NOTICE

NOTICE is hereby given that the Fourteenth (14th) Annual General Meeting ("AGM") of the members of **Sotefin Bharat Limited** (the "Company") will be held on **Saturday, September 26, 2026 at 11:00 a.m. (IST)**, through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS

Item No. 1: Adoption of Financial Statements and Reports thereon

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2026, together with the Reports of the Board of Directors and the Auditors thereon.

Item No. 2: Re-appointment of Director retiring by rotation

To appoint a director in place of Mr. Arup Choudhuri (DIN: 03491600), who retires by rotation and, being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

Item No. 3: Ratification and Appointment of Mr. P.V. Subramanian, Practicing Company Secretary, as Secretarial Auditor for tenure of five (5) consecutive financial years.

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

'RESOLVED THAT pursuant to the provisions of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules , 2014 and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modifications or re-enactments thereof) the appointment of Mr. P. V. Subramanian, Practicing Company Secretary (Membership No.A4585 / CP No.2077), who holds a valid Peer Review Certificate issued by the ICSI, as the Secretarial Auditor of the Company by the Board of Directors for a term of five (5) consecutive financial years commencing from Financial Year 2025-26 up to Financial Year 2029-30, be and is hereby approved, ratified and confirmed.

RESOLVED FURTHER THAT the Board of Directors of the Company (which shall include any Committee of the Board) be and is hereby authorized to fix such remuneration, out-of-pocket, travelling and other

incidental expenses as may be mutually agreed upon between the Secretarial Auditor and the Board of Directors.

RESOLVED THAT any Director or the Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, matters and things and to execute all such documents, instruments and writings as may be required or deemed necessary to give effect to this resolution.

By Order of the Board of Directors
For Sotefin Bharat Limited

Sd/-
Biswajit Das
Company Secretary
ICSI Membership No. A69421

Registered Office:
72/B, BARAKHOLA KALIKAPUR, KOLKATA,
WEST BENGAL, INDIA, 700099
CIN: U29221WB2012PLC175825
Date: August 29, 2026
Place: Kolkata

NOTES

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act"), setting out material facts concerning the business under Item No. 3 of the accompanying Notice, is annexed hereto and forms part of this Notice

2. The Ministry of Corporate Affairs ("MCA") permitted holding of the AGM through VC/OAVM, without physical presence of the Members at a common venue. Accordingly, in compliance with the MCA Circulars, AGM of the Company is being held through VC/OAVM. The Registered Office of the Company shall be deemed to be the venue for the AGM. [General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013", General Circular Nos. 20/2020 dated May 5, 2020 and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025, collectively referred to as "MCA Circulars". The Securities and Exchange Board of India ("SEBI") also vide its Circular No. SEBI/ HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 ("SEBI Circular") has provided certain relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements Regulations, 2015 ("Listing Regulations"). In compliance with these Circulars, provisions of the Act and the Listing Regulations, the 14th AGM of the Company shall be conducted through VC/ OAVM facility, which does not require physical presence of members at a common venue. The deemed venue for the 14th AGM shall be the Registered Office of the Company.

3. 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 through VC / OAVM pursuant to the MCA Circulars and SEBI Circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice

4. Institutional / Corporate Shareholders (i.e. other than individuals/ HUF/ NRI etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body resolution / Authorization etc. authorizing its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution /Authorisation shall be sent to the Scrutinizer by email through its registered email address to pvsm17@rediffmail.com with a copy marked to ivote@ bigshareonline.com.

5. As per the provisions of Section 72 of the Act, facility for making nomination is available for the Members in respect of the shares held by them. Members holding shares in single name are advised to make nomination in respect of their shareholding. Members holding shares in dematerialized form can lodge their nomination with their Depository Participant ("DP").

6. Members holding shares in dematerialized form are requested to intimate any changes pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), bank details, NECS, mandates, nominations, power of attorney etc., to their Depository Participant(s).

7. Members who have not registered their e-mail address are requested to register the same in respect of shares held in electronic form with the Depository through their Depository Participant(s).

8. Members who would like to express their views/have questions may send their questions in advance mentioning their name, demat account number/folio number, email id, mobile number at bdas@sotefinbharat.com. The same will be replied by the Company suitably.

9. Dispatch of Annual Report through electronic mode:

   a. In compliance with the MCA Circulars and SEBI Circulars, Notice of the AGM along with the 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 and Annual Report 2025-26 will also be available on the Company's website at www.sotefinbharat.com and on the website of BSE Limited at www.bseindia.com and on the website of Bigshare Services Private Limited at www.ivote.bigshareonline.com.
   b. For receiving all communication (including Annual Report) from the Company electronically, Members holding shares in dematerialized mode are requested to register / update their email addresses and bank details with the relevant DP or at www.bigshareonline.com.

10. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Regulations 2015 (as amended), and MCA Circulars, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Bigshare Services Private Limited ("Bigshare") for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as voting on the day of the AGM will be provided by Bigshare.

11. The remote e-voting period begins on Wednesday, September 23 2026 at 9:00 a.m. and ends on Friday, September 25, 2026 at 5:00 p.m. The remote e-voting module shall be disabled by Bigshare for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Saturday, September 19, 2026 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

12. 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.

13. THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER

i. The voting period begins on Wednesday, September 23 2026 at 9:00 a.m. and ends on Friday, September 25, 2026 at 5:00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Friday, July 24, 2026 may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.

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

iii. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

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.

1. 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 is https://web.cdslindia.com/myeasitoken/home/login or visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of BIGSHARE the e-Voting service provider and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. BIGSHARE, 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/myeasitoken/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress, and also able to directly access the system of all e-Voting Service Providers. Click on BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-voting period.
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 BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

	2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name BIGSHARE and you will be redirected to i-Vote website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page with all e-Voting Service Providers. Click on BIGSHARE and you will be re-directed to i-vote (E-voting 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 toll free No. 1800 22 55 33.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022-48867000.

2. Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

You are requested to launch the URL on internet browser: https://ivote.bigshareonline.com

Click on "LOGIN" button under the 'INVESTOR LOGIN' section to Login on E-Voting Platform.

Please enter you 'USER ID' (User id description is given below) and 'PASSWORD' which is shared separately on you register email id.

Shareholders holding shares in CDSL demat account should enter 16 Digit Beneficiary ID as user id.

Shareholders holding shares in NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID as user id.

Shareholders holding shares in physical form should enter Event No + Folio Number registered with the Company as user id.

Note If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).

Click on I AM NOT A ROBOT (CAPTCHA) option and login.

NOTE: If Shareholders are holding shares in demat form and have registered on to e-Voting system of https://ivote.bigshareonline.com and/or voted on an earlier event of any company then they can use their existing user id and password to login.

If you have forgotten the password: Click on 'LOGIN' under 'INVESTOR LOGIN' tab and then Click on 'Forgot your password?

Enter "User ID" and "Registered email ID" Click on I AM NOT A ROBOT (CAPTCHA) option and click on 'Reset'.

(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for shareholders on i-Vote E-voting portal:

After successful login, Bigshare E-voting system page will appear.

Click on "VIEW EVENT DETAILS (CURRENT)" under 'EVENTS' option on investor portal.

Select event for which you are desire to vote under the dropdown option.

Click on "VOTE NOW" option which is appearing on the right hand side top corner of the page.

Cast your vote by selecting an appropriate option "IN FAVOUR", "NOT IN FAVOUR" or "ABSTAIN" and click on "SUBMIT VOTE". A confirmation box will be displayed. Click "OK" to confirm, else "CANCEL" to modify. Once you confirm, you will not be allowed to modify your vote.

Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.

Shareholder can "CHANGE PASSWORD" or "VIEW/UPDATE PROFILE" under "PROFILE" option on investor portal.

3. Custodian registration process for i-Vote E-Voting Website:

You are requested to launch the URL on internet browser: https://ivote.bigshareonline.com

Click on "REGISTER" under "CUSTODIAN LOGIN", to register yourself on Bigshare i-Vote e-Voting Platform.

Enter all required details and submit.

After Successful registration, message will be displayed with "User id and password will be sent via email on your registered email id".

NOTE: If Custodian have registered on to e-Voting system of

https://ivote.bigshareonline.com and/or voted on an earlier event of any company then they can use their existing user id and password to login.

If you have forgotten the password: Click on 'LOGIN' under 'CUSTODIAN LOGIN' tab and further Click on 'Forgot your password?

Enter "User ID" and "Registered email ID" Click on I AM NOT A ROBOT (CAPTCHA) option and click on 'RESET.

(In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for Custodian on i-Vote E-voting portal:

After successful login, Bigshare E-voting system page will appear.

Investor Mapping:

- First you need to map the investor with your user ID under "DOCUMENTS" option on custodian portal.
  - Click on "DOCUMENT TYPE" dropdown option and select document type power of attorney (POA).
  - Click on upload document "CHOOSE FILE" and upload power of attorney (POA) or board resolution for respective investor and click on "UPLOAD".

    Note: The power of attorney (POA) or board resolution has to be named as the "InvestorID.pdf" (Mention Demat account number as Investor ID.)
  - Your investor is now mapped and you can check the file status on display.

Investor vote File Upload:

To cast your vote select "VOTE FILE UPLOAD" option from left hand side menu on custodian portal.

Select the Event under dropdown option.

Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on "UPLOAD". Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).

Custodian can "CHANGE PASSWORD" or "VIEW/UPDATE PROFILE" under "PROFILE" option on custodian portal.

Helpdesk for queries regarding e-voting:

Login type	Helpdesk details
Shareholder's other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions ('FAQs') and i-Vote e-Voting module available at https://ivote.bigshareonline.com, under download section or you can email us to ivote@bigshareonline.com or call us at: 022-62638338

4. Procedure for joining the AGM through VC/ OAVM:

For shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

The Members may attend the AGM through VC/ OAVM at https://ivote.bigshareonline.com under Investor login by using the e-voting credentials (i.e., User ID and Password).

After successful login, Bigshare E-voting system page will appear.

Click on "VIEW EVENT DETAILS (CURRENT)" under 'EVENTS' option on investor portal.

Select event for which you are desire to attend the AGM under the dropdown option.

For joining virtual meeting, you need to click on "VOTE NOW" "VC/OAVM" link placed beside of "VIDEO CONFERENCE LINK" option.

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.

The instructions for Members for e-voting on the day of the AGM are as under:-

The Members can join the AGM in the VC/ OAVM mode 15 minutes before the scheduled time of the commencement of the meeting. The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

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

Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

Helpdesk for queries regarding virtual meeting:

In case shareholders/ investor have any queries regarding virtual meeting, you may refer the Frequently Asked Questions ('FAQs') available at https://ivote.bigshareonline.com, under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22, 022-62638338

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

i. Member will be provided with a facility to attend the AGM through VC/OAVM through the Bigshare e-Voting system. Members may access by following the steps mentioned above for Access to Bigshare e-Voting system. After successful login, Bigshare Evoting system page will appear. Click on *VIEW EVENT DETAILS (CURRENT)" under 'EVENTS option on investor portal. Select event for which you are desire to attend the AGM under the dropdown option For joining virtual meeting, you need to click on "VC/OAVM' link placed beside of "VIDEO CONFERENCE LINK" option. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

ii. Members are encouraged to join the Meeting through Laptops for better experience.

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

iv. 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 WiFi or LAN connection to mitigate any kind of aforesaid glitches.

v. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM.

Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered e-mail address mentioning their name, DP ID and Client ID / folio number, PAN, mobile number at bdas@sotefinbharat.com on or before Friday, September 18, 2026 (5:00 pm. IST). Only those members who are registered will be allowed to express their views or ask questions. Other shareholders may ask questions to the panelist, via active chat-board during the meeting.

vi. Shareholders will receive "speaking serial number" once they mark attendance for the meeting.

vii. Please remember speaking serial number and start your conversation with the panelists only when moderator of the meeting/management will announce the name and serial number for speaking by switching on video mode and audio of your device.

11. Scrutinizer's Report:

1. The Company has appointed Mr. P V Subrananian (ACS 4585 and COP No. 2077), to act as the Scrutinizer, to scrutinize the e-voting process in a fair and transparent manner.

2. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, unblock the votes cast through remote e-Voting (votes cast during the AGM and votes cast through remote e-Voting) and issue, not later than two working days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person

authorised by him in writing, who shall countersign the same.

3. The result declared along with the Scrutinizers Report shall be placed on the Company's website www.sotefinbharat.com. The Company shall simultaneously forward the results to BSE Limited, where the shares of the Company are listed.

4. The Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of the Act, the Register of Contracts or arrangements in which the Directors are interested under Section 189 of the Act and all other documents referred to in this Notice can be obtained for inspection by writing to the Company at bdas@sotefinbharat.com till the date of the AGM

By Order of the Board of Directors
For Sotefin Bharat Limited

Sd/-
Biswajit Das
Company Secretary
ICSI Membership No. A69421

Registered Office:
72/B, BARAKHOLA KALIKAPUR, KOLKATA,
WEST BENGAL, INDIA, 700099
CIN: U29221WB2012PLC175825
Date: August 29, 2026
Place: Kolkata

SOTEFIN
BHARAT LIMITED

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

Item no.3
Prior to the listing of the Company's equity shares on the BSE SME Platform on July 23, 2026, the Board of Directors had appointed Mr. P. V. SUBRAMANIAN, Practicing Company Secretary, as the Secretarial Auditor of the Company for a block of five consecutive financial years beginning FY 2025-26 to FY 2029-30. Mr P. V. Subramanian has successfully completed and issued the Secretarial Audit Report for the first financial year of the block (FY 2025-26) prior to the listing event.
Consequent to listing, the Company has become subject to Regulation 24A of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015. The regulation mandates that a listed entity's Secretarial Auditor must be peer-reviewed and appointed with shareholder approval at the AGM for the fixed five-year period.
To align the pre-existing board appointment with post-listing SEBI compliance, approval/ ratification of the members is being sought by way of an Ordinary Resolution for the appointment and to authorize the Board of Directors to determine his remuneration and incidental expenses for the relevant financial years.
None of the Directors, Key Managerial Personnel of the Company, or their relatives are in any way concerned or interested financially or otherwise, in the resolution set out at Item No.3 of the Notice.
The Board recommends he Ordinary Resolution as set at Item No.3 of the Notice for approval by the members.

By Order of the Board of Directors
For Sotefin Bharat Limited

Sd/-
Biswajit Das
Company Secretary
ICSI Membership No. A69421

Registered Office:
72/B, BARAKHOLA KALIKAPUR, KOLKATA,
WEST BENGAL, INDIA, 700099
CIN: U29221WB2012PLC175825
Date: August 29, 2026
Place: Kolkata

SOTEFIN
BHARAT LIMITED

Annexure to the Notice of AGM

DETAILS OF DIRECTOR SEEKING RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2 on General Meetings]

Name of Director	**Mr. Arup Choudhuri**
DIN	03491600
Date of Birth	January 19, 1963
Age	63 years
Nationality	Indian
Date of Appointment Current designation	December 04, 2013 Chairman and Managing Director
Qualification	Bachelor's degree in Civil Engineering
Experience and Expertise in specific functional areas	Arup Choudhuri earned his Bachelor's degree in Civil Engineering from the University of Calcutta in 1988. He has served as a director at our company since 2013, bringing with him a wealth of experience from his previous role as vice president at Simplex Projects Limited. With over 25 years of expertise as a structural engineer, he is known for his innovative approach. In addition to his directorial responsibilities, he significantly contributes to our company in engineering design, project management, and the development of automated and mechanized parking solutions.
Terms & Conditions of appointment/re-appointment	Re-appointment in terms of Section152(6) of the Companies Act, 2013
Number of Meetings of the Board attended during the FY25-26	Attended all 16 Board meetings.
Remuneration last drawn	Rs 51.00 Lakhs p.a.
Directorships in other listed entities as on March 31,2026	NIL

Fulmoni Apartment
72/B Barakhola, Kalikapur,
Kolkata- 700099.
Tel: +91-70440 18485
www.sotefinbharat.com
info@sotefinbharat.com
CIN: U29221WB2012PLC175825

Listed entities from which the Director has resigned in the past three years	Not applicable
Membership of any Committees of the other listed entities as on March 31, 2026	NIL
Shareholding in the company	NIL
Relationship between directors inter-se	NIL

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CIN: U29221WB2012PLC175825

DIRECTORS' REPORT TO THE MEMBERS OF
SOTEFIN BHARAT LIMITED
(formerly known as: Sotefin Bharat Private Limited)

Your Directors are pleased to present herewith their 14th Annual Report together with the audited statements of account of the Company for the financial year ended 31st March, 2026.

1. CONVERSION OF STATUS OF THE COMPANY FROM "PRIVATE LIMITED" to "LIMITED".

Your Company is engaged in the business of manufacturing Automatic Car Parking Systems and providing services in that field since its inception in the year 2012. It has executed many large projects including Government Projects during its journey of 14 years and has gained goodwill and strong foothold in this line of business. Your Directors desired to effectively position the Company's brand all over India and, therefore, after receiving the members' approval followed by the requisite approval obtained from the Ministry of Corporate Affairs ("MCA"), have changed the Company's status from a "Private Limited Company" to a "Limited Company". This change in the name and status of the Company has become effective from November 28, 2025 upon issuance of a Fresh Certificate of Incorporation by MCA in the new name, SOTEFIN BHARAT LIMITED.

2. FINANCIAL RESULTS

An extract of the financial result is provided below:-

Sl. No.	Particulars	Figures for the Current Year (2025-26) (Rupees Lacs)	Figures for the Current Year (2024-25) (Rupees Lacs)
1.	Income from Service / Sales	11,674.65	9,377.65
2.	Less: Total Expenditure	9,026.53	7,760.23
3.	Operating Profit	2,648.12	1,617.42
4.	Add: Interest and Other Income	147.98	170.27
5.	Profit before Depreciation and Taxes	2,796.10	1,787.69
6.	Less: Depreciation	225.59	25.99
7.	Profit before Taxes	2,570.51	1,761.70
8.	Less: Provision for Taxation (net)	803.35	529.91
9.	(Less)/Add: Provision for Deferred Taxation	4.13	(3.97)
10.	(Short) / Excess Provision of Tax	(35.71)	0.00
11.	Profit after Taxes	1,735.58	1,227.81
12.	Balance brought down from previous year	2,974.02	1,746.21
13.	Balance carried forward to Balance Sheet	4,709.60	2,974.02

3. DIVIDEND

Your Board has decided to plough back the surplus into the business for future development and has, therefore, not recommended any dividend for the FY ended March 31, 2026.

4. TRANSFER TO RESERVE

Your Board does not propose to transfer any amount to the General Reserve.

5. MATERIAL CHANGES AND COMMITMENTS OCCURING AFTER THE END OF FINANCIAL YEAR

No material changes and/or commitments affecting the financial position of the Company occurred between the end of the financial year to which the attached financial statements relate to and the date of this report.

6. WEBSITE

Your Company has a website: ***https://www.sotefinbharat.com*** highlighting its various activities and policies, so that your Company can be reached by everybody online.

7. QUALITY ASSURANCE CERTIFICATION (ISO 9001: 2015 Registration)

Your Directors are pleased to state that your Company is a proud recipient of the QA Certificate (No.IN19/06028) corresponding to ISO.9001:2015. This assures our customers of quality services and products being provided by the Company.

The company is already in the process of applying for obtaining certificate corresponding to ISO : 27001

8. CONSERVATION OF ENERGY

Your Company's operations do not involve high level of energy consumption and there are no major areas where energy conservation measures could be meaningfully taken. However, efforts to conserve and optimize the use of energy through improved operational methods and other means are being practiced.

9. TECHNOLOGY ABSORPTION

The Company does not have any technical collaboration arrangement.

10. FOREIGN EXCHANGE EARNINGS AND OUTGO

Earning in foreign exchange during the year was to the tune of Rs. 1.72 Lacs on account of export of parking system and Outgo in foreign exchange during the year amounted to Rs. 2647.35 Lacs on account of purchase of raw materials and travelling expenses.

11. DEPOSITS

The Company has not accepted any deposits from public.

12. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE

There were no loans, guarantees or investments made by the Company under Section 186 of the Companies Act, 2013 during the year under review and hence the said provision is not applicable.

13. RELATED PARTY TRANSACTIONS

All related party transactions that were entered into during the financial year ended March 31, 2026, were on an arm's length basis and were in the ordinary course of business. Therefore, the provisions of Section 188 of the Companies Act, 2013 were not attracted.

However, the disclosure of transactions with related parties for the financial year is given in Note no. 33 to the Balance Sheet, i.e. as per Accounting Standard-18.

There are no materially significant related party transactions during the financial year made by the Company; thus, disclosure in Form AOC-2 is not required.

14. SHARES

a. The Company's Authorized Share Capital was increased on 10.05.2025 from Rs. 1,20,00,000 to Rs. 25,00,00,000 divided into 2,50,00,000 equity shares of Rs.10/- each; .
b. 6,31,943 fully paid up equity shares of Rs.10/- each were issued and allotted on 11.11.2025 on preferential allotment basis;

c. 1,15,71,240 fully paid up equity shares of Rs.10/- each were issued and allotted on 24.06.2025 as bonus shares in the ratio of 10 equity shares for every 1 share held;
c. The Company has not bought back any of its shares during the year under review;
d. The Company has not issued shares with differential voting rights during the year under review;
e. The Company has not issued any Sweat Equity Shares during the year under review; and
f. The Company has not provided any Stock Option Scheme to the employees.

15. Initial Public Offering (IPO) & Filing of DRHP

During the year under review, with a view to fueling your Company's next phase of growth and unlocking shareholder value, your Company initiated the process for an Initial Public Offering (IPO) of its equity shares. In furtherance of this objective, the Company filed its Draft Red Herring Prospectus (DRHP) with the BSE Limited (the designated Stock Exchange) on December 30, 2025. Your Directors are pleased to inform you that the Company has subsequently received the final observations/approval from the Stock Exchange on [Insert Date of Approval]. The Company is currently taking necessary steps, in consultation with the Book Running Lead Managers (BRLMs), to launch the public issue at an opportune time, subject to prevailing market conditions and other regulatory requirements.

15. POLICY ON RISK MANAGEMENT

The Company does not have a Risk Management Policy as the elements of risk threatening the Company's existence are minimal.

16. CSR INITIATIVES

During the FY under report your Company has initiated CSR activities by making a contribution of Rs. 10.00 Lacs to Prime Minister's National Relief Fund. Your company has created a provision of Rs.18.85 Lacs in the financial statements for the FY 2025-26 as Expenditure on suitable CSR Projects and Programs to be identified by the Board at a later date.

17. DIRECTORS & KMPs

While the requirements outlined in Section 149 of the Companies Act, 2013 ("Act") regarding the appointment of Independent Directors are not currently applicable to your Company, the Board of Directors decided to prioritize sound corporate governance practices. To this end, your Board has appointed Mr. Sitaram Janardan Kunte (DIN: 02670899), Mr. Durga Shanker Mishra (DIN: 02944212), and Mr. Giriraj Prasad Garg (DIN: 08923522) as Independent Directors during the year under review, and their appointments were also approved by the shareholders at the last AGM of the Company held on 26.09.2025.

The Company has received necessary declarations from all Independent Directors of the Company in accordance with the provisions of Section 149(7) of the Act confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Act.

Presently, the Board of Directors/ KMPs of your Company comprise of:-

Sl. No.	Name of the Director	Designation
1	Mr Arup Kumar Chaudhuri	Chairman & Managing Director
2	Mr Jignesh Pravinchandra Shah	Whole-time Director
3	Dr (Mrs) Monalisa Ghosh	Whole-tine Director

4	Mr. Sitaram Janardan Kunte	Independent Director
5	Mr. Durga Shanker Mishra	Independent Director
6	Mr. Giriraj Prasad Garg	Independent Director
7	Mrs. Jaya Sengupta	Chief Financial Officer
8	Mr Biswajit Das	Company Secretary

18. BOARD MEETINGS HELD

During the financial year ended 31st March 2026, 16 (sixteen) meetings of the Board of Directors of the Company were held, viz., on-

03/04/2025, 28/04/2025, 07/05/2025, 19/05/2025, 25/06/2025, 01/08/2025, 04/09/2025, 26/09/2025, 29/10/2025, 31/10/2025, 11/11/2025, 08/12/2025, 20/12/2025, 26/12/2025, 30/12/2025 & 30/01/2026 respectively.

19. COMMITTEES OF THE BOARD

In compliance with the provisions of the Companies Act, 2013, the Board has constituted the following committees:-

A. Audit Committee:

The Audit Committee, duly constituted to perform the roles and functions as mandated under the Act, comprises the following four (4) Directors.

Name of the Member	Designation	Category
Mr. Girraj Prasad Garg	Chairperson	Independent Director
Mr. Durga Shanker Mishra	Member	Independent Director
Mr. Sitaram Janardan Kunte	Member	Independent Director
Mr. Arup Kumar Choudhuri	Member	Managing Director

During the year, the Committee met twice on 13/12/2025 and 26/12/2025 respectively.

Note: The Board has accepted all recommendations made by the Audit Committee during the financial year.

B. Nomination and Remuneration Committee (NRC):

The NRC is constituted to oversee the appointment and remuneration of Directors and KMPs. The Committee comprises the following four (4) Directors.

Name of the Member	Designation	Category
Mr. Sitaram Janardan Kunte	Chairperson	Independent Director
Mr. Girraj Prasad Garg	Member	Independent Director
Mr. Durga Shanker Mishra	Member	Independent Director
Mr. Arup Kumar Choudhuri	Member	Managing Director

During the year, the Committee met once on 31/03/2026.

C. Shareholders Relationship Committee (SRC):

The SRC is constituted to look into the mechanism of redressal of grievances of shareholders. The Committee comprises of the following three (3) Directors.

Name of the Member	Designation	Category
Mr. Durga Shanker Mishra	Chairperson	Independent Director
Mr. Girraj Prasad Garg	Member	Independent Director
Mr Jignesh Pravinchandra Sanghavi	Member	Whole-time Director

The Committee did not have any occasion to meet during the FY 2025-26.

D. Corporate Social Responsibility Committee (CSR Committee):

The CSR Committee is constituted to formulate and monitor the CSR Policy of the Company. he Committee comprises of the following three (3) Directors.

Name of the Member	Designation	Category
Mr. Arup Kumar Choudhuri	Chairperson	Managing Director
Dr. Monalisa Ghosh	Member	Whole-time Director
Mr. Durga Shanker Mishra	Member	Independent Director

During the year, the Committee met once on 31/03/2026.

20. RETIREMENT BY ROTATION

In accordance with the provisions of section 152 of the Act read with rules made there under read with the Articles of Association of the Company, Mr Arup Kumar Chaudhuri (DIN: 03491600) is liable to retire by rotation at the ensuing Annual General Meeting and is eligible for re-appointment.

21. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to clause (c) of sub-section (3) and sub-section (5) of section 134 of the Companies Act, 2013, your Directors confirm that:

(a) in the preparation of the annual accounts, the applicable accounting standards have been followed;

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

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

(d) the directors have prepared the annual accounts on a going concern basis;

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

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

22. COMPLIANCE WITH SECRETARIAL STANDARD

The Company has complied with the applicable Secretarial Standards (as amended from time to time) on meetings of the Board of Directors and Meetings of Shareholders (EGM/AGM) i.e. SS-1 and SS-2 issued by The Institute of Company Secretaries of India and approved by Central Government under section 118(10) of the Companies Act, 2013.

23. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

Your Company does not have any Subsidiary, Joint Venture or Associate Company.

24. AUDITORS AND AUDITORS' REPORT

STATUTORY AUDITORS

The Members of the Company at the Annual General Meeting held on 26th September, 2025 approved the appointment of M/s. S. S. KOTHARI MEHTA & CO. LLP., as Statutory Auditors of the Company for a period of five years commencing from the conclusion of the 13th AGM until conclusion of the 18th AGM to be held in 2030.

No frauds have been reported by the Statutory Auditors during the financial year 2025-2026 pursuant to the provisions of section 143(12) of the Act.

The Auditors' Report on the Financial Statements of the Company for FY 2025-2026 does not contain any qualification, reservation or adverse remarks and forms part of the Annual Report.

SECRETARIAL AUDITOR & SECRETARIAL AUDIT REPORT

The Board of Directors has appointed Mr P V Subramanian, Practicing Company Secretary, Kolkata, to undertake the Secretarial Audit of the Company for the Financial Years 2025-26 to 2029-30.

The Report of Secretarial Audit in Form MR-3, in accordance with section 204 of the Companies Act, 2013 is annexed herewith and marked as "Annexure-A".

25. PARTICULARS OF EMPLOYEES

The Company does not have any employee requiring disclosure of remuneration drawn by them as prescribed under the provisions of section 197(12) of the Act read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

26. PREVENTION OF SEXUAL HARRASMENT AT WORK PLACE

The Company has zero tolerance towards any action on the part of any executive / staff which may fall under the ambit of 'Sexual Harassment' at workplace, and is fully committed to uphold and maintain the dignity of every women executive / staff working in the company. The following is a summary of Sexual Harassment complaints received and disposed of during the financial year 2025-26

(a) number of complaints received in the year: NIL;
(b) number of complaints disposed of during the year: NIL; and
(c) number of cases pending for more than ninety days: NIL.

27. ESTABLISHMENT OF VIGL MECHANISM

Pursuant to the provisions of Section 177(9) of the Companies Act, 2013, read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014, the Company has adopted Vigil

(c) number of cases pending for more than ninety days: NIL.

27. COMPLIANCE WITH THE MATERNITY BENEFIT ACT, 1961

The Company is in compliance with the provisions of the Maternity Benefit Act, 1961, including all applicable amendments and rules framed thereunder.

28. ANNUAL RETURN

Pursuant to section 92(3) of the Companies Act, 2013 read with section 134(3)(a) of the Act, the Annual Return as on March 31, 2026 will be made available on the Company's website at ***https://www.sotefinbharat.com*** in due course.

29. OTHER DISCLOSURES

During the year under review, there has been no material change in the nature of business of the Company.

During the year under review, no significant/ material orders were passed by the regulators or the Courts or the Tribunals impacting the going concern status and the Company's operations in future.

There are no proceedings, either filed by the Company or filed against the Company pending under the Insolvency and Bankruptcy Code, 2016, as amended, before the National Company Law Tribunal or other Courts as at the end of the Financial Year 2025-2026.

30. FUTURE PROSPECT

Barring unforeseen circumstances your directors are optimistic of achieving significant expansion in the company's business in the future years to follow.

31. APPRECIATION AND ACKNOWLEDGMENT

The Directors acknowledge with gratitude the co-operation and assistance received from the Company's bankers and other business associates, central and state government departments and statutory authorities. Directors also wish to thank the shareholders for their continued support to the Company and also appreciate the trust reposed by them on the management. The Board also expresses its appreciation for the support extended by the employees at all levels.

For & On behalf of the Board

Arup Kumar Choudhuri
Chairman & Managing Director
DIN – 03491600

Monalisa Ghosh
Executive Director
DIN - 03491551

Place : Kolkata
Dated : 25th June, 2026.

P. V. SUBRAMANIAN
B.Com., LL.B., ACS.
Company Secretary in Whole-time Practice

"Aspirations Orchid"
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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,
Sotefin Bharat Limited.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Sotefin Bharat Limited** (hereinafter called "**the Company**"). Secretarial Audit was conducted in a manner that provided me a reasonable basis of evaluating the corporate conducts / statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that, in my opinion, the Company, during the audit period covering the financial year ended on 31st March, 2026, has 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:-

1. I have examined the books, papers, minute books, forms and returns filed and other records maintained by **Sotefin Bharat Limited** ('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; and

   (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.

2. Provisions of the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') were ***not applicable*** to the Company during the financial year under report:-

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

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

(c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

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

(f) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;

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

(h) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and The Securities and Exchange Board of India (Issue and Listing of Non-convertible Securities Regulations, 2021; and

(i) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021. .

3. The Company is engaged in the business of manufacturing Automatic Car Parking Systems and providing services in that field since its inception in the year 2012. As informed by the management, there are no Industry-Specific Laws applicable to the Company for the conduct of its business.

4. I have relied on the representation made by the Company and its Officers for systems and mechanism formed by the Company for compliances under general laws applicable to the Company and, therefore, I have not covered any matter related to any other law which may be applicable to the Company except the aforementioned corporate laws of the Union of India.

5. I have also examined compliance with the applicable clauses of the Secretarial Standards with respect to board and general meetings issued by the Institute of Company Secretaries of India.

6. The Company has not entered into any Listing Agreement with any of the Stock Exchanges and, being an unlisted entity, is not required to comply with any requirement in this regard.

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

8. I further report that:

(i) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Woman Director. Proper processes relating to change in the composition of the Board of Directors were carried out during the year under report;

(ii) Adequate notices were given to all directors to schedule the Board Meetings. Agenda and notes on agenda were sent in advance and further information and clarifications on the pagenda items for meaningful participation at the meetings; and

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(iii). Decisions at the Board Meetings, as informed by the management, were taken unanimously. No dissenting views were expressed by any Board member on any of the subject matters discussed that were required to be captured and recorded as part of the minutes.

9. I further report that, as represented by the Company and relied upon by me, there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

10. I further report that during the audit period the Company had the following specific events, namely:-
a) The Company's Authorized Share Capital was increased on 10.05.2025 from Rs. 1,20,00,000 to Rs. 25,00,00,000 divided into 2,50,00,000 equity shares of Rs.10/- each;
b) 6,31,943 fully paid up equity shares of Rs.10/- each were issued and allotted on 11.11.2025 on preferential allotment basis; and
c) 1,15,71,240 fully paid up equity shares of Rs.10/- each were issued and allotted on 24.06.2025 as bonus shares in the ratio of 10 equity shares for every 1 share held;

11. This report is to be read with my letter of even date which is annexed as **Appendix-I** and forms an integral part of this report.

P. V. Subramanian

Place: Kolkata

Date: June 25, 2026

(P V SUBRAMANIAN)
Company Secretary in Whole-time Practice
ACS No.: 4585/ CP.No.: 2077
PRC No.: 1613/2021
UDIN:A004585H000682482

P. V. SUBRAMANIAN
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Appendix-I
(To the Secretarial Audit Report to the Members of Sotefin Bharat Limited for the financial year ended 31st March, 2026)

To,
The Members,
Sotefin Bharat Limited.

My Secretarial Audit Report for the financial year ended 31/03/2026 of even date is to be read along with this letter.

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

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

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

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

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

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

Place: Kolkata

Date: June 25, 2026

P. V. SUBRAMANIAN ★ Company Secretary C.P.-2077 ★ 4, Naktala Road, Kolkata-47 ★

P. V. Subramanian

(P V SUBRAMANIAN)
Company Secretary in Whole-time Practice
ACS No.: 4585/ CP.No.: 2077
PRC No.: 1613/2021
UDIN:A004585H000682482

INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF SOTEFIN BHARAT LIMITED (Formerly Known as Sotefin Bharat Private Limited and Sotefin Parking Private Limited)

Report on the Audit of Financial Statements

Opinion

We have audited the accompanying financial statements of **Sotefin Bharat Limited (Formerly Known as Sotefin Bharat Private Limited and Sotefin Parking Private Limited)** ("the Company"), which comprise the Balance sheet as at March 31, 2026, the Statement of Profit and Loss and Cash Flow Statement for the year then ended and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

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

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act, 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 (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act, and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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

The Company's Board of Directors is responsible for the preparation of other information. The other information comprise the information included in the Board's Report including Annexures to Board's Report, and Shareholder's Information, 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 will not express any form of assurance or 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 during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.



Management's Responsibility for the Financial Statements

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

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

Those 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 also:

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

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

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



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

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

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

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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 Section 143(11) of the Act, we give in "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. As required by Section 143(3) of the Act, 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 purpose of our audit;

(b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books account except for the matters stated in the paragraph (i) vi below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

(c) In our opinion, the financial statements dealt with by 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;



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

(f) The modification relating to the maintenance of accounts and other matters therewith are as stated in the paragraph 2(b) above on reporting under Section 143 (3) (b) of the Act and paragraph (i) vi. below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014

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

(h) 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

(i) 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 has disclosed the impact of pending litigations as at March 31, 2026 on its financial position in its financial statements – Refer Note 34 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.

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

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



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

v. The Company has not declared or paid any dividend during the year ended March 31, 2026.

vi. Based on our examination which included test checks, the company has used an accounting software for maintaining its books of accounts which doesn't have a feature of recording audit trail (edit log) facility and the same has not operated throughout the year, for all transactions during the year. Since there is no audit trail feature, the question of tempering & preserving of audit trail doesn't arise.

For **S S Kothari Mehta & Co. LLP**
Chartered Accountants
Firm Reg. No. 000756N/N500441



Jalaj Soni
Partner
Membership No.: 528799
UDIN: 26528799UHCHUP8184
Place: New Delhi
Date: May 5, 2026

"Annexure A" to the Independent Auditor's Report

(As referred in paragraph 'Report on Other Legal and Regulatory Requirements 'of our report to the members of **Sotefin Bharat Limited (Formerly Known as Sotefin Bharat Private Limited and Sotefin Parking Private Limited)** on the accounts for the year ended March 31, 2026)

i. In respect of the Company's Property, Plant and Equipment and intangible assets:

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

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) The Company has a regular program of physical verification of its Property, Plant and Equipment which in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. In accordance with this program, all major items of Property, Plant and Equipment were physically verified by the management during the year and no material discrepancies were noticed on such verification as compared to the books of account

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of the immovable properties (Other than properties where the Company is the lessee and the lease agreement are duly executed in favour of the lessee) are held in the name of the Company.

(d) The Company has not revalued any of its Property, Plant and Equipment and intangible assets during the year.

(e) Based on the information and explanations furnished to us, no proceedings have been initiated during the year or are pending against the Company as at March 31, 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder and accordingly no disclosure is required in the Company's financial statements.

ii. (a) The inventory has been physically verified by the management at reasonable interval during the year. In our opinion, the frequency of verification is reasonable. In respect of inventory lying with third parties, these have substantially been confirmed by them. The discrepancies noticed on such physical verification of inventory as compared to book records were not 10% or more in aggregate for each class of inventory.

(b) During the year, the Company has been sanctioned working capital limits in excess of Rs. 5 crore, in aggregate, from banks on the basis of security of current assets. The Company has filed quarterly returns or statements with such banks, which are in agreement with the books of accounts other than those as set out below:



Quarter Ended	Name of bank	Particular of Securities Provided	Amount as reported in the quarterly return/ statement(in lakhs)	Amount as per books of account (in lakhs)	Amount of difference (in lakhs) Excess/(Short)	Reason for material discrepancies
Jun-25	ICICI Bank	Raw Material	1,080.59	757.92	322.67	Refer Note below
		Sundry Debtors	6,113.86	5,696.61	417.25	
		Sundry Creditors	2,060.03	1,959.47	100.56	
		Cumulative Sales Upto Date	4,120.88	3,146.98	973.90	
		Cumulative Purchase Upto Date	1,144.95	1,084.40	60.55	
Sep-25		Sundry Debtors	3,424.39	3,505.87	(81.48)	
		Sundry Creditors	936.79	1,112.93	(176.14)	
		Cumulative Sales Upto Date	4,749.09	3,401.10	1,347.99	
		Cumulative Purchase Upto Date	2,472.13	1,471.46	1,000.67	
Dec-25		Raw Material	1,531.39	1,101.09	430.30	
		Sundry Debtors	5,267.34	5,326.59	(59.25)	
		Sundry Creditors	1,388.02	1,457.05	(69.03)	
		Cumulative Sales Upto Date	8,774.56	6,698.70	2,075.86	
		Cumulative Purchase Upto Date	4,535.64	2,881.93	1,653.71	

Note - Above differences are on account of period ended book closure accounting entries being recorded subsequent to submission of statements to the bank, which is prepared on the basis of provisional financial information {Refer note 7 (ix) of financial statements}

S S KOTHARI MEHTA & CO. LLP NEW DELHI Chartered Accountants

iii. (a) According to the information and explanations given to us and based on examination of books of the Company, during the year the Company has provided loans, advances in the nature of loans, guarantee and security as follows:

(Amount in lakhs)

Particulars	Guarantees	Security	Loans	Advances in nature of loans
Aggregate amount granted/ provided during the year				
(i) Subsidiaries	-	-	-	-
(ii) Joint Ventures	-	-	-	-
(iii) Associates	-	-	-	-
(iv) Other entities	-	-	34.00	-
Balance outstanding as at balance sheet date in respect of above cases				
(i) Subsidiaries	-	-	-	-
(ii) Joint Ventures	-	-	-	-
(iii) Associates	-	-	-	-
(iv) Other entities	-	-	Nil	-

(b) In respect of grant of loans during the year, the terms and conditions are prima facie not prejudicial to the Company's interest.

(c) In respect of loans granted, the schedule of repayment of principal and payment of interest has been stipulated and the repayment of principal amounts and receipts of interest has been regular as per stipulation.

(d) There are no amounts which are overdue for more than ninety days in respect of above-mentioned loans granted.

(e) There were no loans granted which was fallen due during the year, that have been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties

(f) The Company has not granted any 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 Act in respect of loan and investment made, guarantees provided by the Company, as applicable.

v. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from public and consequently, the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other provision of the Companies Act and the rules framed there under are not applicable to the Company. Accordingly, the provisions of clause 3 (v) of the Order is not applicable to the Company.

S.S. KOTHARI MEHTA & CO. LLP NEW DELHI Chartered Accountants

vi. The maintenance of cost records has not been specified by the Central Government under sub- section (1) of section 148 of The Companies Act,2013 for the business activities carried out by the Company. Hence, reporting under clause 3 (vi) of the Order is not applicable to the Company.

vii. (a) According to the information and explanations given to us and on the basis of our examinations of the Books of Account, undisputed Statutory dues, including Goods and Services Tax, provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and any other material statutory dues applicable to the Company have been regularly deposited with the appropriate authorities.

There were no undisputed amounts outstanding in respect of Goods and Services Tax, provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues in arrears as at March 31, 2026 for a period of more than six months from the date they became payable.

(b) According to the records and information and explanations given to us, there are no dues in respect of statutory dues referred to in vii (a) above which have not been deposited on account of any dispute except as given below :-

Name of Statue	Nature of Dues	Period (F.Y.) to which the amount relates	Amount demanded (Excluding Interest & Penalty) (Rs. In lakhs)	Amount Paid (Rs. in lakhs)	Forum where dispute is pending
Goods and Service Tax	Goods and Service Tax	2020-21	20.21	13.37	GST officer

viii. According to the information and explanations given to us and the records of the Company examined by us, there are no transactions in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

ix. a) According to the information and explanation given to us, and the procedure performed by us, the Company has not defaulted in repayment of loans or other borrowing or in payment of interest thereon to any lender.

b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

c) According to the information and explanation given to us, and the procedure performed by us, the term loans have been applied, on an overall basis, for the purposes for which they were obtained.

d) According to the information and explanation given to us, and the procedure performed by us, and on overall examination of the financial statements of the Company, we report that the funds raised on short term basis are not utilised for long term purposes.

S.S. KOTHARI MEHTA & CO. LLP NEW DELHI

e) According to the information and explanation given to us, and the procedure performed by us, and on overall examination of the financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiary.

f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiary.

x. (a) According to the information and explanations given to us, the Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year. Hence, the requirement to report on clause (x)(a) of the order is not applicable to the Company.

(b) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has made private placement of shares during the year. Based on our examination of records and information and explanations provided to us, we observed that the requirements of Section 42 of the Companies Act, 2013 have been fully complied with and fund raised have been used for the purposes for which funds were raised.

xi. (a) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, we have neither come across any instance of fraud by the Company or on the Company being noticed or reported during the year, nor have we been informed of such case by the management.

(b) According to the information and explanations given to us, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

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

xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Therefore, the provisions of clause 3 (xii) of the Order is not applicable to the Company.

xiii. According to the information and explanations given to us and based on examination of records of the Company along with based on the ratification/approval received from the audit committee subsequent to the year ended March 31, 2026, transactions with the related parties are in compliance with Section 177 and Section 188 of the Act, where applicable and the details of such transactions have been disclosed in the financial statements as required under Accounting Standard (AS 18), Related Party Disclosures specified under section 133 of the Companies Act, 2013.

xiv. According to the information and explanation provided to us and based on examination of records of the Company, Internal Audit is not applicable on the Company. Therefore, the provisions of clause 3(xiv) of the Order is not applicable to the company.



xv. According to the information and explanations given to us and based on examination of records, the Company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order is not applicable to the Company.

xvi.

(a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, paragraph 3(xvi)(a), (b) & (c) of the Order are not applicable.

(b) According to the information and explanations given to us and based on our examination of the records of the Company, the company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (COR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934. Accordingly, this clause of the Order is not applicable.

(c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company. Accordingly, this clause 3 (xvi)(c) of the Order is not applicable.

(d) In our opinion and according to the information and explanations given to us, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

xvii. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not incurred cash losses in the current and in the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors during the year.

xix. On the basis of the financial ratios disclosed in note no. 40, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx. (a) The Company has not transferred the amount remaining unspent in respect of other than ongoing projects, to a Fund specified in Schedule VII to the Companies Act, 2013 till the date of our report. However, the time period for such transfer i.e. six months of the expiry of the financial year as permitted under the second proviso to sub-section (5) of section 135 of the Act, has not elapsed till the date of our report.



(b) According to the information and explanation provided to us, the Company has not undertaken any ongoing project during the year. Accordingly, reporting under clause 3(xx)(b) of the Order is not applicable for the year

For **S S Kothari Mehta & Co.LLP**
Chartered Accountants
Firm Reg. No. 000756N/N500441



Jalaj Soni
Partner
Membership No.: 528799
UDIN: 26528799UHCHUP8184
Place: New Delhi
Date: May 5, 2026

"Annexure B" to the Independent Auditor's Report

(Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of **Sotefin Bharat Limited ((Formerly Known as Sotefin Bharat Private Limited and Sotefin Parking Private Limited)** of even date)

Report on the Internal Financial Controls with Reference to Financials Statements Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of **Sotefin Bharat Limited ((Formerly Known as Sotefin Bharat Private Limited and Sotefin Parking Private Limited)** ("the Company") as of March 31, 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

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

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



Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India

For **S S Kothari Mehta & Co. LLP**
Chartered Accountants
Firm Reg. No. 000756N/N500441



Jalaj Soni
Partner
Membership No.: 528799
UDIN: 26528799UHCHUP8184
Place: New Delhi
Date: May 5, 2026

Sotefin Bharat Limited
(Formerly known as Sotefin Bharat Private Limited and Sotefin Parking Private Limited)
Corporate Identity Number (CIN) - U29221WB2012PLC175825
Balance Sheet as at March 31, 2026
All amounts are in Indian Rs. In Lacs unless otherwise stated

Particulars	Note No.	As on March 31, 2026	As on March 31, 2025
EQUITY AND LIABILITIES			
(1) Shareholders' Funds			
(a) Share Capital	3	1,336.03	115.71
(b) Reserves and Surplus	4	7,056.53	5,536.68
		8,392.56	**5,652.39**
(2) Non-current Liabilities			
(a) Long-term Borrowings	5	398.79	312.05
(b) Long-term Provisions	6	51.71	43.61
		450.50	**355.66**
(3) Current Liabilities			
(a) Short-term Borrowings	7	2,001.96	903.65
(b) Trade Payables			
Total Outstanding dues of Micro and Small Enterprises	8	527.42	124.40
Total Outstanding dues of Creditors other than Micro and Small Enterprises	8	446.60	1,992.79
(c) Other Current Liabilities	9	601.26	558.32
(d) Short-term Provisions	10	486.13	286.31
		4,063.37	**3,865.47**
TOTAL		**12,906.43**	**9,873.52**
ASSETS			
(1) Non-current Assets			
(a) Property, Plant & Equipment			
(i) Tangible Assets	11	3,185.80	1,294.88
(ii) Intangible Assets	12	22.99	12.95
(iii) Capital Work in Progress	13	235.89	1,154.09
(iv) Intangible Assets Under Development	14	32.49	-
(b) Deferred Tax Assets (Net)	15	9.45	5.32
(c) Other Non-Current Assets	16	131.07	51.00
(d) Long-term Loans and Advances	17	82.84	99.53
		3,700.53	**2,617.77**
(2) Current Assets			
(a) Inventories	18	912.37	854.53
(b) Trade Receivables	19	7,512.99	5,613.38
(c) Short-term Loans and Advances	20	-	9.33
(d) Cash and Bank Balances	21	75.69	109.83
(e) Other Current Assets	22	704.85	668.68
		9,205.90	**7,255.75**
TOTAL		**12,906.43**	**9,873.52**

Significant Accounting Policies 2
Accounting Notes to Financial Statements 3-46

S S Kothari Mehta & Co. LLP
Chartered Accountants
Firm's Registration Number: 000756N/N500441

Jalaj Soni
Partner
Membership Number 524691
Place: New Delhi
Date: May 5, 2026

For and on behalf of Sotefin Bharat Limited (Formerly known as Sotefin Bharat Private Limited and Sotefin Parking Private Limited)

Arup Kumar Choudhuri
Managing Director
DIN - 03491600
Place: Kolkata
Date: May 5, 2026

Monalisa Ghosh
Executive Director
DIN - 03491551
Place: Kolkata
Date: May 5, 2026

Jaya Sengupta
Chief Financial Officer
Place Kolkata
Date: May 5, 2026

Biswajit Das
Company Secretary
Membership Number A69421
Place Kolkata
Date: May 5, 2026

Sotefin Bharat Limited
(Formerly known as Sotefin Bharat Private Limited and Sotefin Parking Private Limited)
Corporate Identity Number (CIN) - U29221WB2012PLC175825
Statement of Profit & Loss for the year ended March 31, 2026
All amounts are in Indian Rs. In Lacs unless otherwise stated

	Particulars	Note No.	For the year ended March 31, 2026	For the year ended March 31, 2025
	INCOME			
I.	Revenue from Operations	23	11,674.65	9,377.65
II.	Other Income	24	147.98	170.27
	Total Revenue		**11,822.63**	**9,547.92**
III.	**EXPENSES**			
	Cost of Material Consumed	25	4,572.85	2,747.03
	Civil & Installation Expenses	26	2,849.05	3,547.13
	Employee Benefit Expenses	27	770.38	568.82
	Finance Costs	28	222.76	200.10
	Depreciation and Amortisation	12 & 13	225.59	25.99
	Other Expenses	29	611.49	697.15
	Total Expenses		**9,252.12**	**7,786.22**
IV.	**Profit Before Tax**		**2,570.51**	**1,761.70**
V.	**Tax Expense :**			
	1) Current Tax		(803.35)	(529.91)
	2) Short / (Excess) Provision of Tax in respect of earlier years		(35.71)	-
	3) Deferred Tax Credit / (Charge)	6	4.13	(3.97)
			(834.93)	**(533.89)**
VI.	**Profit / (Loss) After Tax**		**1,735.58**	**1,227.81**
	Basic & Diluted Earnings per Equity Share of Rs. 10/- each		**13.38**	**9.68**

Significant Accounting Policies 2
Accounting Notes to Financial Statements 3-46

S S Kothari Mehta & Co. LLP
Chartered Accountants
Firm's Registration Number 000756N/N500441

Jalaj Soni
Partner
Membership Number 128879
Place: New Delhi
Date: May 5, 2026

For and on behalf of Sotefin Bharat Limited (Formerly known as Sotefin Bharat Private Limited and Sotefin Parking Private Limited)

Arup Kumar Choudhuri
Managing Director
DIN - 03491600
Place: Kolkata
Date: May 5, 2026

Monalisa Ghosh
Executive Director
DIN - 03491551
Place: Kolkata
Date: May 5, 2026

Jaya Sengupta
Chief Financial Officer
Place Kolkata
Date: May 5, 2026

Biswajit Das
Company Secretary
Membership Number A69421
Place Kolkata
Date: May 5, 2026

Sotefin Bharat Limited
(Formerly known as Sotefin Bharat Private Limited and Sotefin Parking Private Limited)
Statement of Cash Flow for the year ended March 31, 2026
Corporate Identity Number (CIN) - U29221WB2012PLC175825
All amounts are in Indian Rs. In Lacs unless otherwise stated

	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
A.	**Net Profit / (Loss) Before Tax**	**2,570.51**	**1,761.70**
	Adjustment For Non Cash, Non Operating Items		
	Depreciation and Amortisation	225.59	25.99
	Interest on Fixed Deposit	(13.55)	(13.96)
	Balances Written Back	(15.81)	(88.41)
	Prior period exp	-	(40.64)
	Interest on Security Deposit	-	(0.10)
	Lease Equalisation Reserve	0.70	1.32
	Provision for Security Deposit	22.22	-
	Provision for Trade Receivables	52.41	-
	Profit on sale of car	(2.11)	-
	Bad Debts	-	40.02
	Balances Written off	22.99	5.32
	Assets Written off	0.70	-
	Unrealised Foreign Exchange Gain	116.76	-
	Finance Costs	222.76	200.10
		3,203.17	**1,891.34**
	Operating Profit Before Adjustment For Working Capital Changes		
	Adjustment For Working Capital Changes		
	Decrease/(Increase) Trade Receivables	(2,103.88)	(1,979.16)
	Decrease/(Increase) Inventory	(57.85)	(339.14)
	Decrease/(Increase) Other Current Assets	(55.98)	(153.08)
	Increase/(Decrease) in Trade Payables	(1,115.18)	1,175.63
	Increase/(Decrease) in Long-term Provisions	8.10	(9.46)
	Increase/(Decrease) in Short-term Provisions	0.48	0.90
	Increase/(Decrease) Other Current Liabilities	46.01	183.08
	Cash Generated From Operation	**(75.13)**	**770.11**
	Less: Income tax paid	(639.76)	(345.75)
	Net Cash Flow From Operating Activities (A)	**(714.89)**	**424.36**
B.	**Cash Flow From Investing Activities**		
	Interest Income	11.14	10.68
	Purchase of Property, Plant & Equipment	(964.95)	(342.88)
	Addition to Capital Work in progress and Capital advance given	(219.20)	(990.46)
	Addition to Intangible Assets under Development	(32.49)	-
	Purchase of Intangible Assets	(16.89)	(12.78)
	Proceeds from Exchange/Sale of Old Assets	4.33	-
	Loan Given to Related Party	(34.00)	(9.33)
	Loan Repayment from Related Party	43.33	-
	Fixed Deposits made	(45.73)	-
	Fixed Deposits matured	-	48.79
	Net Cash Flow From Investing Activities (B)	**(1,254.46)**	**(1,295.98)**
C.	**Cash Flow From Financing Activities**		
	Proceeds from Issue of Share Capital	1,011.11	1,740.01
	Finance Costs paid	(226.53)	(200.10)
	Proceeds Long-term Borrowings	482.39	357.79
	(Repayment) Long-term Borrowings	(358.78)	(130.12)
	(Repayment)/Proceeds of short term borrowings (Net)	1,061.40	(889.61)
	Net Cash Flow From Financing Activities (C)	**1,969.59**	**877.97**
	Net Increase/(Decrease) in Cash and Cash Equivalent	**0.24**	**6.35**
	Opening Cash & Cash Equivalent as at 1st April 2025	**9.83**	**3.48**
	Closing Cash & Cash Equivalent as at 31st March 2026	**10.03**	**9.83**

Notes to the Cash Flow Statement

1.	Cash & Cash Equivalent represents		
	a) Cash on Hand	0.51	0.18
	b) Balance With Bank	9.52	9.65
		10.03	**9.83**

Significant Accounting Policies 2
Accounting Notes to Financial Statements 3-46

S S Kothari Mehta & Co. LLP
Chartered Accountants
Firm's Registration Number: 000756N/N500441

Jalaj Soni
Partner
Membership Number 528799
Place: New Delhi
Date: May 5, 2026

For and on behalf of Sotefin Bharat Limited (Formerly known as Sotefin Bharat Private Limited and Sotefin Parking Private Limited)

Arup Kumar Choudhuri
Managing Director
DIN - 03491600
Place: Kolkata
Date: May 5, 2026

Monalisa Ghosh
Executive Director
DIN - 03491551
Place: Kolkata
Date: May 5, 2026

Jaya Sengupta
Chief Financial Officer
Place Kolkata
Date: May 5, 2026

Biswajit Das
Company Secretary
Membership Number A69421
Place Kolkata
Date: May 5, 2026

Sotefin Bharat Limited
(Formerly known as Sotefin Bharat Private Limited and Sotefin Parking Private Limited)
Corporate Identity Number (CIN) - U29221WB2012PLC175825
Notes forming part of Financial Statements
All amounts are in Indian Rs. In Lacs unless otherwise stated

1. Corporate Information

Sotefin Bharat Limited ("the company") (Formerly known as Sotefin Bharat Private Limited and Sotefin Parking Private Limited) was incorporated on March 16, 2012. It is classified as Non- Government Company and registered at Registrar of Companies, Kolkata. The company Identification Number (CIN) is **U29221WB2012PLC175825**. Its register address is 1st Floor, 72/B, Barakhola, Kalikapur, Kolkata 700 099.

Sotefin is engaged in the design & implementation of automated car parking systems, with expertise in developing solutions of various scales-ranging from small installations to large, high-capacity parking structures capable of accommodating thousands of vehicles.

On January 01, 2025, the Registrar of Companies, Kolkata has accorded their approval to change the name of the Company from Sotefin Parking Private Limited to Sotefin Bharat Private Limited.

The Company has converted from Private Limited Company to Public Limited Company,pursuant to a special resolution passed in the extraordinary general meeting of the shareholders of the Company held on October 4, 2025, and consequently the name of the Company has changed to Sotefin Bharat Limited. pursuant to a fresh certificate of incorporation by the Registrar of Companies on November 28, 2025.

1.2 Basis of preparation and presentation of financial statements

i) Statement of Compliance

The financial statements have been prepared in accordance with Accounting Standard as specified under Section 133 of the Companies Act 2013 ("the Act") read with Companies (Accounting Standards) Rules, 2021 as amended and relevant provisions of the Companies Act, 2013

(ii) The financial statements are presented in Indian Rupees ('INR') and all values are rounded to the nearest lacs (INR '00,000) up to two decimal places, except when otherwise indicated.

2. Summary of Significant Accounting Policies

A. Basis of Accounting and Preparation of Financial Statements

The Financial Statements have been prepared under the historical cost convention based on assumptions of going concern, in consistency with the generally accepted accounting principles (GAAP) in India on an accrual basis with the Accounting Standards notified under Companies (Accounts) Rules 2021 and the relevant provisions of the Companies Act, 2013
The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

B. Use of Estimates

The preparation of financial statements in conformity with Generally Accepted Accounting Principles (GAAP) requires management to make judgements, estimates and assumptions that affect the application of accounting policies and reported amounts of assets, liabilities, income, and expenses and the disclosure of contingent liabilities on the date of the financial statements. Actual results could differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Any revision to accounting estimates is recognised prospectively in current and future periods.

C. Current & Non-current Classification

All assets and liabilities are classified into current and non-current.

Assets:

An asset is classified as current when it satisfies any of the following criteria:
a) It is expected to be realised in, or is intended for sale or consumption in, the Company's normal operating cycle;
b) It is held primarily for the purpose of being traded;
c) It is expected to be realised within 12 months after the reporting date; or
d) It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date
Current assets include the current portion of non-current financial assets. All other assets are classified as non-current

Liabilities:

A liability is classified as current when it satisfies any of the following criteria:
a) It is expected to be settled in the Company's normal operating cycle;
b) It is held primarily for the purpose of being traded;
c) It is due to be settled within 12 months after the reporting date
All other Liabilities are classified as Non-current

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SOTEFIN BHARAT LIMITED KOLKATA

D. Revenue Recognition

(i) Revenue is recognized when the following conditions are satisfied:

The amount of revenue can be measured reliably; It is probable that economic benefits associated with the contract will flow to the Company; and the costs incurred or to be incurred relating to the contract can be measured reliably.Contract revenue includes:
- Amounts agreed in the original contract;
- Variations in contract work;
- Claims and incentive payments to the extent they are measurable and recovery is considered probable.

Expected losses on contracts, if any, are recognized as an expense immediately in the Statement of Profit & Loss. and Unbilled revenue is recorded when services are rendered but billing has not been raised.

(ii) Export incentive in the nature of duty draw back or "Duty Entitlement Pass Book" under "Duty Exemption Scheme" is accounted for in the year of Export.

(iii) Interest income is recognized on a time proportion basis taking into account the amount outstanding and the interest rate applicable.

E. Property Plant & Equipment

(a) Property Plant & Equipment

(i) Property, Plant and Equipment are carried at cost of acquisition or construction cost less accumulated depreciation. Costs include all expenses incurred to bring the asset to its present location and condition.

(ii) Expenditure during construction period incurred on the projects under implementation are treated as Pre- operative Expenses pending allocation to the assets, and are included under "Capital Work in Progress". These expenses are apportioned to fixed assets on commencement of commercial production. Capital Work in Progress is stated at the amount incurred up to the date of Balance Sheet.

(b) Intangible Assets

Intangible Assets that are acquired by the Company and have finite useful lives are measured at cost less accumulated amortization.

(c) Depreciation

Depreciation on PPE is provided on Written Down Value Method based upon the useful life of the respective PPE in accordance with Schedule II part C of the Companies Act, 2013 in such a manner that after the lapse of prescribed useful life the residual value is 5% of the original cost. However, in cases where the residual value is less than 5%of their original cost, the residual value is taken at actual basis.

F.Impairment of property, plant and equipment and intangible assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash-Generating Unit's (CGU) net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets.

Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

The Company bases its impairment calculation on detailed budgets and forecast calculations which are prepared for the Company's cashgenerating units to which the individual assets are allocated. These budgets and forecast calculations are generally covering a period of five years. For longer periods, a long term growth rate is calculated and applied to project future cash flows after the fifth year.

Impairment losses of continuing operations, including impairment on inventories, are recognized in the Statement of profit and loss.

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

An assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the Company estimates the asset's or cash-generating unit's recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the Statement of profit and loss.

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SOTEFIN BHARAT LIMITED KOLKATA

G. Inventories

Stock of material is valued at the lower of cost or net realizable value after providing any other losses, where considered necessary. Cost is determined on First-In-First-Out basis.

H. Foreign Currency Transactions

Foreign Currency transactions are recorded at the rates of exchange prevailing on the date of transaction.

I. Employee Benefits

(i) Defined Contribution Plans:
A Defined Contribution Plan is a Post- Employment plan under which an entity pays fixed contribution and will have no legal or constructive obligation to pay any further amount
Company's contribution to the Provident Fund, pension under Employees' Pension Scheme, 1995 etc. are recognised during the year in which the related service is rendered.
(ii) Defined Benefit Plans:
Gratuity: The Company provides for gratuity, a defined benefit plan, covering eligible employees in accordance with the Payment of Gratuity Act 1972. The company's liability is actuarially determined at the end of the year.
Leave Encashment: The Company provides for Leave Encashment. A Defined Benefit Plan, covering eligible Employees in accordance with the applicable Labour Laws. The company's liability is actuarially determined at the end of the year.

J. Cash and Cash Equivalent

Cash and cash equivalents for the purpose of cash flow statement comprise cash at bank and in hand and short term investments with an original maturity of three months or less.

K. Cash Flow Statement

Cash Flows are reported using the indirect method, whereby profit/(loss) before extra-ordinary items and tax is adjusted for the effects of transactions of non-cash nature. The cash flow from operating, investing and financing activities of the Company are segregated based on the available information.

L. Income Taxes

Tax expense comprises current and deferred tax. Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted, at the reporting date.

Deferred income taxes reflect the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences for the earlier years. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted at the reporting date.

Deferred tax liabilities are recognized for all taxable timing differences. Deferred tax assets are recognized for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In situations where the company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits.

At each reporting date, the company re-assesses unrecognized deferred tax assets. It recognizes unrecognized deferred tax asset to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized.

The carrying amount of deferred tax assets are reviewed at each reporting date. The company writes-down the carrying amount of deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realized. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set-off current tax assets against current tax liabilities and the deferred tax assets and deferred taxes relate to the same taxable entity and the same taxation authority.

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the company recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement." The company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the company does not have convincing evidence that it will pay normal tax during the specified period.

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SOTEFIN BHARAT LIMITED KOLKATA

M. Provisions

A provision is recognized when the Company has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

N. Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the standalone financial statements.

O. Borrowing costs

Borrowing cost includes interest and amortization of ancillary costs incurred in connection with the arrangement of borrowings.
Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period they occur.

P. Segment reporting

Business segment:
The Company is engaged in the design & implementation of automated car parking systems which is considered as single business segment. Accordingly, the disclosures on primary business segment have not been provided since the Company has only one business segment.

'Geographical segment:
The Company exports to customers and accordingly, the secondary segment for the Company is based on the location of the customers.

Q. Earnings per Share (EPS)

Basic earnings per share are calculated by dividing the net profit for the year attributable to equity shareholders by the weighted average number of Equity Shares outstanding during the year. For the purpose of calculating diluted earnings per share, the net profit of the year attributable to equity shareholders and the weighted average number of Equity Shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

S.S KOTHARI MEHTA & CO LLP NEW DELHI Chartered Accountants

SOTEFIN BHARAT LIMITED KOLKATA

Sotefin Bharat Limited
(Formerly known as Sotefin Bharat Private Limited and Sotefin Parking Private Limited)
Corporate Identity Number (CIN) - U29221WB2012PLC175825
Notes forming part of Financial Statements
All amounts are in Indian Rs. In Lacs unless otherwise stated

3 Share Capital

Particulars	As on March 31, 2026	As on March 31, 2025
Authorised *		
2,50,00,000 (12,00,000) Equity Shares of Rs. 10/- each	2,500.00	120.00
Issued, Subscribed and Paid-up		
1,33,60,307 (11,57,124) Equity Shares of Rs. 10/- each fully Paid up	1,336.03	115.71
	1,336.03	**115.71**

* The Board of directors at its meeting held on April 3, 2025 after taking approval of Shareholder of the Company vide extra ordinary general meeting held on May 19, 2025 has increased its Authorised Share Capital to Rs. 2500 lacs (2,50,00,000 Equity Shares of Rs. 10/- each)

a) **Right preferences and restrictions attached to equity shares**

The Company has a single class of equity shares. Accordingly, all equity shares rank equally with regards to dividends and share the Company's residual assets. The equity shares are entitled to receive dividend as declared from time to time subject to payment of dividend to preference shareholders if any. An equity shareholder present in person shall have right to one vote in case of voting by show of hand. On winding up of the Company, the holders of equity shares will be entitled to receive the residual assets of the Company in accordance with Articles of Association of the Company (as may be in force).

b) **Reconciliation of the Shares outstanding at the beginning and at the end of the reporting year**

Particulars	For the year ended March 31, 2026		For the year ended March 31, 2025	
	No. of Shares held	Amount paid up	No. of Shares held	Amount paid up
Opening Balance	11,57,124	115.71	9,98,940	99.89
Add : Shares issued during the year	1,22,03,183	1,220.32	1,58,184	15.82
Closing Balance	**1,33,60,307**	**1,336.03**	**11,57,124**	**115.71**

c) **Details of shareholders holding more than 5% shares in the Company**

Particulars	As on March 31, 2026		As on March 31, 2025	
	Nos.	% holding	Nos.	% holding
Equity share of Rs. 10/- each fully paid				
Pisa International Private Limited	27,47,085	20.56%	2,49,735	21.58%
Proviron Technology S.A.	27,47,085	20.56%	2,49,735	21.58%
Jignesh Pravinchandra Sanghavi	27,47,085	20.56%	2,49,735	21.58%
Nipa Jainendra Shah	6,24,330	4.67%	62,433	5.40%
Heena Rakesh Shah	6,24,340	4.67%	62,434	5.40%
Sejal Dipan Shah	6,24,340	4.67%	62,434	5.40%
Ami Tejas Shah	6,24,340	4.67%	62,434	5.40%

d) **Details of shares held by promoters at the end of the year**

Particulars	As on March 31, 2026		As on March 31, 2025		% Change during the FY	
	Nos.	% holding	Nos.	% holding	Nos.	% holding
Equity share of Rs. 10/- each fully paid						
Pisa International Private Limited	27,47,085	20.56%	2,49,735	21.58%	24,97,350	-1.02%
Proviron Technology S.A.*	27,47,085	20.56%	2,49,735	21.58%	24,97,350	-1.02%
Arup Kumar Chaudhuri	-	0.00%	-	0.00%	-	0.00%
Jignesh Pravinchandra Sanghavi	27,47,085	20.56%	2,49,735	21.58%	24,97,350	-1.02%

* The company has passed a Board Resolution dated December 8, 2025, as per which Mr. Arup Choudhuri, Mr. Jignesh Pravichandra Sanghavi and Pisa International Private Limited shall be only persons exercising control over the affairs of the company and shall be henceforth identified as "promoters" of the Company pursuant to the applicable provisions of Companies Act, 2013 , Securities and Exchange Board of India(Issue of Capital and Disclosure Requirements) Regulations, 2018 , Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015 , Securities and Exchange Board of India (Substantial Acquisition of Share and Takeovers) Regulations, 2011 and Securities and Exchange Board of India (Prohibition on Insider Trading) Regulations, 2015 and other applicable laws and rules, if any, each as amended from time to time.

S.S. KOTHARI MEHTA & CO. LLP NEW DELHI Chartered Accountants

SOTEFIN BHARAT LIMITED KOLKATA

Particulars	As on March 31, 2025		As on March 31, 2024		% Change during the FY	
	Nos.	% holding	Nos.	% holding	Nos.	% holding
Equity share of Rs. 10/- each fully paid						
Pisa International Private Limited	2,49,735	21.58%	2,49,735	21.58%	-	0.00%
Proviron Technology S.A.	2,49,735	21.58%	2,49,735	21.58%	-	0.00%
Arup Kumar Chaudhuri	-	0.00%	-	0.00%	-	0.00%
Jignesh Pravinchandra Sanghavi	2,49,735	21.58%	2,49,735	21.58%	-	0.00%

e) The Board of Directors at its meeting held on June 25, 2025, pursuant to Section 63 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder, proposed that a sum of Rs. 1,157.12 lacs be capitalized as Bonus Equity shares out of free reserves and surplus and distributed amongst the Equity Shareholders by issue of 1,15,71,240 Equity shares of Rs. 10/- each credited as fully paid to the Equity Shareholders in the proportion of 10 (ten) Equity share for every 1 (One) Equity share. It has been approved in the meeting of shareholders held on May 19, 2025.

4 Reserves And Surplus

Particulars	As on March 31, 2026	As on March 31, 2025
Revaluation Reserves		
Opening Balance	588.40	587.10
Add: Addition during the year	-	17.77
Less: Depreciation charged during the year on Revalued Assets	(6.52)	(16.47)
	581.88	**588.40**
Securities Premium Reserves		
Opening Balance	1,974.26	250.05
Add: Addition during the year	947.91	1,724.21
Less: Issue of Bonus Shares	(1,157.12)	-
	1,765.05	**1,974.26**
Statement of Profit and Loss Account		
Opening Balance	2,974.02	1,746.21
Profit for the year	1,735.58	1,227.81
	4,709.60	**2,974.02**
Total Reserves and Surplus	**7,056.53**	**5,536.68**

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SOTEFIN BHARAT LIMITED KOLKATA

Sotefin Bharat Limited
(Formerly known as Sotefin Bharat Private Limited and Sotefin Parking Private Limited)
Corporate Identity Number (CIN) - U29221WB2012PLC175825
Notes forming part of Financial Statements
All amounts are in Indian Rs. In Lacs unless otherwise stated

5 Long-Term Borrowings

Particulars	As on March 31, 2026	As on March 31, 2025
Term Loan from Banks		
Secured Loan	493.59	344.55
Unsecured Loan	23.94	49.36
Less : Current Maturities of Long Term Borrowings	(118.74)	(81.86)
	398.79	**312.05**

On July 28, 2023, the company has taken vehicle loan from Bank of India of INR 15.00 Lacs at the rate of 9.05% p.a.The amount outstanding under this facility as on March 31, 2026 is INR 8.09 Lacs (March 31, 2025 is 10.96 Lacs).

On January 03, 2022, the company has taken vehicle loan from Punjab National Bank of INR 20.00 lacs at the rate of 9.35% p.a. This loan has been fully repaid on February 9, 2026. The amount outstanding under this facility as on March 31, 2026 is INR Nil (March 31, 2025 is 8.63 lacs).

On April 16, 2025, the company has taken vehicle loan from ICICI Bank of INR 18.86 lacs at the rate of 8.80% p.a.The amount outstanding under this facility as on March 31, 2026 is INR 13.59 Lacs (March 31, 2025 is Nil).

On April 19, 2025, the company has taken vehicle loan from ICICI Bank of INR 32.47 lacs at the rate of 8.80% p.a.The amount outstanding under this facility as on March 31, 2026 is INR 23.39 Lacs (March 31, 2025 is Nil).

Vehicle loans are secured against the respective vehicles.

On May 29, 2024, the Company availed a Home loan from HDFC Bank Ltd. of INR 245.00 lacs for acquiring New Office Building, at an interest rate of 9.20% p.a and was secured against the Office Building. The amount outstanding under this facility as on March 31, 2026 is INR Nil (March 31, 2025 is 233.38 lacs).
This facility has since been closed on April 24, 2025.

On July 9, 2024, the Company availed a term loan from ICICI Bank of INR 43.00 lacs for business, at an interest rate of 9.4% p.a. This loan has been fully repaid on January 30, 2026. The amount outstanding under this facility as on March 31, 2026 is INR Nil. (March 31, 2025 is 22.63 lacs).

On January 10, 2024, the Company availed a business loan (Unsecured) from HDFC Bank of INR 75.00 lacs for business, at an interest rate of 13.5% p.a. The amount outstanding under this facility as on March 31, 2026 is INR 23.94 lacs. (March 31, 2025 is 49.36 lacs).

On March 18, 2025, the Company availed a term loan from ICICI Bank of INR 52.87 lacs for Equipment Financing, at an interest rate of 9.15% p.a. The amount outstanding under this facility as on March 31, 2026 is INR 45.32 lacs (March 31, 2025 is 52.87 lacs)

On March 20, 2025, the Company availed another term loan from ICICI Bank of INR 16.08 lacs for Equipment Financing, at an interest rate of 9.15% p.a. The amount outstanding under this facility as on March 31, 2026 is INR 13.78 lacs (March 31, 2025 is 16.08 lacs)

On April 09, 2025, the Company availed a Term Loan from ICICI Bank Ltd. of INR 12.75 lacs for acquiring New Machinery from Farley HGTech Laser Technology Pvt Ltd, at an interest rate of 9.14% p.a which subsequently got reduced to 8.40%. The amount outstanding under this facility as on March 31, 2026 is INR 10.93 lacs (March 31, 2025 is Nil).

On April 09, 2025, the Company availed a Term Loan from ICICI Bank Ltd. of INR 52.99 lacs for acquiring New Machinery from Han's Laser Smart Equipment Group Co. Ltd, at an interest rate of 9.14% p.a which subsequently got reduced to 8.40%. The amount outstanding under this facility as on March 31, 2026 is INR 45.42 lacs (March 31, 2025 is Nil).

On June 29, 2025, the Company availed a Term Loan from ICICI Bank Ltd. of EUR 21,197.625 for acquiring New Machinery from Hoekman Maritiem, at an interest rate of 8.40% p.a. The amount outstanding under this facility as on March 31, 2026 is INR 18.77 lacs (March 31, 2025 is Nil).

On April 23, 2025, the Company availed a Term Loan from ICICI Bank Ltd. of USD 128,446.50 for acquiring New Machinery from LVD (M) SDN. BHD., at an interest rate of 9.14% p.a which subsequently got reduced to 8.40%. The amount outstanding under this facility as on March 31, 2026 is INR 97.03 lacs (March 31, 2025 is Nil).

Equipment Financing are secured against the respective Machineries.

On October 24, 2025, the Company availed a Term Loan from ICICI Bank Ltd. of INR 232.35 lacs, this disbursement was for reimbursement of cost of Factory setup, at an interest rate of 8.40%. The amount outstanding under this facility as on March 31, 2026 is INR 217.26 lacs (March 31, 2025 is Nil).

6 Long-Term Provisions

Particulars	As on March 31, 2026	As on March 31, 2025
Provision for Gratuity	43.07	36.81
Provision for Leave Encashment	8.64	6.80
	51.71	**43.61**

7 Short-Term Borrowings

Particulars	As on March 31, 2026	As on March 31, 2025
Secured Loans		
Cash Credit	883.22	688.08
Current Maturities of Long term borrowings	94.80	56.44
Working Capital Demand Loan	1,000.00	-
Unsecured Loans		
Current Maturities of Long term borrowings	23.94	25.41
Bank Overdraft	-	10.77
Inter Corporate Loan	-	122.95
	2,001.96	**903.65**

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SOTEFIN BHARAT LIMITED KOLKATA

Sotefin Bharat Limited
(Formerly known as Sotefin Bharat Private Limited and Sotefin Parking Private Limited)
Corporate Identity Number (CIN) - U29221WB2012PLC175825
Notes forming part of Financial Statements
All amounts are in Indian Rs. In Lacs unless otherwise stated

i The Company has been granted Cash Credit facility of INR 2,350.00 lacs (increased from December 23, 2025, previously 1950.00 lacs) from ICICI Bank secured by a hypothecation charge over the Company's Current Assets and Fixed Assets for financing working capital requirement. The drawn amount is repayable on demand. The facility of ICICI Bank bears an Interest Rate of RBI Repo Rate+Spread of 3.25%. As on March 31, 2026 Interest Rate was 8.50% as specified by the bank from time to time.
The amount outstanding under this facility as on March 31, 2026 is INR 883.22 lacs (March 31, 2025 - 688.08 lacs).

ii The Company has been granted Unsecured overdraft facility of INR 50.00 lacs from Tata Capital for financing working capital requirement. The drawn amount is repayable on demand. The facility of Tata Capital bears an interest rate of 16% p.a. The amount outstanding under this facility as on March 31, 2026 is INR Nil (March 31, 2025 is 6.94 lacs). This loan has been fully repaid on August 3, 2025.

iii The Company has been granted Unsecured overdraft facility of INR 28.06 lacs from Bajaj Finance for financing working capital requirement. The drawn amount is repayable on demand. The facility of Bajaj Finance bears an interest rate of 16% p.a. Amount outstanding under this facility as on March 31, 2026 is INR Nil (March 31, 2025 is 3.82 lacs). This Loan has been fully repaid on August 2, 2025.

iv During FY 2022-23, Relcon Infra Projects Limited have provided Inter corporate Loan of Rs. 118.00 lacs exclusively for Working Capital /Business Expansion @ Nil rate of Interest with tenure of 4 years. As at March 31, 2026 the Outstanding Balance is INR Nil (March 31, 2025 - Rs. 118.00 lacs). This Loan has been fully repaid on December 1, 2025

v During FY 2019-20, Pisa International Private Limited have provided Inter corporate Loan of Rs. 5.00 lacs exclusively for Working Capital /Business Expansion @ Nil rate of Interest which has been repaid on July 3, 2025. As at March 31, 2026 the Outstanding Balance is INR Nil (March 31, 2025 - Rs. 4.95 lacs).

vi On May 26,2025, the Company availed a Working Capital Demand Loan (WCDL) from ICICI Bank of INR 400.00 lacs for business, at an interest rate of 8.00% p.a. The same has been repaid on November 17, 2025. The amount outstanding under this facility as on March 31, 2026 is INR Nil. (March 31, 2025 is Nil).

vii On January 14, 2026, the Company availed a Working Capital Demand Loan (WCDL) from ICICI Bank of INR 1,500.00 lacs for business, at an interest rate of 8.90% p.a. The same has been repaid on January 20, 2026. The amount outstanding under this facility as on March 31, 2026 is INR Nil. (March 31, 2025 is Nil).

viii On January 22, 2026, the Company availed a Working Capital Demand Loan (WCDL) from ICICI Bank of INR 1,000.00 lacs for business, at an interest rate of 8.90% p.a. The amount outstanding under this facility as on March 31, 2026 is INR 1,000 Lacs. (March 31, 2025 is Nil).

ix In respect of working capital loans, quarterly returns or statements of current assets filed by the company for the F.Y 2025-26 are in agreement with the books of accounts other than those as set out below:

Name of bank	Quarter Ended	Particulars	Amount as reported in the quarterly return/ statement(in lacs)	Amount as per books of account (in lacs)	Amount of difference (in lacs) Excess/(Short)
ICICI Bank	Jun-25	Inventories	1,080.59	757.92	322.67
		Sundry Debtors	6,113.86	5,696.61	417.25
		Sundry Creditors	2,060.03	1,959.47	100.56
		Cumulative Sales Upto Date	4,120.88	3,146.98	973.90
		Cumulative Purchase Upto Date	1,144.95	1,084.40	60.55
ICICI Bank	Sep-25	Sundry Debtors	3,424.39	3,505.87	-81.48
		Sundry Creditors	936.79	1,112.93	-176.14
		Cumulative Sales Upto Date	4,749.09	3,401.10	1,347.99
		Cumulative Purchase Upto Date	2,472.13	1,471.46	1,000.67
ICICI Bank	Dec-25	Inventories	1,531.39	1,101.09	430.30
		Sundry Debtors	5,267.34	5,326.59	-59.25
		Sundry Creditors	1,388.02	1,457.05	-69.03
		Cumulative Sales Upto Date	8,774.56	6,698.70	2,075.86
		Cumulative Purchase Upto Date	4,535.64	2,881.93	1,653.71

In respect of working capital loans, quarterly returns or statements of current assets filed by the company for the F.Y 2024-25 are in agreement with the books of accounts other than those as set out below:

Name of bank	Quarter Ended	Particulars	Amount as reported in the quarterly return/ statement(in lacs)	Amount as per books of account (in lacs)	Amount of difference (in lacs) Excess/(Short)
Axis Bank	Jun-24	Sundry Debtors	1,694.74	1,637.00	57.74
ICICI Bank	Sep-24	Sundry Debtors	2,615.19	2,686.21	-71.02
	Dec-24	Sundry Debtors	1,842.94	1,808.96	33.98
	Mar-25	Sundry Creditors	2,176.12	2,117.19	58.93
		Sundry Debtors	4,401.40	4,401.05	0.35

Note - Above variances are on account of period ended book closure accounting entries being recorded subsequent to submission of statements to the bank, which is prepared on the basis of provisional financial information.

8 **Trade Payable**

Particulars	As on March 31, 2026	As on March 31, 2025
Total Outstanding dues of Micro and Small Enterprises	527.42	124.40
Total Outstanding dues of Trade Payables other than Micro and Small Enterprises	446.60	1,992.79
	974.02	**2,117.19**

Amount due to Micro Enterprises and Small Enterprises as defined in the Micro, Small and Medium Enterprises Development Act, 2006 as amended amounting to Rs. 527.42 Lacs (March 31, 2025 - Rs. 124.40 Lacs). This information has been determined to the extent such parties have been identified on the basis of 'Udyam Certificate' received from the parties by the Company.

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Disclosures as required under Section 22 of The Micro, Small and Medium Enterprises Development Act, 2006, as amended, are as under :

Particulars	As on March 31, 2026	As on March 31, 2025
The Principal amount and the interest due thereon remaining unpaid to any supplier on Balance sheet date :		
Trade payables : Principal	527.42	124.40
Interest	10.97	7.95
The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, as amended, along with the amountof the payment made to the supplier beyond the appointed day during the year;	-	-
The amount of interest due and payable for the period of delay in making payment (which nas been paid but beyond appointed day during the period) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	10.97	7.95
The amount of interest accrued and remaining unpaid as on Balance Sheet date;	10.97	7.95
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

TRADE PAYABLES AGEING SCHEDULE :

As on March 31, 2026

Particulars	Outstanding for following periods from the date of transaction				
	Less than 1 year	1-2 Year	2-3 Year	More than 3 year	Total
Undisputed dues -					
Micro enterprises and small enterprise	527.42	-	-	-	527.42
Other than micro enterprises and small enterprises	420.47	25.71	0.25	0.17	446.60
Disputed dues -					
Micro enterprises and small enterprise	-	-	-	-	-
Other than micro enterprises and small enterprises	-	-	-	-	-
Total	**947.89**	**25.71**	**0.25**	**0.17**	**974.02**

As on March 31, 2025

Particulars	Outstanding for following periods from the date of transaction				
	Less than 1 year	1-2 Year	2-3 Year	More than 3 year	Total
Undisputed dues -					
Micro enterprises and small enterprise	124.40	-	-	-	124.40
Other than micro enterprises and small enterprises	1,909.55	13.22	3.60	66.42	1,992.79
Disputed dues -					
Micro enterprises and small enterprise	-	-	-	-	-
Other than micro enterprises and small enterprises	-	-	-	-	-
Total	**2,033.95**	**13.22**	**3.60**	**66.42**	**2,117.19**

9 Other Current Liabilities

Particulars	As on March 31, 2026	As on March 31, 2025
Advance received from Customers	17.12	17.26
Advance for Capital Asset	10.00	-
Lease Equalisation Reserve	2.02	1.32
Security Deposit Received	146.91	235.38
Earnest Money Deposit Received	-	-
Employee Benefits Payable	24.12	64.43
Statutory Dues Payable	201.43	136.53
Unearned Income	22.52	7.36
Capital Creditor	90.29	49.81
Interest on MSME	10.97	7.95
Interest Accrued on Loan	3.39	7.17
Liability for Expenses	72.49	31.11
	601.26	**558.32**

10 Short Term Provisions

Particulars	As on March 31, 2026	As on March 31, 2025
Provision for Income Tax	484.75	285.42
Provision for Gratuity	0.95	0.65
Provision for Leave Encashment	0.43	0.24
	486.13	**286.31**

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SOTEFIN BHARAT LIMITED KOLKATA

Sotefin Bharat Limited
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Corporate Identity Number (CIN) - U29221WB2012PLC175825
Notes forming part of Financial Statements
All amounts are in Indian Rs. In Lacs unless otherwise stated

Property, Plant and Equipment
Note No. 11 & 12
For the year ended on March 31, 2026

	Gross Carrying Amount					Depreciation / Amortisation					Net Carrying Amount	
Particulars	**As at April 1, 2025**	**Additions During the year**	**Revaluation during the year**	**Disposal / Adjustments during the year**	**As at March 31, 2026**	**As at April 1, 2025**	**During the year through PL**	**During the year through Revaluation Reserve**	**Disposal / Adjustments during the year**	**As at March 31, 2026**	**As at March 31, 2026**	**As at March 31, 2025**
Tangibles												
Freehold Land	1,047.86	-	-	-	1,047.86	-	-	-	-	-	1,047.86	1,047.86
Leasehold Improvement	-	56.85	-	-	56.85	-	8.49	-	-	8.49	48.36	-
Office Building	266.00	-	-	-	266.00	82.08	10.96	6.52	-	99.56	166.44	183.92
Factory Building	-	1,428.08	-	-	1,428.08	-	94.57	-	-	94.57	1,333.51	-
Godown	16.19	-	-	-	16.19	1.69	1.38	-	-	3.07	13.12	14.49
Computer Hardware	42.82	13.11	-	(1.05)	54.89	39.16	6.15	-	(1.00)	44.31	10.58	3.66
Furniture and Fixture	28.75	17.85	-	(0.43)	46.17	18.85	4.83	-	(0.35)	23.33	22.83	9.90
Motor Vehicle	93.06	65.52	-	(22.36)	136.22	65.12	27.07	-	(19.63)	72.56	63.66	27.94
Electrical Installation & Equipments	0.27	34.89	-	-	35.16	0.13	7.20	-	-	7.33	27.82	0.13
Machineries and Equipments	14.66	493.71	-	(0.10)	508.28	8.42	55.93	-	(0.08)	64.27	444.01	6.24
Office Equipment	4.58	9.03	-	-	13.61	3.85	2.17	-	-	6.02	7.59	0.74
Sub Total	**1,514.19**	**2,119.04**	**-**	**(23.94)**	**3,609.31**	**219.30**	**218.75**	**6.52**	**(21.06)**	**423.51**	**3,185.80**	**1,294.88**
Intangibles												
Computer Software	31.60	16.89	-	-	48.49	18.65	6.85	-	-	25.50	22.99	12.95
ISO Certification	0.72	-	-	-	0.72	0.72	-	-	-	0.72	-	-
Sub Total	**32.32**	**16.89**	**-**	**-**	**49.21**	**19.37**	**6.85**	**-**	**-**	**26.22**	**22.99**	**12.95**
TOTAL	1,546.51	2,135.93	-	(23.94)	3,658.52	238.67	225.59	6.52	(21.06)	449.73	3,208.79	1,307.83

For the Year ended on March 31, 2025

	Gross Carrying Amount					Depreciation / Amortisation					Net Carrying Amount	
Particulars	**As at April 1, 2024**	**Additions During the Year**	**Revaluation during the year**	**Disposal / Adjustments during the year**	**As at March 31, 2025**	**As at April 1, 2024**	**During the year through PL**	**During the year through Revaluation Reserve**	**Disposal / Adjustments during the year**	**As at March 31, 2025**	**As at March 31, 2025**	**As at March 31, 2024**
Tangibles												
Freehold Land	701.50	334.60	11.77	-	1,047.86	-	-	-	-	-	1,047.86	701.50
Office Building	260.00	-	6.00	-	266.00	62.25	3.37	16.47	-	82.08	183.92	197.75
Godown	16.19	-	-	-	16.19	0.17	1.52	-	-	1.69	14.49	16.02
Computer Hardware	40.53	2.29	-	-	42.82	36.37	2.79	-	-	39.16	3.66	4.16
Furniture and Fixture	27.56	1.18	-	-	28.75	15.60	3.24	-	-	18.85	9.90	11.96
Motor Vehicle	93.06	-	-	-	93.06	52.43	12.69	-	-	65.12	27.94	40.63
Electrical Installation & Equipments	0.27	-	-	-	0.27	0.09	0.05	-	-	0.13	0.13	0.18
Machineries and Equipments	10.60	4.06	-	-	14.66	8.09	0.33	-	-	8.42	6.24	2.51
Office Equipment	3.83	0.75	-	-	4.58	2.97	0.87	-	-	3.85	0.73	0.86
Sub Total	**1,153.54**	**342.88**	**17.77**	**-**	**1,514.19**	**177.97**	**24.86**	**16.47**	**-**	**219.30**	**1,294.88**	**975.56**
Intangibles												
Computer Software	18.82	12.78	-	-	31.60	17.56	1.09	-	-	18.65	12.95	1.26
ISO Certification	0.72	-	-	-	0.72	0.68	0.04	-	-	0.72	-	0.04
Sub Total	**19.54**	**12.78**	**-**	**-**	**32.32**	**18.24**	**1.13**	**-**	**-**	**19.37**	**12.95**	**1.30**
TOTAL	1,173.08	355.66	17.77	-	1,546.51	196.21	25.99	16.47	-	238.67	1,307.83	976.86

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SOTEFIN BHARAT LIMITED KOLKATA

13 **Capital Work In Progress**

	Factory Building	Machineries & Equipment	Office Building at Santoshpur	Fire Safety at Bagnan Factory	Total
As at April 1, 2024	**215.00**	-	-	-	**215.00**
Additions	810.42	128.67	-	-	**939.09**
Capitalisation / Sale	-	-	-	-	-
As at March 31, 2025	**1,025.42**	**128.67**	-	-	**1,154.09**
Additions	147.28	344.29	232.89	3.00	727.46
Capitalisation / Sale	(1,172.70)	(472.96)	-	-	(1,645.66)
As at March 31, 2026	-	-	**232.89**	**3.00**	**235.89**

Capital Work in Progress (CWIP) Ageing Schedule
As on March 31, 2026

Particulars	Amount in CWIP for a year of				
	Less than 1 Year	1-2 Year	2-3 Year	More than 3 year	Total
(i) Plant & Machinery	-	-	-	-	-
(ii) Office Building	232.89	-	-	-	232.89
(iii) Fire Safety Work at Bagnan Factory	3.00	-	-	-	3.00
Total	**235.89**	-	-	-	**235.89**

As on March 31, 2025

Particulars	Amount in CWIP for a year of				
	Less than 1 Year	1-2 Year	2-3 Year	More than 3 year	Total
(i) Factory Building	810.42	151.96	-	63.04	1,025.42
(ii) Plant & Machinery	128.67	-	-	-	128.67
Total	**939.09**	**151.96**	-	**63.04**	**1,154.09**

14 **Intangible Assets - Under Development**

	Software	Total
As at April 1, 2025	-	-
Additions	32.49	32.49
Capitalisation / Sale	-	-
As at March 31, 2026	**32.49**	**32.49**

Intangible Assets - Under Development Ageing Schedule
As on March 31, 2026

Particulars	Amount in CWIP for a period of				
	Less than 1 Year	1-2 Year	2-3 Year	More than 3 year	Total
(i) Software	32.49	-	-	-	32.49
Total	**32.49**	-	-	-	**32.49**

SOTEFIN BHARAT LIMITED * KOLKATA *

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15 Deferred Tax Assets

Particulars	As on March 31, 2026	As on March 31, 2025
Deferred Tax Assets		
Property, Plant & Equipment	-	7.43
Gratuity	12.82	-
Leave Encashment	2.64	2.05
Lease Equalisation Reserve	0.59	0.38
Provision for Doubtful Debts	15.26	-
Deferred Tax Liabilities		
Property, Plant & Equipment	21.86	-
Gratuity	-	4.54
Deferred Tax Assets (Net)	**9.45**	**5.32**

16 Other Non-Current Assets

Particulars	As on March 31, 2026	As on March 31, 2025
Bank deposits due to mature after 12 months of the Reporting Date	131.07	51.00
	131.07	**51.00**

17 Long Term Loans & Advances

Particulars	As on March 31, 2026	As on March 31, 2025
Capital Advances	82.84	99.53
	82.84	**99.53**

18 Inventories

Particulars	As on March 31, 2026	As on March 31, 2025
Inventories	912.37	854.53
	912.37	**854.53**

Raw Materials, Components, Construction Materials, Stores, Spares and Loose Tools at lower of Cost or Net Realisable Value.

19 Trade Receivables

Particulars	As on March 31, 2026	As on March 31, 2025
Secured, Considered Good	-	-
Unsecured, Considered Good	7,512.99	5,613.38
Doubtful	52.41	-
Less: Provision for Doubtful Debts	(52.41)	-
	7,512.99	**5,613.38**

TRADE RECEIVABLES AGEING SCHEDULE :

As on March 31, 2026

Particulars	Unbilled Revenue	Outstanding for following periods from the date of transaction.					
		Less than 6 months	6 months 1 year	1-2 Year	2-3 Year	More than 3 year	Total
(i) Undisputed Trade Receivables-							
a) Considered Good	1,616.23	5,094.87	91.15	696.47	6.23	8.04	7,512.99
b) Considered Doubtful	-	-	-	-	10.74	41.67	52.41
Less: Provision for doubtful debts	-	-	-	-	(10.74)	(41.67)	(52.41)
	1,616.23	**5,094.87**	**91.15**	**696.47**	**6.23**	**8.04**	**7,512.99**
(ii) Disputed Trade Receivables-							
a) Considered Good	-	-	-	-	-	-	-
b) Considered doubtful	-	-	-	-	-	-	-
Total	**1,616.23**	**5,094.87**	**91.15**	**696.47**	**6.23**	**8.04**	**7,512.99**





Sotefin Bharat Limited
(Formerly known as Sotefin Bharat Private Limited and Sotefin Parking Private Limited)
Corporate Identity Number (CIN) - U29221WB2012PLC175825
Balance Sheet as at March 31, 2026
All amounts are in Indian Rs. In Lacs unless otherwise stated

As on March 31, 2025

Particulars	Unbilled Revenue	Outstanding for following periods from the date of transaction.					
		Less than 6 months	6 months 1 year	1-2 Year	2-3 Year	More than 3 year	Total
(i) Undisputed Trade Receivables-							
a) Considered Good	1,212.33	3,105.23	674.37	506.40	6.15	108.90	5,613.38
b) Considered Doubtful	-	-	-	-	-	-	-
Less: Provision for doubtful debts	-	-	-	-	-	-	-
	1,212.33	3,105.23	674.37	506.40	6.15	108.90	5,613.38
(ii) Disputed Trade Receivables-							
a) Considered Good	-	-	-	-	-	-	-
b) Considered doubtful	-	-	-	-	-	-	-
Total	**1,212.33**	**3,105.23**	**674.37**	**506.40**	**6.15**	**108.90**	**5,613.38**

20 Short-term Loans & Advances

Particulars	As on March 31, 2026	As on March 31, 2025
Inter Corporate Loan	-	9.33
	-	**9.33**

On December 28, 2024, The Company have provided Inter Corporate Loan of Rs. 9.33 Lacs to Paciano Hospitality Private Ltd exclusively for Working Capital @ Nil rate of Interest with Repayable on Demand. The full amount of Rs. 9.33 lacs has been received back from Paciano Hospitality Private Ltd on August 20, 2025. As at March 31, 2026 the Outstanding Balance is Nil (March 31, 2025 - Rs. 9.33 lacs).

As on March 31, 2025

Type of Borrower	Amount of Loan or Advance in the	Percentage to the Total Loans & Advances in the nature of
Related Parties	9.33	100%

21 Cash And Bank Balances

Particulars	As on March 31, 2026	As on March 31, 2025
Cash and Cash Equivalents		
Cash in Hand	0.51	0.18
Balances with Banks	9.52	9.65
Other Bank Balances		
Bank Deposit due to Mature within 12 months from the Reporting Date	65.66	100.00
	75.69	**109.83**

Details of Bank Deposits	As on March 31, 2026	As on March 31, 2025
Bank Deposit due to Maturity within 12 months from the Reporting Date included under "Other Bank Balances"	65.66	100.00
Bank deposits due to mature after 12 months of the Reporting Date included under "Other Non-current Assets"	131.07	51.00
	196.73	**151.00**

22 Other Current Assets

Particulars	As on March 31, 2026	As on March 31, 2025
IPO Expense Assets	118.27	36.00
Prepaid Expenses	21.64	7.40
Accrued Interest on Fixed Deposit	9.43	7.02
Security Deposit Paid	468.74	535.53
Less : Provision for Security Deposit	(22.22)	-
Earnest Money Deposit Paid	2.00	2.00
GST Input	15.54	139.23
Less : Provision for GST Input	-	(114.78)
Advance to Staff	67.78	31.14
Advance to Supplier	20.76	22.92
Other Advances	2.91	2.22
	704.85	**668.68**

SOTEFIN BHARAT LIMITED KOLKATA

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23 Revenue From Operations

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Export		
Sales (Parking System)	1.72	962.31
	1.72	**962.31**
Domestic		
Sales (Parking System)	11,325.22	8,063.10
Service (Parking Consultancy)	347.71	352.24
	11,672.93	**8,415.34**
	11,674.65	**9,377.65**

24 Other Income

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Income from Scrap Sales	23.81	4.98
Profit on Sale of Fixed Asset	2.11	-
Interest on Fixed Deposit	13.55	13.96
Customs Duty Drawback	1.14	2.29
Profit on Exchange Fluctuations	78.18	-
Reimbursement of Expenses	12.06	-
Prior Period Income (Refer Note 41)	-	40.64
Excess provision for gratuity written back	-	15.60
Balances Written Back	15.81	88.41
Other Income	1.32	4.39
	147.98	**170.27**

25 Materials Consumed

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Opening Inventory	854.53	515.38
Add:		
Expenses relating to Import of Goods	2,631.85	958.52
Purchase of Materials for Parking System	1,998.84	2,127.66
Less: Closing Inventory	912.37	854.53
	4,572.85	**2,747.03**
	4,572.85	**2,747.03**

26 Civil & Installation Expenses

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Civil & Installation Expenses	2,849.05	3,547.13
	2,849.05	**3,547.13**

27 Employee Benefits Expense

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Salaries, wages, bonus and other allowances	699.43	515.85
Staff Welfare Expense	32.72	27.04
Gratuity Expense	6.56	-
Leave Encashment Expense	6.27	9.65
Employer's Contribution to Statutory Fund	25.40	16.28
	770.38	**568.82**

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SOTEFIN BHARAT LIMITED KOLKATA

28 Finance Cost

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest Expenses	170.84	157.56
Bank Commission	25.62	15.74
Bank Charges	1.80	1.63
Other Borrowing cost	24.50	25.17
	222.76	**200.10**

29 Other Expenses

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Site Expenses	27.55	8.65
Export related Expenses	0.12	1.21
Business Development Cost	25.92	38.79
Testing Expenses	1.19	2.40
Directors' Sitting Fees	7.85	-
Auditors' Remuneration (Refer Note a below)	10.69	8.50
Legal & Professional Fees	132.62	174.39
Prior Period Expenses (Refer Note 41)	2.40	-
Machinery Hire Charges	14.66	8.59
Printing and Stationery	3.76	1.48
Rent Expense	46.32	41.56
Office Maintenance	13.23	3.39
Travelling & Conveyance	89.04	160.53
Corporate Social Responsibility Expenses	18.85	10.00
Telephone and Internet Charges	1.70	1.66
Electricity Charges	34.42	11.16
Insurance Charges	3.76	5.03
IT Related Expenses	28.91	7.62
Car Maintenance	1.27	2.49
Car Running Expenses	8.62	6.97
Brokerage Charges	3.15	1.79
Penalty under Agreement	-	46.20
Interest and Late Fine on Government dues	0.20	34.12
Donation	1.00	-
Rates & Taxes	32.79	14.44
Bad Debts	-	40.02
IIT Charges	-	4.13
Balances Written off	22.99	5.32
Assets Written off	0.70	-
Loss on Exchange Fluctuations	-	23.31
Provision for Doubtful Debts	52.41	-
Provision for Security Deposit	22.22	-
Miscellaneous Expenses	3.15	33.40
	611.49	**697.15**

Note a - Auditor Remuneration

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Audit Fees	10.00	8.50
Reimbursement of Expenses	0.69	-
	10.69	**8.50**

During the financial year ended March 31, 2026 the company has incurred Rs. 24.80 lakhs (31 March 2025: Nil) towards service received from the auditors of the Company in relation to the proposed Initial Public Offering (IPO). The same was not charged off to the statement of profit and loss and was disclosed in "Other current assets" as it is supposed to be adjusted from securities premium in proportion of shares being offered or fresh shares issued.

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30 **Earnings per share**

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders by the weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders (after adjusting for interest on the convertible preference shares, if any) by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

The following reflects the profit and share capital data used in the basic and diluted EPS computations:

Weighted average number of Equity shares	**For the year ended March 31, 2026**	**For the year ended March 31, 2025**
Profit attributable to owners of the company (A)	1,735.58	1,227.81
Weighted average number of equity shares original		
Opening equity shares	11,57,124	9,98,940
Add - Share issued during the year	2,44,120	1,09,989
Impact of bonus issue effected (allotment of 1,15,71,240 bonus shares at face value of Rs 10 each)	1,15,71,240	1,15,71,240
Weighted Average number of Equity Shares post bonus used as denominator in calculating Basic Earnings Per Share (B)	**1,29,72,484**	**1,26,80,169**
EPS - Basic(A/B) (Rs)	**13.38**	**9.68**
Weighted Average number of Equity Shares post bonus used as denominator in calculating Diluted Earnings Per Share	1,29,72,484	1,26,80,169
Effect of Dilution	-	-
Weighted average number of equity shares adjusted for the effect of dilution outstanding at the end of the year (C)	**1,29,72,484**	**1,26,80,169**
EPS - Dilued (A/C) (Rs)	**13.38**	**9.68**

*There are no dilutive potential equity shares.

31 **The company has adopted the mandatory Accounting Standard AS - 15 (Revised) employee benefits. The scheme is unfunded**

Gratuity - Defined Benefit Plan

a) **Statement of Profit & Loss**

Net Employee Expenses/Benefits

Particulars	**March 31, 2026**	**March 31, 2025**
Current Service cost	10.31	6.40
Interest cost	2.79	2.16
Past Service Cost (Vested Benefits + Non-Vested Benefits)	3.41	-
Unrecognised Past Service Cost (Non-Vested Benefits)	(0.98)	-
Net Actuarial Losses/(Gains)	(8.97)	(1.90)
Benefits paid	-	-
Total expense recognised in the Statement of Profit & Loss	**6.56**	**6.66**
Prior Period Adjustment	-	(22.26)
Expenses to be recognised in Current Year	**6.56**	**(15.60)**

b) **Balance Sheet**

Particulars	**March 31, 2026**	**March 31, 2025**
Defined Benefit Obligation	45.00	37.46
Unrecognised Past Service Cost*	(0.98)	-
Fair Value of Plan Assets	-	-
Benefits (Assets)/ Liabilities	**44.02**	**37.46**

* Unrecognised Past Service Cost will be recognised over the remaining average period to vesting of 3.57 years on a straight line basis.

c) **Change in Defined Benefit Obligations (DBO)**

Particulars	**March 31, 2026**	**March 31, 2025**
Present Value of DBO at beginning of year	**37.46**	**30.80**
Current Service cost	10.31	6.40
Interest cost	2.79	2.16
Past Service Cost (Vested Benefits + Non-Vested Benefits)	3.41	-
Actuarial (gains)/ losses	(8.97)	(1.90)
Benefits paid	-	-
Present Value of DBO at the end of year	**45.00**	**37.46**

The key assumptions used in the calculations are as follows

Financial Assumptions	**March 31, 2026**	**March 31, 2025**
Discount Rate	7.65%	6.80%
Rate of increase in salaries	7.00%	7.00%
Expected Rate of return on Plan Assets	N.A.	N.A.
Attrition Rates, based on age (% p.a.)		
Upto 30 years	3.00	3.00
From 31 years to 44 years	2.00	2.00
More than 44 years	1.00	1.00

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32 Leave Encashment

Particulars	March 31, 2026	March 31, 2025
Current Service Cost	3.79	2.28
Past Service Cost	-	-
Interest Cost	0.48	0.46
Net Actuarial (Gain) / Loss	2.00	0.33
Profit & Loss for the year	6.27	3.07
Last Year Adjustments	-	6.58
Expense charge to Profit & Loss	**6.27**	**9.65**
Opening Balance	7.04	-
Liability during the year	6.27	9.65
Benefits Paid	4.24	2.61
Liability in Balance Sheet	**9.08**	**7.04**

33 Related party disclosures (As per Accounting Standard 18- Related party disclosures)

A Names of related parties and related party relationship

(i) Related parties where control exists

Name of Related Parties	Relationship
Relcon Infra Projects Ltd.	Enterprise over which key Management Personnel are able to exercise significant influence
Krisha Infrasol Private Limited	Enterprise over which key Management Personnel are able to exercise significant influence
Pisa International Private Limited	Enterprise over which key Management Personnel are able to exercise significant influence
Paciano Hospitality Private Limited	Enterprise over which key Management Personnel are able to exercise significant influence
Kreeze Design Studio LLP	Enterprise over which key Management Personnel are able to exercise significant influence
Relcon Krisha Realty LLP	Enterprise over which key Management Personnel are able to exercise significant influence

(ii) Key Management Personnel

Arup Choudhuri (Managing Director)
Jignesh P Sanghavi (Director)
Monalisa Ghosh (Executive Director w.e.f. May 7, 2025)
Durga Shanker Mishra (Independent Director w.e.f. September 1, 2025)
Sitaram Kunte (Independent Director w.e.f. September 1, 2025)
Girraj Prasad Garg (Independent Director w.e.f. November 1, 2025)
Jaya Sengupta (Chief Financial Officer w.e.f. March 3, 2025)
Biswajit Das (Company Secretary w.e.f. May 12, 2025)
Sheetal Jignesh Sanghavi (Relative of Director)

B Related Party transactions

Sl No.	Particulars	Name of Related Party	For the year ended March 31, 2026	For the year ended March 31, 2025
1	Directors Remuneration	Arup Choudhuri	51.00	42.00
		Jignesh P Sanghavi	45.00	36.00
		Monalisa Ghosh	26.00	20.40
2	Independent Director Sitting Fees	Durga Shanker Mishra	2.35	-
		Sitaram Kunte	2.75	-
		Girraj Prasad Garg	2.75	-
3	Purchase of Equity Shares @ Rs. 160 per Equity Share	Sheetal Jignesh Sanghavi	50.00	-
4	Sales	Relcon Infra Private Limited	185.86	56.00
		Relcon Krisha Realty LLP	186.00	-
5	Salary	Jaya Sengupta	18.01	1.50
		Biswajit Das	9.51	-
6	Expenses incurred on behalf of the Company	Jaya Sengupta	0.94	-
		Biswajit Das	0.61	-
7	Advance to Staff (reimbursement of expense)	Arup Choudhuri	101.50	152.61
		Jignesh P Sanghavi	9.34	5.19
		Monalisa Ghosh	4.62	2.91
8	Repayment of Loan Liability	Relcon Infra Private Limited	118.00	-
		Pisa International Private Limited	4.95	-
9	Purchases	Krisha Infrasol Private Limited	4.41	273.96
10	Rent Expenses	Relcon Infra Private Limited	3.80	5.46
11	Loan given	Paciano Hospitality Private Limited	34.00	9.33
12	Loan Repayment	Paciano Hospitality Private Limited	(43.33)	-
13	Staff Welfare Expenses	Paciano Hospitality Private Limited	4.68	-
14	Guarantee given waived *	Paciano Hospitality Private Limited	-	1,025.00
15	Leasehold Improvements	Kreeze Design Studio LLP	56.81	-

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C Outstanding due from /(to) at year end

Sl No.	Particulars	Name of Related Party	March 31, 2026	March 31, 2025
1	Directors Remuneration Payable	Arup Choudhuri	-	(7.95)
		Jignesh P Sanghavi	-	(6.30)
		Monalisa Ghosh	-	(1.70)
2	Independent Director Sitting Fees Payable	Sitaram Kunte	-	-
		Durga Shanker Mishra	-	-
		Giriraj Prasad Garg	-	-
3	Salary Payable	Jaya Sengupta	-	(1.50)
		Biswajit Das	-	-
4	Trade Receivable	Relcon Infra Private Limited	-	54.80
		Relcon Krisha Realty LLP	195.88	-
5	Loan Liability	Relcon Infra Private Limited	-	(118.00)
		Pisa International Private Limited	-	(4.95)
6	Advance to Staff (reimbursement of expense)	Arup Choudhuri	46.35	21.43
		Jignesh P Sanghavi	0.39	(0.60)
		Monalisa Ghosh	3.24	0.24
7	Trade Payable	Krisha Infrasol Private Limited	24.64	(286.83)
		Relcon Infra Private Limited	-	(3.02)
8	Loan given	Paciano Hospitality Private Limited	-	9.33
9	Liability for Expenses	Paciano Hospitality Private Limited	(0.11)	-
10	Capital Creditor	Kreeze Design Studio LLP	(5.31)	-

34 Contingent Liabilities

Particulars	March 31, 2026	March 31, 2025
Bank Guarantee for Performance Obligations	1,998.04	706.00
GST Demand	37.32	37.32
Letter of Credit for Import	-	641.86

Order dated Nov 22, 2024 from Sales Tax Officer Ward68:Zone3:Delhi alleging Short payment of GST output tax amounting to Rs.20.21 lacs (Rs. 10.11 lacs CGST & Rs. 10.11 lacs as SGST due to mismatch of GSTR-1 and GSTR- 3B for the month of March 2021 along with interest amounting Rs. 15.08 lacs splitting into Rs. 7.54 lacs under CGST & SGST each and 10% penalty amounting Rs. 1.01 lacs under CGST & SGST.

Appeal filed against the above order on March 20, 2025 & Rs. 13.37 lacs deposited with appellette authority

The Company has availed benefit of free transferable duty credit scripts under EPCG Scheme of Central Government on procurement of Capital Goods. The Company expects to meet its export obligations in future years

35 Capital Commitment

Amount of contracts, net of advances, remaining to be executed on capital account and which have not been provided for in the financial statement, aggregate to INR 126.76 lacs (March 31, 2025 - INR 277.99 lacs)

36 Lease

The Company has taken certain premises under cancellable and non-cancellable operating lease arrangements. Most of the leases are renewable for further period(s) on mutually agreeable terms and also include escalation clauses. The Company has recognized INR 46.32 lacs (March 31, 2025 - INR 41.56 lacs) as lease expense in the Statement of Profit and Loss. The Company has entered into operating lease arrangements for office premises.

37 Segment reporting

The Company is engaged in the design & implementation of automated car parking systems as a single business segment. Accordingly, the disclosures as required under Accounting Standard -17 on primary business segment have not been provided since the Company has only one business segment. Further, the Company has exported goods. The secondary segment for the Company is based on the location of its customers. Information on geographical segment is as follows.

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue - Within India	11,672.93	8,415.34
Revenue - Outside India	1.72	962.31
Total	**11,674.65**	**9,377.65**

There are two customers having revenue exceeding 10% each of total revenue of the company which account for 60.31% for the year ended March 31, 2026, four customer cover 59.36% of total revenue for the year ended March 31, 2025.

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SOTEFIN BHARAT LIMITED KOLKATA

Sotefin Bharat Limited
(Formerly known as Sotefin Bharat Private Limited and Sotefin Parking Private Limited)
Corporate Identity Number (CIN) - U29221WB2012PLC175825
Notes forming part of Financial Statements
All amounts are in Indian Rs. In Lacs unless otherwise stated

38 Unhedged foreign currency exposures as at the Balance Sheet Date

Particulars	March 31, 2026			March 31, 2025		
	Amount (in Euro)	Amount (in USD)	Amount in INR lacs	Amount (in Euro)	Amount (in USD)	Amount in INR lacs
Trade Receivables	25,874	1,22,488	142.47	7,75,874	1,22,488	800.34
Trade Payables	2,41,738	-	131.54	1,08,811	-	101.10

Value of imports calculated on CIF basis	**March 31, 2026**	**March 31, 2025**
Raw Material	2,631.85	958.52
	2,631.85	**958.52**

Expenditure in foreign currency (on accrual basis)	**March 31, 2026**	**March 31, 2025**
Travelling & Conveyance expense	12.26	7.53
Office Maintenance expense	3.24	-
	15.50	**7.53**

Earnings in foreign exchange (accrual basis)	**March 31, 2026**	**March 31, 2025**
Export of goods calculated on FOB basis	1.72	962.31
	1.72	**962.31**

39 Expenditure on Corporate Social Responsibility (CSR) activities :

In terms of provisions of Section 135 of the Companies Act, 2013 the required CSR spending for the year is worked out as below:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Amount required to be spent by the Company during the year	18.85	10.00
Amount of expenditure incurred	-	10.00
Provision made during the year	18.85	0.00
Total	18.85	10.00
Shortfall at the end of the year*	18.85	0.00
Nature of CSR Activities - Contribution to Prime Minister's National Relief	-	10.00

*Shortfall will be deposited within deposited in funds specified in Schedule VII within 6 months from end of financial year

40 Additional Regulatory Information :

Ratios :

Ratios	Numerator	Denominator	March 31, 2026	March 31, 2025	% Variance	Remarks
Current Ratio (in times)	Total Current Assets	Total Current Liabilities	2.27	1.88	21%	NA
Debt-Equity Ratio (in times)	Debt consists of borrowings	Total Equity	0.31	0.24	28%	Ratio increased due to increase in Debt Funds
Debt Service Coverage Ratio (in times)	Earning for Debt Service = Net Profit before Taxes + Interest + Other Non-cash Adjustments	Debt Service = Interests and Lease Payments + Principal Repayments	1.59	4.75	-67%	Decrease in Ratio caused due to increase in Debt Repayments
Return on Equity Ratio (in %)	Profit for the year Less Preference Dividend (if any)	Average Total Equity	26.96	34.29	-21%	NA
Inventory Turnover ratio (in times)	Cost of goods sold or sales	Average inventories	5.18	4.01	29%	Increase in Cost of Materials Consumed during the year caused increase in the Ratio
Trade Receivables Turnover Ratio (in times)	Revenue from Operation	Average Trade Receivable	1.78	2.02	-12%	NA
Trade Payables Turnover Ratio (in times)	Credit Purchase + Credit Import	Average Trade Payable	3.00	1.96	53%	Increase in Import & decrease in Trade Payable caused increase in the Ratio
Net Capital Turnover Ratio (in times)	Revenue from Operations	Average Working Capital (i.e. Total Current Assets less Total Current Liabilities	2.74	3.74	-27%	The Ratio increased due to increase in Trade Receivable
Net Profit Ratio (in %)	Profit for the year	Revenue from Operations	14.87	13.09	14%	NA
Return on Capital Employed (in %)	Profit Before Tax and Finance Costs	Average Capital Employed = Net worth + Total debt + Deferred Tax Liabilities	33.91	38.32	-12%	NA
Return on investment (other than subsidiaries) (in %)	Income from investment	Average Investment	7.79	7.96	-2%	NA

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SOTEFIN BHARAT LIMITED KOLKATA

41 Prior Period Items

Partiulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Income		
Addition in CWIP	-	40.64
Total	-	**40.64**
Expense		
Interest on MSME Outstanding	-	6.19
Legal & Professional Fees	2.40	-
Leave encashment less provision created	-	6.58
Total	**2.40**	**12.77**

42 Other statutory information

(i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

(ii) The Company does not have any transactions with companies struck off under Section 248 of Companies Act 2013 or Section 560 of Companies Act, 1956

(iii) The company has not traded or invested in crypto currency or virtual currency during the year.

(iv) The company has not advanced or loaned or invested funds to any other person(s) or entities including foreign entities (intermediaries) with the understanding that intermediary shall:
(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of company(ultimate beneficiaries)
(b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(v) The company has not received any funds from any person(s) or entity(ies), including foreign entities(funding party) with the understanding (whether recoreded in writing or otherwise) that the group shall:
(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf funding party(ultimate beneficiaries) or
(b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(vi) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961

(vii) The company is not declared as wilful defaulter by any bank or financial institution or other lender.

(viii) All immovable properties disclosed in the financial statements are held in the name of the Company.

(ix) The company does not have any investments and hence, compliance with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017 is not applicable.

43 (i) In previous years, the Company has alloted equity shares on right issue basis. The details are as under :-

Date of Allotment	No. of shares
March 31, 2014	396806
October 25, 2017	499470
July 1, 2024	150457
July 22, 2024	7727

However, the Company has wrongly mentioned Private Placement in Form PAS -3 filed for these allotment. Therefore the Company has filed revised Form PAS -3 for these allotments mentioning these as right issue. Also, the Company has filed compounding application for the contraventions of above offences. Status of the compounding application is pending.

(ii) In FY 2014-15, the Company has approved right issue and offered to its shareholders vide offer letter dated May 1, 2014. However Right issue was opened for period from May 1, 2014 to September 30, 2014 i.e. more than 30 days (prescribed time limit under Companies Act, 2013). Therefore, the Company has filed compounding application for the contraventions of above offences. Status of the compounding application is pending.

44 The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period except below :-

Charge Holder Name	Loan Type	Sanctioned amount in INR Lacs	Amount as on March 31, 2026
Punjab National Bank	Vehicle loan	20.00	0.00
HDFC	Home loan	245.00	0.00

Both the Loans has been fully repaid during FY 2025-26.

45 Note on Audit Trail

The company has used an accounting software for maintaining its books of accounts which doesn't have a feature of recording audit trail (edit log) facility and the same has not operated throughout the year, for all transactions during the year. Since there is no audit trail feature, the question of tempering & preserving of audit trail doesn't arise.

46 Previous year figures

Previous year figures have been regrouped/reclassified, wherever necessary to conform to this year's classification.

S S Kothari Mehta & Co. LLP
Chartered Accountants
Firm's Registration Number: 000756N/N500441

Jalaj Soni
Partner
Membership Number 438790
Place: New Delhi
Date: May 5, 2026

For and on behalf of Sotefin Bharat Limited (Formerly known as Sotefin Bharat Private Limited and Sotefin Parking Private Limited)

Arup Kumar Choudhuri
Managing Director
DIN - 03491600
Place: Kolkata
Date: May 5, 2026

Monalisa Ghosh
Executive Director
DIN - 03491551
Place: Kolkata
Date: May 5, 2026

Jaya Sengupta
Chief Financial Officer
Place Kolkata
Date: May 5, 2026

Biswajit Das
Company Secretary
Membership Number A69421
Place Kolkata
Date: May 5, 2026