ORGANIC RECYCLING SYSTEMS LIMITED
CLEANTECH | INNOVATION | ENGINEERING

ENGINEERING.
A GREENER TOMORROW.

ANNUAL REPORT 2025-26

Across the pages

CORPORATE OVERVIEW

STATUTORY REPORTS

FINANCIAL STATEMENTS

Reporting period and scope

This report covers financial and non-financial information and activities of Organic Recycling Systems Limited ('the Company' or 'ORSL') during the period April 1, 2025, to March 31, 2026. The report's financial figures have been audited by Vora & Associates.

Materiality

We cover key material aspects identified through ongoing stakeholder engagement and addressed through programmes or action points set by key management personnel.

Responsiveness

Our reporting addresses a wide range of stakeholders, each with their own needs and interests. This report is one element of our interaction and communication. It reflects how we manage our operations by accounting and responding to stakeholder concerns.

Forward-looking Statements

In this Annual Report, we have disclosed forward-looking information to enable investors of ORSL to comprehend our prospects and take investment decisions. This Report and other statements – written and oral – that we periodically make contain forward-looking statements that set out anticipated results based on the management's plans and assumptions. We have tried, wherever possible, to identify such statements by using words such as 'anticipate', 'estimate', 'expects', 'projects', 'intends', 'plans', 'believes' and words of similar substance in connection with any discussion of future performance. We cannot guarantee that these forward-looking statements will be realised, although we believe we have been prudent in our assumptions. The achievements of results are subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialise, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected. Readers should keep this in mind. We undertake no obligation to publicly update any forward-looking statement, whether as a result of new information, future events or otherwise.

For eighteen years, Organic Recycling Systems Limited has done one thing with unusual persistence:

Two words. One continuous act.

taken what the world discards and engineered it into something the world needs.

Engineering is our discipline.

It is what we did in 2013, when we commissioned India's first anaerobic digestion-based integrated municipal solid waste valorisation facility at Solapur.

It is what we did in 2016, when a patented technology moved from the drawing board to a working plant with Indian Oil in Varanasi. It is what we do today across Uttar Pradesh, Rajasthan, Madhya Pradesh and Maharashtra, where our operational know how and proprietary stack, Marut Drum™ for segregation, DRYAD™ and LIPH-AD™ for digestion, Sanjeevak and Alpha Carbon for carbonisation, turns 500+ plus tonnes of daily waste capacity into fuel, fertiliser and carbon.

A greener tomorrow is our outcome.

And in FY26, that outcome finally began to look like a business at scale.

Revenue from operations more than doubled to ₹10,507.50 lakhs, a growth of 117.14%. EBITDA rose 46.15% to ₹3,088.67 lakhs. Profit after tax grew 60.56% to ₹2,508.10 lakhs, delivering on our stated guidance of ₹2,500 lakhs. Cash flow from operations turned decisively positive at ₹1,855.46 lakhs, against an outflow of ₹995.50 lakhs a year earlier. Over three years, revenue has compounded at 96%, PAT at 79%, and basic earnings per share now stands at ₹28.96, while maintaining a debt-to-equity ratio of 0.4x, ROE at 19%, and ROCE at 16%.

But the number that matters most to this report is not on the income statement. It is the number of value chains we now operate across.

The year we added chemistry

Until FY26, ORSL converted waste into energy. This year, we began converting waste into chemistry.

We began expanding the boundaries of what ORSL can create.

Through a strategic acquisition, we entered the green chemicals segment, a market expanding from USD 120.5 billion in 2025 to USD 336.1 billion by 2035, compounding at close to 11% annually, with Asia Pacific accounting for the largest and fastest-growing share at 31.4%. For a company that already holds feedstock, process technology, and industrial relationships, this is not a diversification into an adjacent industry. It is the logical extension of a molecule we have spent eighteen years learning to control.

Today, our platform is supported by 2 granted patents, 5+ proprietary technologies, 7+ innovations in the pipeline, a NABL-accredited R&D centre and a workforce of 200+ people.

This evolution is important because the future of sustainability will not be built through isolated solutions.

It will be built through connected systems.

Waste becomes feedstock.

Feedstock becomes energy.

Energy production creates by-products.

By-products become valuable materials.

Carbon itself becomes an opportunity for innovation.

Engineering. A Greener Tomorrow. captures this expanding ambition.

It reflects our belief that the solutions to tomorrow's environmental challenges must be engineered today, not only through better technologies, but through entirely new ways of thinking about resources, carbon, and value.

At ORSL, we are engineering systems that close loops rather than create waste. We are building technologies that extract more value from every resource. And as we enter the green chemicals space, we are opening a new chapter in our journey - from managing waste to engineering a broader ecosystem of sustainable products and possibilities.

Because a greener tomorrow will not simply emerge.

It will have to be imagined. Innovated. And engineered.

Turning waste into value. Innovation into impact. And possibilities into a more sustainable future.

This is how a greener tomorrow gets built. Not declared, rather engineered.

OUR SCALE

₹10,507.50 lakhs

revenue, up 117.14%. 5 Project location in 4 states. Pan-India EPC execution backed by our own technology.

ENGINEERING CHEMISTRY

Entry into chemicals through strategic acquisition with a focus on transitioning into green chemicals. Catalysts, bio-based intermediates and process solutions addressing a

USD 336 billion

global opportunity by 2035.

ENGINEERING CARBON

India's first BIO-CCU

research platform. CO_2 from biogas converted into fuels and specialty compounds, opening our fourth value chain.

ENGINEERING PERMANENCE

Transition from EPC

to Build-Own-Operate. Annuity cash flows, higher margins, and multi-year revenue visibility from assets we hold.

Engineering has always been the answer.

For most of our history, we have built plants for others. We are now moving, deliberately and in phases, towards build-own-operate projects, particularly in agro valorisation.

From the
Managing Director's Desk

Dear Shareholders,

Eighteen years ago, we set out to solve a problem that India had not yet decided was a problem. We believed that organic waste, treated as an engineering input, could be turned into something better: energy, fertiliser, and value. It was a conviction built more on first principles than on precedent. What we lacked was not conviction, but a market ready to reward it.FY26 is the year that belief became a business of scale.

What began as a conviction about organic feedstocks generated as waste in cities, farms, and industries has, over eighteen years, evolved into an engineering-led, clean-technology platform. The shift has not been incidental; it has been deliberate, plant by plant and process by process. Our technology base has grown to span novel processes across the bioenergy value chain, from advanced anaerobic digestion and bio-methanation to compressed biogas, and it has been built, by design, to run on multiple feedstocks rather than any single input agricultural residue, industrial by-product, and beyond. That flexibility was not a hedge; it was the point. A platform built around one feedstock is a project. A platform built to absorb many is an infrastructure business, engineered for the discipline of long duration rather than the improvisation of a young sector.

FY26 is the year that belief became a platform built to scale not because the ambition changed, but because the ecosystem around it finally caught up to it. Policy has moved from encouragement to obligation, capital from cautious to committed, and the market from asking whether this works to asking how fast it can grow.

The year in numbers

Revenue from operations grew 117.14% to ₹10,507.50 lakhs, from ₹4,839.10 lakhs in FY25. It is the first time your Company has crossed ₹10,000 lakhs in a financial year. EBITDA rose 46.15% to ₹3,088.67 lakhs. Profit after tax grew 60.56% to ₹2,508.10 lakhs, against the ₹2,500 lakhs we had guided to at the start of the year.

Two numbers behind those headlines matter more to me than the headlines themselves. The first is cash. Cash flow from operations came in at ₹1,855.50 lakhs, against an outflow of ₹995.50 lakhs in the previous year. A swing of that size in twelve months tells you that this year's growth was collected, not merely recognised. It reflects disciplined working capital management and a deliberate tightening of how we contract and bill

The second is leverage. Over three years, as revenue has compounded at 96%, our debt-to-equity ratio has stayed at 0.4x. Return on capital employed has moved from 7% to 16%, and return on equity to 20.30%. We have grown quickly without borrowing.

I should also be straightforward about our margins. EBITDA margin moderated to 29.40% and PAT margin to 23.87% during the year, largely because we increased purchases of stock-in-trade as we scaled our trading and chemicals activity. That is the arithmetic of building a second business inside a growing first one. I would rather explain a moderated margin than a missed opportunity.

We have grown quickly without borrowing our way there.

The decision that defined the year

In FY26, your Company entered the chemicals segment by acquiring Industrial Associate with a focus on transitioning into green chemicals.

I want to explain why, because on the surface it may look like a departure. For eighteen years we have done one thing with increasing sophistication: taken a carbon-rich waste stream apart and put it back together as something valuable. Gas, manure, & biochar, each of those is a chemical outcome of a biological and thermal process we control. Green chemicals is not a new industry for us. It is the next thing we can make from a molecule we already handle, in a laboratory we already own, for industrial customers we already serve.

The market is substantial. Global green chemicals demand is expected to expand from USD 120.5 billion in 2025 to USD 336.1 billion by 2035, compounding at close to 11% a year, with Asia Pacific being the largest and fastest-growing region. India is emerging as a significant hub. We are entering it with feedstock access, process technology, and existing relationships with companies such as Evonik, Indofil and Insecticides (India). Very few entrants will start from that position.

Alongside this, we have begun work on India's first BIO-CCU platform, supported by DBT–BIRAC and international grant funding, and pursued with IIT Bombay and IIT Kharagpur. A meaningful share of raw biogas is CO_2, which means every digester we operate is already a concentrated carbon source. BIO-CCU is designed to capture that CO_2 and convert it into fuels and specialty compounds. I want to

be clear with you that this vertical is under development and earns nothing today. I regard it as a funded, institutionally partnered option on the carbon economy, held by a company that already owns the input.

Building assets, not just projects

The second structural decision of the year concerns what we own. For most of our history, we have built plants for others. We are now moving, deliberately and in phases, towards Build-Own-Operate projects, particularly in agro valorisation. In this model, your Company develops, owns and operates the asset, and earns from CBG sold under long-term offtake agreements, from fermented organic manure, and, in time, from carbon and by-products.

The reason is simple. Project revenue is episodic and margin-capped. Annuity revenue is predictable, higher-margin and compounds. That line is this transition, in its current visible form. The approach is staged: EPC with strategic participation first, then a gradual transition to owned assets. We will not compromise the balance sheet discipline that has served us well to move faster than cash flows allow.

Innovation that now earns

The ORSL Research & Innovation Centre received National Accreditation Board for Testing and Calibration Laboratories (NABL) accreditation during the year, allowing us to sell testing, validation, and third-party research as a service rather than absorb R&D purely as a cost. Our in-house gas-yield-enhancing catalyst received Sardar Sarovar Singh National Institute of Bioenergy's (SSS-NIBE) validation. We now hold two granted patents, more than five proprietary technologies in commercial deployment and over seven innovations in the pipeline, supported by eight academic MoUs spanning IIT Bombay, IIT Kharagpur, IIT Roorkee, UPES, Amity, Walchand, AGH University in Poland and the University of Birmingham in the United Kingdom, with the ITEL Foundation partnership added in March 2026..

Execution and the market ahead

We closed the year with an order book of approximately ₹100 crore and an order pipeline of ₹200–300 crore, with a broader identified pipeline of ₹500–600 crore of BOO projects. New projects in Rajasthan and Madhya Pradesh extended our footprint to five locations across four states. We formalised a memorandum of understanding with Indraprastha Gas Limited at India Energy Week 2026 for the joint development of CBG, and a collaboration with SLPP Re-New LLP on membrane-based CBG solutions. In parallel, we are in the process of formalising further partnerships with Oil Marketing Companies and City Gas Distribution networks, to broaden our offtake arrangements and distribution reach as our CBG capacity scales.

The market we operate in is being built, not divided. India's target is 5,000 CBG plants producing 15 MMT by 2029, against a technical potential of roughly 62 MMT a year and installed capacity currently below 1% of that. The blending mandate rises from 1% to 5% between FY26 and FY29. The work ahead exceeds what the industry can absorb.

Looking to FY27

We are guiding to approximately 30% year-on-year revenue growth in FY27, supported by a secured execution pipeline and continued momentum across our verticals. We met our guidance this year, and we do not issue the next one lightly.

With gratitude

To our shareholders, thank you for your patience through the years when this business was an argument rather than a result. To our customers, particularly IOCL, BPCL, and the municipal corporations who trusted an Indian company with Indian technology, thank you for the opportunity to prove it. To our academic and institutional partners, thank you for taking our questions seriously. And to the more than two hundred people who make up this Company, thank you for the standard you hold yourselves to on sites that are rarely comfortable and never glamorous.

We named this year's report Engineering. A Greener Tomorrow. Because those two ideas have never been separate for us. The tomorrow we want won't be legislated or wished into existence. We have to build it, plant by plant, patent by patent, molecule by molecule.

That is the work. We are getting on with it.

Warm regards,
Mr. Sarang Bhand
Promoter & Managing Director

Numbers that Define Us

Every number in this section is a consequence of a decision taken earlier.

What we built in FY26

₹10,507.50 lakhs

REVENUE FROM OPERATIONS

Up 117.14% from ₹4,839.10 lakhs in FY25.

For the first time, ORSL has crossed ₹10,000 lakhs in a financial year.

₹3,088.67 lakhs

EBITDA

Up 46.15%. Absolute EBITDA has nearly tripled in two years, from ₹1,064.28 lakhs in FY24.

₹2,508.10 lakhs

PROFIT AFTER TAX (PAT)

Up 60.56%. Guidance given, and guidance met.

₹12,298.10 lakhs

NET WORTH

Revenue doubled. Profit rose by three-fifths. Debt stayed where it was.

How well we built it

Growth is easy to buy and hard to keep. These numbers tell you which kind we delivered.

₹1,855.50 lakhs

CASH FLOW FROM OPERATIONS

Against an outflow of ₹995.50 lakhs in FY25. A swing of ₹2,850 lakhs in a single year, and the clearest evidence that this year's growth converted into cash rather than receivables alone.

20.30%

RETURN ON EQUITY (ROE)

Up from 16.07% in FY25.

16%

RETURN ON CAPITAL EMPLOYED (ROCE)

Up from 11% in FY25. More than doubled in two years.

0.4x

DEBT-TO-EQUITY

Unchanged across three years of hyper-growth.

29.40%

EBITDA MARGIN

23.87%

PAT MARGIN

The numbers that aren't on the

Income Statement.

What we are building next

The most consequential numbers in this report are the ones that have not yet earned revenue. They sit in our balance sheet as intangibles, in our laboratory as pipeline, and in our order book as intent.

₹1,798.20 lakhs

INTANGIBLE ASSETS

Nearly doubled from ₹901.70 lakhs.

~₹10,000 lakhs

ORDER BOOK AS ON 31ST MARCH 2026.

~₹20,000 - ₹30,000 lakhs

ORDER PIPELINE

~30%

FY27 REVENUE GROWTH GUIDANCE

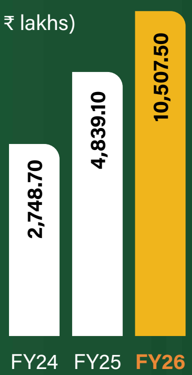
Supported by a secured execution pipeline and continued business momentum.

The Compounding

Three years, one direction

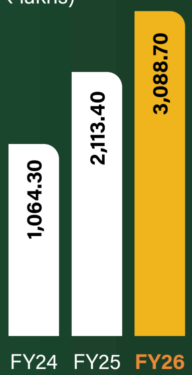
REVENUE FROM OPERATIONS

(in ₹ lakhs)



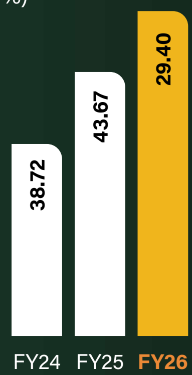
EBITDA

(in ₹ lakhs)



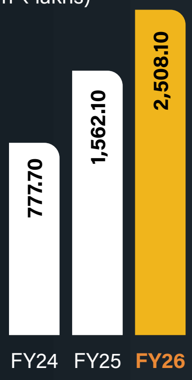
EBITDA MARGIN

(in %)



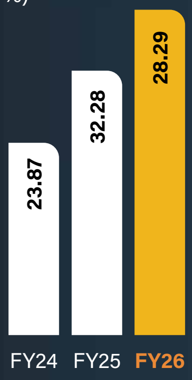
PAT

(in ₹ lakhs)



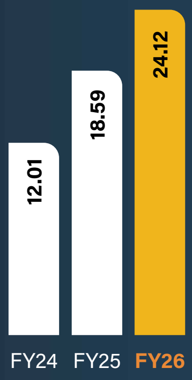
PAT MARGIN

(in %)



DILUTED EPS

(₹)



96%

REVENUE CAGR, FY24 – FY26

Revenue has not simply grown. It has quadrupled.

The Numbers behind the Engineering

18

YEARS OF OPERATION

2 patents granted

5+

proprietary technologies in commercial use

7+

innovations in the ORS-RIC pipeline

8

academic MoUs signed, spanning India, Poland and the United Kingdom

1

NABL-accredited R&D centre

1

BIO-CCU research platform, the first of its kind in India

200+

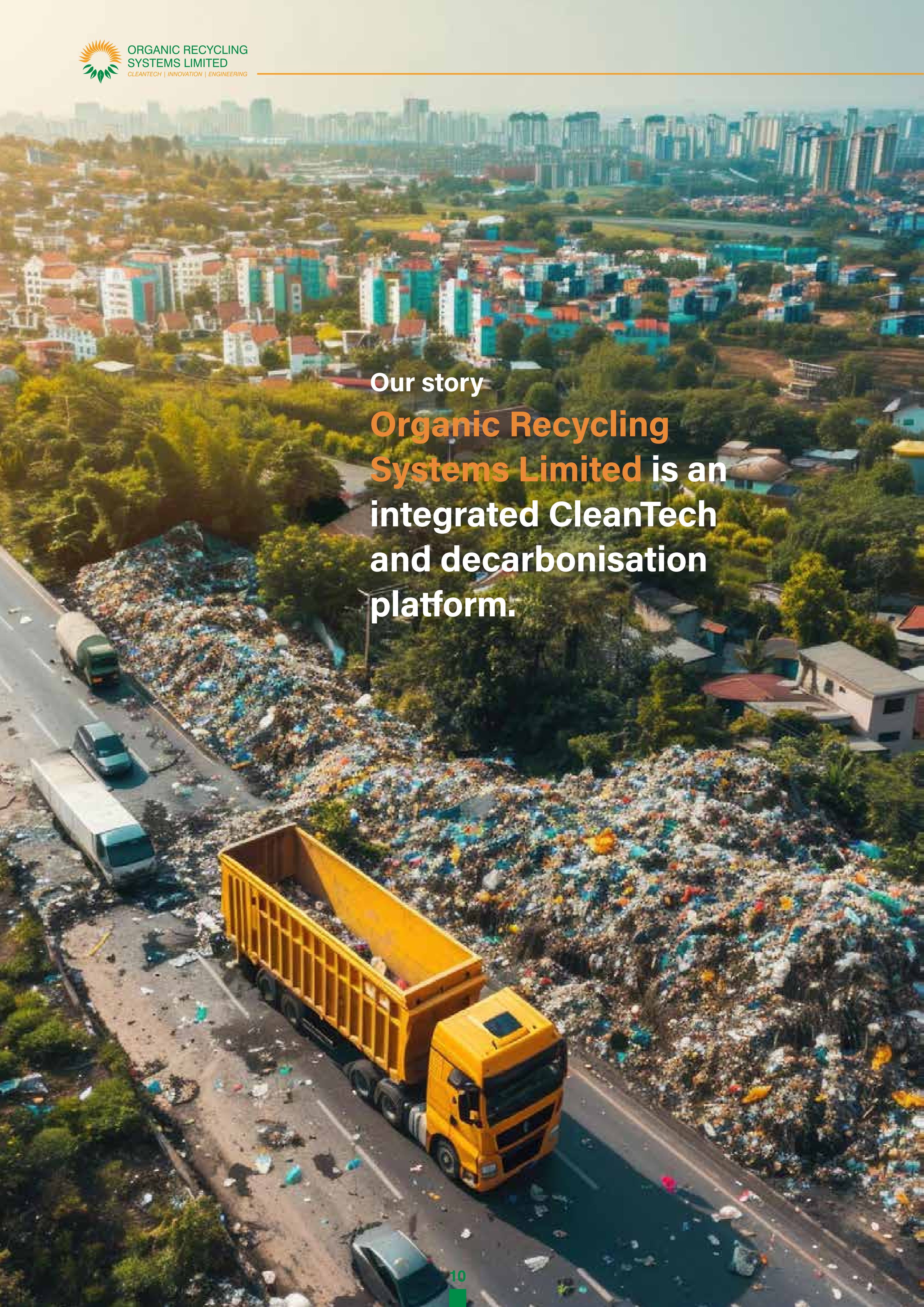
People

5

Project locations

9

Out of 17 United Nations Sustainable Development Goals addressed



Our story

Organic Recycling Systems Limited is an integrated CleanTech and decarbonisation platform.

We operate where three things meet: India's energy transition, the circular economy, and the emerging market for carbon solutions.

Our work begins with discarded material, municipal solid waste, agricultural residue, biomass, organic effluent, and ends with material that is wanted. Compressed biogas. Organic fertiliser. Biochar. Green chemicals. And, increasingly, carbon itself, captured and converted rather than released.

Between those two points sits eighteen years of engineering.

Who we are

Founded in 2008 and headquartered at Sanpada, Navi Mumbai, ORSL has spent its history solving a specifically Indian version of a global problem.

Waste-to-energy technology existed when we began. What did not exist was technology built for Indian feedstock, waste that arrives unsegregated, carries high moisture, varies by season and city, and defeats systems designed for the sorted, predictable streams of Europe. Rather than import a solution and hope, we built our own.

That decision shaped everything since. That is why we hold patents rather than licences, operate a research centre rather than a testing bench, and can move into adjacent businesses using capabilities we already own.

Our legacy

Headed by Mr. Sarang Bhand, Organic Recycling Systems Limited commenced its journey in 2008 with the establishment of an indigenous technology for segregating organic waste and anaerobic digestion of municipal solid waste (MSW) at Solapur, Maharashtra. Over the one and a half decade, the Company has expanded and diversified its portfolio by developing and adopting newer technologies Marut Drum, DRYAD technology and anaerobic digestion (AD) based technology, among others.

Our Vision

To become champions of innovation, delivering cutting-edge technological solutions that mitigate energy and environmental challenges and drive waste valorisation.

Our leadership

The Company was promoted by Mr. Sarang Bhand, Managing Director, who possesses nearly 17 years of rich business experience. Under his leadership and with the support of dynamic, skilled teams, ORSL continues to drive innovation, ethical practices and governance that broaden its market presence.

Our story

What We Make

Output	What it is
Compressed Bio-Gas (CBG)	A clean, renewable fuel produced from organic waste, serving as a sustainable alternative to natural gas for transportation and energy.
Organic Compost / Fermented Organic Manure (FOM)	Nutrient-rich organic inputs that improve soil health and reduce dependence on chemical fertilisers.
Biomass-based Green Charcoal / Biochar	A stable carbon product that enhances soil fertility while enabling carbon sequestration. Produced via our Sanjeevak carbonisation systems.
Green Chemicals & Catalysts	Bio-based chemicals and process enhancers that improve the efficiency of bioenergy systems and create high-value industrial applications.
Carbon Capture Outputs (CCU)	Conversion of CO_2 into value-added products, including bio-based chemicals and specialty compounds. Upcoming vertical, currently under development.

How We Make It

Process	Technology
Segregation	Marut Drum™ — efficient separation of wet and dry waste, improving processing efficiency and recovery. Patented.
Anaerobic Digestion	DRYAD™ — high-solid thermophilic digestion. LIPH-AD™ — liquid-phase digestion for improved efficiency and gas yield.
Composting	INV-CO and EW-CO — advanced microbial and earthworm-based systems for rapid, high-quality compost production.
Carbonisation	Sanjeevak and Alpha Carbon — thermal conversion of biomass into biochar and charcoal under controlled conditions.
Process Optimisation	Innovation-led enhancements in feedstock utilisation, yield improvement, and process efficiency, developed at ORS-RIC.

From waste to carbon. From carbon to value.

How We Engage

The Company earns across three distinct modes, which together allow us to participate in a project at whichever point creates the most value.

Projects

Large-scale facilities developed under the Build-Own-Operate-Transfer model. End-to-end turnkey EPC for waste management plants. Integrated segregation facilities and processing plants. Centralised composting solutions. In FY26, we began a deliberate shift toward Build-Own-Operate, where we develop, own, and operate the asset ourselves.

Products

Proprietary and patented technology-based products: anaerobic digesters (DRYAD™, LIPH-AD™), automated segregation lines (Marut Drum™), and carbonisation systems (Sanjeevak, Alpha Carbon). The company is introducing new product lines, including waste-processing machines.

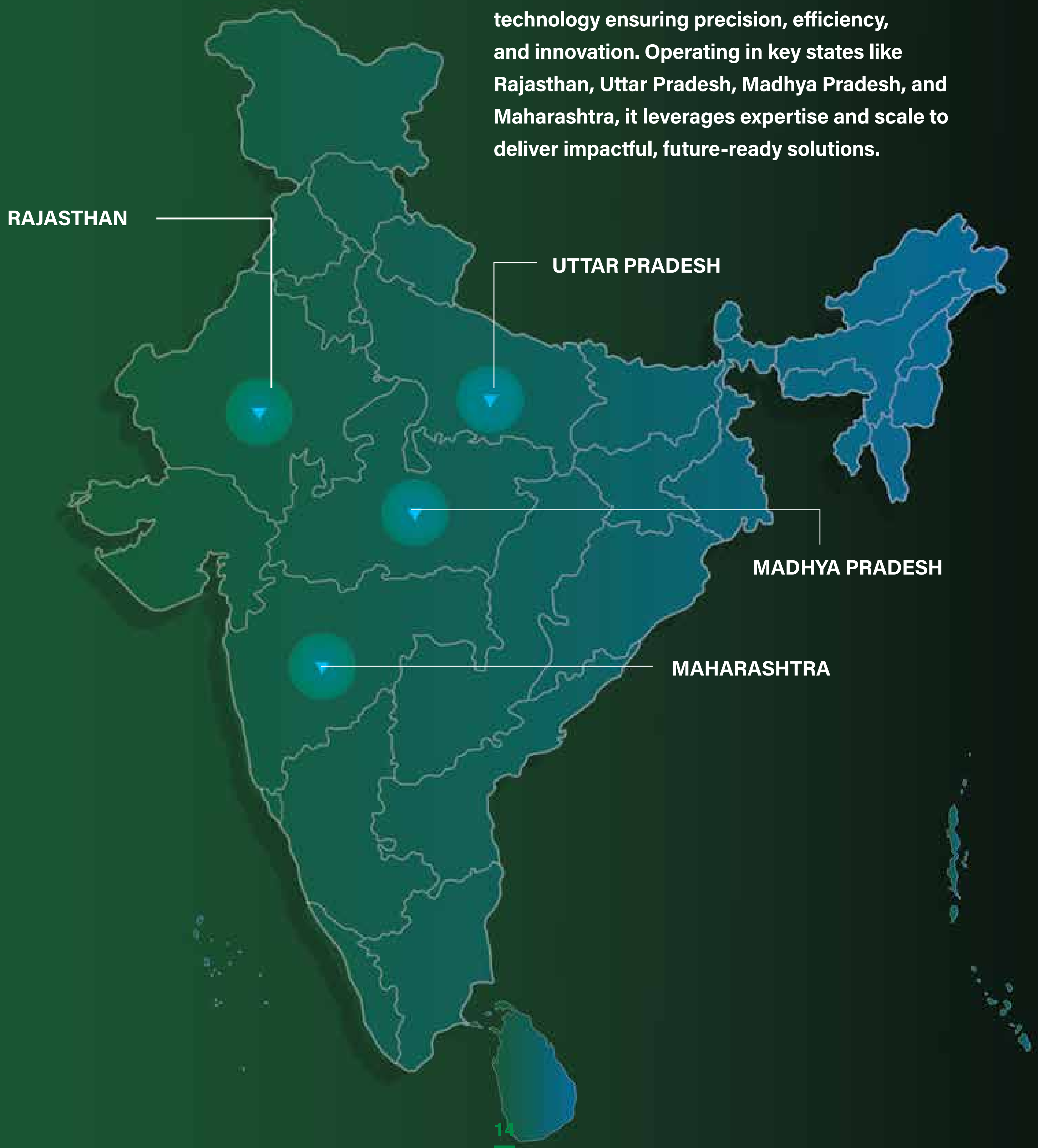
Services

Consulting on plant design, engineering, project planning, execution, and O&M management. Feasibility studies and detailed project reports. Laboratory services analysing feedstock composition and evaluating manure quality, now delivered from a NABL-accredited facility, which allows testing, validation and third-party research to be sold as a service.

Our story

Where we are

ORSL is a trusted EPC provider with proprietary technology ensuring precision, efficiency, and innovation. Operating in key states like Rajasthan, Uttar Pradesh, Madhya Pradesh, and Maharashtra, it leverages expertise and scale to deliver impactful, future-ready solutions.



Where We Operate

Location	Capacity	Model
Solapur, Maharashtra	400 TPD	Mixed MSW under BOOT
Kalyan-Dombivli, Maharashtra	100 TPD	Waste-to-compost EPC
Gorakhpur, Uttar Pradesh	200 TPD	Operations of a paddy straw-based CBG Plant (IOCL)
Rajasthan	5 TPD CBG	CBG plant – EPC execution
Madhya Pradesh	10 TPD CBG	Integrated CBG (EPC + strategic participation)

Current Projects

4
STATES

Upcoming Projects

3
STATES

Pan-India
EXECUTION

Looking ahead, the Company is extending its project footprint into new geographies. Alongside its established presence in Kerala, ORSL is developing opportunities in Karnataka and Chhattisgarh, taking its integrated waste valorisation and bioenergy capabilities into markets where feedstock availability, policy support and municipal demand are converging. These additions widen the Company's execution base beyond its current operating clusters and support the transition towards a more geographically diversified portfolio

Our Core Strengths

What we are made of

Anyone can build a plant. Very few can build the technology that goes inside it, the laboratory that improves it, and the balance sheet that pays for both.

ORSL's strengths are not a list of attributes. They are a sequence. Each one was built because the one before it made it possible, and each one makes the next one harder for anyone else to copy.

We started with engineering. Engineering produced technology. Technology produced patents. Patents built credibility with institutions and public-sector buyers. That credibility produced projects. Projects produced cash. And cash is now funding the chemistry and carbon platforms that will define our next decade.

Six strengths. One sequence.

One | Technology We Own

Most companies in waste management execute using technology licensed from someone else. We execute using technology we developed, patented and commercialised ourselves.

- Marut Drum™ — our patented segregation system, granted in 2014, which recovers the organic fraction from mixed municipal waste at a purity that makes downstream digestion viable.
- DRYAD™ — high-solid thermophilic anaerobic digestion, engineered for th e moisture and composition profile of Indian waste rather than European feedstock.
- LIPH-AD™ — liquid-phase digestion for improved process efficiency and gas yield.
- INV-CO and EW-CO — microbial and earthworm-based composting systems for high-quality organic manure.
- Sanjeevak and Alpha Carbon — biomass-to-charcoal carbonisation, launched in 2024.

2 patents granted. 5+ proprietary technologies in commercial deployment. 7+ innovations in the pipeline.

Owning the technology changes the economics. It removes licence costs from every project we bid. It lets us optimise a plant after commissioning rather than accepting a licensor's design envelope. And it converts every project we execute into a field trial that improves the next one.

Every plant we build is also an experiment we get paid to run.

Two | An R&D engine that earns

The ORSL Research & Innovation Centre (ORS-RIC) is not a cost centre with a good story attached. In FY26, it became a revenue line.

NABL accreditation now enables ORS-RIC to offer testing, validation, and third-party research services to external clients. Our gas-yield catalyst is NIB approved and usable in our plants or as a product. Research areas include biomass valorisation, biochar, DME, biofuels, new catalysts, microbial cultures for anaerobic digestion, carbon membranes, microalgae-based water and gas treatment, and CO_2-to-methane and alcohol conversion.

Grant-funded, institution-partnered, and accreditation-backed innovation carries a different risk profile than innovation funded by hope.

The centre is funded by more than one source. DBT–BIRAC grant support in India and a Denmark research grant underwrite work that would otherwise sit on our own profit and loss account.

Eight academics MoUs anchor the ecosystem: IIT Bombay, IIT Kharagpur, IIT Roorkee, Amity University Mumbai, Walchand Institute of Technology Solapur, UPES Dehradun, AGH University of Science & Technology in Poland, and the University of Birmingham in the United Kingdom — alongside SSS-NIBE, CSIR-IIP and the ITEL Foundation.

Three | Control of the entire value chain

Feedstock. Processing. Biogas. Purification. Distribution. We operate at every stage.

Most participants in India's compressed biogas sector occupy one link. They aggregate feedstock, or they supply equipment, or they build plants, or they offtake gas. Occupying five links means margin is captured rather than shared, quality is controlled rather than specified, and problems are solved internally rather than negotiated across a contract boundary.

In FY26, we extended that chain in both directions: backwards, through partnerships with agri players for compost, biochar, and biomass sourcing; and forward, into green chemicals, catalysts, and carbon capture and utilisation.

Waste → Energy → Chemicals → Carbon. Four value chains, one integrated platform.

Four | Execution at National Scale

Eighteen years of building things that had not been built in India before.

- 2013 — India's first anaerobic-digestion-based integrated MSW valorisation facility, at Solapur, Maharashtra.
- 2016 — First commercialisation of our patented technology, through a project with Indian Oil Corporation at Varanasi.
- 2018–2021 — Two 200 TPD integrated waste management and processing contracts, for the Palakkad and Kannur clusters in Kerala.
- Today — Four project locations across states.

100+ years of cumulative engineering expertise across a team of 200+ people.

Five | Relationships that compound

In our sector, the customer list is the credential.

Public sector energy: Indian Oil Corporation, Bharat Petroleum, and formalised an understanding at India Energy Week 2026 with Indraprastha Gas Limited, for the joint development of CBG.

Industry: Evonik, Indofil Industries, Jesons Industries, Insecticides (India), AVI Worldwide, NCC.

Municipal: the corporations of Delhi, Solapur, Kolkata and Kalyan-Dombivli, plus Smart City Varanasi.

Public sector offtake agreements under the SATAT framework run long. Municipal concessions run longer. Both are difficult to win and, once won, difficult to displace. They also serve as the reference base for every subsequent tender.

FY26 additions: a strategic collaboration with SLPP Re-New LLP on membrane-based CBG solutions, and the acquisition of Industrial Associate to establish the chemicals vertical, now also transitioning into green chemicals.

Six | A balance sheet built for the next phase

Growth funded badly is a liability. Ours was not.

Revenue rose 117.14% in FY26. Across the same three years, debt-to-equity held at 0.4x. Return on capital employed moved from 7% to 16%. Cash flow from operations swung from an outflow of ₹995.50 lakhs to an inflow of ₹1,858.40 lakhs.

Net worth stands at ₹12,311.80 lakhs., the visible balance-sheet trace of a company converting earnings into technology and owned assets rather than into distributions.

The strengths compound. That is the point.

Our technology funds an R&D centre. The R&D centre earns accreditation and grants. Accreditation and grants attract institutional partners. Institutional partners produce credibility. Credibility wins projects from IOCL, BPCL and four municipal corporations. Projects produce cash. Cash builds the chemistry and carbon platforms.

Nothing in that sequence can be bought in a single transaction. It has to be engineered, in order, over eighteen years.

A market that is being built, not divided

India's compressed biogas sector is not a mature market in which participants take share from one another. It is a market under construction.

The national target is 5,000 CBG plants by 2029, producing 15 MMT annually. India's technical CBG production potential is about 62 MMT a year, 25 MMT from animal waste, 20 MMT from agro-residue, 10 MMT from sewage, and 2 MMT from press mud. Installed capacity today is under 1% of that potential.

The blending mandate moves from voluntary in FY25 to 1%, rising to 5% in CNG and PNG across FY26 to FY29, a shift expected to attract ₹37,500 crore and enable 750 new CBG projects by FY29.

We are not competing for a fixed pool. We are building the pool.

Intellectual property, not just installation

Two granted patents. Five-plus proprietary technologies in commercial use. Seven-plus innovations in the pipeline. A NABL-accredited laboratory. An NIB-approved catalyst.

The distinction matters to the margin. An EPC contractor earns a fee for building. A technology owner earns a fee for building, a licence for the process, a product margin on the equipment, and a service annuity on operations. ORSL is structurally positioned to earn all four from the same asset.

1

2

Our Investment Case

What makes ORSL an interesting investment proposition?

Eight reasons, in the order they matter.

An investment case is a claim about the future built out of evidence from the past. What follows is our evidence, and the claim we believe it supports.

3

The shift from project revenue to annuity revenue

Our most consequential strategic decision of FY26 was to stop building only for others.

Under the Build-Own-Operate model, ORSL develops, owns, and operates waste-to-value assets, particularly in agro valorisation. The revenue that follows is not lumpy project revenue recognised on a percentage-of-completion basis. It is CBG sales under long-term offtake agreements with PSU and city gas distribution players, sale of fermented organic manure and bio-manure products, and the future monetisation of carbon and by-products.

The transition is phased: EPC plus strategic participation first, then a gradual shift to BOO-owned assets.

The outcome sought is predictable, annuity-style cash flow with multi-year revenue visibility, and higher margins, because ownership captures the operating spread rather than passing it to a concessionaire.

4

A second engine: green chemicals

In FY26, ORSL entered the chemicals segment through a strategic acquisition to focus on green chemicals.

The global green chemicals market is sized at USD 120.5 billion in 2025 and is projected to reach USD 336.1 billion by 2035, at a CAGR of approximately 10.8%. Asia Pacific is both the largest region at 31.4% share and the fastest-growing. Demand is being pulled by biodegradable packaging materials, post-pandemic preference for safe and eco-friendly formulations in healthcare and hygiene, and rising demand for chemical-free personal care.

For most entrants, this is a market to be bought into. For ORSL, it is downstream of a feedstock we already control, a laboratory we already own, and industrial customers, Evonik, Indofil, Jesons, and Insecticides (India), among others, we already serve.

This is not diversification. It is extension.

A third engine, and an option on carbon

Work is underway on India's first BIO-CCU platform, supported by DBT–BIRAC and international grant funding and pursued with IIT Bombay and IIT Kharagpur.

A substantial share of raw biogas is CO_2. Every digester we operate is therefore already a concentrated carbon source. BIO-CCU is designed to capture that CO_2 and convert it into value-added fuels, bio-based chemicals, and specialty compounds.

This vertical is under development and carries no revenue today. We present it as what it is: a funded, institutionally partnered option on the carbon economy, held by a company that already owns the feedstock.

Growth that did not cost the balance sheet

ROE 19%. ROCE 16%. Debt-to-equity 0.4x. Cash flow from operations ₹1,858.40 lakhs, against an outflow of ₹995.50 lakhs in FY25.

Revenue more than doubled while leverage stayed flat and returns improved. Margins moderated during the year, with EBITDA margin at 28.82% and PAT margin at 23.73%, as higher purchases of stock-in-trade supported scaling in the trading and chemicals verticals. We would characterise that as the cost of building a second engine, not as a deterioration in the first.

5

6

7

8

Visibility, and a guidance record

Order book as on FY26: approximately ₹10,000 lakhs.
Order pipeline: approximately ₹20,000 – 30,000 lakhs.

We guided to a profit after tax of ₹2,500 lakhs for FY26. We delivered ₹2,500 lakhs. For FY27, we are guiding to approximately 30% year-on-year revenue growth, supported by a secured execution pipeline and continued business momentum.

A company that meets its guidance once has had a good year. A company that meets it and then issues another has a system.

Alignment that is structural, not stated

Our revenue rises when India burns less imported gas. India imported approximately 31.8 BCM of LNG worth USD 13.3 billion in FY24, with demand expected to triple to 182 BCM by 2030. CBG substitutes for that import directly. The fermented organic manure our plants produce addresses soil organic carbon depletion, which has fallen to 0.3% from 1% in the 1950s. ORSL addresses 9 of the United Nations' 17 Sustainable Development Goals. That alignment is not a reporting exercise appended to the business. It is the business. An IP-driven, integrated CleanTech platform with a demonstrated execution record, an unlevered balance sheet, and three engines at three different stages of maturity. Bioenergy is proven and generating cash. Green chemicals is acquired and scaling. Carbon is funded and in development. Most companies offer ORSL investors one of those three. We are engineering all of them, in sequence, from a single molecule.

Engineering. A Greener Tomorrow.

Our Board of Directors

Mr. Rakesh Mehra

Chairman and Independent Director

Mr. Rakesh Mehra, , a Science graduate, Fellow of the Institute of Cost and Management Accountants, and Associate Member of the Indian Institute of Bankers, has over four decades of experience in finance, investment, and project management. He held senior roles at MPSIDC (1977–1986), leading project finance for major industrial ventures, before founding Econotech Services Pvt. Ltd., an RBI-registered NBFC offering feasibility, advisory, and investment services in India and abroad. He has been a Whole-Time Director of Econotech since its inception and has served on the Board of Sarda Energy & Minerals Ltd. since 1987, contributing to its Audit and CSR Committees.

Mr. Sarang Bhand

Managing Director

With over 17 years of experience, Mr. Sarang Bhand offers a unique vision, management skills, and a global outlook on growth, diversification, and operational excellence. An alumnus of Symbiosis University with a Bachelor's in Marketing, he also holds a Graduate Certificate in Management from Chifley Business School and is a Stanford Certified Project Manager (SCPM) and Project Management Professional (PMP). His strategic skills have helped forge tech collaborations and secure key contracts. He is involved in all project phases, planning, funding, stakeholder engagement, compliance, and performance, delivering initiatives with precision and impact.

Mr. Yashas Bhand

Chief Executive Officer and Whole-time Director

Mr. Yashas Bhand holds an M.Tech in Biotechnology, along with a Postgraduate Diploma in Business Law and Entrepreneurship from The West Bengal National University of Juridical Sciences, Kolkata. He has also earned a certification in Solid Waste Management Planning from UNESCO-IHE, Delft, Netherlands. A seasoned professional with deep expertise in waste management, he has led numerous in-house R&D initiatives and guided teams in developing training modules and conducting workshops for officials, consultants, and stakeholders across the sector. Since 2016, he has headed the Company's New Technology Development and Operations departments, playing a pivotal role in decentralizing biogas technology. In addition, he actively advises the Board of ORSL on sectoral policy matters and contributes to shaping strategic business development initiatives.

Mr. Amit Karia

Independent Director

Mr. Amit Karia is a distinguished professional with a rich blend of legal, financial, and governance expertise. A member of the Institute of Company Secretaries of India (ICSI), New Delhi, and the Institute of Cost and Management Accountants of India (ICAI–Cost), Kolkata, he also holds a Master's degree in Law (LLM) and was a merit holder and university topper in two of the three years of his LLB program. An accomplished author, his first book was published by Bharat Law House, New Delhi, and his research spans critical areas such as human trafficking and labour laws. A registered Insolvency Professional with IIIPICAI and enrolled in the Independent Director of Databank of the Indian Institute of Corporate Affairs (IICA), Amit brings over 11 years of experience in legal and compliance functions. His leadership journey includes over six years as Executive Director on the board of an Indian company, and he currently serves as Non-Executive Director for three Indian companies. Beyond corporate roles, he has contributed as an education mentor for professional courses, including CA (Final), shaping the next generation of professionals.

Mrs. Janaki Bhand

Non-Executive Director

Mrs. Janaki Bhand is an accomplished psychologist with over a decade of professional experience, dedicated to supporting emotional well-being and personal growth. A Gold Medalist in BA Psychology from IEHE, Bhopal, she went on to earn her MA in Clinical Psychology from MSU Baroda and a PG Diploma in Guidance and Counselling from Fergusson College, Pune. She is also a certified REBT practitioner, trained at the Albert Ellis Institute, India. Over the years, she has contributed her expertise to diverse settings, serving as a counsellor with the Inclusive Education Cell at Podar Education Network, a corporate psychologist with eClerx India, and an online counsellor with Don Bosco's Prafulta (Andheri). She also shares her knowledge as a guest faculty member at the National Institute of Fashion Technology, Kharghar. Passionate about holistic development, Mrs. Bhand founded her own counselling and training initiative, "Soch", which offers soft skills training, educational guidance, counselling, and consultation services, empowering individuals to grow with confidence, clarity, and purpose.

Corporate Information

BOARD OF DIRECTORS

Mr. Rakesh Mehra
(DIN: 00035812)
Chairman (Independent and Non-executive Director)

Mr. Sarang Bhand
(DIN: 01633419)
Managing Director

Mr. Yashas Bhand
(DIN: 07118419)
Whole Time Director and CEO

Mr. Amit Vijay Karia
(DIN: 06846654)
Independent Director

Mrs. Janaki Sarang Bhand
(DIN: 07118415)
Non-Executive Director

Chief Financial Officer
Mr. Jigar Suresh Gudka

Company Secretary
Ms. Seema Gawas
(resigned w.e.f. 5 August 2026)

External Company Secretary
M/S. VKMG & ASSOCIATES LLP
Company Secretaries, Mumbai

Statutory Auditors
M/S. VORA & ASSOCIATES
Chartered Accountants, Mumbai

Organic Recycling Systems Limited
CIN: L40106MH2008PLC186309
Website: www.organicrecycling.co.in

REGISTERED OFFICE
1003, 10th Floor, The Affaires Plot No 9,
Sector No 17, Sanpada, Navi Mumbai
Thane MH 400705 IN

BANKERS

State Bank of India
Bank of Baroda
Standard Chartered Bank
ICICI Bank

REGISTRAR AND SHARE TRANSFER AGENT
Maashitla Securities Private Limited
451, Krishna Apra Business Square,
Netaji Subhash Place, Pitampura, New Delhi – 110 034
Contact Number: 011-45121795-6
Email: rta@maashitla.com

Management Discussion and Analysis

GLOBAL ECONOMY OVERVIEW

The year 2026 has begun against a backdrop of heightened global uncertainty, driven by ongoing geopolitical tensions and financial market pressures. Developments across key regions, coupled with elevated debt levels and a prolonged high-interest rate environment, continue to weigh on global economic stability.

At the macro level, policy uncertainties in major economies, particularly the United States, along with the risk of renewed trade tensions, have added complexity to the global outlook. Increasing competition and weakening multilateral cooperation have further contributed to a more fragile and unpredictable environment. Additionally, rising social and political tensions in certain regions, especially in parts of Europe, reflect underlying economic and societal challenges. These pressures, alongside lingering health concerns and the growing impact of climate change, underscore the need for greater resilience and strategic adaptability across economies and industries.

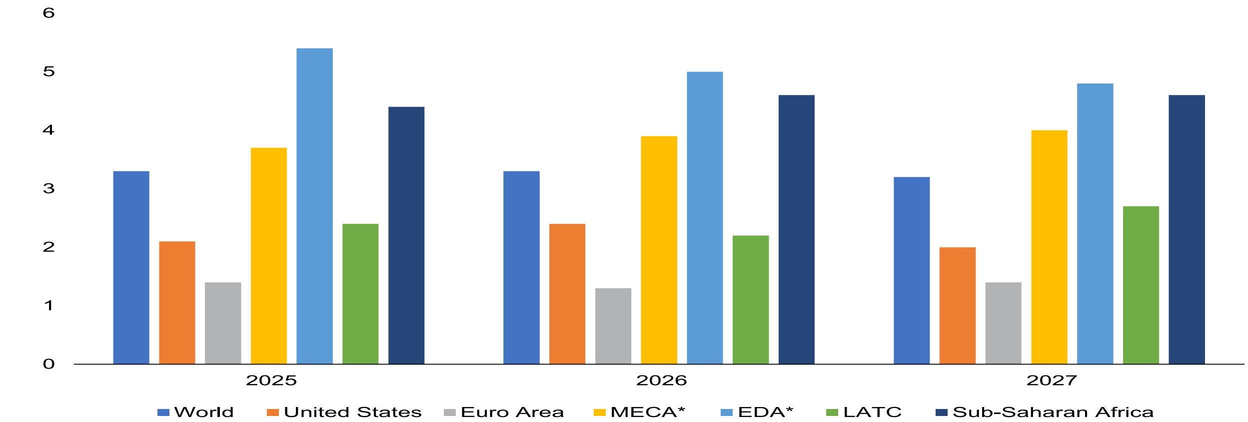
The global economy continues to witness uneven growth across regions. In the United States, growth is expected to remain steady at around 2.2%, supported by resilient consumer spending, despite a rise in corporate bankruptcies. The eurozone is projected to grow modestly at about 1%, with Germany's recovery providing some support, while France continues to face fiscal pressures, resulting in a relatively subdued growth outlook of ~0.9%.

Central Europe has shown stronger momentum, led by Poland with an estimated growth of 3.8%. In Asia, China's growth is expected to moderate to around 4.4%, potentially weighing on regional dynamics, while Southeast Asia presents a mixed picture across markets. In contrast, India remains one of the fastest-growing major economies, with growth projected at approximately 6.1%, driven by robust domestic demand, ongoing structural reforms, and proactive policy support.

OUTLOOK

After a year of elevated trade barriers and uncertainty, the global economy now faces renewed pressure from the Middle East conflict. If contained, growth is projected to ease to 3.1% in 2026, with a slight recovery to 3.2% in 2027, while inflation may rise briefly before declining again. Emerging and developing economies are expected to feel the impact more sharply. The outlook remains skewed to the downside. Prolonged conflict, rising geopolitical tensions, weaker-than-expected AI productivity gains, or renewed trade frictions could further slow growth and disrupt markets. High public debt and weakening institutional credibility add to the risks, though easing trade tensions or stronger AI-led gains could provide some support. In this uncertain environment, resilience will depend on adaptive strategies, credible policies, and stronger global cooperation. While higher defence spending may boost short-term activity, it risks fuelling inflation, straining fiscal balances, and crowding out social investments.

Global economic growth



*(Source: https://www.imf.org/en/publications/weo/issues/2026/01/19/world-economic-outlook-update-january-2026) *[MECA – Middle East and Central Asia, EDA – Emerging and Developing Asia, LATC – Latin America and The Caribbean]*

(Source: https://www.coface.com/news-economy-and-insights/risk-review-2026-a-moment-of-truth-for-the-global-economy)

INDIAN ECONOMY OVERVIEW

India's economy is expected to maintain a strong growth trajectory, with real GDP projected to expand by 7.6% in FY26, according to estimates by the Ministry of Statistics and Programme Implementation (MoSPI). This outlook underscores the country's robust macroeconomic fundamentals despite prevailing global uncertainties. Nominal GDP, which incorporates price movements including inflation, is estimated to grow by 8.6% during the year, reflecting a balanced expansion in both economic output and price levels.

The growth momentum has been supported by consistent quarterly performance, with real GDP growth of 8.4% recorded in Q2 and 7.8% in Q3 (October–December), indicating resilience across key sectors of the economy. In recent years, India has sustained stable growth levels, with real GDP growth of 7.2% in FY2023–24 and 7.1% in FY2024–25. During the same period, nominal GDP growth stood at 11.0% and 9.7%, respectively.

The manufacturing sector continues to play a pivotal role in driving economic expansion, registering double-digit growth, and reinforcing India's position as a key industrial hub. This momentum has been further supported by steady contributions from the secondary and tertiary sectors, reflecting the broad-based nature of the country's economic growth.

Domestic demand continued to underpin India's economic growth in FY26. According to the First Advance Estimates, the share of Final Private Consumption Expenditure (PFCE) in GDP increased to 61.5% during the year. The sustained strength in consumption reflects a supportive macroeconomic environment characterised by relatively low inflation, stable employment conditions, and improving real purchasing power. Rural consumption remained resilient, supported by strong agricultural performance, while urban consumption gradually improved, aided by the rationalisation

(Source: https://www.indiabudget.gov.in/economicsurvey/doc/Infographics%20English.pdf) ***[PE – Provisional Estimates, FAE – First Advanced Estimates]***

of direct and indirect taxes. Together, these factors indicate that consumption-led growth remains broad-based across the economy.

61.5%

The share of Final Private Consumption Expenditure (PFCE) in GDP is expected to increase to 61.5% in FY26.

In addition to consumption, investment activity continued to play a significant role in driving economic expansion during FY26. Gross Fixed Capital Formation (GFCF) is estimated to account for approximately 30.0% of GDP. Investment momentum strengthened during the first half of the fiscal year, with GFCF growing by 7.6%, surpassing the pace recorded in the corresponding period of the previous year and remaining above the pre-pandemic average growth rate of 7.1%.

30%

Gross Fixed Capital Formation (GFCF) is estimated to account for approximately 30.0% of GDP.

The agriculture and allied sectors are estimated to grow by 3.1% in FY26. Agricultural performance during the first half of the fiscal year was supported by a favourable monsoon, leading to agricultural GVA growth of 3.6%, higher than the 2.7% growth recorded during the same period in FY25, though still below the long-term average of 4.5%. Allied activities, particularly livestock and fisheries, have demonstrated relatively stable growth in the range of 5–6%. With the increasing share of allied activities in agricultural GVA, overall agricultural growth is increasingly shaped by the interplay between the relatively volatile crop segment and the more stable expansion in allied sectors.

3.1%

The agriculture and allied sectors are estimated to grow by 3.1% in FY26.

The industrial sector showed steady improvement in FY26, with manufacturing growing 8.4% in H1, surpassing the full-year estimate of 7.0%. Construction remained resilient, supported by strong public capex and infrastructure momentum. Manufacturing's share in GDP held steady at 17–18%, with GVO at ~38%, comparable to services. Overall industrial growth is projected at 6.2% in FY26 (vs. 5.9% in FY25), with Q3 indicators such as PMI, IIP, and e-way bills reflecting strengthening demand. Construction indicators, including steel and cement consumption, also recorded stable growth. The outlook remains positive, supported by GST rationalisation and favourable demand conditions.

On the supply side, services continue to drive growth, with GVA expanding 9.3% in H1 FY26 and an estimated 9.1% for the full year. Growth was broad-based across segments, with most sub-sectors exceeding 9%, except trade, hospitality, and related services, which remain slightly below pre-pandemic levels.

OUTLOOK

India's economic outlook remains resilient, supported by strong macroeconomic fundamentals and broad-based demand. Real GDP and GVA are projected to grow by 7.4% and 7.3% respectively in FY26, driven by robust agricultural performance and improving urban consumption. India's medium-term growth remains stable, with FY27 growth expected in the range of 6.8%–7.2%. Inflation has moderated significantly, with average headline inflation at 1.7% during April–December 2025, among the lowest levels recorded. The RBI has revised its FY26 inflation forecast to 2.0%, supported by favourable agricultural output, while IMF estimates remain moderate for FY26 and FY27. Looking ahead, inflation is expected to remain benign, providing a stable macroeconomic environment conducive to sustained economic growth and investment.

INDIAN MSME SECTOR

The Micro, Small and Medium Enterprises (MSME) sector forms the backbone of India's economic landscape, comprising a diverse spectrum of businesses that differ in scale, technology, and innovation. These enterprises are vital drivers of economic progress, contributing meaningfully to GDP, exports, employment generation, and balanced regional development. With the ability to produce over 6,000 products, MSMEs play a crucial role in meeting the country's demand for mass consumption goods. Given its strategic significance, the sector holds immense potential to power sustained economic growth, provided it is supported by a conducive policy framework and focused developmental initiatives.

31.1%

Indian MSME sector's contribution to Indian GDP

35.40%

Indian MSME sector's contribution to India's total manufacturing output

~48.58%

Indian MSME sector's contribution to India's total exports

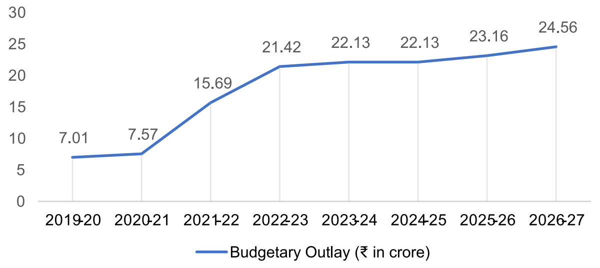
~32.82 CRORE

Number of people employed by the Indian MSME sector

~7.47 crore

Number of registered enterprises in the Indian MSME sector

BUDGETARY OUTLAY FOR THE INDIAN MSME SECTOR



(Source: https://www.pib.gov.in/PressNoteDetails.aspx?NoteId=157367&ModuleId=3&reg=3&lang=1)

The MSME sector continues to serve as a cornerstone of India's economic architecture, driving structural transformation through decentralised industrialisation and broad-based growth. Contributing 31.1% to GDP and 35.4% to total manufacturing output, underscoring its pivotal role in strengthening domestic production capabilities. Beyond its economic contribution, MSMEs play a critical role in reducing regional disparities by anchoring local economies and fostering self-reliance. The sector also remains a key employment generator, providing livelihoods to over 32.82 crore individuals and acting as a vital instrument for socio-economic inclusion by empowering first-generation entrepreneurs and underserved communities.

MSMEs are increasingly emerging as engines of global competitiveness and innovation. Their integration into global value chains has significantly strengthened India's export performance, with the sector contributing 48.55% to merchandise exports in FY25. This momentum is supported by targeted policy initiatives, including export promotion schemes and enhanced access to collateral-free credit. Simultaneously, the rapid adoption of digital public infrastructure, such as ONDC, OCEN, and the Account Aggregator framework—is enabling greater formalisation, improved market access, and efficient credit delivery. MSMEs are also playing a growing role in advancing India's sustainability and innovation agenda, adopting green technologies and contributing to strategic sectors like defence and deep-tech manufacturing. With continued policy support and technological integration, the sector is well-positioned to drive inclusive, sustainable, and innovation-led growth aligned with India's long-term economic vision.

KEY BUDGET TAKEAWAYS FOR THE INDIAN MSME SECTOR

The Union Budget 2026–27 places MSMEs at the centre of India's growth strategy, adopting a structured three-pillar approach focused on equity, liquidity, and capability building. A landmark initiative is the introduction of a ₹10,000 crore SME Growth Fund, aimed at nurturing high-potential enterprises into globally competitive "champion MSMEs" by providing long-term growth capital.

To further strengthen access to risk capital, the government has proposed an additional allocation to the Self-Reliant India Fund, ensuring continued equity support for micro and small enterprises. Alongside this, enhanced liquidity measures, particularly through the mandatory integration of the Trade Receivables Discounting System (TReDS) for public sector procurement, are expected to improve cash flows and address delayed payment challenges.

The Budget also emphasises ease of doing business and compliance simplification, with institutional support mechanisms such as "Corporate Mitras" to assist MSMEs, especially in Tier II and III markets. In a significant boost to exports, the removal of the ₹10 lakhs cap on courier exports is set to expand global market access for small businesses, artisans, and startups.

Overall, the Budget signals a strategic shift from incremental support to building scale, competitiveness, and global integration, positioning MSMEs as key drivers of manufacturing growth, exports, and employment in India's long-term economic vision.

India's waste management industry

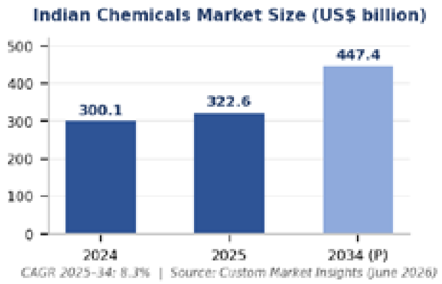
The global environmental landscape is undergoing significant stress, with India experiencing its impact alongside sustained economic expansion. Rapid urbanisation, rising consumption, and industrial growth have intensified pressure on natural resources and public health systems. India's share of global greenhouse gas emissions has reached approximately 7.8%, while e-waste generation has increased sharply by 147% over the past seven years. These trends highlight a critical shift, waste management is no longer a localised municipal issue, but a national sustainability priority requiring immediate and coordinated action.

In this context, effective waste management remains a key structural challenge for India. Despite regulatory interventions such as the Solid Waste Management Rules, 2016 (recently notified rules on April , 2026 as SWM 2026 rules), and initiatives like the Swachh Bharat Mission, the scale and complexity of the issue continue to grow. The country currently generates about 62–72 million tonnes of municipal solid waste annually, with projections indicating a rise to 125–165 million tonnes by 2030–31, driven by urbanisation, economic development, and evolving consumption patterns.

On a per capita basis, urban waste generation ranges between 400 to 700 grams per day, translating into a cumulative daily output exceeding 150,000 tonnes. However, waste management practices remain uneven across regions, reflecting disparities in infrastructure, governance, and socio-economic conditions. This unevenness underscores the need for scalable, standardised and technology-driven solutions to address the country's growing waste management challenge.

The Indian solid waste management (SWM) market continued to witness steady growth, reaching an estimated size of USD 13.0 billion in 2025. The sector is projected to expand to approximately USD 21.9 billion by 2034, registering a CAGR of around 6.0% during 2026–2034, reflecting the increasing emphasis on sustainable waste management practices.

INDIA'S GROWING WASTE MARKET (MARKET BY WASTE SIZE, IN USD BILLION)



(Source: https://www.imarcgroup.com/india-solid-waste-management-market)

Growth in the sector is being driven by a combination of regulatory push and technological advancement. Government-led initiatives and stricter compliance frameworks are promoting scientific waste disposal and more efficient collection. At the same time, growing adoption of waste-to-energy technologies, along with the emergence of public-private partnerships, is driving innovation and enabling the conversion of waste into usable energy. These structural drivers are expected to support long-term growth and strengthen India's overall sustainable waste-management ecosystem.

Technological advancements in waste management are reshaping operational efficiencies across the sector, with the rise of circular economy practices encouraging sustainable waste disposal and resource recovery methods, and increasing use of AI and IoT in waste management gaining momentum. In September 2025, SUEZ launched a new digital platform designed to optimise waste collection routes and improve operational efficiency, reflecting a broader trend toward digital transformation within the industry.

KEY TRENDS SHAPING THE INDIAN WASTE MANAGEMENT INDUSTRY

Accelerating waste-to-energy adoption: India is expanding its waste-to-energy infrastructure to reduce landfill dependency and support renewable energy goals. Policy support and state initiatives are driving the development of waste-to-electricity and bio-methanation facilities. Notably, Indore commissioned India's first PPP-based green waste processing plant in March 2025, highlighting the growing shift towards waste-to-resource solutions.

Strengthening EPR frameworks: The Extended Producer Responsibility (EPR) regime has been strengthened, increasing accountability across electronics, plastics, batteries, and packaging. Under the E-Waste Management Rules, 2022, recycling targets have been raised to 70% by FY26–27. Regulatory reforms, including standardised certificate pricing and expanded scope, are expected to enhance compliance and formalise waste management practices.

POLICY & REGULATORY FRAMEWORK

The Solid Waste Management Rules, 2026, effective 1 April 2026, supersede the 2016 rules, mandating four-stream waste segregation and higher Refuse Derived Fuel substitution at industrial facilities (5% to 15% over six years), with stricter landfill norms enforced through Polluter Pays compensation fees.

India's regulatory landscape for waste management and circular economy practices continues to evolve, with stricter compliance requirements across the value chain. The Plastic Waste Management Amendment Rules, 2024, along with the National Circular Economy Framework, 2025, mandate higher recycling targets for brand owners, thereby increasing accountability and operational obligations.

Additionally, the E-Waste Management Rules, 2022, prescribe phased collection and recovery targets, including a 60% e-waste collection mandate for FY26, rising to 80% by FY28, along with a 70% recovery target for lithium-ion batteries. Non-compliance carries significant financial implications, with environmental compensation penalties ranging from ₹5,000 to ₹20,000 per tonne.

Regulatory enforcement has also intensified, as reflected in the National Green Tribunal's imposition of penalties amounting to ₹1,000 crore on multiple states in 2024 for non-compliance with waste management norms. The directive mandates stricter adherence to waste segregation protocols and the establishment of processing infrastructure in cities with populations exceeding one million.

Collectively, these developments underscore a shift towards a more stringent and enforcement-driven regulatory regime, necessitating proactive compliance, infrastructure readiness, and sustainable operational practices across the industry.

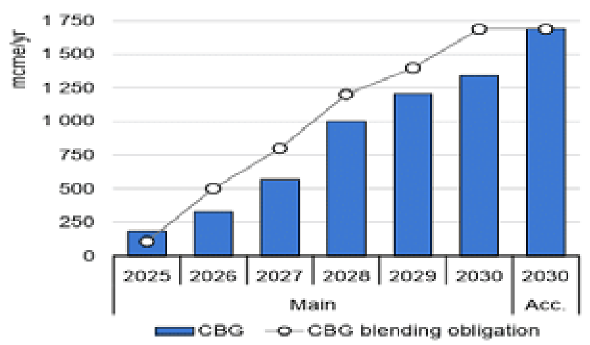
Digitalisation of waste management: Digital technologies such as IoT-enabled systems, GPS tracking, and AI-based monitoring are improving efficiency and compliance in waste management. New platforms launched in 2025 are enabling better route optimisation and operational control, aligning with the Smart Cities Mission and accelerating the shift towards data-driven waste management systems.

INDIAN COMPRESSED BIOGAS INDUSTRY

India's Compressed Biogas (CBG) industry is steadily transitioning from a policy-led initiative to a commercially viable segment, emerging as a key pillar in the country's clean energy ecosystem. Supported by strong regulatory backing and increasing focus on energy security, CBG is gaining traction as a sustainable alternative to fossil fuels. Produced through the anaerobic digestion of organic feedstock, including agricultural residues, municipal solid waste, cattle dung, press mud, and sewage sludge, CBG is chemically equivalent to conventional Compressed Natural Gas (CNG), enabling seamless integration into existing gas distribution infrastructure across transport, industrial, and domestic applications.

CBG is generated through the anaerobic digestion of biodegradable waste, offering a renewable and resource-efficient energy solution. By converting organic waste into usable fuel, it supports the principles of a circular economy while addressing critical challenges related to waste management and environmental sustainability. In addition to energy generation, the process helps mitigate methane emissions from untreated waste, thereby contributing to lower greenhouse gas emissions. This dual benefit positions CBG as a viable solution to both urban waste management concerns and the broader transition towards cleaner energy sources.

INDIA'S GROWING CBG PRODUCTION AND BLENDING OBLIGATIONS



(Source: https://www.worldbiogasassociation.org/new-iea-india-bioenergy-market-report/)

The Indian CBG market is witnessing strong momentum, emerging as one of the fastest-growing segments within the clean energy landscape. Valued at approximately USD 319 million in 2025, the market is projected to expand significantly to around USD 2,419 million by 2032, reflecting an impressive CAGR of about 33.56%.

This robust growth trajectory is supported by a favourable policy environment, increasing integration with existing energy infrastructure, and rising investor confidence in the sector's long-term commercial viability. Together, these factors are positioning CBG as a key pillar in India's transition towards sustainable and alternative energy solutions.

India's Compressed Biogas (CBG) sector continues to gain meaningful traction, supported by strong policy intent and improving infrastructure readiness. Under the SATAT initiative, over 130 CBG plants had been commissioned by November 2025, with a growing pipeline of projects backed by more than 1,000 Letters of Intent issued. The introduction of mandatory CBG blending in FY26 marks a significant step forward, reinforcing long-term demand visibility for the sector.

CBG is now being integrated into the broader energy ecosystem, with availability across multiple geographical areas through the CGD network and an expanding presence at retail outlets. Pricing reforms have further strengthened the commercial framework, with CBG prices revised to 85% of the average CNG retail price, providing improved realisation visibility for producers. Additionally, investments by major oil marketing companies signal increasing confidence in the scalability and commercial viability of the sector.

Further, the sector is witnessing diversification in both feedstock sources and end-use applications. Municipal solid waste (MSW) remains the dominant feedstock, accounting for nearly 44% of the market, supported by consistent urban waste generation and policy backing. At the same time, cattle dung, agricultural residues, and sewage waste present significant untapped potential, with India's overall feedstock availability estimated at approximately 62 million metric tonnes annually.

On the demand side, vehicle fuel continues to be the primary application, accounting for nearly half of the market, driven by CBG's compatibility with existing CNG infrastructure. A notable development has been the emergence of multi-feedstock digestion models, which enhance plant efficiency and economic viability. These models not only ensure a more stable supply of raw materials but also enable additional revenue streams through the production of bio-fertilisers, strengthening overall project economics.

POLICY SUPPORT

The policy ecosystem supporting the Compressed Biogas

(CBG) sector continues to strengthen, creating a stable and enabling environment for long-term growth. The Government's SATAT (Sustainable Alternative Towards Affordable Transportation) initiative, launched in October 2018, remains a cornerstone of this framework. By encouraging entrepreneurs to establish CBG plants and offering assured offtake through Oil Marketing Companies (OMCs) at predetermined prices, the scheme provides strong visibility on demand and revenue realisation. Its long-term vision, to develop 5,000 CBG plants with an annual production capacity of 15 million metric tonnes, has the potential to significantly reduce dependence on fossil fuels while mitigating methane emissions and advancing India's clean energy transition.

A key policy milestone in FY26 has been the operationalisation of the Compressed Biogas Blending Obligation (CBO), marking a structural shift in the sector. The phased mandate for blending CBG with CNG (transport) and PNG (domestic) segments, starting at 1% in FY26 and scaling up to 5% by FY29, creates a sustained and expanding demand base. This regulatory clarity materially improves project viability and reduces demand-side uncertainty for developers.

Further strengthening the ecosystem, the Union Budget 2026–27 introduced a full exemption of central excise duty on the biogas component in blended CNG, addressing the earlier issue of double taxation. This measure enhances the economic attractiveness of CBG for City Gas Distribution (CGD) players and is expected to accelerate adoption.

Complementing these initiatives, the Government has substantially scaled up its support for the sector through GOBARdhan (the National Circular Bioenergy Scheme), approved by the Union Cabinet in August 2026 with an outlay of ₹23,731 crore over FY27– FY36. The scheme brings SATAT, BAM and DPI under one unified umbrella, and introduces a a stable, government-backed administered CBG price of ₹2,110 per MMBtu, with the scheme designed to provide a minimum ten-year revenue visibility horizon for producers, a capital support of up to ₹2 crore per tonne/day of capacity, and an 85% credit guarantee cover for MSME projects collectively strengthening the ancillary revenue streams and long-term bankability of CBG projects, including the marketing support for organic fertiliser by-products such as FOM, Liquid FOM and PROM now delivered as part of the unified Gobardhan framework.

Additionally, the sector recently witnessed growing investor interest, with projected investments expected to exceed USD 600 million in the near term. Regulatory clarity, targeted incentives, and government-led initiatives aimed at accelerating adoption underpin this momentum. Financial support mechanisms such as capital subsidies and assistance for biomass aggregation infrastructure are improving project viability, particularly by addressing supply chain challenges.

Separately, while the compliance obligations under India's Carbon Credit Trading Scheme (CCTS) currently apply only to nine hard-to-abate industrial sectors, compressed biogas has been notified as an approved methodology under the CCTS voluntary offset mechanism, enabling eligible CBG projects commissioned from 1 January 2025 onward to register and earn tradeable Carbon Credit Certificates. Together, these avenues add an incremental, carbon-linked revenue layer to the sector's core gas-sales.

KEY CHALLENGES

Despite strong structural tailwinds, the sector continues to face certain operational and economic challenges.

Pricing remains a key concern, with current realisations linked to CNG benchmarks, which some stakeholders believe may not fully reflect the environmental and strategic value of CBG.

Feedstock availability and quality also remain inconsistent, impacted by fragmented supply chains, seasonal variations, and logistical constraints.

These factors can affect plant utilisation levels and operational efficiency. Additionally, the capital-intensive nature of CBG projects, coupled with long gestation periods, continues to challenge private investment, particularly without streamlined processes and timely incentive disbursements.

OUTLOOK

The Indian CBG sector has witnessed some pivotal moments in FY26. With the implementation of blending mandates, continued policy support, and increasing participation from both public and private stakeholders, the sector is gradually transitioning towards a more stable and scalable growth phase. As infrastructure deepens and commercial adoption accelerates, CBG is poised to play a critical role in India's transition towards a cleaner, circular, and energy-secure economy. For companies operating across the value chain, from feedstock aggregation to gas distribution, the coming decade offers a significant, compounding opportunity for sustainable growth.

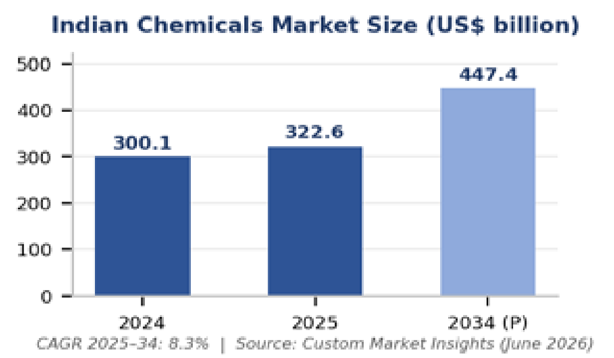
INDIAN CHEMICALS INDUSTRY

The Indian chemicals sector is a core component of the country's manufacturing economy, supplying most major downstream industries including agriculture, pharmaceuticals, textiles, automotive, construction, electronics, and consumer goods. India is the third-largest chemical producer in Asia and ranks ninth worldwide in chemical exports, with the industry making up about 7% of the GDP. It offers a wide range of products, such as bulk chemicals, speciality chemicals, agrochemicals, petrochemicals, polymers, dyes and pigments, and fertilisers.

India holds several strategic advantages in the global chemicals value chain. Its proximity to the Middle East—the world's main source of petrochemical feedstock, facilitates economies of scale. Additionally, India benefits from low manufacturing costs, a skilled workforce, and abundant natural resources, giving it a competitive edge. The industry also maintains strong positions in specific global niches; for example, India accounts for around 16% of worldwide dye and dye intermediate production, exporting to over 90 countries. The sector operates under a liberalized policy framework that allows 100% FDI through the automatic route (except for certain hazardous chemicals), attracting a total of US$ 23.9 billion in FDI from April 2000 to December 2025.

The Indian chemicals and petrochemicals market stood at approximately ₹26 trillion in FY25, with independent estimates placing the industry's value at US$ 322.6 billion in 2025, projected to reach US$ 447.4 billion by 2034 at a CAGR of 8.3%.

INDIAN CHEMICALS MARKET SIZE (IN USD BILLION)



(Source: https://www.custommarketinsights.com/report/india-chemical-products-market/)

Trade data underscores both the sector's global integration and its structural import dependence. During FY26 (April–February), exports of organic chemicals reached US$ 6,891 million and inorganic chemicals US$ 2,203 million, while imports of organic and inorganic chemicals stood at US$ 13,896 million and US$ 6,791 million, respectively. Agrochemical exports during the same period totalled US$ 3,567 million, with dye exports at US$ 1,992 million. In the speciality chemicals category, import dependence ranges from 55% to 80% across agrochemical intermediates, performance polymers, electronic chemicals and speciality dyes, representing one of the most commercially actionable demand-supply gaps in Indian industry today.

OUTLOOK FOR R&D AND TECHNOLOGY IN THE CBG/BIOGAS SECTOR

Looking ahead, R&D priorities in India's CBG and biogas sector are expected to shift from process optimisation toward expanding the addressable feedstock base and tightening environmental performance measurement. Near-term innovation is likely to remain focused on refining existing commercial systems improved mixed-feedstock and co-digestion designs, better waste collection and pretreatment methods, and reduced methane leakage through improved plant design and maintenance practices, as the sector scales to meet the 5% CBG blending mandate targeted for FY29. Over the medium to longer term, the more significant technology shift is expected to come from advances in converting lignocellulosic feedstocks such as crop residues and agricultural waste into usable biofuels, a category where India's theoretical potential (estimated at over ten times current utilisation) remains largely untapped due to processing-technology constraints. Parallel development of carbon-intensity measurement and greenhouse gas performance-tracking systems is also expected to gain importance, as such frameworks increasingly underpin access to policy support, carbon markets, and demonstrable emissions-reduction credentials. While early-stage versions of these technologies remain relatively costly, industry expects they will become progressively cost-competitive through economies of scale and accumulated operating experience, positioning R&D and engineering capability as an increasingly important determinant of competitiveness across the sector.

KEY GROWTH DRIVERS

Policy support and self-reliance initiatives: Policy reforms and incentive schemes such as the Remission of Duties and Taxes on Exported Products (RoDTEP) and the Production-Linked Incentive (PLI) scheme, alongside infrastructure initiatives such as Petroleum, Chemicals and Petrochemical Investment Regions (PCPIRs) and Plastic Parks, are contributing significantly to the industry's growth. The PLI scheme for speciality chemicals offers financial incentives based on incremental sales, encouraging domestic manufacturing of high-value products, while dedicated chemical parks in Gujarat (Dahej, Ankleshwar), Maharashtra (Taloja) and Andhra Pradesh (Visakhapatnam) are being upgraded with shared infrastructure including steam networks, waste treatment facilities and logistics hubs.

Global supply-chain diversification: With global companies seeking to de-risk supply chains dependent on China, the

Indian chemical sector has a significant growth opportunity. Strategic investors from Japan, Korea and Thailand are increasingly showing interest in Indian companies as they diversify supply chains away from China.

Rising domestic consumption: Favourable demographics, urbanisation and rising per capita consumption across end-use industries continue to drive demand. India's per capita petrochemical consumption remains significantly lower than developed nations, presenting ample opportunities for demand growth and investment.

Shift towards value-added products: The industry is clearly shifting away from pure commodity dependence toward value-added and application-specific products, with specialty chemicals expected to significantly outperform commodity segments.

OUTLOOK

The Indian chemicals industry is projected to maintain a strong long-term growth trajectory. Demand for chemicals and petrochemicals in India is anticipated to nearly triple, reaching US$ 1 trillion by 2040. Industry forecasts suggest an annual growth rate of 11–12% from 2021 to 27 and 7–10% from 2027 to 40, which would elevate India's share of the global market. Additionally, the sector could create approximately 10 million jobs by 2040, driven by increased investments, rising domestic demand, export prospects, and expanding manufacturing capacity. The growth is expected to be driven primarily by specialty and performance chemicals, supported by import substitution in intermediates, ongoing policy support, and India's strengthening role as a reliable alternative in global supply chains.

COMPANY OVERVIEW

Established in 2008, Organic Recycling Systems Limited is a leading player in India's waste management and resource recovery sector, focused on delivering sustainable and technology-driven solutions for municipal, industrial, and agricultural waste streams. With a strong emphasis on circular economy principles, the Company converts organic waste into valuable outputs such as compost, biogas, and renewable energy, contributing to both environmental sustainability and resource efficiency.

Over the years, the Company has built robust capabilities across the waste value chain, from segregation and processing to resource recovery, supported by advanced technologies and integrated infrastructure. Its portfolio includes decentralised and large-scale waste processing facilities, tailored to meet the evolving requirements of urban local bodies, industrial clients, and institutional stakeholders. The Company's core capabilities span across solid waste management, waste segregation, window composting, in-vessel composting, and waste and biomass valorisation, with expertise across a wide range of feedstocks including segregated organic waste, agricultural residue, paddy straw, Napier grass, and municipal solid waste, enabling the development of advanced anaerobic digestion systems, biogas plants, bio-methanation plants, and Compressed Biogas (CBG) plants.

Driven by increasing regulatory focus on waste segregation, scientific disposal, and renewable energy generation, Organic Recycling Systems Limited continues to strengthen its presence across key geographies in India. The Company remains committed to enhancing operational efficiency, scaling its processing capacities, and expanding its project portfolio, while delivering measurable environmental impact and long-term value for stakeholders.

THE INDIAN GREEN CHEMICALS OPPORTUNITY

Sustainability is reshaping the global chemicals value chain, and India is emerging as one of its fastest-growing green chemistry markets. The global green chemicals market was estimated at US$ 120.5 billion in 2025 and is projected to reach US$ 270.1 billion by 2033, growing at a CAGR of 10.7%, with Asia Pacific commanding the largest regional share at 30.8%. Within this, India is the fastest-growing major market globally with a projected CAGR of 9.2%, ahead of China's 8.9%, driven by sustainable manufacturing programmes and renewable chemistry infrastructure development.

India's green chemicals market is expected to grow at a CAGR of over 10% and exceed US$ 15 billion by 2027, with speciality chemicals manufacturers focusing on green solvents, biodegradable surfactants, and bio-based polymers. Bio-based colourants, additives, and functional agents are finding increasing application across packaging, textiles, agriculture, and coatings, reflecting a broader market shift toward low-impact materials.

Policy support is a key enabler. India has rolled out production incentives of ₹30–35 per kg for green hydrogen, with twelve companies selected to set up 410,000 tonnes of production capacity. The country's renewable energy transition, with 46.3% of installed capacity from renewable sources in 2024 and a target of 500 GW by 2030, provides a cleaner, more sustainable feedstock base for green chemical manufacturing, positioning India as a rising hub for green chemical innovation.

ORSL'S SWOT ANALYSIS

STRENGTHS

Organic Recycling Systems Limited benefits from a strong foundation of proprietary technology and innovation-led capabilities, enabling efficient and sustainable waste-to-energy solutions. Its integrated, end-to-end execution model, spanning design, EPC, and operations, ensures better control over project delivery and long-term performance.

The Company's deep operational experience across diverse waste streams, coupled with its multi-feedstock processing capability, enhances plant reliability and mitigates input-related risks. In addition, its growing network of strategic partnerships and strong alignment with national clean energy policies position it favourably within India's evolving bio-energy landscape.

WEAKNESSES

The Company operates in a capital-intensive sector, with project execution often requiring significant upfront investment and long gestation periods. Revenue visibility remains partly linked to project cycles, which can introduce variability in short-term financial performance.

Further, dependence on timely regulatory approvals, land acquisition, and feedstock availability can impact project timelines. As the business scales, maintaining consistent execution quality across multiple geographies and projects remains a key operational challenge.

OPPORTUNITIES

India's increasing focus on sustainable waste management, energy security, and biofuel adoption presents a significant long-term opportunity for the Company. Government initiatives such as SATAT, GOBARdhan, and compressed biogas blending mandates are expected to drive demand for waste-to-energy infrastructure.

The Company is also well-positioned to benefit from rising interest in circular economy solutions, carbon capture technologies, and decentralised waste processing. Expansion into new geographies, strategic collaborations, and participation in equity-based project models offer additional avenues for growth and recurring revenue generation.

THREATS

The sector remains exposed to regulatory and policy uncertainties, including delays in approvals and evolving compliance requirements. Feedstock variability, pricing pressures, and logistical challenges can impact plant efficiency and project economics.

Increasing competition from both domestic and global players, along with rapid technological advancements, may intensify pricing and execution pressures. Additionally, macroeconomic factors such as inflation, interest rates, and supply chain disruptions could influence project costs and timelines.

CORE STRENGTHS

Proprietary technology portfolio: ORSL's strength lies in its in-house, innovation-led technology platforms that enable efficient and sustainable waste-to-energy solutions. Its proprietary systems, including advanced anaerobic bio-methanation and biomass carbonisation technologies, are designed to maximise resource recovery while minimising environmental impact. This strong intellectual property base creates a durable competitive advantage that is difficult to replicate.

Integrated end-to-end execution capability: The Company delivers comprehensive, single-window solutions across the project lifecycle—from concept and feasibility to EPC execution and operations. With a focus on long-term operability and scalability, ORSL integrates advanced technologies, automation, and future-ready fuel adaptability, enabling it to serve diverse client needs efficiently and reliably.

Deep operational expertise: Backed by over a decade of experience in waste management and valorisation, ORSL brings strong domain expertise across municipal, industrial, and agricultural waste streams. This on-the-ground experience translates into better risk assessment, faster project execution, and higher plant reliability.

Multi-feedstock processing capability: ORSL's ability to process a wide range of feedstocks, including municipal solid waste, agricultural residue, and industrial by-products, ensures operational continuity and flexibility. This reduces dependence on a single input source, addressing a key risk in the waste-to-energy sector.

Strong R&D and innovation ecosystem: The Company's research-driven approach is supported by collaborations with leading institutions and a dedicated innovation centre. Ongoing efforts in areas such as carbon capture and utilisation are opening new value streams, while its accredited R&D capabilities further strengthen its technology leadership.

Expanding strategic partnerships: ORSL continues to strengthen its ecosystem through partnerships with leading energy and technology players. These alliances enhance market access, improve project viability, and expand technological capabilities without significant capital investment.

Robust order book and execution momentum: The Company has secured multiple large-scale projects across states, reflecting strong market traction and execution capability. Its ability to convert strategic relationships into repeat business supports sustained revenue visibility and growth.

Sustainable financial performance: ORSL has delivered robust financial growth, supported by scaling operations and improving operating leverage. A strengthening balance sheet provides the flexibility to pursue both EPC and equity participation models, enhancing long-term value creation.

Strong policy alignment: ORSL's business model is closely aligned with India's clean energy and biofuel initiatives. As regulatory support and demand for sustainable energy solutions increase, the Company is well-positioned to capitalise on emerging opportunities in the circular energy ecosystem.

FINANCIAL REVIEW

ORSL has developed a diversified service offering, backed by strong process expertise to deliver end-to-end solutions. In the last couple of years, the Company emphasised on being more agile, while it remained committed to its long-term sustainable growth strategies.

P&L analysis (Consolidated basis)

Particulars	FY26 (₹ in crore)	FY25 (₹ in crore)	Growth (change in %)
Revenue from operations	105.08	48.39	117.14%
Interest cost	0.49	0.41	17.67%
EBITDA	30.89	21.13	46.15%
PBT	26.47	16.83	57.28%
PAT	25.08	15.62	60.56%
EPS (in ₹) – Diluted	24.12	18.59	29.75%

In FY26, revenue from operations, including other income, stood at ₹105.68 crore, EBITDA stood at ₹30.89 crore, and PAT stood at ₹25.08 crore, after growing by 117.14%, 46.15% and 60.56% respectively, compared to the previous year. The year marked a decisive step-up in execution scale, with the second half alone contributing ₹74.50 crore of revenue from operations, up from ₹30.82 crore in H2FY25.

P&L analysis (Standalone basis)

Particulars	FY26 (₹ in crore)	FY25 (₹ in crore)	Growth (change in %)
Revenue from operations	43.76	27.38	59.85%
Interest cost	0.28	0.21	35.51%
EBITDA	6.94	5.98	16.11%
PBT	5.29	4.53	16.68%
PAT	4.02	3.32	21.21%
EPS (in ₹) – Diluted	3.87	3.95	(2.07)%

In FY26, revenue from operations, including other income, stood at ₹43.76 crore, EBITDA stood at ₹6.94 crore, and PAT stood at ₹4.02 crore, after growing by 59.85%, 16.11% and 21.21% respectively, compared to the previous year.

Analysis of Balance Sheet (Standalone basis)

Particulars	FY26 (₹ in crores)	FY25 (₹ in crores)	Growth (change in %)
Total equity	172.49	194.65	(11.39%)
Long-term borrowings	33.02	29.90	10.46%
Short-term borrowings	2.09	0.08	2,485.40%
Total non-current assets	187.42	179.61	4.35%
Trade receivables	33.69	30.31	11.14%
Cash and cash equivalents	2.00	25.37	(92.14%)
Property, Plant and Equipment	0.54	0.68	(20.59%)
Intangible assets under development	4.98	3.62	37.57%

As on 31st March, 2026, the Company's Equity Share Capital stood at ₹8.66 crore, unchanged from ₹8.66 crore as on 31st March, 2025. Total shareholders' funds stood at ₹172.49 crore vis-à-vis ₹194.65 crore a year earlier, a decrease of 11.39%, largely reflecting the redemption of preference shares during the year, the premium on which — ₹25.25 crore — was adjusted against the securities premium account, partly offset by the profit of ₹4.02 crore earned during the year.

Total long-term borrowings of ORSL as on 31st March, 2026 stood at ₹33.02 crore vis-à-vis ₹29.90 crore as on 31st March, 2025, an increase of 10.46%, reflecting funds drawn to support working capital and project development. Short-term borrowings stood at ₹2.09 crore against ₹0.08 crore in the previous year, drawn to meet near-term working capital requirements. Finance cost for the year stood at ₹0.28 crore, up from ₹0.21 crore in FY25. Interest coverage remained comfortable at 19.96 times, against 23.02 times in FY25, the moderation reflecting the higher interest burden during the year.

Property, plant and equipment as on 31st March, 2026 stood at ₹0.54 crore, down from ₹0.68 crore as on 31st March, 2025, reflecting depreciation charged during the year. Investment during FY26 was directed principally at technology and at strengthening the Company's long-term investment base: intangible assets under development rose to ₹4.98 crore from ₹3.62 crore, while non-current investments increased to ₹110.59 crore from ₹95.47 crore, following an investment of ₹15.11 crore in the partnership firm Industrial Associates. This was partly offset by a reduction in loans to related parties, which stood at ₹62.85 crore against ₹70.22 crore.

Trade receivables as on 31st March, 2026 stood at ₹33.69 crore vis-à-vis ₹30.31 crore as on 31st March, 2025, up 11.14%, in line with a larger execution base. Cash and cash equivalents stood at ₹2.00 crore against ₹25.37 crore a year earlier, down 92.14%, principally on account of the ₹25.25 crore deployed towards redemption of preference shares during the year.

Analysis of Balance Sheet (Consolidated basis)

Particulars	FY26 (₹ in crores)	FY25 (₹ in crores)	Growth (change in %)
Total equity	122.98	124.08	(0.89%)
Long-term borrowings	42.07	35.19	19.55%
Short-term borrowings	2.90	0.75	284.35%
Total non-current assets	112.06	90.40	23.96%
Trade receivables	69.70	50.62	37.67%
Property, Plant and Equipment	46.39	50.67	(8.44%)
Other Intangible assets	17.98	9.02	99.33%

As on 31st March, 2026, the Company's Equity Share Capital stood at ₹8.66 crore compared to ₹8.66 crore as on 31st March, 2025. Total shareholders' funds stood at ₹122.98 crore vis-à-vis ₹124.08 crore a year earlier.

Total long-term borrowings of ORSL as on 31st March, 2026 stood at ₹42.07 crore vis-à-vis ₹35.19 crore as on 31st March, 2025, an increase of 19.55%, reflecting funds drawn to support capacity creation and project development. Finance cost for the year stood at ₹0.49 crore, up from ₹0.41 crore in FY25. Notwithstanding the higher borrowing, interest coverage strengthened to 54.01 times from 41.12 times, as operating profit expanded well ahead of the incremental interest burden.

Property, plant and equipment as on 31st March, 2026 stood at ₹46.39 crore, down from ₹50.67 crore as on 31st March, 2025, reflecting depreciation charged during the year. Investment in Other intangible assets increased to ₹17.98 crore as on 31st March 2026 from ₹9.02 crore as on 31st March 2025.

Details of significant chages (i.e. change of 25% or more as compared to the immediately previous financial year) in key financial ratio's:

Key financial ratios (Standalone basis)

Ratios	FY26	FY25	% Change	Comments
Trade Receivables Turnover	1.37	1.12	22.63%	NA
Inventory Turnover Ratio	12.88	528.69	(97.56%)	The ratio reduced by 97.56% due to increase in closing inventory compared to previous year
Interest Coverage Ratio	19.96	23.02	(13.29%)	NA
Current Ratio	2.11	4.81	(56.07%)	The ratio declined primarily due to amount payable to Industrial Associates arising from Company's acquistion of stake in Industrial Associates
Debt-Equity Ratio	0.20	0.15	32.17%	The ratio increased due to additional borrowing taken by the company during the year to meet its expanded working working capital requirements and repayment of redeemable preference share capital
Operating Profit Margin (%)	15.9%	21.8%	(27.36%)	Margins moderated on account of a higher proportion of stock-in-trade purchases during the expansion phase, which carry a lower margin profile than core execution work.
Net Profit Ratio	9%	12%	(24.17%)	NA
Return on Equity Ratio	0.02%	0.02%	14.86%	NA

Note: Ratios are computed on Standalone figures. Turnover ratios use average balances; interest coverage is EBIT over finance cost; debt-equity includes long-term and short-term borrowings.

RISK MANAGEMENT

Operating at the intersection of clean energy, waste valorisation, and infrastructure development, Organic Recycling Systems Limited (ORSL) is exposed to a dynamic risk environment. At ORSL, we recognise that effective risk management is integral to sustaining growth, safeguarding stakeholder value, and navigating an evolving industrial landscape. The Company has established a structured risk management framework that enables the timely identification, assessment, and mitigation of key business risks, supported by continuous monitoring and internal controls.

Risk type	Risk definition	Mitigation
Policy & regulatory risk	The waste-to-energy and biofuel sector is closely linked to government policies, incentives and regulatory frameworks. Any changes in subsidy structures, blending mandates or project approvals could impact project viability and timelines.	ORSL's business model is aligned with long-term national priorities such as SATAT, GOBARdhan and clean energy transition. The Company maintains active engagement with regulatory bodies and diversifies its project portfolio to reduce dependence on any single policy framework.
Execution & project risk	Delays in project execution due to land acquisition, approvals, logistics or contractor dependencies may impact revenue recognition and cost structures.	The Company leverages its integrated EPC capabilities, experienced project management teams and standardised processes to ensure timely execution. Strong vendor networks and phased project planning further mitigate execution risks.
Feedstock availability & quality risk	Availability and consistency of feedstock (municipal waste, agricultural residue, etc.) remain critical for plant operations. Variability in supply can impact plant efficiency and output.	ORSL's multi-feedstock processing capability reduces dependence on a single source. Long-term agreements with municipalities and suppliers, along with decentralised sourcing strategies, ensure operational continuity.
Technology & performance risk	Underperformance of waste-to-energy technologies or the inability to scale efficiently may affect plant output, profitability, and client confidence.	The Company's proprietary technologies, continuous R&D investments and pilot testing frameworks ensure performance reliability. Ongoing monitoring and process optimisation further enhance operational efficiency.
Financial & capital risk	Large-scale infrastructure projects require significant capital investment. Any constraints in funding or cost overruns may impact financial performance.	ORSL maintains a disciplined capital allocation strategy and a balanced mix of EPC and asset-light models. Strategic partnerships and equity participation structures enable efficient capital deployment and risk sharing.
Market & pricing risk	Fluctuations in energy prices, carbon credit markets, and offtake agreements may impact revenue realisation.	The Company diversifies its revenue streams across EPC, operations, bioenergy sales and emerging value-added products. Long-term offtake agreements and policy-backed pricing mechanisms provide stability.
Supply chain risk	Disruptions in the supply chain for equipment, raw materials, or logistics may delay project timelines and increase costs.	ORSL has built a strong and diversified supplier network, with a focus on localisation and long-term vendor relationships to ensure supply continuity and cost efficiency.
Environmental & social risk	Non-compliance with environmental norms or community-related challenges could impact project approvals and operations.	The Company adheres to stringent environmental standards and actively engages with local communities. Its solutions inherently contribute to sustainability, supporting waste reduction and cleaner energy generation.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

At ORSL, robust internal control systems are in place to ensure financial integrity and regulatory compliance, aligned with the Company's evolving scale and operational complexity. These controls encompass a wide range of policies, procedures, and statutory requirements, forming a strong foundation for sustainable growth.

The framework is designed to continuously evaluate and manage risks across all aspects of the business, including geopolitical and raw material price fluctuations risks, partner, and stakeholder interests, as well as commercial and financial exposures. Comprehensive management reporting systems further support the oversight of strategy, performance, operations, risk, funding, and governance. Internal auditors conduct detailed, year-round audits across all locations and departments, with their findings reported to a dedicated Committee for timely review and action.

HUMAN RESOURCE AND INDUSTRIAL RELATIONS

In today's fast-evolving and competitive business environment, ORSL firmly believes that its people are its greatest asset. Acknowledging that employees form the backbone of the organisation's success, ORSL has adopted a holistic approach to workforce development. By integrating industry the best practices and standard operating procedures across departments, the company ensures operational consistency, enhances team efficiency, and drives collective performance.

But ORSL's commitment goes beyond process. With a strong focus on future-readiness, the company continuously invests in skill development through structured learning and training programs. These initiatives are designed not just to upskill employees but to cultivate a mindset of curiosity, adaptability, and continuous growth. As of March 31, 2026, the company had 200+ employees on its payroll.

CAUTIONARY STATEMENT

The statements made in this report describing the Company's objectives, estimations, expectations, projections, outlooks, constitute forward-looking statements within the meaning of applicable securities laws and regulations. Actual results may differ from such expectations and projections, whether express or implied. The statements are based on certain assumptions and future events over which the Company has no direct control. The Company assumes no responsibility to publicly amend, modify and revise any of the statements based on any subsequent developments, information or events.

Directors' Report

Dear Members,

Your Directors have pleasure in presenting their 18th Annual Report on the business and operations of the Company, together with the Audited Financial Statements for the financial year ended March 31, 2026 (the "Report").

1. FINANCIAL RESULTS:

The summarized financial results of the Company for the financial year ended March 31, 2026 are presented below:

(INR in Lakhs)

Particulars	Standalone		Consolidated	
	2025-2026	2024-2025	2025-2026	2024-2025
Revenue from Operations	4375.93	2,737.59	10,507.46	4,839.06
Other Income	40.74	23.35	60.42	34.16
Total Revenue	4,416.67	2,760.94	10,567.87	4,873.22
Profit/(Loss) before Finance Cost & depreciation	694.47	598.11	3088.68	2125.39
Less: Finance Cost	27.88	20.58	48.78	41.45
Less: Depreciation	137.95	124.46	392.63	388.78
Profit/(Loss) Before Tax	528.64	453.07	2,647.27	1,695.16
Less : Prior Period Expenses	-	-	-	12.00
Profit/(Loss) Before Tax	528.64	453.07	2,647.27	1,683.16
Less: Current Tax	111.00	92.86	123.97	92.86
Less/Add: Deferred Tax	14.98	25.12	14.98	25.12
Less/Add: short/(excess) provision of tax of earlier years	0.27	3.13	0.27	3.13
Profit/(Loss) After Tax	402.39	331.97	2,508.06	1,562.05

Note: The above figures are extracted from the standalone and consolidated financial statements prepared in compliance with Indian Accounting Standards (IND AS). The financial statements of the Company complied with all aspects with Indian Accounting Standards (IND AS) notified under Section 133 of the Companies Act, 2013 ("the Act") read with the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time and other relevant provisions of the Act.

2. STATE OF COMPANY'S AFFAIRS, BUSINESS OVERVIEW AND FUTURE OUTLOOK

Organic Recycling Systems Limited (ORSL) is a pioneering environmental engineering company specializing in sustainable waste management and valorisation solutions. Established in 2008 by technocrats, ORS develops and deploys robust, cost-effective, and eco-friendly technologies across the entire waste value chain.

ORSL operates India's first municipal solid waste (MSW) processing plant based on a patented anaerobic biomethanation process, recognized by the Government of India under the National Master Plan. One of its flagship projects is in Solapur, Maharashtra, where biodegradable waste is converted into Compressed Bio-Gas (CBG) and fermented organic manure, exemplifying a scalable circular economy model.

ORSL currently has a total processing capacity of 400 tonnes per day (TPD) across its facilities, with 50% of this capacity currently utilized.

The company's operations span three strategic business verticals:

- Project Development & Technology Licensing – Delivering turnkey projects and technology solutions for waste valorisation.
- Product Vertical – Offering a growing portfolio of bio-based products such as CBG, organic manure etc. that support sustainable energy and agriculture.
- Consulting Vertical – Providing specialized advisory services in environmental strategy, waste management, and regulatory compliance.

Recognized under the Swachh Bharat Mission for operational excellence and innovation, ORSL is actively pursuing EPC (Engineering, Procurement, and Construction) opportunities nationwide.

ORSL's research and innovation efforts are reinforced through collaborations with esteemed institutions such as IIT Bombay (IITB), AGH University Poland, University of Birmingham (UOB), and other technical partners. These partnerships continue to drive the company's intellectual property development and technological advancements in the environmental sector.

On Standalone basis, the Revenue from operations has increased by approx. 59.84% on annual basis to 4375.93 lakhs in the financial year ended March 31, 2026, as compared to 2737.59 lakhs in the financial year ended March 31, 2025.

On Standalone basis, the Company's Operating Earnings/(Loss) Before Interest, Depreciation and Taxes (EBITDA) margin stands at 16.11% of the operating income in the financial year ended March 31, 2026. The profit before tax of the current financial year on standalone basis stand at 528.64 lakhs as compared to before tax 453.07 lakhs for the preceding financial year.

The net profit after tax of the current financial year on a standalone basis Increase to 402.39 lakhs as compared to net profit 331.97 lakhs for the preceding financial year, after making provision of taxation and deferred tax.

During the year, there were no changes in the nature of business of the Company, the detailed discussion on Company's overview and future outlook has been given in the section on 'Management Discussion and Analysis' (MDA).

3. DIVIDEND

With a view to conserve resources for expansion of business, the Board of Director have not recommended any dividend for the financial year 2025-2026 under review.

As per Regulation 43A of the SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015 (the Listing Regulations), the top 1000 listed Companies shall formulate a Dividend Distribution Policy. The Company does not come under the category of top 1000 listed Companies based on the market capitalization, however for Good Corporate Governance practice, the Company has formulated its Dividend Distribution Policy, which is available on the website of the Company and may be viewed at https://organicrecycling.co.in/wp-content/uploads/2023/10/Dividend-Distribution-Policy.pdf

4. TRANSFER TO RESERVES

The Company has not transferred any amount to the reserves during the financial year under review. For complete details on movement in Reserves and Surplus during the financial year ended March 31, 2026, please refer to the Statement of Change in Equity note of the Standalone Financial Statement of the Company.

5. DEPOSITS

During the year, your Company has not accepted any deposits within the meaning of sections 73 and 76 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014, hence there are no details to disclose as required under Rule 8 (5) (v) and (vi) of the Companies (Accounts) Rules, 2014.

However, the Company has taken unsecured loan from directors for its business purpose, the outstanding balance of unsecured loans from director as on March 31, 2026, stood at Rs.11.60 lakhs.

6. DETAILS OF SUBSIDIARIES/JOINT VENTURES/ ASSOCIATE COMPANIES

As of March 31, 2026, the Company has the following (four) wholly owned Subsidiary Companies , 1 (one) Subsidiary Entity and 2(two) Associate Companies.

Subsidiary Companies/Entities: -

i. Solapur Bioenergy Systems Private Limited

ii. Organic Waste (India) Private Limited

iii. Meerut Bio-Energy Systems Private Limited

iv. Pune Urban Recyclers Private Limited.

v. Industrial Associates (Partnership Firm)

Out of above 5(Five) subsidiaries/Entities, Solapur Bioenergy Systems Private Limited and Organic Waste (India) Private Limited are material subsidiaries of the Company.

Pursuant to requirements of Regulation 16(1)(c) of the Listing Regulations, the Company has formulated "Policy on determining Material Subsidiaries" which is posted on website of the Company and may be viewed at https://organicrecycling.co.in/wp-content/uploads/2023/10/Policy-for-Determining-Material-Subsidiary.pdf.

Associate Companies: -

i Blue Planet Kannur Waste Solution Private Limited

ii Blue Planet Palakkad Waste Solution Private Limited.

During the year under review, the Company has acquired Industrial Associates, Partnership Firm and the Company share of profit in said Firm is 99.99%, for complete detail please refer to note 8 of the Standalone Financial Statement. Further No company has become or ceased to be a subsidiary, joint venture, or associate of the Company. Further, the Company does not have any joint ventures.

7. CONSOLIDATED FINANCIAL STATEMENT

A statement providing the highlights of performance of subsidiaries & associates companies and their contribution to the overall performance of the company during the period under report, are provided in note 40 of the consolidated financial statement and therefore, not repeated in this Report to avoid duplication

The consolidated financial statement represents those of the Company and its Subsidiary Companies and entity i.e., Solapur Bioenergy Systems Private Limited, Organic Waste (India) Private Limited, Meerut Bio-Energy Systems Private Limited, Pune Urban Recyclers Private Limited, Industrial Associates (A Partnership Firm) and its Associate Companies i.e. Blue Planet Palakkad Waste Solution Private Limited and Blue Planet Kannur Waste Solution Private Limited.

The Audited Financial Statements for the year ended March 31, 2026 of Solapur Bioenergy Systems Private Limited, Organic Waste (India) Private Limited, Meerut Bio-energy Systems Private Limited, Pune Urban Recyclers Private Limited, Industrial Associates Subsidiary Companies/Entity are available on website of the Company and may be viewed at https://organicrecycling.co.in/financial-statement-of-subsidiary-joint-venture-and-associate-company/

8. SHARE CAPITAL

a) During the year under review, there was no change in the Authorized Share Capital of the Company.

b) During the year under review, there was no change in the Paid-up equity Share Capital of the Company, however the Company has redeemed 21054 non-cumulative redeemable preference shares of the Company for complete details of redemption please refer note 17 of Standalone financial statement and accordingly preference share capital of the Company has been reduced from 15.76 lakhs to 13.66 lakhs.

c) The Company has not issued any equity shares with differential rights as to dividend, voting or otherwise, during the period under review.

d) The Company has not issued any sweat equity shares to its directors or employees, during the period under review.

9. DIRECTORS AND KEY MANAGERIAL PERSONNEL

The Board as on March 31, 2026 comprised of 5 (Five) Directors out of which 2 (Two) are Independent Directors, 1 (One) is Non-Executive and 2 (Two) are Executive Directors out of which one is Managing Director and one is Whole Time Director and CEO.

Mr. Sarang Bhand (DIN 01633419), Managing Director, Mr. Yashas Bhand (DIN 07118419), Whole-time Director & CEO, Mr. Jigar Gudka, CFO and Ms. Seema Gawas, Whole-time Company Secretary are the Key Managerial Personnel as per the provisions of the Companies Act, 2013 and rules made there under.

None of the Directors of the Company have been debarred or disqualified from being appointed or continuing as Director of company by the Ministry of Corporate Affairs (MCA) or any such other Statutory Authority.

a Appointments and Resignations of Directors and Key Managerial Personnel

During the period under review, following changes have been occurred:

1. Mrs. Janaki Bhand (DIN:07118415), appointed as a Director liable to retire by rotation at the 17th Annual General Meeting of the members of the Company held on September 11, 2025.

2. Mr. Sarang Bhand (DIN:01633419) Managing Director and Mr. Yashas Bhand (DIN: 07118419) Whole-time Director of the Company have been re-appointed for a term of 3 years with effect from October 1, 2025.

3. Mr. Rakesh Mehra (DIN:00035812) Independent Director and Mr. Amit Karia (DIN: 06846654) Independent Director of the Company have been re-appointed for a term of 5 years with effect from October 4, 2025.

b Director Liable to Retire by Rotation

In terms of Section 152 of the Companies Act, 2013, Mr. Yashas Bhand (DIN:- 07118419), Whole-time Director, being Director liable to retire by rotation shall retire at the ensuing Annual General Meeting and being eligible for re-appointment, offers himself for re-appointment.

The information as required to be disclosed in relation to the aforesaid re-appointment under Regulation 36 of Listing Regulations and Secretarial Standard on General Meetings("SS-2") will be provided in the notice of next General Meeting.

c Independent Directors

The Company has received declarations/ confirmations from each Independent Directors under section 149(7) of the Companies Act, 2013 and regulation 25(8) of the Listing Regulations confirming that they meet the criteria of independence as laid down in the Companies Act, 2013 and the Listing Regulations.

The Company has also received requisite declarations from Independent Directors of the Company as prescribed under rule 6(3) of Companies (Appointment and Qualification of Directors) Rules, 2014.

All Independent Directors have affirmed compliance to the Code of Conduct for Independent Directors as prescribed in Schedule IV to the Companies Act, 2013.

In the opinion of the Board, Independent Directors of the Company possess requisite qualifications, experience and expertise and hold the highest standards of integrity. Further in terms of the rule 6(1) of Companies (Appointment and Qualification of Directors) rules, 2014, as amended all the Independent Directors of the Company have registered their names in the online databank of Independent Directors maintained by Indian Institute of Corporate Affairs. Further, out of the two Independent Directors as on March 31, 2026, one Independent Director Mr. Rakesh Mehra on the basis of his experience has got exemption from giving online proficiency self-assessment test as prescribed under Rule 6(4) of Companies (Appointment and Qualification of Directors) Rules, 2014 and Mr. Amit Karia, Independent Directors has already passed the online proficiency self-assessment test.

The Independent Directors are provided with all necessary documents/reports and internal policies to enable them to familiarise with the Companies procedures and practices. The programs undertaken for familiarizing Independent Directors with the functions and procedures of the Company are disclosed in the Corporate Governance Report.

10. NUMBER OF MEETINGS :

A) BOARD OF DIRECTORS MEETING:

7 (Seven) meetings of the Board of Directors of the Company were held during the year under review. Details of which are as follows:

Sr. No.	Date of Meeting	Total number of directors as on the date of meeting	Attendance	
			Number of Directors attended	% of attendance
1.	03/04/2025	5	3	60%
2.	15/05/2025	5	4	80%
3.	12/06/2025	5	4	80%
4.	14/08/2025	5	5	100%
5.	12/11/2025	5	3	60%
6.	19/01/2026	5	4	80%
7.	27/02/2026	5	4	80%

B) DETAILS OF COMMITTEE MEETINGS:

Audit Committee Meeting :

Sr. No.	Date of Meeting	Total number of members as on the date of the meeting	Attendance	
			Number of Directors attended	% of attendance
1.	15/05/2025	3	3	100.00%
2.	12/06/2025	3	2	66.67%
3.	14/08/2025	3	2	66.67%
4.	12/11/2025	3	2	66.67%
5.	19/01/2026	3	3	100.00%
6.	27/02/2026	3	3	100.00%

Nomination and Remuneration Committee :

Sr. No.	Date of Meeting	Total number of members as on the date of the meeting	Attendance	
			Number of Directors attended	% of attendance
1.	15/05/2025	3	3	100.00%
2	14/08/2025	3	3	100.00%

Stakeholders Relationship Committee :

Sr. No.	Date of Meeting	Total number of members as on the date of the meeting	Attendance	
			Number of Directors attended	% of attendance
1.	14/08/2025	3	3	100.00%

11. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 134(3)(c) of the Companies Act, 2013, the Directors hereby confirm and state that:

(a) in the preparation of the annual accounts for the financial year ended March 31, 2026, the applicable accounting standards have been followed and that no material departures have been made from the same;

(b) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year 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 this Act 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.

12. POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION

The Nomination and Remuneration Committee ('NRC') works with the Board to determine the appropriate characteristics, skills and experience for the Board as a whole as well as for its individual members with the objective of having a Board with diverse backgrounds and experience in business, government, education and public service. Characteristics expected of all Directors include independence, integrity, high personal and professional ethics, sound business judgement, ability to participate constructively in deliberations and willingness to exercise authority in a collective manner. The Company has in place a Policy on appointment & removal of Directors ('Policy').

The salient features of the Policy are:

- It acts as a guideline for matters relating to appointment and re-appointment of Directors.
- It contains guidelines for determining qualifications, positive attributes for Directors and independence of a Director.
- It lays down the criteria for Board Membership
- It sets out the approach of the Company on board diversity
- It lays down the criteria for determining independence of a Director, in case of appointment of an Independent Director.

The Nomination and Remuneration Policy is posted on website of the Company and may be viewed at https://organicrecycling.co.in/wp-content/uploads/2023/10/Nomination-and-Remuneration-Policy.pdf

13. PERFORMANCE EVALUATION OF THE BOARD

The Board evaluation framework has been designed in compliance with the requirements under the Companies Act, 2013 and the Listing Regulations, and in accordance with the Guidance Note on Board Evaluation issued by SEBI. The Board evaluation was conducted through questionnaire designed with qualitative parameters and feedback based on ratings.

The Nomination and Remuneration Committee of the Company has laid down the criteria for performance evaluation of the Board, its Committees and individual directors including Independent Directors covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance.

Pursuant to the provisions of the Companies Act, 2013 and Regulation 17 of the Listing Regulations, based on the predetermined templates designed as a tool to facilitate evaluation process, the Board has carried out the annual performance evaluation of its own performance, the Individual Directors including Independent Directors and its Committees on parameters such as level of engagement and contribution, independence of judgment, safeguarding the interest of the Company and its minority shareholders etc.

COMMITTEES OF THE BOARD

The Company has several committees, which have been established as part of best corporate governance practices and comply with the requirements of the relevant provisions of applicable laws and statutes:

The Committees and their Composition as on March 31, 2026, are as follows:

- **Audit Committee**

1.	Mr. Rakesh Mehra	Chairman
2.	Mr. Amit Karia	Member
3.	Mr. Sarang Bhand	Member

- **Nomination and Remuneration Committee**

1.	Mr. Amit Karia	Chairman
2.	Mr. Rakesh Mehra	Member
3.	Mrs. Janaki Bhand	Member

- **Stakeholders Relationship Committee**

1.	Mr. Amit Karia	Chairman
2.	Mr. Sarang Bhand	Member
3.	Mr. Yashas Bhand	Member

Further, during the year, there are no such cases where the recommendation of any Committee of Board including Audit Committee, have not been accepted by the Board, which is required to be accepted as per the law.

14. CORPORATE SOCIAL RESPONSIBILITY(CSR)

In compliance with Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules 2014, the Company has formed CSR policy. However, the provisions of Section 135 of the Companies Act, 2013 is not applicable to the Company for the financial year 2025-26, since the Company did not meet the thresholds prescribed under Section 135(1) during the immediately preceding financial year ended March 31, 2025. The reporting of unspent CSR amounts to Rs. 2.80 Lakhs for FY 2023-2024 are provided in note no.46 of the Standalone Financial Statement.

15. MANAGEMENT DISCUSSION & ANALYSIS REPORT

The Management Discussion and Analysis Report for the year under review as stipulated under Regulation 34(2)(e) of the Listing Regulations is presented in a separate section and forming part of this Report.

16. CORPORATE GOVERNANCE

The Company is listed in BSE SME Platform, the provisions of the Corporate Governance as stipulated under Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are not applicable to the Company.

17. VIGIL MECHANISM / WHISTLE BLOWER POLICY

Your Company has in place Whistle Blower Policy ("the Policy"), to provide a formal mechanism to its directors and employees for communicating instances of breach of any statute, actual or suspected fraud on the accounting policies and procedures adopted for any area or item, acts resulting in financial loss or loss of reputation, leakage of information in the nature of Unpublished Price Sensitive Information (UPSI), misuse of office, suspected/actual fraud and criminal offences. The Policy provides for a mechanism to report such concerns to the Chairman of the Audit Committee through specified channels. The framework of the Policy strives to foster responsible and secure whistle blowing. In terms of the Policy of the Company, no employee including directors of the company has been denied access to the chairman of Audit Committee of the Board. During the year under review, no concern from any whistle blower has been received by the Company. The whistle blower policy is available at the link https://organicrecycling.co.in/wp-content/uploads/2023/10/Whistle-Blower-Policy.pdf

18. STATEMENT ON RISK MANAGEMENT POLICY

The Company has in place a mechanism to identify, assess, monitor and mitigate various risks, to key business objectives on a continuing basis.

The Audit Committee oversees enterprise risk management framework to ensure execution of decided strategies with focus on action and monitoring risks arising out of unintended consequences of decisions or actions and related to performance, operations, compliance, incidents, processes, systems and transactions are managed appropriately.

19. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

The Company being established with the object of and engaged in the business of providing Infrastructural Facilities as prescribed in Section 186(11) read with Schedule VI, therefore does not require to comply with the provisions of Section 186, hence there are no reportable transactions on which section 186 applies.

The Particulars of loans given, investments made, and guarantee/security provided by the Company are provided in Note 8, 9 & 34 of the Standalone Financial Statement.

20. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

The particulars of contract or arrangements or transactions entered into by the Company with related parties, which falls under the provisions of sub-section (1) of section 188 of the Companies Act, 2013, though that transactions are on arm's length basis, forms part of this report in Form No. AOC-2 is annexed as an **Annexure-1** to this report.

During the year, the Company had not entered into any contract/arrangement/transaction with related parties which could be considered material in accordance with provision of Listing Regulations and the policy of the Company on materiality of related party transactions.

The statement showing the disclosure of transactions with related parties in compliance with applicable provision of IndAS, the details of the same are provided in note no. 36 of the Standalone Financial Statement. All related party transactions were placed before the Audit Committee and the Board for approval.

The Policy on materiality of related party transactions and dealing with related party transactions as approved by the Board is available at the link: https://organicrecycling.co.in/wp-content/uploads/2023/10/Policy-on-Materiality-of-Related-Party-Transactions-and-Dealing-with-Related-Party-Transactions.pdf

21. INTERNAL FINANCIAL CONTROL SYSTEM

The Company has in place adequate standards, processes and structures to implement internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weakness in the design or operation was observed. In addition to above, the Company has in place Internal Audit carried out by independent audit firm to continuously monitor adequacy and effectiveness of the internal control system in the Company and status of its compliances.

22. LISTING REGULATIONS, 2015

The Equity Shares of the Company are listed on BSE Limited (BSE) SME platform

The Company has formulated following Policies as required under the Listing Regulations, the details of which are as under:

1 "Documents Preservation & Archival Policy" as per Regulation 9 and Regulation 30 which may be viewed at https://organicrecycling.co.in/wp-content/uploads/2023/10/Documents-Preservation-Arcihval-Policy.pdf

2 "Policy for determining Materiality of events/ information" as per Regulation 30 which may be viewed at Microsoft Word – Policy for Determining Materiality of Information or Events.docx

23. AUDITORS

a) Statutory Auditor

M/s. Vora & Associates, Chartered Accountants (ICAI Firm Regt. No. 111612W) were appointed as Statutory Auditors of the Company for a term of 5 (five) consecutive years, from the conclusion of 17th Annual General Meeting till the conclusion of the 22nd Annual General Meeting of the Company. Your Company has received necessary confirmation from them stating that they satisfy the criteria provided under Section 141 of the Companies Act, 2013.

The report of the Statutory Auditor forms part of the Annual Report. The said report does not contain any qualification, reservation, adverse remark or disclaimer.

b) Secretarial Auditor

Pursuant to provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company had appointed Mr. Anish Gupta, partner of **M/s. VKMG & Associates LLP,** Practicing Company Secretaries, as the Secretarial Auditors of the Company to undertake Secretarial Audit for the financial year ended March 31, 2026. The Secretarial Audit Report for the financial year ended March 31, 2026, is annexed herewith and marked as an '**Annexure-2**' to this Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark or disclaimer.

c) Internal Auditor

Pursuant to provisions of Section 138 of the Companies Act, 2013 read with Rule 13 of Companies (Accounts) Rules, 2014, the Company had appointed M/s. K R A H & Associates, Chartered Accountants to undertake Internal Audit for financial year ended March 31, 2026.

24. REPORTING OF FRAUDS BY AUDITORS

During the year under review, the Auditors of the Company have not reported to the Audit Committee, under section 143(12) of the Companies Act, 2013, any instances of fraud committed against the Company by its Officers or Employees, the details of which would need to be mentioned in the Board's Report.

25. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION

There were no material changes and commitments, affecting the financial position of the Company, which has occurred between the end of the financial year of the Company, i.e. March 31, 2026 till the date of this Directors' Report. However, after closure of financial year, the Company has issue and allotted 51,99,630 (Fifty-One Lakh Ninety-Nine Thousand Six Hundred Thirty) fully paid-up Bonus Equity Shares of the Company of face value of Rs. 10/- (Rupees

Ten only) each, at par, amounting to up to Rs. 5,19,96,300/- (Rupees Five Crore Nineteen Lakh Ninety-Six Thousand Three Hundred only), from out of the Securities premium account (eligible for capitalization, net of accumulated deficit reserve) and the capital redemption reserve account as at 31st March 2026.

26. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS

There were no other significant and material orders passed by the regulators/ courts/ tribunals, which may impact the going concern status and the Company's operations in future.

27. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

(a) The ratio of the remuneration of each Director to the median employee's remuneration and other details in terms of sub-section 12 of Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are forming part of this report as an **'Annexure-3'**.

(b) In terms of the provisions of Section 197(12) of the Act read with Rules 5(2) and 5(3) of the

Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names and other particulars of the employees drawing remuneration in excess of the limits set out in the said rules is provided in a separate annexure forming part of this Report. Having regard to the provisions of the first proviso to Section 136(1) of the Act, the Annual Report excluding the aforesaid information is being sent to the Members of the Company. In terms of Section 136, the said annexure is open for inspection by the members through electronic mode. Any member interested in obtaining such particulars may write to the Company Secretary of the Company at cs@organicrecycling.co.in. The said particulars shall be open for inspection by the Members at the registered office of the Company on all working days, except Saturdays, Sundays and public holidays, between 11.00 a.m. to 1.00 p.m. upto the date of AGM.

28. TRANSFER TO INVESTOR EDUCATION AND PROTECTION FUND

The Company does not have any unpaid/unclaimed amount which is required to be transferred, under the provisions of Companies Act, 2013 into the Investor Education and Protection Fund (IEPF) of the Government of India.

29. CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION

The information required under Section 134(3)(m) of the Companies Act, 2013, read with the Rule 8(3) of the Companies (Accounts) Rules, 2014 by the Company are as under:

(A) CONSERVATION OF ENERGY

(i) The steps taken or impact on conservation of energy

Though business operation of the Company is not energy-intensive, the Company, being a responsible corporate citizen, makes conscious efforts to reduce its energy consumption. Some of the measures undertaken by the Company on a continuous basis, including during the year, are listed below:

a) Use of LED Lights at office spaces.

b) Rationalization of usage of electricity and electrical equipment air conditioning system, office illumination, beverage dispensers, desktops.

c) Regular monitoring of temperature inside the buildings and controlling the air-conditioning system.

d) Planned Preventive Maintenance schedule put in place for electromechanical equipment.

e) Usage of energy efficient illumination fixtures

(ii) Steps taken by the company for utilizing alternate sources of energy:

The business operation of the Company is not energy-intensive, hence apart from steps mentioned above to conserve energy, there is no requirement to utilize the alternate source of energy.

(iii) The capital investment on energy conservation equipment:

There is no capital investment on energy conservation equipment, during the year under review.

(B) TECHNOLOGY ABSORPTION

(i) The efforts made towards technology absorption:

The Company has been taking every step to use Indigenous Modern Technology for efficient management of existing business as well as new services, designs, frameworks, processes and methodologies.

(ii) The benefits derived like product improvement, cost reduction, product development or import substitution:

The Company has been benefited immensely by usage of Indigenous Technology for their operations and management, which saved a sizeable amount of funds.

(iii) The Company has not imported any technology during last year from the beginning of the financial year.

(iv) The expenditure incurred on Research and Development :

The cost amounting to INR 164.53 Lakhs

comprises of salary cost INR 162.73 lakhs and AI Software INR 1.80 Lakhs (P.Y. Salary expenses of 180.85 Lakhs) incurred in the development of Activated Carbon to Mesh Membrane development for water /gas purification application, Micro Algae application for waste water treatment, , Emission control device for Emission control application, Lithium Metal recovery from Industrial waste water, Biogenic CO2 Methanation Technology, MSW torrefaction, Biogenic CO2 To Mixed Alcohol (C1-C4) conversion, RDF/ Biomass to renewable Dimethyl ether (r-DME), Paddy straw and other Agri-residue pretreatment using Bio- enzymatic Technologies, Bio methanation catalyst, Bio grinder, and AI-based Digester Health Monitoring/ Prediction Software.

(C) Foreign Exchange Earnings and Outgo:

(INR In Lakhs)

Particulars	Current Year (2025-2026	Previous Year (2024-2025)
Foreign Exchange Earnings	Nil	Nil
Foreign Exchange Outgo	Nil	Nil
Total	**Nil**	**Nil**

30. ANNUAL RETURN

Pursuant to sub-section 3(a) of Section 134 and sub-section (3) of Section 92 of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the copy of Annual Return of the Company as on March 31, 2026 will be made available on the website in due course, once the same is filed with the Registrar of Companies will be placed on the website of the company at the following web address https://organicrecycling.co.in/annual-return/

31. SECRETARIAL STANDARD OF ICSI

The Company has complied with the Secretarial Standards on Meeting of the Board of Directors (SS-1) and General Meetings (SS-2) specified by the Institute of Company Secretaries of India (ICSI).

32. MAINTENANCE OF COST RECORDS

Maintenance of cost records as prescribed by the Central Government under sub-section (1) of Section 148 of the Companies Act 2013 is not applicable to the Company.

33. PREVENTION OF SEXUAL HARASSMENT

Your Company is fully committed to uphold and maintain the dignity of women working in the Company and has zero tolerance towards any actions which may fall under the ambit of sexual harassment at workplace. The Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The details of Sexual harassment complaint as required to be reported in Board's Report are as under:

Sr No.	Particular	Details
1.	Number of Sexual harassment complaints received	Nil
2.	Number of Sexual harassment complaints disposed off	Nil
3.	Number of Sexual harassment complaints beyond 90 days	Nil

The policy framed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 read with Rules framed thereunder may be viewed at https://organicrecycling.co.in/wp-content/uploads/2023/10/Policy-Against-Sexual-Harassment.pdf

34. MATERNITY BENEFIT ACT

The Company has complied with the provisions of the Maternity Benefit Act, 1961, as amended from time to time.

35. DISCLOSURE ON EMPLOYEE STOCK OPTION/ PURCHASE SCHEME

During the year under review, the Company has not issued or offered any shares under any Employee Stock Option / Purchase Scheme and also does not have any plans to introduce the same.

36. GENERAL DISCLOSURES

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

- the Managing Director nor the Whole-time Directors of the Company apart from receiving director remuneration does not receive any commission from the Company,
- Issue of debentures/bonds/ any other securities.
- Scheme of provision of money for the purchase of its own shares by employees or by trustees for the benefit of employees.
- Instance of one-time settlement with any Bank or Financial Institution.
- Application or proceedings under the Insolvency and Bankruptcy Code, 2016.

37. ACKNOWLEDGEMENTS

Your Directors take the opportunity to express our deep sense of gratitude to all users, vendors, government and non-governmental agencies and bankers for their continued support in Company's growth and look forward to their continued support in the future.

Your Directors would also like to express their gratitude to the shareholders for reposing unstinted trust and confidence in the management of the Company.

Place: - Navi Mumbai
Date: - 02-09-2026

By Order of the Board of Directors
For Organic Recycling Systems Limited

Registered office:
Organic Recycling Systems Limited
CIN: L40106MH2008PLC186309
1003, 10th Floor, The Affaires Plot No 9,
Sector No 17, Sanpada, Navi Mumbai
Thane MH 400705 IN

SD/-
Sarang Bhand
Managing Director and Chairperson Authorised by the Board
DIN : 01633419

ANNEXURE - 1

Form No. AOC-2

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

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

1. **Details of contracts or arrangements or transactions not at arm's length basis: (Not Applicable)**

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

SN	Particulars	1
(a)	Name(s) of the related party and nature of relationship	Mr. Suhas Bhand (Father of Mr. Sarang Bhand, Managing Director)
(b)	Nature of contracts/arrangements / Transactions	Consultancy Charges
(c)	Duration of the contracts / arrangements/ transactions	One-time contract to obtain consultancy as per business requirement
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	Consultancy Charges paid of an amount of Rs.30 Lakhs during FY 2025-2026
(e)	date(s) of approval by the Board	28-06-2022
(f)	Amount paid as advances, if any	NA
(g)	Justification of the Board	Looking at the experience and expertise, the Board of Directors of the Company are of view that the Company should take business consultancy from Mr. Suhas Bhand in professional capacity for business growth, strategies and expansion of the Company.

Place: - Navi Mumbai
Date: - 02-09-2026

By Order of the Board of Directors
For Organic Recycling Systems Limited

Registered office:
Organic Recycling Systems Limited
CIN: L40106MH2008PLC186309
1003, 10th Floor, The Affaires Plot No 9,
Sector No 17, Sanpada, Navi Mumbai
Thane MH 400705 IN

SD/-
Sarang Bhand
Managing Director and Chairperson Authorised by the Board
DIN : 01633419

Annexure - 2

Form No. MR-3

SECRETARIAL AUDIT REPORT OF ORGANIC RECYCLING SYSTEMS LIMITED

FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2026

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

To,
The Members,

Organic recy cling Systems Limited
Office No. 1003, 10th Floor, the Affaires,
Plot No.9, Sector 17, Sanpada,
Navi Mumbai - 400705

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Organic Recycling Systems Limited ("the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

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

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

(i)	The Companies Act, 2013 (the Act) and the rules made thereunder;	
(ii)	The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;	
(iii)	The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;	
(iv)	Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; (Not Applicable to the Company during the Audit Period)	
(v)	The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -	
	(a)	The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
	(b)	The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
	(c)	The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
	(d)	The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (Not Applicable to the Company during the Audit Period)

	(e)	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;
	(f)	The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (Not Applicable to the Company during the Audit Period)
	(g)	The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (Not Applicable to the Company during the Audit Period);
	(h)	The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021(Not Applicable to the Company during the Audit Period); and
	(i)	The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021(Not Applicable to the Company during the Audit Period).

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

a) Secretarial Standards (SS-1 and SS-2) issued by The Institute of Company Secretaries of India; and

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

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

We further report that:

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

Adequate Notice is given to all Directors to schedule the Board and Committee meetings and the agenda and detailed notes on agenda were sent at least seven days in advance, except for the meeting where directors confirm to receive the agenda and detailed notes on agenda at shorter notice and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings were carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be.

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

We further report that during the year under report:

a) The Company has redeemed 21054 non-cumulative redeemable preference shares out of the proceeds of a fresh issue of warrants/shares in compliance with provision of Section 55 of the Companies Act, 2013.

For VKMG & Associates LLP
Company Secretaries
FRN: L2019MH005300

Date: 02-09-2026
Place: Mumbai
UDIN: F005733H001331871

Anish Gupta
Partner
FCS-5733
CP No. - 4092
PRN:5424/2024

This report is to be read with our letter of even date which is annexed as 'Annexure A' and forms an integral part of this report.

ANNEXURE A

To,
The Members,

Organic recycling Systems Limited
Office No. 1003, 10th Floor, the Affaires,
Plot No.9, Sector 17, Sanpada,
Navi Mumbai - 400705

Our report of even date is to be read along with this letter.

1 Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

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

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

4 Wherever required, we have obtained 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, standards is the responsibility of management. Our examination was limited to the verification of procedures on test-check basis.

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

ANNEXURE – 3

Details required as per sub-section 12 of Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appsointment and Remuneration of Managerial Personnel) Rules, 2014

(i) the Ratio of the Remuneration of each Director to the median employee's remuneration, the percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year;

Name of Director/Key Managerial Personnel and Designation	Remuneration of Director/KMP (Rs. In Lakhs)	% increase in remuneration on FY 2025-2026	Ratio of Remuneration of each Director to median Remuneration of employee
SARANG SUHAS BHAND (Managing Director)	42.00	00.00%	1 : 9.73
YASHAS SUHAS BHAND (Whole-time Director and CEO)	24.00	00.00 %	1 : 5.56
RAKESH MEHRA (Independent Director)	2.50	66.67[1]	1 : 0.579
AMIT KARIA (Independent Director)	0.60	100[1]	1 : 0.139
JANAKI BHAND (Non-Executive Director)	0.30	200[1]	1 : 0.070
JIGAR SURESH GUDKA (Chief Financial Officer)	38.67	12.50%	-
SEEMA SAWANT Company Secretary	7.20	20.00%	-

[1] The Increase/decrease in the percentage of remuneration (sitting fees) is mainly due to number of meeting of Board and/or committee held and attended by respective director.

(ii) the percentage increase in the median remuneration of employees in the financial year: 1.73%

(iii) the number of permanent employees on the rolls of the Company:

As on March 31, 2026, the Company has 65 permanent employees (including 2 executive directors) on its rolls.

(iv) average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

The average increase in the salaries of employees other than managerial personnel in the financial year 2025-26 was **10.64%,** whereas the increment in Managerial remuneration for the same financial year was **5.17%** as stated above, as per Industry level.

(v) the key parameters of any variable component of remuneration availed by the directors: Not Applicable

It is hereby affirmed that the remuneration is as per the remuneration policy of the Company.

Place: - Navi Mumbai
Date: - 02-09-2026

By Order of the Board of Directors
For Organic Recycling Systems Limited

Registered office:
Organic Recycling Systems Limited
CIN: L40106MH2008PLC186309
1003, 10th Floor, The Affaires Plot No 9,
Sector No 17, Sanpada, Navi Mumbai
Thane MH 400705 IN

SD/-
Sarang Bhand
Managing Director and Chairperson Authorised by the Board
DIN : 01633419

INDEPENDENT AUDITORS' REPORT

To,
The Member,
Organic Recycling Systems Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying Financial statements of ORGANIC RECYCLING SYSTEMS LIMITED ("the Company"), which comprise the Balance Sheet as at 31st March 2026, the Statement of Profit and Loss (including other comprehensive income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of 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 standalone Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed u/s 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the State of Affairs of the Company as at 31st March, 2026, the Profits, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the 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 provision 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 on the financial statements.

Information Other than the Financial Statements and Auditors Report thereon

The Company's Board of Directors is responsible for the other information. The Other information comprises the information included in the Directors Report including Annexures thereon but does not include the standalone financial statements and our auditor's report thereon.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the information is materially inconsistent with the standalone financial statements or our knowledge obtained in the 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 including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Ind AS and accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement 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.

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

Auditor's Responsibility for the Audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements. As part of an audit in accordance with SA's, we exercise professional judgement 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 Companies Act, 2013, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- 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 standalone 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, and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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

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

   c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow Statement and the Statement of changes in Equity dealt with by this Report are in agreement with the books of account;

   d) In our opinion, the aforesaid Financial Statements comply with the Ind AS specified under Section 133 of the Act read with the relevant rule 7 of the Companies (Accounts) Rules, 2014;

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

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

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

i. The Company has disclosed impact of litigation as on 31st March, 2026 on its financial position in its standalone financial statement – refer note 34 of the financial statements.

ii. The Company does not have any long terms contracts for which provisions are required to be made.

iii. The Company is not liable to transfer any amount to the Investor Education and Protection Fund.

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

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

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

v. According to the information and explanation given to us, the company has not paid/ declared any Dividend during the year. Hence the provision of section 123 of the Act is not applicable to the company.

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

For **VORA & ASSOCIATES**
CHARTERED ACCOUNTANTS
(ICAI Firm Reg. No.: 111612W)

RONAK A. RAMBHIA
PARTNER
PLACE: MUMBAI (Membership No. 140371)
DATED: APRIL 24,2026 UDIN: 26140371MXCSYB1079

Annexure A to the Auditors' Report

The Annexure referred to in Independent Auditor's Report to the members of the Company on the standalone Financial Statements for the year ended 31st March 2026, we report that:

(i) In respect of 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 and relevant details of Right-of-Use Assets.

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

(b) As explained to us and according to the practice generally followed by the Company, all Property, Plant and Equipment Assets have been verified in a periodical manner by the management during the year and no material discrepancies were noticed on such physical verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and nature of its assets.

(c) There is no immovable property held by the Company and accordingly, the requirement to report on Clause 3(i)(c) of the Order is not applicable to the Company.

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

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

(ii) In respect of inventories

(a) In our opinion and according to the information and explanation given to us, we are informed that inventories have been physically verified by the management at reasonable intervals and no material discrepancies have been notified between the physical stock and book records. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and nature of the stock.

(b) The Company has not been sanctioned working capital limits in excess of ₹5 crore, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.

(iii) (a) The Company has provided loans, advances in the nature of loans, stood guarantee and provided security to subsidiaries and others as follows:

(₹ In Lakhs)

Particulars	**Guarantees**	**Security**	**Loans**	**Advances**
Aggregate amount granted / provided during the year				
Subsidiaries	-	-	1,117.37	-
Associates	-	-	-	-
Joint Ventures	-	-	-	-
Others	-	-	1. 50	-
Balance Outstanding as at Balance sheet date in respect of above cases				
Subsidiaries	2,844.00	-	6,279.85	-
Associates	-	-	-	-
Joint Ventures	-	-	-	-
Others	-	-	6.59	-

(b) The investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not prejudicial to the company's interest.

(c) In respect of loans given by the Company, the schedule of repayment of principal and payment of interest has been stipulated and repayments or receipts are regular.

(d) There are no amounts of loans granted to any parties which are overdue for more than ninety days.

(e) There were no loans to any parties which had 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 or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.

(iv) The Company has complied with the provisions of Section 185 of the Act in respect of the loan granted and guarantee given, to the extent applicable. The Company being established with the object of and engaged in the business of providing Infrastructural Facilities as prescribed in Section 186(11) read with Schedule VI, does not require to comply the provision of Section 186 in respect of loan given, investment made, guarantee given, or security provided in connection with loans to other bodies corporate or person.

(v) The Company has not accepted deposits within the meaning of Section 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended) in accordance with the provisions of clause 3 (v) of the Order.

(vi) The maintenance of cost records has not been specified by the Central Government under Section 148 (1) of the Act for the business activities carried out by the Company. Thus reporting under clause 3 (vi) of the Order is not applicable to the Company.

(vii) According to information and explanation given to us, In respect to statutory dues

(a) The Company has generally been regular in depositing undisputed statutory dues under Income tax, Goods & Service Tax and other Statutory Dues as applicable to it with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of the above were outstanding as at 31st March, 2026 for a period of more than six months from the date on when they became payable.

(b) According to the information and explanations given to us, there were no dues of Income Tax, Goods & Service Tax and other Statutory Dues as applicable to it, which have not been deposited with the appropriate authorities on account of any dispute except for a demand under the Service Tax law amounting to Rs. 339 lakhs, which is pending before the CESTAT, appellate authority.

(viii) There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

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

b. According to the information and explanations given to us, 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 explanations given to us, no term loan were applied for the purpose for which the loans were obtained.

d. According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short term basis have been used for long term purposes by the Company.

e. According to the information and explanations given to us and on an 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 subsidiaries and associates.

f. The Company has not raised loans during the year on the pledge of securities held in its subsidiaries or associate companies. Accordingly, the requirement to report on Clause (ix)(f) of the Order is not applicable to the Company.

(x) a. In our opinion and according to the information and explanations given to us, the Company has not raised any funds by way of initial public offer or further public offer. Accordingly, the requirement to report on clause 3(x)(a) of the order is not applicable to the company.

b. The Company has not made preferential allotment of shares or private placement of shares or issued convertible debentures during the year. Accordingly, the requirement to report on Clause 3(x)(b) of the Order is not applicable to the Company

(xi) a. In our opinion and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

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

c. According to the information and explanations given to us there are no whistle blower complaints received by the Company during the year (and upto the date of this report) Accordingly, paragraph 3 (xi)(c) of the Order is not applicable

(xii) In our opinion and according to the information and explanation given to us, the Company is not a Nidhi Company. Accordingly, paragraph 3 (xii) of the Order is not applicable.

(xiii) According to the information and explanations given to us and based on our examination of the records of the Company, the transactions with related parties are in compliance with section 177 and section 188 of the Act, as applicable, and details of such transactions have been disclosed in the standalone Financial Statements as required by the applicable accounting standard.

(xiv) The Company has an internal audit system commensurate with the size and nature of its business. The report of Internal Auditors for the period under audit has been considered.

(xv) According to the information and explanations given to us, there are no cash transactions with Directors or any persons connected with them during the year under review

(xvi) a. According to the information and explanations given to us, the company is not required to get registered under section 45-IA of the Reserve Bank of India Act, 1934.

b. According to the information and explanations given to us, the Company has not conducted any non-banking financial or housing finance activity Accordingly, the provisions of the paragraph 3 clause (xvi)(b) of the order does not arise.

c. According to the information and explanations given to us, the Company is not engaged in the business which attract requirement of registration as a Core Investment Company (CIC) as defined in the regulations made by Reserve Bank of India.

d. In our opinion and according to the information and explanation given to us, the Group does not have any CIC as part of group, Accordingly, reporting under paragraph 3 clause (xvi)(d) of the Order is not applicable.

(xvii) According to the information and explanations given to us, the Company has not incurred cash losses during the financial year covered by our audit nor in the immediately preceding financial year.

(xviii) There has been a resignation of the statutory auditors during the year. The outgoing statutory auditors have not raised any issues, objections or concerns in their resignation letter.

(xix) According to the information and explanation given to us and based on our examination of the records of the Company, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) The Company is not liable for CSR provisions and hence, reporting under clause 3(xx)(a) & (b) of the Order are not applicable for the year.

For **VORA & ASSOCIATES**
CHARTERED ACCOUNTANTS
(ICAI Firm Reg. No.: 111612W)

RONAK A. RAMBHIA
PARTNER
(Membership No. 140371)
UDIN: 26140371MXCSYB1079

PLACE: MUMBAI
DATED: APRIL 24,2026

Standalone Balance Sheet

as at March 31, 2026

(₹ in Lakhs)

Particulars	Notes	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Assets				
Non-current assets				
Property, plant and equipment	4	54.47	68.11	65.32
Capital work-in-progress	5	5.71	5.71	-
Right of use assets	6	63.64	120.18	109.54
Other intangible assets	4	585.02	642.68	8.21
Intangible assets under development	7	497.81	362.15	852.82
Financial assets				
(i) Investments	8	11,058.90	9,547.46	9,547.46
(ii) Loans	9	6,285.41	7,022.04	6,642.09
(iii) Other finanacial assets	10	125.59	128.14	133.04
Other non-current assets	11	65.58	64.10	83.51
		18,742.14	**17,960.57**	**17,465.42**
Current assets				
Inventories	12	425.15	2.66	1.17
Financial assets				
(i) Trade receivables	13	3,369.19	3,031.38	1,879.00
(ii) Cash and cash equivalents	14	199.51	2,537.03	579.12
(iii) Bank balances other than (ii) above	14A	0.13	185.74	0.12
(iv) Other financial assets	10	345.18	0.26	50.08
Other current assets	11	252.94	296.72	121.35
		4,592.10	**6,053.79**	**2,630.83**
Total		**23,334.23**	**24,014.36**	**20,096.24**
Equity and liabilities				
Equity				
Equity Shares Capital	15	865.93	865.93	769.93
Other Equity	16	16,383.03	18,599.30	14,554.98
Total Equity		**17,248.95**	**19,465.23**	**15,324.91**
Liabilities				
Non-current liabilities				
Financial liabilities				
(i) Borrowings	17	3,302.27	2,989.68	3,134.58
(ii) Lease Liabilities	18	35.84	64.08	73.12
Provisions	19	60.78	56.53	41.27
Deffered tax liability (Net)	20	16.66	1.68	-
Other Non-current liabilities	21	497.33	179.00	214.00
		3,912.88	**3,290.97**	**3,462.96**
Current Liabilities				
Financial liabilities				
(i) Borrowings	17	208.65	8.07	7.09
(ii) Lease Liabilities	18	41.47	71.85	42.35
(iii) Trade payables	22			
Total outstanding dues of micro enterprises and small enterprises		48.02	57.48	513.93
Total outstanding dues of creditors other than micro enterprises and small enterprises		256.93	595.54	177.63
(iv) Other financial liabilities	23	0.22	0.30	0.36
Provisions	19	90.75	29.26	66.19
Other current liabilities	21	1,526.36	495.66	500.82
		2,172.40	**1,258.17**	**1,308.37**
Total		**23,334.23**	**24,014.36**	**20,096.24**

Summary of significant accounting policies 1-3

The accompanying notes are an integral part of the financial statements 1-47

As per our report of even date attached

FOR VORA & ASSOCIATES
CHARTERED ACCOUNTANTS
(ICAI FRNo.: 111612W)

RONAK A. RAMBHIA
Partner
(Membership No.: 140371)

Place:Mumbai
Date: 24th April, 2026

For and on behalf of the Board of Directors
Organic Recycling Systems Limited

Sarang Bhand
Managing Director
DIN : 01633419

Yashas Bhand
Whole-time Director and CEO
DIN : 07118419

Jigar Gudka
Chief Financial Officer

Seema Gawas
Company Secretary

Place: Navi Mumbai
Date: 24th April, 2026

Place: Navi Mumbai
Date: 24th April, 2026

Statement of Standalone Profit and Loss

for the year ended March 31, 2026

(₹ in Lakhs except earning per share)

Particulars	Notes	For the year ended March 31, 2026	For the year ended March 31, 2025
Income			
Revenue from operations	24	4,375.93	2,737.59
Other income	25	40.74	23.35
Total Income (i)		**4,416.67**	**2,760.94**
Expenses			
Cost of Material consumed	26	2.14	74.30
Purchase of Stock in trade	27	3,176.02	939.29
Change in inventories of finished goods and work in progress	28	(422.56)	(1.29)
Employee benefits expense	29	457.27	344.74
Finance costs	30	27.88	20.58
Depreciation and amortization expenses	31	137.95	124.46
Other expenses	32	509.33	805.78
Total expenses (ii)		**3,888.04**	**2,307.87**
Profit before exceptional and extraordinary item and tax (iii = i-ii)		**528.64**	**453.07**
Exceptional items (iv)		-	-
Profit before Extraordinary item and tax (v = iii-iv)		**528.64**	**453.07**
Extraordinary Items (vi)		-	-
Profit before Tax (vii = v-vi)		**528.64**	**453.07**
Tax Expenses (viii)			
Current tax		111.00	92.86
Deferred tax		14.98	25.12
Short/(Excess) provision of tax of earlier years		0.27	3.13
Total tax expenses		**126.25**	**121.10**
Profit for the year (ix = vii-viii)		**402.39**	**331.97**
Other Comprehensive Income (x)		-	-
Total Comprehensive Income (xi = ix + x)		**402.39**	**331.97**
Earnings per equity share (in ₹) [nominal value of ₹10 per share (March 31, 2025 - ₹10 per share)]	33		
Basic		4.65	4.31
Diluted		3.87	3.95

Summary of significant accounting policies 1-3

The accompanying notes are an integral part of the financial statements1-47

As per our report of even date attached

FOR VORA & ASSOCIATES
CHARTERED ACCOUNTANTS
(ICAI FRNo.: 111612W)

RONAK A. RAMBHIA
Partner
(Membership No.: 140371)

Place:Mumbai
Date: 24th April, 2026

For and on behalf of the Board of Directors
Organic Recycling Systems Limited

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Managing Director
DIN : 01633419

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DIN : 07118419

Jigar Gudka
Chief Financial Officer

Seema Gawas
Company Secretary

Place: Navi Mumbai
Date: 24th April, 2026

Place: Navi Mumbai
Date: 24th April, 2026

Standalone Statement of Cash Flows

for the year ended March 31, 2026

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Cash flow from operating activities		
Profit before Tax	528.64	453.07
Adjustment to reconcile profit before tax to net cash flows		
Depreciation and amortisation	137.95	124.46
Finance cost	27.88	20.58
Interest income	(7.88)	(10.82)
Share of Profit from Firm	(28.50)	-
Loss on sale of property, plant and equipment	0.09	-
Operating profit before working capital changes	**658.19**	**587.29**
Movement in working capital :		
Increase/ (Decrease) in Trade payables	(348.08)	(38.53)
Increase/ (Decrease) in Other liabilities	(132.91)	(40.16)
Increase/ (Decrease) in Provisions	4.99	15.46
Decrease/ (Increase) in Loans and advances	736.63	(379.95)
Decrease/ (Increase) in Inventories	(422.49)	(1.49)
Decrease/ (Increase) in Trade receivables	(337.81)	(1,152.38)
Decrease/ (Increase) in Other current / non current assets	(300.57)	(198.25)
Cash generated from/(used in) operations	**(142.05)**	**(1,208.01)**
Direct Taxes paid (net of refunds)	(55.68)	(40.00)
Net cash flow from operating activities (A)	**(197.73)**	**(1,248.01)**
Cash flow from investing activities		
Purchase of property, plant and equipments including CWIP	(13.64)	(33.33)
Purchase of intangible asset including under development	(135.67)	(197.45)
Sale of Property, Plant and Equipment	3.20	-
Investment in bank deposits	185.61	(185.62)
Investment in Subsidiaries, associates and others	(1.00)	-
Interest received	7.88	10.82
Net cash used in investing activities (B)	**46.38**	**(405.58)**
Cash flow from financing activities		
Proceeds from Issue of Equity Shares	-	2,524.80
Shares issued on conversion of warrants	-	96.00
Proceeds form share issue of warants	-	1,842.75
Amount transfer to share capital and security premium account on conversion of share warrants	-	(655.20)
Utilised for redemption of Preference Shares	(93.86)	-

Standalone Statement of Cash Flows (Contd.)

for the year ended March 31, 2026

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Redemption of Preference shares	(2,524.80)	-
Proceeds /(Repayment) from long-term borrowings including current maturity, net	312.58	(144.90)
Payment of Lease Liabilities	(71.25)	(51.29)
Proceeds /(Repayment) from short-term borrowings, net	200.58	0.98
Interest paid	(9.44)	(1.65)
Net cash used in financing activities (C)	**(2,186.19)**	**3,611.49**
Net increase/(decrease) in cash and cash equivalents (A + B + C)	**(2,337.54)**	**1,957.90**
Cash and Cash Equivalents at the beginning of the period	**2,537.03**	**579.12**
Cash and cash equivalents at end of the period	**199.51**	**2,537.03**
Components of cash and cash equivalents		
Cash in hand	0.15	0.15
Balances with banks:		
- on current accounts	196.80	569.28
Term Deposit with bank with Original maturity less than 3 months	2.56	1,967.60
Total cash & cash equivalents	**199.51**	**2,537.03**

As per our report of even date attached

FOR VORA & ASSOCIATES
CHARTERED ACCOUNTANTS
(ICAI FRNo.: 111612W)

RONAK A. RAMBHIA
Partner
(Membership No.: 140371)

Place:Mumbai
Date: 24th April, 2026

For and on behalf of the Board of Directors
Organic Recycling Systems Limited

Sarang Bhand
Managing Director
DIN : 01633419

Yashas Bhand
Whole-time Director and CEO
DIN : 07118419

Jigar Gudka
Chief Financial Officer

Seema Gawas
Company Secretary

Place: Navi Mumbai
Date: 24th April, 2026

Place: Navi Mumbai
Date: 24th April, 2026

Statement of Changes In Equity

for the year ended 31st March 2026

A) Equity share capital

Particulars	Equity shares of ₹10 each	
	Nos.	₹ Lakhs
As at 1 April 2024		
Equity shares of ₹10/- each	76,99,275	769.93
Share issued on account of share warrant	9,60,000	96.00
As at 31 March 2025	**86,59,275**	**865.93**
Changes during the year		
As at 31 March 2026	**86,59,275**	**865.93**

B) Other equity

(₹ in Lakhs)

Particulars	Reserves and surplus			Money received against share warrant	Total Other Equity
	Capital Redemption Reserve	Security premium account	Retained Earnings		
Balance as at 1 April 2024	**9.17**	**15,526.86**	**(981.05)**	**-**	**14,554.98**
Profit for the year	-	-	331.97	-	331.97
Addition during FY 24-25	-	-	-	3,808.35	3,808.35
Less: Shares issued on conversion of warrants	-		-	(96.00)	(96.00)
Premium on conversion of Share warrant	-	2,524.80	-	(2,524.80)	0.00
Balance as at 31 March 2025	**9.17**	**18,051.66**	**(649.08)**	**1,187.55**	**18,599.30**
Profit for the year	-	-	402.39	-	402.39
Add/(Less) Utilised for redemption of Preference Shares	-	-	-	(93.86)	(93.86)
Less: Premium on preference shares redeemed	-	(2,524.80)	-	-	(2,524.80)
Balance as at 31 March 2026	**9.17**	**15,526.86**	**(246.69)**	**1,093.69**	**16,383.03**

As per our report of even date attached

FOR VORA & ASSOCIATES
CHARTERED ACCOUNTANTS
(ICAI FRNo.: 111612W)

RONAK A. RAMBHIA
Partner
(Membership No.: 140371)

Place:Mumbai
Date: 24th April, 2026

For and on behalf of the Board of Directors
Organic Recycling Systems Limited

Sarang Bhand
Managing Director
DIN : 01633419

Yashas Bhand
Whole-time Director and CEO
DIN : 07118419

Jigar Gudka
Chief Financial Officer

Seema Gawas
Company Secretary

Place: Navi Mumbai
Date: 24th April, 2026

Place: Navi Mumbai
Date: 24th April, 2026

Notes to Standalone Financial Statements

for the year ended 31st March 2026

1. Corporate Information

Organic Recycling Systems Limited ("the Company") is a technology development company focused on pioneering solutions in the Municipal Solid Waste (MSW) space. The Company is engaged in the construction, development, and maintenance of waste-to-energy projects, particularly in the MSW sector, through various Special Purpose Vehicles ("SPVs"). Further, the Company has also commenced monetizing its technology by entering into EPC contracts with developers of MSW projects. In addition, the Company has expanded its business activities to include trading in industrial chemicals.

The Company was originally incorporated as a private limited company and was subsequently converted into a public limited company in September 2022. The equity shares of the Company are listed on the SME platform of the BSE Limited.

2. Basis of preparation

a) Statement of compliance with Ind AS

During the year, the Management has voluntarily adopted Indian Accounting Standards (IND AS) for fair value accounting. The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.

For all periods up to and including the year ended 31st March 2024, the Company had prepared its financial statements in accordance with the Accounting Standards notified under Section 133 of the Companies Act, 2013 read together with the Companies (Accounts) Rules 2014 (referred as "Indian GAAP").

These are the Company's first annual financial statements prepared complying in all material respects with the Ind AS notified under Section 133 of the Companies Act, 2013.

The Company has consistently applied the accounting policies used in the preparation of its opening Ind AS Balance Sheet at 1st April 2024 throughout all periods presented, as if these policies had always been in effect and are covered by Ind AS 101 "First-time adoption of Indian Accounting Standards''.

In accordance with Ind AS 101, "First time adoption of Indian Accounting Standard", the Company has presented three year figures for balance sheet, two years figures for statement of profit and loss, two years figures for statement of cash flows and two years figures for statement of changes in equity and related notes, including comparative information for all statements presented, in its first Ind AS financial statements. In future periods, Ind AS 1, 'Presentation of Financial Statements' requires two comparative periods to be presented for the balance sheet only in certain circumstances

The transition was carried out from Indian GAAP which is considered as the previous GAAP, as defined in Ind AS 101. The reconciliation of effects of the transition from Indian GAAP on the equity as at 1st April 2024 and 31st March 2025 and on the net profit for the year ended 31st March 2025 is disclosed in Annexure Balance sheet and Profit & Loss respectively.

b) Going concern

These financials are prepared on going concern basis on following basis:

i) Company has earned profit during the year

ii) The future business prospects – The Company is continuously looking at various avenues to shore up it's profits.

c) Functional and presentation of currency

The financial statements are prepared in Indian Rupees which is also the Company's functional currency. All amounts are rounded to the lakhs.

d) Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

Fair values, as applicable, have been determined for measurement and / or disclosure purpose using methods as prescribed in "Ind AS 113 Fair Value Measurement".

Fair Value Hierarchy

Notes to Standalone Financial Statements

Level I inputs are Quoted prices in active markets

Level II inputs are inputs other than quoted prices included with Level I that are observable for the asset or liability , either directly or indirectly.

e) **Use of significant accounting estimates, judgement and assumptions**

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires management to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosure of contingent liabilities as on the date of financial statements and reported amounts of income and expenses for the periods presented. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected.

Estimates and Assumptions

Key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are described as below. The estimates used in the preparation of the financial statements are prudent and reasonable. Difference between the actual results and estimates are recognised in the period in which the results are known/ materialized.

3. Significant Accounting Policies

a) **Presentation and disclosure of financial statement**

All assets and liabilities have been classified as current and non-current as per Company's normal operating cycle and other criteria set out in Schedule III of the Companies Act, 2013 for a company whose financial statements are made in compliance with the Companies (India Accounting Standards) Rules, 2015.

Based on the nature of products / services and time between acquisition of assets for processing / rendering of services and their realization in cash and cash equivalents, operating cycle is less than 12 months, however for the purpose of current/ non- current classification of assets and liabilities, period of 12 months have been considered as its normal operating cycle.

The Company presents assets and liabilities in the balance sheet based on current/non-current classification.

An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realized within twelve months after the reporting period, or
- Cash or cash equivalents unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

b) **Revenue recognition**

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government and discounts given to the customers. The Company has applied the guidelines mentioned in Ind AS 115 for Revenue Recognition.

Notes to Standalone Financial Statements

for the year ended 31st March 2026

Revenue from Construction Contract

a. For Engineering, Procurement and Construction ('EPC') and construction contracts, contract prices are either fixed or subject to price escalation clauses.

b. Revenues are recognised on a percentage of completion method measured on the basis of stage of completion which is as per joint surveys and work certified by the customers.

c. Profit is recognised in proportion to the value of work done (measured by the stage of completion) when the outcome of the contract can be estimated reliably. When the total contract cost is estimated to exceed total revenues from the contract, the loss is recognized immediately.

d. Amounts due in respect of price escalation claims and/ or variation in contract work are recognised as revenue only if the contract allows for such claims or variations and/or there is evidence that the customer has accepted it and are capable of being reliably measured.

Revenue from Supply Contracts-Sale of goods

Revenue from supply contract is recognized when the substantial risk and rewards of ownership is transferred to the buyer.

Service income

Service income is recognised on the basis of completion of service method.

Interest

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "other income" in the statement of profit and loss.

c) Retirement and other employee benefits

Short Term Employee Benefits:

Short term employee benefits expected to be paid in exchange for the services rendered by employees are recognised undiscounted during the period employee renders services.

Post-Employment Benefits:

Company's contribution for the period paid/payable to defined contribution retirement benefit schemes are charged to statement of Profit and Loss. Company's liability towards defined benefit plan viz. gratuity is determined using the Projected Unit Credit Method as per actuarial valuation carried out at the balance sheet date. The benefit is unfunded. Actuarial gains and losses for both defined benefit plans are recognized in full in the period in which they occur in the statement of profit and loss.

d) Property, Plant And Equipment

Property, plant and Equipment are stated at acquisition cost less accumulated depreciation and provision for impairment, if any. Cost comprises the purchase price and any attributable cost of bringing the assets to its working condition for its intended use.

e) Intangible Assets

Intangible assets are stated at cost less accumulated amortization and impairment losses, if any. The cost relating to Intangible assets acquired, including expenses towards bringing the asset to its working condition for its intended use.

f) Depreciation & Amortisation

Depreciation on Property, Plant & Equipment is provided on the written down value method at the calculated rates on the basis of the useful life specified in Part C and in the manner prescribed under Schedule II of the Companies Act, 2013, as under:

Property, Plant & Equipment	Useful Life
Office Equipments	5 Years
Furniture's & Fixtures	10 Years
Computers	3 Years
Vehicles	8 Years
Plant & Machinery	15 Years

During the year, depreciation is provided at 100% on the written down value of assets which have retired from active use.

Intangible assets in the nature of software's are amortised on a Straight Line Method over their useful lives of 3 years.

Internally generated intangible assets recognised during the year are amortised on a Straight Line Method over their estimated useful life of 10 years, in accordance with the requirements of the applicable accounting standards.

However, in respect of two specific intangible assets, based on technical evaluation and management's assessment of the future economic benefits, the

Notes to Standalone Financial Statements

for the year ended 31st March 2026

useful life has been estimated to be 20 years, and the amortisation is accordingly provided over such period on a Straight Line Method.

The Company has amortized the Technology Development cost over its estimated life over 10 years

The estimated useful lives of intangible assets and the amortisation period are reviewed at the end of each financial period and the amortization method is revised to reflect the changed pattern, if any.

g) Intangible Assets under Development

Intangible assets under development are stated at cost, net of accumulated impairment losses, if any. The cost comprises of salary cost and professional fees incurred in development of In-vessel composting, Activated Carbon to Mesh Membrane development for Water/ Gas purification application, Bio grinder, Sanjeevak Carbonisation System & emission control device.

h) Investments in equity instruments and other

The investment in Equity shares of Subsidiary and Associate companies are carried at cost.

There are no equity investments which are held for trading as on year end. The investments held for less than 12 months during the year are considered as held for trading and the gain / loss on sale / redemption is accounted through Profit & Loss.

The Quoted Shares are valued as per quoted value available on the stock Exchange on the last day of the year (Level I)

The unquoted Shares are valued as per Book value of the previous year as per the audited accounts of the Company (Level II)

Non-Current Investments includes Investment in Partnership Firm which is stated at Original Capital invested, Share of profit earned by the Firm and the interest earned on the Capital.

i) Inventories

Inventories comprising Trade stock and finished goods, are carried at the lower of cost and net realisable value and work-in-progress are valued at cost. Raw materials are valued at cost using weighted average menthod. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost of inventories comprise of all cost of purchase, cost of conversion and other cost incurred in bringing them to their respective present location and condition. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

j) 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 and tax laws prevailing in the respective tax jurisdictions where the Company operates. The tax rates and tax laws used to compute the amount are those that are enacted or substantively 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 income tax relating to items recognized directly in equity is recognized in equity and not in the statement of profit and loss.

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.

j) Income Taxes

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.

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.

Notes to Standalone Financial Statements

for the year ended 31st March 2026

k) Cash and cash equivalent

Cash and cash equivalents include cash in hand, bank balances, deposits with banks (other than on lien) and all short term and highly liquid investments that are readily convertible into known amounts of cash and are subject to an insignificant risk of changes in value.

For the purpose of cash flow statement, cash and cash equivalent as calculated above also includes outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

Bank Fixed Deposits having maturity of more than 3 months but less than 12 months have been classified as Other Bank Balances.

l) Impairment of Assets

At each Balance Sheet date, the company assesses as to whether there is any indication that an asset is impaired. If any such indication exists, the company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the Statement of Profit and Loss. If at the balance sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount. However, as per the assessment made by the company as on the balance sheet date, there is no such indication of any impairment of any asset during the year under report and therefore there is no effect of impairment loss in the financial statement for the year under report.

m) Borrowing Cost

Borrowing costs attributable to acquisition and construction of qualifying assets are capitalized as a part of the cost of such assets up to the date when such assets are ready for its intended use. Other borrowing costs are charged to the statement of Profit and Loss in the year in which they are incurred.

n) Cashflow statement

Cash flows are reported using the indirect method, where by net profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities are segregated.

o) Provisions, contingent liabilities, contingent assets

A provision is recognised when the Company has a present obligation (legal or constructive) as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. If the effect of time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risk specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources is remote, no provision or disclosure is made.

The Company does not recognize a contingent asset but discloses its existence in the financial statements if the inflow of economic benefits is probable. However, when the realization of income is virtually certain, then the related asset is no longer a contingent asset, but it is recognized as an asset.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each balance sheet date.

p) Earnings per share

Basic earnings per share are computed using the net profit for the year attributable to the shareholders' and weighted average number of shares outstanding during the year. The weighted average numbers of shares also includes fixed number of equity shares that are issuable on conversion of compulsorily convertible preference shares, debentures or any other instrument, from the date consideration is receivable (generally the date of their issue) of such instruments.

Diluted earnings per share is computed using the net profit for the year attributable to the shareholder' and weighted average number of equity and potential equity shares outstanding during the year including share options, convertible preference shares and debentures, except where the result would be anti-dilutive. Potential equity shares that are converted during the year are included in the calculation of diluted earnings

Notes to Standalone Financial Statements

for the year ended 31st March 2026

per share, from the beginning of the year or date of issuance of such potential equity shares, to the date of conversion.

q) Foreign currency transaction

Transactions in foreign currency are recorded at the exchange rate prevailing on the date of transaction. Net exchange gain or loss resulting in respect of foreign exchange transactions settled during the year is recognised in the statement of profit and loss. Foreign currency denominated monetary items at year end are translated at exchange rates as on the reporting date and the resulting net gain or loss is recognised in the statement of profit and loss. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction.

r) Leases

At contract inception, the Company assesses whether the contract contains a lease, i.e., if it conveys the right to control the use of an identified asset for a period in exchange for consideration.

As a lessee:

At commencement or modification, the Company allocates consideration to lease components based on relative stand-alone prices. For property leases, non-lease components are not separated and are treated as a single lease component.

The Company recognises a right-of-use (ROU) asset and lease liability at commencement. The ROU asset is measured at cost (including lease liability, payments made, initial direct costs, and restoration costs, less incentives) and depreciated on a straight-line basis over the lease term (or useful life if ownership transfers or a purchase option is exercised). It is also adjusted for impairment and remeasurements.

The lease liability is measured at the present value of unpaid lease payments, discounted using the interest rate implicit in the lease or the Company's incremental borrowing rate. Lease payments include fixed payments, variable payments linked to an index/rate, residual value guarantees, and payments related to purchase or extension options where reasonably certain.

The lease liability is subsequently measured at amortised cost and remeasured for changes in lease terms, payments, or estimates, with corresponding adjustments to the ROU asset or profit and loss.

Short-term leases and leases of low-value assets:

The Company has elected not to recognise right of-use assets and lease liabilities for leases of low value assets and short-term leases. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As a lessor:

Leases that do not transfer substantially all risks and rewards are classified as operating leases, with rental income recognised on a straight-line basis over the lease term.

Notes to Standalone Financial Statements

for the year ended 31st March 2026

4 Property, plant and equipment

(₹ in Lakhs)

Particulars	Property, Plant & Equipment					Total Property, Plant & Equipment	Intangible assets		Total Intangible assets
	Furnitures & Fixtures	Computers	Vehicles	Office Equipments	Plant and Machinery		Technology Development	Software	
Gross Block/ Book Value									
At April 1, 2024	18.64	14.53	57.15	13.53	25.25	129.09	68.68	4.04	72.72
Addition	1.21	13.61	-	11.29	1.51	27.62	671.52	16.60	688.12
Disposals	-	-	-	-	-	-	-	-	-
At March 31, 2025	**19.85**	**28.14**	**57.15**	**24.82**	**26.76**	**156.71**	**740.20**	**20.64**	**760.84**
Addition	4.66	2.78	-	2.07	3.84	13.35	-	0.29	0.29
Disposals	-	-	5.40	-	-	5.40	-	-	-
At March 31, 2026	**24.50**	**30.92**	**51.75**	**26.89**	**30.59**	**164.65**	**740.20**	**20.93**	**761.13**
Depreciation/Amortisation									
At April 1, 2024	4.40	10.17	38.47	8.63	2.10	63.77	61.18	3.33	64.51
Charge for the Year	3.76	7.40	5.79	3.50	4.39	24.83	52.13	1.51	53.64
Disposals	-	-	-	-	-	-	-	-	-
At March 31, 2025	**8.17**	**17.57**	**44.26**	**12.13**	**6.47**	**88.60**	**113.32**	**4.84**	**118.16**
Charge for the Year	3.67	7.03	2.79	6.07	4.13	23.69	52.13	5.81	57.95
Disposals	-	-	2.11	-	-	2.11	-	-	-
At March 31, 2026	**11.84**	**24.60**	**44.94**	**18.19**	**10.60**	**110.19**	**165.45**	**10.66**	**176.11**
Net Book Value									
At April 1, 2024	**14.24**	**4.36**	**18.68**	**4.90**	**23.15**	**65.32**	**7.50**	**0.71**	**8.21**
At March 31, 2025	**11.68**	**10.57**	**12.89**	**12.69**	**20.29**	**68.11**	**626.89**	**15.79**	**642.68**
At March 31, 2026	**12.66**	**6.32**	**6.81**	**8.70**	**20.00**	**54.47**	**574.75**	**10.27**	**585.02**

Notes to Standalone Financial Statements

for the year ended 31st March 2026

5 Capital work-in-progress

(₹ in Lakhs)

Particular	Amount
At April 1, 2024	
Addition	5.71
Disposals	-
At March 31, 2025	**5.71**
Addition	
Disposals	
At March 31, 2026	**5.71**
At April 1, 2024	**-**
At March 31, 2025	**5.71**
At March 31, 2026	**5.71**

Ageing schedule of Capital-work-in progress for FY 25-26:

(₹ in Lakhs)

Capital Work in Progress	Amount in Capital Work in Progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	more than 3 years	
Project in progress	-	5.71	-	-	**5.71**

There are no projects under capital-work-in progress, whose completion is overdue or has exceeded its cost compared to its original plan.

*The Capital Work-in-Progress (CWIP) commenced during the current financial year; accordingly, no comparative ageing schedule has been presented for the previous year.

6 Right of use assets

(₹ in Lakhs)

Particular	Land & Building	Total
At April 1, 2024	**109.54**	**109.54**
Addition	56.64	56.64
Depreciation	(46.00)	(46.00)
Derecognition	-	-
As at March 31, 2025	**120.18**	**120.18**
Addition		
Depreciation	(56.54)	(56.54)
Derecognition	-	-
As at March 31, 2026	**63.64**	**63.64**

Right of use assets related to leased properties that do not meet the defination of investment property are presented as property, plant and equipemnt.

Notes to Standalone Financial Statements

for the year ended 31st March 2026

7 Intangible assets under development

(₹ in Lakhs)

Particular	Amount
At April 1, 2024	**852.82**
Addition	180.85
Disposals	(671.52)
At March 31, 2025	**362.15**
Addition	164.53
Disposals	(28.87)
At March 31, 2026	**497.81**
Net Carrying Value	
At April 1, 2024	**852.82**
At March 31, 2025	**362.15**
At March 31, 2026	**497.81**

Intangible Assets under Development completion schedule FY 23-24:

(₹ in Lakhs)

Intangible Assets under Development	Amount in Intangible Assets under Development for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Project in progress	199.65	222.84	229.14	201.19	**852.82**

Intangible Assets under Development completion schedule for FY 24-25:

(₹ in Lakhs)

Intangible Assets under Development	Amount in Intangible Assets under Development for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Project in progress	180.85	69.88	111.42	-	**362.15**

Intangible Assets under Development completion schedule for FY 25-26:

(₹ in Lakhs)

Intangible Assets under Development	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 year	2-3 years	More than 3 years	
Project in progress	164.53	163.13	58.74	111.42	**497.81**

i. The cost amounting to ₹164.53 Lakhs comprises of salary cost (P.Y. Salary expenses of ₹180.85 Lakhs) incurred in the development of Activated Carbon to Mesh Membrane development for water /gas purification application, Micro Algae application for waste water treatment, Emission control device for Emission control application, Lithium Metal recovery from Industrial waste water, Biogenic CO2 Methanation Technology, MSW torrefaction, Biogenic CO2 To Mixed Alcohol (C1-C4) conversion, RDF/Biomass to renewable Dimethyl ether (r-DME), Paddy straw and other Agri-residue pretreatment using Bio- enzymatic Technologies, Bio methanation catalyst, Bio grinder, and AI-based Digester Health Monitoring/Prediction Software.

ii. There are no projects under Intangible assets under Development, whose completion is overdue or has exceeded its cost compared to its original plan.

Notes to Standalone Financial Statements

for the year ended 31st March 2026

8 Investments

(₹ in Lakhs)

Particular	Number of Shares March 31, 2026	Number of Shares March 31, 2025	Number of Shares April 1, 2024	Non-Current As at March 31, 2026	Non-Current As at March 31, 2025	Non-Current As at April 1, 2024
Investments - Unquoted (Valued At Cost)						
Investment in equity instrument						
I. Investment in Equity Shares of Subsidiaries :						
Solapur Bio-energy Systems Private Limited*#	1,54,00,000	1,54,00,000	1,54,00,000	6,220.00	6,220.00	6,220.00
Organic Waste (India) Private Limited**#	1,98,504	1,98,504	1,98,504	1,082.84	1,082.84	1,082.84
Pune urban Recyclers Private Limited#	10,000	10,000	10,000	1.00	1.00	1.00
Meerut Bioenergy Systems Private Limited#	10,000	10,000	10,000	1.00	1.00	1.00
II. Investment In Partnership Firm						
Industrial Associates				1,511.44	-	-
Share of Profit -99.99%						
Name of Partner						
Organic Recycling Systems Limited (99.99%)		-	-			
Rajesh C. Bansali (0.005%)		-	-			
Nitin Shah(0.005%)		-	-			
III. Investment in Equity Shares of Associate Company:						
Blue Planet Kannur Waste Solutions Private Limited	2,600	2,600	2,600	0.26	0.26	0.26
Blue Planet Palakkad Waste Solutions Private Limited	2,600	2,600	2,600	0.26	0.26	0.26
IV. Investment in Equity Shares of Other companies :						
Five Elements Environment Ventures Private Limited	1,000	1,000	1,000	0.10	0.10	0.10
				8,816.90	**7,305.46**	**7,305.46**
Investment in Preference Shares						
V. Investment in Preference shares of Subsidiaries :						
Solapur Bio-energy Systems Private Limited*	19,30,000	19,30,000	19,30,000	1,930.00	1,930.00	1,930.00
Organic Waste (India) Private Limited	22,379	22,379	22,379	312.00	312.00	312.00
				2,242.00	**2,242.00**	**2,242.00**
Total				**11,058.90**	**9,547.46**	**9,547.46**

Notes to Standalone Financial Statements

for the year ended 31st March 2026

Particular	Number of Shares March 31, 2026	Number of Shares March 31, 2025	Number of Shares April 1, 2024	Non-Current		
				As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Aggregate amount of						
Quoted Investments				-	-	-
Market value of Quoted Investments				-	-	-
Unquoted Investments				8,816.90	7,305.46	7,305.46

* 37,00,000 (P.Y. 37,00,000) fully paid up equity shares of Solapur Bio Energy System Private Limited and 14,80,000 (P.Y. 14,80,000) Redeemable Preference shares of Solapur Bio Energy System Private Limited are pledge with Bank for term loan taken by Solapur Bio Energy System Private Limited.

** Out of the total shares issued, 85,000 are partly paid up

Out of total shareholding, 1 share is held by nominee shareholder.

9 Loans

(₹ in Lakhs)

Particular	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Loans and advance to related parties	6,285.41	7,022.04	6,642.09
(Repayable as per agreement terms)			
Total	**6,285.41**	**7,022.04**	**6,642.09**

10 Other financial assets

(₹ in Lakhs)

Particular	Current			Non-Current		
	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Term Deposit with bank*	-	-	50.00	125.59	120.44	128.06
TDS Reimbursable from Bajaj Finance	0.18	0.15	0.08	-	-	-
Unbilled Receivables	345.00	-	-	-	-	-
Interest accrued but not due on term deposits	-	0.11	-	-	7.70	4.97
Total	**345.18**	**0.26**	**50.08**	**125.59**	**128.14**	**133.04**
Notes :						

* The term deposits are given to various customer as a performance guarantees.

11 Other Assets

(₹ in Lakhs)

Particulars	Current			Non-current		
	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Advances other than capital advance :						
i) Prepaid expenses	12.13	12.12	10.28	-	-	-
ii) Advance to Employees for Expenses	3.66	2.83	3.59	-	-	-
iii) Advance to vendors	222.95	268.37	26.01	-	-	-

Notes to Standalone Financial Statements

for the year ended 31st March 2026

Particulars	Current			Non-current		
	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
iv) Balance with Government Authorities-	-	-	25.43	-	1.29	1.29
v) Loan to Employees	1.03	0.52	1.03	-	-	-
vi) Security Deposits	13.17	12.89	55.00	17.70	20.70	14.30
vii) Earnest Money Deposit	-	-	-	12.00	42.11	65.60
viii) Other Receivables	-	-	-	35.88	-	-
Total	**252.94**	**296.72**	**121.35**	**65.58**	**64.10**	**83.51**

12 Inventories

(₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
(Valued at lower of cost and net realisable value)			
Raw materials	0.39	0.46	0.26
Work-in-progress	-	1.65	0.21
Trade stock	422.97	-	-
Finished goods	1.79	0.55	0.69
Total	**425.15**	**2.66**	**1.17**

13 Trade receivables

(₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Unsecured considered good	3,369.19	3,031.38	1,879.00
Doubtful	903.73	903.73	903.73
(-) Provision for doubtful debts	(903.73)	(903.73)	(903.73)
Total	**3,369.19**	**3,031.38**	**1,879.00**

Trade Receivables ageing schedule for March 31, 2026 :

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment					As at March 31, 2026
	Less than 6 months	6 Months- 1 Year	1-2 Years	2-3 Years	More than 3 years	
Undisputed Trade receivables- considered good	2,394.85	123.79	0.14	-	850.40	**3,369.19**
Undisputed Trade receivables- considered doubtful	-	-	-	-	-	**903.73**
Disputed Trade receivables- considered good	-	-	-	-	-	**-**
Disputed Trade receivables- considered doubtful	-	-	-	-	-	**-**
(-) Provision for doubtful debts	-	-	-	-	-	**(903.73)**
Total	**2,394.85**	**123.79**	**0.14**	**-**	**850.40**	**3,369.19**

Notes to Standalone Financial Statements

for the year ended 31st March 2026

Trade Receivables ageing schedule for March 31, 2025 :

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment					As at March 31, 2025
	Less than 6 months	6 Months-1 Year	1-2 Years	2-3 Years	More than 3 years	
Undisputed Trade receivables-considered good	1,508.25	66.72	17.78	95.70	1,342.93	**3,031.38**
Undisputed Trade receivables-considered doubtful	-	-	-	-	-	**903.73**
Disputed Trade receivables-considered good	-	-	-	-	-	**-**
Disputed Trade receivables-considered doubtful	-	-	-	-	-	**-**
(-) Provision for doubtful debts	-	-	-	-	-	**(903.73)**
	1,508.25	**66.72**	**17.78**	**95.70**	**1,342.93**	**3,031.38**

Trade Receivables ageing schedule for April 1, 2024 :

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment					As at April 1, 2024
	Less than 6 months	6 Months-1 Year	1-2 Years	2-3 Years	More than 3 years	
Undisputed Trade receivables-considered good	401.37	-	161.90	327.03	988.70	**1,879.00**
Undisputed Trade receivables-considered doubtful	-	-	-	-	-	**903.73**
Disputed Trade receivables-considered good	-	-	-	-	-	**-**
Disputed Trade receivables-considered doubtful	-	-	-	-	-	**-**
(-) Provision for doubtful debts	-	-	-	-	-	**(903.73)**
	401.37	**-**	**161.90**	**327.03**	**988.70**	**1,879.00**

The linked liabilities of ₹588.23 Cr has been netted with the specific trade receivables as per contractual arrangement with the parties, for the better presentation of financial statements.

The company is pursuing a contractual claim against the Municipal Corporation of Delhi ("MCD") arising from MCD's failure to honour payment obligations under contracts for the development of decentralised Waste-to-Energy plants in New Delhi. The Delhi High Court has already ruled in favour the company on a key interim issue, staying MCD's attempt to invoke performance bank guarantees on the ground that the invocation was not in accordance with the terms of the guarantee. The matter is presently in arbitration before a tribunal constituted by the Delhi High Court and presided over by a retired Judge of the High Court, with all witness examinations and cross-examinations now concluded by both sides. ORSL's final arguments have commenced before the tribunal, marking the last substantive phase of the proceedings before an award is delivered. The Company is confident in the strength of its legal position and expects a favourable resolution of this matter in the near term.

Notes to Standalone Financial Statements

for the year ended 31st March 2026

14 Cash and cash equivalents

(₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Cash and cash equivalents			
Cash on Hand	0.15	0.15	0.11
Balance with Banks			
- In current accounts	196.80	569.28	359.01
Term Deposit with bank with Original maturity less than 3 months	2.56	1,967.60	220.00
Total (A)	**199.51**	**2,537.03**	**579.12**

14A Other Bank Balance

(₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Balance with Bank as Unspent CSR Amount*	-	2.8	-
Balance in Bank- Escrow Account **	-	182.83	-
Term Deposit with bank with maturity less than 12 months	0.13	0.11	0.12
Total (B)	**0.13**	**185.74**	**0.12**
Total (A+B)	**199.64**	**2,722.77**	**579.24**

*Balance with bank as unspent CSR amount represents the amount earmarked and transferred to a separate bank account in compliance with Section 135 of the Companies Act, 2013, pending utilisation towards ongoing Corporate Social Responsibility (CSR) projects.

**Balance with bank in escrow account represents funds earmarked for the purpose of servicing obligations relating to share warrants.

15 Equity Shares Capital

(₹ in Lakhs)

Particulars	Number of Shares at March 31, 2026	As at March 31, 2026	Number of Shares at March 31, 2025	As at March 31, 2025	Number of Shares at April 1, 2024	As at April 1, 2024
Authorized capital						
Equity shares of ₹10/- each	2,00,40,000	2,004.00	2,00,40,000	2,004.00	2,00,40,000	2,004.00
0% Optionally convertible preference shares of ₹10/- each	3,00,000	30.00	3,00,000	30.00	3,00,000	30.00
0% Non-cumulative redeemable preference shares of ₹10/- each	1,60,000	16.00	1,60,000	16.00	1,60,000	16.00
Total		**2,050.00**		**2,050.00**		**2,050.00**
Issued, subscribed and fully paid up share capital						
Equity shares of ₹10/- each	86,59,275	865.93	86,59,275	865.93	76,99,275	769.93
Total issued, subscribed and fully paid-up share capital		**865.93**		**865.93**		**769.93**

Notes to Standalone Financial Statements

for the year ended 31st March 2026

(A) Equity Share Capital

Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting period:

Particulars	As at March 31, 2026		As at March 31, 2025		As at April 1, 2024	
	No. of Shares	₹ in Lakhs	No. of Shares	₹ in Lakhs	No. of Shares	₹ in Lakhs
At the beginning of the year	86,59,275	865.93	76,99,275	769.93	51,99,075	520
Add:	-	-	-	-	-	-
(i) Share issued on account of share warrant	-	-	9,60,000	96.00	-	-
(ii) Shares issued on account of Initial Public offer during the year	-	-	-	-	25,00,200	250
Less: Shares Bought Back during the year	-	-	-	-	-	-
Outstanding at the end of the year	**86,59,275**	**865.93**	**86,59,275**	**865.93**	**76,99,275**	**769.93**

Issue of Shares (Initial Public Offer)

The Company has completed the initial Public Offer (IPO) of fresh issue and allotment of 25,00,200 equity shares of ₹10 each at an issue price of ₹200 per share on September 28, 2023. The equity shares of the Company were listed on Bombay Stock Exchange (BSE) on SME Platform w.e.f. October 06, 2023. The issue comprised of fresh issue of 25,00,200 equity shares aggregating to ₹5,000.40 Lakhs.

Utilisation of IPO proceeds

The details of utilisation of proceeds of IPO, net of estimated IPO expenses of ₹202.00 Lakhs are as follows:

(₹ in Lakhs)

Particulars	Projected utilization of proceeds as per the offer document	For the year ended March 31, 2026	Projected utilization of proceeds as per the offer document	For the year ended March 31, 2025	Projected utilization of proceeds as per the offer document	As at April 1, 2024
Repayment of Debt	-	-	3,750.40	3,750.40	3,750.40	3,750.40
General Corporate Purpose	-	-	1,048.00	1,048.00	1,048.00	823.86
Total	**-**	**-**	**4,798.40**	**4,798.40**	**4,798.40**	**4,574.26**

Terms/Rights attached to equity shares

The Company has only one class of equity shares having a par value of ₹10/- per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts.

Notes to Standalone Financial Statements

for the year ended 31st March 2026

Details of Shareholders holding more than 5% Equity Shares

Name of shareholder	As at March 31, 2026		As at March 31, 2025		As at April 1, 2024	
	No. of shares held	% of Holding	No. of shares held	% of Holding	No. of shares held	% of Holding
Sarang Bhand	15,67,006	18.10%	15,67,006	18.10%	15,67,006	20.35%
Suhrud Patel	5,55,243	6.41%	5,69,643	6.58%	5,71,443	7.42%

As per the records of the company, including its register of shareholders/members and other declaration received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

Aggregate number of Equity shares issued as Bonus, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date:

- **Equity shares issued as pursuant to any contract for consideration other than cash**

  The Company allotted 41,25,000 equity shares as fully paid up bonus shares by capitalisation of profits transferred from Securities Premium, pursuant to the passing of an Ordinary Resolution by the Shareholder in Extra Ordinary General Meeting held in September 8, 2022 for bonus equity in the ratio of 300:1 [300 (Three Hundred) equity shares to be issued for every 1 (one) equity shares].

- **Equity shares bought back**

  The Company has not bought back any shares during the 5 preceding years.

Disclosure of Shareholding of Promoters

Disclosure of shareholding of Promoter as at March 31, 2026 is as follows:

Name of Promoter	As at March 31, 2026		As at March 31, 2025		As at April 1, 2024	
	No. of Shares	% of total shares	No. of Shares	% of total shares	No. of Shares	% of total shares
Sarang Bhand	15,67,006	18.10%	15,67,006	18.10%	15,67,006	20.35%

16 Other Equity

(₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Capital Redemption Reserve			
Balance as at the beginning of the year	9.17	9.17	9.17
Closing balance at the end of the year	**9.17**	**9.17**	**9.17**
Securities premium account			
Balance as at the beginning of the year	18,051.66	15,526.86	10,947.76
Add: Premium on Conversion of Compulsorily Convertible Debenture		-	-
Add: Premium on Issue of Equity Shares*	-	-	4,750.38
Add: Premium on conversion of Share warrant***	-	2,524.80	-
Less: Utilised on allotment of Bonus shares		-	-

Notes to Standalone Financial Statements

for the year ended 31st March 2026

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Less: Premium on preference shares redeemed	(2,524.80)	-	
Less: Share issue expenses**		-	(171.28)
Closing balance at the end of the year	**15,526.86**	**18,051.66**	**15,526.86**
Surplus in the Statement of Profit and Loss			
Balance as at the beginning of the year	(649.08)	(981.05)	(460.11)
Add: Profit for the period	402.39	331.97	314.56
Less: Transferred to Capital Redemption Reserve		-	-
Less: Impact of adoption of IND AS (Provision of doubtful debts)			(829.57)
Less: Impact of adoption of IND AS 116			(5.93)
Closing balance at the end of the year	**(246.69)**	**(649.08)**	**(981.05)**
Money received against Share Warrant			
Balance at the beginning of the year	1,187.55	-	-
Add: Money received during the year		3,808.35	-
Less: Shares issued on conversion of warrants		(96.00)	
Less: Converted into equity share capital	-	(2,524.80)	-
Less: Utilised for redemption of Preference Shares	(93.86)		
Closing balance	**1,093.69**	**1187.55**	**-**
Total other equity	**16,383.03**	**18,599.30**	**14,554.98**

*The Company has completed the initial Public Offer (IPO) of fresh issue and allotment of 25,00,200 equity shares of ₹10 each at an issue price of ₹200 per share on September 28, 2023. The equity shares of the Company were listed on Bombay Stock Exchange (BSE) on SME Platform w.e.f. October 06, 2023. The issue comprised of fresh issue of 25,00,200 equity shares aggregating to ₹5,000.40 Lakhs.

**The Company has incurred Share issue expenses of ₹155.83 Lakhs (P.Y. ₹15.45 Lakhs) (excluding taxes) in connection with its Initial Public Offer (IPO) of equity shares. These expenses have been adjusted against securities premium as permissible under Section 52 of the Companies Act, 2013.

"***In financial year 2024-25, the Company issued 27,00,000 convertible share warrants on December 26, 2024. Each warrant is convertible into one equity share of face value ₹10/- at an issue price of ₹273/- per warrant (including a premium of ₹263/- per share), in one or more tranches. The warrants are exercisable within a period of 18 months from the date of allotment, in compliance with applicable laws and regulations.

The issuance was approved by the shareholders at their meeting held on December 11, 2024, and all necessary regulatory filings have been duly completed.

In the first tranche, the Company received 25% of the issue price, aggregating to ₹1,842.75 lakhs, towards the 27,00,000 convertible warrants. Subsequently, the balance 75% of the consideration, amounting to ₹1,965.60 lakhs, was received in respect of 9,60,000 warrants on or before March 28, 2025.

Accordingly, on March 29, 2025, the Company converted and allotted 9,60,000 equity shares of face value ₹10/- each at an issue price of ₹273/- per share (including a premium of ₹263/- per share), resulting in a total consideration of ₹2,620.80 lakhs.

Notes to Standalone Financial Statements

for the year ended 31st March 2026

17 Borrowings

(₹ in Lakhs)

Particulars	Current			Non-current		
	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Subscribed, Issued and Paid up						
1,36,578 (PY 1,57,632) 0% Non-cumulative redeemable preference shares of ₹10/- each	-	-	-	13.66	15.76	15.76
	-	**-**	**-**	**13.66**	**15.76**	**15.76**
Secured :						
Term loans						
From Banks	203.28	3.58	3.34	8.17	12.02	15.60
Loans repayable on demand						
	203.28	**3.58**	**3.34**	**8.17**	**12.02**	**15.60**
Unsecured :						
From Financial Institutions	5.37	4.49	3.75	5.84	11.02	15.69
Inter-Corporate Deposit from others	-	-	-	2,826.23	2,495.23	2,622.73
Inter-Corporate Deposit from related party (Refer Note - 36)	-	-	-	436.77	443.62	443.62
From Director (Refer Note - 36)	-	-	-	11.60	11.85	21.18
	5.37	**4.49**	**3.75**	**3,280.44**	**2,961.90**	**3,103.22**
Total	**208.65**	**8.07**	**7.09**	**3,302.27**	**2,989.68**	**3,134.57**

0% Non-Cumulative Redeemable Preference Shares

Reconciliation of the 0% non-cumulative redeemable preference shares outstanding at the beginning and at the end of the reporting period:

Particulars	As at March 31, 2026		As at March 31, 2025		As at April 1, 2024	
	No. of Shares	₹ in Lakhs	No. of Shares	₹ in Lakhs	No. of Shares	₹ in Lakhs
At the beginning of the year	1,57,632	15.76	1,57,632	15.76	1,57,632	15.76
Add: Shares issued during the year					-	-
Less: Shares redeemed during the year	(21,054)	(2.11)				
Less: Shares Bought Back during the year					-	-
Outstanding at the end of the year	**1,36,578**	**13.66**	**1,57,632**	**15.76**	**1,57,632**	**15.76**

Terms/Rights attached to 0% non-cumulative redeemable preference shares

Preference shareholders shall be entitled to rights and privileges as are contained in the Preference Share Agreement dated September 16, 2013 and any subsequent addendums thereof subject to the Companies Act, 2013 and any subsequent re-enactments thereof.

Preference Shares are redeemable / transferable in accordance with the terms contained in the Preference Share Agreement dated September 16, 2013 and any subsequent addendums thereof. As per addendum dated September 08, 2022, the preference shares are redeemable on any date on or before March 31, 2029.

No dividend is payable on the preference shares of the Company.

Each of the shares shall be redeemed at price calculated based on annual return of 18% p.a. for the Redemption period.

Notes to Standalone Financial Statements

for the year ended 31st March 2026

Details of Shareholders holding more than 5% non-cumulative redeemable preference shares

Name of shareholder	As at March 31, 2026		As at March 31, 2025		As at April 1, 2024	
	No. of Shares	% of Holding	No. of Shares	% of Holding	No. of shares held	% of Holding
Manish Modi	47,862	35.04	68,916	43.72	68,916	43.72
Mahendra Modi	14,000	10.25	14,000	8.88	14,000	8.88
Rupal J Shah Trustee of J.P.S. Family Trust	12,000	8.79	12,000	7.61	12,000	7.61
Ami Modi	10,740	7.86	10,740	6.81	10,740	6.81
Milap C Shah	45,860	33.58	45,860	29.09	45,860	29.09
Sunil Equitrade Private Limited	4,846	3.55	4,846	3.07	4,846	3.07
AEGIS WAREHOUSING SERVICES PRIVATE LIMITED	1,270	0.93	1,270	0.81	1,270	0.81

Disclosure of Shareholding of Promoters

Disclosure of shareholding of Promoter as at March 31, 2026 is as follows:

Name of Promoter	As at March 31, 2026		As at March 31, 2025		As at April 1, 2024	
	No. of Shares	% of total shares	No. of Shares	% of total shares	No. of Shares	% of total shares
-	-	-	-	-		

Terms and Conditions of the Long term Borrowings : (₹ in Lakhs)

	Particulars	Terms of Repayment with interest	EMI
(i)	Car loan from HDFC Bank is secured by hypothetication of the vehicle financed by bank.	Repayable in 84 monthly instalment commencing from March 2022 along with interest at 7.10% p.a.	0.38
From Financial Institution :			
(ii)	Business loan from Bajaj Finance	Repayable in 84 monthly instalments. The first 26 instalments will only pay interest, while the remaining 58 instalments will pay both principal and interest. Principal repayment commences from May 2023 along with interest at 18% p.a.	0.58
Inter-Corporate Deposit			
(a)	Aegis Warehousing Services Private Limited	There is no specific repayment schedule for this long-term loan. However, as per the agreement executed, this loan will have to be repaid on or before March 31, 2028. During the FY 25-26, no interest has been charged based on the waiver letter provided by the lender.	-
(b)	La Fin Financial Services Private Limited	There is no specific repayment schedule for this long-term loan. However, as per the agreement executed, this loan will have to be repaid on or before March 31, 2028, which carries interest @ 0%.	-
(c)	Sunil Equitrade Private Limited	There is no specific repayment schedule for this long-term loan. However, as per the agreement executed, this loan will have to be repaid on or before March 31, 2028, which carries interest @ 0%.	-
(d)	Organic Waste (India) Private Limited	There is no specific repayment schedule for this long-term loan. However, as per the agreement executed, this loan will have to be repaid on or before March 31, 2028, which carries interest @ 0%.	-
From Director			
(a)	Sarang Bhand	There is no specific repayment schedule for this long-term loan. However, as per the agreement executed, this loan will have to be repaid after March 31, 2028, which carries interest @ 0%.	-

Notes to Standalone Financial Statements

for the year ended 31st March 2026

18 Lease Liabilities

(₹ in Lakhs)

Particulars	Current			Non-current		
	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Discounted lease liabilities	41.47	71.85	42.35	35.84	64.08	73.12
Total	**41.47**	**71.85**	**42.35**	**35.84**	**64.08**	**73.12**

19 Provisions

(₹ in Lakhs)

Particulars	Current			Non-current		
	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Provision for employee benefits						
Provision for gratuity (Note 37)	2.92	2.89	3.31	47.47	46.37	36.27
Provision for Leave Encashment (Note 38)	2.17	1.46	0.83	13.30	10.17	5.00
Provision for Income Tax	85.66	24.91	62.05	-	-	-
Total	**90.75**	**29.26**	**66.19**	**60.78**	**56.53**	**41.27**

20 Deferred Tax Liability

(₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Deferred tax liability			
Property, Plant and Equipment : Impact of difference between tax depreciation and depreciation/ amortization charged for the financial reporting	33.24	17.00	-
Disallowance of Expenditure under Section 43B			
Gross deferred tax liability (A)	**33.24**	**17.00**	**-**
Deferred tax assets			
Property, Plant and Equipment : Impact of difference between tax depreciation and depreciation/ amortization charged for the financial reporting			
Provision for employee benefit expenses	16.58	15.32	
On unabsorbed depreciation and business loss			
Gross deferred tax assets (B)	**16.58**	**15.32**	**-**
Net deferred tax liability (A-B)	**16.66**	**1.68**	**-**
Deferred Tax Assets to be extent recognised (refer note below)	**16.66**	**1.68**	**-**

According to the Accounting Standard IND AS-12, deferred tax assets should be recognised and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised.

Notes to Standalone Financial Statements

for the year ended 31st March 2026

21 Other liabilities

(₹ in Lakhs)

Particulars	Current			Non-current		
	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
a) Security Deposits	-	-	-	164.00	164.00	214.00
b) Employee benefits payable	63.88	52.01	46.45	-	-	-
c) Statutory dues payable	15.98	91.70	118.71	-	-	-
d) Expenses Payable	238.90	351.95	335.65	-	15.00	-
e) Balance with Government Authorities-	58.99	-	-		-	-
f) Payable to Industrial Associates	1,148.60	-	-	333.33	-	-
Total	**1,526.36**	**495.66**	**500.82**	**497.33**	**179.00**	**214.00**

22 Trade payables

(₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Total outstanding dues of micro enterprises and small enterprises (Refer ageing schedule below)	48.02	57.48	513.93
Total outstanding dues of creditors other than micro enterprises and small enterprises	256.93	595.54	177.63
Total	**304.95**	**653.03**	**691.57**

The details of amounts outstanding to Micro, Small and Medium Enterprises based on information available with the Company is as under:

(₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Principal amount due and remaining unpaid	48.02	57.48	513.93
Interest accrued and due on above and the unpaid interest	1.37	4.47	2.64
Interest paid	-	-	-
Payment made beyond the appointed day during the year	-	-	-
Interest due and payable for the period of delay	-	-	-
Interest accrued and remaining unpaid	1.37	4.47	2.64
Amount of further interest remaining due and payable in succeeding years	1.37	4.47	2.64
Total	**52.13**	**70.89**	**521.85**

Notes to Standalone Financial Statements

for the year ended 31st March 2026

Trade Payable ageing schedule for 31st March, 2026 :

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment					As at March 31, 2026
	Less than 6 Months	6 Months to 1 Year	1-2 years	2-3 Years	More than 3 years	
MSME	-	-	-	-	48.02	**48.02**
Others	241.23	4.40	5.80	5.50	-	**256.93**
Disputed dues- MSME	-	-	-	-	-	**-**
Disputed dues- Others	-	-	-	-	-	**-**
Total	**241.23**	**4.40**	**5.80**	**5.50**	**48.02**	**304.95**

Trade Payable ageing schedule for 31st March, 2025:

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment					-
	Less than 6 Months	6 Months to 1 Year	1-2 years	2-3 Years	More than 3 years	
MSME	3.96			53.53		**57.49**
Others	4.85	2.46		34.23	554.00	**595.54**
Disputed dues- MSME	-	-	-	-	-	**-**
Disputed dues- Others	-	-	-	-	-	**-**
Total	**8.81**	**2.46**	**-**	**87.76**	**554.00**	**653.03**

Trade Payable ageing schedule for 1st April, 2024:

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment					-
	Less than 6 Months	6 Months to 1 Year	1-2 years	2-3 Years	More than 3 years	
MSME			48.02		465.92	**513.94**
Others	177.63					**177.63**
Disputed dues- MSME	-	-	-	-	-	**-**
Disputed dues- Others	-	-	-	-	-	**-**
Total	**177.63**	**-**	**48.02**	**-**	**465.92**	**691.57**

23 Other Financial liabilities

(₹ in Lakhs)

Particulars	Current			Non-current		
	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Interest Accrued but not due on Term Loan	0.22	0.30	0.36	-	-	-
Total	**0.22**	**0.30**	**0.36**	**-**	**-**	**-**

Notes to Standalone Financial Statements

for the year ended 31st March 2026

24 Revenue from operations

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Sale of Products	3,022.84	1,109.73
Sale of Service	850.11	1,412.92
Freight discount	0.01	-
Commission	502.97	214.94
Total	**4,375.93**	**2,737.59**

Disclosure under Ind AS 115 - Revenue from contracts with Customers:

a) The Company is engaged in buisnesses in India, which in the context of Ind AS - 108 "Operating Segments is considereed to be its only Buisness Segment and thus no Geographic Segment is applicable.

b) The company's performance obligations are satisfied upon delivery and payments are generally due by 60 to 180days

c) There are no contract balances as on 31st March , 2026

d) Reconciliation of revenue from Contract with Customers with Contracted prices:

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from contract with customer as per the contract price	3,022.84	1,109.73
Adjustments made to contract price on account of:		
Sales return	-	-
Revenue from operations with customer	**3,022.84**	**1,109.73**
Sale of services	850.11	1,412.92
other operating revenue	502.98	214.94
Revenue from operations	**4,375.93**	**2,737.59**

e) Details of customers with whom revenue from transactions is more than 10 % of total revenue

(₹ in Lakhs)

Parrticulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Kranti Industries Limited	589.33	-
Pooja Overseas	766.12	-
B P Marketing	-	525.15
Kalyan Dombivali Municipal Corporation	-	784.76
Teeliv Healthcare India Private Limited	-	450.00

Notes to Standalone Financial Statements

for the year ended 31st March 2026

25 Other income

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest Income :		
- On Fixed Deposit	7.88	10.82
- On Income Tax Refund	-	1.12
Share of Profit from Partnership Firm	28.50	-
Sundry balance written back (Refer Note 43)	4.36	11.41
Total	**40.74**	**23.35**

26 Cost of material consumed

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Opening stock	0.46	0.26
Add: Purchase of Material	2.08	74.50
Less: Closing stock	0.39	0.46
Cost of Material consumed	**2.14**	**74.30**

27 Purchase of stock in trade

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Purchase of Traded Goods	3,176.02	939.29
Total	**3,176.02**	**939.29**

28 Change in inventories of finished goods and work in progress

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Stock in process		
Stock in process at the beginning of the year	1.65	0.21
Less : Stock in process at the end of the year	-	1.65
	1.65	(1.43)
Stock in Trade		
Stock in Trade at the beginning of the year	-	-
Less : Stock in Trade at the end of the year	422.97	-
	(422.97)	-
Finished Goods		
Finished goods at the beginning of the year	0.55	0.69
Less : Finished goods at the end of the year	1.79	0.55
	(1.24)	0.15
Total	**(422.56)**	**(1.29)**

Notes to Standalone Financial Statements

for the year ended 31st March 2026

29 Employee benefits expense

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Salaries, wages and bonus*	414.96	286.87
Contributions to provident and other funds	26.29	38.18
Leave Encashment	4.95	8.80
Staff welfare expenses	11.07	10.89
Total	**457.27**	**344.74**

* includes Director remuneration of ₹54 Lakhs (P.Y ₹42 Lakhs)

30 Finance costs

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest on loan	3.38	4.38
Interest on Bank	5.19	
Interest on lease liabilities	13.25	15.10
Other borrowing cost	6.06	1.10
Total	**27.88**	**20.58**

31 Depreciation and amortization expenses

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Depreciation on Property, Plant & Equipment	23.68	24.82
Depreciation of Right of use assets	56.33	46.00
Amortisation of Intangible assets	57.95	53.65
Total	**137.95**	**124.46**

32 Other expenses

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Bank charges	0.44	0.37
Bad debts and Balance written off (Refer Note 44)	-	1.23
Business promotion expenses	1.78	14.92
Brokerage & Commission	0.03	6.90
Communication cost	3.48	3.44
Director Sitting Fees	3.30	1.90
Electricity expenses	10.80	9.12
Internet expenses	1.18	3.11
Interest on MSME	1.37	1.83
Interest and penalties	-	0.00
Insurance charges	14.48	8.11
Labour charge	21.67	4.09

Notes to Standalone Financial Statements

for the year ended 31st March 2026

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Legal and professional charges	209.07	164.93
Labour Charges	4.70	266.98
Loss on sale of Assets	0.09	-
Lodging and Boarding expenses	12.23	18.48
Machinery rent	20.75	8.18
Miscellaneous expenses	44.81	187.09
Office expenses	15.30	14.16
Payment to auditor (Refer details below)	10.50	10.75
Rent	0.90	11.03
Repairs and Maintenance	13.86	1.19
Rates and taxes	58.82	21.34
Retention	3.55	
Recruitment expense	1.15	3.28
Stipend	0.79	2.25
Sponsership Expenses	5.50	-
Travelling and conveyance expenses	43.40	39.51
Testing charges	5.38	1.58
	509.33	**805.78**
Total	**509.33**	**805.78**
*** Payment to Auditors**		
As Auditors:		
Audit Fees	10.50	10.00
Other services		0.75
Total	**10.50**	**10.75**

33. Earning Per Share

Net profit attributable to equity shareholders and the weighted number of shares outstanding for basic and diluted earning per share are as summarised below:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Net profit for calculation of basic and diluted EPS (₹ in Lakhs) (A)	**402.39**	**331.97**
Weighted average number of equity shares for calculating basic EPS, Nominal value of Shares ₹10/- each (B)	86,59,275.00	77,04,535.00
Weighted average number of equity shares for calculating diluted EPS, Nominal value of Shares ₹10/- each (C)	1,03,99,275.00	84,02,015.00
Basic Earning per Share (A/B)	**4.65**	**4.31**
Diluted Earning per Share (A/C)	**3.87**	**3.95**

Notes to Standalone Financial Statements

for the year ended 31st March 2026

34. Contingent Liabilities & Commitments

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Contingent Liabilities		
Guarantees given by the Company for Term Loans taken by wholly owned subsidiary	2,844.00	2,844.00
Service tax order No. 15/VS/COMMR/RGD/2024-25 received for an amount of ₹169.00 Lakhs, interest at applicable rates under the Service Tax Act and penalty of ₹169.00 Lakhs, other late fees of ₹1.05 Lakhs by ORS for the contravention of provisions of Section 66B, Section 67 and Section 68 of the Finance Act,1994 read with rule 6 of Service Tax Rules, 1994. The demand pertains to alleged non-payment of service tax on taxable services rendered. The Company has filed its detailed submissions contesting the demand and, based on expert legal advice, believes that it has a strong case on merits. Accordingly, no provision has been made in the books of account in this regard.	339.04	339.04
Performance Bank Guarantee	101.79	101.79

Commitments

There are no capital commitment as on the reporting date.

35. Ratio Analysis

Particulars	Basis	As at March 31, 2026	As at March 31, 2025	Variance %
Current ratio	Current Assets Current Liabilites	2.11	4.81	-56%
Debt-Equity Ratio	Total Debt Shareholder's Equity	0.20	0.15	32%
Debt Service Coverage Ratio	Earnings available for debt service* Debt Service**	6.77	8.54	-21%
Return on Equity Ratio	Net Profit after Tax - Preference Dividend Average Shareholder's Equity	0.02	0.02	15%
Inventory turnover ratio	Cost of Goods Sold Average Inventory	12.88	528.69	-98%
Trade Receivables turnover ratio	Net Credit Sales Average Accounts Receivables	1.37	1.12	23%
Trade payables turnover ratio	Net Credit Purchases Average Trade Payables	5.75	1.51	282%
Net capital turnover ratio	Net Sales Average Working Capital	1.21	0.89	36%
Net profit ratio	Net Profit Net Sales	9%	12%	-24%
Return on Capital employed	Earning Before Interest and Tax Capital Employed***	3%	2%	27%
Return on investment	Interest on Investment Average Current Investments	0%	NA	0%

*Earning for debts Services = Net Profit Before Tax + Non Cash Operating Expenses + Interest + Other adjustment like loss on sale of property, plant and equipment etc.

**Debts Service = Interest + Principal Repayment

***Capital Employed = Tangible Net worth + Debts + Deferred Tax Liability

Notes to Standalone Financial Statements

Explanations for significant variation (i.e. change of 25% or more as compared to FY 2024-25) in ratios:

(a) Current ratio: The ratio declined primarily due to amount payable to Industrial Associates arising from Company's acquistion of stake in Industrial Associates.

(b) Debt-Equity Ratio: The ratio increased due to additional borrowing taken by the company during the year to meet its expanded working working capital requirements and repayment of redeemable preference share capital

(c) Inventory Turnover Ratio: The ratio reduced by 97.56% due to increase in closing inventory compared to previous year

(d) Trade Payables turnover Ratio: The ratio increased primarily due to higher net purchases during the year and a reduction in closing trade payables resulting from settlement of vendor dues

(e) Net Capital Turnover Ratio: The ratio increased by 35.54% due to increase in revenue from operations compared to the previous year.

(f) Return on Capital Employed : The ratio increased as a result of enhanced profitability and better returns generated from capital employed.

36. Related party disclosures

Names of related parties and related party relationship

Related parties under IND AS 24

Key Management Personnel	**Sarang S. Bhand (Managing Director)**
	Yashas Bhand (Director and Chief Executive Officer)
	Janaki Sarang Bhand (Non- Executive Director)
	Jigar Gudka (Chief Financial Officer)
	Seema Gawas (Company Secretary w.e.f. November 8, 2023)
	Amit Karia (Independent Director)
	Rakesh Mehra (Independent Director)
Relatives of Key Management Personnel	Suhas Bhand (Relative of Director)
Subsidiaries	Solapur Bioenergy Systems Private Limited
	Organic Waste (India) Private Limited
	Pune Urban Recyclers Private Limited
	Meerut Bioenergy Systems Private Limited
Partnership Firm	Industrial Associates
Associates	Blue Planet Kannur Waste Solutions Private Limited
	Blue Planet Palakkad Waste Solutions Private Limited
Entities in which Key Management Personnel exercise significant influence	Blue Planet Biofuels Private Limited (Formerly known as "Blue Planet Yasasu Solutions Private Limited")*
	Blue Planet Yasasu Process Engineers Private Limited*
	Five Elements Environment Ventures Private Limited
	Five Elements Research Foundation

* Ceased to be a related party w.e.f. July 14, 2023

Notes to Standalone Financial Statements

for the year ended 31st March 2026

i) Related Party transactions (including provisions and accruals)

(₹ in Lakhs)

Name of Related Party	Relationship	Nature of Transaction	For the year ended March 31, 2026	For the year ended March 31, 2025
Sarang Bhand	Director	Director Remuneration	42.00	42.00
		Loan repaid	0.25	9.33
Yashas Bhand	Director	Director Remuneration	24.00	24.00
Janaki Sarang Bhand	Director	Sitting Fees	0.30	0.10
Suhas Bhand	Relative of Director	Consultancy Charges	30.00	30.00
Amit Karia	Independent Director	Sitting Fees	0.60	0.30
Rakesh Mehra	Independent Director	Sitting Fees	2.50	1.50
Solapur Bioenergy Systems Private Limited	Subsidiary Company	Loan Given	1,104.94	1,050.59
		Loan received back	1,854.00	680.72
		Sale of Products	3.61	8.02
Organic Waste (India) Private Limited	Subsidiary Company	Loan repaid	6.92	-
		Loan received back	0.07	-
Pune Urban Recyclers Private Limited	Subsidiary Company	Loan Given	8.31	1.61
Meerut Bioenergy Systems Private Limited	Subsidiary Company	Loan Given	4.12	8.17
Investment in Industrial Associates(Partnship Firm)	Investment in Partnership Firm (99.99%)	Investment	1.00	-
Five Elements Environment Ventures Private Limited	Entities in which Key Management Personnel exercise significant influence	Loan Given	-	0.30
		Advance received	-	2.32
Jigar Gudka	Chief Financial officer	Salary	38.46	34.16
Seema Gawas	Company Secretary	Salary	6.98	5.78

ii) Closing Balances of Related Parties (including provisions and accruals)

(₹ in Lakhs)

Name of Related Party	Relationship	Nature of Transaction	For the year ended March 31, 2026	For the year ended March 31, 2025
Sarang Bhand	Director	Director Remuneration payable	2.67	2.68
		Loan payable	11.60	11.85
Yashas Bhand	Director	Director Remuneration payable	1.75	1.72
		Expenses payable	0.64	-
Janaki Sarang Bhand	Non-Executive Director	Director Sitting Fees Payable	-	0.10

Notes to Standalone Financial Statements

for the year ended 31st March 2026

Name of Related Party	Relationship	Nature of Transaction	For the year ended March 31, 2026	For the year ended March 31, 2025
Suhas Bhand	Relatives of Key Management Personnel	Consultancy Charges Payable	2.25	2.25
Rakesh Mehra	Independent Director	Sitting Fees	-	0.45
Amit Karia	Independent Director	Sitting Fees	-	0.30
Solapur Bioenergy Systems Private Limited	Subsidiary	Loan Receivable	5,988.81	6,737.87
		Investment in Equity Shares	6,220.00	6,220.00
		Corporate gurantee given for term loan facility	2,844.00	2,844.00
		Investment in Preference Shares	1,930.00	1,930.00
Organic Waste (India) Private Limited	Subsidiary	Loan payable	436.77	443.62
		Investment in Equity Shares	1,082.84	1,082.84
		Investment in Optionally convertible Preference Shares	312.00	312.00
Pune Urban Recyclers Private Limited	Subsidiary	Loan Receivable	238.95	230.64
		Investment in Equity Shares	1.00	1.00
Meerut Bioenergy Systems Private Limited	Subsidiary	Loan Receivable	52.09	47.97
		Investment in Equity Shares	1.00	1.00
Five Elements Environment Ventures Private Limited	Entity in which Key Management Personnel exercise significant influence	Loan receivable	5.56	5.56
		Investment in Equity Shares	0.10	0.10
Blue Planet Palakkad Waste Solution Private Limited	Associate Company	Investment in Equity Shares	0.26	0.26
Blue Planet Kannur Waste Solution Private Limited	Associate Company	Investment in Equity Shares	0.26	0.26
Jigar Gudka	Chief Financial officer	Salary payable	3.20	1.17
Seema Gawas	Key Management Personnel - Company Secretary	Salary payable	0.58	0.46
Industrial Associates	Entity in which company exercise significant influence.	Investment in Partnership Firm	1,511.44	-
Industrial Associates	Entity in which company exercise significant influence.	Payable	1,481.94	-

Notes to Standalone Financial Statements

for the year ended 31st March 2026

37. Gratuity (Unfunded)

The following tables summarize the components of net benefit expense recognized in the statement of profit and loss and the unfunded status and amounts recognized in the balance sheet for the respective plans.

a. Statement of Profit and Loss

Net employee benefit expense recognized in the employee cost

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Service cost	7.41	5.40
Net Interest Cost	3.42	0.58
Past Service Cost	0.86	-
Remeasurment	-	2.82
Net benefit expense	11.69	8.80

b. Balance Sheet

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Net Defined Benefit Liability	50.39	49.25

c. Reconciliation of Net Liability

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Present Value of funded defined benefit obligation (i)	50.39	49.25
Fair Value of Plan Assets(ii)		
Net Benefit Liability	**50.39**	**49.25**

c (i) . Reconciliation of defined benefit obligation

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Opening Defined Benefit Obligation	49.25	39.57
Transfer in / (out) obligation	-	-
Current Service Cost	7.41	5.23
Interest cost on benefit obligation	3.42	2.85
Actuarial Loss / (Gain)	2.91	19.22
Past Service Cost	0.86	-
Benefits paid	(13.46)	(17.62)
Present Value of Defined Benefit Obligation	**50.39**	**49.25**

Notes to Standalone Financial Statements

for the year ended 31st March 2026

c (ii) . Reconciliation of plan assets

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Opening Value of Plan Assets	-	-
Transfer in / (out) plan assets	-	-
Expected Return	-	-
Actuarial Gain / (Loss)	-	-
Contributions by employer	-	-
Benefits paid	-	-
Fair Value of Plan Assets	**-**	-

d. Bifurcation of Current - Non Current Liability

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Current Liability	2.92	2.89
Non Current Liability	47.47	46.37
Total	**50.39**	**49.26**

e. Composition of Plan Assets

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Policy of Insurance	0.00%	0.00%
Total	**0.00%**	**0.00%**

f. Principal Assumptions for determining Gratuity Plan

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Discount Rate	7.33%	6.68%
Rate of Salary Increase	5.00%	5.00%
Attrition rate		
For service 4 years and below	15% p.a	15% p.a
For service 5 years and above	5% p.a	5% p.a
Mortality Rate During Employment	Indian assuared lives Mortality 2012-14(Ultimate)	Indian assuared lives Mortality 2012-14(Ultimate)
Mortality Rate After Employment	N.A	N.A

The discount rate is based on the prevailing market yields of Government Securities as at the balance sheet date for the estimated terms of the obligations.

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors such as supply and demand factors in the employment market.

Notes to Standalone Financial Statements

for the year ended 31st March 2026

38. Leave Encashment (Unfunded)

The following tables summarize the components of net benefit expense recognized in the statement of profit and loss and the unfunded status and amounts recognized in the balance sheet for the respective plans.

a. Statement of Profit and Loss

Net employee benefit expense recognized in the employee cost

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Current service cost	5.54	5.40
Interest on Obligation	0.91	0.58
	0.04	-
Net Actuarial Loss / (Gain)	(1.54)	2.82
Net benefit expense	**4.95**	**8.80**

b. Balance Sheet

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Net Defined Benefit Liability	15.48	11.63

c. Reconciliation of Net Liability

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Present Value of defined benefit obligation (i)	15.48	11.63
Fair Value of Plan Assets		
Net Benefit Liability	**15.48**	**11.63**

c (i) . Reconciliation of defined benefit obligation

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Opening Defined Benefit Obligation	11.63	5.82
Transfer in / (out) obligation	-	-
Current Service Cost	5.55	5.40
Interest on Obligation	0.91	0.58
Net Actuarial Loss / (Gain)	(1.54)	2.82
Benefits Paid	(1.10)	(3.00)
Past Service cost	0.03	
Present Value of Defined Benefit Obligation	**15.48**	**11.62**

Notes to Standalone Financial Statements

for the year ended 31st March 2026

d. Bifurcation of Current - Non Current Liability

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Current Liability	2.17	1.46
Non Current Liability	13.30	10.17
Total	**15.47**	**11.63**

e. Principal Assumptions for determining Leave Encashment

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Discount Rate	7.33%	6.68%
Salary Growth Rate	5.00%	5.00%
Withdrawal Rates		
For service 4 years and below	15.00%	15.00%
For service 5 years and above	5.00%	5.00%
Mortality Rate During Employment	Indian assured lives Mortality 2012-14(Ultimate)	Indian assured lives Mortality 2012-14(Ultimate)
Leave Availment Rate	1.00%	1.00%
Retirement Age	60 Years	60 Years

The discount rate is based on the prevailing market yields of Government Securities as at the balance sheet date for the estimated terms of the obligations.

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors such as supply and demand factors in the employment market.

39. Earning in Foreign Currency

There were no foreign currency earnings during the year (P.Y. Nil)

40. Segment Reporting

The Company is operating in the single segment and hence provision relating to the Segment Reporting as per IND AS-108 "Segment Reporting" is not applicable.

41. Audit Trail

The Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software.

42. Other Disclosures

1. The Company does not have any Benami property, where any proceeding has been initiated or pending against the company for holding any Benami property under Benami Transactions (Prohibition) Act, 1988 (45of 1988).

2. The Company does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

Notes to Standalone Financial Statements

for the year ended 31st March 2026

3. The Company does not have any charges or satisfaction yet to be registered with ROC beyond the statutory period.

4. The Company do not have any transactions with Crypto Currency or Virtual Currency where the Company has traded or invested in Crypto Currency or Virtual Currency during the year.

5. The Company has not advanced or loaned or invested funds to any other persons or entities, including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

   (a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

   (b) Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

6. The Company has not received any fund from any persons or entities, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

   (a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

   (b) Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

7. The Company does not have any 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.

8. During the year, the Company is not declared a wilful defaulter by any bank or financial Institution or other lender.

43. Write Back of Liabilities

The Company has written back following balances because they are outstanding since long period and not payable :

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Trade Payable	-	11.41
Sundry liabilties Write back	4.36	-
Total	**4.36**	**11.41**

44. Bad debts and sundry balance written off

The Company has written off following balances because they are outstanding since long period and not recoverable :

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Trade Receivable	-	1.23
Total	**-**	**1.23**

45. In the opinion of the Board, the provision for all the known liabilities is adequate and not in excess of the amount reasonably necessary. Further, all assets other than fixed assets and non current investments, have a realisable value in the ordinary course of business which is not different from the amount at which it is stated.

Notes to Standalone Financial Statements

for the year ended 31st March 2026

46. Corporate Social Responsibility (CSR)

The provisions of Section 135 of the Companies Act, 2013, relating to CSR are not applicable to the Company for the financial year 2025-26, since the Company did not meet the thresholds prescribed under Section 135(1). The reporting of unspent CSR amount amounting to ₹6.30 Lakhs, for FY 2023-2024, which was transferred to Unspent CSR Account towards ongoing project of construction of Old Age Home and Hostel for persons with disability, as under:

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Opening Balance of Unspent CSR Account	2.80	6.30
Expenditure incurred from Unspent CSR Account for aforesaid ongoing project	2.80	3.50
Amount remaining Unspent CSR Account	-	2.80

47. Previous year figure

Previous year's figures have been regrouped where necessary to confirm to current year's classification.

As per our report of even date

FOR VORA & ASSOCIATES
CHARTERED ACCOUNTANTS
(ICAI FRNo.: 111612W)

RONAK A. RAMBHIA
Partner
(Membership No.: 140371)

Place:Mumbai
Date: 24th April, 2026

For and on behalf of the Board of Directors
Organic Recycling Systems Limited

Sarang Bhand
Managing Director
DIN : 01633419

Yashas Bhand
Whole-time Director and CEO
DIN : 07118419

Jigar Gudka
Chief Financial Officer

Seema Gawas
Company Secretary

Place: Navi Mumbai
Date: 24th April, 2026

Place: Navi Mumbai
Date: 24th April, 2026

Annexure Balance sheet

(₹ in Lakhs)

Particulars	Reconcilliation as on March 31, 2025			Reconcilliation as on April 1, 2024		
	Balance As per IGAAP	IND AS adjustments	Balance As per IND AS	Balance As per IGAAP	IND AS adjustments	Balance As per IND AS
Assets						
Non-current assets						
Property, plant and equipment	68.11	-	68.11	65.32	-	65.32
Capital work-in-progress	5.71	0.00	5.71	-	-	-
Right of use assets		(120.18)	120.18		(109.54)	109.54
Other intangible assets	642.68	-	642.68	8.21	-	8.21
Intangible assets under development	362.15	-	362.15	852.82	-	852.82
Financial assets	-	-		-	-	
(i) Investments	9,547.46	-	9,547.46	9,547.46	-	9,547.46
(ii) Loans	7,022.04	-	7,022.04	6,642.09	0.00	6,642.09
(iii) Other finanacial assets	128.14	-	128.14	133.04	0.00	133.04
Deferred Tax Assets	-	-		23.44	-	23.44
Other non-current assets	114.10	50.00	64.10	133.51	50.00	83.51
	17,890.39	**(70.18)**	**17,960.57**	**17,405.88**	**(59.54)**	**17,465.42**
Current assets						
Inventories	2.66	-	2.66	1.17	-	1.17
Financial assets	-	-		-	-	
(i) Trade receivables	3,860.95	829.57	3,031.38	2,708.57	829.57	1,879.00
(ii) Cash and cash equivalents	2,537.03	-	2,537.03	579.12	-	579.12
(iii) Bank balances other than (ii) above	185.74	-	185.74	0.12	-	0.12
(iv) Other financial assets	0.26	-	0.26	50.05	(0.03)	50.08
Other current assets	296.72	-	296.72	121.35	-	121.35
	6,883.36	**829.57**	**6,053.79**	**3,460.37**	**829.54**	**2,630.83**
Total	**24,773.75**	**759.39**	**24,014.36**	**20,866.27**	**770.01**	**20,096.24**
Equity and liabilities						
Equity						
Equity Shares Capital	881.69	15.76	865.93	785.69	15.76	769.93
Other Equity	19,444.61	845.31	18,599.30	15,390.48	835.50	14,554.98
Total Equity	**20,326.30**	**861.07**	**19,465.23**	**16,176.17**	**851.26**	**15,324.91**
Liabilities						
Non-current liabilities						
Financial liabilities						
(i) Borrowings	2,973.92	(15.76)	2,989.68	3,118.82	(15.75)	3,134.58
(ii) Lease Liabilities		(64.08)	64.08		(73.12)	73.12
Provisions	56.53	-	56.53	41.27	-	41.27
Deffered tax liability (Net)	1.68	-	1.68	-	-	-
Other Non-current liabilities	351.33	172.33	179.00	264.00	50.00	214.00
	3,383.47	**92.50**	**3,290.97**	**3,424.11**	**(38.86)**	**(3,462.96)**

(₹ in Lakhs)

Particulars	Reconcilliation as on March 31, 2025			Reconcilliation as on April 1, 2024		
	Balance As per IGAAP	IND AS adjustments	Balance As per IND AS	Balance As per IGAAP	IND AS adjustments	Balance As per IND AS
Current Liabilities						
Financial liabilities						
(i) Borrowings	8.07	-	8.07	7.09	-	7.09
(ii) Lease Liabilities	-	(71.85)	71.85	-	(42.35)	42.35
(iii) Trade payables						
Total outstanding dues of micro enterprises and small enterprises	57.48	-	57.48	513.93	-	513.93
Total outstanding dues of creditors other than micro enterprises and small enterprises	473.21	(122.33)	595.54	177.63	-	177.63
(iv) Other financial liabilities	0.30	-	0.30	0.36	-	0.36
Provisions	29.26	-	29.26	66.16	(0.03)	66.19
Other current liabilities	495.66	-	495.66	500.82	-	500.82
	1,063.99	**(194.18)**	**1,258.17**	**1,265.99**	**(42.38)**	**1,308.37**
Total	**24,773.75**	**759.39**	**24,014.36**	**20,866.27**	**770.02**	**20,096.24**

Annexure Profit & Loss

(₹ in Lakhs except earning per share)

Particulars	Reconciliation of Profit & loss for the year ended March 31, 2025		
	Balance As per IGAAP	IND AS adjustments	Balance As per IND AS
Income			
Revenue from operations	2,737.59	-	2,737.59
Other income	23.35	-	23.35
Total Income (i)	**2,760.94**	**-**	**2,760.94**
Expenses			
Cost of Material consumed	74.30	-	74.30
Purchase of Stock in trade	939.29	-	939.29
Change in inventories of finished goods and work in progress	(1.29)	-	(1.29)
Employee benefits expense	344.74	-	344.74
Finance costs	5.48	(15.10)	20.58
Depreciation and amortization expenses	78.46	(46.00)	124.46
Other expenses	857.07	51.29	805.78
Total expenses (ii)	**2,298.06**	**- 9.80**	**2,307.87**
Profit before exceptional and extraordinary item and tax (iii = i-ii)	**462.88**	**9.80**	**453.07**
Exceptional items (iv)	-	-	-
Profit before Extraordinary item and tax (v = iii-iv)	462.88	9.80	453.07
Extraordinary Items (vi)	-	-	-
Profit before Tax (vii = v-vi)	462.88	9.80	453.07
Tax Expenses (viii)			
Current tax	92.86	-	92.86

(₹ in Lakhs)

Particulars	Reconciliation of Profit & loss for the year ended March 31, 2025		
	Balance As per IGAAP	IND AS adjustments	Balance As per IND AS
Deferred tax	25.12	-	25.12
Short/(Excess) provision of tax of earlier years	3.13	-	3.13
Total tax expenses	**121.10**	**-**	**121.10**
Profit for the year (ix = vii-viii)	341.77	9.80	331.97
Other Comprehensive Income (x)	-	-	-
Total Comprehensive Income (xi = ix + x)	**341.77**	**9.80**	**331.97**
Earnings per equity share (in INR) [nominal value of INR 10 per share (March 31, 2025 - INR 10 per share)]			
Basic	4.44	0.13	4.31
Diluted	4.07	0.12	3.95

INDEPENDENT AUDITORS' REPORT

To,
The Member,
Organic Recycling Systems Limited

Report on the Audit of the Consolidated Ind AS Financial Statements

Opinion

We have audited the accompanying Consolidated Ind AS Financial Statements of ORGANIC RECYCLING SYSTEMS LIMITED (hereinafter referred to as 'the Holding Company'), its Subsidiaries, Associate and Partnership firm (collectively referred to as 'the Group'), which comprise the Consolidated Balance Sheet as at 31 March 2026, the Consolidated Statement of Profit and Loss including other comprehensive income, the Consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information (herein after referred to as "Consolidated Ind AS Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated Ind AS Financial Statements, give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Ind AS, of the state of affairs of the Group as at 31st March, 2026, and its consolidated financial performance including other comprehensive income, consolidated changes in equity and its consolidated cash flows for the year ended on that date.

Basis for Opinion

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

Management's Responsibility for the Consolidated Ind AS Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Consolidated Ind AS Financial Statements that give a true and fair view of the Consolidated financial position, Consolidated financial performance, and Consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Ind AS specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group 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 Consolidated Ind AS Financial Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Consolidated Ind AS Financial Statements, the respective management of the Companies included in the Group are responsible for assessing the ability of the Group 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 Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the Companies included in the Group are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibility

Our objectives are to obtain reasonable assurance about whether the Consolidated Ind AS Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Consolidated Ind AS Financial Statements. As part of an audit in accordance with SA's, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Consolidated Ind AS 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 Companies Act, 2013, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- 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 Consolidated Ind AS 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 Consolidated Ind AS Financial Statements, including the disclosures, and whether the Consolidated Ind AS Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Consolidated Ind AS 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 Consolidated Ind AS 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.

OTHER MATTERS

The accompanying Consolidated Ind AS Financial Statements include total assets of Rs. 150.56 crores as at March 31, 2026, total revenues Rs. 61.83 crores and net cash inflows amounting to Rs 0.82 crores for the year ended March 31, 2026 in respect of subsidiaries which has been audited by another auditor.

The accompanying Consolidated Ind AS Financial Statements doesn't include Share of Net Profit, Other Comprehensive incomes & appropriations for the year ended March 31, 2026 in respect of 2 associate companies as the same was unaudited by another Auditors.

These Ind AS Financial Statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the Consolidated Ind AS Financial Statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and associates, and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, associates and partnership firm are based solely on the reports of the other auditors. Our opinion is not qualified in respect of this matter.

Report on other Legal and Regulatory Requirements

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

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

   b) In our opinion proper books of account as required by law have been kept by the Group so far as appears from our examination of those books and the report of the other auditors;

   c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, Consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the books of account;

d) In our opinion, the aforesaid Consolidated Ind AS Financial Statements comply with the Ind AS specified under Section 133 of the Act read with the relevant rule issued thereunder;

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

f) With respect to the adequacy of the internal financial controls over financial reporting of the Holding Company and its subsidiary companies and its associate companies and its partnership firm and the operative effectiveness of such controls, refer to our separate report in Note 40 to this Report.

g) 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) Rule, 2014, in our opinion and to the best of our information and according to the explanation given to us:

   i. The Consolidated financial statements disclose the impact of pending litigations on its Consolidated financial position of the Group – Refer Note 34 to the Consolidated financial statement.

   ii. The Group did not have any material foreseeable losses on long-term contracts including derivative contracts.

   iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiary companies and its associate companies incorporated in India.

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

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

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

   v. According to the information and explanation given to us, the company has not paid/ declared any Dividend during the year. Hence the provision of section 123 of the Act is not applicable to the company.

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

With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/ "CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, in respect of the group companies, we report that there are no qualifications or adverse remarks in the CARO reports.

For **VORA & ASSOCIATES**
CHARTERED ACCOUNTANTS
(ICAI Firm Reg. No.: 111612W)

RONAK A. RAMBHIA
PARTNER
(Membership No. 140371)
UDIN: 26140371BMWBAJ3029

PLACE: MUMBAI
DATED: APRIL 24,2026

Consolidated Balance Sheet

as at March 31, 2026

(₹ in Lakhs)

Particulars	Notes	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Assets				
Non-current assets				
Property, Plant & Equipment	4	4,639.17	5,066.90	5,448.43
Capital Work in Progress	5	2,751.25	1,236.06	393.04
Right of use assets	6	63.64	120.18	109.54
Other Intangible assets	4	1,798.23	901.74	8.46
Intangible assets under development	7	737.33	556.99	1,280.56
Financial Asset				
(i) Investments	8	0.10	0.10	0.10
(ii) Long-term loans and advances	9	5.41	5.56	5.26
(iii) Other financial assets	10	163.96	133.14	138.77
Deferred Tax Assets (Net)	11	919.17	933.83	959.27
Other Non-current assets	12	127.52	85.63	103.94
		11,205.78	**9,040.14**	**8,447.36**
Current assets				
Inventories	13	970.23	366.23	116.67
Financial Asset				
(i) Trade receivables	14	6,969.47	5,062.36	1,966.09
(ii) Cash and cash equivalents	15	285.28	2,539.97	819.31
(iii) Bank balance other than (ii) above	15A	0.13	185.74	0.12
(iv) Other financial assets	10	1,001.48	3.56	356.88
Other Current assets	12	602.44	1,136.80	172.70
		9,829.03	**9,294.66**	**3,431.77**
Total		**21,034.81**	**18,334.80**	**11,879.14**
Equity and liabilities				
Equity				
Equity Share capital	16	865.93	865.93	769.93
Other Equity	17	11,432.21	11,542.30	6,267.91
		12,298.14	**12,408.23**	**7,037.84**
Non-current liabilities				
Financial Liabilities				-
(i) Borrowings	18	4207.25	3518.56	3136.99
(ii) Lease Liabilities	19	35.84	64.08	73.12
(iii) Other financial liabilities	20	-	-	0.36
Provisions	21	96.71	83.92	62.71
Other non-current liabilities	22	176.07	191.01	226.00
		4515.88	**3857.57**	**3499.19**
Current Liabilities				
Financial Liabilities				-
(i) Borrowings	18	289.76	75.36	183.59
(ii) Lease Liabilities	19	41.47	71.85	42.35
(iii) Trade payables	23			
Total outstanding dues of micro enterprises and small enterprises		58.05	67.98	67.15
Total outstanding dues of creditors other than micro enterprises and small enterprises		1,126.98	711.37	111.13
(iv) Other financial liabilities	20	0.22	0.30	-
Provisions	21	126.43	31.32	67.74
Other current liabilities	22	2,577.87	1,111.14	870.15
		4,220.79	**2,069.32**	**1,342.12**
Total		**21,034.81**	**18,334.80**	**11,879.14**

Summary of significant accounting policies 3

The accompanying notes are an integral part of the financial statements

As per our report of even date attached

FOR VORA & ASSOCIATES
CHARTERED ACCOUNTANTS
(ICAI FRNo.: 111612W)

RONAK A. RAMBHIA
Partner
(Membership No.: 140371)

Place:Mumbai
Date: 24th April, 2026

For and on behalf of the Board of Directors
Organic Recycling Systems Limited

Sarang Bhand
Managing Director
DIN : 01633419

Yashas Bhand
Whole-time Director and CEO
DIN : 07118419

Jigar Gudka
Chief Financial Officer

Seema Gawas
Company Secretary

Place: Navi Mumbai
Date: 24th April, 2026

Place: Navi Mumbai
Date: 24th April, 2026

Statement of Consolidated Profit and Loss

for the year ended March 31, 2026

(₹ in Lakhs except earning per share)

Particulars	Notes	For the year ended March 31, 2026	For the year ended March 31, 2025
Income			
Revenue from operations	24	10,507.46	4,839.06
Other income	25	60.42	34.16
Total Income (i)		**10,567.87**	**4,873.22**
Expenses			
Cost of Material consumed	26	2.14	74.30
Purchases of stock-in-trade	27	5,672.10	939.29
Change in inventories of finished goods and work in progress	28	(601.88)	(254.53)
Employee benefits expense	29	661.75	441.86
Finance costs	30	48.78	41.45
Depreciation and amortization expense	31	392.63	388.78
Other expenses	32	1,745.08	1,546.91
Total expenses (ii)		**7,920.61**	**3,178.06**
Profit before exceptional and extraordinary item and tax (iii = i-ii)		**2,647.27**	**1,695.16**
Exceptional items (iv)			-
Profit before Extraordinary item and tax (v = iii-iv)		**2,647.27**	**1,695.16**
Extraordinary Items (vi)			-
Profit before Tax (vii = v-vi)		**2,647.27**	**1,695.16**
Prior Period Expenses (viii)			12.00
Profit / (Loss) before tax (ix)		**2,647.27**	**1,683.16**
Tax Expenses (x)			
Current tax		123.97	92.86
Deferred tax		14.98	25.12
Short/(Excess) provision of tax of earlier years		0.27	3.13
Total tax expenses		**139.21**	**121.10**
Profit before Share of Profit / (Loss) of Associates (xi = ix-x)		**2,508.06**	**1,562.05**
Share of Profit/(Loss) in Associates (xii)			-
Profit for the year (before adjustment for Minority Interest) (xiii = xi-xii)		**2,508.06**	**1,562.05**
Minority Interest (xiv)		-	-
Profit for the year (xv = xiii - xiv)		**2,508.06**	**1,562.05**
Other Comprehensive Income (xvi)		-	-
Total comprehensive Income (xvii=xv-xvi)		**2,508.06**	**1,562.05**
Earnings per equity share (in ₹) [nominal value of ₹10 per share (March 31, 2025 - ₹10 per share)]	33		
Basic (₹)		28.96	20.27
Diluted (₹)		24.12	18.59

Summary of significant accounting policies 3

The accompanying notes are an integral part of the financial statements

As per our report of even date attached

FOR VORA & ASSOCIATES
CHARTERED ACCOUNTANTS
(ICAI FRNo.: 111612W)

RONAK A. RAMBHIA
Partner
(Membership No.: 140371)

Place:Mumbai
Date: 24th April, 2026

For and on behalf of the Board of Directors
Organic Recycling Systems Limited

Sarang Bhand
Managing Director
DIN : 01633419

Yashas Bhand
Whole-time Director and CEO
DIN : 07118419

Jigar Gudka
Chief Financial Officer

Seema Gawas
Company Secretary

Place: Navi Mumbai
Date: 24th April, 2026

Place: Navi Mumbai
Date: 24th April, 2026

Consolidated Statement of Cash Flows

for the year ended March 31, 2026

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Cash flow from operating activities		
Profit before Tax	**2,647.27**	**1,683.16**
Adjustment to reconcile profit before tax to net cash flows		
Depreciation and amortisation	392.63	388.78
Finance cost	48.78	41.45
Interest income	(10.07)	(18.00)
Loss/Gain on sale of property, plant and equipment	0.76	-
Operating profit before working capital changes	**3,079.36**	**2,095.39**
Movement in working capital :		
Increase/ (Decrease) in Trade payables	405.69	601.06
Increase/ (Decrease) in Other liabilities	1,463.68	240.94
Increase/ (Decrease) in Provisions	26.15	21.93
Decrease/ (Increase) in Loans and advances	0.15	(0.30)
Decrease/ (Increase) in Inventories	(604.00)	(249.56)
Decrease/ (Increase) in Trade receivables	(1,907.12)	(3,096.26)
Decrease/ (Increase) in Other current / non current assets	(536.47)	(568.76)
Cash generated from/(used in) operations	**1,927.46**	**(955.55)**
Direct Taxes paid (net of refunds)	(72.00)	(40.00)
Net cash flow from operating activities (A)	**1,855.46**	**(995.55)**
Cash flow from investing activities		
Purchase of property, plant and equipments including CWIP	(16.14)	(869.68)
Purchase of intangible asset including Under development	(2,503.55)	(252.40)
Sale of Property, Plant and Equipment	22.51	-
Term Deposit	186.00	(186.00)
Investment in Associates and Others	(1.00)	-
Interest received	8.00	16.34
Net cash used in investing activities (B)	**(2,304.18)**	**(1,291.74)**
Cash flow from financing activities		
Proceeds from Issue of Equity Shares (Net of share issue expenses)	-	2,621.00
Proceeds from issue of warrants	-	1,843.00
Amount transfer to share capital and security premium account on conversion of warrants	-	(655.00)
Issue of Compulsory convertible Debentures	-	-

Consolidated Statement of Cash Flows (Contd.)

for the year ended March 31, 2026

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Redemption of Optionally convertible Preference Shares	(2,621.00)	-
Proceeds /(Repayment) from long-term borrowings including current maturity, net	690.79	381.57
Proceeds /(Repayment) from short-term borrowings, net	214.40	(108.23)
Payment of Lease Liabilities	(71.00)	(51.00)
Interest paid	(19.16)	(23.39)
Net cash used in financing activities (C)	**(1,805.97)**	**4,007.95**
Net increase/(decrease) in cash and cash equivalents (A + B + C)	**(2,254.69)**	**1,720.66**
Cash and Cash Equivalents at the beginning of the year	**2,539.97**	**819.31**
Cash and cash equivalents at end of the year	**285.28**	**2,539.97**
Components of cash and cash equivalents		
Cash in hand	1.44	1.28
Balances with banks:		
- on current accounts	281.29	571.10
Term Deposit with bank with Original maturity less than 3 months	2.56	1,967.60
Total cash & cash equivalents (Refer Note - 18(A))	**285.28**	**2,539.97**

As per our report of even date attached

FOR VORA & ASSOCIATES
CHARTERED ACCOUNTANTS
(ICAI FRNo.: 111612W)

RONAK A. RAMBHIA
Partner
(Membership No.: 140371)

Place:Mumbai
Date: 24th April, 2026

For and on behalf of the Board of Directors
Organic Recycling Systems Limited

Sarang Bhand
Managing Director
DIN : 01633419

Yashas Bhand
Whole-time Director and CEO
DIN : 07118419

Jigar Gudka
Chief Financial Officer

Seema Gawas
Company Secretary

Place: Navi Mumbai
Date: 24th April, 2026

Place: Navi Mumbai
Date: 24th April, 2026

Statement of Changes In Equity

for the year ended March 31, 2026

A) Equity share capital

Particulars	Equity shares of ₹10 each	
	Nos.	₹ Lakhs
As at 1 April 2024		
Equity shares of ₹10/- each	76,99,275	769.93
Share issued on account of share warrant	9,60,000	96.00
As at 31 March 2025	**86,59,275**	**865.93**
As at 31 March 2026	**86,59,275**	**865.93**

B) Other equity

(₹ in Lakhs)

Particulars	Reserves and surplus			Money received againest share warrant	TOTAL OTHER EQUITY
	Capital Redemption Reserve	Security premium account	Retained Earnings		
Balance as at 1 April 2024	9.17	15,526.86	(9,268.12)	-	6,267.91
Profit for the year	-	-	1,562.05	-	1,562.05
Addition during FY 24-25				3,808	3,808.35
Less: Shares issued on conversion of warrants	-	-	-	(96.00)	(96.00)
Premium on conversion of Share warrant	-	2,524.80	-	(2,524.80)	0.00
Balance as at 31 March 2025	9.17	18,051.66	(7,706.07)	1,187.55	11,542.29
Profit for the year			2,508.55	-	2,508.55
Add/(Less) Utilised for redemption of Preference Shares	-			(93.86)	(93.86)
Less: Premium on preference shares redeemed		(2,524.80)			(2,524.80)
Balance as at 31 March 2026	9.17	15,526.86	(5,197.52)	1,093.69	11,432.21

As per our report of even date attached

FOR VORA & ASSOCIATES
CHARTERED ACCOUNTANTS
(ICAI FRNo.: 111612W)

RONAK A. RAMBHIA
Partner
(Membership No.: 140371)

Place:Mumbai
Date: 24th April, 2026

For and on behalf of the Board of Directors
Organic Recycling Systems Limited

Sarang Bhand
Managing Director
DIN : 01633419

Yashas Bhand
Whole-time Director and CEO
DIN : 07118419

Jigar Gudka
Chief Financial Officer

Seema Gawas
Company Secretary

Place: Navi Mumbai
Date: 24th April, 2026

Place: Navi Mumbai
Date: 24th April, 2026

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

1. Corporate Information

Organic Recycling Systems Limited and its subsidiaries, collectively referred to as ("the Group") is involved in technology development focused on pioneering in developing solutions focused on the Municipal Solid Waste (MSW) space. The Group is established with the object of and engaged in the business of providing Infrastructural Facilities as prescribed in Section 186(11) r.w. Schedule VI of the Companies Act, 2013. The Group is mainly involved in the Construction, Development and Maintenance of Waste-to-Energy projects, particularly in the Municipal Solid Waste sector, through various Special Purpose Vehicles ("SPVs"). Organic Recycling Systems Limited is a Company domiciled in India and incorporated under the provisions of Companies Act, 1956 on August 29, 2008. The Company was incorporated as a private limited company and became a Limited Company in September, 2022.

The Group is engaged in waste management services, securing projects through bids invited by various Municipal Corporations. Certain contracts are executed via Special Purpose Vehicles (SPVs). During the year, Pune Urban Recyclers Private Limited ("the Subsidiary") amended its object clause on March 23, 2025, to include manufacturing, fabrication, and trading of equipment, machinery, tools, and related products.

2. Basis of preparation

a) Statement of compliance with Ind AS

The consolidated financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standard) Rules 2015, notified under Section 133 of the Companies Act, 2013 as amended from time to time other relevant provision of the Act. These consolidated financial statements have been prepared on going concern basis under the historical cost convention on accrual basis except if mentioned otherwise. The accounting policies adopted in the preparation of the consolidated financial statements are consistent with those of previous year unless otherwise specified.

During the year, the Management has voluntarily adopted Indian Accounting Standards (IND AS) for fair value accounting. The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.

For all periods up to and including the year ended 31st March 2024, the Company had prepared its financial statements in accordance with the Accounting Standards notified under Section 133 of the Companies Act, 2013 read together with the Companies (Accounts) Rules 2014 (referred as "Indian GAAP").

These are the Company's first annual financial statements prepared complying in all material respects with the Ind AS notified under Section 133 of the Companies Act, 2013.

The Company has consistently applied the accounting policies used in the preparation of its opening Ind AS Balance Sheet at 1st April 2024 throughout all periods presented, as if these policies had always been in effect and are covered by Ind AS 101 "First-time adoption of Indian Accounting Standards''.

In accordance with Ind AS 101, "First time adoption of Indian Accounting Standard", the Company has presented three year figures for balance sheet, two years figures for statement of profit and loss, two years figures for statement of cash flows and two years figures for statement of changes in equity and related notes, including comparative information for all statements presented, in its first Ind AS financial statements. In future periods, Ind AS 1, 'Presentation of Financial Statements' requires two comparative periods to be presented for the balance sheet only in certain circumstances. The transition was carried out from Indian GAAP which is considered as the previous GAAP, as defined in Ind AS 101.

b) Going concern

These financials are prepared on going concern basis on following basis:

i) Company has earned profit during the year

ii) The future business prospects – The Company is continuously looking at various avenues to shore up it's profits.

c) Functional and presentation of currency

The financial statements are prepared in Indian Rupees which is also the Company's functional currency. All amounts are rounded to the lakhs.

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

d) Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

Fair values, as applicable, have been determined for measurement and / or disclosure purpose using methods as prescribed in "Ind AS 113 Fair Value Measurement".

Fair Value Hierarchy

Level I inputs are Quoted prices in active markets

Level II inputs are inputs other than quoted prices included with Level I that are observable for the asset or liability , either directly or indirectly.

e) Use of significant accounting estimates, judgement and assumptions

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires management to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosure of contingent liabilities as on the date of financial statements and reported amounts of income and expenses for the periods presented. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected.

Estimates and Assumptions

Key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are described as below. The estimates used in the preparation of the financial statements are prudent and reasonable. Difference between the actual results and estimates are recognised in the period in which the results are known/ materialized.

3. Significant Accounting Policies

a) Presentation and disclosure of financial statement

All assets and liabilities have been classified as current and non-current as per Company's normal operating cycle and other criteria set out in Schedule III of the Companies Act, 2013 for a company whose financial statements are made in compliance with the Companies (India Accounting Standards) Rules, 2015.

Based on the nature of products / services and time between acquisition of assets for processing / rendering of services and their realization in cash and cash equivalents, operating cycle is less than 12 months, however for the purpose of current/ non- current classification of assets and liabilities, period of 12 months have been considered as its normal operating cycle.

The Company presents assets and liabilities in the balance sheet based on current/non-current classification.

An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realized within twelve months after the reporting period, or
- Cash or cash equivalents unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

b) Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government and discounts given to the customers. The Company has applied the guidelines mentioned in Ind AS 115 for Revenue Recognition.

Revenue from Construction Contract

a. For Engineering, Procurement and Construction ('EPC') and construction contracts, contract prices are either fixed or subject to price escalation clauses.

b. Revenues are recognised on a percentage of completion method measured on the basis of stage of completion which is as per joint surveys and work certified by the customers.

c. Profit is recognised in proportion to the value of work done (measured by the stage of completion) when the outcome of the contract can be estimated reliably. When the total contract cost is estimated to exceed total revenues from the contract, the loss is recognized immediately.

d. Amounts due in respect of price escalation claims and/ or variation in contract work are recognised as revenue only if the contract allows for such claims or variations and/ or there is evidence that the customer has accepted it and are capable of being reliably measured.

Revenue from Supply Contracts-Sale of goods

Revenue from supply contract is recognized when the substantial risk and rewards of ownership is transferred to the buyer.

Service income

Service income is recognised on the basis of completion of service method.

Interest Income

Interest income is recognized on a time proportionate basis taking into account the amount outstanding and the rate as applicable.

c) Retirement and other employee benefits

Short Term Employee Benefits:

Short term employee benefits expected to be paid in exchange for the services rendered by employees are recognised undiscounted during the period employee renders services.

Post-Employment Benefits:

Company's contribution for the period paid/ payable to defined contribution retirement benefit schemes are charged to statement of Profit and Loss. Company's liability towards defined benefit plan viz. gratuity is determined using the Projected Unit Credit Method as per actuarial valuation carried out at the balance sheet date. The benefit is unfunded. Actuarial gains and losses for both defined benefit plans are recognized in full in the period in which they occur in the statement of profit and loss.

d) Property, Plant And Equipment

Property, plant and Equipment are stated at acquisition cost less accumulated depreciation and provision for impairment, if any. Cost comprises the purchase price and any attributable cost of bringing the assets to its working condition for its intended use.

e) Intangible Assets

Intangible assets are stated at cost less accumulated amortization and impairment losses, if any. The cost relating to Intangible assets acquired, including expenses towards bringing the asset to its working condition for its intended use.

f) Depreciation & Amortisation

Depreciation on Property, Plant & Equipment is provided on the written down

value method at the calculated rates on the basis of the useful life specified in Part C and in the manner prescribed under Schedule II of the Companies Act, 2013, as under:

Property, Plant & Equipment	Useful Life
Office Equipments	5 Years
Furniture's & Fixtures	10 Years
Computers	3 Years
Vehicles	8 Years
Plant & Machinery	15 Years

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

During the year, depreciation is provided at 100% on the written down value of assets which have retired from active use.

Intangible assets in the nature of software's are amortised on a Straight Line Method over their useful lives of 3 years.

Internally generated intangible assets recognised during the year are amortised on a Straight Line Method over their estimated useful life of 10 years, in accordance with the requirements of the applicable accounting standards.

However, in respect of two specific intangible assets, based on technical evaluation and management's assessment of the future economic benefits, the useful life has been estimated to be 20 years, and the amortisation is accordingly provided over such period on a Straight Line Method.

The Company has amortized the Technology Development cost over its estimated life over 10 years

The estimated useful lives of intangible assets and the amortisation period are reviewed at the end of each financial period and the amortization method is revised to reflect the changed pattern, if any.

g) Intangible Assets under Development

Intangible assets under development are stated at cost, net of accumulated impairment losses, if any. The cost comprises of salary cost and professional fees incurred in development of In-vessel composting, Activated Carbon to Mesh Membrane development for Water/Gas purification application, Bio grinder, Sanjeevak Carbonisation System & emission control device.

h) Investments in equity instruments

The investment in Equity shares of Subsidiary and Associate companies are carried at cost.

There are no equity investments which are held for trading as on year end. The investments held for less than 12 months during the year are considered as held for trading and the gain / loss on sale / redemption is accounted through Profit & Loss.

The Quoted Shares are valued as per quoted value available on the stock Exchange on the last day of the year (Level I)

The unquoted Shares are valued as per Book value of the previous year as per the audited accounts of the Company (Level II)

i) Inventories

Inventories comprising Trade stock and finished goods, are carried at the lower of cost and net realisable value and work-in-progress are valued at cost. Raw materials are valued at cost using weighted average menthod. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost of inventories comprise of all cost of purchase, cost of conversion and other cost incurred in bringing them to their respective present location and condition. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

j) 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 and tax laws prevailing in the respective tax jurisdictions where the Company operates. The tax rates and tax laws used to compute the amount are those that are enacted or substantively 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 income tax relating to items recognized directly in equity is recognized in equity and not in the statement of profit and loss.

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

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

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.

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.

k) Cash and cash equivalent

Cash and cash equivalents include cash in hand, bank balances, deposits with banks (other than on lien) and all short term and highly liquid investments that are readily convertible into known amounts of cash and are subject to an insignificant risk of changes in value.

For the purpose of cash flow statement, cash and cash equivalent as calculated above also includes outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

Bank Fixed Deposits having maturity of more than 3 months but less than 12 months have been classified as Other Bank Balances.

l) Impairment of Assets

At each Balance Sheet date, the company assesses as to whether there is any indication that an asset is impaired. If any such indication exists, the company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the Statement of Profit and Loss. If at the balance sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount. However, as per the assessment made by the company as on the balance sheet date, there is no such indication of any impairment of any asset during the year under report and therefore there is no effect of impairment loss in the financial statement for the year under report.

m) Borrowing Cost

Borrowing costs attributable to acquisition and construction of qualifying assets are capitalized as a part of the cost of such assets up to the date when such assets are ready for its intended use. Other borrowing costs are charged to the statement of Profit and Loss in the year in which they are incurred.

n) Cashflow statement

Cash flows are reported using the indirect method, where by net profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities are segregated.

o) Provisions, contingent liabilities, contingent assets

A provision is recognised when the Company has a present obligation (legal or constructive) as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. If the effect of time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risk specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources is remote, no provision or disclosure is made.

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

The Company does not recognize a contingent asset but discloses its existence in the financial statements if the inflow of economic benefits is probable. However, when the realization of income is virtually certain, then the related asset is no longer a contingent asset, but it is recognized as an asset.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each balance sheet date.

p) Earnings per share

Basic earnings per share are computed using the net profit for the year attributable to the shareholders' and weighted average number of shares outstanding during the year. The weighted average numbers of shares also includes fixed number of equity shares that are issuable on conversion of compulsorily convertible preference shares, debentures or any other instrument, from the date consideration is receivable (generally the date of their issue) of such instruments.

Diluted earnings per share is computed using the net profit for the year attributable to the shareholder' and weighted average number of equity and potential equity shares outstanding during the year including share options, convertible preference shares and debentures, except where the result would be anti-dilutive. Potential equity shares that are converted during the year are included in the calculation of diluted earnings per share, from the beginning of the year or date of issuance of such potential equity shares, to the date of conversion.

q) Foreign currency transaction

Transactions in foreign currency are recorded at the exchange rate prevailing on the date of transaction. Net exchange gain or loss resulting in respect of foreign exchange transactions settled during the year is recognised in the statement of profit and loss. Foreign currency denominated monetary items at year end are translated at exchange rates as on the reporting date and the resulting net gain or loss is recognised in the statement of profit and loss. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction.

r) Leases

At contract inception, the Company assesses whether the contract contains a lease, i.e., if it conveys the right to control the use of an identified asset for a period in exchange for consideration.

As a lessee:

At commencement or modification, the Company allocates consideration to lease components based on relative stand-alone prices. For property leases, non-lease components are not separated and are treated as a single lease component.

The Company recognises a right-of-use (ROU) asset and lease liability at commencement. The ROU asset is measured at cost (including lease liability, payments made, initial direct costs, and restoration costs, less incentives) and depreciated on a straight-line basis over the lease term (or useful life if ownership transfers or a purchase option is exercised). It is also adjusted for impairment and remeasurements.

The lease liability is measured at the present value of unpaid lease payments, discounted using the interest rate implicit in the lease or the Company's incremental borrowing rate. Lease payments include fixed payments, variable payments linked to an index/rate, residual value guarantees, and payments related to purchase or extension options where reasonably certain.

The lease liability is subsequently measured at amortised cost and remeasured for changes in lease terms, payments, or estimates, with corresponding adjustments to the ROU asset or profit and loss.

Short-term leases and leases of low-value assets:

The Company has elected not to recognise right of-use assets and lease liabilities for leases of low value assets and short-term leases. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As a lessor:

Leases that do not transfer substantially all risks and rewards are classified as operating leases, with rental income recognised on a straight-line basis over the lease term.

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

4 Property, Plant & Equipment and Intangible assets

(₹ in Lakhs)

Particulars	Property, Plant & Equipment							Total Property, Plant & Equipment	Intangible assets		Total Intangible assets
	Furnitures & Fixtures	Computers	Napier Cultivation	Building	Vehicles	Office Equipments	Plant and Machinery		Technology Development	Software	
Gross value											
As at April 01, 2023	**67.61**	**17.46**	**-**	**2,019.33**	**62.03**	**28.09**	**8,916.13**	**11,110.65**	**60.99**	**4.19**	**65.18**
Addition	16.64	3.69		-	5.40	5.30	25.25	**56.27**	7.69	0.60	**8.29**
Disposals	(50.49)	-		-	-	(7.14)	-	**(57.63)**	-	-	**-**
As at March 31, 2024	**33.76**	**21.15**	**-**	**2,019.33**	**67.43**	**26.25**	**8,941.37**	**11,109.29**	**68.68**	**4.79**	**73.47**
Addition	1.21	14.10	74.69	-	-	11.46	5.45	**106.91**	959.36	16.60	**975.96**
Disposals	-	-	-	-	-	-	-	**-**	-	- 0.75	**- 0.75**
As at March 31, 2025	**34.97**	**35.26**	**74.69**	**2,019.33**	**67.43**	**37.71**	**8,946.82**	**11,216.21**	**1,028.05**	**20.64**	**1,049.43**
Addition	9.71	8.63	3.94	-	3.35	2.28	13.09	**41.00**	982.94	0.29	983.23
Disposals					- 5.40			**- 5.40**		-	-
As at March 31, 2026	**44.68**	**43.88**	**78.63**	**2,019.33**	**65.38**	**40.00**	**8,959.91**	**11,251.81**	**2,010.98**	**20.93**	**2,032.66**
Depreciation/Amortisation											
As at April 01, 2023	**45.64**	**14.82**	**-**	**1,085.79**	**36.32**	**23.18**	**3,976.48**	**5,182.24**	**60.69**	**3.39**	**64.08**
Charge for the year	3.01	1.72		89.84	8.42	2.63	409.02	**514.64**	0.49	0.44	**0.93**
Disposals	(30.39)	-		-	-	(5.60)	-	**(35.99)**	**-**	**-**	**-**
As at March 31, 2024	**18.25**	**16.54**	**-**	**1,175.63**	**44.74**	**20.22**	**4,385.50**	**5,660.88**	**61.18**	**3.83**	**65.01**
Charge for the year	3.86	7.61	6.95	81.19	7.04	3.97	377.81	488.43	80.92	1.76	82.68
Disposals	-	-	-	-	-	-	-	**-**	-	-	**-**
As at March 31, 2025	**22.12**	**24.15**	**6.95**	**1,256.82**	**51.78**	**24.19**	**4,763.31**	**6,149.31**	**142.10**	**5.59**	**147.69**
Charge for the year	4.72	10.42	15.42	73.38	7.00	6.37	348.14	465.44	80.92	5.81	86.73
Disposals					- 2.11			- 2.11			
As at March 31, 2026	**26.83**	**34.57**	**22.37**	**1,330.19**	**60.89**	**30.56**	**5,111.45**	**6,612.65**	**223.02**	**11.41**	**234.42**
Net Book Value											**234.42**
As at April 1, 2024	**15.51**	**4.61**	**-**	**843.70**	**22.69**	**6.03**	**4,555.87**	**5,448.43**	**7.50**	**0.96**	**8.46**
As at March 31, 2025	**12.85**	**11.11**	**67.74**	**762.51**	**15.65**	**13.52**	**4,183.51**	**5,066.90**	**885.94**	**15.04**	**901.74**
As at March 31, 2026	**17.84**	**9.31**	**56.27**	**689.14**	**4.50**	**9.44**	**3,848.46**	**4,639.16**	**1,787.96**	**9.52**	**1,798.23**

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

5 Capital work-in-progress

(₹ in Lakhs)

Particular	Amount
At April 1, 2024	393.04
Addition	843.02
Disposals	-
At March 31, 2025	**1,236.06**
Addition	1,515.19
Disposals	
At March 31, 2026	**2,751.25**
At April 1, 2024	**393.04**
At March 31, 2025	**1,236.06**
At March 31, 2026	**2,751.25**

Capital-work-in progress, following ageing schedule for FY 2025-26

CWIP aging schedule

CWIP	Amount in CWIP for a period of				As at March 31, 2026
	Less than 1 year	1-2 year	2-3 years	More than 3 years	
Project in progress	1,515.19	843.02	393.04		**2,751.25**

Capital-work-in progress, following ageing schedule for FY 2024-25

CWIP aging schedule

CWIP	Amount in CWIP for a period of				As at March 31, 2025
	Less than 1 year	1-2 year	2-3 years	More than 3 years	
Project in progress	843.02	393.04	-		**1,236.06**

Capital-work-in progress, following ageing schedule for FY 2023-24

CWIP aging schedule

(₹ in Lakhs)

CWIP	Amount in CWIP for a period of				As at April 1, 2024
	Less than 1 year	1-2 year	2-3 years	More than 3 years	
Project in progress	393.04	-	-		**393.04**

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

6 Right of use assets

(₹ in Lakhs)

Particular	Land & Building	Total
At April 1, 2024	**109.54**	**109.54**
Addition	56.64	56.64
Depreciation	46.00	46.00
Derecognition	-	-
As at March 31, 2025	**120.18**	**120.18**
Addition		
Depreciation	56.54	56.54
Derecognition	-	-
As at March 31, 2026	**63.64**	**63.64**

7 Intangible Asset Under Development

(₹ in Lakhs)

Particular	Amount
As at April 1, 2024	**1,280.56**
Addition	235.80
Disposals	-
Capitalization	959.36
As at March 31, 2025	**556.99**
Addition	209.20
Disposals	28.87
Capitalization	
As at March 31, 2026	**737.32**
As at April 1, 2024	**1,280.56**
As at March 31, 2025	**556.99**
As at March 31, 2026	**737.32**

Intangible Assets under Development completion schedule as on 1st April, 2024:

(₹ in Lakhs)

Intangible Assets under Development	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 year	2-3 years	More than 3 years	
Project in progress	265.27	410.77	311.43	293.09	**1,280.56**

Intangible Assets under Development completion schedule as on 31st March, 2025:

Intangible Assets under Development	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 year	2-3 years	More than 3 years	
Project in progress	235.80	135.50	185.70	-	**556.99**

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Intangible Assets under Development completion schedule as on 31st March, 2026:

Intangible Assets under Development	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 year	2-3 years	More than 3 years	
Project in progress	180.34	235.80	135.50	185.70	**737.33**

i. The cost amounting to ₹164.53 Lakhs comprises of salary cost (P.Y. Salary expenses of ₹180.85 Lakhs) incurred in the development of Activated Carbon to Mesh Membrane development for water /gas purification application, Micro Algae application for waste water treatment, Emission control device for Emission control application, Lithium Metal recovery from Industrial waste water, Biogenic CO2 Methanation Technology, MSW torrefaction, Biogenic CO2 To Mixed Alcohol (C1-C4) conversion, RDF/Biomass to renewable Dimethyl ether (r-DME), Paddy straw and other Agri-residue pretreatment using Bio- enzymatic Technologies, Bio methanation catalyst, Bio grinder, and AI-based Digester Health Monitoring/Prediction Software.

ii. There are no projects under Intangible assets under Development, whose completion is overdue or has exceeded its cost compared to its original plan.

8 Non-Current Investments

(₹ in Lakhs)

Particular	Number of Shares March 31, 2026	Number of Shares March 31, 2025	Number of Shares April 1, 2024	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Trade Investments - Unquoted (Valued At Cost Unless Stated Otherwise)						
Investment in Others :						
Five Elements Environment Ventures Private Limited	1,000	1,000	1,000	0.10	0.10	0.10
Total				**0.10**	**0.10**	**0.10**
Aggregate amount of						
Quoted Investments				-	-	-
Market value of Quoted Investments				-	-	-
Unquoted Investments				0.10	0.10	0.10

9 Loans & Advances

(₹ in Lakhs)

Particular	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Loan given to Holding Company	5.41	5.56	5.26
Total	5.41	5.56	5.26

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

10 Other Financial Assets

(₹ in Lakhs)

Particular	Current			Non-Current		
	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Term Deposit with bank with maturity more than 12 months*	-	-	-	157.54	120.44	128.06
Margin Money for Bank Gurantee- for MPCB	-	-	-	2.25	2.25	2.25
TDS Reimbursible from Bajaj Finance	0.18	0.15	0.08	-	-	-
Unbilled Receivables	1,001.31	-	356.80	-	-	-
Interest accrued but not due on term deposits	-	3.41	-	4.17	10.46	8.46
Total	**1,001.48**	**3.56**	**356.88**	**163.96**	**133.15**	**138.77**

Notes :

* The term deposits are given to various customer as a performance guarantees.

11 Deferred Tax Assets (Net)

(₹ in Lakhs)

Particular	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Deferred tax liability			
Property, Plant and Equipment : Impact of difference between tax depreciation and depreciation/ amortization charged for the financial reporting	861.88	930.07	961.10
Gross deferred tax liability (B)	**861.88**	**930.07**	**961.10**
Deferred tax assets			
Property, Plant and Equipment : Impact of difference between tax depreciation and depreciation/ amortization charged for the financial reporting	-	-	12.01
Provision for employee benefit expenses	26.79	22.73	17.21
On unabsorbed depreciation and business loss	2,002.43	2,809.07	3,117.41
Gross deferred tax assets (A)	**2,029.22**	**2,831.80**	**3,146.62**
Net deferred tax Assets (A-B)	**1,167.33**	**1,901.72**	**2,185.53**
Deferred Tax Assets to be extent recognised (refer note below)	**919.17**	**934.15**	**959.27**

According to the Accounting Standard IND AS-12, deferred tax assets should be recognised and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised.

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

12 Other Assets

(₹ in Lakhs)

Particular	Current			Non-current		
	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Capital Advance	1.03	756.22	-	-	-	2.32
Advances other than capital advance :						
i) Advance to Employees for Expenses	8.89	8.08	7.93	-	-	-
ii) Advance to vendors	240.41	293.40	34.04	-	-	-
iii) Balance with Government Authorities	282.27	23.95	36.37	1.39	2.67	2.67
iv) Earnest Money Deposit	-	-		12.00	42.11	65.60
v) Loan to Employees	1.13	1.41	2.40	-	-	-
vi) Prepaid expenses	27.17	27.34	15.70	-	-	-
vii) Security Deposits	41.53	26.40	76.27	78.25	40.84	33.34
viii) Other Receivables	-	-	-	35.88	-	-
Total	**602.44**	**1,136.80**	**172.70**	**127.52**	**85.63**	**103.94**

13 Inventories

(₹ in Lakhs)

Particular	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Work in progress	270.22	305.30	66.25
Trade Stock	655.89	-	-
Finished goods	29.55	46.98	31.50
Stores & spares	14.18	13.49	18.66
Raw materials	0.39	0.46	0.26
Total	**970.23**	**366.23**	**116.67**

14 Trade receivables

(₹ in Lakhs)

Particular	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Unsecured considered good (Refer ageing schedule below)	7,958.24	6,051.13	2,954.86
Doubtful	903.73	903.73	903.73
(-) Provision for doubtful debts	(903.73)	(903.73)	(903.73)
(-) Allowance for Expected Credit Loss	(988.77)	(988.77)	(988.77)
Total	**6,969.47**	**5,062.36**	**1,966.09**

* Refer to Note 15 for details on reclassification of trade receivables to non-current Assets.

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Trade Receivables ageing schedule as at March 31, 2026:

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payments					As at March 31, 2026
	Less than 6 months	6 months-1 year	1-2 years	2-3 years	more than 3 years	
Undisputed Trade receivables-considered good	4,756.40	1,166.37	192.13	2.37	852.19	6,969.47
Undisputed Trade receivables-considered doubtful	-	-	-	768.77	134.96	903.73
Disputed Trade receivables-considered good	-	-	-	-	-	-
Disputed Trade receivables-considered doubtful	-	-	-	-	-	-
(-) Provision for doubtful debts	-	-	-	(768.77)	(134.96)	(903.73)
Total	**4,756.40**	**1,166.37**	**192.13**	**2.37**	**852.19**	**6,969.47**

Trade Receivables ageing schedule as at March 31, 2025:

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payments					As at March 31, 2025
	Less than 6 months	6 months-1 year	1-2 years	2-3 years	more than 3 years	
Undisputed Trade receivables-considered good	3,036.41	270.78	314.74	96.46	1,343.97	5,062.36
Undisputed Trade receivables-considered doubtful	-	-	768.77	60.80	74.16	903.73
Disputed Trade receivables-considered good	-	-	-	-	-	-
Disputed Trade receivables-considered doubtful	-	-	-	-	-	-
(-) Provision for doubtful debts	-	-	(768.77)	(60.80)	(74.16)	(903.73)
Total	**3,036.41**	**270.78**	**314.74**	**96.46**	**1,343.97**	**5,062.36**

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Trade Receivables ageing schedule as at April 1, 2024:

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payments					As at April 1, 2024
	Less than 6 months	6 months- 1 year	1-2 years	2-3 years	more than 3 years	
Undisputed Trade receivables- considered good	901.45	4.05	330.21	222.94	507.45	1,966.10
Undisputed Trade receivables- considered doubtful	-	768.77	104.58	18.82	11.56	903.73
Disputed Trade receivables- considered good	-	-	-	-	-	-
Disputed Trade receivables- considered doubtful	-	-	-	-	-	-
(-) Provision for doubtful debts	-	(768.77)	(104.58)	(18.82)	(11.56)	(903.73)
Total	**901.45**	**4.05**	**330.21**	**222.94**	**507.45**	**1,966.09**

The linked liabilities of ₹588.23 Cr has been netted with the specific trade receivables as per contractual arrangement with the parties, for the better presentation of financial statements.

The company is pursuing a contractual claim against the Municipal Corporation of Delhi ("MCD") arising from MCD's failure to honour payment obligations under contracts for the development of decentralised Waste-to-Energy plants in New Delhi. The Delhi High Court has already ruled in favour the company on a key interim issue, staying MCD's attempt to invoke performance bank guarantees on the ground that the invocation was not in accordance with the terms of the guarantee. The matter is presently in arbitration before a tribunal constituted by the Delhi High Court and presided over by a retired Judge of the High Court, with all witness examinations and cross-examinations now concluded by both sides. ORSL's final arguments have commenced before the tribunal, marking the last substantive phase of the proceedings before an award is delivered. The Company is confident in the strength of its legal position and expects a favourable resolution of this matter in the near term.

15 Cash and cash equivalents

(₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Cash and cash equivalents			
Cash on Hand	1.44	1.28	1.41
Bank Balances			
- In current accounts	281.29	571.10	597.90
Term Deposit with bank with Original maturity less than 3 months	2.56	1,967.60	220.00
(A)	**285.28**	**2,539.97**	**819.31**

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

15A Other Bank Balance

(₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Balance with Bank as Unspent CSR Amount*	-	2.80	-
Balance in Bank - Escrow Account**	-	182.83	-
Term Deposit with bank with maturity less than 12 months	0.13	0.11	0.12
(B)	**0.13**	**185.74**	**0.12**
Total	**285.41**	**2,725.72**	**819.43**

*Balance with bank as unspent CSR amount represents the amount earmarked and transferred to a separate bank account in compliance with Section 135 of the Companies Act, 2013, pending utilisation towards ongoing Corporate Social Responsibility (CSR) projects.

**Balance with bank in escrow account represents funds earmarked for the purpose of servicing obligations relating to share warrants.

16 Equity Share capital

(₹ in Lakhs)

Particulars	Number of Shares March 31, 2026	As at March 31, 2026	Number of Shares March 31, 2025	As at March 31, 2025	Number of Shares April 1, 2024	As at April 1, 2024
Authorized capital						
Equity shares of ₹10/- each	2,00,40,000	2,004.00	2,00,40,000	2,004.00	2,00,40,000	2,004.00
0% Optionally convertible preference shares of ₹10/- each	3,00,000	30.00	3,00,000	30.00	3,00,000	30.00
0% Non-cumulative redeemable preference shares of ₹10/- each	1,60,000	16.00	1,60,000	16.00	1,60,000	16.00
Total		**2,050.00**		**2,050.00**		**2,050.00**
Issued, subscribed and fully paid up share capital						
Equity shares of ₹10/- each	86,59,275	865.93	86,59,275	865.93	76,99,275	769.93
Total issued, subscribed and fully paid-up share capital		**865.93**		**865.93**		**769.93**

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

(A) Equity Share Capital

Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting period:

Particulars	As at March 31, 2026		As at March 31, 2025		As at April 1, 2024	
	No. of Shares	₹ in Lakhs	No. of Shares	₹ in Lakhs	No. of Shares	-
At the beginning of the year	86,59,275.00	865.93	76,99,275.00	769.93	51,99,075.00	519.91
Add:	-	-	-	-	-	-
(i) Bonus Shares issued during the year	-	-	-	-	-	-
(ii) 0% Optionally convertible Preference shares converted during the year	-	-	9,60,000.00	96.00	-	-
(iii) Compulsorily Convertible Debenture converted during the year	-	-	-	-	-	-
(i) Shares issued on account of Initial Public offer during the year	-	-	-	-	25,00,200.00	250.02
(ii) Shares issued on account of Share warrant	-	-	-	-	-	-
Less: Shares Bought Back during the year	-	-	-	-	-	-
Outstanding at the end of the year	**86,59,275**	**865.93**	**86,59,275**	**865.93**	**76,99,275**	**769.93**

Issue of Shares (Initial Public Offer)

The Company has completed the initial Public Offer (IPO) of fresh issue and allotment of 25,00,200 equity shares of ₹10 each at an issue price of ₹200 per share on September 28, 2023. The equity shares of the Company were listed on Bombay Stock Exchange (BSE) on SME Platform w.e.f. October 06, 2023. The issue comprised of fresh issue of 25,00,200 equity shares aggregating to ₹5,000.40 Lakhs.

Utilisation of IPO proceeds

The details of utilisation of IPO proceeds from IPO are as follows:

(₹ in Lakhs)

Particulars	Projected utilization of proceeds as per the offer document	For the year ended March 31, 2026	Projected utilization of proceeds as per the offer document	For the year ended March 31, 2025	Projected utilization of proceeds as per the offer document	As at April 1, 2024
Repayment of Debt			3,750.40	3,750.40	3,750.40	3,750.40
General Corporate Purpose			1,048.00	1,048.00	1,048.00	823.86
Total			**4,798.40**	**4,798.40**	**4,798.40**	**4,574.26**

Terms/Rights attached to equity shares

The Holding Company has only one class of equity shares having a par value of ₹10/- per share. Each holder of equity shares is entitled to one vote per share. The Holding Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Holding Company, the holders of shares will be entitled to receive remaining assets of the Holding company, after distribution of all preferential amounts.

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

The distribution will be in proportion to the number of shares held by the shareholders.

Details of Shareholders holding more than 5% Equity Shares

Name of shareholder	As at March 31, 2026		As at March 31, 2025		As at April 1, 2024	
	No. of shares held	% of Holding	No. of shares held	% of Holding	No. of shares held	% of Holding
Sarang Bhand	15,67,006	18.10%	15,67,006	18.10%	15,67,006	20.35%
Suhrud Patel	5,55,243	6.41%	5,69,643	6.58%	5,71,443	7.42%

As per the records of the company, including its register of shareholders/members and other declaration received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

Aggregate number of Equity shares issued as Bonus, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceeding the reporting date:

- **Equity shares issued as pursuant to any contract for consideration other than cash**

The Holding Company allotted 41,25,000 equity shares as fully paid up bonus shares by capitalisation of profits transferred from Securities Premium, pursuant to the passing of an Ordinary Resolution by the Shareholder in Extra Ordinary General Meeting held in September 8, 2022 for bonus equity in the ratio of 300:1 [300 (Three Hundred) equity shares to be issued for every 1 (one) equity shares].

- **Equity shares bought back**

The Holding Company had not bought back any shares during the 5 preceding years.

Disclosure of Shareholding of Promoters

Disclosure of shareholding of Promoter as at March 31, 2026 is as follow:

Name of Promoter	As at March 31, 2026		As at March 31, 2025		As at April 1, 2024	
	No. of Shares	% of total shares	No. of Shares	% of total shares	No. of Shares	% of total shares
Sarang Bhand	15,67,006	18.10%	15,67,006	18.10%	15,67,006	20.35%

17 Other Equity

(₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Capital Redemption Reserve			
Balance as at the beginning of the year	9.17	9.17	9.17
Balance as at the end of the year	**9.17**	**9.17**	**9.17**
Securities premium account			-
Balance as at the beginning of the year	18,051.66	15,526.86	10,947.76
Add: Addition during the year	-	-	4,750.38
Add: Premium on conversion of Share warrant***	-	2,524.80	-

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Less: Premium on preference shares redeemed	(2,524.80)	-	-
Less: Share issue expenses	0	-	(171.28)
Balance as at the end of the year	**15,526.86**	**18,051.66**	**15,526.86**
Surplus in the Statement of Profit and Loss			
Balance as at the beginning of the year	(7,706.07)	(9,268.12)	(9,036.35)
Add: Profit / (Loss) for the year	2,508.55	1,562.05	776.91
Less : Adjustment on account of Write off of CWIP	-	-	(13.98)
Less: Transferred to Capital Redemption Reserve		-	
Less: Adjustment on account of expected credit loss provision	-	-	(159.20)
Less: Adjustment on account of provision of doubtful debts	-	-	(829.57)
Less: Impact of adoption of IND AS 116	-	-	(5.93)
Balance as at the end of the year	**(5,197.52)**	**(7,706.07)**	**(9,268.12)**
Money received against share warrant			
Balance at the beginning of the year	1,187.55	-	-
Add: Money received during the year	-	3,808.35	-
Less: Shares issued on conversion of warrants	-	(96.00)	-
Less: Converted into equity share capital	-	(2,524.80)	-
Less: Premium on preference shares redeemed	(93.86)	-	-
Closing balance	**1,093.69**	**1,187.55**	**-**
Total reserves and surplus	**11,432.21**	**11,542.30**	**6,267.91**

The Company has completed the initial Public Offer (IPO) of fresh issue and allotment of 25,00,200 equity shares of ₹10 each at an issue price of ₹200 per share on September 28, 2023. The equity shares of the Company were listed on Bombay Stock Exchange (BSE) on SME Platform w.e.f. October 06, 2023. The issue comprised of fresh issue of 25,00,200 equity shares aggregating to ₹5,000.40 Lakhs.

The Company has incurred Share issue expenses of ₹155.83 Lakhs (P.Y. ₹15.45 Lakhs) (excluding taxes) in connection with its Initial Public Offer (IPO) of equity shares. These expenses have been adjusted against securities premium as permissible under Section 52 of the Companies Act, 2013.

"***In financial year 2024-25, the Company issued 27,00,000 convertible share warrants on December 26, 2024. Each warrant is convertible into one equity share of face value ₹10/- at an issue price of ₹273/- per warrant (including a premium of ₹263/- per share), in one or more tranches. The warrants are exercisable within a period of 18 months from the date of allotment, in compliance with applicable laws and regulations.

The issuance was approved by the shareholders at their meeting held on December 11, 2024, and all necessary regulatory filings have been duly completed.

In the first tranche, the Company received 25% of the issue price, aggregating to ₹1,842.75 lakhs, towards the 27,00,000 convertible warrants. Subsequently, the balance 75% of the consideration, amounting to ₹1,965.60 lakhs, was received in respect of 9,60,000 warrants on or before March 28, 2025.

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Accordingly, on March 29, 2025, the Company converted and allotted 9,60,000 equity shares of face value ₹10/- each at an issue price of ₹273/- per share (including a premium of ₹263/- per share), resulting in a total consideration of ₹2,620.80 lakhs.

18 Borrowings

(₹ in Lakhs)

Particulars	Current			Non-current		
	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Subscribed, Issued and Paid up						
1,36,578 (PY 1,57,632) 0% Non-cumulative redeemable preference shares of ₹10/- each	-	-	-	13.66	15.76	15.76
	-	**-**	**-**	**13.66**	**15.76**	**15.76**
Secured :						
Term loans						
From Banks	213.28	65.41	179.84	8.17	22.02	99.13
Loans repayable on demand						
From Banks.	56.31	5.46	0.00	-	-	-
	269.59	**70.87**	**179.84**	**8.17**	**22.02**	**99.13**
Unsecured :						
From Financial Institutions	20.17	4.49	3.75	36.66	11.20	15.69
From Directors (Refer Note - 31)	-	-	-	11.60	11.85	21.18
From Related Party (Refer Note 29)	-	-	-	94.43	-	-
Inter-Corporate Deposit	-	-	-	3,442.73	2,857.72	2,985.23
0.01% Compulsorily Convertible Debentures of ₹100 each (Previous year : NIL)	-	-	-	600.00	600.00	-
	20.17	**4.49**	**3.75**	**4,185.42**	**3,480.78**	**3,022.10**
Total	**289.76**	**75.36**	**183.59**	**4,207.25**	**3,518.56**	**3,136.99**

0% non-Cumumative Redeemable Preference Share.

Reconciliation of the 0% non-cumulative redeemable preference shares outstanding at the beginning and at the end of the reporting period:

Particulars	As at March 31, 2026		As at March 31, 2025		As at April 1, 2024	
	No. of Shares	INR in Lakhs	No. of Shares	INR in Lakhs	No. of Shares	INR in Lakhs
At the beginning of the year	157,632	15.76	157,632	15.76	157,632	15.76
Add: Shares issued during the year					-	-
Less: Shares redeemed during the year	(21,054)	-2.11				
Less: Shares Bought Back during the year					-	-
Outstanding at the end of the year	136,578	13.66	157,632	15.76	157,632	15.76

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Terms/Rights attached to 0% non-cumulative redeemable preference shares

Preference shareholders shall be entitled to rights and privileges as are contained in the Preference Share Agreement dated September 16, 2013 and any subsequent addendums thereof subject to the Companies Act, 2013 and any subsequent re-enactments thereof.

Preference Shares are redeemable / transferable in accordance with the terms contained in the Preference Share Agreement dated September 16, 2013 and any subsequent addendums thereof. As per addendum dated September 08, 2022, the preference shares are redeemable on any date on or before March 31, 2029.

No dividend is payable on the preference shares of the Company.

Each of the shares shall be redeemed at price calculated based on annual return of 18% p.a. for the Redemption period.

Details of Shareholders holding more than 5% non-cumulative redeemable preference shares

Name of shareholder	As at March 31, 2026		As at March 31, 2025		As at April 1, 2024	
	No. of Shares	% of Holding	No. of Shares	% of Holding	No. of shares held	% of Holding
Manish Modi	47,862	35.04	68,916	43.72	68,916	43.72
Mahendra Kumar Gupta	-	0.00	-	0.00	-	0.00
Mahendra Modi	14,000	10.25	14,000	8.88	14,000	8.88
Rupal J Shah Trustee of J.P.S. Family Trust	12,000	8.79	12,000	7.61	12,000	7.61
Ami Modi	10,740	7.86	10,740	6.81	10,740	6.81
Milap C Shah	45,860	33.58	45,860	29.09	45,860	29.09
Sunil Equitrade Private Limited	4,846	3.55	4,846	3.07	4,846	3.07
AEGIS WAREHOUSING SERVICES PRIVATE LIMITED	1,270	0.93	1,270	0.81	1,270	0.81

Disclosure of Shareholding of Promoters
Disclosure of shareholding of Promoter as at March 31, 2026 is as follows:

Name of Promoter	As at March 31, 2026		As at March 31, 2025		As at April 1, 2024	
	No. of Shares	% of total shares	No. of Shares	% of total shares	No. of Shares	% of total shares
-	-	-	-	-		

(I) Terms and Conditions of the Borrowings :

	Particulars	Terms of Repayment with interest	EMI (₹ in Lakhs)
(i)	Car loan from HDFC Bank is secured by hypothetication of the vehicle financed by bank.	Repayable in 84 monthly instalment commencing from March 2022 along with interest at 7.10% p.a.	-
	From Director		
(a)	Sarang Bhand	There is no specific repayment schedule for this long-term loan. However, as per the agreement executed, this loan will have to be repaid after March 31, 2028, which carries interest @ 0%.	-

(II) Nature of Security

(a) Term Loan from Bank of Baroda :

Term loans are secured by :

- Hypothecation of Stock and Book Debts (Both Present and future).

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

- Hypothecation of Plant and Machineries of the Company.
- Equitable Mortgage of the Leasehold land and Building situated at Survey No. 68(1) (Old) & Survey No. 74/1 (New), Situating at Mouje Solapur, Tuljapur Road, Tahsil and District Solapur admeasuring area 09 Acres.
- Cash margin on bank Gurantee limit.
- Pledge of 14,80,000 Redeemable Preference Shares (₹10 per share) of Solapur Bio Energy System Private Limited owned by Organic Recycling System Limited.
- Pledge of 37,00,000 fully paid up equity shares (₹10 per share) of Solapur Bio Energy System Private Limited owned by Organic Recycling System Limited.

The entire credit facility will further secured by Personal/Corporate Gurantee of the following individuals/organizations :

1. Sarang Bhand
2. Organic Recycling System Limited
3. Five Elements Environment Venture Private Limited

(III) Terms of Repayment with interest

(a) Term Loan from Bank of Baroda

(i) As per Original sanction letter, loan is repayable in 84 monthly instalment. As per revised Sanction letter dated October 30, 2021, the loan is repayable in 45 monthly instalment including moratorium period. Interest at BRLLR + 2.25% spread p.a. Spread to be reset linked to credit rating of the unit on completion of 24 months (including moratorium) from date of implementation of restructuring. Terms of repayment are as follow :

Financial Year	EMI (₹ in Lakhs)
2021-22	7.49
2022-23	74.87
2023-24	137.41
2024-25	150.01
2025-26	47.80
Above loan is fully repaid on June 19, 2025	

(ii) Term loan taken for the purpose to build up current assets for working capital requirements/to meet liquidity crunch/Cash flow mismatch. Term loan repayable in 36 monthly instalment with interest commencing from August 2020 and principal amount commencing from July 2021 along with interest at BRLLR + 1% p.a. with monthly rests. BRLLR is linked to RBI Repo rate and the same will change in line with movement of RBI repo rate. Terms of repayment are as follow :

Financial Year	EMI (₹ in Lakhs)
2020-21	4.17
2021-22	29.14
2022-23	35.10
2023-24	32.65
2024-25	7.67
Above loan is fully repaid on June 30, 2024	

(iii) Term loan taken for the purpose to build up current assets for working capital requirements/To meet liquidity crunch/Cash flow mismatch. Term loan repayable in 36 monthly instalment with interest commencing from

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

December 2021 and principal amount commencing from December 2023 along with interest at BRLLR + 1% p.a. with monthly rests. BRLLR is linked to RBI Repo rate and the same will change in line with movement of RBI repo rate. Terms of repayment are as follow :

Financial Year	EMI (₹ in Lakhs)
2021-22	0.92
2022-23	3.99
2023-24	9.15
2024-25	18.06
2025-26	16.68
2026-27	10.35
As per Repaymnet Schedule ₹10.00 Lakhs outstanding as on 31-Mar-2026	

(iv) Term loan taken for the purpose for additional funding under OTR 2.0 for purchase of Plant and Machineries (imported and indigenous). Term loan repayable in 60 monthly instalment with interest commencing from January 2022 and principal amount commencing from January 2023 along with interest at BRLLR + 2.25 % spread p.a. Spread to be reset linked to credit rating of the unit on completion of 24 months (including moratorium) from date of implementation of restructuring. Terms of repayment are as follow :

Financial Year	EMI (₹ in Lakhs)
2021-22	1.22
2022-23	14.44
2023-24	35.94
2024-25	31.12
Above loan is fully repaid on March 31, 2025	

(B) 0.01% Cumulative Compulsorily Convertible Debentures (CCD)

Reconciliation of the 0.01% Cumulative Compulsorily Convertible Debentures outstanding at the beginning and at the end of the reporting period:

Particulars	As at March 31, 2026		As at March 31, 2025		As at April 1, 2024	
	No. of Shares	₹ in Lakhs	No. of Shares	₹ in Lakhs	No. of Shares	₹ in Lakhs
At the beginning of the year	6,00,000	600.00	-	-	-	-
Add: Debentures issued during the year (Face Value of ₹100/- each)		-	6,00,000	600.00	-	-
Less: Debentures Bought Back during the year	-	-	-	-	-	-
Outstanding at the end of the year	**6,00,000**	**600.00**	**6,00,000**	**600.00**	**-**	**-**

Terms/Rights attached to 0.01% Cumulative Compulsorily Convertible Debentures

Compulsorily Convertible Debenture holders shall be entitled to rights and privileges as are available under the Companies Act, 2013.

Each Compulsorily Convertible Debenture will carry a Coupon Rate of 0.01% per annum on cumulative basis

Each Compulsorily Convertible Debenture will carry a redemption / conversion premium of 14.00% per annum on a cumulative basis for the period until conversion to equity shares.

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Each Compulsorily Convertible Debenture of face value ₹100 each along with the interest accumulated thereon shall be converted into equity shares of face value ₹10 each and fair value of each equity share will be ₹61.043 and therefore CCD will be converted in the ratio 1:1.6382 at conversion price of ₹61.043.

Compulsorily Convertible Debentures are convertible at any time on or before completion of 5 years from the date of allotment.

The Compulsorily Convertible Debenture shall not carry any security or collateral and hence shall be unsecured in nature.

Details of Debenture holders holding more than 5% of 0.01% Cumulative Compulsorily Convertible Debentures

Name of Debenture Holder/s	As at March 31, 2026		As at March 31, 2025		As at April 1, 2024	
	No. of shares held	% of Holding	No. of shares held	% of Holding	No. of shares held	% of Holding
Josh Edusoltions FZ LLC	6,00,000	100.00%	6,00,000	100.00%	0	0.00%

As per the records of the company, including its register of Debenture Holders and other declaration received from Debenture Holder regarding beneficial interest, the above holding represents both legal and beneficial ownership of Debentures.

(C) Nature of Security and terms of repayment for unsecured borrowing from Related party and Inter corporate deposit :

	Name of Lender	Terms of Repayment with interest	EMI (₹ in Lakhs)
	From Financial Institution :		
(i)	TATA Capital Limited (Unsecured Business loan)	Repayable in 36 monthly instalments. Pay with both principal and interest. Principal repayment commences from Dec 2025 along with interest at 16.50% p.a.	1.77
(ii)	Business loan from Bajaj Finance	'Repayable in 84 monthly instalments. The first 26 instalments will only pay interest, while the remaining 58 instalments will pay both principal and interest. Principal repayment commences from May 2023 along with interest at 18% p.a.	0.58
	Inter-Corporate Deposit		
(i)	Organic Recycling System Limited	There is no specific repayment schedule of this long term loan. However as per the agreement executed, this loan will have to repaid on or after March 31, 2028. The whole or part of the loan can be converted into equity on the basis of mutual consent between the parties.	-
(ii)	Sunil Equitrade Private Limited	There is no specific repayment schedule of this long term loan. However as per the agreement executed, this loan will have to repaid on or after March 31, 2028.	-
(iii)	Hansa Villa Realty Pvt Ltd	There is no specific repayment schedule of this long term loan. However as per the agreement executed, this loan will have to repaid on or after March 31, 2028.	-
(iv)	Aegis Warehousing Services Pvt. Ltd.	There is no specific repayment schedule of this long term loan. However as per the agreement executed, this loan will have to repaid on or after March 31, 2028.	-

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

	Name of Lender	Terms of Repayment with interest	EMI (₹ in Lakhs)
(v)	Aegis Warehousing Services Private Limited	There is no specific repayment schedule for this long-term loan. However, as per the agreement executed, this loan will have to be repaid on or before March 31, 2028. During the FY 25-26, no interest has been charged based on the waiver letter provided by the lender.	-
(vi)	La Fin Financial Services Private Limited	'There is no specific repayment schedule for this long-term loan. However, as per the agreement executed, this loan will have to be repaid on or before March 31, 2028, which carries interest @ 0%.	-
(vii)	Sunil Equitrade Private Limited	There is no specific repayment schedule for this long-term loan. However, as per the agreement executed, this loan will have to be repaid on or before March 31, 2028, which carries interest @ 0%.	-

Terms and Conditions of the Short term Borrowings :

Loan repayable on demand :

(i) Cash Credit taken from Bank of Baroda for working capital requirement.

(ii) Margin : 25% of Stock and 40% on book debt up to 90 days.

(iii) "Rate of Interest : 6.00% over BRLLR + plus strategic premium.

(iv) "Security / Document : i. Exclusive 1st charge by the way of supplementary Hypothecations of entire Stock and Book Debts of company, both present and future.

Details of quartely reporting done to lender :

Name of Bank and Quarter	Particulars of Securities Provided	Amount as per Books of Accounts (₹ in Lakhs)	Amount as reported in quarterly return/ statement (₹ in Lakhs)	Amount of Difference (₹ in Lakhs)	Reason for Material discrepancies
Bank of Baroda - June 2025	Inventory	357.63	357.63	-	
	Trade Receivable	2,181.62	2,181.62	-	
	Trade Payable	136.88	25.83	111.05	The amount given to bank does not include trade payable more than 90 days and also submitted to bank include O&M Creditor
Bank of Baroda - September 2025	Inventory	333.06	333.06	-	
	Trade Receivable	2,014.17	2,014.17	-	
	Trade Payable	127.04	22.03	105.01	The amount given to bank does not include trade payable more than 90 days and also submitted to bank include O&M Creditor

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Name of Bank and Quarter	Particulars of Securities Provided	Amount as per Books of Accounts (₹ in Lakhs)	Amount as reported in quarterly return/ statement (₹ in Lakhs)	Amount of Difference (₹ in Lakhs)	Reason for Material discrepancies
Bank of Baroda - December 2025	Inventory	312.45	312.45	-	
	Trade Receivable	1,859.09	1,859.09	-	
	Trade Payable	123.50	15.79	107.72	The amount given to bank does not include trade payable more than 90 days and also submitted to bank include O&M Creditor
Bank of Baroda - March 2026	Inventory	312.15	312.15	-	
	Trade Receivable	2,561.43	2,561.43	-	
	Trade Payable	100.69	14.79	85.90	The amount given to bank does not include trade payable more than 90 days and also submitted to bank include O&M Creditor

19 Lease Liabilities

(₹ in Lakhs)

Particulars	Current			Non-current		
	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Discounted Lease Liabilities	41.47	71.85	42.35	35.84	64.08	73.12
Total	**41.47**	**71.85**	**42.35**	**35.84**	**64.08**	**73.12**

20 Other Financial liabilities

(₹ in Lakhs)

Particulars	Current			Non-current		
	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Interest Accrued but not due on Term Loan	0.22	0.30	-	-	-	0.36
Total	**0.22**	**0.30**	**-**	**-**	**-**	**0.36**

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

21 Provisions

(₹ in Lakhs)

Particulars	Current			Non-current		
	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024	As at March 31, 2026	As at March 31, 2025	As at April 1, 2024
Short term Provision	10.03	-	-	-	-	-
Provision for employee benefits						
Provision for gratuity (Refer Note - 36)	5.55	4.19	4.38	75.87	68.19	54.47
Provision for Leave Encashment (Refer Note - 37)	4.19	2.22	1.30	20.84	15.74	8.23
Provision for Income Tax*	106.66	24.91	62.05	-	-	-
(Net of Tax Deducted at Source and advance tax of ₹25.34 Lakhs (P.Y.67.95 Lakhs)						
Total	**126.43**	**31.32**	**67.74**	**96.71**	**83.92**	**62.70**

22 Other Liabilities

(₹ in Lakhs)

Particulars	Current			Non-current		
	As at March 31, 2026	As at March 31, 2025	As at April 1,2024	As at March 31, 2026	As at March 31, 2025	As at April 1,2024
Payable for Capital Goods*	125.57	115.80	116.98	-	-	-
Advances other than capital advances:						
i) Advance from Customer	10.00	0.31	0.06	-	-	12.00
ii) Employee benefits payable	123.16	110.56	92.77	-	-	-
iii) Interest Payable on Compulsorily Convertible Debentures	-	-	-	0.07	0.01	-
iv) Interest Accrued but not due on Term Loan	-	0.18	0.69	-	-	-
v) Statutory dues including provident fund and tax deducted at source	35.63	169.15	210.00	-	-	-
vi) Payable for expenses	751.29	715.14	449.65	-	15.00	-
vii) Balance with Government Authorities-	58.99	-	-	-	-	-
viii) Security Deposits	-	-	-	176	176.00	214.00
ix) IA Old Partner Liabilities	1,473.23	-	-	-	-	-
Total	**2,577.87**	**1,111.14**	**870.15**	**176.07**	**191.01**	**226.00**

*Out of the total payable, ₹59.13 Lakhs (PY ₹59.13 Lakhs) is under dispute. Out of the total amount under dispute, ₹18.02 Lakhs (P.Y. ₹18.02 Lakhs) is under arbitration at Mumbai which is at its final stage. Remaining amount of ₹41.11 Lakhs (P.Y. ₹41.11 Lakhs) is under dipsute under the MSME law at Pune and is at its initial stage.

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

23 Trade payables

(₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1,2024
Total outstanding dues of micro enterprises and small enterprises (Refer ageing schedule below)	58.05	67.98	67.15
Total outstanding dues of creditors other than micro enterprises and small enterprises	1,126.98	711.37	111.13
Total	**1,185.04**	**779.35**	**178.29**

The details of amounts outstanding to Micro, Small and Medium Enterprises based on information available with the group is as under:

(₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 1,2024
Principal amount due and remaining unpaid	58.05	67.98	67.15
Interest accrued and due on above and the unpaid interest	7.45	34.78	29.43
Interest paid	-	-	-
Payment made beyond the appointed day during the year	-	-	-
Interest due and payable for the period of delay	-	-	-
Interest accrued and remaining unpaid	7.45	34.78	29.43
Amount of further interest remaining due and payable in succeeding years	7.45	34.78	29.43

Trade Payable ageing schedule as at March 31, 2026:

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payments					As at March 31, 2026
	Less than 6 months	6 months-1 year	1-2 years	2-3 years	more than 3 years	
MSME	7.15	1.26	0.43	-	49.22	**58.06**
Others	831.50	209.13	6.17	5.51	74.67	**1,126.98**
Disputed dues- MSME	-	-	-	-	-	**-**
Disputed dues- Others	-	-	-	-	-	**-**
Total	**838.65**	**210.39**	**6.60**	**5.51**	**123.89**	**1,185.04**

Trade Payable ageing schedule as at March 31, 2025:

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payments					As at March 31, 2025
	Less than 6 months	6 months-1 year	1-2 years	2-3 years	more than 3 years	
MSME	13.06	0.20		53.53	1.20	**67.99**
Others	36.03	5.60	0.06	34.78	634.89	**711.36**
Disputed dues- MSME		-	-		-	**-**
Disputed dues- Others		-	-		-	**-**
Total	**49.09**	**5.80**	**0.06**		**636.09**	**779.35**

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Trade Payable ageing schedule as at April 1, 2024:

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payments					As at April 1, 2024
	Less than 6 months	6 months-1 year	1-2 years	2-3 years	more than 3 years	
MSME	4.34	0.85	48.02	1.52	12.43	**67.16**
Others	66.91	0.81	0.59	10.94	31.89	**111.14**
Disputed dues- MSME	-	-	-	-	-	**-**
Disputed dues- Others	-	-	-	-	-	**-**
Total	**71.25**	**1.66**	**48.61**	**12.46**	**44.32**	**178.29**

24 Revenue from operations

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Sale of Products	3,019.23	-
Finished goods	896.19	533.39
Traded goods	2,510.30	1,095.28
Sale of Service	2,441.37	453.16
Business Consultancy Services	1,131.59	1,330.57
Freight discount	0.01	-
Commission	502.97	461.76
Contract revenue	-	868.20
Operation and Maintenance	-	91.56
Other Operating Income		
Sale of Scrap	0.42	5.14
Sales-Commission	5.37	-
Total	**10,507.46**	**4,839.06**

Disclosure under Ind AS 115 - Revenue from contracts with Customers:

a) The Company is engaged in buisnesses in India, which in the context of Ind AS - 108 "Operating Segments is considereed to be its only Buisness Segment and thus no Geographic Segment is applicable.

b) The company's performance obligations are satisfied upon delivery and payments are generally due by 60 to 180days

c) There are no contract balances as on 31st March , 2026

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

25 Other income

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest Income :		
- On Fixed Deposit	9.58	11.84
- On Security Deposit	0.49	0.97
- On Income Tax Refund	-	1.52
- On Inter-Corporate Deposit	-	3.67
Discount & Remission A/C	0.00	-
Commission	7.44	-
Sundry balance written back (Refer Note - 43)	35.90	16.17
Insurance Claimed	7.00	-
Total	**60.42**	**34.16**

26 Cost of Material consumed

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Opening stock	0.46	0.26
Add: Purchase of Material	2.08	74.50
Less: Closing stock	0.39	0.46
Cost of Material consumed	**2.14**	**74.30**

27 Purchases of stock-in-trade

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Traded goods	5,672.10	939.29
Total	**5,672.10**	**939.29**

28 Change in inventories of finished goods and work in progress

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Stock in process		
Stock in process at the beginning of the year	305.30	66.25
Less : Stock in process at the end of the year	270.22	305.30
	35.08	**(239.05)**
Stock in Trade		
Stock in Trade at the beginning of the year	-	-
Less : Stock in Trade at the end of the year	422.97	-
	(422.97)	**-**
Finished Goods		
Finished goods at the beginning of the year	48.48	31.50
Less : Finished goods at the end of the year	262.47	46.98
	(213.99)	**(15.48)**
Total	**(601.88)**	**(254.53)**

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

29 Employee benefits expense

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Salaries, wages and bonus*	558.44	358.68
Contributions to provident and other funds	61.03	54.61
Gratuity	11.09	3.85
Leave Encashment	10.29	11.43
Staff welfare expenses	20.90	13.30
Total	**661.74**	**441.86**

30 Finance costs

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest on loan*	19.41	22.50
Interest on income tax	5.19	-
Interest on cash credit	4.65	2.71
Interest on lease liabilities	13.25	15.10
Other borrowing cost	6.21	1.13
Interest on Compulsorily Convertible Debentures	0.06	0.01
Interest on delayed statutory payments	0.00	-
Total	**48.78**	**41.45**

*No interest expense has been recognized on unsecured loan during the year, pursuant to waiver granted by the lender.

31 Depreciation and amortization expense

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Depreciation on Property, Plant & Equipment	249.57	260.10
Depreciation of Right of use assets	56.33	46.00
Amortisation of intangible assets	86.73	82.68
Total	**392.63**	**388.78**

32 Other expenses

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Labour Charges/ Subcontract charges	-	10.93
Packing and Forwarding Charges	15.33	0.80
Power and Fuel	60.30	34.38
Plant and Machinery - Hiring Charges	34.00	23.48
Transportation Charges	201.40	0.23
Loading and Unloading Charges	2.61	0.42
Testing and Laboratory Expensess	12.66	5.82
Napier Grass Expenses	26.45	224.34
Sub Contractor Charges	367.00	-
Other Direct Cost	4.69	15.54
Import Duty	6.12	-
Repairs and maintenance..	13.86	-
Account Writing Charges	1.26	-

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Advisory Consultancy Charges	3.00	-
Bank Charges	2.36	2.63
Rent	8.38	11.32
Godown Rent and Management Fees	13.52	-
Rates and taxes	59.97	46.94
Electricity expenses	11.14	9.12
Insurance charges	21.74	14.91
- Machinery rent (O&M)	20.75	8.18
- Labour Charges (O&M)	-	4.09
- Other (O&M)	-	9.98
Interest on MSME	7.45	5.35
Business promotion expenses	2.46	14.92
Legal and professional charges	302.65	501.98
Labour Charges	135.40	6.43
Loss on sale of Assets	0.76	-
Payment to auditor (Refer details below)	16.80	16.95
Travelling and conveyance expenses	60.30	47.86
Internet expenses	1.18	3.11
Lodging and Boarding expenses	25.48	21.31
Communication cost	3.48	3.44
Interest and penalties	31.35	0.00
Office expenses	23.26	17.36
Testing charges	5.38	1.58
Carriage Outward	14.23	6.55
Selling & Distribution	0.16	0.28
Repairs & Maintenance	0.61	-
-Plant and Machinery	65.98	1.58
Stipend	0.79	2.25
Retention	3.55	-
Recruitment expense	1.15	3.28
Consumption of Stores and spares	4.16	17.22
Donation	1.06	0.43
Brokerage & Commission	33.94	6.92
Bad debts and Balance written off (Refer Note - 44)	(0.05)	1.26
Telephone Expense	0.59	0.27
Miscellaneous expenses	48.45	28.08
Director Sitting Fees	3.30	1.90
ROC Fees	0.32	-
Registration Charges	0.05	-
Labour Charges/ Subcontract charges	-	260.55
Claim & Discount	33.57	-
Computer & Cloud Expenses	0.71	-
Rate difference -Local & Forex	2.97	-
Sponsership Expenses	5.50	-
CSR Expenses	10.50	-
Other	11.08	152.92
	1,745.09	**1,546.91**
*** Payment to Auditors**		
As Auditors:		
Audit Fees	14.84	14.80
Certificate	-	0.75
Tax matters	-	1.40
Total	**14.84**	**16.95**

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

33. Earning Per Share

Net profit attributable to equity shareholders and the weighted number of shares outstanding for basic and diluted earning per share are as summarised below:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Net profit for calculation of basic and diluted EPS (₹ in Lakhs) (A)	2,508.06	1,562.05
Weighted average number of equity shares for calculating basic EPS, Nominal value of Shares ₹10 each (B)	86,59,275	77,04,535
Weighted average number of equity shares for calculating diluted EPS, Nominal value of Shares ₹10 each (C)	1,03,99,275	84,02,015
Basic Earning per Share (A/B)	**28.96**	**20.27**
Diluted Earning per Share (A/C)	**24.12**	**18.59**

34. Contingent Liabilities & Commitments

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Contingent Liabilities		
The Holding company has provided corporate guarantee for term loan availed by its wholly owned subsidiary.	2,844.00	2,844.00
Service tax order No. 15/VS/COMMR/RGD/2024-25 received for an amount of ₹169.00 Lakhs, interest at applicable rates under the Service Tax Act and penalty of ₹169.00 Lakhs, other late fees of ₹1.05 Lakhs by the Holding Company for the contravention of provisions of Section 66B, Section 67 and Section 68 of the Finance Act,1994 read with rule 6 of Service Tax Rules, 1994. The demand pertains to alleged non-payment of service tax on taxable services rendered. The Company has filed its detailed submissions contesting the demand and, based on expert legal advice, believes that it has a strong case on merits. Accordingly, no provision has been made in the books of account in this regard.	339.04	339.04
Performance Bank Guarantee	101.79	101.79
Performance Bank Gurantee is given by Bank of Baroda in favour of Bharat Petroleum Corporation Ltd.	13.95	13.95
Bank of Baroda's Right to Recompense on restructure term loan - The rights to recompense may be excersied by Bank of Baroda from the second anniversary date of the implementation of restructured package, if it is revived and surplus cash is generated after meeting the repayment obligation under the restructure package.	49.10	49.10
Income Tax demand for FY 2014-15. The appeal has been filed and management expects that no liability will arise	406.23	406.23
Income Tax demand for FY 2017-18. The appeal has been filed and management expects that no liability will arise	2.10	2.10
TDS Default	0.01	0.24

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Commitments

There are no capital commitment as on the reporting date.

35. Related party disclosures

Names of related parties and related party relationship

Related parties under AS 18

Key Management Personnel	Sarang S. Bhand (Managing Director) Yashas Bhand (Director and Chief Executive Officer) Janaki Sarang Bhand (Non Executive Director) Kirit Dhanji Sheth (Director) Jigar Gudka (Chief Financial Officer) Zinal Shah (Company Secretary resigned w.e.f. November 7, 2023) Seema Gawas (Company Secretary w.e.f. November 8, 2023) Amit Karia (Independent Director) Rakesh Mehra (Independent Director)
Relatives of Key Management Personnel	Suhas Bhand (Relative of Director)
Associates	Blue Planet Kannur Waste Solutions Private Limited Blue Planet Palakkad Waste Solutions Private Limited
Entities in which Key Management Personnel exercise significant influence	Blue Planet Biofuels Private Limited (Formerly known as "Blue Planet Yasasu Solutions Private Limited")* Blue Planet Yasasu Process Engineers Private Limited* Five Elements Environment Ventures Private Limited Five Elements Research Foundation

* Ceased to be a related party w.e.f. July 14, 2023

i) Related Party transactions (including provisions and accruals)

(₹ in Lakhs)

Name of Related Party	Relationship	Nature of Transaction	For the year ended March 31, 2026	For the year ended March 31, 2025
Sarang Bhand	Director	Director Remuneration	42.00	42.00
		Consultancy Charges	46.67	46.67
		Loan repaid	0.25	9.33
Yashas Bhand	Director	Director Remuneration	24.00	24.00
		Consultancy Charges	13.38	13.38
Kirit Dhanji Sheth	Director	Professional Fees	14.40	
Janaki Sarang Bhand	Non Executive Director	Director Sitting Fees	0.30	0.10
Suhas Bhand	Relative of Director	Consultancy Charges	30.00	30.00
Amit Karia	Independent Director	Sitting Fees	0.60	0.30
Rakesh Mehra	Independent Director	Sitting Fees	2.50	1.50
Five Elements Environment Ventures Private Limited	Entities in which Key Management Personnel exercise significant influence	Loan Given	-	0.30
		Advance received back	-	2.32
Jigar Gudka	Chief Financial Officer	Salary	38.46	34.16
Seema Gawas	Company Secretary	Salary	6.98	5.78

Notes to Consolidated Financial Statements

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ii) Closing Balances of Related Parties (including provisions and accruals)

(₹ in Lakhs)

Name of Related Party	Relationship	Nature of Transaction	For the year ended March 31, 2026	For the year ended March 31, 2025
Sarang Bhand	Director	Director Remuneration payable	2.67	2.68
		Advance for Expenses Receivable	3.50	3.50
		Consultancy Charges payable	3.27	3.50
		Loan payable	11.60	11.85
Yashas Bhand	Director	Director Remuneration payable	1.75	1.72
		Consultancy Charges Payable	2.07	1.00
		Expenses payable	0.64	
Janaki Sarang Bhand	Director	Director Sitting Fees		0.10
Suhas Bhand	Relatives of Key Management Personnel	Consultancy Charges payable	2.25	2.25
Rakesh Mehra	Independent Director	Sitting Fees	0	0.45
Amit Karia	Independent Director	Sitting Fees	-	0.30
Five Elements Environment Ventures Private Limited	Entity in which Key Management Personnel exercise significant influence	Loan Receivable	5.56	5.56
		Investment in Equity Shares	0.10	0.10
Blue Planet Palakkad Waste Solutions Private Limited	Associate Company	Investment in Equity Shares	0.26	0.26
Blue Planet Kannur Waste Solution Private Limited	Associate Company	Investment in Equity Shares	0.26	0.26
Jigar Gudka	Key Management Personnel - Chief Financial Officer	Salary payable	3.20	1.17
Seema Gawas	Key Management Personnel - Company Secretary	Salary payable	0.58	0.46

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

36. Gratuity(Unfunded)

The following tables summarize the components of net benefit expense recognized in the statement of profit and loss and the unfunded status and amounts recognized in the balance sheet for the respective plans.

a. Statement of Profit and Loss

Net employee benefit expense recognized in the employee cost

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Current service cost	11.34	8.23
Interest cost on benefit obligation	5.05	4.28
Expected Gain on Plan Assets	-	-
Past Service Cost	1.85	-
Net Actuarial Loss / (Gain)	7.45	18.63
Recognised Past Service Cost - Vested	-	-
Recognised Past Service Cost - Unvested	-	-
Net benefit expense	**25.69**	**31.15**

b. Balance Sheet

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Net Defined Benefit Liability	81.42	72.38

c. Reconciliation of Net Liability

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Present Value of funded defined benefit obligation (i)	81.42	72.38
Fair Value of Plan Assets(ii)	-	-
Net Benefit Liability	**81.42**	**72.38**

c (i) . Reconciliation of defined benefit obligation

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Opening Defined Benefit Obligation	72.38	58.85
Transfer in / (out) obligation	-	-
Current Service Cost	11.34	8.23
Interest cost on benefit obligation	5.05	4.28
Actuarial Loss / (Gain)	7.45	18.63
Past Service Cost	1.85	-
Benefits paid	(16.65)	(17.62)
Present Value of Defined Benefit Obligation	**81.42**	**72.38**

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

d. Bifurcation of Current - Non Current Liability

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Current Liability	5.55	4.19
Non Current Liability	75.87	68.19
Total	**81.42**	**72.38**

e. Composition of Plan Assets

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Policy of Insurance	0.00%	0.00%
Total	**0.00%**	**0.00%**

f. Principal Assumptions for determining Gratuity Plan

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Discount Rate	7.33%	6.68%
Rate of Salary Increase	5.00%	5.00%
Attrition rate		
For service 4 years and below	15% p.a	15% p.a
For service 5 years and above	5% p.a	5% p.a
Mortality Rate During Employment	Indian assuared lives Mortality 2012-14(Ultimate)	Indian assuared lives Mortality 2012-14(Ultimate)
Mortality Rate After Employment	N.A	N.A

The discount rate is based on the prevailing market yields of Government Securities as at the balance sheet date for the estimated terms of the obligations.

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors such as supply and demand factors in the employment market.

37. Leave Encashment (Unfunded)

The following tables summarize the components of net benefit expense recognized in the statement of profit and loss and the unfunded status and amounts recognized in the balance sheet for the respective plans.

a. Statement of Profit and Loss

Net employee benefit expense recognized in the employee cost

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Current service cost	10.04	7.62
Interest on Obligation	1.41	0.90
Expected Return on Plan Assets	-	-
Past Service Cost	0.04	-
Net Actuarial Losses/(Gains) Recognised during the period	(1.20)	2.90
Gain)/Loss due to Settlements/Curtailments/Terminations/Divestitures	-	-
Unrecognised Asset due to Limit in Para 58(B)	-	-
Net benefit expense	**10.28**	**11.43**

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

b. Balance Sheet

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Net Defined Benefit Liability	25.03	17.96

c. Reconciliation of Net Liability

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Present Value of defined benefit obligation (i)	25.03	17.96
Fair Value of Plan Assets	-	-
Net Benefit Liability	**25.03**	**17.96**

c (i) . Reconciliation of defined benefit obligation

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Opening Defined Benefit Obligation	17.96	9.52
Transfer in / (out) obligation	-	-
Current Service Cost	10.04	7.62
Interest on Obligation	1.41	0.90
Net Actuarial Loss / (Gain)	- 1.20	2.90
Past Service Cost	0.03	
Benefits Paid	(3.21)	(3.00)
Present Value of Defined Benefit Obligation	**25.03**	**17.96**

d. Bifurcation of Current - Non Current Liability

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Current Liability	4.19	2.22
Non Current Liability	20.84	15.74
Total	**25.03**	**17.95**

e. Principal Assumptions for determining Leave Encashment

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Discount Rate	7.33%	6.68%
Salary Growth Rate	5.00%	5.00%
Withdrawal Rates		
For service 4 years and below	15.00%	15.00%
For service 5 years and above	5.00%	5.00%
Mortality Rate During Employment	Indian assuared lives Mortality 2012-14(Ultimate)	Indian assuared lives Mortality 2012-14(Ultimate)
Leave Availment Rate	1.00%	1.00%
Retirement Age	60 Years	60 Years

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

38. Foreign Currency Transactions

a) Earnings in Foreign Currency

There were no foreign currency earnings during the year (P.Y. Nil)

b) Expenditure in Foreign Currency

There were no foreign currency expenditure during the period (Previous Year ₹ Nil)

39. Segment Reporting

The Group is operating in the single segment and hence provision relating to the Segment Reporting as per AS-17 "Segment Reporting" is not applicable.

40. Disclosure relating to entities considered in the Consolidation Financial Statements :

Subsidiaries Considered for Consolidation:

Name of Subsidiaries	Country of Incorporation	Proportion of ownership interest	
		March 31, 2026	March 31, 2025
Solapur Bioenergy Systems Private Limited	India	100%	100%
Organic Waste India Private Limited	India	100%	100%
Pune Urban Recyclers Private Limited	India	100%	100%
Meerut Bioenergy Systems Private Limited	India	100%	100%
Industrial Associates	India	100%	0%

Associates Considered for Consolidation:

Name of Associates	Country of Incorporation	Proportion of ownership interest	
		March 31, 2026	March 31, 2025
Blue Planet Palakkad Waste Solutions Private Limited	India	26%	26%
Blue Planet Kannur Waste Solutions Private Limited	India	26%	26%

Additional information as required by para 2 of the General Instructions for preparation of Consolidated Financial Statements to Schedule III to the Companies Act, 2013:

Name of the entity in the Group	Net Assets i.e Total Assest minus Total Liabilities		Share of Profit / (Loss)	
	As % of consolidated net assets	₹ in Lakhs	As % of consolidated Profit/Loss	₹ in Lakhs
Parent Company				
Organic Recycling Systems Limited				
Balance as at March 31, 2026	73.86%	17,262.61	15.75%	402.39
Balance as at March 31, 2025	88.61%	19,480.99	21.23%	331.97
Subsidiaries (Indian)				
Solapur Bioenergy Systems Private Limited				
Balance as at March 31, 2026	19.06%	4,455.66	82.54%	2,108.44
Balance as at March 31, 2025	10.68%	2,347.21	80.02%	1,251.18
Organic Waste India Private Limited				
Balance as at March 31, 2026	1.90%	443.74	0.01%	0.35

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Name of the entity in the Group	Net Assets i.e Total Assest minus Total Liabilities		Share of Profit / (Loss)	
	As % of consolidated net assets	₹ in Lakhs	As % of consolidated Profit/Loss	₹ in Lakhs
Balance as at March 31, 2025	2.02%	443.39	0.21%	3.23
Pune Urban Recyclers Private Limited				
Balance as at March 31, 2026	-1.05%	(245.90)	-0.10%	(2.65)
Balance as at March 31, 2025	-1.11%	(243.25)	-0.51%	(8.03)
Meerut Bioenergy Systems Private Limited				
Balance as at March 31, 2026	-0.24%	(56.06)	-0.02%	(0.57)
Balance as at March 31, 2025	-0.19%	(41.51)	-0.95%	(14.78)
Industrial Associates				
Balance as at March 31, 2026	6.47%	1,511.53	1.82%	46.60
Balance as at March 31, 2025	0.00%	-	0.00%	-
Associates (Indian)				
Blue Planet Palakkad Waste Solutions Private Limited				
Balance as at March 31, 2026	0.00%	(0.26)	0.00%	-
Balance as at March 31, 2025	0.00%	(0.26)	0.00%	-
Blue Planet Kannur Waste Solutions Private Limited				
Balance as at March 31, 2026	0.00%	(0.26)	0.00%	-
Balance as at March 31, 2025	0.00%	(0.26)	0.00%	-
Balance as at March 31, 2026	**100.00%**	**23,371.06**	**100.00%**	**2,554.55**
Balance as at March 31, 2025	**100.00%**	**21,986.32**	**100.00%**	**1,563.55**

Information on Subsidiary Companies

(Pursuant to first proviso to Sub-Section (3) of Section 129 read with rule 5 of Companies (Accounts) Rules, 2014) in Form AOC-1

(₹ in Lakhs)

Name of Subsidiary	Solapur Bioenergy Systems Private Limited	Organic Waste India Private Limited	Pune Urban Recyclers Private Limited	Meerut Bioenergy Systems Private Limited
a) Date of acquisition / incorporation of subsidiary	December 15, 2008	December 15, 2008	December 20, 2014	August 21, 2017
b) Reporting period for the subsidiary concerned, if different from the holding company's reporting period	NA	NA	NA	NA
c) Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	NA	NA	NA	NA
d) Share capital	1,540.00	15.60	1.00	1.00
e) Reserves & surplus	2,915.66	428.14	(246.90)	(57.06)
f) Total assets	12,528.58	448.42	5.98	2.43
g) Total Liabilities	8,072.92	4.68	251.88	58.49

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Name of Subsidiary	Solapur Bioenergy Systems Private Limited	Organic Waste India Private Limited	Pune Urban Recyclers Private Limited	Meerut Bioenergy Systems Private Limited
h) Investments	-	-	-	-
i) Turnover	3,619.47	1.90	1.97	1.50
j) Profit/(Loss) Before Taxation	2,108.44	0.35	(2.65)	(0.57)
k) Provision For Tax (Including Deferred Tax)	-	-	-	-
l) Profit/(Loss) After Taxation	2,108.44	0.35	(2.65)	(0.57)
m) Proposed Dividend	-	-	-	-
n) % of Shareholding	100.00%	100.00%	100.00%	100.00%

(₹ in Lakhs)

Name of Subsidiary - Industrial Associates	
a) Date of acquisition / incorporation of subsidiary	12-11-2025
b) Reporting period for the subsidiary concerned, if different from the holding company's reporting period	NA
c) Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	NA
d) Capital Contribution	1.00
e) Retained Earnings	1,510.53
f) Total assets	3,989.33
g) Total Liabilities	2,477.80
h) Investments	-
i) Turnover	5,993.00
j) Profit/(Loss) Before Taxation	67.73
k) Provision For Tax (Including Deferred Tax)	21.13
l) Profit/(Loss) After Taxation	46.60
m) Proposed Dividend	-
n) % of Shareholding	99.99%

Notes:

Meerut Bio-energy Systems Private Limited, Organic Waste (India) Private Limited and Pune Urban Recyclers Private Limited have not commenced its operations.

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

The Company has not liquidated or sold any subsidiary, during the year under review.

Information on Associates

(Statement pursuant to Section 129(3) of the Companies Act, 2013 related to Associate Companies)

Name of Associate	Blue Planet Palakkad Waste Solutions Private Limited	Blue Planet Kannur Waste Solutions Private Limited
i) Latest audited Balance Sheet Date	March 31, 2025	March 31, 2025
ii) Date of association / acquisition of Associate	February 17, 2020	February 17, 2020
ii) Share of Associate held by Company at the year end		
a) Number	2,600	2,600
b) Amount of Investment in Associate	26,000	26,000
c) Extent of Holding %	26%	26%
iii) Description of how there is significant influence	Associate	Associate
iv) Reason why Associate is not consolidated	refer note 3(c)	refer note 3(c)
v) Networth attributable to Shareholding as per latest audited Balance Sheet	496.73	(1.02)
vi) Profit / (Loss) for the year		
a) Considered in Consolidation	-	-
b) Not Considered in Consolidation*	(1.15)	(0.32)

The Company does not have any Joint Venture Company as on March 31, 2026.

Notes:

Blue Planet Palakkad Waste Solutions Private Limited and Blue Planet Kannur Waste Solutions Private Limited have not commenced its operations.

The Company has not liquidated or sold any Associates and/or Joint Venture, during the year under review.

*The amount has not been considered in consolidation since the loss exceeds the amount invested in the associates.

41. Audit Trail

The Group has maintained its books of account using an accounting software that possesses an audit trail (edit log) feature, as mandated under Rule 3(1) of the Companies (Accounts) Rules, 2014. The said feature was enabled and operated throughout the financial year for all relevant transactions recorded in the system.

During the course of our audit, we did not come across any instance where the audit trail feature was disabled or tampered with. Further, the Group has ensured that the audit trail records have been preserved in accordance with the applicable statutory requirements relating to record retention.

42. Other Disclosures

(a) The Group does not have any Benami property, where any proceeding has been initiated or pending against the company for holding any Benami property under Benami Transactions (Prohibition) Act, 1988 (45of 1988).

(b) The Group does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

(c) The Group does not have any charges or satisfaction yet to be registered with ROC beyond the statutory period.

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

(d) The Group do not have any transactions with Crypto Currency or Virtual Currency where the Company has traded or invested in Crypto Currency or Virtual Currency during the year.

(e) The Group has not advanced or loaned or invested funds to any other persons or entities, including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(i) 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

(ii) Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(f) The Group has not received any fund from any persons or entities, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(i) 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

(ii) Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(g) The Group does not have any 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.

(h) During the year, the Group is not declared a wilful defaulter by any bank or financial Institution or other lender.

(i) If there is any item which is not applicable to the company in respect of certain specific requirements inserted by Amendment to Schedule-III -Division-II, no specific mention is made in the consolidated financial statements.

43. Write Back of Liabilities

The group has written back following balances because they are outstanding since long period and not payable :

(₹ in Lakhs)

Particular	For the year ended March 31, 2026	For the year ended March 31, 2025
Trade Payables	-	16.17
Liabilities written back	35.90	
Total	**35.90**	**16.17**

44. Sundry Balance and Bad Debts written off

The group has written off following balances because they are outstanding since long period and not recoverable :

(₹ in Lakhs)

Particular	For the year ended March 31, 2026	For the year ended March 31, 2025
Advance to vendors and others	(0.05)	0.02
Trade Receivables	-	1.23
Total	**- 0.05**	**1.26**

45. Lease

The Company has adopted **Ind AS 116** (Leases) with a transition date of April 1, 2024.

The Company applies the short-term lease recognition exemption allowed under Ind AS 116 for its leased premises where the lease term is 12 months or less and do not contain a purchase option. Lease payments on these short-term

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

arrangements are recognized as an expense on a straight-line basis over the lease term under 'Other Expenses' in the Statement of Profit and Loss.

Disclosures for short-term leases:

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Not later than one year	-	63.49
Later than one year & not later than five years	-	105.25
Later than five years	-	-
Total	**-**	**168.73**

46. In the opinion of the Board, the provision for all the known liabilities is adequate and not in excess of the amount reasonably necessary. Further, all assets other than property, plant and equipment and non current investments, have a realisable value in the ordinary course of business which is not different from the amount at which it is stated.

47. During the year, the Company acquired a 99.99% interest in Industrial Associate at a business valuation of ₹1,483 lakhs, pursuant to the approval of the Board of Directors dated November 12, 2025. The requisite statutory formalities and documentation in relation to the acquisition were completed before March 2026. Accordingly, the financial information of Industrial Associate has been considered in the preparation of these consolidated financial statements in accordance with the applicable requirements of Ind AS, with effect from November 12, 2025.

48. Corporate Social Responsibility (CSR)

The provisions of Section 135 of the Companies Act, 2013, relating to CSR are not applicable to the Company for the financial year 2025-26, since the Company did not meet the thresholds prescribed under Section 135(1). The reporting of unspent CSR amount amounting to ₹6.30 Lakhs, for FY 2023-2024, which was transferred to Unspent CSR Account towards ongoing project of construction of Old Age Home and Hostel for persons with disability, as under:

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Opening Balance of Unspent CSR Account	2.80	6.30
Expenditure incurred from Unspent CSR Account for aforesaid ongoing project	2.80	3.50
Amount remaining Unspent CSR Account	-	2.80

49. Previous year figure

Previous year's figures have been regrouped where necessary to confirm to current year's classification.

As per our report of even date.

As per our report of even date attached
FOR VORA & ASSOCIATES
CHARTERED ACCOUNTANTS

Ronak A. Rambhia
Partner
(Membership No.: 140371)

Place:Mumbai
Date: 24th April, 2026

For and on behalf of the Board of Directors
Organic Recycling Systems Limited

Sarang Bhand
Managing Director
DIN : 01633419

Yashas Bhand
Whole-time Director and CEO
DIN : 07118419

Jigar Gudka
Chief Financial Officer
Place: Navi Mumbai
Date: 24th April, 2026

Seema Gawas
Company Secretary
Place: Navi Mumbai
Date: 24th April, 2026

NOTICE

NOTICE is hereby given that the **18th** Annual General Meeting ("**AGM**") of the Members of **Organic Recycling Systems Limited** (the "**Company**") will be held on Wednesday, September 30, 2026, at 11.30 a.m. through Video Conferencing / Other Audio-Visual Means ("**VC/OVAM**") to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2026, together with the reports of the Board of Directors and Auditors thereon and, in this regard, to consider and if thought fit, to pass the following resolution as an **ordinary resolution**:

   "**RESOLVED THAT** the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2026, and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

2. To appoint Mr. Yashas Bhand (DIN: 07118419), who retires by rotation as a Director and in this regard, to consider and if thought fit, to pass the following resolution as an **ordinary resolution**:

   "**RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Yashas Bhand (DIN: 07118419), who retires by rotation at this meeting, be and is hereby appointed as a Director of the Company."

SPECIAL BUSINESS:

3. ISSUE OF EQUITY SHARES ON PREFERENTIAL BASIS TO PERSON BELONGING TO PROMOTER CATEGORY

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

   "**RESOLVED THAT** pursuant to the provisions of Sections 23(1)(b), 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, as amended (the "**Act**"), the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 andother applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof), for the time being in force, and in accordance with the Foreign Exchange Management Act, 1999, as amended or restated ("**FEMA**"), and rules, circulars, notifications, regulations and guidelines issued under FEMA, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time (the "**SEBI ICDR Regulations**") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (the "**SEBI Listing Regulations**"), and subject to any other rules, regulations, guidelines,notifications, circulars and clarifications issued thereunder from time to time by the Ministry of Corporate Affairs, the Reserve Bank of India, the Securities and Exchange Board of India ("**SEBI**") and/or any other statutory or regulatory authorities, including the BSE Limited , the "**Stock Exchanges**") on which the equity shares of the Company having face value of Rs. 10/- (Indian Rupees Ten) each ("**Equity Shares**") are listed (hereinafter collectively referred to as "**Applicable Regulatory Authorities**") from time to time to the extent applicable, and the enabling provisions of the Memorandum of Association and Articles of Association of the Company, and subject to such approval(s), consent(s) and permission(s) as may be necessary or required, from Applicable Regulatory Authorities (including the Stock Exchanges) and subject to such conditions and modifications as may be imposed or prescribed while granting such approvals, consents and permissions, which the Board of Directors of the Company (hereinafter referred to as the "**Board**", which term shall be deemed to mean and include one or more committee(s) constituted by the Board to exercise its powers including the powers conferred by this resolution), is hereby authorised to accept, the consent of the members of the Company be and is hereby accorded to offer, issue and allot from time to time in one or more tranches, up to 10,00,000 (Ten Lakhs), fully paid-up equity share of the Company of face value of INR 10 (Indian Rupees Ten only) each at a price of INR 161 per share (including a premium of INR 151 per share) ("**Issue Price**"), aggregating up to

INR 16.10 Crores, to Mr. Sarang Bhand, Promoter of the Company (the "**Proposed Allottee**"), for a cash consideration, by way of a preferential issue on a private placement basis ("Preferential Issue") in accordance with the terms of the Issue as set out in the explanatory statement to this Notice calling AGM, subject to applicable laws and regulations, including the provisions of Chapter V of the SEBI ICDR Regulations and the Act, as the Board may determine.

RESOLVED FURTHER THAT in terms of the provisions of Chapter V of the SEBI ICDR Regulations, the relevant date for determining the floor price for the Preferential Issue of equity shares is Monday, August 31, 2026, being the day immediately preceding the date that is 30 (thirty) days prior to the date of the Annual General Meeting ("Relevant Date") scheduled to be held on Wednesday, September 30, 2026.

RESOLVED FURTHER THAT the valuation report from the registered valuer, namely Mr. Manish Motilala Jaju, registered valuer – IBBI registration no. IBBI/RV/06/2019/10947, certifying the minimum price per equity share of the Company i.e. INR 160.01, determined in accordance with Regulation 164(1), 166 & 166(A) of SEBI ICDR Regulations, be and is hereby noted and taken on record.

RESOLVED FURTHER THAT pursuant to the provisions of the Act, the name of the Proposed Allottees be recorded for the issuance of invitation to subscribe to the equity shares and a private placement offer letter in Form No. PAS-4 together with an application form be issued to the Proposed Allottees invitingthem to subscribe to the equity shares.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board or any committee constituted in this regard, and the Key Managerial Personnel, be and is hereby jointly and severally authorised on behalf of the Company to do all such other acts, deeds, matters and things as the Board may, in its absolute discretion, deem necessary or desirable for such purpose, without being required to seek any further consent or approval of the members of the Company, including but not limited to the following:

(i) to allot equity shares, in accordance with terms of issue and in compliance with SEBI ICDR Regulations and/or any other applicable laws;

(ii) to negotiate, finalize and execute all necessary agreements/ documents/ form filings/ applications to effect the above resolutions, including to make applications to Applicable Regulatory Authorities, like applications to the Stock Exchanges for obtaining in-principle approval for the equity shares to be allotted pursuant to the Preferential Issue, and for obtaining listing approval andtrading approval for the equity shares;

(iii) to vary, modify or alter any of the relevant terms and conditions attached to the equity shares to be allotted to the Proposed Allottees including re-computation of price, if required, and to effect any modifications, changes, variations, alterations, additions and/or deletions to the Preferential Issue, as may be required by any regulatory or other authorities involved in or concerned with the issue and allotment of the equity shares;

(iv) to resolve and settle any matter, question, difficulty or doubt that may arise in regard to the issuance and allotment of equity shares, without requiring any further approval of the Members, and to authorize all such persons as may be deemed necessary, in connection therewith and incidentalthereto as the Board in its absolute discretion shall deem fit;

(v) to issue clarifications on the offer, issue and allotment of the equity shares and listing of the equity shares on the Stock Exchanges, without limitation, as per the terms and conditions of the SEBI ICDR Regulations, the SEBI Listing Regulations, and other applicable guidelines, rules and regulations;

(vi) to execute the necessary documents and enter into contracts, arrangements, agreements, documents (including appointment of agencies, intermediaries and advisorsfor the Preferential Issue of the equity shares on a preferential and private placement basis);

(vii) to undertake all such actions and compliances as may be necessary, desirable or expedient for thepurpose of giving effect to this resolution in accordance with applicable law including the SEBI ICDR Regulations and the SEBI Listing Regulations and to take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the foregoing, and the decision of the Board shall be final and conclusive.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of its powers conferred upon it by this resolution, as it may deem fit in its absolute discretion, to any director(s), committee(s), executive(s), officer(s), company secretary or authorized signatory(ies) to give effect tothis resolution, including execution of any documents on behalf of the Company and to represent the Company before any governmental or regulatory authorities and to appoint any professional advisors, bankers, consultants, advocates and advisors to give effect to this resolution and further to take all other steps which may be incidental, consequential, relevant or ancillary in this regard.

RESOLVED FURTHER THAT all actions taken by the Board or committee(s) duly constituted for this purpose in connection with any matter(s) referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects."

By Order of the Board of Directors
For Organic Recycling Systems Limited

Sarang Bhand
Managing Director (01633419)

Place: Mumbai
Date: 02-09-2026

Registered office:
Organic Recycling Systems Limited
1003, 10th Floor, The Affaires, Plot No 9,
Sector No 17, Sanpada, Navi Mumbai, Thane – 400705
Tel.: 022 41702222 Website: https://organicrecycling.co.in/
Email: cs@organicrecycling.co.in

Notes :

1. The Ministry of Corporate Affairs ('MCA') has, vide its circular dated September 22, 2025 read together with circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, and December 14, 2021, May 5, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 (collectively referred to as 'MCA Circulars'), permitted convening the Annual General Meeting ('AGM' / 'Meeting') through Video Conferencing ('VC') or Other Audio Visual Means ('OAVM'), without physical presence of the members at a common venue. In accordance with the MCA Circulars and applicable provisions of the Companies Act, 2013 ('the Act') read with Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.

2. A statement pursuant to the provisions of Section 102(1) of the Act, relating to the Special Business to be transacted at the AGM, is annexed hereto. Further, additional information as required under Listing Regulations and Circulars issued thereunder is also annexed.

3. Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself 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, 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, Attendance Slip and the Route Map of the venue of the Meeting are not annexed hereto.

4. In terms of the provisions of Section 152 of the Act, Mr. Yashas Bhand (DIN: 07118419), Director of the Company, retire by rotation at the Meeting.

   The Nomination and Remuneration Committee and the Board of Directors of the Company recommend his respective re-appointment.

   Mr. Yashas Bhand, Director of the Company and his relatives, are interested in the Ordinary Resolution set out at Item Nos. 2, of this Notice with regard to his re-appointment, to the extent of their shareholding, if any, in the Company. Save and except for the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise.

5. Details of Directors retiring by rotation at this Meeting are provided in the 'Annexure A' to the Notice.

Dispatch of Annual Report through Electronic Mode:

6. In compliance with the MCA Circulars and Regulation 36(1)(a) of the Listing Regulations, 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 e-mail address is registered with the Company / Share Transfer Agent / Depository Participants/ Depositories. Further, in compliance with Regulation36(1)(b) of the Listing Regulations, a letter providing the web-link, including the exact path, where complete details of the Annual Report for the financial year 2025-26 is available is being sent to those Members whose e-mail address is not registered with the Company / Share Transfer Agent / Depository Participants / Depositories.

   Members may note that this Notice and Annual Report for the financial year 2025-26 will also be available on the Company's website www.organicrecycling.co.in and on the websites of the Stock Exchanges, i.e. BSE Limited at www.bseindia.com, and on the website of NSDL, agency for providing the Remote e-voting facility at https://www.evoting.nsdl.com/.

7. (a) Members holding shares in physical mode, who have not registered / updated their e-mail address with the Company/ RTA, are requested to register/ update their e-mail address by completing their KYC and submitting Form ISR-1, Form ISR-2 and Form ISR-3 / Form SH-13 (available on the website of the RTA https://maashitla.com/downloads/rta-form-centre) as applicable, duly filled and signed along with requisite supporting documents to RTA ("Maashitla Securities Pvt Limited") at 451, Krishna Apra Business Square, Netaji Subhash Place, Pitampura, New Delhi – 110 034.

   (b) In terms of MCA Circulars, the Company has made arrangements with Maashitla for registration of email addresses for the limited purpose of receiving the Notice of the AGM and Annual Report (including remote e-voting instructions) electronically. Therefore, the members of the Company, who have not registered their email addresses are requested to get their email addresses registered by following the process given under remote E-voting & Joining General Meeting instruction provided in the Notice of the AGM. Accordingly, the Company shall send the Notice of the AGM and Annual Report to such members whose e-mail ids get registered along with the User ID and the Password to enable e-voting.

   (c) Members holding shares in dematerialised mode, who have not registered / updated their e-mail address are requested to register / update the same with the Depository Participant(s) where they maintain their demat accounts.

8. The Company has enabled the Members to participate at the AGM through the VC/OAVM facility provided by National Securities Depository Limited (NSDL). The instructions for participation at the AGM through VC/OAVM by members are given in instruction part of this Notice.

   As per the provisions under the MCA Circulars, Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

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

10. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) 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 venue voting on the date of the AGM will be provided by NSDL.

11. The Company shall be providing the facility to Members to exercise their right to vote by electronic means both through remote e-voting and e-voting system ("**Insta Poll**") during the AGM. The process of remote e-voting with necessary user id and password is given in the instruction part of this Notice. Such remote e-voting facility is in addition to voting that will take place at the AGM being held through VC/OAVM.

12. In terms of MCA Circulars, the businesses set out in the Notice will be transacted by the members only through remote e-voting or through the e-voting system ("Insta Poll") during the meeting while participating through VC/ OAVM facility.

13. Members joining the meeting through VC/OAVM, who have not already cast their vote by means of remote e-voting, shall be able to exercise their right to vote through e-voting system ("Insta Poll") at the AGM. The Members who have cast their vote by remote e-voting prior to the AGM may also join the AGM through VC/ OAVM but shall not be entitled to cast their vote again. If a Member cast votes by both modes i.e., e-voting system ("Insta Poll") at AGM and remote e-voting, voting done through remote e-voting shall prevail and vote at the AGM shall be treated as invalid.

14. Voting rights of the members (for voting through remote e-voting or e-voting system ("Insta Poll") at the AGM) shall be in proportion to shares of the paid-up equity share capital of the Company as on the cut-off date i.e. Wednesday, September 23, 2026. A person, whose name is recorded in the Register of Members or in the Register of Beneficial owners (as at the end of the business hours) maintained by the depositories, as on the cut-off date, shall only be entitled to avail the facility of remote e-voting or e-voting system ("Insta Poll") at the AGM.

15. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRIs, etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/ Authority Letter etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to cast its vote through remote e-voting together with attested specimen signature(s) of the duly authorized representative(s), to the Company at cs@organicrecycling.co.in with a copy to evoting@nsdl.com. The scanned image of the above-mentioned documents should be in the naming format "Corporate Name_ EVENT NO". Institutional Investors are encouraged to attend and vote at the AGM through VC/OAVM.

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

17. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act and other relevant documents shall be made available only in electronic form for inspection during the AGM.

All relevant documents referred to in the Notice and Explanatory Statement would be made available for inspection by the members through electronic mode up to the date of AGM and at the AGM. Members seeking to inspect such documents can send an e-mail to cs@organicrecycling.co.in

18. As mandated by the Securities and Exchange Board of India ('SEBI'), securities of the Company can be transferred / traded only in dematerialised form. Members holding shares in physical form are advised to avail the facility of dematerialisation.

19. Members are requested to intimate / update changes, if any, in postal address, e-mail address, mobile number, PAN, nomination, bank details such as name of the bank and branch, bank account number, IFS Code etc., as per instructions set out below:

- For shares held in electronic form: to their Depository Participant and changes intimated to the Depository Participant will then be automatically reflected in the Company's records which will help the Company and Maashitla to provide efficient and better service to the Members. NSDL has provided a facility for registration / updation of e-mail address through the link: https://eservices.nsdl.com/kyc-attributes/#/login and nomination through the link: https://eservices.nsdl.com/instademat-kyc-nomination/#/login

- For shares held in physical form: Pursuant to SEBI circulars, members are requested to furnish PAN, postal address, e-mail address, mobile number, specimen signature, bank account details and nomination by submitting to Maashitla the forms given below along with requisite supporting documents:

Sr. No.	Particulars	Form
1.	Registration of PAN, postal address, e-mail address, mobile number, Bank Account Details or changes / updation thereof	ISR -1
2.	Confirmation of Signature of shareholder by the Banker	ISR-2
3.	Registration of Nomination	SH-13
4.	Cancellation or Variation of Nomination	SH-14
5.	Declaration to opt out of Nomination	ISR-3

The aforesaid forms can be downloaded from the Company's website at https://organicrecycling.co.in/

wp-content/uploads/2024/04/INFO-SHARES-IN-PHYSICAL-FORM.pdf

21. Non-resident Indian shareholders are requested to inform about the following immediately to the Company or its Registrar and Share Transfer Agent or the concerned Depository Participant, as the case may be:-

    a. Change in their residential status on return to India for permanent settlement;

    b. Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with PIN Code number, if not furnished earlier.

22. Members may please note that the Listing Regulations mandates transfer, transmission and transposition of securities of listed companies held in physical form shall be effected only in demat mode. Further, SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 read with relevant SEBI circulars issued from time-to-time has mandated the listed companies to issue securities in dematerialised form only while processing service requests, viz., issue of duplicate securities certificate; claim from unclaimed suspense account; renewal / exchange of securities certificate; endorsement; sub-division / splitting of securities certificate; consolidation of securities certificates / folios; transmission and transposition. Accordingly, members are requested to make service requests for issue of duplicate securities certificate; renewal / exchange of securities certificate etc., by submitting a duly filled and signed Form ISR-4 along with requisite supporting documents to Maashitla as per the requirement of the aforesaid circular.

    The aforesaid form can be downloaded from the Company's website at https://organicrecycling.co.in/wp-content/uploads/2024/04/Form-ISR-4-Request-for-issue-of-Duplicate-Certificate-and-other-Service-Requests.pdf

    All aforesaid documents/requests should be submitted to Maashitla, at the address mentioned below:

    Mr. Mukul Agrawal

    Maashitla Securities Private Limited
    (Unit: Organic Recycling Systems Limited)
    451, Krishna Apra Business Square,
    Netaji Subhash Place, Pitampura,
    Delhi-110034

    Cont. No.: 01145121795-96 (from 9:00 a.m. (IST) to 7:00 p.m. (IST) on all working days).

    E-mail: compliance@maashitla.com,
    mukul@maashitla.com

21. Voting through electronic means:

    In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the Listing Regulations, the Company is providing facility to exercise votes on resolutions proposed to be passed in the Meeting by electronic means, to members holding shares as on Wednesday, September 23, 2026 (as at the end of the business hours) being the cut-off date for the purpose of Rule 20(4)(vii) of the rules fixed for determining voting rights of members, entitled to participate in the remote e-voting process, through the e-voting platform provided by NSDL from a place other than the venue of the Meeting (remote e-voting).

    The remote e-voting facility will be available during the following period:

    Commencement of remote e-voting: **From 9.00 a.m. (IST) on Saturday, September 26, 2026** and end of remote e-voting: **Up to 5.00 p.m. (IST) on Tuesday, September 29, 2026**.

    The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled by National Securities Depository Limited (NSDL) upon expiry of aforesaid period.

22. The Board of Directors has appointed Mr. Anish Gupta or falling him Mr. Manish Rajnarayan Gupta, partners of M/s. VKMG & Associates LLP, Practicing Company Secretaries as the "**Scrutinizer**" for the purpose of scrutinizing the process of remote e-voting and e-voting system ("Insta Poll") at the Meeting in a fair and transparent manner.

23. The Scrutinizer shall after the conclusion of voting at the general meeting, count the votes cast at the meeting through e-voting ("Insta Poll") and votes cast through remote e-voting and shall make, not later than two working Days of the 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 authorized by him in writing, who shall counter sign the same and declare the result of the voting forthwith.

The results declared along with the report of the scrutinizer shall be placed on the Company's website at https://organicrecycling.co.in/ and on the website of NSDL - www.evoting.nsdl.com immediately after the declaration of the results and simultaneously communicated to the

Stock Exchanges, where the shares of the Company are listed. The result will be displayed on the notice board of the Company at its Registered Office.

24. The Company does not have any amount, which is required to be transferred, in terms of Section 124 of the Companies Act, 2013, to Investor Education and Protection Fund of the Central Government, during the financial year 2025-2026.

In case of any general queries or information regarding the Annual Report, the Members may write to cs@ organicrecycling.co.in to receive an email response. However, queries on the accounts and operations of the Company or the businesses covered under the Notice may be sent to cs@organicrecycling.co.in at least seven days in advance of the meeting so that the answers of the same may be replied suitably by the Company or may be made readily available at the meeting.

After the conclusion of AGM, the recorded transcript of the AGM shall as soon as possible be made available on the website of the Company at https://organicrecycling.co.in/.

25. The resolutions shall be deemed to be passed on the date of the general meeting, subject to receipt of sufficient votes.

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

The remote e-voting period begins on **Saturday, September 26, 2026 at 09:00 A.M. and ends on Tuesday, September 29, 2026, at 05:00 P.M.** The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on **the record date (cut-off date) i.e. September 23, 2026,** may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the **cut-off date, being September 23, 2026.**

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

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

Step 1: Access to NSDL e-Voting system

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

In terms of Securities and Exchange Board of India ('SEBI') Master Circular bearing reference no. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 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  in you can see e-Voting page. Click . NSDL and you will be redirected to luring the remote e-Voting period or . Mobile App “NSDL Speede” facility by ess voting experience.
Individual Shareholders holding securities in demat mode with CDSL	Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

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

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

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, your Password/OTP and a Verification Code as shown on the screen.

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

Your User ID details are given below :
Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical

Your User ID is:

a) For Members who hold shares in demat account with NSDL.

8 Character DP ID followed by 8 Digit Client ID

For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.

b) For Members who hold shares in demat account with CDSL.

16 Digit Beneficiary ID

For example if your Beneficiary ID is 12************** then your user ID is 12**************

c) For Members holding shares in Physical Form.

EVEN Number followed by Folio Number registered with the company

For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

Password details for shareholders other than Individual shareholders are given below:

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

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

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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".

3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to team@vkmg.in with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board

Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre at evoting@nsdl.com_

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

1. In case shares are held in physical mode or shareholders who have not registered their e-mail addresses or a person has become a Member of the Company after dispatch of AGM Notice but on or before the cut off date for E-voting, please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cs@organicrecycling.co.in

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cs@organicrecycling.co.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **<u>Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode</u>**.

Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

In terms of Securities and Exchange Board of India ('SEBI') Master Circular bearing reference no. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not 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.

3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM. If a Member casts votes by both modes, then voting done through remote e-voting shall prevail and vote at the AGM shall be treated as invalid.

4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

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

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

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

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

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

   Shareholders who would like to express their views/ have questions may send their questions in advance mentioning their name demat account number/ folio number, email id, mobile number at cs@organicrecycling.co.in. The same will be replied by the company suitably.

5. 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.

6. Institutional Members are encouraged to attend and vote at the AGM through VC / OAVM.

OTHER INSTRUCTIONS

I. **Speaker Registration :** The Members who wish to speak during the meeting may register themselves as speakers for the AGM to express their views at least 7 days before the AGM mentioning their name, demat account number/folio number, email id, mobile number at cs@organicrecycling.co.in. The members who have registered themselves as a speaker will only be allowed to express their views.

   Post your Question: The Members who wish to post their questions prior to the meeting may send their questions in advance at least 7 days before AGM mentioning their name, demat account/folio number, e-mail id, mobile no. at cs@organicrecycling.co.in

VII. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off Date only shall be entitled to avail the facility of remote e-voting or for participation at the AGM and voting through Insta Poll. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No.3

The Board of Directors of the Company ("**Board**") at their meeting held on September 2, 2026, approved raising of funds aggregating upto Rs.16.10 crores by way of issuance of upto 10,00,000 (Ten Lakhs) fully paid-up equity share of the Company of face value of INR 10 (Indian Rupees Ten only) each at a price of INR 161 per share ("**Issue Price**") in one or more tranches, to Mr. Sarang Bhand, Promoter of the Company (the "**Proposed Allottee**"), for a cash consideration by way of a preferential issue on a private placement basis ("**Preferential Issue**")

The Proposed Allottee have also confirmed their eligibility in terms of Regulation 159 of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the "SEBI ICDR Regulations"), to subscribe to the equity shares to be issued pursuant to the Preferential Issue.

In accordance with Sections 23(1)(b), 42 and 62(1)(c) and other applicable provisions, if any, of the Act and the rules made thereunder and in accordance with the SEBI ICDR Regulations and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), as amended from time to time, approval of the Members of the Company by way of special resolution is required to issue securities by way of private placement on a preferential basis.

Accordingly, in terms of the Act and the SEBI ICDR Regulations, consent of the members is being sought for the aforesaid preferential issue as the Board of the Company may determine in the manner detailed hereafter.

The salient features of the Preferential Issue, including disclosures required to be made in accordance with Chapter V of the SEBI ICDR Regulations and the Act, are set out below:

i) Objects of the Preferential Issue

Subject to compliance with applicable laws and regulations, the Issue Proceeds (i.e. the Total Consideration) are proposed to be utilised as under:

Sr. No.	Purpose for which Issue Proceeds are proposed to be utilised	Amount (₹crore)	Tentative Timeline
1.	Expansion into an integrated Build-Own-Operate ("BOO") bioenergy platform, including project development, pre-development and mobilisation expenses, EPC and construction-related expenditure, land purchase, project-related assets and equipment, commissioning, working capital and other project-related expenditure.	₹12.075 crore, with scope to utilise up to ₹16.10 crore	Within 24 months from receipt of Issue Proceeds
2.	General Corporate Purposes, including ongoing general corporate exigencies, contingencies and other corporate requirements, as permitted under applicable laws.	Up to ₹4.025 crore*	Within 24 months from receipt of Issue Proceeds
	Total	Up to ₹16.10 crore	

*The amount utilised for General Corporate Purposes shall not exceed **25% of the total Issue Proceeds.**

The proposed BOO bioenergy platform is in line with the outcome of the Board meeting held on **24 April 2026**. The Company intends to participate in bidding processes for various bioenergy projects with Government companies, authorities and public sector entities/agencies. The number, size, configuration and investment requirement of projects shall depend upon the outcome of bidding processes, project awards, requisite approvals, applicable Government policies and schemes and other project requirements.

The Issue Proceeds may be deployed directly or through subsidiaries, wholly-owned subsidiaries, joint ventures, special purpose vehicles or otherwise, as may be considered appropriate, subject to applicable laws.

The Issue Proceeds shall be utilised in a phased manner. The Company may revise its estimates due to external factors, provided such revision shall not exceed **±10% of the amount specified for the respective object. Any amount earmarked for General Corporate Purposes which remains unutilised may be utilised towards the BOO bioenergy platform**, subject to the overall Issue Proceeds of 16.10 crore.

The Issue Proceeds are proposed to be deployed within **24 months from receipt**, subject to applicable laws, necessary approvals and changes in external circumstances, in accordance with **BSE Limited Notice No. 20221213-47 dated December 13, 2022**, as amended ("BSE Circular"). Any unutilised amount may be utilised in subsequent periods as determined by the Board, subject to applicable laws and the BSE Circular.

Considering the commercial sensitivity of the ongoing bidding processes, the Company has not disclosed the names of prospective projects or concerned Government entities. As on the date of this Notice, the projects are at various stages of bidding and have not been awarded to the Company.

Interim Use of Issue Proceeds

Pending utilisation, the Issue Proceeds may be deployed in money market instruments, money market mutual funds, deposits with scheduled commercial banks, securities issued by the Government of India or such other permitted instruments/business opportunities, as may be approved by the Board, subject to applicable laws.

ii) Relevant Date

The "Relevant Date" as per Chapter V of the SEBI ICDR Regulations, for the determination of thefloor price for equity shares to be issued is Monday, August 31, 2026, i.e. 30 (thirty) days prior to the date of this Annual General Meeting.

iii) Particulars of the Preferential Issue including date of passing of Board resolution

The Board, at its meeting held on September 2, 2026 has, subject to the approval of the Members and such other approvals as may be required, approved the issuance of up to 10,00,000 equity share to the Proposed Allottee, each at a price of Rs.161 per share (including a premium of INR 151 per share), aggregating up to INR 16.10 crore, for a cash consideration, by way of a preferential issue on a private placement basis.

iv) Kinds of securities offered and the price at which security is being offered, and the total/ maximum number of securities to be issued

Up to 10,00,000 equity share to the Proposed Allottee, each at a price of Rs.161 per share (including a premium of INR 151 per share), aggregating up to INR 16.10 crores, such price being not less than the floor price as on the relevant date (as set out below) determined in accordance with the provisions of chapter V of the SEBI ICDR Regulations.

v) Basis or justification for the price (including the premium, if any) has been arrived at

In terms of the SEBI ICDR Regulations, the floor price at which the shares can be issued is Rs. 160.01 per share, as per the pricing formula prescribed under the SEBI ICDR Regulations for the Preferential Issue and is the highest of the following:

a) 90 (ninety) trading days volume weighted average price (VWAP) of the equity shares of theCompany preceding the Relevant Date: i.e. INR 160.01 per equity share.

b) 10 (ten) trading days volume weighted average price (VWAP) of the equity shares of the Company preceding the Relevant Date: i.e. INR 158.26 per equity share.

c) Floor price determined in accordance with the provisions of the articles of association of the Company. However, the articles of the association of the Company does not provide for any method of determination for valuation of shares which results in floor price higher than determined price pursuant to SEBI ICDR Regulations.

Since the Proposed Preferential Issue is expected to allot more than 5% (five per cent) of the post issue fully diluted share capital of the Company to an allottee or to allottees acting in concert, the Company has obtained a valuation report from an independent registered valuer namely Mr. Manish Motilala Jaju, registered valuer IBBI registration no. IBBI/RV/06/2019/10947, registered valuer, having office situated at D 502, Neelkanth Business Park, Vidyavihar West, Mumbai 400086, for determining the price and minimum price determined by valuer is Rs.160.01 per equity share. The copy of valuation report has been published on website of the company and accessible at link https://organicrecycling.co.in/preferential-issue/ ."

Accordingly, INR 161 (including a premium of INR 151) per equity share, approved by the Board which is not less than the minimum price i.e. INR 160.01 per share determined in accordance with Regulation 164(1), 166 & 166(A) of the SEBI ICDR Regulations.

Further, given that the equity shares of the Company have been listed for a period of more than 90 (ninety) trading days prior to the relevant date, the Company is not required to re-compute the issue price as per Regulation 164(3) the SEBI ICDR Regulations, and therefore, the Company is not required to submit the undertakings specified under Regulations 163(1)(g) and 163(1)(h) of the SEBI ICDR Regulations.

If the Company is required to re-compute the price then it shall undertake such recomputation and if the amount payable on account of the re-computation of price is not paid by the Proposed Allottees within the time stipulated in the SEBI ICDR Regulations, the equity shares proposed to be issued pursuant to this resolution would have been continued to be locked in till the time such amount would have paid by the Proposed Allottees.

vi) Amount which the company intends to raise by way of such securities

Aggregating up to Rs.16.10 crores

vii) The class or classes of persons to whom the allotment is proposed to be made

The Preferential Issue of equity shares is proposed to be made to the person belonging to Promoter category.

viii) The number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as the price

The Company has not made any issue and allotment on preferential basis, during the year until the date of Notice of this AGM.

ix) Maximum number of securities to be issued

The resolution set out in the accompanying notice authorises the Board to raise funds aggregating upto Rs.16.10 crores by way of issuance of upto 10,00,000 (Ten Lakhs) equity shares.

x) Intent of the promoters, directors or key managerial personnel of the Company to subscribe to the offer

Mr. Sarang Bhand, Promoter of the Company, as the Promoter Allottee, intends to subscribe up to 10,00,000 Equity Shares in the proposed Preferential Issue. None of the directors or key managerial personnel of the Company are intended to subscribe to the offer.

xi) Shareholding pattern of the Company before and after the Preferential Issue

Shareholding pattern Pre & Post Allotment					
Sr. No.	**Category**	**Pre-Issue as on 01st September, 2026**		**Post preferential issue**	
		Pre-Holding		**Post-Holding***	
		No. of Shares Held	**% of Share Holding**	**No. of Shares Held**	**% of Share Holding**
A	Promoters and Promoter Group Holding:				
1.	Indian:				
	Individual	2350509	15.07	3350509	20.19
	Bodies Corporate	-		-	
	Sub-Total	2350509	15.07	3350509	20.19
2.	Foreign Promoters	-		-	
	Total (A)	2350509	15.07	3350509	20.19
B	Non-promoters' holding				
1.	Institutional Investors				
	a) Mutual Fund	-	-	-	-
	b) Foreign Portfolio Investors	-	-	-	-
	Sub Total (B1)	-	-	-	-
2.	Non-Institution:				
	a) Individuals	12201465	78.22	12201465	73.51
	b) Bodies Corporate	296331	1.90	296631	1.78
	c) NRI (Repatriable)	315900	2.03	315900	1.90
	d) NRI (Non-Repatriable)	58500	0.38	58500	0.35
	e) Clearing Member	-	-	-	-
	f) Directors & Relatives	-	-	-	-
	g) Trust	900	0.01	900	0.01
	h) NBFC	-	-	-	-
	i) HUF	375300	2.41	375300	2.26
	j) Foreign Nationals	-	-		
	Sub Total (B2)	1,32,48,396	84.93	1,32,48,396	79.81
	Total (B)=(B1)+(B2)	1,32,48,396	84.93	1,32,48,396	79.81
C	Shares held by custodians against which DRs are issued	-	-	-	-
	TOTAL	1,55,98,905	100	1,65,98,905	100

* Assuming full subscription and allotment of 10,00,000 equity shares

xiii) Time frame within which the Proposed Preferential Issue shall be completed:-

In accordance with Regulation 170 of the SEBI ICDR Regulations, the allotment of the equity shares shall be completed within a period of 15 (fifteen) days from the date of passing of the resolution by the shareholders, provided that where the allotment is pending on account of pendency of any approval(s) or permission(s) from any regulatory authority / body, the allotment shall be completed by the Company within a period of 15 (fifteen) days from the date of such approval(s) or permission(s).

xiv) Principal terms of assets charged as securities

Not applicable.

xv) Material terms of raising such securities

No material terms other than those specified in this explanatory statement.

xvi) Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and / or who ultimately control the Proposed Allottees, maximum number of equity shares proposed to be issued and the percentage of post issue capital that may be held by the proposed allottees:

The Company proposes to issue equity shares by way of preferential issue to the Promoters for cash as per the details given herein below:

Sr No.	Name of the proposed Allottees	Ultimate Beneficial Owner	Category	Equity shares proposed to be allottted	Post Preferential Issue No of equity shares (% of holding)*
1.	**Mr. Sarang Bhand**	NA	Promoter (Individual)	up to 10,00,000 equity shares	33,50,509 (20.19%)

* Assuming full subscription and allotment of 10,00,000 equity shares

xvii) The percentage of the post-preferential issue capital that may be held by the Proposed Allottees (as defined hereinabove) and change in control, if any, in the Company consequent to the Preferential Issue:

Category	Pre Issue %Holding	Number of Equity Shares proposed to be allotted	Post Issue %Holding*
The Proposed Allottee is belong to person belonging to Promoter category	**23,50,509 equity shares constituting 15.07 % of the paid up equity share capital of the Company**	**up to 10,00,000 equity shares**	**33,50,509 equity shares constituting 20.19 % of the post issue paid up equity share capital of the Company**

* Assuming full subscription and allotment of 10,00,000 equity shares, % of holding of Proposed Allottee will be increased from 15.07% to 20.19%.

There will be no change in the composition of the Board nor any change in the control of the Company consequent to the Proposed Preferential Issue.

xix) Contribution being made by the promoters or directors either as part of the Preferential Issue or separately in furtherance of objects

Mr. Sarang Bhand, Promoter of the Company, as the Promoter Allottee, intends to subscribe up to 10,00,000 Equity Shares in the proposed Preferential Issue. None of the directors of the Company are intended to subscribe to the offer.

xx) Undertaking:

The Company hereby undertakes that:

a) The Company or any of its promoters or directors have not been declared as wilful defaulter or fraudulent borrower as defined under the SEBI ICDR Regulations. None of its Directors or Promoter is a fugitive economic offender as defined under the SEBI ICDR Regulations;

b) The Company is eligible to make the Preferential Issue to the Proposed Allottees under Chapter V of the SEBI ICDR Regulations;

c) As the Equity Shares have been listed for a period of more than ninety days as on the Relevant Date, the provisions of Regulation 164(3) of SEBI ICDR Regulations governing re- computation of the price of shares shall not be applicable;

d) The Company shall re-compute the price of the equity shares to be allotted under the Preferential Issue, in terms of the provisions of SEBI ICDR Regulations where it is required to do so;

e) If the amount payable on account of the re-computation of price is not paid within the time stipulated in the SEBI ICDR Regulations, the equity shares to be allotted under the Preferential Issue shall continue to be locked-in till the time such amount is paid by the allottee.

xxi) Valuation and Justification for the allotment proposed to be made for consideration other than cash

Not applicable

xxii) Lock-in period

The equity shares to be issued andallotted shall be subject to a lock-in for such period as per the provisions of Chapter V of the SEBI ICDR Regulations.

i) The current and proposed status of the allottee(s) post Preferential Issue namely, promoter or non-promoter

As mentioned above, the Proposed Allottee is belong to the person Promoter and such status will continue to remain the same post the Preferential Issue.

ii) Practicing Company Secretary's Certificate

The certificate from M/s. Anish Gupta, Practicing Company Secretary, certifying that the Preferential Issue is being made in accordance with the requirements contained in the SEBI ICDR Regulations shall be made available for inspection by the Members during the meeting and will also be made available on the Company's website and will be accessible at link: https://organicrecycling.co.in/.

iii) Other disclosures

a) The Company has not made any issue and allotment on a preferential basis, during the year until the date of Notice of this AGM.

b) The Company has made appropriate adjustments to the Issue Price, taking into consideration the previous bonus allotment of equity shares, in accordance with Regulation 166 of the SEBI ICDR Regulations.

c) The Company is in compliance with the conditions for continuous listing and is eligible to make the Preferential Issue under Chapter V of the SEBI ICDR Regulations.

d) The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer is not applicable as the allotment of equity shares under the Preferential Issue is for a cash consideration.

e) The Company has obtained the Permanent Account Numbers of the proposed allottee.

f) The Proposed Allottee has confirmed that they have not sold or transferred any equity shares of the Company during the 90 trading days preceding the Relevant Date. The Proposed Allottee has further confirmed that they are eligible under SEBI ICDR Regulations to undertake the Preferential Issue.

g) Issue of the equity shares would be within the authorised share capital of the Company.

Mr. Sarang Bhand, Promoter and Director, who intend to subscribe to the equity shares under this Preferential Issue, and his relatives including Mr. Yashas Bhand, Director, are concerned or interested in the resolution, financially or otherwise, as set out at Item No. 3, to the extent of their shareholding in the Company as general shareholders. Save and except for the above, none of the other Directors, Key Managerial Personnel and/or their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution as set out at Item No. 3 of the Notice.

In accordance with the provisions of Sections 23, 42 and 62 of the Act read with applicable rules thereto and relevant provisions of the SEBI ICDR Regulations, approval of the Members for issue and allotment of the said equity shares to the Proposed Allottees is being sought by way of a special resolution as set outin the said item no. 1 of the Notice.

The Board of Directors hereby recommends the resolution at Item No. 3 of the accompanying Notice for approval by the Members of the Company as a Special Resolution.

By Order of the Board of Directors
For Organic Recycling Systems Limited

Sarang Bhand
Managing Director (01633419)
Place: Mumbai
Date: 02-09-2026

Registered office:
Organic Recycling Systems Limited

Annexure to the Notice

Details of the Directors retiring by rotation / seeking re-appointment at the 18th Annual General Meeting

[Pursuant to Regulations 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meeting]

ANNEXURE A

Name of the Director	Mr. Yashas Bhand
DIN	07118419
Date of Birth	19-03-1990
Age	36 Years
Date of First Appointment on the Board	20th October, 2020
Qualification	M.Tech in (Biotechnology) with Post graduate diploma in Business law and entrepreneurship. Solid Waste Management Planning Certification from UNESCOs
Brief Resume, Experience and Expertise in Functional Area	As a seasoned professional he has been instrumental in carrying various in-house R&D activities. He drives a team for developing training modules, and implementing workshops for officials, consultants and other stakeholders in the waste management sector Since 2016, he has been also heading new Technology development team and Operation department of the Company. He played a key role in the development of the decentralization of the bio-gas technology.
Terms and Conditions of Re-appointment	Mr. Yashas Bhand was re-appointed as whole-time director for a period of 3 (Three) years with effect from October 01, 2025 to September 30, 2028.
Number of Meetings of the Board attended during the FY 2025-2026	7(Seven)
Remuneration last drawn	Rs.24 lacs for FY 2025-2026
Remuneration sought to be paid	Mr. Yashas Bhand is entitled to receive remuneration upto such limit and on such terms and conditions as approved by the members of the Company vide special resolution dated September 11, 2025.
List of Listed Companies and/ or Bodies Corporate in which Directorships Held	Mr. Yashas Bhand does not hold any directorship in the other Listed Company. Details of other companies and body corporates are as under: 1. Solapur Bioenergy Systems Private Limited 2. Organic Waste (India) Private Limited 3. Pune Urban Recyclers Private Limited 4. Meerut Bio-Energy Systems Private Limited 5. Five Elements Environment Ventures Private Limited 6. Five Elements Research Foundation
Membership(s)/ Chairmanship(s) of the committees of Directors of other Companies	Nil
Shareholding in the Company including as a beneficial owner	Nil
Relationship with other Directors and Key Managerial Personnel of the Company	There is inter Se relationship between Mr. Yashas Bhand with Mr. Sarang Bhand and Mrs. Janaki Sarang Bhand.
Listed entities from which the Director has resigned in the past three years	NIL

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Notes

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