GRANDMA TRADING AND AGENCIES LIMITED

45TH ANNUAL REPORT 2025-26

COMPANY INFORMATION

Board of Directors	Mr. Abhishek Ashar - Whole Time Director & CFO (Resigned w.e.f. 31.07.2026.)
	Mr. Avdhesh Chaurasiya – Non-Executive Director (Designated as Whole Time Director & CFO w.e.f. 13.08.2026.)
	Mr. Vivek Pandya – Independent Director
	Ms. Sadhana Jain – Independent Director
	Mr. Manoj Kumar Mishra – Independent Director
Registered Office	Office no. 117, First Floor, Hubtown Solaris, NS Phadke Marg, Andheri (E) Mumbai-400069, Maharashtra, India
Statutory Auditor	Singhvi and Sancheti (Chartered Accountant)
Secretarial Auditor	Jain Rahul & Associates (Practicing Company Secretaries)
Bankers	Kotak Bank Limited
Registrar & Share Transfer Agent	Purva Sharegistry (India) Pvt. Limited Unit no. 9, Shiv Shakti Ind. Estate, J.R. Boricha Marg, Opp. Kasturba Hospital Lane, Lower Parel (E), Mumbai - 400 011, Maharashtra

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NOTICE

NOTICE IS HEREBY GIVEN THAT THE 45TH ANNUAL GENERAL MEETING OF THE MEMBERS OF GRANDMA TRADING AND AGENCIES LIMITED ('THE COMPANY') WILL BE HELD ON WEDNESDAY, 30TH SEPTEMBER, 2026 AT 12.30 P.M. IST THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO VISUAL MEANS ("OAVM"), TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. **TO RECEIVE, CONSIDER AND ADOPT AUDITED STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026:**

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

   "RESOLVED THAT the audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026 together with the Boards' Report and Auditors' Report as circulated to the members and laid before the meeting, be and are hereby received, considered and adopted."

2. **RE-APPOINTMENT OF MR. AVDHESH CHAURASIYA (DIN: 10277816) AS A DIRECTOR, LIABLE TO RETIRE BY ROTATION:**

   To re-appoint Mr. Avdhesh Chaurasiya (DIN: 10277816) who retires by rotation and being eligible offers himself for re-appointment as Director and, in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

   "RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Avdhesh Chaurasiya (DIN:10277816), who retires by rotation at this meeting and being eligible offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

3. **APPOINTMENT OF MR. AVDHESH CHAURASIYA (DIN: 10277816), NON-EXECUTIVE DIRECTOR AS WHOLE-TIME DIRECTOR (WTD) & DESIGNATED AS WTD & CFO:**

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

   "**RESOLVED THAT** pursuant to Sections 196, 197, 203 read with Schedule V and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and on recommendation of Nomination and Remuneration Committee and the approval of the Board of Directors, consent of the members of the Company be and is hereby accorded for appointment of Mr. Avdhesh Chaurasiya (DIN: 10277816), Non-Executive Director, as Whole Time Director (WTD) of the Company for a period of 5 consecutive years w.e.f 13th August, 2026 to 12th August, 2031 & Designate him as WTD & CFO, on maximum remuneration of Rs.6,00,000/- (Rupees Six Lakhs only) per annum and on such terms and conditions as set out below with liberty and authority to the Board of Directors to alter and vary the terms and conditions from time to time within the scope of Schedule V of the Companies Act, 2013, or any amendments thereto or any re-enactment thereof as may be agreed between the Board of Directors.

RESOLVED FURTHER THAT Mr. Avdhesh Chaurasiya (DIN: 10277816), Whole Time Director (WTD) and Chief Financial Officer (CFO) shall be considered as a Key Managerial Personnel of the Company for the purpose of compliance with provisions of Section 203 of the Companies Act, 2013.

RESOLVED FURTHER THAT the remuneration payable to Mr. Avdhesh Chaurasiya, shall not exceed the overall ceiling of the total managerial remuneration as provided under Section 197 of the Companies Act, 2013 or such other limits as may be prescribed from time to time.

RESOLVED FURTHER THAT Directors and Company Secretary of the Company be and is hereby severally authorised to do all the act, deeds and things which are necessary for the aforesaid appointment and to send the necessary intimation in prescribed form to Registrar of Companies (ROC) and other concerned authorities."

By order of the Board of Directors
For Grandma Trading and Agencies Limited

Sd/-
Sonal Nakum
Company Secretary and Compliance Officer
M. No. A66793

Place: Mumbai
Date: 13-08-2026

NOTES:

1. The Ministry of Corporate Affairs ('**MCA**') has vide its General Circulars Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 02/2021 dated January 13, 2021, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023, 09/2024 dated 19th September, 2024 and 03/2025 dated 22nd September, 2025 (collectively hereinafter referred to as '**MCA Circulars**') and Master Circular No. SEBI /HO /CFD /PoD2 /CIR /P/ 2023/120 dated July 11, 2023, Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023, SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/P/ CIR/ 2024/ 133 dated 3 October 2024, and SEBI vide circular No. SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2025/83 dated June 06, 2025 issued by Securities Exchange Board of India, in relation to 'Relaxation from compliance with certain provisions of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('**SEBI LODR Regulations**')' (collectively hereinafter referred to as '**SEBI Circulars**') has permitted the convening of Annual General Meeting ('**AGM**') to be held on or before September 30, 2026, through Video Conferencing ('**VC**') / Other Audio Visual Means ('**OAVM**') without the physical presence of the Shareholders at a common venue. In Compliance with the MCA Circulars and SEBI Circulars, the AGM of the Company is being held through VC/OAVM. The deemed venue for AGM will be registered office of the Company.

2. The relevant details of Directors as mentioned under item nos. 2 and 3 of above as required by Regulation 36(3) of the SEBI LODR Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ('ICSI') is annexed to this Notice

3. The Explanatory Statement pursuant to the provisions of Section 102 of The Companies Act, 2013 (**'the Act'**) read with The Companies (Management and Administration) Rules, 2014 and additional information as required under SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, stating all material facts and the reason / rationale under item no. 3 of above, is annexed to this Notice.

4. Pursuant to the provisions of the act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a member of the company. Since this AGM is being held pursuant to the MCA circulars through VC/OAVM, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for this AGM and hence the proxy form, attendance slip and route map of AGM are not annexed to this notice.

5. The members attending the AGM through VC / OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC / OAVM and cast their votes through e-voting. Institutional / Corporate Shareholders (i.e. other than HUF, NRI etc.) intending to attend the meetings through their authorized representatives are requested to send a scanned copy (PDF / JPG Format) of certified true copy of the Board Resolution to the Company authorizing their representative to attend the AGM through VC / OAVM on their behalf and to vote through e-voting, to the Scrutinizer through e-mail at shreyanscs@gmail.com with a copy marked to evoting@purvashare.com and to the Company at grandmatrading@gmail.com.

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

7. In terms of the said MCA and the SEBI Circulars the Notice of AGM along with Annual Report for the Financial Year 2025-26 is being sent only through electronic mode to those Members whose email addresses are registered with the Company / Depositories. Members may note that the Notice along with the Annual Report for the Financial Year 2025-26 has been uploaded on the website of the Company www.grandmatrading.co.in . The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of Purva Sharegistry (India) Private Limited, Registrar and Share Transfer Agent (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. https://evoting.purvashare.com/.

8. Shareholders who have not registered their e-mail address and in consequence the Annual Report, Notice of AGM and e-voting notice could not be serviced, may also provide their email address and mobile number to the Company's Registrar and Share Transfer Agent, Purva Sharegistry (India) Private Limited on support@purvashare.com.

9. Alternatively, member may send an e-mail request at the email id support@purvashare.com along with scanned copy of the signed copy of the request letter providing the email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio for sending the Annual report, Notice of AGM and the e-voting instructions.

10. Since the AGM will be held through VC / OAVM, route map is not annexed to the Notice.

11. Members can join the AGM through VC / OAVM 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned herein. The facility for participation at the AGM through VC / OAVM will be made available for 1,000 members on first come, first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Compensation & Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

12. The business set out in the Notice will be transacted *inter-alia* through remote e-voting facility being provided by the Company through the e-voting platform of https://evoting.purvashare.com/ in accordance with the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The communication relating to remote e-voting containing details about User ID and password, instructions and other information relating to e-voting are given in this Notice. The Cut-off Date for Members to exercise their right to vote on Resolutions proposed to be passed in the meeting by electronic means is Wednesday, September 23, 2026.

13. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names as per Register of Members of the Company will be entitled to vote.

14. The Securities and Exchange Board of India (SEBI) has mandated the submission of PAN by every participant in securities market. Members holding shares in dematerialised form are, therefore, requested to submit their PAN details to their DPs. Members holding shares in physical form are requested to submit their PAN details to the Company / Purva.

15. Members are requested to promptly intimate any change in their name, postal address, email address, contact numbers, PAN, nominations, mandates, bank details, etc. to their DPs for equity shares held in dematerialized form and to Purva Sharegistry (India) Private Limited , the Registrar and Share Transfer Agent.

16. In terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, securities of listed companies can only be transferred in dematerialized form with effect from 1st April, 2019. In view of the

above and to eliminate the risks associated with physical shares, Members are advised to dematerialise shares held by them in physical form.

17. Members desirous of having any information regarding Accounts of the Company are requested to e-mail their queries to grandmatrading@gmail.com with 'Query on Accounts' in the subject line, at least 7 days before the date of the meeting, so that requisite information is made available at the meeting.

18. THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM / EGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:

(i) The voting period begins on **Sunday, 27th September, 2026 at 9.00 a.m. IST and ends on Tuesday, 29th September, 2026 at 5.00 p.m. IST** during this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **Wednesday, 23rd September, 2026**, may cast their vote electronically. The e-voting module shall be disabled by Purva for voting thereafter.

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

(iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020,** under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL / NSDL / KARVY / LINKINTIME / PURVA, 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 https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the 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**	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 redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 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 held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting 4) Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on App Store Google Play 5) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on **company name or e-Voting service provider name** and you will be re-directed to **e-Voting service provider website** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

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

1) The shareholders should log on to the e-voting website https://evoting.purvashare.com.

2) Click on "Shareholder/Member" 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) If you are holding shares in demat form and had logged on to www.evotingindia.com or www.evoting.nsdl.com and voted on an earlier e-voting of any company, then your existing password is to be used.

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

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

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

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen.

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

(ix) Click on the EVENT NO. for the relevant <Company Name> on which you choose to vote.

(x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO/ABSTAIN" for voting. Select the option YES or NO or ABSTAIN as desired. The option YES implies that you assent to the Resolution, option NO implies that you dissent to the Resolution and option ABSTAIN implies that you are not voting either for or against the Resolution.

(xi) Click on the "NOTICE FILE LINK" if you wish to view the Notice.

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

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

(xiv) Facility for Non – Individual Shareholders and Custodians – Remote Voting

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to https://evoting.purvashare.com and register themselves in the "Custodians / Mutual Fund" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to evoting@purvashare.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.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required 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; grandmatrading@gmail.com if they have voted from individual tab & not uploaded same in the Purva e-voting system for the scrutinizer to verify the same.

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

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

2. The link for VC/OAVM to attend the meeting will be available where the EVENT NO. of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.

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

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

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

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

7. Shareholders who would like to express their views / ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **1 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at grandmatrading@gmail.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **1 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at grandmatrading@gmail.com . These queries will be replied to by the company suitably by email.

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

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

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

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 grandmatrading@gmail.com / evoting@purvashare.com.

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

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

If you have any queries or issues regarding attending AGM & e-Voting from the Purva e-Voting System, you can write an email to evoting@purvashare.com or contact at 022-49614132 and 022-49700138.

All grievances connected with the facility for voting by electronic means may be addressed to Ms. Deepali Dhuri, Compliance Officer, Purva Sharegistry (India) Private Limited, Unit No. 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel (East), Mumbai - 400011 or send an email to evoting@purvashare.com or contact at 022- 022-49614132 and 022-35220056.

19. The relevant documents referred to in the Notice and Explanatory Statement will be available for inspection electronically without any fees by the Members from the date of circulation of this Notice up to the dame of the AGM i.e. upto Wednesday 30th September, 2026. Members seeking inspection of such documents can send a request to the Company at www.grandmatrading.co.in.

20. **The Scrutinizer shall immediately after the conclusion of AGM verify and count the votes casted at** AGM and unblock the votes of e-voting in the presence of at least two (2) witnesses who are not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the chairman of the Company.

The Results shall be declared on or after the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be available for inspection and also placed on the website of the Company www.grandmatrading.co.in; evoting@purvashare.com i.e. service provider within prescribed period and submitted to the Stock Exchange.

ANNEXURE FORMING PART OF THE NOTICE

(Explanatory Statement Pursuant to Section 102 of the Companies Act, 2013)

This Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice.

ITEM NO. 3:

In view of requirements of provisions of Section 203 of the Companies Act, 2013; the Board of Directors on the recommendation of the Nomination & Remuneration Committee, at its meeting held on 13th August, 2026, approved the appointment of Mr. Avdhesh Chaurasiya as a Whole-time Director for a period of 5 years with effect from 13th August,2026 to 12th August,2031, subject to the approval of the Members. Mr. Avdhesh Chaurasiya also appointed as Chief Financial Officer of the Company.

Mr. Avdhesh Chaurasiya possesses requisite knowledge, experience and skill for the position of director. As required under Regulation 36 of the SEBI Listing Regulations, his brief resume is furnished and forms part of this Notice.

Mr. Avdhesh Chaurasiya has conveyed his consent to act as a Managing Director of the Company and has made the necessary disclosures and declarations. Mr. Avdhesh Chaurasiya is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and is not debarred from holding the office of Director pursuant to any order issued by the Securities and Exchange Board of India (SEBI).

The present terms and conditions of appointment of Mr. Avdhesh Chaurasiya, as approved by the Board of Directors upon recommendation of the Nomination & Remuneration Committee, are as under:

Remuneration of Mr. Avdhesh Chaurasiya will be so fixed by the Board of Directors from time to time after taking into account the recommendations of the Nomination & Remuneration Committee, such that the salary and the aggregate value of all perquisites and allowances shall not exceed the overall ceiling on remuneration approved by the Members in General Meeting. Your Directors have recommended a ceiling on remuneration of ₹ 6,00,000/- (Rupees Six Lakh only) per annum.

Your Directors recommend the Resolution at Item No. 3 for approval by the Members by way of Ordinary Resolution.

Except Mr. Avdhesh Chaurasiya and his relatives to the extent of their shareholding interest, if any, in the Company, none of the other Directors, Key Managerial Personnel of the Company and their relatives are in anyway concerned or interested financially or otherwise in the Resolution set out at Item No. 3 of the Notice.

By order of the Board of Directors
For Grandma Trading and Agencies Limited

Sd/-

Sonal Nakum
Company Secretary and Compliance Officer
M. No. A66793

Place: Mumbai
Date: 13/ 08 /2026

Details of Director seeking appointment ~~/ re-appointment~~ at the 45th Annual General Meeting (Pursuant to Regulation 36(3) (Listing Obligation and Disclosure Requirements) Regulations, 2015 entered into with the Stock Exchanges) and Secretarial Standard on General Meeting (SS-2) issued by the Institute of Company Secretaries of India.

Particulars Required	Details
Name of the Director	Mr. Avdhesh Chaurasiya
Category / Designation	Whole Time Director and Chief Financial Officer
Director Identification Number (DIN)	10277816
Date of First Appointment	14/08/2023
Date of Birth and Nationality	22/01/1977 and Indian
Shareholding in the Company including shareholding as a beneficial owner as on date of this Notice	Nil
Terms and Condition of Appointment and ~~Re-appointment~~	as per the Resolution
Details of Remuneration sought to be paid ~~and remuneration last drawn~~	6,00,000/-p.a.
Relationship with other Directors, Manager and other key Managerial Personnel *Interse*	NIL
Number of Meeting of the Board attended during the year 2025-26	6
Brief Profile, Experience, and Expertise in specific functional areas	He is a Graduate from Mumbai University, and has more than 8 years' experience and expertise in the field of Indirect Taxes and Accounting.
Qualification	Graduate from Mumbai University
Directorships held in other companies including listed companies (^) and excluding foreign companies as of the date of this Notice.	Nil
Name of listed entities from which the person has resigned in the past three years	Nil
Memberships / Chairmanships of committees of other companies including listed companies (^) and excluding foreign companies as of the date of this Notice	Nil
In the case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Not Applicable

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DIRECTORS' REPORT

To the Members,
Grandma Trading & Agencies Limited

Your Directors have pleasure in presenting the 45th Annual Report and the Audited Financial Statements of the Company for the year ended 31st March 2026.

1. FINANCIAL HIGHLIGHTS:

The financial performance of the Company for the financial year ended 31st March, 2026 is summarized below:

(Rs. in Lakhs)

Particulars	For the financial year ended	
	March 31, 2026	**March 31, 2025**
Revenue from Operations	53.32	22.31
Other income	0.11	4.91
Total Expense	53.43	57.11
Profit / Loss before exceptional item and tax	**(7.03)**	**(29.89)**
Exceptional Items	**(7.03)**	**(115.49)**
Provision for Income Tax	-	-
Net Profit / Loss After Tax	**(7.03)**	**(145.38)**

2. STATUS OF COMPANY'S AFFAIRS:

- During the financial year ended 31st March, 2026 the total revenue from operations of the Company is Rs.53.32 Lakhs as compared to Rs. 22.31 Lakhs for year ended 31st March, 2025.

- The Loss after tax for the financial year 2025-26 is Rs.7.03 Lakhs as compared to loss of Rs. Rs. 145.38 Lakhs in the previous financial year. There is no provision for income tax in the year.

- Your Board is taking effective steps and exploring new business opportunities in real estate redevelopment and facing difficulties in raising funds due to poor financial position.

3. DIVIDEND:

The Board of Directors of your Company, after considering holistically the relevant circumstances, has decided that it would be prudent not to recommend any Dividend for the year 31st March, 2026 under review.

4. AMOUNT TRANSFERRED TO RESERVES:

The Board of Directors of your Company has decided not to transfer any amount to the reserves for the year 31st March, 2026 under review.

5. SHARE CAPITAL AND CHANGES THEREIN:

The Paid-up Equity Share Capital of the Company as on 31st March, 2026 is Rs.13,06,00,000 divided into 13,06,00,000 of Rs. 1/- per Equity shares and there are no changes in the Capital Structure of the Company.

During the year under review the trading in the equity shares of the Company resumed at the BSE Limited w.e.f. 11th June, 2024.

6. MATERIAL CHANGES AND COMMITMENTS OCCURRED AFTER THE CLOSE OF THE FINANCIAL YEAR TILL THE DATE OF THIS REPORT AFFECTING FINANCIAL POSITION OF THE COMPANY:

In terms of Section 134(3) (i) of the Companies Act, 2013, there have been no material changes and commitment affecting the financial position of the Company which have occurred between the end of the financial year of the company to which the financial statements relates and the date of the report.

7. NUMBER OF MEETINGS OF THE BOARD:

The Board of Directors of your Company meets at regular intervals during the year to discuss on the business and other matters of the Company. The Board met 6 (Six) times during the financial year 2025–2026 and the details about the same are as follows;

Sr. No.	Date of Meeting
1.	29th May, 2025
2.	01st July,2025
3.	14th August,2025
4.	13th November,2025
5.	15th December,2025
6.	09th February, 2026

8. COMMITTEES OF THE BOARD

As on March 31, 2026, the Board has 03 (Three) Committees as stated follows:

1. Audit Committee
2. Nomination and Remuneration Committee
3. Stakeholders Relationship Committee

During the financial year 2025-26, all recommendations made by the committees were approved by the Board. The composition of the Committees of the Board and the details regarding meetings of the Committees constituted by the Board are set out in the Corporate Governance Report, which forms part of this Annual Report.

9. MATERIAL CHANGES AFFECTING THE FINANCIAL POSITION:

In terms of Section 134(3) (i) of the Companies Act, 2013, there have been no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year of the company to which the financial statements relates and the date of the report except as disclosed.

10. DISCLOSURES RELATING TO SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES:

As on 31st March, 2026, the Company does not have any Subsidiaries, Associate Company and Joint Ventures.

11. DETAILS OF DEPOSITS COVERED UNDER CHAPTER V OF COMPANIES ACT, 2013:

The Company has not accepted or renewed any amount falling within the purview of provisions of Section 73 to 76 of the Companies Act, 2013 ("the Act") read with the Companies (Acceptance of Deposit) Rules, 2014 during the year under review. Hence, the details relating to deposits as also requirement for furnishing of details of deposits which are not in compliance with Chapter V of the Act is not applicable.

12. PARTICULARS OF LOANS AND INVESTMENTS BY THE COMPANY:

The details regarding Loans, Guarantees or Investments made under Section 186 of the Companies Act, 2013 during the year under review are disclosed in the notes accompanying financial statements.

13. ANNUAL RETURN:

Pursuant to Section 92(3) of the Companies Act, 2013 read with Rule 12(1) of the Companies (Management and Administration) Rules, 2014 the Annual Return as on 31st March, 2026 is available on Company's www.grandmatrading.co.in

14. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The detailed operational performance of your Company has been comprehensively disclosed in the Management Discussion and Analysis Report which forms an integral part of this Annual Report.

15. REPORTING OF FRAUDS:

There was no instance of fraud during the year under review, which required the Statutory Auditors to report to the Audit Committee and/or Board under Section 143(12) of Act and Rules framed thereunder.

16. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

a) Composition:

The constitution of Board of Directors of the company is in compliance with the corporate governance requirement provided under SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015 having an optimum combination of executive and non-executive directors. At the end of the financial year, the Company's board comprises of 5 (Five) Directors consisting of 3 (Three) Non – Executive Independent Directors, 1 (One) Executive Non-Independent Director and 1 (One) Non-Executive Non-Independent Director.

b) Re-Appointment / Appointment:

In accordance with the provisions of Section 152 of the Companies Act, 2013 and the Company's Articles of Association, Mr. Avdhesh Chourasiya, Director is liable to retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment.

Pursuant to the recommendation of Nomination and Remuneration Committee, the Board of Directors at its meeting held on 13th August, 2026 approved the appointment of Mr. Avdhesh Chourasiya (DIN: 10277816) as a Whole-time Director of the Company, for a period of 5 years with effect from 13th August, 2026 to 12th August, 2031 and recommended his appointment to the members in the 45th Annual General Meeting. The Board has also appointed him as Chief Financial Officer and re-designated him as Whole Time Director & CFO.

As required under the SEBI Listing Regulations, particulars of Director seeking appointment / re-appointment at the ensuing General Meeting has been given under Corporate Governance Report and in the Notice of the 45th Annual General Meeting. The aforesaid Director is not disqualified from being appointed as Director, as specified in Section 164 of the Companies Act, 2013.

The proposal regarding the appointment of the aforesaid Director is placed for your approval. The Board of Directors recommends their appointment.

Mr. Abhishek Ashar (DIN: 10277816), Whole Time Director (WTD) and Chief Financial Officer (CFO) has resigned w.e.f. 31st July,2026.

c) Declaration by Independent Directors:

The Company has received the declaration of Independence as provided under section 149(6) of the Act from all the Independent Directors. Further, the familiarization programme for Independent Directors is also made available on the website of the Company.

d) Number of Meetings of the Board and Committees of the Board:

During the year Six (6) Board Meetings were convened and held. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013 and SEBI Listing Regulations. Detailed information on the meetings of the Board and Committees are included in the Corporate Governance Report, which forms part of this Annual Report.

17. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the provision of Section 134(5) of the Company's Act, 2013 confirm that:

a) in the preparation of the annual accounts, for the financial year 31st March, 2026 All applicable accounting standards had been followed alongwith proper explanation relating to material departures;

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

c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) the directors had prepared annual accounts for the financial year ended 31st March, 2026 on a going concern basis;

e) the directors had laid down internal financial controls to be followed by the Company and that such internal controls are adequate and were operating effectively; and

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

18. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS:

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

19. MEETING OF INDEPENDENT DIRECTORS:

Independent Directors duly met during the year under review.

20. COMPLIANCE WITH SECRETARIAL STANDARDS:

During the year under review, Company has generally complied with all applicable Secretarial Standards.

21. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

As per the provisions of Section 177 of the Act and the Rules made thereunder read with Regulation 23 of SEBI LODR Regulations, the Company has obtained the necessary prior approval of the Audit Committee for all the related party transactions. Further, there were no material related party transactions entered by the Company during the financial year 2025-26. Accordingly, the disclosure of Related Party Transactions as required under Section 134(3)(h) of the Act, in Form AOC-2 is not applicable.

All the transactions entered into with related parties as defined under the Act and SEBI LODR Regulations during the financial year ended March 31, 2026, were in the ordinary course of business and on arm's length basis.

22. ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS:

The Company has implemented such internal financial controls commensurate with the size of Company to provide a true and fair view of the financial statements and has laid down such standards and processes which ensures that the same are adequate and operating efficiently.

23. PARTICULARS OF EMPLOYEES:

There are no such reportable details as required to be disclosed in terms of the provisions of Section 197 (12) of the Companies Act, 2013 read with the Rule 5(2) of the Companies (Appointment and Remuneration) Rules, 2014, regarding the remuneration etc.

24. DISCLOSURES FOR CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO IN TERMS OF PROVISIONS OF SECTION 134 (3) (m) OF THE COMPANIES ACT, 2013 READ WITH RULE, 8 OF THE COMPANIES (ACCOUNTS) RULES, 2014:

During the financial year considering the nature of activities being carried out by your Company there were no such particulars which are required to be furnished in this report pertaining to conservation of energy and technology absorption and no Foreign Exchange earnings and outgo of the Company were reported during the year.

25. POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION:

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 determining qualifications, positive attributes, independence of a Director and other matters specified under sub - section (3) of Section 178 of the Act, the said policy is attached as **Annexure A**.

26. STATUTORY AUDITOR AND THEIR REPORT:

There is no audit qualification or observation on the financial statements of Company, by the statutory auditors for the year under review.

Pursuant to the provisions of Section 139 of the Companies Act, 2013, members of the Company at the 43rd Annual General Meeting held on 30th September, 2024 the Members had Appointment M/s. Singhvi & Sancheti, Chartered Accountants (Firm Registration No. 103446W) as Statutory Auditors of the Company to hold office for a period of 5 years from the conclusion of 43rd Annual General Meeting till the conclusion of 48th Annual General Meeting.

As per Section 139(2) of the Act, no listed company can appoint or re-appoint an audit firm as auditor for more than two terms of five consecutive years. In view of the same, M/s Singhvi & Sancheti, Chartered Accountants are eligible to be reappointed as statutory auditors of the Company for another term of five years. Accordingly, on the recommendation of the Audit Committee it is proposed to re-appoint M/s. Singhvi & Sancheti, Chartered Accountants, as the Statutory Auditors of the Company for the second term of five consecutive years to hold the office from the conclusion of the Forty-Third (43rd) AGM of the Company till the conclusion of Forty-Eight (48th) AGM to be held in the year 2029.

The Statutory Auditors have confirmed that they are not disqualified to continue as Statutory Auditors and are eligible to hold office as Statutory Auditors of your Company.

27. SECRETARIAL AUDITOR AND SECRETARIAL AUDIT REPORT:

Pursuant to the provisions of Regulation 24A and other applicable provisions of the SEBI Listing Regulations, read with Section 204 of the Act and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the members of the Company at the 44th Annual General Meeting held on 18th September, 2025 had appointed M/s. Jain Rahul & Associates, Practicing Company Secretaries (COP No. 15504) as the Secretarial Auditor of the Company for a term of up to five (5) years, i.e., from April 1, 2025 to March 31, 2030.

The Secretarial Audit Report issued by M/s. Jain Rahul & Associates, Practicing Company Secretaries, for the financial year ended March 31, 2026, is annexed as **Annexure B** to this Report. The Secretarial Auditor's Report to the Members does not contain any qualification or observation that has any material adverse effect on the functioning of the Company. It contains certain observations which are self-explanatory.

The management explanation to the observation of the Secretarial Auditor: The observations of the secretarial auditor are self-explanatory.

28. COST AUDITORS:

Your Company is not required to maintain cost records and to appoint cost auditor accordingly there are no reportable details.

29. RISK MANAGEMENT:

The Board of Director are overall responsible for identifying, evaluating, mitigating and managing significant risks being faced by the Company. The Board had adopted Risk Management policy, which acts as an overarching statement of intent and establishes the guiding principles by which key risks are managed in the Company. Further in the opinion of the Board there is no risk exist which threatens the existence of the Company.

30. CORPORATE SOCIAL RESONSIBILITY:

The Company is not required to form committee and spend the amount as required under Section 135 of the Companies Act, 2013 and the relevant rules, therefore there are no such details which are required to be disclosed.

31. ANNUAL EVALUATION OF PERFORMANCE OF THE BOARD:

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 ('Listing Regulations') criteria for performance evaluation of Directors was prepared after taking into consideration various aspects of the Board's functioning, composition of the Board and its committees, culture, execution and performance of specific duties, obligations and governance.

The performance evaluation of the Independent Directors was completed. The performance evaluation of the Chairman and Non – Independent Director was also carried out by the Independent Directors. The Board of Directors expressed their satisfaction with the evaluation process.

32. REPORT ON CORPORATE GOVERNANCE AND MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT:

In terms of Regulation 34 read with Para C of Schedule V of the Listing Regulation, a separate section on corporate governance practices followed by the Company and marked as **Annexure - C**, together with a certificate from the Company's Secretarial Auditor Jain Rahul & Associates confirming compliance with the requirements of Corporate Governance by the Company during the financial year 2025-26 which forms an integral part of this report as **Annexure – D**.

Further the Management's Discussion and Analysis Report for the year under review, as stipulated under Schedule V Para B of the Listing Regulation with the Stock Exchanges is given in **Annexure – E** to this report.

33. VIGIL MECHANISM:

The Company has implemented a Whistle Blower Policy pursuant to which Whistle Blowers can raise and report genuine concerns relating to reportable matters such as breach of code of conduct, fraud, employee misconduct, misappropriation of funds, health and safety matters etc. the mechanism provides for adequate safeguards against victimization of Whistle Blower who avail of such mechanism and provides for direct access to the chairman of the Audit Committee.

The functioning of the Whistle Blower policy is being reviewed by the Audit Committee from time to time. None of the Whistle Blower has been denied access to the Audit Committee of the Board.

34. INFORMATION REQUIRED UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013:

The management has believed in providing a safe and harassment free workplace for every individual working in the Company through various interventions and practices. The Company always endeavors to create and provide an environment that is free from discrimination and harassment including sexual harassment. During the year no such incidents were reported.

The details relating to number of complaints received and disposed off during the financial year 2025-26 are as under:

Number of complaints received during the financial year	Nil
Number of complaints disposed off during the financial year	Nil
Number of complaints pending more than ninety days	Nil

35. COMPLIANCE WITH MATERNITY BENEFIT ACT, 1961.

The company have ensured adherence to all statutory requirements under the Act, including but not limited to the provision of maternity leave, payment of maternity benefits, nursing breaks, and protection against

dismissal during maternity leave. As of the date of this statement, there have been no instances of non-compliance or violations reported in relation to the Maternity Benefit Act, 1961.

Therefore, your company hereby confirms that it is in full compliance with the Maternity Benefit Act, 1961, as amended from time to time.

36. IBC CODE & ONE-TIME SETTLEMENT:

There is no proceeding pending against the Company under the Insolvency and Bankruptcy Code, 2016 (IBC Code). There has not been any instance of one-time settlement of the Company with any bank or financial institution.

37. DISCLOSURE:

The Company has complied with applicable provisions of Secretarial Standards i.e. SS-1 and SS-2.

38. ACKNOWLEDGMENTS:

The board of Directors would like to express their appreciation for the co-operation and assistance received from the Government authorities, the financial institutions, banks, vendors, customers and Shareholders during the year under review. The boards of Directors also wish to place on record their deep sense of appreciation for the committed services by all the employees of the Company.

For and on behalf of the Board

Sd/-

Avdhesh Chaurasiya
Chairman
DIN: 10277816

Place: Mumbai
Date:13/08/2026

ANNEXURE – A

NOMINATION AND REMUNERATION POLICY OF GRANDMA TRADING AND AGENCIES LIMITED

Policy Title	Nomination and Remuneration Policy
Authorised by	Board of Directors

The Nomination and Remuneration Committee and this Policy shall be in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015. The Key objectives of the Committee would be:

1. OBJECTIVE

- To guide Board in connection with appointment and removal of Directors, Key Managerial Personnel (KMP) and Senior Management;
- To evaluate the performance of members of the Board and provide necessary report to the Board for further evaluation of the Board;
- To recommend the Board on remuneration payable to Directors, KMP and Senior Management of Company;
- To provide to KMP and Senior Management reward linked directly to their effort, performance, dedication and achievement relating to the Company's operations;
- To retain, motivate and promote talent and to ensure long term sustainability of talented managerial personnel's and create competitive advantage in the Company;
- To devise a policy on Board diversity;
- To develop a succession plan for the Board and to regularly review the plan.

2. DEFINITIONS

- "**Act**" means the Companies Act, 2013 and Rules framed thereunder, as amended from time to time.
- "**Board**" means Board of Directors of the Company.
- "**Directors**" mean Directors of the Company.
- "**Key Managerial Personnel**" means –
  - **a)** Chief Executive Officer or the Managing Director or the Manager or Whole-time director or Chief Financial Officer or Company Secretary
  - **b)** "**Senior Management**" means personnel of the company who are members of its core management team excluding the Board of Directors including Functional Heads.

3. COMPOSITION

- The Committee shall consist of a minimum three non-executive directors, majority of them being independent.
- Minimum two (2) members shall constitute a quorum for the Committee meeting.
- Membership of the Committee shall be disclosed in the Annual Report.
- Term of the Committee shall be continued unless terminated by the Board of Directors.
- Chairperson of the Committee shall be an Independent Director.

- Chairperson of the Company may be appointed as a member of the Committee but shall not be a Chairman of the Committee.
- In the absence of the Chairperson, the members of the Committee present at the meeting shall choose one amongst them to act as Chairperson.
- Chairman of the Nomination and Remuneration Committee meeting could be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

4. ROLE OF COMMITTEE

Matters to be dealt with, perused and recommended to the Board by the Nomination and Remuneration Committee (NRC):

- The Committee shall identify &ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his / her appointment.
- A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the concerned position.
- The Company shall not appoint or continue the employment of any person as Whole-time Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.
- The Committee shall carry out evaluation of performance of every Director, KMP and Senior Management Personnel at regular interval (yearly).
- Due to reasons for any disqualification mentioned in the Act or under any other applicable Act, rules and regulations thereunder, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the said Act, rules and regulations.
- The remuneration / compensation / commission etc. to the Whole-time Director, KMP and Senior Management Personnel will be determined by the Committee and recommended to the Board for approval. The remuneration / compensation / commission etc. shall be subject to the prior/post approval of the shareholders of the Company and Central Government, wherever required.

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JAIN RAHUL & ASSOCIATES
Company Secretaries

ANNEXURE – B

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
[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]
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026

To,
The Members,
GRANDMA TRADING AND AGENCIES LIMITED

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **GRANDMA TRADING AND AGENCIES LIMITED (**herein after called "the company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

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

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

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

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

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

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings **(Not Applicable to the Company during the Audit Period);**

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

a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

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

d. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 **(Not Applicable to the Company during the Audit period);**

e. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 **(Not Applicable to the Company during the Audit Period);**

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

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

h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 **(Not Applicable to the Company during the Audit Period)**;

(vi) All the relevant laws as are applicable to the Company, a list of which has been provided by the management. The examination and reporting of these laws and rules are limited to whether there are adequate systems and processes in place to monitor and ensure compliance with those laws.

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

(i). Secretarial Standards issued by The Institute of Company Secretaries of India;

(ii). The Listing Agreements entered into by the Company with Stock Exchange under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

Compliance Status During the Review Period

During the period under review, the Company has complied with the applicable provisions of the Companies Act, 2013, and the Rules, Regulations, Guidelines, and Standards issued thereunder, as well as those prescribed under the Securities and Exchange Board of India (SEBI) and other regulatory authorities, subject to the following observations:

In this regard, it was observed that the Company had submitted a Declaration of Unmodified Opinion; however, the Auditor's Report forming part of the Financial Results for the financial year ended 31st March, 2025 contained a Qualified Opinion and the required Statement on Impact of Audit Qualifications in PDF format within the prescribed timeline as required under Regulation 33 of SEBI (LODR) Regulations, 2015 was submitted with delay. Consequently, BSE Limited imposed a fine on the Company for the said delayed - compliance. The Company has subsequently paid the fine imposed.

We further report that;

The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent 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.

All the decisions were carried through, while there were no dissenting views of members as verified from the minutes, however physical verification of the documents was restricted due to country wide lockdown.

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.

For Jain Rahul & Associates
Company Secretaries

Sd/-
Rahul Jain
(Proprietor)
ACS No. 41518
C.P. No. 15504
UDIN: A041518H000479901
Peer Review: 5798 / 2024

Place: Udaipur
Date: 26 /05/2026

Note: This report to be read with our letter of even date which is annexed as Annexure – 1 and forms part of this Report.

Annexure 1: to the Secretarial Audit Report for the year 31st March, 2026

To
The Members,
GRANDMA TRADING AND AGENCIES LIMITED

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

1. It is the responsibility of the management of Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

2. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.

3. We believe that audit evidence and information obtained from the Company's management are adequate and appropriate for us to provide a basis for our opinion.

4. We believe that audit evidence, information and details obtained from the Company's management from time to time in electronic form are adequate and appropriate for us to provide a basis for our opinion.

5. Where ever required, we have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.

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

For Jain Rahul & Associates
Company Secretaries

Sd/-
Rahul Jain
(Proprietor)
ACS No. 41518
C.P. No. 15504
UDIN: A041518H000479901
Peer Review: 5798 / 2024

Place: Udaipur
Date: 26 /05/2026

ANNEXURE - C

REPORT ON CORPORATE GOVERNANCE FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2026:

The Directors present the Company's Report on Corporate Governance for the year ended 31st March, 2026.

1. COMPANY'S PHILOSOPHY:

The Company's philosophy entails transparency and accountability, effective control and management, investor friendly attitude towards shareholders and other stakeholders with ethical behavior in all its dealings.

2. BOARD OF DIRECTORS:

Composition

At the end of the year 31st March 2026, the Company's board comprises of 5 (Five) Directors consisting of 3 (Three) Non – Executive Independent Directors, 1(One) Executive Director and 1 (One) Non-Executive Non-Independent Director. The Board of Director appoints Chairman of the meeting at each meeting. The Composition of Board is in conformity with Regulation 17 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 ('Listing Regulations') and Companies Act, 2013.

All Independent Directors bring a wide range of expertise and experience to the Board thereby ensuring the best interest of Stakeholders and the Company. None of the Directors on the Board is a Member of more than 10 committees and Chairman of more than 5 committees (as specified in Regulation 26 (1) of the Listing Regulation) across all the Companies in which he /she is a Director.

The Board is of the opinion that the independent directors possess requisite knowledge, expertise to discharge their duties as independent directors and they fulfill the conditions specified in these regulations and are independent of the Management.

Board Meeting

The Company strictly adheres to the provisions of the Act and the Rules made thereunder, Secretarial Standards and SEBI LODR Regulations with respect to convening and holding the meetings of the Board and its Committees of the Company.

During the financial year 2025-26 the Board met Six (6) times and the gap between two meetings did not exceed one hundred twenty days.

Sr. No.	Date of Meeting	Board Strength	No. of Directors Present
1.	29th May, 2025	5	5
2.	01st July,2025	5	5
3.	14th August,2025	5	5
4.	13th November,2025	5	5
5.	15th December,2025	5	5
6.	09th February,2026	5	5

The details of composition of the Board, the attendance record of the Directors at the Board Meetings held during the financial year ended 31st March, 2026 and at the previous Annual General Meeting (AGM), and the details of their other Directorships, and Committee Chairmanship and Membership are given below:

Name of Directors	Category of Directorship	Attendance at		No of other Directorship and other Committee Memberships / Chairmanships#
		Board Meeting	AGM	
Mr. Abhishek D Ashar	Executive	6	Yes	1
Mr. Vivek Pandya	Non-Executive Independent	6	Yes	-
Ms. Sadhana Bahubali Jain	Non-Executive Independent	6	Yes	-
Mr. Manoj Kumar Mishra	Non-Executive Independent	6	Yes	-
Mr. Avdhesh Maniram Chaurasiya	Non-Executive Non-Independent	6	Yes	-

#Alternate Directorship, Directorship in Private Companies, Foreign Companies and Section 8 are excluded and represents Audit Committee and Nomination and Remuneration Committee.

BRIEF PROFILE OF DIRECTORS

Mr. Abhishek D Ashar	
Qualification:	Hotel Management from YCMOU and having experience in celebrity manager, client manager and as a sales manager.
Experience:	He is having 7 years' experience in celebrity manager, client manager and as a sales manager.
Core skills, expertise or competence:	● Strategic Expertise ● Management skills ● Quality & Safety ● Risk Governance

Mr. Vivek Pandya	
Qualification:	M. Com
Experience:	More than 8 years of experience and expertise Accounts, Finance, Taxation and administration and management.
Core skills, expertise or competence:	● Accounts and Analysis; ● Management Skills ● Risk Management

Ms. Sadhana Bahubali Jain	
Qualification:	B. Com
Experience:	General Management and Administration of Business Activities.
Core skills, expertise or competence:	● Accounts and Analysis; ● Management Skills

Mr. Manoj Kumar Mishra	
Qualification:	Metric
Experience:	experience and expertise in the field of administration for 29years
Core skills, expertise or competence:	● Management Skills

Mr. Avdhesh Maniram Chaurasiya	
Qualification:	B.Com.

Experience:	More than 9 years' experience in Direct, Indirect taxes Compliances; Accounting;
Core skills, expertise or competence:	● Accounts and Analysis; ● Management Skills ● Risk Management

Familiarization Programme:

In compliance with the provisions of the SEBI regulations, the Company has put familiarization programme for all the Independent directors. The programme is designed to provide insights about the Company's profile, code of conducts, historical performance and growth strategies.

3. AUDIT COMMITTEE:

The Audit Committee comprises of four Directors and Mr. Vivek Pandya is the Chairman of the Audit Committee.

The Committee's composition meets with the requirements of Section 177 of the Companies Act, 2013 and Regulation 17 of the SEBI Listing Regulations. The Members possess adequate knowledge of Accounts, Audit, and Finance etc. Details pertaining to meetings held and attended during the year 2025 - 26 are given herein below;

Sr. No.	Name of the Director	Position	Meetings attended
1.	Mr. Vivek Pandya	Chairman	4
2.	Mr. Manoj Kumar Saligram Mishra	Member	4
3.	Ms. Sadhana Bahubali Jain	Member	4
4.	Mr. Avdhesh Chaurasiya (w.e.f. 14.08.2023)	Member	4

Dates of the meetings were 29/05/2025; 14/08/2025; 13/11/2026; and 09/02/2026.

Terms of reference:

- Overseeing the Company's financial reporting process and the disclosure of its financial information to ensure correct, sufficient and credible financial information;
- Recommending for appointment, remuneration and term of appointment of auditors;
- Approval of payment to Statutory auditors for any other services rendered by them;
- To review the financial statements before submission to Board;
- To review the weakness in internal controls, if any reported by Statutory Auditors,

etc;

- In addition, the powers and role of the Audit Committee are as laid down under SEBI (LODR), Regulation, 2015 entered with the Stock Exchanges and the Companies Act, 2013.

4. NOMINATION AND REMUNERATION COMMITTEE:

The Nomination and Remuneration Committee comprises of 4 (Four) Directors Mr. Vivek Pandya is the Chairman of the Committee. The Composition of Nomination and Remuneration Committee is pursuant to the provisions of section 178 of the Companies Act, 2013 and Regulation 19 (1) of the Listing Regulation and details of meetings held in the year 2025 - 26 and attendance are given below;

Name of Directors	Meeting held	No of Meeting attended
Mr. Vivek Pandya	2	2
Mr. Manoj Kumar Saligram Mishra	2	2
Ms. Sadhana Bahubali Jain	2	2
Mr. Avdhesh Chaurasiya	2	2

The Dates of the meetings were 29/05/2025 and 01/07/2025.

The terms of reference of the 'Nomination and Remuneration Committee' as follows:

- To carry out evaluation of every Director's performance;
- To identify persons who are qualified to become Directors and who may be Appointed in Senior management in accordance with the criteria laid down and to recommend to the Board their Appointment and /or Removal;
- To formulate the criteria for determining qualifications, positive attributes and Independence of a Director and recommend to the Board a policy relating to the Remuneration for the Directors, Key Managerial Personnel and other Employees;
- To formulate the criteria for evaluation of Independent Directors and the Board;
- To carry out any other functions as may from time to time and / or enforced by any Statutory modifications, as may be applicable;
- Recommending to the Board, all remuneration, in whatever form, payable to senior management;
- To carry such other functions as may from time to time be required by any Statutory, contractual or other regulatory requirements to be attended to by such Committee.

The Nomination and remuneration policy as framed and approved by the Board is forming part of this Annual Report. There are no sitting fees are being paid to the Non-Executive Directors for attending meeting of the Board and its Committees.

5. STAKEHOLDER'S GRIEVANCE COMMITTEE:

The aforesaid Committee is headed by Mr. Vivek Pandya as Chairman (Non-Executive) and details of composition; meeting and attendance are given herein below, the Committee met once during the financial year;

Name of Directors	Meeting held	No of Meeting attended
Mr. Vivek Pandya	1	1
Mr. Manoj Kumar Saligram Mishra	1	1
Mr. Abhishek Ashar	1	1

The meeting held on 09/02/2026.

The details of Compliant received so far and resolved and pending complaints are nil during the year, Ms. Sonal Nakum is acting as the Compliance Officer and following are her address and contact details;

Address: Office no. 117, First Floor, Hubtown Solaris, NS Phadke Marg, Andheri East Mumbai-400069, India; email: grandmatrading@gmail.com

6. REMUNERATION OF DIRECTORS

The Company's Nomination and Remuneration Policy represents the approach of the Company towards the remuneration of Directors (Executive and Non-Executive), Key Managerial Personnel and Senior Management Personnel. The Nomination and Remuneration Policy of the Company is available on the website of the Company and can be accessed at www.grandmatrading.co.in.

7. SHAREHOLDERS INFORMATION:

Details of Annual General Meetings held in last three years:

AGM	Date	Time	Venue	Details of Special Resolution passed
2025	18.09.2025	12.30 p.m.	Office no. 117, First Floor, Hubtown Solaris, NS Phadke Marg, Nr. East-West Flyover, Andheri (E) Mumbai, Maharashtra 400069, India	Approval for Reduction of Share Capital
2024	30.09.2024	12:30 p.m.	Office no. 117, First Floor, Hubtown Solaris, NS Phadke Marg, Nr. East-West Flyover, Andheri (E) Mumbai, Maharashtra 400069, India	--
2023	21.09.2023	11:00 a.m.	Office no. 117, First Floor, Hubtown Solaris, NS Phadke Marg, Nr. East-West Flyover, Andheri (E) Mumbai, Maharashtra 400069, India	Alteration of the Objects Clause of the Memorandum of Association of the Company

As on the date of this report no special resolution is proposed to be conducted through postal ballot.

8. DISCLOSURES:

8.1 There were no materially significant related party transactions i.e., transaction of the Company of material nature with its Promoters, Directors or the Management or their relatives etc. that would conflict with the interests of the Company.

8.2 No penalties or strictures have been imposed on the Company by the Stock Exchanges or SEBI or any statutory authority on any matter related to capital markets during the last three years except for Rs.1,77,000 for delayed filing of financial results under Regulation 33 of SEBI Listing Regulations.

8.3 The Company has adopted Whistle Blower Policy in terms with 4 (2) (d) (iv) of (Securities and Exchange Board India, LODR, Regulation, 2015). The Company affirms that no personnel has been denied access to the Audit Committee.

8.4 All mandatory requirements as per SEBI (LODR) Regulation, 2015 have been complied with by the Company.

8.5 The Company follows Accounting Standards issued by The Institute of Chartered Accountants of India and there are no statutory audit qualifications in this regard.

8.6 In terms of the Regulation 17 (8) as per Listing Regulation, 2015 CEO / CFO's certification to the Board of Directors in the prescribed format is placed before the Board and is forming part of this report**.**

8.7 All the Directors of the Company have submitted declarations that they are not debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority. A Certificate confirming the same issued by Jain Rahul & Associates, company secretaries in practice is enclosed in this report.

8.8 The total fees for all services paid by the Company to its Statutory Auditors, Singhvi & Sancheti, Chartered Accountants during the financial year ending March 31st, 2026 are as follows;

Particulars	Amount
Audit Fees	20,000/-
Total	20,000/-

8.9 Disclosure in relation to The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The details relating to number of complaints received and disposed off during the financial year 2025-26, is disclosed in the Board's Report.

8.10. During the financial year 2025-26, no loans and advances are provided by the Company or any of its subsidiaries to firms/companies in which the Directors of the Company are interested.

8.11 As on end of the financial year the Company has no material subsidiary(s).

8.12 The Company has complied with all the mandatory requirements as stated under sub paras (2) to (10) of Part C of the SEBI LODR Regulations and the necessary disclosures thereof has been made in this Report.

The Company has complied with the requirements specified in Regulation 17 to 27 and Clauses (b) to (i) of Regulation 46(2) of the SEBI LODR Regulations.

9. MEANS OF COMMUNICATION:

a) The quarterly /Annual Results of the Company are sent to the Stock Exchange immediately after they are approved by the Board. Annual Reports are sent to the shareholders at their registered address with the Company.

b) The Quarterly and Annual Results of the Company are getting published in the prescribed performa within 48 hours of the conclusion of the meetings of the Board in which they are considered, at least in one English newspaper and one Vernacular newspaper in the state of Maharashtra where the registered office of the Company is situated.

Website: The Company's Website www.grandmatrading.co.in in contains a separate section "Investors" where latest Shareholders information is available. The Quarterly and Annual Results are posted on the website. Comprehensive information about the Company, its business and operations, Press Release, Shareholding pattern, Investor's Contact details, etc.

10. GENERAL SHAREHOLDERS INFORMATION:

a. Annual General Meeting

Date and Time**:** Wednesday, 30th September, 2026 at 12:30 P.M

Venue **:** AGM will be conducted through Video Conferencing (VC) /Other Audio Visual Means (OAVM), pursuant to circulars issued by the Ministry of Corporate Affairs ("MCA"), and deemed venue for AGM will be the Registered Office of the Company.

b. Financial Calendar 2026 – 2027 (tentative):

Q1 Financial Results	:	August, 2026
Q2 Financial Results	:	November, 2026
Q3 Financial Results	:	February, 2027

Q4 Financial Results : May,2027
Annual Results for the year ended 31.03.2027 : May, 2027

Listing on Stock Exchanges:
The Company's Equity Shares are listed on the BSE Limited (BSE), Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001, Maharashtra.

The Company has paid Annual Listing Fees as applicable, to the BSE for the financial year 2025-26.

c. Registrar & Share Transfer Agents: Purva Sharegistry (India) Private Limited

Unit: Grandma Trading & Agencies Limited
Unit no. 9, Shiv Shakti Ind. Estate, J .R. Boricha marg, Opp. Kasturba Hospital Lane,
Lower Parel (E), Mumbai - 400 011; Tel: 91-22 - 2301 6761 / 8261; Fax: 91-22 - 2301 2517
E-mail: support@purvashare.com; Website: www.purvashare.com

d. Distribution of Shareholding: The distribution of shareholding as on 31st March, 2026 is given below:

Sr. No.	No of Equity Shares	No. of Shareholders	No. of Shares	% of Total shares
1.	Upto 5,000	5,516	32,36,154	2.48
2.	5,001 - 10,000	186	14,47,888	1.11
3.	10,001 - 20,000	153	23,25,648	1.78
4.	20,001 - 30,000	56	14,12,397	1.08
5.	30,001 - 40,000	27	9,66,463	0.74
6.	40,001 - 50,000	33	15,48,926	1.19
7.	50,001 - 1,00,000	70	50,50,889	3.87
8.	1,00,001 & Above	171	11,46,11,635	87.76
	TOTAL	**6,212**	**13,06,00,000**	**100.00**

e. Dematerialisation of Shares and Liquidity: The distribution of shareholding as on 31st March, 2026 is given below:

Particulars of Shares	Equity Shares of Rs.1/- each	
	Number	**% of total**
Dematerialised form		
NSDL	4,17,37,994	31.96%
CDSL	8,88,39,936	68.02%
Sub Total	**13,05,77,930**	**99.98%**
Physical form	22,070	0.02%
Total	**13,06,00,000**	**100.00**

f. Registered Office: Office no. 117, First Floor, Hubtown Solaris, NS Phadke Marg, Andheri East Mumbai- 400069, India **Email**: grandmatrading@gmail.com
Designated exclusive e-mail id for Investor servicing: grandmatrading@gmail.com
The website of the Company is www.grandmatrading.co.in

11. CORPORATE ETHICS: The Company adheres to the highest standards of business ethics, compliance with statutory and legal requirements and commitment to transparency in business dealings. A Code of Conduct for Board Members and a Code of Conduct for Prevention of Insider Trading has been adopted pursuant Regulation 7(2) – SEBI (Prohibition of Insider Trading) Regulations, 2015 &

the Securities & Exchange Board of India (Prohibition of Insider Trading) (Amendments) Regulations, 2018, respectively:

a. Code of Conduct for Board Members and Senior Management: The Board of Directors of the Company has adopted the Code of Conduct for its members and Senior Management.

b. Declaration affirming compliance of Code of Conduct: The Company has received confirmations from the Directors regarding compliance of the Code of Conduct during the year under review.

A declaration by Director affirming compliance of Board members and senior management personnel to the Code is also annexed herewith.

c. Code of Conduct for Prevention of Insider Trading: The Company has adopted the Code of Conduct for Prevention of Insider Trading for its Management and Directors. The Code lays down guidelines and procedures to be followed and disclosures to be made by directors, top level executives and staff whilst dealing in shares. The Managing Director has been appointed as the Compliance Officer and is responsible for adherence to the Code.

d. Compliance Certificate by Auditors: The Company has obtained a certificate from the Secretarial Auditor regarding compliance of conditions of corporate governance as stipulated in SEBI (LODR) Regulation, 2015 which is annexed herewith.

e. All the Directors of the Company have submitted declarations that they are not debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India/ Ministry of Corporate Affairs or any such statutory authority. A Company Secretary in practice has submitted a Certificate to this effect.

DECLARATION FOR CODE OF CONDUCT

AS PROVIDED UNDER, REGULATION 17 OF SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENT) REGULATION, 2015 THE BOARD MEMBERS HAVE AFFIRMED COMPLIANCE WITH THE CODE OF CONDUCT FOR THE YEAR ENDED 31.03.2026.

By Order of the Board
For Grandma Trading and Agencies Limited

Sd/-
Place: Mumbai **Abhishek Ashar**
Date:28/05/2026 **Chairman**
DIN: 08565712

DECLARATION BY THE MD / CFO

Pursuant to Regulation 17 (8) as per SEBI (LODR) Regulation, 2015

The Board of Directors
Grandma Trading and Agencies Limited

Dear Sirs,

I, Abhishek Ashar, Director of Grandma Trading and Agencies Limited hereby certify to the Board that:

A. I have reviewed Financial Statements and the Cash Flow Statement for the year ended 31st March, 2026 and to the best of our knowledge and belief:

i. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
ii. These statements present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations;

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

C. I accept responsibility for establishing and maintaining internal controls for financial reporting. We have evaluated the effectiveness of the internal control systems of the Company and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and have taken steps to rectify the same, wherever found;

D. I have indicated to the Auditors and the Audit Committee;
i. Significant changes in internal control over financial reporting during the year;
ii. Significant changes in accounting policies, if any, have been disclosed in the notes to the financial statements; and
iii. instances of significant fraud 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.

Sd/-
Abhishek Ashar
Chairman
DIN: 08565712

Place: Mumbai
Date:28/05/2026

ANNEXURE - D

Jain Rahul & Associates
Company Secretaries

AUDITOR'S CERTIFICATE ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE:

We have examined the compliance of conditions of Corporate Governance by **GRANDMA TRADING AND AGENCIES LIMITED** ('the Company') for the year ended March 31, 2026, as stipulated in the relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulation').

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Regulations, as applicable.

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

For Jain Rahul & Associates.
Company Secretaries

Sd/-
Rahul Jain
(Proprietor)
M. No. ACS 41518
C.P. No. 15504
UDIN: A041518H000480066

Place: Udaipur
Date:28/05/2026

Jain Rahul & Associates
Company Secretaries

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS
(Pursuant to Regulation 34(3) and Schedule V Para C clause (10) (i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members of,
Grandma Trading & Agencies Limited
Office no. 117, First Floor,
Hubtown Solaris, NS Phadke Marg,
Andheri East, Mumbai-400069, India

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Grandma Trading & Agencies Limited** having CIN: **L99999MH1981PLC409018** and having registered office at Office no. 117, First Floor, Hubtown Solaris, NS Phadke Marg, Andheri East, Mumbai-400069, India (hereinafter referred to as the **"Company"**) produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Sr. No.	Name of Director	DIN	Date of Appointment in Company
1.	Abhishek Deepakbhai Ashar	08565712	12-06-2020
2.	Manoj Kumar Saligram Mishra	03070781	11-11-2022
3.	Vivek Pandya	09396601	11-11-2022
4.	Sadhana Bahubali Jain	09818543	13-12-2022
5.	Avdhesh Maniram Chaurasiya	10277816	14-08-2023

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

For Jain Rahul & Associates.
Company Secretaries

Sd/-

Rahul Jain
(Proprietor)
ACS No. 41518
C.P. No. 15504
UDIN: A041518H000479945
PR NO. 5798 / 2024

Place: Udaipur
Date: 26/05/2026

ANNEXURE - E

MANAGEMENT DISCUSSION AND ANALYSIS

General: Presented below is a discussion of the activities, results of operations and financial condition of Grandma Trading and Agencies Ltd. (the "Company") for the year ended 31st March, 2024. The management discussion and analysis ("MD&A") was prepared using information available as of (date on which the Reports were prepared) and should be read in conjunction with the Company's audited financial statements for the year ended 31st March, 2025 and notes thereto.

These Audited Financial Statements are prepared in accordance with Accounting Standards. The Financial Statements include the accounts of the Company all monetary amounts referred to herein are in Indian Rupees (Rs.) unless otherwise stated.

Industry Overview: The Indian economy has undergone a tough phase in the year and Indian economy has slowed down during the fiscal. With increasing global integration, the Indian economy was impacted by global political uncertainties, while at the same time it faced significant domestic challenges of persistent and high inflation, tight monetary conditions, low investment and delays in policy making etc.

Business Overview: Your Company is currently engaged in the areas of trading, distribution, import and export of commodities, solar equipments, merchandise, produce things, shares etc. In the year to come your Company has initiated the process of contract farming, seed growing and activities in the area of agricultural, horticultural and farm produce and related products and of light and heavy chemicals and its elements will grow in future in India

Internal Control Systems: The Company has in place adequate systems of internal control to ensure compliance with policies and procedures. The internal audit report along with implementation and recommendations contained therein are constantly reviewed by the Audit Committee of the Board.

Human Resources: Human resource is a valuable asset and the Company endeavors to provide an environment that each employee is motivated to contribute his best to achieve the Company's goals.

Cautionary Statement: Statements made in the Management Discussion and analysis describing the Company's objectives, projections, estimates, predictions and expectations may be 'forward looking statements' within the meaning of applicable securities law and regulations. Actual results might differ materially from those either expressed or implied.

The personnel of "Senior Management" do not have any personal interest in any material financial and commercial transaction of the Company that may have potential conflicts with the interest of the company at large.

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INDEPENDENT AUDITOR'S REPORT

To the Members of **Grandma Trading and Agencies Limited**

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of **Grandma Trading and Agencies Limited ("the Company")**, which comprise the balance sheet as at **31st March 2026** and the statement of profit and loss, statement of changes in equity and statement of cash flows for the year ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at **March 31, 2026**, and its profit, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period, we have determined that the matter described below is a key audit matter to be communicated in our report.

Description of the Key Audit Matter:	Audit Procedures Performed:
Assessment of Going Concern Assumption and Proposed Reduction of Share Capital As described in **Note 2.29 to Note 2.31** to the financial statements, the Company has incurred accumulated losses resulting in negative net worth as at 31st March 2026. Further, the Company has proposed a scheme for reduction of share capital under Section 66 of the Companies Act, 2013, which is pending approval before the Hon'ble National Company Law Tribunal (NCLT). The assessment of the Company's ability to continue as a going concern involves significant management judgment with respect to expected improvement in operational performance, future business opportunities and proposed capital restructuring.	Our audit procedures included, among others: ● Evaluating management's assessment of the going concern assumption; ● Reviewing projected cash flows and future business plans; ● Assessing the status of the proposed capital reduction scheme and related approvals; ● Reviewing the adequacy of disclosures included in the financial statements.

Considering the significance of the matter and the degree of judgment involved in management's assessment, the same has been considered as a Key Audit Matter.	

Emphasis of Matter

We draw attention to **Note 2.30** to the financial statements regarding the proposed scheme for reduction of share capital approved by the shareholders of the Company and presently pending approval before the Hon'ble National Company Law Tribunal (NCLT). Pending final approval and completion of related formalities, no effect of the proposed reduction has been given in the accompanying financial statements.

Our opinion is not modified in respect of this matter.

"Information Other than the Financial Statements and Auditor's Report Thereon"

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the management discussion and analysis, Board Report including Annexure to Boards Report but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements, or our knowledge obtained in the audit or otherwise appears to be materially misstated.

Responsibilities of Management Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, (changes in equity) and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, 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 of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our

opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

- Identifying and assessing the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtaining an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Concluding on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluating the overall presentation, structure, and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give

in the **Annexure 'A',** a statement on the matters specified in paragraph 3 and 4 of the Order to the extent applicable

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

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

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

c. The Balance Sheet, the Statement of Profit and Loss including other comprehensive income, the Statement of Changes in Equity and the Cash Flow Statement dealt with in this Report are in agreement with the books of account.

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

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

f. With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in **"Annexure – B."**

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

h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
   i. The Company does not have any pending litigations which would impact on its financial position other than the application filed before the Hon'ble National Company Law Tribunal (NCLT) in respect of the proposed scheme for reduction of share capital as referred to in **Note 2.30** to the financial statements.
   ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
   iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended March 31, 2026.
   iv.
      1. The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
      2. The management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of

the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

3. Based on audit procedures which we considered reasonable and appropriate in the circumstances, nothing has come to their notice that has caused them to believe that the representations under sub-clause (1) and (2) above, contain any material misstatement.

v. The company has not declared or paid any dividend during the year in contravention of the provisions of section 123 of the Companies Act, 2013.

vi. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account, which have a feature of recording audit trail (edit log) facility, however the same has not operated throughout the year for all relevant transactions recorded in the respective software.

For M/s. SINGHVI & SANCHETI
Chartered Accountants
FRN No. 110286W
Sd/-
(P S Singhvi)
Partner
Membership No. 039193
UDIN: 26039193AOPNXZ9088

Place: Mumbai
Date: 28.05.2026

"ANNEXURE-A" TO THE INDEPENDENT AUDITORS' REPORT

Referred to in paragraph 2 under `Report on Other Legal and Regulatory Requirements' section of the independent auditors' report of even date on the financial statements of the **Grandma Trading and Agencies Limited** for the year ended 31st March 2026

i. In respect of Property Plants and Equipment, the company does not possess any Property Plants and Equipment and hence the sub - clause (a), (b), (c) and (d) of clause (i) para 3 of the Companies (Auditor's Report) Order, 2020 is not applicable.
(e) As per information and explanation given to us, there are no proceedings have been initated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

ii.

a. As explained to us, inventories have been physically verified by the management at regular intervals during the year. The discrepancies noticed on such physical verification as compared to book records were not material and have been appropriately dealt with in the books of accounts.
b. The company has not been sanctioned working capital limits in excess of Rs 5 crore, in aggregate at any point of the time during the financial year from bank or financial institutions on the basis of securities of current assets and hence reporting under clause 3(iii)(b) of the order is not applicable.

iii.

a. According to the information and explanation given to us, the company has granted unsecured loans to companies, firms, limited liability partnerships and other parties. The aggregate amount granted as unsecured loans and balance outstanding at the balance sheet date with respect to such loans or advances and guarantees or security are as follows:

Particulars	Loans Value (Amt in Lacs)
a. Aggregate amount granted / provided during the year	
Subsidiaries	0.00
Associates	0.00
Joint Ventures	0.00
Others	6.50
Total	**6.50**
b. Balance Outstanding as at the end of the year	
Subsidiaries	0.00
Associates	0.00
Joint Ventures	0.00
Others	0.00
Total	**0.00**

b. The investments made, guarantees provided, security given and the terms and conditions of the grant of all the above-mentioned loans and guarantees provided during the year are, in our opinion, prima facie, not prejudicial to the Company's interest.
c. In respect of loans and advances in the nature of loans, the schedule of repayment of principal and payment of interest has been stipulated and the repayments or receipts are irregular.
d. According to information and explanations given to us and based on the audit procedures performed, in respect of loans granted by the Company, No amount mentioned as at balance sheet date stands overdue.
e. No loan or advance in the nature of loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties.

f. According to information and explanations given to us and based on the audit procedures performed, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year.

iv. In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 In respect of loans, investments, guarantees, and security.

v. No deposits have been accepted by the Company within the meaning of directives issued by RBI (Reserve Bank of India) and Sections 73 to 76 or any other relevant provisions of the Act and rules framed there under.

vi. The maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.

vii. In respect of statutory dues:

a. According to the records of the Company, undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Goods and service Tax, Duty of custom, Cess and other material statutory dues have been regularly deposited with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as of 31 March 2026 for a period of more than six months from the date of becoming payable.
b. According to the records of the Company, undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Goods and service Tax, Duty of custom, Cess and other material statutory dues have been regularly deposited with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as of 31 March 2026 for a period of more than six months from the date of becoming payable.

viii. In our opinion and according to the information and explanations given to us, there are no such transactions to be recorded in the books of accounts that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

ix.

a. The company has not taken any loan or other borrowings from any lender. Hence reporting under clause 3(ix)(a) of the order is not applicable
b. In our opinion and according to the information and explanations given to us, the Company has not defaulted on the repayment of loans or borrowings to financial institutions, banks or the Government or any government authority.
c. The company has not been declared a wilful defaulter by any bank or financial institution or any other lender. Hence reporting under clause 3(ix)(c) of the order is not applicable
d. On Overall Examination funds of the financial statements of the company has not raised any short-term fund; hence this clause is not applicable.
e. 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; hence this clause is not applicable.
f. The company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies; hence this clause is not applicable.

x.

a. The Company did not raise any money by way of initial public offer or further public offer (including debt instruments); hence this clause is not applicable.

b. The Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year; hence this clause is not applicable.

xi.

a. Based upon the audit procedures performed and the information given by the management, we report that no fraud by the Company or any fraud on the company by its officers or employees has been noticed or reported during the year.
b. No report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government; hence this clause is not applicable.
c. As per the Information, explanation and representation by the company, No Instances of whistle blower complain received during the year by the company

xii. The Company is not a Nidhi Company. Therefore, the provisions of clause (xii) of the Order are not applicable to the Company.

xiii. According to the information and explanations given to us, the Company's transactions with its related party are in compliance with Sections 177 and 188 of the Companies Act, 2013. Where applicable, the details of related party transactions have been disclosed in the Financial Statements etc. as required by the applicable accounting standards.

xiv. According to the information and explanations given to us, since the Company is a listed entity, we suggest appointing an internal auditor. However, in the opinion of the management an Internal Audit is not required due to the size & nature of the business.

xv. Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause (xv) of the Order are not applicable to the Company.

xvi.

a. As per information and explanation, The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.
b. As per information and explanation, The Company has not conducted Non-Banking Financial or Housing Finance activities;
c. As per information and explanation, The Company is not Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India; hence this clause is not applicable.
d. The Company is not CIC or group hence the clause is not applicable.

xvii. The company has incurred cash losses in the current financial year and its immediately preceding financial year (Prior to considering Exceptional Items) as follow: (Amt in Rs in Lakhs)

Particulars	FY 2025-2026	FY 2024-2025
Cash Losses before Exceptional Items	7.03	29.89
Exceptional Items	0.00	115.49
Total Cash Loss	7.03	145.38

xviii. There has been no incident of resignation of the Statutory Auditors during the year.

xix. According to the information and explanations given to us, on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans,

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

We, however, draw attention to **Note 2.30** to the financial statements regarding accumulated losses resulting in negative net worth and the proposed scheme for reduction of share capital pending approval before the Hon'ble National Company Law Tribunal (NCLT). Our reporting under this clause is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date will get discharged by the Company as and when they fall due.

xx. According to the information and explanations given to us, there are no such ongoing projects under Section 135 of the Companies Act, 2013. Accordingly, this clause is not applicable.

xxi. Since the company has not Subsidiary, this clause is not applicable.

For M/s. SINGHVI & SANCHETI
Chartered Accountants
FRN No. 110286W
Sd/-
(P S Singhvi)
Partner
Membership No. 039193
UDIN: 26039193AOPNXZ9088

Place: Mumbai
Date: 28.05.2026

Singhvi & Sancheti
Chartered Accountants

19/2, Odhavji Bhuvan, 427, J.S.S Road
Chira Bazar, Mumbai - 400 002 INDIA.
Phone: 2200 3175, 22003176
Web: www.ssca.in E Mail: mail@ssca.in

"ANNEXURE-B" TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of the independent auditors' report of even date on the standalone financial statements of the Company for the year ended 31st March 2026)

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

We have audited the internal financial controls over financial reporting of Grandma Trading and Agencies Limited ("the Company") as of 31st March 2026 in conjunction with our audit of the Ind AS standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

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

For M/s. SINGHVI & SANCHETI
Chartered Accountants
FRN No. 110286W
Sd/-
(P S Singhvi)
Partner
Membership No. 039193
UDIN: 26039193AOPNXZ9088

Place: Mumbai
Date: 28.05.2026

GRANDMA TRADING AND AGENCIES LIMITED
(CIN:L99999MH1981PLC409018)
BALANCE SHEET AS AT 31ST MARCH, 2026 **(Amt. in Lakhs)**

	PARTICULARS	Note No.	As At 31.03.2026	As At 31.03.2025
A	**ASSETS**			
1	**Non-current assets**			
	(a) Property, Plant and Equipment		-	-
	(b) Non - Current Financial Assets		-	-
	(c) Deferred tax assets (net)		-	-
	(d) Other non-current assets		-	-
	Total - Non-current assets		**-**	**-**
2	**Current assets**			
	(a) Inventories	**2.1**	9.95	9.69
	(b) Financial Assets			
	(i) Current Investments		-	-
	(ii) Current Trade receivables	**2.2**	-	-
	(iii) Cash and cash equivalents	**2.3**	1.73	8.17
	(v) Loans	**2.4**	-	12.50
	(c) Current Tax Assets (Net)	**2.5**	7.54	7.92
	(d) Other current assets		-	-
	Total - Current assets		**19.22**	**38.28**
	TOTAL ASSETS (1 + 2)		**19.22**	**38.28**
B	**EQUITY AND LIABILITIES**			
1	**Equity**			
	(a) Equity Share capital	**2.6**	1,306.00	1,306.00
	(b) Other Equity	**2.7**	(1,306.07)	(1,299.04)
	Total - Equity		**(0.07)**	**6.96**
2	**LIABILITIES**			
I.	Non-current liabilities		-	-
	Total - Non-current liabilities		**-**	**-**
II.	**Current liabilities**			
	(a) Current Financial Liabilities			
	(i) Borrowings	**2.8**	13.50	25.50
	(ii) Trade payables	**2.9**	5.47	5.62
	(iii) Other financial liabilities (other than those specified in item (c)		-	-
	(b) Other current liabilities	**2.10**	0.32	0.20
	(c) Provisions	**2.11**	-	-
	(d) Current Tax Liabilities (Net)		-	-
	Total - Current liabilities		19.29	31.32
	Total Liabilities		**19.29**	**31.32**
	TOTAL EQUITY AND LIABILITIES (1 + 2)		**19.22**	**38.28**
			-	-

See accompanying notes forming part of the financial statements as under

Significant Accounting Policies and	**1**
Notes to Financial Statement	**2**

The Notes referred to above form and integral part of Statement of Balance Sheet
As per our report of even date
In terms of our report attached.
For: Singhvi & Sancheti
Chartered Accountants

For and on behalf of the Board of Directors

Sd/-
(P S Singhvi)
Partner
Membership No.: 039193
Firm Reg. No. 110286W

Sd/-
Abhishek Ashar
Wholetime Director & CFO
DIN: 08565712

Sd/-
Manoj Mishra
Director
DIN: 03070781

Sd/-
Sonal Nakum
Company Secretary

Place : Mumbai
Date : 28.05.2026
UDIN: 26039193AOPNXZ9088

GRANDMA TRADING AND AGENCIES LIMITED
(CIN:L99999MH1981PLC409018)
Profit and Loss Statement for the year ended 31st March, 2026 **(Amt. in Lakhs)**

	Particulars	Note	For the year ended 31st March, 2026 Rs.	For the year ended 31st March, 2025 Rs.
1	**TOTAL INCOME**			
	Revenue from operations	2.12	53.32	22.31
	Other Income	2.13	0.11	4.91
	Total Income		**53.43**	**27.22**
2	**Expenses**			
	(a) Purchases of Stock in Trade	2.14	45.92	35.20
	(b) Changes in Inventories of Finished Goods	2.15	(0.25)	(9.69)
	(c) Employee benefits expenses	2.16	4.80	4.80
	(d) Depreciation and amortisation expenses		-	-
	(e) Other Expenses	2.17	9.99	26.80
	Total Expenses		**60.46**	**57.11**
3	**Total Profit / (Loss) before Exceptional items (1 - 2)**		**(7.03)**	**(29.89)**
	Exceptional items		**-**	**(115.49)**
4	**Net Profit / (Loss) before tax (3 - 4)**		**(7.03)**	**(145.38)**
5	**Tax expenses:**			
	(a) Provision for Income Tax		-	-
	(b) Prior years Income Tax		-	-
	(c) Deferred Tax		-	-
6	**Profit/(Loss) for the period from continuing operations (4 - 5)**		**(7.03)**	**(145.38)**
7	Profit/(Loss) from discontinued operations		**-**	**-**
	Tax expense of discontinued operations		**-**	**-**
	Profit/(Loss) from discontinuing operations (after tax)		**-**	**-**
8	**Profit/(Loss) for the period (6 + 7)**		**(7.03)**	**(145.38)**
9	**Other Comprehensive income**			
	A (i) Items that will not be reclassified to Profit or Loss		**-**	**-**
	(ii) Income tax relating to items that will not be reclassified to Profit or Loss		**-**	**-**
	B (i) Items that will be reclassified to Profit or Loss		**-**	**-**
	(ii) Income tax relating to items that will be reclassified to Profit or Loss		**-**	**-**
10	**Total Comprehensive income for the period (8+9) (Comprising Profit /(Loss) and Other Comprehensive incomefor the period**		**(7.03)**	**(145.38)**
11	**Earnings per share (for continuing operations) (FV of Rs. 1/-):**			
	(a) Basic		(0.01)	(0.11)
	(b) Diluted		(0.01)	(0.11)
12	**Earnings per share (for discontinuing operations) (FV of Rs. 1/-):**			
	(a) Basic		-	-
	(b) Diluted		-	-
13	**Earnings per share (for continuing operations and discontinuing operations) (FV of Rs. 1/-):**			
	(a) Basic		(0.01)	(0.11)
	(b) Diluted		(0.01)	(0.11)

See accompanying notes forming part of the financial statements as under

Significant Accounting Policies and	**1**
Notes to Financial Statement	**2**

In terms of our report attached
For: Singhvi & Sancheti
Chartered Accountants

For and on behalf of the Board of Directors

Sd/-
(P S Singhvi)
Partner
Membership No.: 039193
Firm Reg. No. 110286W

Sd/-
Abhishek Ashar
Wholetime Director & CFO
DIN: 08565712

Sd/-
Manoj Mishra
Director
DIN: 03070781

Sd/-
Sonal Nakum
Company Secretary

Place : Mumbai
Date : 28.05.2026
UDIN: 26039193AOPNXZ9088

GRANDMA TRADING AND AGENCIES LIMITED
(CIN:L99999MH1981PLC409018)
Cash Flow Statement for the year ended 31st March, 2026 **(Amt. in Lakhs)**

	Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
		Amount	Amount
A.	**Cash flow from Operating Activities**		
	Net profit before taxation	(7.03)	(145.38)
	Adjustments for:		
	Preliminary expenses written off	-	-
	Interest on income tax	-	-
	Operating profit before Working Capital changes	**(7.03)**	**(145.38)**
	Changes in Working Capital		
	(Increase)/decrease in Trade and Other Receivables	12.87	96.05
	(Increase)/decrease in Inventories	(0.25)	(9.69)
	Increase/(decrease) in Trade and Other Payables	(12.03)	24.23
	Increase/(decrease) in short term Provisions	-	(0.18)
	Cash generated from operations	**(6.44)**	**(34.98)**
	Income Taxes (paid)/ refund	-	-
	Net cash inflow from/(outflow) from Operating Activities	**(6.44)**	**(34.98)**
B.	**Cash flow from Investing Activities**	**-**	-
	Net cash inflow from/(outflow) from Investing Activities	**-**	**-**
C.	**Cash flow from Financing Activities**	-	-
	Net cash inflow from/(outflow) from Financing Activities	**-**	**-**
	Net increase/(decrease) in Cash and Cash Equivalents	**(6.44)**	**(34.98)**
	Opening Cash and Cash Equivalents	8.17	43.15
	Closing Cash and Cash Equivalents	1.73	8.17

In terms of our report attached.
For: Singhvi & Sancheti
Chartered Accountants

Sd/-

(P S Singhvi)
Partner
Membership No.: 039193
Firm Reg. No. 110286W

For and on behalf of the Board of Directors

Sd/-
Abhishek Ashar
Wholetime Director & CFO
DIN: 08565712

Sd/-
Manoj Mishra
Director
DIN: 03070781

Place : Mumbai
Date : 28.05.2026
UDIN: 26039193AOPNXZ9088

Sd/-
Sonal Nakum
Company Secretary

NOTE No. 1
SIGNIFICANT ACCOUNTING POLICIES FOR THE YEAR ENDED 31ST MARCH, 2026

1. CORPORATE INFORMATION:

Grandma Trading and Agencies Limited ("Company") is a Public Limited Company incorporated under the provisions of the Companies Act, 1956 on 28-01-1981. The Registered Office of the Company is situated at Office No. 117, First Floor, Hubtown Solaris, NS Phadke Marg, Andheri (E), Mumbai - 400069, Maharashtra. The equity shares of the Company are exclusively listed on BSE Limited.

2. BASIS OF PREPARATION OF FINANCIAL STATEMENTS:

The financial statements are prepared in accordance with and in compliance, in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) read along with Companies (Indian Accounting Standards) Rules, as amended and other relevant provisions of the Act. The presentation of the Financial Statements is based on Ind AS Schedule III of the Companies Act, 2013.

Financials are prepared on Historical cost basis except few financial assets and financial liabilities that are measured in Fair value.

These financial statements are presented in Indian Rupees, which is the Company's functional currency, and all values are rounded to the nearest lakhs, except otherwise indicated. Due to rounding off, financials statements in a few places may face truncation.

3. USE OF ESTIMATES:

In preparing these Standalone financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income, and expenses. Accounting estimates can change from period to period. Actual results may differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis and appropriate changes are made as management becomes aware of changes in circumstances surrounding the estimates. Revisions to accounting estimates are reflected in the period in which such changes are made and if material, their effects are disclosed in the financial statements.

4. PROPERTY, PLANT AND EQUIPMENT:

Property, plant, and equipment are accounted for on historical cost basis (inclusive of the cost of installation and other incidental costs till commencement of commercial production) net of recoverable taxes, less accumulated depreciation, and impairment loss, if any. Cost comprises the purchase price and any costs of bringing the asset to its working condition for intended use.

Expenditure on renovation / modernization relating to existing fixed assets is added to the cost of such assets where it increases its performance/life significantly.

Depreciation on Property, plant and equipment is provided on a written down value basis over the useful life of the assets estimated by the management, in the manner prescribed in Schedule II of the Companies Act, 2013.

Depreciation on addition or on sale / discard of an assets is provided on pro-rata basis from / up to the date of addition or on sale / discard.

5. REVENUE RECOGNITION:

Sale Revenue is recognized as a net of trade discount, on transfer of the significant risks and rewards of ownership of the goods to the buyer and it is reasonable to expect ultimate collection. Sale revenue excludes the GST which is recoverable from the buyer.

Interest income is recognized on a time proportion basis considering the amount outstanding and the rate applicable.

Dividend is recognized when the right to receive is established.

6. PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS:

Provisions involving substantial degree of estimation in measurement are recognized at the balance sheet date when:

a) There is a present obligation as an outcome of past events.
b) There is a probability that there will be an outflow of resources.
c) The amount of obligation can be reliably estimated.

Contingent Liabilities are not recognized but are disclosed in the notes in case of:

a) a present obligation arising from a past event, when it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of obligation cannot be made.
b) a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not within the control of the company.

7. INVESTMENTS:

Long term Investments are valued at cost. Provision for diminution in value of investment is made to recognize a decline other than temporary.

Current Investments are valued at lower cost or fair market value.

8. INVENTORY VALUATION:

Stocks are valued at Cost or Net Realizable Value whichever is lower.

9. IMPAIRMENT OF ASSETS:

a) At each Balance Sheet date, the Company determines whether a provision should be made for impairment loss on fixed assets by considering the indications that an impairment loss may have occurred in accordance with Accounting Standard (Ind AS)-36 "Impairment of Assets".
b) After Impairment, depreciation is provided on the revised carrying amount of the assets.
c) A previously recognized impairment loss is increased or reversed depending on changes in circumstances. However, the carrying value after reversal is not increased beyond the carrying value that would have prevailed by charging usual depreciation if no impairment loss had been recognized.

10. EMPLOYEE BENEFITS

a) Liability towards Gratuity is considered as the defined benefit scheme and is recognized based on actuarial valuation on projected unit credit method at balance sheet date.
b) Earned Leave which is encashable is considered as long-term benefit and is provided based on actuarial valuation on projected unit credit method at balance sheet date.
c) The benefits in the form of contribution to Provident Fund and Employee State Insurance are considered as the defined contribution schemes and are recognized based on the amount paid or payable for the period during which services are rendered by the employees.

11. TAXES ON INCOME:

Provision for income tax is made based on taxable income for the current year at current rates.

Current Tax represents the amount of Income Tax payable in respect of the taxable income for the reporting period as determined in accordance with the provisions of the Income Tax Act, 1961.

12. CASH FLOW STATEMENT:

Cash flow statement is reported using the indirect method, whereby profit / loss before extraordinary items and tax is adjusted for the effects of transactions of non – cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing, and financing activities of the Company are segregated based on the available information.

13. CASH & CASH EQUIVALENT:

Cash and cash equivalent includes cash on hand, and deposits maintained with banks which can be withdrawn by the company at any point in time.

14. EARNING PER SHARE:

The Company reports basic and diluted Earnings Per Share (EPS) in accordance with Accounting Standard (Ind AS 33) on "Earning Per Share". Basic EPS is computed using the weighted average number of equity shares outstanding during the period. Diluted EPS is computed using the weighted average number of equity and dilutive equity equivalent shares outstanding during the year end.

GRANDMA TRADING AND AGENCIES LIMITED
NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Note 2.1 Inventories **(Amt. in Lakhs)**

Particulars	As at 31 March, 2026	As at 31 March, 2025
	Rs.	Rs.
INVENTORIES		
Shares	9.95	9.69
Stock -in- Trade	-	-
	9.95	**9.69**

Note 2.2 Trade receivables

Particulars	As at 31 March, 2026	As at 31 March, 2025
	Rs.	Rs.
TRADE RECEIVABLES		
Trade receivables outstanding for a period exceeding six months from the date they were due for payment	-	
Unsecured, considered good	-	-
Less: Provision for doubtful trade receivables	-	-
Total	**-**	**-**

Note 2.3 Cash and cash equivalents

Particulars	As at 31 March, 2026	As at 31 March, 2025
	Rs.	Rs.
Cash and Cash Equivalents		
(a) Cash In hand	0.05	0.05
(b) Balance with Banks		
In Current Accounts	1.68	8.12
	1.73	**8.17**

Note 2.4 Short-term loans and advances

Particulars	As at 31 March, 2026	As at 31 March, 2025
	Rs.	Rs.
Loans & Advances		
(Unsecured & considered good)		
Inter-corporate deposits	-	12.50
	-	**12.50**

Note 2.5 Other Current Assets

Particulars	As at 31 March, 2026	As at 31 March, 2025
	Rs.	Rs.
CURRENT ASSETS (NET)		
TDS For A.Y. 2025 - 2026	0.00	0.01
TDS For A.Y. 2026 - 2027	0.23	-
GST	7.31	7.91
	7.54	**7.92**

GRANDMA TRADING AND AGENCIES LIMITED
Notes forming part of the financial statements

Note 2.6 Share capital

Particulars	As at 31 March, 2026		As at 31 March, 2025	
	Number of shares	Rs.	Number of shares	Rs.
Authorised Capital				
Equity shares of Re 1/- each with voting rights	16,00,00,000	16,00,00,000	16,00,00,000	16,00,00,000
Issued, Subscribed and Paid up Capital				
Equity shares of Re 1/- each with voting rights	13,06,00,000	13,06,00,000	13,06,00,000	13,06,00,000
Total	**13,06,00,000**	**13,06,00,000**	**13,06,00,000**	**13,06,00,000**

Notes:
(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

Particulars	Opening Balance	Addition	Opening Balance	Addition
Equity shares with voting rights				
Year ended 31 March, 2026				
- Number of shares	13,06,00,000	-	13,06,00,000	-
- Amount (`)	13,06,00,000	-	13,06,00,000	-
Year ended 31 March, 2025				
- Number of shares	13,06,00,000	-	13,06,00,000	-
- Amount (`)	13,06,00,000	-	13,06,00,000	-

(ii) Terms and Rights attached to equity shares:
- The company has only one class of equity shares having a par value of Rs. 1 each. Each holder of equity shares is entitled to one vote per share.

- In the event of liquidation, the euity shareholders are eligible to receive the remaining assets of the company after distribution of all preference amount, in proportion to the shareholding. However, no such preference amount exist currently.

(iii) Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31 March, 2026		As at 31 March, 2025	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Mr. Bharat Jain	78,54,137	6.01%	80,58,969	6.17%

(iv) Details of shares held by Promoters :
Disclosure of shareholding of promoters as at March 31, 2026 is as follows:

Class of shares / Name of shareholder	As at 31 March, 2026		As at 31 March, 2025	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
BHARAT BANSILAL JAIN	78,54,137	6.01%	80,58,969	6.17%
P SRINIVASA RAO	-	-	3,96,160	0.30%
SRINIVAS AYYALASOMAYAJULA	-	-	-	0.00%
Total	78,54,137	6.01%	84,55,129	6.47%

Disclosure of shareholding of promoters as at March 31, 2025 is as follows:

Class of shares / Name of shareholder	As at 31 March, 2025		As at 31 March, 2024	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
BHARAT BANSILAL JAIN	80,58,969	6.17%	1,02,77,000	7.87%
P SRINIVASA RAO	3,96,160	0.30%	3,96,160	0.30%
SRINIVAS AYYALASOMAYAJULA	-	0.00%	81,080	0.06%
Total	84,55,129	6.47%	1,07,54,240	8.23%

Note. 2.7 Other Equity **(Amt. in Lakhs)**

Particulars	Reserves and Surplus		Items of other comprehensive income	Total
	Retained earnings	General reserve	Actuarial Gain / (Loss)	
Balance at April 1, 2025	(1,299.04)		-	(1,299.04)
Profit/(Loss) for the year	(7.03)		-	(7.03)
Other comprehensive income for the year, net of income tax		-	-	
Balance at March 31, 2026	**(1,306.07)**	**-**	**-**	**(1,306.07)**

Particulars	Reserves and Surplus		Items of other comprehensive income	Total
	Retained earnings	General reserve	Actuarial Gain / (Loss)	
Balance at April 1, 2024	(1,153.66)		-	(1,153.66)
Profit/(Loss) for the year	(145.38)		-	(145.38)
Other comprehensive income for the year, net of income tax		-	-	
Balance at March 31, 2025	**(1,299.04)**	**-**	**-**	**(1,299.04)**

Note :

During the preparation of the financial statements for the previous year an inadvertent error was realised in printing of financial statement of earlier years in schedule of other equity that the heading of Retained Earnings and General Reserves was interchanged & now the same is rectified.

This correction has no impact on the total equity or the financial position of the Company.

Note 2.8 Borrowings

Particulars	As at 31 March, 2026	As at 31 March, 2025
	Rs.	Rs.
Current - Unsecured Loans		
From Others	11.50	23.50
From Directors	2.00	2.00
	13.50	**25.50**

Note 2.9 Trade Payable

Particulars	As at 31 March, 2026	As at 31 March, 2025
	Rs.	Rs.
Current Trade Payable		
Total outstanding dues of Micro and small enterprise	-	-
Total outstanding dues of creditors other than Micro and small enterprise	5.47	5.62
	5.47	**5.62**

Note 2.10 Other Current Liabilities

Particulars	As at 31 March, 2026	As at 31 March, 2025
	Rs.	Rs.
OTHER CURRENT LIABILITIES		
Liabilities for expenses	0.20	0.20
TDS Payable	0.12	-
GST Payable	-	-
	0.32	**0.20**

Note 2.11 Short-term provisions

Particulars	As at 31 March, 2026	As at 31 March, 2025
	Rs.	Rs.
PROVISIONS		
RTA charges payable	-	-
	-	**-**

GRANDMA TRADING AND AGENCIES LIMITED
NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Note 2.12 Revenue from Operation (Amt. in Lakhs)

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
	Rs.	Rs.
Revenue from Operation		
Sale of Traded Goods	53.32	22.31
Total	**53.32**	**22.31**

Note 2.13 Other income

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
	Rs.	Rs.
Interest income		
Interest on Short term loans and advances	-	-
Dividend	0.11	0.10
Interest on IT Refund AY 2023-2024	-	0.00
Interest on IT Refund AY 2024-2025	-	0.03
Other Income	-	4.78
Total	**0.11**	**4.91**

Note 2.14 Purchase Stock in Trade

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
	Rs.	Rs.
Purchase of Stock in Trade	45.92	35.20
Total	**45.92**	**35.20**

Note 2.15 Changes in Inventories

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
	Rs.	Rs.
Inventories at the end of the year	9.95	9.69
Inventories at the beginning of the year	9.69	-
Net Increase/Decrease	**(0.25)**	**(9.69)**

Note 2.16 Employee benefits expense

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
	Rs.	Rs.
Salaries and wages	4.80	4.80
Total	**4.80**	**4.80**

Note 2.17 Other expenses

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
	Rs.	Rs.
Audit Fees	0.20	0.20
Bank Charges	0.00	0.00
Custody Fees	0.90	0.90
Listing Fees & Stock Exchange Charges	5.00	22.80
Legal & Professional Fees	0.20	0.18
ROC Filing Fees	0.03	0.01
Other Expenses	0.90	0.22
Professional Tax	0.20	0.15
Share Transfer Agent Fees	1.05	0.87
Travelling Expenses	-	0.60
Interest on MTF	1.46	0.87
Demat Charges	0.04	0.01
Total	**9.99**	**26.80**

2.18 Other Statutory Information:

1. The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
2. The Company does not have any immovable properties whose title deeds are not held in the name of the Company.
3. The Company does not have any transactions with companies which are struck off.
4. The Company does not have any charge or satisfaction which is yet to be registered with ROC beyond the statutory period.
5. The Company has not traded or invested in crypto currencies or Virtual Currency during the financial year.
6. The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entity(ies), (intermediary) with the understanding that the intermediary shall:
    a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries), or
    b. provide any Guarantee, Security, or the like to or on behalf of the Ultimate beneficiaries.
7. The Company has not received fund from any person(s) or entity(ies), including Foreign Entity(ies), (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
    a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries), or
    b. provide any Guarantee, Security, or the like to or on behalf of the Ultimate beneficiaries.
8. The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the period in the tax assessments under the Income Tax Act, 1961 (such as search or survey or any other relevant provisions of the Income Tax Act, 1961.
9. The Company has complied with the number of layers prescribed under clause (87) of section 2 of the act read with the Companies (Restriction on Number of Layers) Rules, 2017.
10. The Company is not declared a willful defaulter by any bank or financial institution or lender during the year.
11. Disclosure on Rule 11(e) of the Companies (Audit and Auditors) Rules 2014:
    "The Company, as mentioned in its Memorandum of Association and Articles of Association is engaged in nature of business(s) as described in Note 1 of Financial Statements. As part of the nature of business above:
    a. No funds have been advanced or loaned or invested (either from borrowed funds or Share Premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entity(ies), ("intermediaries") with the understanding, whether recorded in writing or otherwise, that the intermediary shall lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or provide any guarantee, security, or the like to or on behalf of the Ultimate Beneficiaries.
    b. The Company has not received fund from any person(s) or entity(ies), including Foreign Entity(ies), (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf

of the Funding Party (Ultimate Beneficiaries), or provide any guarantee, security, or the like to or on behalf of the Ultimate Beneficiaries.

12. SUNDRY DEBTORS AND RECEIVABLES:

Sundry Debtors and Loans and Advances are stated at the value if realized in the ordinary course of business. Irrecoverable amounts, if any, are accounted and/or provided for as per the management's judgment or only upon final settlement of accounts with the parties. All Sundry debtors/Creditors and Loans and Advances are subject to confirmation.

2.19 IN THE OPINION OF THE DIRECTORS:

a. The Current Assets and Loans and Advances are approximately of the value stated in the financial statement, if realized in the ordinary course of business.

b. The provision for depreciation and for all known liabilities is adequate and not more than the amount reasonably necessary.

2.20 SEGMENT REPORTING:

The Company is engaged in the trading of products of the same type/class and has no overseas operations/units and as such there is no reportable segment as per Accounting Standard (AS-17) dealing with segment reporting.

2.21 EARNINGS PER SHARE:

PARTICULARS	2025-26	2024-25
Net Profit / (Loss) as attributable to Equity Shareholders	(7.03)	(145.38)
Number of Equity shares outstanding during the year	130,600,000	130,600,000
Earnings per share Basic and Diluted	(0.01)	(0.11)
Nominal Value of an equity share	Re.1/-	Re.1/-

2.22 AUDITOR'S REMUNERATION:

PARTICULARS	2025-26	2024-25
Statutory Audit Fees	0.20	0.20
Total	**0.20**	**0.20**

2.23 FINANCIAL RATIOS:

S. No.	RATIOS	2025-26	2024-25	Change in Ratio (%)	Remarks
1	Current Ratio	1.00	1.22	-18.5%	Maintained within range
2	Debt-Equity Ratio	-189.12	3.66	-5621.8%	Substantial difference in on account of exceptional item written off in FY 24-25.
3	Debt-Service Coverage Ratio	NA	NA	NA	NA
4	Return On Equity Ratio	-204.15%	-182.52%	11.8%	Maintained within range
5	Inventory Turnover Ratio	6.15	10.78	-43.0%	Decrease in turnover ratio is on account of spike in average inventory levels.

6	Trade Receivables Turnover Ratio	NA	NA	NA	NA
7	Trade Payables Turnover Ratio	8.28	12.52	-33.9%	Change in ratio is on account of an increase in avg creditors in FY 25-26 compared to FY 24-25.
8	Net Capital Turnover Ratio	-746.95	3.21	-23402.6%	Substantial difference in on account of exceptional item written off in FY 24-25.
9	Net Profit Ratio	-13.19%	-651.68%	-98.0%	Substantial difference in on account of exceptional item written off in FY 24-25.
10	Return On Capital Employed	-30.64%	-155.65%	-80.3%	Substantial difference in on account of exceptional item written off in FY 24-25.
11	Return On Investment	NA	NA	NA	NA

2.24 RELATED PARTIES DISCLOSURE:

i. Key management personnel

1) Mr. Abhishek Ashar - Wholetime Director & CFO
2) Ms. Sonal Nakum - Company Secretary

ii. Disclosure of related party transactions (Rs. In Lacs)

Particular		**31.03.2026**	**31.03.2025**
A) Compensation to Key Managerial Personnel			
Ms. Sonal Nakum	Company Secretary	4.80	4.80
B) Loan Taken (Unsecured Loan from Director)			
Abhishek Ashar	Whole Time Director & CFO	2.00	2.00

iii. Balance at the end of year (Rs. In Lacs)

Unsecured Loan	**Designation**	**31.03.2026**	**31.03.2025**
Abhishek Ashar	Whole Time Director & CFO	2.00	2.00

2.25 Reporting under Schedule V of SEBI (LODR), 2015, is not applicable to the company, as the Company does not have subsidiary or associates as defined under section 186 of the Companies Act, 2013 and no loans and advances are given which is outstanding for a period of more than seven years.

2.26 Details of Companies as required to be given under section 186(4) of the Companies Act, 2013 form part of the financial statements.

2.27 FOREIGN CURRENCY EXPOSURE:

Earnings and expenditure in foreign currency during the current and previous financial year – NIL

2.28 EXCEPTIONAL ITEMS INCLUDE: (Rs. In Lacs)

Sr. No	Particular's	March 31, 2026	March 31, 2025
1.	Old time barred Loans and advances written off	0.00	115.49

2.29 Assurance on going concern:

The Company is engaged in the business of trading, agency, commission etc and there is an increase in level of operations from the previous years and in coming years, the management expects improvement in operational performance. Further the management is also evaluating real estate proposals for redevelopment and to re-present the shareholders' value it has also implemented the scheme for reduction of capital which will enable it to raise funds to take up the projects.

Accordingly, the Board of Directors are of the opinion that with increased level of business operations and rebalancing of the Balance Sheet Company will continue to be sustainable and going concern assumption is appropriate.

2.30 Note on Capital Reduction:

To present a true and fair view of the financial position of the Company the Board of Directors at its meeting held on 29th May, 2025 approved a scheme for reduction of share capital under the applicable provisions of the Companies Act, 2013. The said Scheme was subsequently approved by the shareholders of the Company by way of Special Resolution passed at the 44th Annual General Meeting held on 18th September 2025.

As per the Scheme, the accumulated losses amounting to Rs.11,75,40,000 are proposed to be set off against the paid-up equity share capital of the Company. Consequently, the paid-up equity share capital of the Company shall stand reduced from Rs.13,06,00,000 divided into 13,06,00,000 equity shares of Re.1 each to Rs.1,30,60,000 divided into 1,30,60,000 equity shares of Re.1 each.

The proposed reduction of share capital is purely an accounting adjustment intended to write off accumulated losses and present a true and fair view of the financial position of the Company. The Scheme does not involve any cash outflow, payment to shareholders, or change in the percentage shareholding of the existing shareholders of the Company.

The Company has filed the application before the Hon'ble National Company Law Tribunal (NCLT). Hearings in the matter have been conducted and the matter is pending for further directions / approval. Pending final approval from NCLT and completion of related formalities, no effect of the proposed capital reduction has been given in these financial statements.

2.31 Negative Net Worth:

The Company currently has negative net worth due to accumulated losses. However, with the Increased level of business operations and with its ability to raise funds for the new business opportunities post reduction of capital, the management is of the opinion that Company will improve the financial position which will improve its net worth in future.

2.32 There was no amount due as on 31st March 2026 as reported to us from/to Micro, small & Medium Enterprises as per MSMED Act, 2006.

2.33 There is no amount due and outstanding to be credited to Investors Education & Protection Fund.

2.34 The previous year's figures have been regrouped and rearranged wherever necessary to make in compliance with the current financial year.

For: Singhvi & Sancheti
Chartered Accountants
Firm's Registration No.: 110286W
Sd/-
P S Singhvi
Partner
M. No.: 039193

For and on behalf of Board of Directors

Sd/-
Abhishek Ashar
Wholetime Director & CFO
DIN: 08565712

Sd/-
Manoj Mishra
Director
DIN: 03070781

Place: Mumbai
Date: 28.05.2026
UDIN: 26039193AOPNXZ9088

Sd/-
Sonal Nakum
Company Secretary

BOOK POST

If undelivered, return to

Grandma Trading and Agencies Limited

Regd. Off.: Office no. 117, First Floor, Hubtown Solaris, NS Phadke Marg, Andheri (E) Mumbai-400069, Maharashtra, India