from 25th July 2026 to 24th July 2031
Date of first	23/05/2025	25/07/2026	25/07/2026

appointment			
Directorships held in other Companies	01.) MPF Systems Limited 02.) EPC First Limited 03.) Sky Occean Infrastructure Limited 04.) E Trav Tech Limited 05.) Big Umbrella Licensing & Distribution Limited 06.) Talwalkars Better Value Fitness Limited	NIL	NIL
Of Committee Chairmanship /Membership held in other Companies	N.A.	N.A.	N.A.
Relationship with other Directors inter-se	N.A.	N.A.	N.A.
Names of listed entities in which the person also holds the directorship	01.) MPF Systems Limited 02.) EPC First Limited 03.) Sky Occean Infrastructure Limited 04.) E Trav Tech Limited 05.) Big Umbrella Licensing & Distribution Limited 06.) Talwalkars Better Value Fitness Limited	NIL	NIL
Membership of Committees of the board	NIL	NIL	NIL
No. of board meetings attended during the financial year 2025-26	9	NIL	NIL
Remuneration Sought to be paid	N.A.	N.A.	N.A.
Remuneration last paid	N.A.	N.A.	N.A.

By Order of the Board
For MAGNANIMOUS TRADE & FINANCE LIMITED
CIN: L65923RJ1991PLC059251

Sd/-
Kurjibhai Premjibhai Rupareliya
Managing Director
[DIN 05109049]

Date: 31st August 2026
Place: Jaipur, Rajasthan

DIRECTORS' REPORT

To
The Members,
MAGNANIMOUS TRADE & FINANCE LTD

Your directors take pleasure in presenting the 41st Annual Report of your Company along with the Audited Statement of Accounts for the year ended March 31, 2026.

1. SUMMARY OF FINANCIAL RESULTS:

Amount (in Lakhs)

Particulars	Standalone	
	For the financial year ended 31st March 2026 (Rs.)	For the financial year ended 31st March 2025 (Rs.)
Revenue from Operation including other income	264.40	1079.74
Expenses excluding Depreciation	107.84	405.40
Depreciation and Amortization	3.50	22.49
Profit (Loss) Before Tax	**153.06**	**651.85**
Extraordinary items	0.00	0.00
Current Tax	(38.52)	(186.93)
Deferred Tax Adjustment	(4.76)	3.91
MAT Credit entitlement	0.00	0.00
Excess/short provision relating earlier year tax	(29.20)	0.00
Profit (loss) After Tax	**80.58**	**468.83**
Net fixed assets	0.00	43.85
Share capital	2283.52	95.15
Reserve & Surplus Profit/Loss)	991.86	3072.30

2. DIVIDEND:

The Board of directors has not recommended any dividend for the financial year.

3. OPERATIONS

During the year under review Total Income of the Company has decreased from Rs. 1079.74 in FY 24-25 to Rs 264.40 in FY 25-26. The Net Profit for the current year stood at Rs 80.58 against Net profit of Rs. 468.83 in the previous year.

4. TRANSFER TO RESERVES:

The Company has transfer of Rs.16,11,578.00 to the statutory reserve.

5. CHANGE IN THE NATURE OF BUSINESS, IF ANY

There has been no change in the objects of the Company. Business is being conducted as per the objectives described in the Memorandum of Association of the Company. There has been no material change in the line or nature of business that the Company is operating in.

6. INFORMATION ABOUT SUBSIDIARY/ASSOCIATE COMPANY:

At the end of March 2026 Company does not have any Associate and Subsidiary Company. In accordance with the Companies Act, 2013 and Accounting Standard AS-21 on Consolidated Financial Statements read with Accounting Standard AS-23 and 27 on Accounting for Investments in Associates/ Subsidiaries, the Companies are required to prepare Consolidated Financial Statements of its Associate(s) / Subsidiary (ies) to be laid before Annual General Meeting of the Company, accordingly.

However, the Company does not have any Associate, Subsidiary or Joint Venture Company at the end of March 26.

7. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND:

The provisions of Section 125(2) of the Companies Act, 2013 are not applicable, as there was no Dividend declared and paid last year.

8. DEPOSITS:

Company has not accepted any deposits from the public during the year under review.

9. MATERIAL CHANGES AND COMMITMENTS:

As on the date of this report, no material changes and commitments affecting the financial position of the Company have occurred, between the end of the financial year to which these financial statements relate.

10. ANNUAL RETURN:

Annual Return as required under Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, is available on the website of the company at www.mtfl.in

11. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013 with respect to Directors' Responsibility Statement it is confirmed that-

a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

b) Such accounting policies have been selected and applied consistently, and judgments and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for that period;

c) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of Companies Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

d) The annual accounts have been prepared on a going concern basis.

e) That internal financial controls were laid down to be followed and that such internal financial controls were adequate and were operating effectively.

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

12. SHARE CAPITAL:

The Company has 2,28,35,232 Equity Shares of Rs. 10 each amounting to Rs. 22,83,52,320. During the year under review, the Company has not issued any shares or any convertible instruments.

The Company has only one class of Equity Share, having a par value of Rs. 10/-each holder of share is entitled to one vote per share with same rights.

During the Year 2025-26, the company has not made any issue of equity shares with differential voting rights, Sweat Equity Shares and employee stock options except Bonus Shares on 5th January 2026 the ratio 23:1 (Twenty-Three Bonus Equity Share of Rs. 10/- Each fully paid up for everyone's existing equity share of Rs. 10/- each fully paid up).

13. LISTING OF SHARES:

Shares of company have been listed at BSE Limited.

14. AUDITORS:

a. Statutory Auditors:

M/s K P C M & CO, Chartered Accountants (ICAI Firm Registration Number: 117390W), were appointed as the Statutory Auditors of your Company at the AGM held on 30th September 2025, for the first term of five years i.e. FY 2025-26 to FY 2029-30.

b. Statutory Auditors' Report:

The observations made by the Auditors in their Report read with relevant notes as given in the Notes on Accounts annexed to the Accounts, are self-explanatory and therefore do not call for any further comments under Section 134 (3) (f) of the Companies Act 2013.

The Auditors of the Company have not raised any queries or made any Qualifications on the Accounts adopted by the Board which were then audited by them.

c. Secretarial Auditor:

In accordance with the provisions of Section 204 and other applicable provisions of the Companies Act, 2013 M/s Pooja M Patel & Associates, are being appointed as Secretarial Auditors of the Company to fill the Casual Vacancy caused by the resignation of Ms. Krina Gokulkumar Shah to hold office up to the conclusion of the ensuing Annual General Meeting.

In accordance with Sec 204 of the Companies Act, 2013, The Board has recommended appointment of M/s Pooja M Patel & Associates, by the members, as Secretarial Auditors of the Company at the ensuing Annual General Meeting to be held for the financial year ended on 31st March 2026, for a period of 5 years to hold office from the conclusion of this Annual general meeting till the conclusion of Annual General Meeting of the Company to be held for the F.Y. ending on 31st March 2031.

d. Secretarial Audit Report:

The Secretarial Audit Report is annexed to this Board report as **"Annexure-I"**.

15. DIRECTORS /KEY MANAGERIAL PERSONNEL:

a. Retire by Rotation

The Independent Directors hold office for a fixed period of five years from the date of their appointment and are not liable to retire by rotation. Out of the remaining Non-Executive/ Non-Independent Directors, in accordance with the provisions of the Companies Act and the Articles of Association of the Company, Managing Director, Mr. Kurjibhai Premjibhai Rupareliya (DIN:05109049) is liable to retire by rotation and offers himself for reappointment.

b. Independent Directors and their Declaration of Independence

The Board of the Company as on March 31, 2026, consisted of 5 directors out of which 3 are independent directors.

All Independent Directors have given declaration that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

c. Composition of Board of Director as on 31st March 2026 and changes during the year

The Board of the Company as on March 31, 2026, consists of 5 directors out of which 3 are independent directors, one is Executive Director and one is Managing Director.

d. Changes in the composition of Key Managerial Personnel (other than Board of Directors):

During the FY 2025-26, the CS – Mr. Rakesh Pawar & CFO – Mr. Ankit Poddar resigned as on 07th August 2025. The current KMP composition is as follows:

1. Company Secretary & Compliance Officer – Mr. Jayesh Bhawsar – Appointed as on 08th September 2025
2. Chief Financial Officer – Mr. Satyendra Keshav Giri – Appointed as on 27th March 2026

16. COMMITTEE DETAILS:

❖ **Audit Committee**

The Audit Committee comprises Independent Directors, namely Mr. Nevil Jayeshbhai Kamdar (Independent Director and Chairperson), Mr. Priyanshu Alpeshkumar Sheth (Independent Director) and Ms. Shweta (Independent Director) as other Members. All the recommendations made by the Audit Committee were accepted by the Board.

❖ **Nomination and Remuneration Committee**

The Nomination and Remuneration Committee comprises Mr. Nevil Jayeshbhai Kamdar (Independent Director and Chairperson), Mr. Priyanshu Alpeshkumar Sheth (Independent Director) and Ms. Shweta (Independent Director) as other Members. All the recommendations made by the Nomination and Remuneration Committee were accepted by the Board.

The Board of Directors has framed a policy which lays down a framework in relation to remuneration of Directors, Key Managerial Personnel and Senior Management of the Company. This policy also lays down criteria for selection and appointments of Board Members. The details of this policy are enclosed herewith as "**Annexure-II**".

❖ **Stakeholders' Relationship Committee**

The Stakeholders' Committee comprises Mr. Nevil Jayeshbhai Kamdar (Independent Director and Chairperson), Mr. Priyanshu Alpeshkumar Sheth (Independent Director) and Ms. Shweta (Independent Director) as other Members. All the recommendations made by the Stakeholders' Relationship Committee were accepted by the Board.

17. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGOING:

The details of conservation of energy, technology absorption, foreign exchange earnings and outgoing are as follows:

A. Conservation of energy:

The company is not engaged in manufacturing activity, the details relating to Conservation of energy, Technology Absorption. Foreign Exchange Earnings and Outgo as Section 134 (3) (m) of the Companies Act 2013 not applicable, hence not provided.

B. Technology Absorption:

The particulars regarding Technology absorption are NIL

C. Foreign exchange earnings and Outgo:

Particulars	As on 31.03.2026	As on 31.03.2025
a) Earnings in foreign exchange	NIL	NIL
b) Expenditure / outgo in foreign exchange (Travelling)	NIL	NIL

18. MEETINGS:

During the financial year 2025-26, following meetings were convened:

❖ **Board Meetings:**

S. No.	Date of Board Meeting	Board's Strength	No. of Directors Present
1.	23/05/2025	5	5
2.	30/05/2025	8	8
3.	07/08/2025	8	8
4.	08/09/2025	4	4
5.	07/11/2025	5	5
6.	12/11/2025	5	5
7.	20/11/2025	5	5
8.	05/01/2026	5	5
9.	12/02/2026	4	4
10.	27/03/2026	5	5

❖ **Audit Committee Meetings:**

S. No.	Date of Meeting	Strength of Members	No. of Members Present
1.	23/05/2025	3	3
2.	30/05/2025	3	3
3.	07/08/2025	3	3
4.	12/11/2025	3	3
5.	05/01/2026	3	3
6.	12/02/2026	3	3

❖ **Nomination & Remuneration Committee Meetings:**

S. No.	Date of Meeting	Strength of Members	No. of members present
1.	23/05/2025	3	3
2.	08/09/2025	3	3
3.	12/02/2026	3	3
4.	27/03/2026	3	3

- **Independent Director's Meeting**

S. No.	Date of Meeting	Strength of Members	No. of members present
1.	27/03/2026	3	3

- **Stake-holder Relationship Meeting**

S. No.	Date of Meeting	Strength of Members	No. of members present
1.	27/03/2026	3	3

- **Members' Meeting**

S. No.	Type of Meeting	Date of Meeting	Total No. of Members Entitle to Attend	Number of Members Attended
1.	Annual General Meeting	30-09-2025	298	7
2.	Extra-Ordinary General Meeting	15-12-2025	298	6

19. PERFORMANCE EVALUATION OF THE BOARD, COMMITTEES AND INDIVIDUAL DIRECTORS:

The Company has formulated a Board Evaluation template for performance evaluation of the Independent Directors, the Board, its committees and other individual Directors which includes criteria for performance valuation of the Non-Executive Directors and Executive Directors.

The formal Board evaluation as mandated under the Companies Act and Listing Regulations has been carried out during the year.

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

The Company has in place an appropriate Policy on Prevention of Sexual Harassment of Women at Workplace in accordance with the provisions of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, to prevent sexual harassment of its employees.

During the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

21. DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES:

The company has established a vigil mechanism for grievances redressal of director and employees of the company which will help in reporting genuine concerns or grievances of directors and employees.

22. CORPORATE SOCIAL RESPONSIBILITY (CSR):

As the Company does not fall under the class of companies as prescribed under Section 135 of Companies Act, 2013 and Rules made thereunder, therefore the provisions related to Corporate Social Responsibility are not applicable to the Company.

Therefore, Company is not liable to contribute towards Corporate Social Responsibility.

23. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186:

Particulars of Loan given, Investments made, guarantees given and securities provided along with the purpose for which the loan or guarantee or security is proposed to be utilized by the recipient are provided in financial statement.

24. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

The particulars of contracts or arrangements entered by the Company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 including certain arm's length transactions under the proviso thereto have been disclosed in Form No. AOC -2, as **"Annexure -III"**.

25. MANAGERIAL REMUNERATION:

(A). Managerial Remuneration to the Director of the company was NIL for FY 2025-26.

(B). There is no Employee who is in receipt of remuneration of more than Rs. 8,50,000 per month. or Rs. 102,00,000 per annum under Section 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in the financial 2025-26.

(C). The company does not have any material information to report in accordance with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

26. RISK MANAGEMENT POLICY:

In view of minimal operational activities, no Risk Management Policy was framed by the Board.

27. DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS:

The Company has proper place and adequate internal control systems commensurate with the nature of its business, and size and complexity of its operations. Internal control systems comprising of policies and procedures are designed to ensure reliability of financial reporting, timely feedback on achievement of operational and strategic goals, compliance with policies, procedure, applicable laws and regulations, and all assets and resources are acquired economically, used efficiently and adequately protected.

28. GREEN INTIATIVES:

Electronic copies of the Annual Report 2025-26 and the notice of 41st AGM are sent to all members whose e-mail address is registered with the company/depository participants. For members who have not registered their email address, physical copies are sent in the permitted mode.

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

There were no orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

30. OTHER DISCLOSURES AND STATUTORY INFORMATION:

a. Compliance with Secretarial Standards

The Company complies with applicable secretarial standards.

b. Policies and code adopted by the Company

The Board of Directors has from time to time framed and approved policies as required by the SEBI LODR Regulations as well as under the Companies Act, 2013. These policies will be reviewed by the Board at periodic intervals. Some of the key policies that have been adopted are as follows:

- ✓ Code for Disclosure of Unpublished Price Sensitive Information
- ✓ Code of Conduct for Insider Trading
- ✓ Policy on Related Party Transactions
- ✓ Code of Conduct for Directors and Senior Management Personnel

31. HUMAN RESOURCES MANAGEMENT:

We firmly believe that employee motivation, development and engagement are key aspects of good human resource management. We provide several forums and communication channels for our employees to not only share their point of view and feedback related to our business but also share feedback about self-development and career advancement. These forums have helped us to identify and implement several structural changes during the year under review.

32. ACKNOWLEDGEMENTS:

An acknowledgement with thanks is hereby conveyed to all with whose help, cooperation and hard work the Company was able to achieve the results.

By Order of the Board
For Magnanimous Trade & Finance Limited
CIN: L65923RJ1991PLC059251

Sd/-
Kurjibhai Premjibhai Rupareliya
Managing Director
[DIN 05109049]

Date: 31st August 2026
Place: Jaipur, Rajasthan

“ANNEXURE-I”

SECRETARIAL AUDIT REPORT
Form No. MR-3

FOR THE FINANCIAL YEAR ENDED 31st MARCH 2026

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

To,
The Members,
Magnanimous Trade & Finance Limited
21C- Barwara House Colony, Civil Line, Ajmer Puliya,
Ajmer Road, Jaipur-302006, Rajasthan, India

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practice by **M/s Magnanimous Trade & Finance Limited (L65923RJ1991PLC059251)** (company limited by Shares) (herein after called “The Company”) Secretarial audit was conducted in the manner that provided us a reasonable basis for evaluating the corporate conduct/ statutory compliance and expressing our opinion thereon.

Based on the verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the Information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on **31st March, 2026** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made here in after.

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

I. The Companies Act, 2013 (the Act) and the rules made there under;
II. The Securities Contract (Regulation) Act, 1956 and Rules made there under;
III. The Depositories Act, 1996 and Regulations and Bye-laws framed there under;
IV. The following Regulations and Guidelines prescribed under the Securities & Exchange Board of India Act, 1992 ("SEBI Act") to the extent applicable:
   A. SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015;
   B. SEBI (Substantial Acquisition of Shares and Takeover) Regulation, 2011;
   C. SEBI (Prohibition of Insider Trading) Regulations, 2015;
   D. SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018;
   E. SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; [**Not applicable as there was no reportable event during the financial year under review for secretarial audit.]**
   F. SEBI (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
   G. The SEBI (Delisting of Equity Shares) Regulations, 2021; [**Not applicable as there was no reportable event during the financial year under review for secretarial audit.]**
   H. The SEBI (Buyback of Securities) Regulations, 2018; [**Not applicable as there was no reportable event during the financial year under review for secretarial audit.]**

V. As identified by the management, following laws are specifically applicable to the Company:

a. Reserve Bank of India Act, 1934
b. Guidelines on Fair practices code for NBFC
c. Non-Banking Financial Companies Prudential Norms (Reserve Bank) Directions,1998
d. Prudential Norms (Reserve Bank) Directions, 2007
e. Non-Banking Financial (Non- Deposit Accepting or Holding) Companies
f. Negotiable Instruments Act 1881
g. NBFC Auditors Directions, 2008
h. Guidelines, directions and instructions issued by RBI through notifications and Circulars

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

a) Secretarial Standards issued by The Institute of Company Secretaries of India.

b) SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and the Listing agreements entered by the company with BSE Limited.

In my observation, during the period under review, Company has complied with the all the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that:

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

b) 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.

c) Majority decisions are carried out, while the dissenting members' views are captured and recorded as part of the minutes.

d) Company has constituted Audit committee, Nomination and Remuneration Committee and Stakeholder Relationship Committee.

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

- As informed, the company has responded appropriately to notices received, if any, from various statutory/regulatory authorities including initiating actions for corrective measures, wherever found necessary

*Note: This report is to be read with my letter of date which is annexed as Annexure - I which forms an integral part of this report.

Date: 31/08/2026
Place: Ahmedabad
UDIN: A066521H001315604

For, Krina Gokul Kumar Shah
(Company Secretaries)

Sd/-
Krina Gokul Kumar Shah
COP No. 27764
M. No. A66521

Annexure – I

To
The Members
Magnanimous Trade & Finance Limited
21C- Barwara House Colony, Civil Line, Ajmer Puliya,
Ajmer Road, Jaipur-302006, Rajasthan, India

My report on even date is to be read along with this letter:

1. It is management's responsibility to identify the Laws, Rules, Regulations, Guidelines and Directions which are applicable to the Company depending upon the industry in which it operates and to comply and maintain these records with same in letter and in spirit. My responsibility is to express an opinion on those records based on our 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. We believe that the process and practices I followed provide a reasonable basis for our opinion.

3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.

4. Wherever required, I have obtained the Management's Representation about the compliance of Laws, Rules, Regulations, Guidelines and Directions and happening events, etc.

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

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

Date: 31/08/2026
Place: Ahmedabad
UDIN: A066521H001315604

For, Krina Gokul Kumar Shah
(Company Secretaries)

Sd/-
Krina Gokul Kumar Shah
COP No. 27764
M. No. A66521

ANNEXURE – ''II"

NOMINATION & REMUNERATION POLICY:

The Board of Directors of Magnanimous Trade & Finance Limited ("the Company"), in view of enforcement of Companies Act, 2013 read with rules framed there under and to align with the objectives and goals of the Company with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended time to time) (Listing Regulations), framed the Nomination and Remuneration Policy.

The Nomination and Remuneration Committee and this Policy shall follow Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as may be amended from time to time).

I. DEFINITIONS:

"The Act" means the Companies Act, 2013 and the Rules framed thereunder as may be amended from time to time

"Board" means Board of Directors of the Company.

"Company" means Magnanimous Trade & Finance Limited

"Committee" means the Nomination and Remuneration Committee of the Board of Directors.

"Compliance Officer" means Company Secretary of the Company.

"Directors" mean members of the Board of Directors of the Company.

"Executive Director" means the Managing Director, Whole-time Director, and includes Directors who are in the full-time employment of the Company.

"Key Managerial Personnel" shall have the same meaning as given in Section 2 (51) of the Listing Regulations and Section 203 of the Companies Act, 2013 read with rules framed thereunder.

"Senior Management" shall mean personnel of the company (which include persons engaged as retainer or on contractual basis) and who are members of its core management team excluding the Board of Directors, comprising all members of management one level below the executive directors, including the functional heads.

Explanation 1: In case of any dispute whether a person is member of Senior Management or not, decision of the Executive Director concerned shall be final.

Explanation 2: Considering the criticality of a particular function, even if a person is not covered in the above definition, the Chairman will have discretion to treat him/ her as member of Senior Management for the purpose of this Policy.

The words and definitions not described above shall have the respective meanings under the Acts and legislation governing the same.

II. TERMS OF REFERENCE / ROLE OF COMMITTEE:

The Terms of Reference of the Committee shall be: -

a) To identify people who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down, recommend to the Board their appointment and removal and carry out evaluation of every Director's performance.

b) To ensure that the level and composition of remuneration is reasonable and is sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully.

c) To ensure that relationship of remuneration to performance in respect of Directors, Key Managerial Personnel and employees of Senior Management is clear and meets appropriate performance benchmarks; and

d) To ensure that remuneration to Directors, Key Managerial Personnel and Senior Management involves a balance between fixed and variable pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals:

e) To formulate the criteria for determining qualifications of Directors, Key Managerial Personnel and employees of Senior Management, and to determine criteria for positive attributes and independence of Directors.

f) To formulate criteria for evaluation of every Director including Independent Director and the Board.

g) To evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation by the Board.

h) To recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and employees of Senior Management.

i) To provide Key Managerial Personnel and Senior Management, rewards linked directly to their efforts, performance, dedication and achievement relating to the Company's operations.

    a) To devise a policy on Board diversity from time to time.

    b) To develop a succession plan for the Board and to regularly review the plan.

III. STATUTORY POWERS OF THE COMMITTEE:

The Committee shall have the power to express opinion whether the Director possesses the requisite qualification for the practice of the profession, when remuneration is proposed to be paid for the services to be rendered in any other capacity and such services to be rendered are of a professional nature. Where in any financial year during the tenure of a managerial person, a company has no profits or its profits are inadequate, the Committee may approve the payment of remuneration as per Section II of Part II of Schedule V to the Companies Act, 2013.

IV. COMPOSITION OF COMMITTEE:

The Committee shall comprise of at least three Non-Executive Directors, at least half of whom shall be Independent Directors. The Board may appoint the Chairperson of the Company whether executive or non-executive as member of this committee.

V. CHAIRPERSON:

The Chairperson of the Committee shall be an Independent Director. In the absence of the Chairperson, the members of the Committee present at the meeting shall choose one of the Independent Directors from amongst them to act as Chairperson.

The Chairperson of the Nomination and Remuneration Committee shall endeavor to be present at the Annual General Meeting of the Shareholders of the Company.

VI. CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES AND INDEPENDENCE OF DIRECTORS

The Committee shall identify:

a) People who possess adequate qualifications, expertise and experience for the position he / she is appointed. The person should have knowledge of at least one or more domain areas like finance, law, management, sales, marketing, administration, research, governance, strategy, operations or other disciplines related to the Company's business.

b) Person shall uphold ethical integrity, have a pedigree of acting objectively, shall have no adverse order(s) passed by any Regulatory body, should have a proven track record of meeting professional obligations including a reputation to manage challenges.

c) An Independent Director should meet with requirements of the Act read with Schedule IV of the Act and provisions of the Listing Regulations.

d) An Independent Director shall hold office for a term up to 5 consecutive years and will be eligible for re-appointment on passing of a special resolution by the Company and following the procedure under the Act / Listing Regulations.

e) No Independent Director shall hold office for more than two consecutive terms of maximum 5 years each. In the event the same person is to be appointed as an Independent Director after two consecutive terms, a cooling period of three years is required to be fulfilled.

VII. CRITERIA FOR APPOINTMENT OF KMP/SENIOR MANAGEMENT PERSONNEL AND PERFORMANCE EVALUATION

a) The Company has a well-defined and structured recruitment process for Key Managerial Personnel and Senior Management
b) The appointment of KMP and Senior Management shall be approved by the Board on prior recommendation of the Nomination and Remuneration Committee.
c) The management considers various factors while evaluating a person for appointment as senior management including individual's background, business acumen, analytical

abilities, competency, skills, abilities (viz. leadership, ability to exercise sound judgment), educational and professional background, personal accomplishment, age, relevant experience and understanding of related field viz; marketing technology, prospective operations of the Company;

d) The appointee while continuing in his / her office shall not engage in any business or commercial activity, which might detrimentally conflict with the interest of the Company.

e) The KMP and Senior Management shall have a well-defined appraisal and performance evaluation framework.

VIII. TERM OF EXECUTIVE DIRECTORS, KMP AND SENIOR MANAGEMENT PERSONNEL

The Company shall appoint or re-appoint Executive Directors for a term not exceeding five years at a time.

The KMP and Senior Management Personnel shall retire as per the prevailing HR policy of the Company. In the event any Director, KMP and Senior Management attracts any disqualification mentioned in the Act or under any law, the Committee may recommend to the Board the removal of the said Director, KMP or Senior Management.

IX. REMUNERATION TO DIRECTORS / KMP (NON-BOARD AND OTHER THAN SENIORMANAGEMENT) / SENIOR MANAGEMENT AND OTHER EMPLOYEES:

Remuneration to Directors:

A) Executive Directors

- The remuneration to the Executive Directors shall be governed by the provisions of the Act, Listing Regulations or any other enactment for the time being in force. The remuneration shall consider the Company's performance, the contribution of the Executive Directors for the same, remuneration trends in general, meeting appropriate benchmarks (such as remuneration paid for by like-size companies) and which will ensure and support a high-performance culture. The Executive Directors will also be entitled to sitting fees as paid to Non-Executive and Independent Directors (unless specifically waived by them or not entitled in terms of their respective agreements).

B) Non-Executive Directors

- The Non-Executive Directors and Independent Directors will receive sitting fees / commission as per the provisions of the Act and in compliance with the provisions of the Listing Regulations. The amount of the sitting fees will not exceed the ceiling / limit under the Act. An Independent Director will not be eligible to any stock option of the Company.

- The Board of Directors will fix the sitting fees for attending the meetings of the Board and its Committees on the recommendations of the Committee. The Board of Directors has fixed the sitting fees payable to Directors for attending the Meetings of the Board and its respective Committees.

- The Non-Executive Directors and Independent Directors will be paid commission in aggregate 1% of the standalone Net Profit of the Company in the financial year as calculated in terms of Section 198 read with Section 197 of the Act. The Commission to Non-Executive Directors and Independent Directors will be paid on a uniform basis to reinforce the principle of collective responsibility. If a Non-Executive Director or Independent Director works as such only for a part of the year, he will be paid commission for the relevant financial year on a proportionate basis for the period during which he held the post of Director. The commission will be payable only after the Annual Audited Financial Statements are approved by the Shareholders at the Annual General Meeting of the Company. The Non-Executive Directors and Independent Directors may forgo receiving commission / sitting fees by making a request to the Board.

C) Remuneration to KMP and Senior Management

- The remuneration to KMPs and Senior Management will be benchmarked on the remuneration package prevailing in the country and industry and will have a fixed component and a performance-based component.

- Remuneration to be paid to Senior Management in whatever form, whether at the time of appointment or during annual revisions, shall be recommended by the Committee to the Board for its approval.

D) Remuneration for other employees

- The remuneration including revision in remuneration of other employees shall be decided by the Board of Directors in consultation with the Manager (HR) within the overall framework of compensation and appraisal policy of the Company.

X. BOARD DIVERSITY

a) The Company acknowledges the importance of diversity within the Board and the Committee is fully committed to ensure that a transparent board nomination process is in place which is based on merit and that encourages diversity of thought, experience, background, knowledge, ethnicity, perspective, age and gender.

b) The Company recognizes that gender diversity is a significant aspect of diversity and acknowledges the role that woman with the right skills and experience can play in contributing to diversity of perspective in the Boardroom;

c) The Committee shall ensure that the Company has an appropriate blend of functional and industry expertise;

d) The Committee shall monitor and periodically review the Board Diversity and recommend it to the Board to improve one or more aspects of its diversity and measure progress accordingly;

e) The Committee shall monitor and periodically review the Board Diversity and recommend to the Board any changes to improve one or more aspects of its diversity and measure progress accordingly.

By Order of the Board
For MAGNANIMOUS TRADE & FINANCE LIMITED
CIN: L65923RJ1991PLC059251

Sd/-
Kurjibhai Premjibhai Rupareliya
Managing Director
[DIN 05109049]

Date: 31st August 2026
Place: Jaipur, Rajasthan

CIN No. L65923RJ1991PLC059251

Regd. Office: 21C- Barwara House Colony, Civil Line Ajmer Puliya, Ajmer Road, Jaipur, Jaipur-302006, Rajasthan, India

Contact No.: +91 9819685747 Email: magnanimoustrade@gmail.com

Website: www.mtfl.in

ANNEXURE-III

FORM NO. AOC -2

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

Form for Disclosure of particulars of contracts/arrangements entered by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

1. **Details of contracts or arrangements or transactions not at Arm's length basis**.: **NIL**

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

S. No.	Name	Nature of relationship	Nature of transaction	Amount as of 31st March 2026 (in Lakhs)
1.	Not Applicable			

By Order of the Board
For Magnanimous Trade & Finance Limited
CIN: L65923RJ1991PLC059251

Sd/-
Kurjibhai Premjibhai Rupareliya
Managing Director
[DIN 05109049]

Date: 31st August 2026
Place: Jaipur, Rajasthan

CERTIFICATE PURSUANT TO REGULATION 17(8) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To
The Board of Directors
Magnanimous Trade & Finance Limited
21C-Barwara House Colony, Civil Line Ajmer Puliya, Ajmer Road,
Jaipur-302006, Rajasthan, India

We, Kurjibhai Premjibhai Rupareliya, Managing Director and Satyendra Keshav Giri, Chief Financial Officer, certify to the Board that in respect to the Financial Year ended on March 31, 2026:

1) We have reviewed the financial statements and the Cash Flow Statement for the year ended March 31, 2026, and that to the best of our knowledge and belief:

    i) These statements do not contain any material untrue statements or omit any material fact or contain statements that might be misleading;

    ii) These statements together present a true and fair view of the Company's affairs and follow existing Accounting Standards, applicable laws and regulations.

2) There are, to the best of our knowledge and belief, no transactions entered by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.

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

4) We have indicated to the Auditors and the Audit Committee that:

    i) There has not been any significant change in internal control over financial reporting during the year under reference;

    ii) There has not been any significant change in accounting policies during the year requiring disclosure in the notes to the financial statements; and

    iii) There has not been any instance during the year of significant fraud, of which we had become aware of and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

By Order of the Board
For Magnanimous Trade & Finance Limited
CIN: L65923RJ1991PLC059251

Sd/-
Kurjibhai Premjibhai Rupareliya
Managing Director
[DIN 05109049]

Date: 31st August 2026
Place: Jaipur, Rajasthan

Magnanimous Trade & Finance Limited

CIN No. L65923RJ1991PLC059251

Regd. Office: 21C- Barwara House Colony, Civil Line Ajmer Puliya, Ajmer Road, Jaipur, Jaipur-302006, Rajasthan, India

Contact No.: +91 9819685747 Email: magnanimoustrade@gmail.com

Website: www.mtfl.in

DECLARATION TO COMPLIANCE OF CODE OF CONDUCT

This is to certify that the company has laid down its code of conduct for Board of Directors and Senior Management Personnel of the company and copy of the same has been uploaded on the website of the Company.

I hereby declare that all the Directors and Senior Managerial personnel have affirmed their compliance with the Code of Conduct and have given confirmation thereto in this regard, in respect of financial year ended 31st March 2026.

For the purposes of this declaration, Senior Management Personnel means Personnel who are members of the core management team, including people in the cadre of functional heads and above but excluding Board of Directors as on March 31, 2026.

By Order of the Board
For Magnanimous Trade & Finance Limited
CIN: L65923RJ1991PLC059251

Sd/-
Kurjibhai Premjibhai Rupareliya
Managing Director
[DIN 05109049]

Date: 31st August 2026
Place: Jaipur, Rajasthan

INDEPENDENT AUDITOR'S REPORT

To the Members of Magnanimous Trade & Finance Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of *Magnanimous Trade & Finance Limited* ("the Company") (CIN: *L65923RJ1991PLC059251*), a Non-Banking Financial Company registered with the Reserve Bank of India ("RBI") under Section 45-IA of the Reserve Bank of India Act, 1934, which comprise the Balance Sheet as at *31st March, 2026*, the Statement of Profit and Loss, including the Statement of Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the standalone financial statements, including a summary of the significant 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 accounting principles generally accepted in India, including Indian Accounting Standards ("Ind AS") specified under Section 133 of the Act, of the state of affairs of the Company as at *31st March, 2026*, its profit/loss, total comprehensive income, changes in equity and its cash flows for the year then ended.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone 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 we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter – Change in Control of the Company pursuant to Share Purchase Agreement and Open Offer

We draw attention to Note 20 to the standalone financial statements, which describes that, pursuant to a Share Purchase Agreement dated *13 November 2024* ("the SPA") entered into between the erstwhile promoters/selling shareholders of the Company, namely Mr. Sudhir Kumar Parasrampuria, Ms. Parwati Parasrampuria, Mr. Shashank Parasrampuria, M/s S K Parasrampuria HUF, M/s Amber Mercantiles Limited and M/s Beopar Sahayak Private Limited ("the Selling Shareholders"), and Mr. Kurjibhai Premjibhai Rupareliya ("the Acquirer"), the Acquirer agreed to acquire *6,79,350* equity shares of the Company, representing *71.40%* of the voting share capital, at a negotiated price of ₹*385* per share (including interest at the rate of 10% per annum for the period of delay), aggregating ₹*2,32,50,169*. Consequent upon the SPA, and in compliance with Regulations 3(1) and 4 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI SAST Regulations"), the Acquirer made an open offer to the public shareholders of

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the Company for acquisition of up to *2,47,382* equity shares (*26.00%* of the voting share capital) at an offer price of ₹*391* per share (including interest at the rate of 10% per annum for the period of delay), aggregating up to ₹*9,67,26,362* assuming full acceptance. The open offer opened on *8 April 2025*, closed on *24 April 2025*, and consideration for shares validly tendered was paid on *29 April 2025*; as per the Post-Offer Public Announcement dated *5 May 2025*, _351_ equity shares (approximately *[0.04%]* of the fully diluted equity share capital) were validly tendered and accepted, resulting in the Acquirer's aggregate post-offer shareholding of *71.44 %*. As a result of the SPA and the open offer, the Acquirer became the *promoter* of the Company in place of the Selling Shareholders, with effect from 23rd May 2025. This change in control is stated to have occurred during the financial year under audit (1 April 2025 to 31 March 2026) based on the open offer dates in the source document; management must confirm the actual effective date and whether the matter is disclosed as an event of the year or a subsequent event, in Note *20* to the standalone financial statements. Our opinion is not modified in respect of this matter.

Emphasis of Matter – Change in the Board of Directors of the Company

We draw attention to Note *31* to the standalone financial statements and to the Company's intimation to BSE Limited dated *23 May 2025* (Scrip Code: *512377*; Security ID: *MAGANTR*) filed under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, which discloses that the Board of Directors, at its meeting held on *23 May 2025*, approved the appointment of Mr. Kurjibhai Premjibhai Rupareliya and Mr. Dhaval Babubhai Parekh as Additional Directors, and Mr. Arzoo Raghubhai Rabari as Additional Non-Executive Independent Director, each with effect from *23 May 2025*, subject to the approval of the members at the ensuing general meeting. These changes in the composition of the Board of Directors follow, and are consequential to, the change in control of the Company referred to in the preceding Emphasis of Matter paragraph. Our opinion is not modified in respect of this matter.

Emphasis of Matter – Non-Registration under Goods and Services Tax

The Company had registration under the Central Goods and Services Tax Act, 2017 and the corresponding State/Union Territory Goods and Services Tax enactments ("the GST laws") bearing 09AABCM7366F2Z9 in the state of Uttar Pradesh till 30.09.2025. As the registered address of the assesse was changed, the company had surrendered the erstwhile GST number and is under process of applying with the GST department in the State of Rajasthan. Primarily the company been an NBFC is involved in the business of lending loans, advances, and interest income on which GST is exempt. Consequently, the Company has not charged, collected, deposited or remitted GST, and has not filed the returns prescribed under the GST laws, in respect of, during the said period. Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

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Key Audit Matter	**How our audit addressed the Key Audit Matter**
Verification of RBI Approval for Change in Control/Management of the Company As described in Note 30 to the standalone financial statements and in the Emphasis of Matter paragraphs above, during the year the Company underwent a change in its controlling shareholding pursuant to the SPA dated *13 November 2024* and the consequent open offer under the SEBI SAST Regulations completed on *29 April 2025*, together with the induction of new directors with effect from *23 May 2025*. The Company, being classified in earlier discussion as an NBFC registered with the RBI under Section 45-IA of the RBI Act —be required under the RBI's extant directions to obtain the RBI's prior written approval before effecting any change in its shareholding that would result in acquisition/transfer of shareholding of 26 per cent or more of its paid-up equity capital, and any change in more than 30 per cent of its directors (excluding independent directors), and to ensure that incoming shareholders/directors satisfy the RBI's 'Fit and Proper' criteria. Per your instruction, such approval has already been obtained;	Our audit procedures in relation to this matter included, among others: • Reading the Share Purchase Agreement, Public Announcement, Detailed Public Statement, Letter of Offer, Post-Offer Public Announcement, Board resolutions and the intimation to BSE Limited dated 23 May 2025, to understand the terms, dates and parties to the transaction; • Obtaining and inspecting the RBI's prior written approval letter dated [date] for the change in shareholding/control and the induction of the new directors, and verifying that it was obtained prior to the transaction being given effect to; • Verifying that the approval letter's scope covers the actual shareholding change (SPA plus open offer) and the specific incoming directors named in the Board's resolution, and checking compliance with any conditions attached to the approval; • Evaluating management's assessment of whether the incoming Acquirer and the new directors satisfy the RBI's applicable 'Fit and Proper' criteria, and inspecting the related declarations/documentation obtained by the Company; • Evaluating the adequacy of the disclosures made in Note [X] to the standalone financial statements regarding the change in control, the change in management, and the RBI approval obtained.

Other Matter – Issue of Bonus Shares

As stated in Note 19 to the standalone financial statements, during the year the Company allotted *2,18,83,764* fully paid-up equity shares of ₹*10* each as bonus shares in the ratio of 23:1 to the equity shareholders of the Company, by capitalisation of *[securities premium / general reserve / retained earnings, as applicable]*, pursuant to the approval of the members at the *Extraordinary General Meeting held on date 15 December 2025* and in accordance with the provisions of Section 63 of the Act. We have verified the resolutions passed, the entries recorded in the books of account and the disclosures made in this regard, and are satisfied that the same

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are appropriately reflected in the standalone financial statements. This matter has not been included as a key audit matter as it did not, in our judgment, involve significant estimation uncertainty or a heightened risk of material misstatement.

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Company's annual report, including the Board's Report and its Annexures, Management Discussion and Analysis, Business Responsibility and Sustainability Report and Corporate Governance Report, but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the standalone 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 financial statements, our responsibility is to read the other information and, in doing so, consider whether such 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.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone 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 Ind AS and other accounting principles generally accepted in India, including the matters referred to in the Emphasis of Matter paragraphs above and the issue of bonus shares referred to in the Other Matter paragraph above. This responsibility also includes maintenance of adequate accounting records 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 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 financial statements, the Board of Directors 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 the Board either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone 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

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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 financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the 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 controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management, including the accounting treatment adopted and disclosures made for the Scheme of Amalgamation and the issue of bonus shares.
- 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.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone 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 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.

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Report on Other Legal and Regulatory Requirements

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

(b) As required by Section 143(3) of the Act, we report that:

(c) 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;

(d) 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, and proper returns adequate for the purposes of our audit have been received from the branches not visited by us, if any;

(e) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account and with the returns received from the branches not visited by us;

(f) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act;

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

(h) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B";

(i) In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of Section 197 of the Act;

(j) 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:

(k) The Company has disclosed the impact of pending litigations, if any, on its financial position in its standalone financial statements;

(l) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

(m) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company;

(n) (i) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested by the Company to or in any person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding that the Intermediary shall lend or invest

CHARTERED ACCOUNTANTS
M.NO.
137998

in party(ies) identified by or on behalf of the Company ("Ultimate Beneficiaries"); (ii) the management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding that the Company shall, whether directly or indirectly, lend or invest in party(ies) identified by or on behalf of the Funding Party ("Ultimate Beneficiaries"); and (iii) based on the audit procedures performed, nothing has come to our notice that has caused us to believe that the representations under (i) and (ii) contain any material misstatement;

(o) The Company has not declared or paid any dividend during the year in contravention of Section 123 of the Act, [and the interim dividend declared and paid, if any, is in compliance with Section 123 of the Act];

(p) The Company has used accounting software(s) for maintaining its books of account which has a feature of recording audit trail (edit log) facility, and the same has operated throughout the year, and no instance of the audit trail feature being tampered with was noted in respect of the accounting software, in accordance with the requirements under the proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014;

For *K P C M & Co.*
Chartered Accountants
Firm Registration No.: 117390W

K P C M & CO. CA M.NO. 137998 CHARTERED ACCOUNTANTS

(*Chimpu Dilipkumar Lapsiwala*)
Partner
Membership No.: *137998*
UDIN: 26137998VKHVOS8902

Place: Mumbai
Date: 26/05/2026

ANNEXURE A
TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date to the members of *Magnanimous Trade & Finance Limited* on the standalone financial statements for the year ended *31st March, 2026*)

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

(i) Property, Plant and Equipment

(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.

(c) The Property, Plant and Equipment have been physically verified by the management during the year in accordance with a phased programme of verification, which in our opinion is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, certain Property, Plant and Equipment were physically verified by the management during the year and no material discrepancies were noticed on such verification.

(d) 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 all immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the standalone financial statements are held in the name of the Company.

(e) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets during the year.

(f) No proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and the Rules made thereunder.

(ii) Inventory

(a) The Company is engaged primarily in lending activities and consequently does not hold any inventory. Accordingly, reporting under clause 3(ii)(a) of the Order is not applicable to the Company.

(b) During the year, the Company has not been sanctioned working capital limits in excess of ₹5 crore, in aggregate, from banks/financial institutions on the basis of security. The Company has not liable to file quarterly returns/statements with such banks/financial institutions which are in agreement with the books of account.

(iii) Investments, Loans, Guarantees, Security and Advances

(a) Reporting under clause 3(iii)(a) of the Order is not applicable to the Company, as it is a Non-Banking Financial Company registered with the Reserve Bank of India engaged in the business of

K P M & CO.
CA
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CHARTERED ACCOUNTANTS

granting loans, and the ICAI's Guidance Note on CARO 2020 excludes such lending transactions carried out in the ordinary course of business from the reporting requirements of this sub-clause.

(b) In respect of the loans, investments/securities/advances in the nature of loans, and guarantees or security given, in our opinion, the terms and conditions under which such loans were granted/investments were made/security was provided are not, prima facie, prejudicial to the Company's interest.

(c) In respect of the loans/advances in the nature of loans, the schedule of repayment of principal and payment of interest has been stipulated by the Company. Considering that the Company is a Non-Banking Financial Company engaged in the business of granting loans to retail/corporate customers in large volumes, the entity-wise details of amount, due date for payment and extent of delay (as suggested in the Guidance Note on CARO 2020 issued by the ICAI for reporting under this clause) have not been reported, the parties are repaying the principal amounts, as stipulated, and are regular in payment of interest, as applicable.

(d) In respect of the loans/advances in the nature of loans, the total amount overdue for more than ninety days as at *31st March, 2026* is ₹ *Nil*. In our opinion, based on the information and explanations given to us, reasonable steps have been taken by the Company for recovery of the principal and interest thereon.

(e) Reporting under clause 3(iii)(e) of the Order is not applicable to the Company, as it is a Non-Banking Financial Company registered with the Reserve Bank of India engaged in the business of granting loans.

(f) There were no loans/advances in the nature of loans granted during the year, including to promoters/related parties, which were repayable on demand or without specifying any terms or period of repayment.

(iv) Loans, Investments, Guarantees and Security under Sections 185 and 186

In our opinion, the Company has complied with the provisions of Section 185 and sub-section (1) of Section 186 of the Act in respect of loans and investments made and guarantees and security provided by it. The provisions of sub-sections (2) to (11) of Section 186 of the Act are not applicable to the Company, as it is a Non-Banking Financial Company registered with the RBI engaged in the business of granting loans.

(v) Deposits

The provisions of sub-section (1) of Section 73 of the Act are not applicable to the Company, as it is a Non-Banking Financial Company registered with the Reserve Bank of India engaged in the business of giving loans.

(vi) Cost Records

The maintenance of cost records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act for the business activities carried out by the Company, being a Non-Banking Financial Company. Accordingly, reporting under this clause is not applicable to the Company.

P C M & CO. CHARTERED ACCOUNTANTS CA M.NO. 137998

(vii) Statutory Dues

(a) 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 been generally regular in depositing undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Duty of Customs, Cess and other material statutory dues, as applicable, with the appropriate authorities, and there are no arrears of outstanding statutory dues as at the last day of the financial year for a period of more than six months from the date they became payable.
As disclosed in in the Emphasis of Matter paragraph of our main report, The Company had registration under the Central Goods and Services Tax Act, 2017 and the corresponding State/Union Territory Goods and Services Tax enactments ("the GST laws") bearing 09AABCM7366F2Z9 in the state of Uttar Pradesh till 30.09.2025. *As the registered address of the assesse was changed, the company had surrendered the erstwhile GST number is under process of applying with the GST department in the State of Rajasthan. Primarily the company been an NBFC is involved in the business of lending loans, advances, and interest income on which GST is exempt.* Consequently, the Company has not charged, collected, deposited or remitted GST, and has not filed the returns prescribed under the GST laws, in respect of, during the said year.

(b) According to the information and explanations given to us, there are no statutory dues referred to in sub-clause (a) which have not been deposited on account of any dispute, except as set out in Note [X] to the standalone financial statements.

(viii) Unrecorded Income

According to the information and explanations given to us and on the basis of our examination of the records of the Company, there were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 during the year.

(ix) Repayment of Loans and Borrowings

(a) The Company has not defaulted in repayment of loans or borrowings or in the payment of interest thereon to any lender during the year.

(b) The Company has not been declared a wilful defaulter by any bank or financial institution or other lender.

(c) Term loans availed by the Company were applied for the purposes for which the loans were obtained.

(d) On an overall examination of the standalone financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

(e) On an overall examination of the standalone financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

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(f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.

(x) Utilisation of Money Raised through Public Offer / Preferential Allotment

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

(b) During the year, the Company has *not made* any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) for consideration. The bonus shares issued by the Company during the year (referred to in the Other Matter paragraph of our main report) involved capitalisation of reserves and no fresh consideration was received; accordingly, the requirements of Section 42 and Section 62 of the Act relating to raising of funds are not applicable to that issue.

(xi) Fraud

(a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) No report under sub-section (12) of Section 143 of the Act has been filed by us in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government during the year and up to the date of this report.

(c) As represented to us by the management, there are no whistle-blower complaints received during the year by the Company.

(xii) Nidhi Company

The Company is not a Nidhi Company as per the provisions of the Act. Accordingly, reporting under this clause is not applicable.

(xiii) Related Party Transactions

In our opinion and according to the information and explanations given to us, all transactions with related parties are in compliance with Sections 177 and 188 of the Act, where applicable, and the details of such related party transactions have been disclosed in the standalone financial statements as required by the applicable Ind AS.

(xiv) Internal Audit

(a) 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 issued to the Company during the year and covering the period up to 31-03-2026 for the period under audit.

(xv) Non-Cash Transactions with Directors

In our opinion, during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence the requirement to report on compliance with the provisions of Section 192 of the Act is not applicable to the Company.

K P C M & CO. CHARTERED ACCOUNTANTS M.NO. 137998

(xvi) Registration under RBI Act, 1934

(a) The Company is required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934, and such registration has been obtained by the Company. The Company holds a valid Certificate of Registration No. *B.10.00348* dated *18th August 2025*, issued by the Reserve Bank of India, classifying it as a Non-Banking Financial Company.

(b) Based on the information and explanations provided to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, reporting under this clause is not applicable.

(d) As represented by the management, the Group does not have any CIC as part of the Group

(xvii) Cash Losses

The Company has not incurred any cash losses in the financial year covered by our audit or in the immediately preceding financial year.

(xviii) Resignation of Statutory Auditors

The company had accepted resignation of M/s Gupta & Shah FRN 001416C vide resignation letter dated 05.09.2025.

(xix) Material Uncertainty as to Going Concern

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 standalone financial statements, and our knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report that the Company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year 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) Corporate Social Responsibility (CSR)

(a) In respect of other than ongoing projects, there are no unspent amounts that are required to be transferred to a Fund specified in Schedule VII to the Act in compliance with second proviso to sub-section (5) of Section 135 of the Act.

(b) Any remaining amount as at the balance sheet date, out of the amount required to be spent under sub-section (5) of Section 135 of the Act, pursuant to any ongoing project, has been transferred to a special account in compliance with the provisions of sub-section (6) of Section 135 of the Act.

K P C M & CO. CHARTERED ACCOUNTANTS M.NO. 137998

(xxi) Consolidated Financial Statements

The reporting under clause (xxi) is not applicable to the Company as it is applicable only in the case of consolidated financial statements. This report does not cover consolidated financial statements.

For K P C M & Co.
Chartered Accountants
Firm Registration No.: 117390W

(Chimpu Dilipkumar Lapsiwala)
Partner
Membership No.: ***137998***
UDIN: 26137998VKHVOS8902

Place: Mumbai
Date: 26/05/2026

ANNEXURE B
TO THE INDEPENDENT AUDITOR'S REPORT

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") referred to in paragraph 2(f) of 'Report on Other Legal and Regulatory Requirements' section of our report of even date to the members of *Magnanimous Trade & Finance Limited* on the standalone financial statements for the year ended *31st March, 2026*

Opinion

We have audited the internal financial controls with reference to standalone financial statements of *Magnanimous Trade & Finance Limited* ("the Company") as of *31st March, 2026* in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements and such internal financial controls were operating effectively as at *31st March, 2026*, based on the internal financial controls 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 Over Financial Reporting issued by the Institute of Chartered Accountants of India ("the Guidance Note"). This includes the internal financial controls relevant to the matters referred to in the Emphasis of Matter paragraphs of our main audit report, which, in our opinion, have been designed and were operating effectively.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by the ICAI. 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 were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of such

CA M.NO. 137998 CHARTERED ACCOUNTANTS

internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone 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 standalone financial statements.

Meaning of Internal Financial Controls with Reference to Standalone 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 standalone 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 financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Standalone Financial Statements

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

For K P C M & Co.
Chartered Accountants
Firm Registration No.: 117390W

K P C M & Co. CHARTERED ACCOUNTANTS M.NO. 137998

(Chimpu Dilipkumar Dapsivala)
Partner
Membership No.: ***137998***
UDIN: 26137998VKHVOS8902

Place: Mumbai
Date: 26/05/2026

MAGNANIMOUS TRADE & FINANCE LTD.

Regd. Office:- 21C- Barwara House Colony, Civil Line Ajmer Puliya, Ajmer Road, Jaipur, Jaipur, Rajasthan, India, 302006.

CIN : L65923RJ1991PLC059251

Standalone Balance Sheet as at 31st March, 2026

(Amount in '000)

	Particulars	Notes	As at March 31, 2026	As at March 31, 2025
	ASSETS			
(1)	**Financial Assets**			
(a)	Cash & cash equivalents	5	668.40	15,733.99
(b)	Receivables		-	-
(c)	Loans	6	335,566.92	228,176.10
(d)	Investments	7	-	20,000.00
(e)	Other Financial assets	8	-	48,382.38
(2)	**Non-financial Assets**			
(a)	Inventories	9	-	466.81
(b)	Current tax assets (Net)			-
(c)	Deferred tax assets (Net)	10	-	475.57
(d)	Investment Property	11	-	-
(e)	Property, Plant & Equipment	12	-	4,385.32
(f)	Other non-financial assets	13	467.62	1,789.20
	Total Assets		**336,702.93**	**319,409.37**
	LIABILITIES AND EQUITY			
	LIABILITIES			
(1)	**Financial Liabilities**			
(a)	Payables	14		
(I)	Trade Payables			
(i)	total outstanding dues of micro enterprises and small enterprises		-	-
(ii)	total outstanding dues of creditors other than micro enterprises and small enterprises		-	-
(II)	Other Payables			
(i)	total outstanding dues of micro enterprises and small enterprises		198.00	-
(ii)	total outstanding dues of creditors other than micro enterprises and small enterprises		411.71	-
(III)	Debt Securities		-	-
(IV)	Borrowings (Other than Debt Securities)	15	4,669.58	-
(V)	Deposits		-	-
(VI)	Subordinated Liabilities		-	-
(b)	Other Financial Liabilities	16	-	612.68
(2)	**Non-Financial Liabilities**			
(a)	Current tax liabilities (Net)	17	3,852.30	1,443.41
(b)	Provisions	18	-	560.01
(c)	Other non-financial liabilities	19	30.62	48.43
(3)	**EQUITY**			
(a)	Equity Share Capital	20	228,352.32	9,514.68
(b)	Other Equity	21	99,188.41	307,230.16
	Total Liabilities and Equity		**336,702.93**	**319,409.37**

Significant Accounting Policies 3

The accompanying notes (1-31) forms intergral part of the Standalone Ind AS financial statements

As per our report of even date attached

For K P C M and Co.
Chartered Accountants
FRN NO: 117390W

For and on behalf of the Board of Directors

Sd/-	**Sd/-**	**Sd/-**
CA Chimpu Lapsiwala	**Kurjibhai Premjibhai Rupareliya**	**Dhaval Parekh**
(Partner)	**Managing Director**	**Director**
Membership No. 137998	**DIN:00716246**	**DIN: 09636606**
	Sd/-	**Sd/-**
Place : Mumbai	**Jayesh Bhavsar**	**Satyendra Giri**
Date : 26.05.2026	**Company Secretary**	**CFO**
UDIN: 26137998VKHVOS8902	**ACS 47954**	**PAN : APHPG6971J**

MAGNANIMOUS TRADE & FINANCE LTD.
STANDALONE STATEMENT OF PROFIT & LOSS
for the period ended MARCH 31, 2026

(Amount in '000)

	Particulars	Notes	As at March 31, 2026	As at March 31, 2025
	Revenue from Operations			
	(i) Interest Income	22	23,725.19	7,198.69
	(ii) Sales	23	-	97,016.64
I	**Total Revenue from Operations**		**23,725.19**	**104,215.33**
II	**Other Income**	24	2,560.13	3,758.23
III.	**Total Income (I + II)**		**26,285.33**	**107,973.57**
	Expenses :			
(i)	Finance costs	25	106.59	2.57
(ii)	Impairment on financial instruments		-	-
(iii)	Purchases of Stock-in-Trade		-	6,202.00
(iv)	(Increase)/Decrease in Stock of Trading Goods		-	12,036.49
(v)	Employee benefits expenses	26	2,697.33	2,538.49
(vi)	Depreciation, amortization and impairment	27	349.51	2,248.79
(vii)	Other expenses	28	7,824.36	19,760.35
IV.	**Total expenses**		**10,977.79**	**42,788.68**
V.	**Profit before tax (III- IV)**		**15,307.54**	**65,184.89**
VI.	**Tax Expense:**	29		
(1)	Current tax		(3,852.30)	(18,693.41)
	Tax as per MAT			
	Less: MAT credit entitlement		-	-
(2)	Deferred tax		(475.57)	391.13
(3)	Taxes relating to prior year		(2,921.77)	-
VII.	**Profit for the year (V- VI)**		**8,057.89**	**46,882.60**
	Transfer to Statutory Reserve		**1,611.58**	**9,376.52**
	Profit/Loss transfer to Reserves		**6,446.31**	**37,506.08**
VIII.	**Other Comprehensive Income**			
(A)	(i) Items that will not be reclassified to profit or loss			
-	Remeasurement of defined benefit plans			
-	Fair value changes on equity instruments through other comprehensive income			
	(ii) Income tax relating to items that will not be reclassified to profit or loss			-
	Subtotal (A)			-
(B)	(i) Items that will be reclassified to profit or loss - -			
	(ii) Income tax relating to items that will be reclassified to profit or loss			
	Subtotal (B)			-
	Other Comprehensive Income (A + B) (VIII)			-
IX.	**Total Comprehensive Income for the year (VII+VIII)**		**6,446.31**	**37,506.08**
X.	**Earnings per equity share**	30		
	(Face value of ` 10/- each)			
	Basic (Rs.)		**0.28**	**3.94**
	Diluted (Rs.)		**0.28**	**3.94**
	Significant Accounting Policies	3		

The accompanying notes (1-31) forms intergral part of the Standalone Ind AS financial statements

As per our report of even date attached
For K P C M and Co.
Chartered Accountants
FRN NO: 117390W

Sd/-
CA Chimpu Lapsiwala
(Partner)
Membership No. 137998

Place : Mumbai
Date : 26.05.2026
UDIN: 26137998VKHVOS8902

For and on behalf of the Board of Directors

Sd/-	**Sd/-**
Kurjibhai Premjibhai Rupareliya	**Dhaval Parekh**
Managing Director	**Director**
DIN:00716246	**DIN: 09636606**
Sd/-	**Sd/-**
Jayesh Bhavsar	**Satyendra Giri**
Company Secretary	**CFO**
ACS 47954	**PAN : APHPG6971J**

MAGNANIMOUS TRADE & FINANCE LTD.

Regd. Office:- 21C- Barwara House Colony, Civil Line Ajmer Puliya, Ajmer Road, Jaipur, Jaipur, Rajasthan, India, 302006.
[CIN-L65923RJ1991PLC059251]
Email: co@mtfl.co.in; Website: www.mtfl.co.in

STANDALONE CASH FLOW STATEMENT FOR THE PERIOD ENDED MARCH 31, 2026

(Amount in '000)

	Particulars	As at MARCH 31,2026		As at Mar.31, 2025	
		AMOUNT (Rs.)	AMOUNT (Rs.)	AMOUNT (Rs.)	AMOUNT (Rs.)
A.	**CASH FLOW FROM OPERATING ACTIVITIES :-**				
	Net Profit before tax as per statement of Profit & Loss		15,307.54		65,184.89
	Adjustment for :				
	Depreciation	349.51		2,248.79	
	Interest Income	23,725.19		(7,198.69)	
	Lease & Licence Fee	-		(850.96)	
	Profit on sale of investment	-	24,074.70	-	(5,800.87)
	Operating Profit before working capital changes.		39,382.24		59,384.02
	Adjustment for :-				
	Trade & other receivables	(59,007.14)		(172,030.05)	
	Inventories	466.81		12,036.49	
	Trade & other payables	(569.00)	(59,109.34)	(40,501.98)	(200,495.55)
	Cash generated form operations		(19,727.10)		(141,111.53)
	Taxes paid (Net)		(2,409.30)		(18,302.28)
	Net cash (used in) Operating Activities		(22,136.40)		(159,413.81)
B.	**CASH FLOW FROM INVESTING ACTIVITIES :-**				
	Sale of Investment		20,000.00		-
	Interest Income		(23,725.19)		7,198.69
	Leave and License Fees received		-		850.96
	Profit on sale of investment		-		-
	Transfer of fixed assets		6,174.00		2,463.58
			2,448.81		10,513.24
	Less:				
	Purchases of Fixed Assets		-		61.18
	Purchase of Investment		-		20,000.00
	GST paid on sale of fixed assets				-
	Net cash from Investing Activities		2,448.81		(9,547.94)
C.	**CASH FLOW FROM FINANCING ACTIVITIES :-**				
	Proceeds from Long Term Borrowing		4,622.00		-
	Repayment from Long Term Borrowing		-		-
	Short Term Borrowing		-		-
	Net cash from (used in) Financing Activities		4,622.00		-
	Net (Decrese)/Increase in Cash & Cash Equivalent (A+B+C)		(15,065.60)		(168,961.75)
	Opening Balance of Cash & Cash Equivalents		15,733.99		184,695.75
	Closing Balance of Cash & Cash Equivalents		668.40		15,733.99

As per our report of even date attached

For and on behalf of the Board of Directors

For K P C M and Co.

Chartered Accountants
FRN NO: 117390W

Sd/-
Kurjibhai Premjibhai Rupareliya
Managing Director
DIN:00716246

Sd/-
Dhaval Parekh
Director
DIN: 09636606

Sd/-
CA Chimpu Lapsiwala
(Partner)
Membership No. 137998

Sd/-
Jayesh Bhavsar
Company Secretary
ACS 47954

Sd/-
Satyendra Giri
CFO
PAN : APHPG6971J

Place : Mumbai
Date : 26.05.2026
UDIN: 26137998VKHVOS8902

NOTES
Forming part of Standalone Financial Statements for the Year ended March 31, 2026

1. Corporate Information

Magnanimous Trade & Finance Limited ("the Company") was incorporated as a public company limited by shares on July 23rd, 1985. The Company obtained permission from the Reserve Bank of India for carrying on the business of Non-Banking Financial Institution on 02-05-1998 vide Regn No. 05.01962. The Company is registered as a Non-Deposit Taking Company. The Registered Office of the Company is 21C- Barwara House Colony, Civil Line Ajmer Puliya, Ajmer Road, Jaipur, Jaipur, Rajasthan, India, 302006. The equity shares of the Company are listed on BSE Limited from April 17th, 1986, delisted in 2001 and again relisted on June 17th, 2013.

2. Basis of preparation and presentation

2.1 Statement of Compliance

The standalone financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind-AS) notified under Section 133 of the Companies Act, 2013 (the 'Act') [Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time)]. These financial statements may require further adjustments, if any, necessitated by the guidelines / clarifications / directions issued in the future by RBI, Ministry of Corporate Affairs, or other regulators, which will be implemented as and when the same are issued and made applicable.

2.22 Basis of measurement

The standalone financial statements have been prepared on a historical cost basis, except for following assets and liabilities which have been measured at fair value:

i. fair value through other comprehensive income (FVOCI) instruments,
ii. other financial assets held for trading,
iii. financial assets and liabilities designated at fair value through profit or loss (FVTPL)

2.23 The financial statements of the Company are presented as per Schedule III (Division III) of the Companies Act, 2013 applicable to NBFCs, as notified by the Ministry of Corporate Affairs (MCA). Financial assets and financial liabilities are generally reported on a gross basis except when, there is an unconditional legally enforceable right to offset the recognised amounts without being contingent on a future event and the parties intend to settle on a net basis.

2.24 Functional and presentation currency

The financial statements are presented in Indian Rupees (INR) which is also its functional currency and all values are rounded to the nearest Thousands, except when otherwise indicated.

3. Material accounting policies

3.1. Recognition of interest income

The Company recognises interest income by applying the effective interest rate (EIR) to the gross carrying amount of a financial asset and as per year-to-year financial contracts as agreed by the management.

3.2. Recognition of revenue from sale of goods

Revenue (other than for Financial Instruments within the scope of Ind-AS 109) is measured at an amount that reflects the considerations, to which an entity expects to be entitled in exchange for transferring goods or services to customer, excluding amounts collected on behalf of third parties.

The Company recognises revenue from contracts with customers based on a five-step model as set out in Ind-AS 115:

Step 1: Identify contract(s) with a customer: A contract is defined as an agreement between two or more parties that creates enforceable rights and obligations and sets out the criteria for every contract that must be met.

Step 2: Identify performance obligations in the contract: A performance obligation is a promise in a contract with a customer to transfer a good or service to the customer.

Step 3: Determine the transaction price: The transaction price is the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

Step 4: Allocate the transaction price to the performance obligations in the contract: For a contract that has more than one performance obligation, the Company allocates the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the Company expects to be entitled in exchange for satisfying each performance obligation.

Step 5: Recognise revenue when (or as) the Company satisfies a performance obligation. Revenue from contract with customer for rendering services is recognised at a point in time when performance obligation is satisfied.

3.2.1. Recognition of Dividend Income

Dividend Income (including from FVOCI investments) is recognised when the Company's right to receive the payment is established. This is established when it is probable that the economic benefits associated with the dividend will flow to the entity and the amount of dividend can be measured reliably.

3.3. Financial instruments

A. Financial Assets

3.3.1. Initial recognition and measurement

All financial assets are recognised initially at fair value when the parties become party to the contractual provisions of the financial asset. In case of financial assets which are not recorded at fair value through profit or loss, transaction costs that are directly attributable to the acquisition or issue of the financial assets, are adjusted to the fair value on initial recognition.

3.3.2. Subsequent measurement

The Company classifies its financial assets into various measurement categories. The classification depends on the contractual terms of the financial assets' cash flows and the Company's business model for managing financial assets.

a. Financial assets measured at amortised cost

A financial asset is measured at Amortised Cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the Financial Asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

b. Financial assets measured at fair value through other comprehensive income (FVOCI) A financial asset is measured at FVOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and contractual terms of financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

c. 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.

3.3.3. Investment in Associates

Investments in associate companies are carried at cost and fair value (deemed cost) as per Ind-AS-101 less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in associate companies, the difference between net disposal proceeds and the carrying amounts are recognised in the Statement of Profit and Loss.

3.3.4. Equity Investments

Equity instruments are instruments that meet the definition of equity from the issuer's perspective; that is, instruments that do not contain a contractual obligation to pay and that evidence a residual interest in the issuer's net assets. The company subsequently measures all equity investments at fair value. Where the company's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss following the de-recognition of the investment.

B. Financial liabilities

3.3.5. Initial recognition and measurement

All financial liabilities are recognized initially at fair value and, in the case of borrowings and payables, net of directly attributable transaction costs.

3.3.6. Subsequent Measurement

Financial liabilities are subsequently carried at amortized cost using the effective interest method.

3.4. De-recognition of financial assets and liabilities

3.4.1. Financial Asset

The Company derecognizes a financial asset when the contractual cash flows from the asset expire or it transfers its rights to receive contractual cash flows from the financial asset in a transaction in which substantially all the risks and rewards of ownership are transferred.

Any interest in transferred financial assets that is created or retained by the Company is recognized as a separate asset or liability.

3.4.2. Financial Liability

A financial liability is derecognised when the obligation under the liability is discharged, cancelled or expires. Where an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as de-recognition of the original liability and the recognition of a new liability. The difference between the carrying value of the original financial liability and the consideration paid is recognised in profit or loss.

3.5. Offsetting

Financial assets and financial liabilities are generally reported gross in the balance sheet. Financial assets and liabilities are offset and the net amount is presented in the balance sheet when the Company has a legal right to offset the amounts and intends to settle on a net basis or to realise the asset and settle the liability simultaneously in all the following circumstances:

a. The normal course of business
b. The event of default
c. The event of insolvency or bankruptcy of the Company and/or its counterparties

3.6. Impairment of financial assets

In accordance with Ind-AS 109, the Company uses 'Expected Credit Loss' model (ECL), for evaluating impairment of financial assets other than those measured at Fair value through profit and loss.

The measurement of ECL reflects:

- An unbiased and probability-weighted amount that is determined by evaluating a range of possible outcomes;
- The time value of money; and
- Reasonable and supportable information that is available without undue cost or effort at the reporting date about past events, current conditions and forecasts of future economic conditions.

The measurement of ECL allowance is an area that requires the use of complex models and significant assumptions about future economic conditions and credit behaviour.

3.6.1. Write-off policy

The company writes off financial assets, in whole or in part, when it has exhausted all practical recovery efforts and has concluded there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include (i) ceasing enforcement activity and (ii) where the company's recovery method is foreclosing on collateral and the value of the collateral is such that there is no reasonable expectation of recovering in full.

3.7. Determination of fair value of Financial Instruments

The Company measures financial instruments, such as, investments at fair value at each balance sheet date. 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 is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

i. In the principal market for the asset or liability, or
ii. In the absence of a principal market, in the most advantageous market for the asset or liability. The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits 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.

3.8. Cash and cash equivalents

Cash and cash equivalents comprise of cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short- term deposits, as defined above, net of outstanding bank overdrafts if any, as they are considered an integral part of the Company's cash management.

3.9. Property, plant and equipment

All items of property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

3.9.1. Depreciation

Depreciation on Property, Plant and Equipment is calculated using written down value method (WDV) to write down the cost of property and equipment to their residual values over their estimated useful lives which are in line with the estimated useful life as specified in Schedule II of the Companies Act, 2013.
The estimated useful lives are as follows:

Particulars	Useful life
Furniture and fixture	10 years
Office equipment	15 years
Computer	3 years
Vehicles	15 years
Plant & Machinery	15 years

The company provides pro-rata depreciation from the day the asset is put to use and for any asset sold, till date of sale. The asset's residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount. Gains and losses on disposal are determined by comparing proceeds with carrying amount and are recognised in the statement of profit and loss.

3.10. Impairment of non–financial assets: Property, Plant and Equipment

The Company assesses, at each reporting date, whether there is any indication that any Property, Plant and Equipment or group of assets called Cash Generating Units (CGU) maybe impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount to determine the extent of impairment, if any.

An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. 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. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

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 fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

An assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the assets or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised.

The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

3.11. Investment Property

An investment property is accounted for in accordance with cost model. Depreciation on Property, Plant and Equipment is provided in accordance with the provisions of Schedule II of the Companies Act, 2013.

3.12. Inventories

The company has two categories of assets as mentioned hereunder:

- Stock of shares: These are valued at cost.
- Stock of Real Estate: These are valued on the basis of cost or net realized value, whichever is lower.

3.13. Borrowing Costs

Borrowing Costs, which are directly attributable to the acquisition / construction of fixed assets, till the time such assets are ready for intended use, are capitalised as part of the cost of the assets. Other borrowing costs are recognised as an expense in the year in which they are incurred. Brokerage costs directly attributable to a borrowing are expensed over the tenure of the borrowing.

3.14. Provisions, contingent liabilities and contingent assets

The Company creates a provision when there is a present obligation as a result of past events and it is probable that there will be outflow of resources and a reliable estimate of the obligation can be made of the amount of the obligation. Contingent liabilities are not recognised but are disclosed in the notes to the Standalone Ind-AS financial statements. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate. If it is no longer probable that the outflow of resources would be required to settle the obligation, the provision is reversed. Contingent assets are not recognised nor disclosed in the Standalone Ind-AS financial statements.

3.15. Employee Benefits Expenses

3.15.1. Short Term Employee Benefits

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognised as an expense during the period when the employees render the services.

3.15.2. Post-Employment Benefits

A. Defined Benefit schemes

Leave Encashment

The company has not provided leave encashment as the employees are not entitled for that due to availment of leaves & there are no pending dues in this account.

Provident Fund

The company has not provided the provident Fund & ESI as the company is not covered under E.P.F. & ESI Act.

Gratuity

The Company provides for gratuity covering eligible employees under which a lump sum payment is paid to vested employees at retirement, death, incapacitation or termination of employment, of an amount reckoned on the respective employee's salary and his tenor of employment with the Company. The provision of gratuity is being made on the basis of 15 days salary of completed years of service of employees.

3.16. Taxes

Income tax expense represents the sum of current tax and deferred tax.

3.16.1 Current Tax

Provision for current tax is made after taking into consideration benefits admissible under the provisions of the Income Tax Act, 1961. Minimum Alternative Tax (MAT) credit entitlement is recognised when there is convincing evidence that the same can be realised in future.

3.16.2 Deferred tax

The recognition of deferred tax assets is based upon whether it is more likely that not that sufficient and suitable taxable profit will be available in the future against which the temporary differences can be deducted. To determine the future taxable profits, reference is made to the latest available profit forecasts. Where the temporary differences are related to losses, relevant tax law is considered to determine the availability of the losses to offset against the future taxable profits. Recognition therefore involves judgement regarding the future financial performance of the particular legal entity or tax group in which the deferred tax asset has been recognised.

3.17. Earnings Per Share

The Company reports basic and diluted earnings per share in accordance with Ind-AS 33 on Earnings per share. Basic EPS is calculated by dividing the net-profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. For calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless they have been issued at a later date. In computing the dilutive earnings per share, only potential equity shares that are dilutive and that either reduces the earnings per share or increases loss per share are included.

3.18. Cash-flow statement

Cash flows are reported using the 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 flows from regular revenue generating, investing and financing activities of the Company are segregated.

4. Significant accounting judgements, estimates and assumptions, Fair Value Measurement.

The preparation of standalone financial statements in conformity with the Ind-AS requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the accompanying disclosure and the disclosure of contingent liabilities, at the end of the reporting period. Estimates and underlying assumptions are reviewed on an on-going basis.

Revisions to accounting estimates are recognised in the period in which the estimates are revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

In particular, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements is included in the following notes:

4.1. Business Model Assessment

Classification and measurement of financial assets depends on the results of the SPPI and the business model test. The Company determines the business model at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. This assessment includes judgement reflecting all relevant evidence including how the performance of the assets is evaluated and their performance measured, the risks that affect the performance of the assets and how these are managed and how the managers of the assets are compensated. The Company monitors financial assets measured at amortised cost or fair value through other comprehensive income that are derecognised prior to their maturity to understand the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset washed. Monitoring is part of the Company's continuous assessment of whether the business model for which the remaining financial assets are held continues to be appropriate and if it is not appropriate whether there has been a change in business model and so prospective change to the classification of those assets.

4.2. Effective Interest Rate (EIR) method

The Company's EIR methodology, recognises interest income using a rate of return that represents the best estimate of a constant rate of return over the expected behavioural life of loans given and recognises the effect of potentially different interest rates at various stages and other characteristics of the product life cycle (including prepayments and penalty interest and charges).

This estimation, by nature, requires an element of judgement regarding the expected behaviour and life-cycle of the instruments, probable fluctuations in collateral value as well as expected changes to India's base rate and other fee income/expense that are integral parts of the instrument 4.3. Impairment of financial assets using expected credit loss method the impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's history, existing market conditions as well as forward looking estimates at the end of each reporting period.

4.4. Fair value measurement:

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using various valuation techniques. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

MAGNANIMOUS TRADE & FINANCE LTD.
STANDALONE STATEMENT OF CHANGES IN EQUITY
for the year ended March 31, 2026

A. Equity Share Capital

(1) Current reporting period (Amount in '000)

Balance at the beginning of the current reporting period as at March 31, 2025	Changes in Equity share Capital due to prior period errors	Restated balance at the begining of the current reporting period	Changes in Equity share Capital during the current year	Balance at the end of the current reporting period as at March 31, 2026
9514.68	-	9,514.68	218,837.64	228,352.32

(2) Previous reporting period (Amount in '000)

Balance at the beginning of the current reporting period as at March 31, 2024	Changes in Equity share Capital due to prior period errors	Restated balance at the begining of the current reporting period	Changes in Equity share Capital during the current year	Balance at the beginning of the current reporting period as at March 31, 2025
9514.68	-	9,514.68	-	9,514.68

A. Other Equity

(1) Current reporting period (Amount in '000)

Particulars	Share application money pending for allotment	Reserves and Surplus		Other Reserve						Other Comprehensive Income	Money received against share warrants	Total
		Capital Reserve	Security premium	Statutory Reserve	Debenture redemption fund	Capital redemption reserve	General Reserve	Remeasurement gain/(loss) on defined benefit plan	Retained earning	effective portion to cash flow hedges		
Balance at the beginning of the current reporting	-	25,178.51	-	53,069.18	-	31,659.66			197,322.81			307,230.16
Changes in accounting policy/prior period errors	-	-	-	-	-	-	-	-	-	-	-	-
Restated balance at the beginning of the current reporting period	-	25,178.51	-	53,069.18	-	31,659.66	-	-	197,322.81	-	-	307,230.16
Profit for the year	-	-	-	-	-	-	-	-	8,057.89	-	-	8,057.89
Other comprehensive income for the year	-	-	-	-	-	-	-	-	-	-	-	-
Total comprehensive income for the year	-	-	-	-	-	-	-	-	-	-	-	-
Dividend (Interim)	-	-	-	-	-	-	-	-	-	-	-	-
Dividends (final) for the year ended March 31 2026	-	-	-	-	-	-	-	-	-	-	-	-
Transfer to/(from) (refer note 21 Other equity)		-		1,611.38		2,738.00			(1611.38)	-	-	
Any other changes :	-	-	-	-	-	-	-	-	-	-	-	
Security premium proceeds received on issue of equity shares (refer note 20 Equity and note 21 Other equity)	-	-	-	-	-	-	-	-	-	-	-	
Share issue expenses (refer note 20 Equity and note 21 Other equity	-	-	-	-	-	-	-	-	-	-	-	
Money received against share warrants	-	-	-	-	-	-	-	-	-	-	-	
Bonus Share allotted during the year		-		(53,364.07)		(31,659.66)			(133,813.91)			(218,837.64)
Balance at the end of the current reporting	-	25,178.51	-	1,316.69	-	2,738.00	-	-	69,955.21	-	-	99,188.41

A. Other Equity

(1) Previous reporting period (Amount in '000)

Particulars	Share application money pending for allotment	Reserves and Surplus		Other Reserve						Other Comprehensive Income	Money received against share warrants	Total
		Capital Reserve	Security premium	Statutory Reserve	Debenture redemption fund	Capital redemption reserve	General Reserve	Remeasurement gain/(loss) on defined benefit plan	Retained earning	effective portion to cash flow hedges		
Balance at the beginning of the current reporting	-	25,178.51	-	43,692.66	-	31,659.66			159,816.73			260,347.56
Changes in accounting policy/prior period errors	-	-	-	-	-	-	-	-	-	-	-	-
Restated balance at the beginning of the current reporting period	-	25,178.51	-	43,692.66	-	31,659.66	-	-	159,816.73	-	-	260,347.56
Profit for the year	-	-	-	-	-	-	-	-	46,882.60	-	-	46,882.60
Other comprehensive income for the year	-	-	-	-	-	-	-	-	-	-	-	-
Total comprehensive income for the year	-	-	-	-	-	-	-	-	-	-	-	-
Dividnd (Interim)	-	-	-	-	-	-	-	-	-	-	-	-
Divinends (final) for the year ended March 31 2025	-	-	-	-	-	-	-	-	-	-	-	-
Transfer to/(from) (refer note 21 Other equity)				9,376.32					(9,376.32)	-	-	-
Any other changes :	-	-	-	-	-	-	-	-	-	-	-	-
Security premium proceeds received on issue of equity shares (refer note 20 Equity and note 21 Other equity)	-	-	-	-	-	-	-	-	-	-	-	-
Share issue expenses (refer note 20 Equity and note 21 Other equity	-	-	-	-	-	-	-	-	-	-	-	-
Money received against share warrants	-	-	-	-	-	-	-	-	-	-	-	-
Share allotted during the year												-
Balance at the end of the Previous reporting	-	25,178.51	-	53,069.18	-	31,659.66	-	-	197,322.81	-	-	307,230.16

Refer note 21 Other equity

Significant Accounting Policies .

The accompanying notes (1-31) forms intergral part of the Standalone Ind AS financial statements

As per our report of even date attached

For K P C M and Co.
Chartered Accountants
FRN NO: 117390W

Sd/-
CA Chimpu Lapsiwala
(Partner)
Membership No. 137998
Place : Mumbai
Date : 26.05.2026
UDIN: 26137998VKHVOS8902

For and on behalf of the Board of Directors

Sd/-
Kurjibhai Premjibhai Rupareliya
Managing Director
DIN:00716246

Sd/-
Dhaval Parekh
Director
DIN: 09636606

Sd/-
Jayesh Bhavsar
Company Secretary
ACS 47954

Sd/-
Satyendra Giri
CFO
PAN : APHPG6971J

MAGNANIMOUS TRADE & FINANCE LTD.

NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS FOR THE YEAR PERIOD ENDED MARCH 31, 2026

NOTE NO. "5" : Cash & cash equivalents (Amount in '000)

	Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
(I)	Cash on hand (As certified by the management)	1.91	253.86	76.72
(II)	HDFC Bank Ltd. Current Account	0.00	15,480.13	184,619.03
(III)	IDFC Bank Ltd. Current Account	666.49	-	-
	Total Rupees :-	668.40	15,733.99	184,695.75

NOTE NO. "6" : LOANS (Amount in '000)

		March 31, 2026						As at March 31, 2025					
			At Fair Value						At Fair Value				
		Amortised Cost	Through OCI	Through Profit or Loss	Sub-total	At Cost	Total	Amortised Cost	Through OCI	Through Profit or Loss	Sub-total	At Cost	Total
(A)	(I) Loans repayable on Demand												
	Related Parties:												
	Bhooramal Durgi Devi Parasrampuria Public Charitable Trust	-			-	-	-	150,456.67	-	-	-	-	150,456.67
	Others :							-					
	Parasrampuria Forex Services Pvt. Ltd.	-					-	0.44					0.44
	Morvinandan Infrastructure Pvt. Ltd.	-					-	2,771.96					2,771.96
	Rohit Kedia	-					-	19,204.28					19,204.28
	Ruchi Kedia	-					-	17,040.11					17,040.11
	Rajasthani VyanjanPvt. Ltd.	-					-	0.74	-	-	-	-	0.74
	Krishkan Investments Pvt. Ltd.	-					-	20,833.25					20,833.25
	Pramod Kumar Parasrampuria	-					-	55.07					55.07
	Sanav International	-					-	13,662.35					13,662.35
	Sanjay Kumar Agarwal	-					-	4,151.23					4,151.23
	Total (A) - Gross	-					-	228,176.10	-	-	-	-	228,176.10
	Less: Impairment loss allowance							-	-	-	-	-	-
	Total (A) - Net							228,176.10	-	-	-	-	228,176.10
(B)	(I) Unsecured												-
	Bhooramal Durgi Devi Parasrampuria Public Charitable Trust	-					-	150,456.67	-	-	-	-	150,456.67
	Others :						-	-					
	Parasrampuria Forex Services Pvt. Ltd.	-					-	0.44					3,000,000.00
	Morvinandan Infrastructure Pvt. Ltd.	-					-	2,771.96					2,771.96
	Rohit Kedia	-					-	19,204.28					
	Ruchi Kedia	-					-	17,040.11					17,040.11
	Rajasthani VyanjanPvt. Ltd.	-					-	0.74	-	-	-	-	0.74
	Krishkan Investments Pvt. Ltd.	-					-	20,833.25					
	Pramod Kumar Parasrampuria	-					-	55.07					
	Sanav International	-					-	13,662.35					
	Sanjay Kumar Agarwal	-					-	4,151.23					
	Total (B) - Gross	-					-	228,176.10	-	-	-	-	228,176.10
	Less: Impairment loss allowance							-	-	-	-	-	-
	Total (B) - Net							228,176.10	-	-	-	-	228,176.10
(C)	(I) Loans in India												-
	i) Public Sector							-	-	-	-	-	-
	ii) Others												-
	Bhooramal Durgi Devi Parasrampuria Public Charitable Trust	-					-	150,456.67					
	Others :							-					
	Parasrampuria Forex Services Pvt. Ltd.	-					-	0.44					3,000,000.00
	Morvinandan Infrastructure Pvt. Ltd.	-					-	2,771.96					2,771.96
	Rohit Kedia	-					-	19,204.28					
	Ruchi Kedia	-					-	17,040.11					17,040.11
	Rajasthani VyanjanPvt. Ltd.	-					-	0.74	-	-	-	-	0.74
	Krishkan Investments Pvt. Ltd.	-					-	20,833.25					
	Pramod Kumar Parasrampuria	-					-	55.07					
	Sanav International	-					-	13,662.35					
	Sanjay Kumar Agarwal	-					-	4,151.23					
	Aanshi Tradelink	12,555.66					12,555.66						
	Hardik Jain	68,007.78					68,007.78						
	Jaksh Financials Pvt. Ltd.	65,989.89					65,989.89						
	Keval Shah	19,378.76					19,378.76						
	Narsimhadeva Services LLP	54,922.14					54,922.14						
	Pathshala India Pvt Ltd	45,618.38					45,618.38						
	Pingori Farms Pvt. Ltd.	42,900.40					42,900.40						
	Riddhi Siddhi International	21,412.82					21,412.82						
	Sanjay Shah	4,781.09					4,781.09						
	(II) Loans outside India	-					-	-	-	-	-	-	-
	Total (C) - Gross	335,566.32					335,566.32	228,176.10	-	-	-	-	228,176.10
	Less: Impairment loss allowance							-	-	-	-	-	-
	Total (C) - Net	335,566.32					335,566.32	228,176.10	-	-	-	-	228,176.10

NOTE NO. "7" : INVESTMENTS (Amount in '000)

	March 31, 2026						As at March 31, 2025					
		At Fair Value						At Fair Value				
	Amortised Cost	Through OCI	Through Profit or Loss	Sub-total	At Cost	Total	Amortised Cost	Through OCI	Through Profit or Loss	Sub-total	At Cost	Total
Debt Securities							-	-	-	-	-	-
Equity Instruments												
i) Associates							-	-	-	-	1,030.52	1,030.52
ii) Others							-	1,500.30		1,500.30		1,500.30
iii) Investment in mutual funds											20,000.00	20,000.00
Total (A) - Gross	-						-	1,500.30		1,500.30	21,030.52	22,530.82
(I) Investments outside India							-					-
(II) Investments in India							-	1,500.30		1,500.30	21,030.52	22,530.82
Total (B) - Gross	-						-	1,500.30		1,500.30	21,030.52	22,530.82
Total (A) to tally with (B)							-					-
Less: Allowance for Impairment loss (C)							-	(1,500.30)		(1,500.30)	(1,030.52)	(2,530.82)
Total- Net D=(A)-(C)	-						-	-	-	-	20,000.00	20,000.00

Notes:

i) The equity securities which are not held for trading, and for which the company has made an irrecovable election at initial recognition to recognise changes in fair value through OCI rather than profit or loss as these are strategic investments and the Company considered this to be more relevant.

NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS FOR THE YEAR PERIOD ENDED MARCH 31, 2026

NOTE NO. "8" : Other financial assets (Amount in '000)

Particulars	As at MARCH 31, 2026	As at March 31, 2025
Security Deposits		
Electricity	-	-
Telephone	-	2.50
Reliance Industries Ltd.	-	79.30
Rates & Taxes Receivable	-	91.43
Prepaid Expenses	-	99.93
SPFL Securities Ltd.	-	0.14
Suresh Kumar Pareek	-	50.00
Gupta & Shah	-	3.24
Khandelwal Consultants	-	28.50
Manoj Kumar Poddar	-	90.00
Fixed Deposit with HDFC Bank	-	40,000.00
Accrued Interest on Fixed Deposit	-	2,504.02
GST ITC	-	44.15
Blue Ocean Multi Client Family Office LLP	-	28.64
Shashank Parasrampuria	-	2,910.79
Sudhir Kumar Parasrampuria	-	2,449.74
Total Rupees :-	**-**	**48,382.38**

NOTE NO. "9" : Inventories (Amount in '000)

Particulars	As at MARCH 31, 2026	As at March 31, 2025
a) Shares	-	466.81
b) Shops & Office at Plaza Kalpana, Kanpur	-	-
c) Car parking space at Plaza Kalpana, Kanpur	-	-
d) Flats & Offices at Jaipur D - 1	-	-
Total Rupees :-	**-**	**466.81**

NOTE NO. "10" : Deferred tax assets (Amount in '000)

Particulars	As at MARCH 31, 2026	As at March 31, 2025
Deferred Tax Asset/(Liabilities) in relation to		
Provision for employee benefits	-	135,731.28
Property, Plant & Equipment	-	339,841.15
Total Rupees :-	**-**	**475,572.43**

NOTE NO. "11" : Investment Property (Amount in '000)

Particulars	As at MARCH 31, 2026	As at March 31, 2025
Gross carrying amount		
Deemed Cost	-	-
Additions		-
Disposals and trasfers		-
Closing gross carrying amount	-	-
Accumulated amortisation		-
Amortisation during the year		-
Impairment during the year		-
Disposals and trasfers		-
Closing accumulated depricitaion/Impairment	-	-
Net carrying amount	**-**	**-**

Notes:

i) On transition date the company has elected to carry previous GAAP carrying amount as deemed cost.

ii) The company has not carried out the valuation activity to assess the value of its Investment in Land.

Information regarding Income & Expenditure of Investment Property (Amount in '000)

Particulars	As at MARCH 31, 2026	As at March 31, 2025
Rental Income derived from investment property		-
Direct Opertaing expenses associated with rental income		-
Profit/(Loss) arising from sale of investment property		-
Impairment during the year		-
Depreciation during the year		-
Profit/(Loss) arising from investment property before indirect expenses	**-**	**-**

NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS FOR THE YEAR PERIOD ENDED MARCH 31, 2026

NOTE NO. "12" : Property, plant and equipment (Amount in '000)

Particulars	Air Conditioner	Cellphone	Computer	Fire Fighting Equipment	Invertor	Furniture	LCD TV	Office Equipment	Vehical (Car)	Total
Gross block- at cost										
As at March 31, 2025	**106.83**	**100.39**	**160.18**	**269.13**	**6.30**	**1,544.75**	**36.00**	**864.81**	**5,348.91**	**8,437.30**
Additions			-						-	-
Disposals	(1.60)	(43.14)	(29.41)	(27.68)	(0.59)	(1,155.85)	(1.80)	(585.99)	(2,189.75)	(4,035.81)
As at March 31, 2026	**105.23**	**57.25**	**130.76**	**241.46**	**5.71**	**388.90**	**34.20**	**278.81**	**3,159.16**	**4,401.48**
Accumulated depreciation										
As at March 31, 2025	**101.09**	**57.25**	**125.25**	**241.46**	**5.71**	**308.91**	**34.20**	**204.40**	**2,973.71**	**4,051.98**
Charge for the year	4.15	-	5.52	-	-	79.99	-	74.41	185.44	349.51
Disposals	-	-	-	-	-	-	-	-	-	-
Impairment	-	-	-	-	-	-	-	-	-	-
As at March 31, 2026	**105.23**	**57.25**	**130.76**	**241.46**	**5.71**	**388.90**	**34.20**	**278.81**	**3,159.16**	**4,401.48**
Net Block										
As at March 31, 2025	**5.75**	**43.14**	**34.93**	**27.68**	**0.59**	**1,235.85**	**1.80**	**660.40**	**2,375.20**	**4,385.32**
As at March 31, 2026	-	-	-	-	-	-	-	-	-	-

(Amount in '000)

Particulars	Air Conditioner	Cellphone	Computer	Fire Fighting Equipment	Invertor	Furniture	LCD TV	Office Equipment	Vehical (Car)	Total
Gross block- at cost										
As at March 31, 2024	**106.83**	**100.39**	**99.00**	**269.13**	**6.30**	**1,544.75**	**36.00**	**864.81**	**7,812.49**	**10,839.70**
Additions	-	-	61.18	-	-	-	-	-	1,075.00	**1,136.18**
Disposals										-
Transfer	-	-	-	-	-	-	-	-	3,538.58	-
As at March 31, 2025	**106.83**	**100.39**	**160.18**	**269.13**	**6.30**	**1,544.75**	**36.00**	**864.81**	**5,348.91**	**8,437.30**
Accumulated depreciation										
As at March 31, 2024	**101.09**	**45.10**	**94.05**	**237.83**	**5.64**	**51.10**	**34.20**	**106.95**	**1,127.24**	**1,803.19**
Charge for the year	-	12.16	31.20	3.62	0.08	257.80	-	97.45	2,718.67	3,120.98
Disposals	-	-	-	-	-	-	-	-	872.19	**872.19**
Impairment	-	-	-	-	-	-	-	-	-	-
As at March 31, 2025	**101.09**	**57.25**	**125.25**	**241.46**	**5.71**	**308.91**	**34.20**	**204.40**	**2,973.71**	**1,078.26**
Net Block										
As at March 31, 2024	**5.75**	**55.29**	**4.95**	**31.30**	**0.66**	**1,493.65**	**1.80**	**757.85**	**6,685.25**	**9,036.51**
As at March 31, 2025	**5.75**	**43.14**	**34.93**	**27.68**	**0.59**	**1,235.85**	**1.80**	**660.40**	**2,375.20**	**4,385.32**

MAGNANIMOUS TRADE & FINANCE LTD.

NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS FOR THE YEAR PERIOD ENDED MARCH 31, 2026

NOTE NO. "13" : Other non-financial assets **(Amount in '000)**

Particulars	**As at MARCH 31, 2026**	**As at March 31, 2025**
Balances with government authorities		
~T.D.S. For A.Y. 2004-2005	-	88.01
~T.D.S. For A.Y. 2011-2012	-	47.76
~T.D.S. For A.Y. 2025-2026	-	1,620.11
~Income Tax Receivable (A.Y. 2008-09)	-	33.33
~T.D.S. For A.Y. 2026-2027	467.62	-
Total Rupees :-	**467.62**	**1,789.20**

NOTE NO. "14" : Payable **(Amount in '000)**

Particulars	**As at MARCH 31, 2026**	**As at March 31, 2025**
(I) Trade Payables:		
total outstanding dues of micro enterprises and small enterprises	-	-
total outstanding dues of creditors other than micro enterprises and small enterprises	-	-
(II) Other Payables :		
total outstanding dues of micro enterprises and small enterprises	198.00	-
total outstanding dues of creditors other than micro enterprises and small enterprises	411.71	-
Total Rupees :-	**609.71**	-

NOTE NO. "15" : Borrowings (Other than Debt Securities) **(Amount in '000)**

Particulars	**As at MARCH 31, 2026**	**As at March 31, 2025**
(A) In India		
Kurjibhai Premjibhai Rupareliya	4,669.58	-
Outside India	-	-
(B) Out of above		
Secured (Against loans, book debts and other receivables)	-	-
Unsecured	4,669.58	-
Total Rupees :-	**4,669.58**	-

NOTE NO. "16" : Other Financial Liablilities **(Amount in '000)**

Particulars	**As at MARCH 31, 2026**	**As at March 31, 2025**
Security Deposits received		
J. Loyalka & Co.	-	10.08
NSD Nirman Pvt. Ltd.	-	1.13
Plaza Kalpana Society	-	601.48
Total Rupees :-	-	**612.68**

NOTE NO. "17" : Current Tax Liabilities **(Amount in '000)**

Particulars	**As at MARCH 31, 2026**	**As at March 31, 2025**
Provision for Current Tax	3,852.30	18,693.41
Less:Advance Tax	-	(17,250.00)
Total Rupees :-	**3,852.30**	**1,443.41**

NOTE NO. "18" : Provisions **(Amount in '000)**

Particulars	**As at MARCH 31, 2026**	**As at March 31, 2025**
Provision for employee benefits		
Gratuity Payable	-	539.30
Provision for expenses	-	20.71
Total Rupees :-	-	**560.01**

The movement in Provision for employee benefits during 2025-26 and 2024-25 is as follows: **(Amount in '000)**

As at March 31,2025	**560.01**	**462.19**
Additions	(20.71)	**(462.19)**
Reversed	539.30	-
Utilised		
MARCH 31, 2026	-	**0.00**

NOTE NO. "19" : Other Non-financial liabilities **(Amount in '000)**

Particulars	**As at MARCH 31, 2026**	**As at March 31, 2025**
Statutory Dues Payable		
~TDS Payable	30.62	48.43
	30.62	**48.43**

NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS FOR THE YEAR PERIOD ENDED MARCH 31, 2026

NOTE NO." 20": Equity share capital

20.1 **The reconciliation of equity shares outstanding at the beginning and at the end of the period** **(Amount in '000)**

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
AUTHORISED		
2,37,00,000 Equity shares of ` 10/- each (Previous)	23,700.00	23,700.00
2,30,00,000(December 2025) Equity shares of ` 10/- each	230,000.00	23,700.00
ISSUED, SUBSCRIBED & PAID UP		
7,47,387 (March 31, 2019 & April 01, 2018: 7,47,387) Equity shares of ` 10/- each		
4,48,000 (March 31, 2019 & April 01, 2018: 4,48,000) Equity shares of ` 10/- each	4,480.00	4,480.00
2,99,387 (March 31, 2019 & April 01, 2018: 2,99,387) Equity shares of ` 10/- each	2,993.87	2,993.87
(Issued to the shares holders of intersee companies on merger / Amalgamation of four companies as per Hon. High Court of Kolkata order)		
2,04,081 (March 31, 2019 & April 01, 2018: 2,04,081) Bonus shares of ` 10/- each	2,040.81	2,040.81
(3:1 shares issued to shareholders other than promoters)		
2,18,83,764 (March 31 2026: 2,18,83,764) Bonus shares of ` 10/- each	218,837.64	-
(23:1 shares issued to shareholders other than promoters)		
	228,352.32	**9,514.68**

20.2 **Terms/ rights attached to equity shares**

The Company has only one class of equity shares having a par value of ` 10/- per share. All these shares have the same rights and preferences with respect to the payment of dividend, repayment of capital and voting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the 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.

20.3 **Reconciliation of the number of Equity shares and of Equity share capital amount outstanding at the beginning and at the end of the year**

Particulars	In Numbers	**(Amount in '000)**
As at March 31, 2025	**951468.00**	**9,514.68**
Shares issued	21883764.00	218,837.64
As at March 31, 2026	**22835232.00**	**228,352.32**

20.4 **Details of Equity shareholders holding more than 5% shares in the company** **(Amount in '000)**

Particulars	**MARCH 31, 2026**		**As at March 31, 2025**	
	No. of shares held	% holding in the class	No. of shares held	% holding in the class
Kurjibhai Premjibhai Rupareliya	16,312,824.00	71.44%	-	0.00%
Amber Mercantiles Ltd.	-	0.00%	136,593.00	14.36%
Beopar Sahayak Pvt. Ltd.	-	0.00%	54,288.00	5.71%
Jai Narain Parasrampuria (HUF)	-	0.00%	64,275.00	6.76%
Parwati Parasrampuria	-	0.00%	88,592.00	9.31%
Pramod Kumar	-	0.00%	72,816.00	7.65%
Shashank Parasrampuria	-	0.00%	207,161.00	21.77%
S.K.P.(HUF)	-	0.00%	89,500.00	9.41%
Sudhir Kumar Parasrampuria	-	0.00%	103,226.00	10.85%

NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS FOR THE YEAR PERIOD ENDED MARCH 31, 2026

NOTE NO. "21": Other Equity **(Amount in '000)**

Particulars	**As at MARCH 31, 2026**	**As at March 31, 2025**
Capital Reserve		
(Arising on amalgamation of four companies as per Hon. High Court of Kolkata order)		
Balance at the beginning of the year	25,178.51	25,178.51
Additions during the year	-	-
Balance at the end of the year	**25,178.51**	**25,178.51**
General Reserve		
(Arising on amalgamation of four companies as per Hon. High Court of Kolkata order)		
Balance at the beginning of the year	31,659.66	31,659.66
Less: Utilised to Issue Bonus share	(31,659.66)	-
Additions during the year	2,738.00	-
Balance at the end of the year	**2,738.00**	**31,659.66**
Statutory Reserve		
Balance at the beginning of the year	53,069.18	43,692.66
Less: Utilised to Issue Bonus share	(53,364.07)	-
Add: Transfer from Retained earnings	1,611.58	9,376.52
Balance at the end of the year	**1,316.69**	**53,069.18**
Retained Earnings		
Balance at the beginning of the year	197,322.81	159,816.73
Adjustment on account of impairment of investments in associates	0	-
Adjustment on account of taxes	0	-
Add: Profit for the period	**8,057.89**	**46,882.60**
Less: Appropriation		
Utilised to Issue Bonus share	(133,813.91)	
Transfer to Statutory Reserve	(1,611.58)	(9,376.52)
Total appropriations	**(127,367.60)**	**37,506.08**
Balance at the end of the year	**69,955.21**	**197,322.81**
Other Comprehensive Income		
Balance at the beginning of the year		-
Add: Addition during the year		-
Balance at the end of the year		**-**
Total	**99,188.41**	**307,230.16**

21.1 **Nature and purpose of reserve**

General Reserve

Under the erstwhile Companies Act 1956, general reserve was created through an annual transfer of profit for the period at a specified percentage in accordance with applicable regulations. Consequent to introduction of Companies Act 2013, the requirement to mandatorily transfer a specified percentage of the net profit to general reserve has been withdrawn. However, the amount previously transferred to the general reserve can be utilised only in accordance with the specific requirements of Companies Act, 2013.

Statutory reserve

Statutory Reserve represents the Reserve Fund created under Section 45 IC of the Reserve Bank of India Act, 1934. Accordingly an amount representing 20% of Profit for the period is transferred to the fund for the year.

Retained earnings

This Reserve represents the cumulative profits of the Company. This Reserve can be utilized in accordance with the provisions of the Companies Act, 2013.

FVOCI equity investments

The company has elected to recognise changes in the fair value of certain investments in equity securities in other comprehensive income. These changes are accumulated within the FVOCI equity investments reserve within equity. The company transfers amounts from this reserve to retained earnings when the relevant equity securities are derecognised.

MAGNANIMOUS TRADE & FINANCE LTD.

NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS FOR THE YEAR PERIOD ENDED MARCH 31, 2026

NOTE NO. "22" : Revenue from Operations

(a) Interest income

(Amount in '000)

Particulars	Period ended March 31, 2026				Period ended March 31, 2025			
	On financial asset measured at fair value through OCI	On financial asset measured at amortised cost	Interest income on financial assets classified at fair value through profit or loss	Total	On financial asset measured at fair value through OCI	On financial asset measured at amortised cost	Interest income on financial assets classified at fair value through profit or loss	Total
Interest Income	-	23,725.19	-	23,725.19	-	7,198.69	-	7,198.69
Total Rupees :-	-	**23,725.19**	-	**23,725.19**	-	**7,198.69**	-	**7,198.69**

MAGNANIMOUS TRADE & FINANCE LTD.

NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS FOR THE YEAR PERIOD ENDED MARCH 31, 2026

NOTE NO. "23" : Sales (Amount in '000)

Particulars	Period ended MARCH 31, 2026	Period ended March 31, 2025
Office	-	95,578.49
Shares	-	1,438.15
Total Rupees :-	**-**	**97,016.64**

NOTE NO. "24" : Other Income (Amount in '000)

Particulars	Period ended MARCH 31, 2026	Period ended March 31, 2025
Lease & Licence Fee	-	850.96
Interest on Late sale proceed	-	-
Profit on Sale of investment Property	-	-
Interest on Fixed Deposit	774.27	2,861.71
Interest on Income Tax Refund	-	16.92
Profit on Sale of investment	1,785.87	28.64
Misc. Balance Written off	-	-
Total Rupees :-	**2,560.13**	**3,758.23**

NOTE NO. "25" : Finance costs (Amount in '000)

Particulars	Period ended MARCH 31, 2026	Period ended March 31, 2025
Interest on TDS	-	0.21
Interest Paid	99.75	-
Bank Charges	6.84	2.36
Total Rupees :-	**106.59**	**2.57**

NOTE NO. "26" : Employee benefits expenses (Amount in '000)

Particulars	Period ended MARCH 31, 2026	Period ended March 31, 2025
Salaries	1,939.00	1,631.00
Bonus	8.50	109.00
Staff Welfare Expenses	32.94	369.26
Director`s Remuneration	36.00	350.00
Gratuity	680.89	79.23
Total Rupees :-	**2,697.33**	**2,538.49**

NOTE NO. "27" : Depreciation, amortization and impairment (Amount in '000)

Particulars	Period ended MARCH 31, 2026	Period ended March 31, 2025
Depreciation of tangible assets	349.51	3,120.98
Total Rupees :-	**349.51**	**3,120.98**

NOTE NO. "28" : Other Expenses

(Amount in '000)

Particulars	Period ended MARCH 31, 2026	Period ended March 31, 2025
Payment to auditors :	-	0
(i) Statutory Audit Fee	315.94	20.00
Advertisement	16.29	105.27
Cellphone Expenses	1.41	16.72
Conveyance	0.94	19.79
Courier	6.46	35.67
Certification charges	12.49	-
Demat charges	65.75	-
Donation	-	5,000.00
BSE latefiling Charges	188.80	-
Membershipp and ROC Expense	59.03	-
Ineligible ITC	44.96	-
Insurance	99.93	172.07
Listing Fee	439.26	546.34
Office Expenses	24.53	11.36
Office Repairing	-	143.97
Printing & Stationery	55.85	18.10
Professional Charges	415.82	805.07
Rates & Taxes	1,966.57	56.63
Rent	200.00	-
RTA Charges	40.94	34.17
Softwatre & Website updation	-	37.76
Subscription	8.00	8.00
Telephone Charges	-	0.47
Travelling Expense	118.23	491.88
Vehicle Running & Maintenance	47.82	286.56
Property Maintenance	61.69	1,876.57
Amount written off	3,152.89	239.89
Loss on sale of property	311.67	284.66
Stamp Duty Paid	-	7,209.50
Registration fee	-	1,035.62
TDS Asset balance Written Off	169.09	-
Short provision for income tax	-	1,304.27
Total Rupees :-	**7,824.36**	**19,760.35**

NOTE NO. "29" : Income Tax

The components of income tax expense for the year ended March 31,2025 and March 31, 2026 are: (Amount in '000)

Particulars	Period ended MARCH 31, 2026	Period ended March 31, 2025
Current tax	3,852.30	18,693.41
Adjustment in respect of current income tax of prior years	2,921.77	-
Deferred tax relating to origination and reversal of temporary differences	475.57	(391.13)
Income tax expense reported in statement of profit and loss	**7,249.64**	**18,302.28**
Income tax recognised in other comprehensive income (OCI)		
Deferred tax related to items recognised in OCI during the period:		
~Fair value changes on equity instruments through other comprehensive income		-
Income tax charged to OCI	**-**	**-**

Reconciliation of the total tax charge:

The tax charge shown in the Statement of Profit and Loss differ from the tax charge that would apply if all the profits had been charged at India corporate tax rate. A reconciliation between the tax expense and the accounting profit multiplied by India's domestic tax rate for the year ended March 31, 2026 and March 31, 2025 are as follows:

Particulars	Period ended MARCH 31, 2026	Period ended March 31, 2025
Accounting profit before tax	23,367.62	(13,210.11)
Expenses disallowed in Income tax act		-
Income pertaining to Other head of Income taxable at different rate		-
Adjustments/Deductions in respect of current income tax of previous year		-

Taxable Profit/(Loss)	**23,367.62**	**(13,210.11)**
India's statutory income tax rate	**22.00%**	**22.00%**
Capital gain tax	**20.00%**	**20.00%**
Income tax expense reported in the Statement of Profit and Loss	**3,852.30**	**18,693.41**

Significant components of net deferred tax assets and liabilities for the year ended March 31, 2026 & March 31, 2025 are as follows:

Particulars	As at MARCH 31, 2026	As at March 31, 2025
Employee Benefit Obligations		
Opening balance	135,731.28	**119,618.00**
Recognised in Profit/Loss	-	16,113.28
Recognised in Other Comprehensive Income		-
Closing balance (A)	**135,731.28**	**135,731.28**
Property, Plant and Equipment		
Opening balance	339,841.15	**(35,176.00)**
Recognised in Profit/Loss	-	375,017.15
Recognised in Other Comprehensive Income		
Closing balance (B)	**339,841.15**	**339,841.15**
Deferred Tax Assets (Net) (A+B)	**475,572.43**	**475,572.43**

NOTE NO. "30" : Earnings per share

Particulars	As at MARCH 31, 2026	As at March 31, 2025
Net profit attributable to ordinary equity holders	6,446.31	37,506.08
Weighted average number of equity shares for basic earnings per share	**22,835.23**	**9,514.68**
Effect of dilution:		-
Weighted average number of equity shares for diluted earnings per share	**22,835.23**	**9,514.68**
Earnings per share:		
~Basic earnings per share (Rs.)	**0.28**	**3.94**
~Diluted earnings per share (Rs.)	**0.28**	**3.94**

NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS FOR THE YEAR PERIOD ENDED MARCH 31, 2026

Note 31
Related Party Transactions
A. List of Related Parties and their relationship:
Names of Related parties
(a) Associates
1 Amber Mercantiles Limted (Not KMP as on 31.03.2026)
(b) Key Management Personnel Designation
1 Sudhir Kumar Parasrampuria (Not KMP as on 31.03.2026)
2 Ankit Poddar (Not KMP as on 31.03.2026)
3 Rakesh Panwar (Not KMP as on 31.03.2026)
4 Kurjibhai Premjibhai Rupareliya
5 Dhaval Parekh
(c) Enterprises owned or significantly influenced by key management personnel or their relatives
1 Bhooramal Durgi Devi Parasrampuria Public Charitatable Trust (Not KMP as on 31.03.2026)
2 Beopar Sahayak Private Limited (Not KMP as on 31.03.2026)
(d) Relatives of Key Management Personnel
1 Ruchi Kedia D/o Sudhir Kumar Parasrampuria (Not KMP as on 31.03.2026)
2 Rohit Kedia H/o Ruchi Kedia (Not KMP as on 31.03.2026)

Related Party transactions during the year: **(Amount in '000)**

Particulars	Key Management Personnel		Relatives of Key Management Personnel		Entities over which Key Management has significant influence		Associates	
	Year Ended March 31, 2026	Year Ended March 31, 2025	Year Ended March 31, 2026	Year Ended March 31, 2025	Year Ended March 31, 2026	Year Ended March 31, 2025	Year Ended March 31, 2026	Year Ended March 31, 2025
Purchase of Travel Tickets, Travel Arrangements and Accommodation facilities for Company Executives/Clients/Customers	118.23	288.93	-	-	-	-	-	-
Directors Remuneration		600.00	-	-	-	-	-	-
Medical Expenses		89.75						
Staff welfare expenses	32.94	11.98						
Reimbursement of expenses			-	-	-	-	-	21,526.54
Interest paid on Loan	99.75	-	-	-	-	-	-	-
Loans given	-	-	-	32,688.33	-	95,416.25	-	-
Loans Received	4,579.80	-	-	-	-	29,366.80	-	-
Excess payment received-refundable	-	-	-	-	-	-	-	-
Excess payment paid back	-	61.67	-	-	-	5.67	-	-
Loan Recovered	-	-	32,688.33	-	-	-	-	-
Electricity charges received	-	-	-	-	-	-	-	-
Purchase of Assets	-	1,075.00	-	-	-	-	-	-
Rent received	-	-	-	-	-	-	-	-
Purchase	-	-	-	-	-	5,945.94	-	-
Sale of Asset	-	68,372.10	-	-	2,189.75	25,003.66	1,771.26	-
Sale of shares	-	1,438.15	-	-	-	-	-	-

Note
a) Related parties have been identified on the basis of the declaration received by the management and other records available.

Balance outstanding as at the year-end: Asset/ (Liability) **(Amount in '000)**

Particulars	Key Management Personnel		Relatives of Key Management Personnel		Entities over which Key Management Personnel and their relatives are able to exercise significant influence		Associates	
	As at March 31, 2026	As at March 31, 2025	As at March 31, 2026	As at March 31, 2025	As at March 31, 2026	As at March 31, 2025	As at March 31, 2026	As at March 31, 2025
Investments in Equity Shares	-	-	-	-	-	-	-	-
Investments by associate in equity shares of the company	-	-	-	-	-	-	-	(136.59)
Long term loan given	-	-	-	-	-	47,654.87	-	-
Long term loan accepted	(4,579.80)	-	-	-	-	-	-	-
Amounts payable (net) to related parties	**(4,579.80)**	-	-	-	-	**47,654.87**	-	**(136.59)**

Note
a) Related parties have been identified on the basis of the declaration received by the management and other records available.

MAGNANIMOUS TRADE & FINANCE LTD.

QUANTITATIVE STOCK STATEMENT OF SHARES

As on 31.03.2026

	OPENING STOCK		Valued at	PURCHASE		SALE		Profit/Loss	CLOSING STOCK as at 31.03.2026		
SCRIPT	NO. OF		Cost	NO OF	AMOUNT	NO OF	AMOUNT		NO. OF	MARKET	AMOUNT
	SHARES			SHARES		SHARES			SHARES	VALUE	AT COST
Amber Mercantiles Ltd.	-	-	-			-	-		-	-	-
Anco Communication Ltd.	100	-	215.00			100.00	215.00	-	-	-	-
Jai Prakash Power Ventures Ltd.	650	9,765.00	20,800.00			650	10,218.00	(10,582.00)	-	-	-
Aastha Broadcasting Network Ltd.	20,000	19,996.55	139,680.00			20,000	20,000.00	(119,680.00)	-	-	-
Reliance Power Ltd.	2,000	46,600.00	306,111.00			2,000	124,700.00	(181,411.00)	-	-	-
Total	**22,750**	**76,361.55**	**466,806.00**			**22,750**	**155,133.00**	**(311,673.00)**	-	-	-

Magnanimous Trade & Finance Limited

CIN No. L65923RJ1991PLC059251

Regd. Office: 21C- Barwara House Colony, Civil Line Ajmer Puliya, Ajmer Road, Jaipur, Jaipur-302006, Rajasthan, India

Contact No.: +91 9819685747 Email: magnanimoustrade@gmail.com

Website: www.mtfl.in

FORM MGT-11

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014)]

Name of Member(s)	
Registered Address	
E-mail id	
Folio No.	
DP Id	
Client Id	

I / We, being the Member(s) holding shares of Magnanimous Trade & Finance Limited, hereby appoint:

1. Name ____
Address ____
____

Email Id ____

Signature ___________________________________ or failing him / her,

2. Name ____
Address ____
____

Email Id ____
Signature ___________________________________ or failing him / her,

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on Wednesday, 30th September 2026 at 11:00 AM at the registered office of the Company 21C-Barwara House Colony, Civil Line Ajmer Puliya, Ajmer Road, Jaipur, Rajasthan-302006, India and at any adjournment thereof in respect of such resolutions and in such manner as are indicated below:

Ordinary Business	
1.	To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2026, and Reports of the Board of Directors and Auditors thereon (Ordinary Resolution)
2.	To appoint a director in place of Mr. Kurjibhai Premjibhai Rupareliya [DIN 05109049], who retires by rotation, and being eligible, offers himself for re-appointment (Ordinary Resolution)
Special Business	
3.	Appointment of M/s. Pooja M Patel & Associates, Practicing Company Secretary as Secretarial Auditor of the Company for a first term of five years. (Ordinary Resolution)
4.	Regularization of Mr. Darvin Maheshbhai Kiyada [DIN: 11849750] as an Independent Director of the Company (Special Resolution)

5.	Regularization of Mr. Rushi Arvindbhai Savliya [DIN: 11847074] as an Independent Director of the Company (Special Resolution)

Affix Re. 1
Revenue
Stamp

Signed this_______________________________day of_________________________2026 Signature of Shareholder: ____
Signature of Proxy holder(s): ____

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

Magnanimous Trade & Finance Limited

CIN No. L65923RJ1991PLC059251

Regd. Office: 21C- Barwara House Colony, Civil Line Ajmer Puliya, Ajmer Road, Jaipur, Jaipur-302006, Rajasthan, India

Contact No.: +91 9819685747 Email: magnanimoustrade@gmail.com

Website: www.mtfl.in

MGT-12

ATTENDANCE FORM/ BALLOT FORM

(TO BE USED BY SHAREHOLDERS PERSONALLY PRESENT/THROUGH PROXY AT THE MEETING AND HAVE NOT OPTED FOR E-VOTING)

Name & Registered Address :
of the Sole / First Named :
Member :
Name of the joint holders :
Registered Folio No / :
DP ID No. / Client ID No :
Number of Shares held :

I / We hereby exercise my / our vote in respect of the following resolutions to be passed for the business stated in the Notice of the 41st Annual General Meeting on Wednesday, 30th September 2026 at 11:00 A.M (IST), by conveying my / our assent or dissent to the resolutions by placing tick (√) mark in the appropriate box below:

Sr. No.	Resolutions	No. of Shares	I / We assent to the Resolution (FOR)	I / We dissent to the Resolution (AGAINST)
	Ordinary Business			
1.	To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2026, and Reports of the Board of Directors and Auditors thereon (Ordinary Resolution)			
2.	To appoint a director in place of Mr. Kurjibhai Premjibhai Rupareliya [DIN 05109049], who retires by rotation, and being eligible, offers himself for re-appointment (Ordinary Resolution)			
	Special Business			
3.	Appointment of M/s. Pooja M Patel & Associates, Practicing Company Secretary as Secretarial Auditor of the Company for a first term of five years. (Ordinary Resolution)			
4.	Regularization of Mr. Darvin Maheshbhai Kiyada [DIN: 11849750] as an Independent Director of the Company (Special Resolution)			
5.	Regularization of Mr. Rushi Arvindbhai Savliya [DIN: 11847074] as an Independent Director of the Company (Special Resolution)			

Place:

Date:

.... (Signature of the Shareholder/Proxy)

Note:

This Form is to be used for exercising attendance/ voting at the time of 41st Annual General Meeting to be held on Wednesday, 30th September 2026 by shareholders/proxy. Duly filled in and signed ballot form should be dropped in the Ballot box kept at the venue of AGM.