VIVID GLOBAL INDUSTRIES LIMITED

39th

Annual Report 2025-26

BOARD OF DIRECTORS:

SHRI. SUMISH S.MODY	MANAGING DIRECTOR
SMT. MEENA SUMISH MODY	NON-EXECUTIVE DIRECTOR
SHRI. MITEN S. MODY	WHOLE-TIME DIRECTOR
SHRI. MAHESH SHIVRAM GHARAT	INDEPENDENT DIRECTOR
SHRI. NITIN ANANT ZUJAM	INDEPENDENT DIRECTOR
SHRI. NAINESH DESAI	INDEPENDENT DIRECTOR

CHIEF FINANCIAL OFFICER
SHRI SUMIRAN SUMISH MODY

COMPANY SECRETARY:
SMT. NILAM PRADEEP BAJORIA

BANKERS:
KOTAK MAHINDRA BANK LIMITED
178/181 , BHABHA BUILDING,
OPP. GANGA JAMUNA THEATRE ,
TARDEO ROAD, MUMBAI - 400007

AUDITORS:
M/s. K.M.KAPADIA & ASSOCIATES,
SHOP NO. 49, 1ST FLOOR,
ASHOKA SHOPPING CENTRE,
L. T. MARG, MUMBAI – 400001

INTERNAL AUDITOR:
MR. AJAY MEHTA

SECRETARIAL AUDITOR:
PANKAJ S DESAI

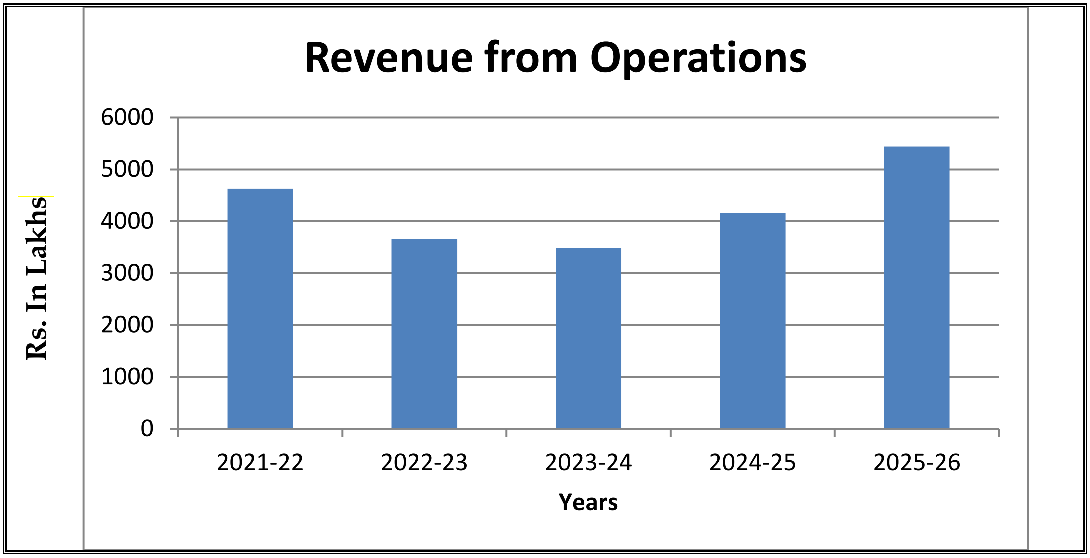
REGISTERED OFFICE:
D-21/1, M.I.D.C., TARAPUR,
VIA BOISAR, DIST. PALGHAR – 401506, MAHARASHTRA

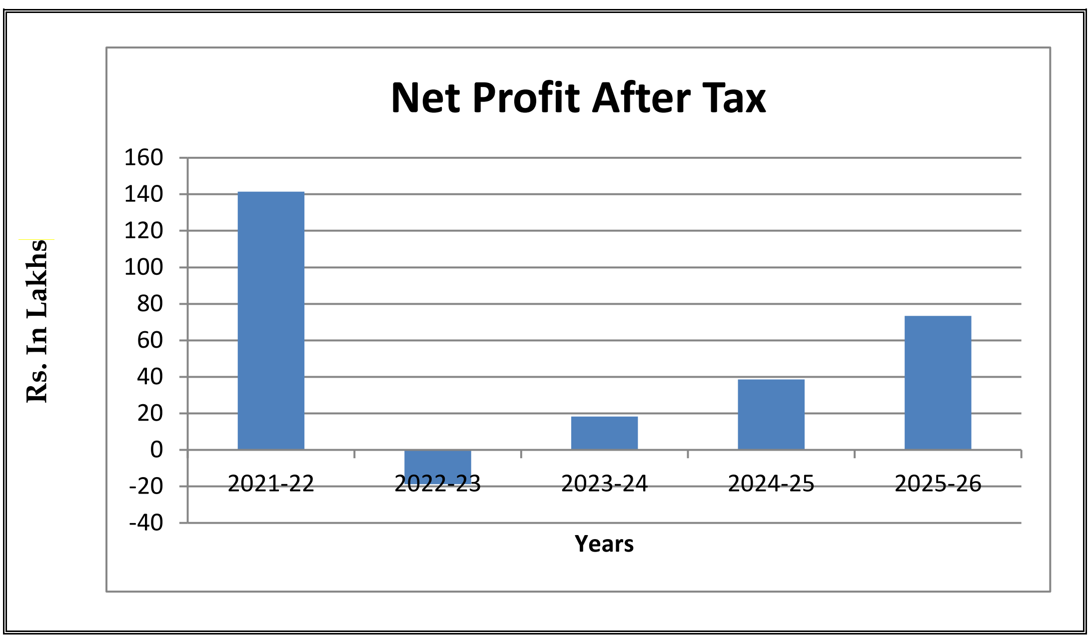
ADMINISTRATIVE OFFICE:
C/o. SUMICHEM CORPORATION,
1-D, DHANNUR BUILDING,
SIR. P.M.ROAD, FORT,
MUMBAI – 400001

EMAIL ID : info@vividglobalinds.com
WEBSITE URL : www.vividglobalinds.com

REGISTRAR & SHARE TRANSFER AGENTS:
REGD. OFFICE & INVESTOR RELATION CENTRE:
MUFG INTIME INDIA PRIVATE LIMITED
(FORMERLY LINK INTIME INDIA PRIVATE LIMITED)
C 101, 247 PARK, L B S MARG,
VIKHROLI WEST, MUMBAI - 400083.

PERFORMANCE HIGHLIGHTS





Notice

NOTICE IS HEREBY GIVEN THAT THE THIRTY NINETH ANNUAL GENERAL MEETING (AGM) OF THE MEMBERS OF VIVID GLOBAL INDUSTRIES LIMITED (CIN: L24100MH1987PLC043911) WILL BE HELD ON TUESDAY, 29TH SEPTEMBER, 2026 AT 11.00 A.M. THROUGH VIDEO CONFERENCING/OTHER AUDIO-VISUAL MEANS, DEEMED TO BE HELD AT REGISTERED OFFICE TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To receive consider and adopt the Annual Standalone Financial Statements consisting of the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and Explanatory Notes annexed to, and forming part of, any of the above documents together with the reports of the Board of Directors and the Auditors thereon. (Ordinary Resolution)

2. To appoint Director in place of Mr. Miten Sudhir Mody (DIN: 02422219), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible offers himself for re-appointment. (Ordinary Resolution)

“**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act,2013, Mr. Miten Sudhir Mody (DIN: 02422219), who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation.”

SPECIAL BUSINESS:

3. To increase the overall managerial remuneration and in this regard to consider and if thought fit, to pass the followingresolution as a Special Resolution:

“**RESOLVED THAT** in accordance with the provisions of Section 197 of the Companies Act, 2013 as amended by the Companies (Amendment) Act, 2017, read with Section I of Part II of Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to the recommendation of Nomination and Remuneration Committee, approval of the members of the Company be and is here by accorded to pay overall managerial remuneration in respect of any financial year in excess of 11% of the net profits of the Company computed in the manner laid down in Section 198 of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take such steps and to do all other acts, deeds and things as may be necessary or desirable to give effect to this resolution.”

4. Re-appointment of Mr. Sumish S. Mody (DIN: 00318652) as Managing Director of the Company with effect from 1stNovember, 2026 to 31st October, 2031. (Special Resolution)

“**RESOLVED THAT** pursuant to the provisions of sections 196, 197 and 198 read with Schedule V and all other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and such other approvals, permissions and sanctions, as may be required and subject to such conditions and modifications, as may be prescribed or imposed by any of the authorities while granting such approvals, permissions and sanctions, approval of the Company be accorded to the re-appointment of Mr. Sumish S. Mody (DIN: 00318652) as the Managing Director of the Company with effect from 1st November, 2026 to 31st October, 2031. (both days inclusive), liable to retire by rotation, and that he may be paid remuneration mentioned herein below,with liberty and authority to the Board of Directors, to alter, modify and revise the terms and conditions of the said re-appointment and remuneration, from time to time within the limits laid down in the subsisting provisions of the Act:

I. Remuneration:

Salary: 4,10,000/-per month

II. Perquisites, Benefits and Facilities: -

a. Medical Reimbursement: Expenses incurred by Shri. Sumish S. Mody and / or his family subject to a ceiling of one month's salary per year or five months' salary over a period of five years.

b. Leave Travel Concession: Leave travel concession for Shri. Sumish S. Mody and / or his family,once in a year incurred in accordance with the Rules of the Company.

c. Contribution to Provident Fund/ Superannuation Fund/ Annuity Fund will not be included in thecomputation of the ceiling on perquisites to the extent that these either singly or put together arenot taxable under the Income Tax Act.

d. The Company shall provide a car with a driver and a telephone at the residence of Shri. SumishS. Mody. Provision of car for use in Company's business and telephone at residence will not beconsidered as perquisites.

e. The Company shall pay fee of clubs as per rules of the Company, subject to a maximum of twoclubs.

The perquisites wherever applicable, shall be valued as per the Income Tax Rules, 1962.

III. Other Benefits: -

a. Reimbursement of expenses: Reimbursement of travelling, entertainment and other expenses incurred by him during the course of the business of the Company as per the rules of the Company. gs.

b. He shall not become interested or otherwise be connected directly or through his wife and /or dependent children in any selling agency of the Company without prior approval of the Central Government.

c. The appointment may be terminated by the Company or by Mr. Sumish S. Mody by giving not less than three months' prior notice in writing. e. In the event of death during the term of his office, the Company shall pay to Mr. Sumish S. Mody's legal heirs his full salary and other emoluments for that month and three months thereafter.

RESOLVED FURTHER THAT Mr. Sumish S. Mody shall be entitled to reimbursement of actual expenses including travelling, hotel bills, conveyance, entertainment, miscellaneous expenses and incidentals incurred by him on behalf of and for the business of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include the Nomination and Remuneration / Compensation Committee of the Board) in the event of no profit or inadequate profit may alter and vary the terms and conditions of the said re-appointment and / or remuneration as it may deem fit and as may be acceptable to Mr. Sumish S. Mody, subject to the same not exceeding the limits specified under Schedule V of the Companies Act, 2013 or any statutory modification(s) or re-enactments thereof."

Registered Office:
D-21/1 M.I.D.C., Tarapur,
Via Boisar, Dist.Palghar – 401506,Maharashtra
• Email: info@vividglobalinds.com | Website: www.vividglobalinds.com
• Contact No.: (91) 22-2261 9531 / 2261 9550

Place: Mumbai
Date: 06/08/2026

By Order of the Board of Directors

Sd/-
Sumish S. Mody
(Managing Director)
DIN: 00318652

IMPORTANT COMMUNICATION TO MEMBERS – GREEN INITIATIVE IN CORPORATE GOVERNANCE

The Ministry of Corporate Affairs (MCA) has taken a Green Initiative in Corporate Governance by allowing paperless compliances by the Companies and has issued a Circular stating that service of all documents including Annual Reports can be sent by e-mail to its Members. Your Company believes that this is a remarkable and environment friendly initiative by MCA and requests all Members to support in this noble cause. The Company has already embarked on this initiative and proposes to send documents including Annual Reports in electronic form to the Members on the email address provided by them to the R&T Agent/the Depositories. Members who hold shares in physical form are requested to intimate/update their email address to the Company/R&T Agent while Members holding shares in Demat form can intimate/update their email address to their respective Depository Participants. Members are requested to further note that they will be entitled to be furnished, free of cost, the physical copy of the documents sent by e-mail, upon receipt of a requisition from them.

Notes:

1. Explanatory Statement pursuant to Section102(1) of the CompaniesAct,2013relatingtotheSpecialBusinesses, to be transacted at the meeting is attachedhereto. Further, the relevant details with respect to "Directors retiring by rotation/ seeking appointment/re-appointment at this AGM" are also provided as **Annexure I.** [Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India].

2. Pursuant to General Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs ("MCA"), in continuation of General Circular No. 20/2020 dated May 5, 2020 and other applicable circulars issued by the MCA from time to time, companies are permitted to conduct their Annual General Meetings through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") without the physical presence of Members at a common venue, till further orders, in accordance with the requirements laid down in the said circulars. Accordingly, the 40th Annual General Meeting ("AGM") of the Company is being convened through VC/OAVM in compliance with the applicable provisions of the Companies Act, 2013 ("Act"), the rules made thereunder, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), Secretarial Standard-2 on General Meetings ("SS-2") and applicable circulars issued by the MCA and SEBI from time to time. The deemed venue for the AGM shall be the Registered Office of the Company.

3. Notice of the AGM along with the Integrated Annual Report for Financial Year ("F.Y.") 2025-26 is being sent by electronic mode to those Members whose e-mail IDs are registered with the Company or National Securities Depository Limited ("NSDL")/Central Depository Services (India) Limited ("CDSL"), collectively ("Depositories").

   Members whose e-mail addresses are not registered with the Company, RTA or Depositories will be sent a letter providingthe web-link, including the exact path, from where the complete Integrated Annual Report for the Financial Year 2025-26 and the Notice of the AGM can be accessed, in accordance with Regulation 36(1)(b) of the SEBI Listing Regulations.

   The Notice and Integrated Annual Report FY 2025-26 is available on the following websites (a) Company - https://vividglobalinds.com (b) BSE Limited - https://www. bseindia.com/(c) NSDL - i.e. https://www.evoting. nsdl.com/.

4. Pursuant to the provisions of the Companies Act, 2013 ("the Act"), a Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this Meeting will be held through VC/OAVM, in accordance with 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 Meeting and hence the Proxy Form, Attendance Slip and route map of AGM are not annexed to this Notice.

5. Institutional Shareholders/Corporate Shareholders (i.e. other than individuals, HUFs, NRIs, etc.) are entitled to appoint authorised representatives to attend and participate in the 39th Annual General Meeting ("AGM") through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") on their behalf and to vote through remote e-Voting and e-Voting during the AGM. Such Members are required to send a scanned copy (PDF/JPG format) of their respective Board or Governing Body Resolution/Authorization, as applicable, authorising their representative to attend and vote at the AGM, in accordance with the procedure prescribed by National Securities Depository Limited ("NSDL") and the instructions provided for e-Voting and participation in the AGM.

6. Members attending the AGM through VC/OAVM shall be counted for the purpose of determining the quorum [Section 103 of the Act].

7. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company as on **Tuesday, September 22, 2026** (Cut-off date) will be entitled to vote during the AGM.

8. The Register of Beneficial Owners, Register of Members and Share Transfer Books of the Company will remain closed from **Wednesday, September 23, 2026** to **Tuesday, September 29, 2026** (both days inclusive).

9. 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 above mentioned MCA / SEBI Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited ("NSDL") for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by NSDL.

10. 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 to atleast 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.

11. The SEBI has mandated submission of Permanent Account Number ("PAN") by every participant in securities market. Accordingly, Members holding shares in electronic form are requested to submit their PAN to their respective Depository Participants.

12. The facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13 (Nomination Form). [Section 72 of the Act]. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form ISR-3 (Declaration to Opting-out of Nomination) or SH-14 (Cancellation or Variation of Nomination) as the case may be. The members are requested to submit the said details to their DP in case the shares are held by them in dematerialized form and to RTA in case the shares are held in physical form.

13. As per Regulation 40 of the SEBI Listing Regulations, as amended from time to time, SEBI has mandated the Listed Companies to process service requests for issue of securities in dematerialized form only, subject to folio being KYC compliant. Accordingly, **SEBI Master Circular for Registrars to an Issue and Share Transfer Agents dated February 06, 2026** and **SEBI Circular No. HO/38/13/(3)2026-MIRSD-POD/I/3763/2026 dated January 30, 2026**

on *"Ease of Doing Investment and Ease of Doing Business – Doing away with requirement of issuance of Letter of Confirmation ("LOC") and to effect direct credit of securities in dematerialisation account of the investor"*, the requirement of issuance of Letter of Confirmation for specified investor service requests has been dispensed with. Securities arising out of eligible investor service requests, including issuance of duplicate securities certificates, transmission, transposition, claim from unclaimed suspense account and certain corporate actions, shall be directly credited to the investor's demat account in accordance with the applicable SEBI requirements and prescribed procedure.

Members holding securities in physical form are requested to ensure that their folios are KYC compliant and to submit the requisite forms and documents, including **Form ISR-4, wherever applicable**, to the Company/Registrar and Share Transfer Agent ("RTA") for processing of eligible service requests. The applicable forms and requirements may be obtained from the RTA.

Further, pursuant to **SEBI Circular No. HO/38/13/11(2)2026-MIRSD-POD/I/3750/2026 dated January 30, 2026**on *"Ease of Doing Investment – Special Window for Transfer and Dematerialisation of Physical Securities"*, a special window for transfer and dematerialisation of physical securities transferred/purchased prior to April 01, 2019 has been provided from **February 05, 2026 to February 04, 2027**, subject to the terms and conditions specified in the said circular.

Members are requested to contact the Company/RTA for assistance in dematerializing their securities and for availing the applicable investor service facilities.

14. Members seeking any information with regard to the financial statements or any other matters to be placed at the AGM are requested to write to the Company on info@vividglobalinds.comat least 7 days prior to the Annual General Meeting to enable the Company to compile the information and provide replies at the Meeting, from their registered e-mail ID, mentioning their name, DP ID and Client ID/Folio No. The same will be replied by the Company suitably.

15. In line with the MCA Circulars and the SEBI Circulars, Annual Report for the financial year 2025-26 along with the Notice of 39th Annual General Meeting inter alia indicating the process and manner of e-voting, will be sent through electronic mode to the Members whose email addresses are available with the Companys' RTA/Depositories/ Depository Participants as on cutoff date **Tuesday**, **September 22, 2026**. The Members whose e-mail addresses are not registered with the Company are requested to register their email id with RTA/Depositories/Depository Participants.

16. Speaker Registration/Questions for the Meeting: Members, who would like to express their views/have questions are requested to send registrations along with the questions in advance mentioning their name, demat account number/ folio number, email id and mobile number at info@vividglobalinds.comon or before **Wednesday, September 23, 2026**. Those Members who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the Meeting. The Company reserves the right to restrict the number of questions/speakers depending on the availability of time for the Meeting.

17. The remote e-voting facility will be available during the following voting period :

    Commencement of remote E-voting: From 09.00 a.m. (IST) on **Saturday, September 26, 2026**

    End of remote e-voting: Upto 05.00 p.m. (IST) on **Monday, September 28, 2026**

18. 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 i.e. **Tuesday, 22nd September, 2026** ("Cut-off date") only shall be entitled to avail the facility of remote e-voting or voting at the Meeting, as the case may be, in proportion to the shares held by them as on the Cut-off date.

The e-voting module shall be disabled by NSDL for voting thereafter. Members have the option to cast their vote on any of the resolutions using the remote e-voting facility, either during the period commencing from **Saturday, September 26, 2026** to **Monday, September 28, 2026** or e-voting during the AGM. Members who have voted on some of the resolutions during the said voting period are also eligible to vote on the remaining resolutions during the AGM.

19. The facility for E-voting shall also be provided at the Meeting (AGM). The members attending the AGM who have not cast their vote earlier by remote e-voting shall be entitled to vote at the Meeting. A Member can participate in the Meeting even after exercising their right to vote through remote e-voting but shall not be allowed to vote again at the Meeting.

20. Once the member has confirmed his/her/its voting on the resolution(s), he/she will not be allowed to modify his/her/ its vote or cast the vote again.

21. Any person who acquires shares of the Company and becomes a Member of the Company after sending/dispatch of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at https://www.evoting.nsdl.com/. However, if he/she is already registered user for remote e-voting then he/she can use his/her existing User ID and password for casting the vote.

22. Mr. Pankaj S. Desai (Certificate of Practice No. 4098) Practicing Company Secretary, Mumbai, has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner for the purpose of 39th Annual General Meeting.

23. The Scrutinizer shall, after the conclusion of voting at the Meeting (AGM), first count the votes cast at the Meeting and thereafter unblock the votes cast through remote e-voting and shall submit, not later than forty-eight hours of the conclusion of the Annual General Meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or any other person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

24. The Results shall be declared by the Chairman or any other person authorized by him within forty-eight hours from the conclusion of the Meeting. The results declared shall alongwith the consolidated Report of the Scrutinizer be placed on the website of the Company i.e. www.vividglobalinds.com and on the website of NSDL at https://www.evoting.nsdl.com/ immediately after the declaration of results. The results shall simultaneously be forwarded to the BSE Limited, Mumbai.

25. Instructions for e-voting and attending the 39th Annual General Meeting is annexed and forms part of this Notice.

26. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DPs and holdings should be verified from time to time.

27. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or MUFG Intime India Private Limited (Formerly Link Intime India Private Limited) (RTA), the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such members after making requisite changes.

28. Members are requested to

    i. Intimate to MUFG Intime India Private Limited (Formerly Link Intime India Private Limited) (RTA), changes, if any, in their name, postal address, in case of shares held in physical form

    ii. Intimate to the respective DPs, changes, if any, in their e-mail address, telephone/mobile numbers, PAN, mandates, nominations, power of attorney, bank details such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc.

iii. Quote their folio numbers/ Client ID/ DP ID in all correspondence

iv. Consolidate their holdings into one folio in case they hold shares under multiple folios in the identical order of names

v. Register their PAN with their DPs, in case of shares held in Demat form and MUFG Intime India Private Limited (Formerly Link Intime India Private Limited) / Company, in case of shares held in physical form, as directed by SEBI

29. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act, and relevant documents referred to in this Notice or Explanatory Statement will be available electronically for inspection by the Members before as well as during the AGM. Members seeking to inspect such documents can send an e-mail to info@vividglobalinds.com.

30. Your attention is invited on the Companies (Significant Beneficial Ownership) Amendment Rules, 2019 issued by the Ministry of Corporate Affairs on 8th February 2019. A person is considered as a Significant Beneficial Owner (SBO) if he/she, whether acting alone, together or through one or more individuals or trust holds a beneficial interest of at least 10%. The beneficial interest could be in the form of a Company's shares or the right to exercise significant influence or control over the Company. If any Shareholders holding shares in the Company on behalf of other or fulfilling the criteria, is required to give a declaration specifying the nature of his/her interest and other essential particulars in the prescribed manner and within the permitted time frame.

31. SEBI has established a common Online Dispute Resolution Portal ("ODR Portal - https://smartodr.in/login") to raise disputes arising in the Indian Securities Market. Post exhausting the option to resolve their grievances with the RTA/ Company directly and through SCORES platform, the investors can initiate dispute resolution through the ODR Portal. [SEBI Master Circular No. SEBI/HO/ OIAE/OIAE_IAD-3/P/CIR/2023/195 dated 28thDecember, 2023]

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

The remote e-voting period begins on Saturday, the 26.09.2026 (9.00 a.m.) and ends on Monday, the 28.09.2026 (5.00 p.m.). The voting by electronic means shall not be allowed beyond 5.00 p.m. on 28.09.2025. During the e-voting period, Members/Beneficial Owners of the Company, holding shares either in physical or dematerialized form, as on end of the day of business hours 22.09.2026 will be eligible to cast their vote electronically. Once the vote on a resolution is cast by the shareholder, it cannot be changed subsequently. The remote e-voting module shall be disabled by NSDL for voting thereafter.

Pankaj S. Desai, Practicing Company Secretaries, has been appointed as Scrutinizer having their office at 5/14, Malad C.H.S., Opp. Saraf Hall, Poddar Park, Malad (East), Mumbai – 400097, to scrutinize the e-voting process in a fair and transparent manner.

The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.

The Results shall be declared within forty eight hours from the conclusion of the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.vividglobalinds.com and on the website of NSDL within two(2) days of passing of the resolutions at the AGM of the Company and communicated to BSE Limited (BSE) accordingly.

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 SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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.	1. 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.

	1. 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 2. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider 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. 3. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest arehttps://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 1. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of **e-Voting service provider i.e. NSDL.** Click on **NSDL** to cast your vote. 2. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 3. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in 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 provided links for the respective ESP i.e. **NSDL** where the e-Voting is in progress.
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.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

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.

1. 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***

2. Password details for shareholders other than Individual shareholders are given below:

a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

a) 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.

b) How to retrieve your 'initial password'?

(i) 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'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

3. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:

a) 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.

b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

4. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

5. Now, you will have to click on "Login" button.

6. 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 General 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

1. 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 shirdipankaj@hotmail.com with a copy marked to evoting@nsdl.co.in.
2. 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.
3. 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 toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at evoting@nsdl.co.in

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 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 info@vividglobalinds.com.
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 info@vividglobalinds.com. 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. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are 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 EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/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 EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
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 EGM/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 link" placed under **"Join General meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join General 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.
5. 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 (info@vividglobalinds.com) from 23rd September, 2025 to 25th September, 2025. The same will be replied by the Company suitably.
6. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

Registered Office:
D-21/1 M.I.D.C., Tarapur,
Via Boisar, Dist.Palghar – 401506,Maharashtra
• Email: info@vividglobalinds.com | Website: www.vividglobalinds.com
• Contact No.: (91) 22-2261 9531 / 2261 9550

By Order of the Board of Directors

Sd/-
Sumish S. Mody
(Managing Director)

Place: Mumbai
Date: 06/08/2026

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 READ WITH RULE 22 OF THECOMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014

Item No. 3: To increase the overall managerial remuneration:

As per Section 197 of the Companies Act, 2013 as amended by Companies (Amendment) Act, 2017 which has become effective since September 12, 2018, total managerial remuneration payable by the Company to its directors, including managing director and whole-time director and its manager in respect of any financial year may exceed 11 % (eleven per cent) of the net profits of the Company calculated as per the Section 198 of the Companies Act, 2013, provided that the same has been approved by the shareholders of the Company by way of Ordinary Resolution/Special Resolution. The requirement of Central Government approval which was hitherto required has been done away with.

Pursuant to the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company in its meeting held on 06th August, 2026 recommended to pay overall managerial remuneration in respect of any financial year in excess of 11% of the net profits of the Company computed in the manner laid down in Section 198 of the Companies Act, 2013.

Except Shri. Sumish S. Mody, Shri. Miten Mody& Smt. Meena S. Mody, none of the Directors and Shri. Sumiran Sumish Mody, CFO, none of Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the resolution set out in Item No. 3.

The Board of Directors recommends the resolution for approval by the members.

Item No. 4: To Re-appoint Mr. Sumish S. Mody (DIN: 00318652) as Managing Director of the Company with effect from 1st November, 2026 to 31st October, 2031.:

The members at the Thirty Ninth Annual General Meeting held on 29th September, 2026 had approved the appointment of Mr. Sumish S. Mody as Managing Director of the Company for a period of 5 years with effect from 1st November, 2026 as per the terms mentioned therein. The term of 5 years of Shri. Sumish S. Mody in the office of Managing Director would be expiring on 31st October, 2031.

Taking into account the responsibilities borne by the Managing Director and the industry standards, the Board of Directors of the Company at its Meeting held on 6th August, 2026 pursuant to the recommendation of the Nomination and Remuneration / Compensation Committee and subject to the approval of members, approved the re-appointment and remuneration of Shri. Sumish S. Mody, Managing Director under the Companies Act, 2013 for a term of 5 years with effect from 1st November, 2026, being liable to retire by rotation.

Pursuant to the provisions of Section 196, 197, 203 of the Companies Act, 2013 and all other applicable provisions of the Companies Act, 2013, including Schedule V to the said Act and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the appointment and remuneration payable to the Managing Director is now being placed before the members in the 39th Annual General Meeting for their approval by way of a Special Resolution.

The remuneration proposed to be payable to Shri. Sumish S. Mody by way of salary, allowances, perquisites and benefits is within the limit prescribed under Section 197 of the Companies Act, 2013.

Except Shri. Sumish S. Mody, Shri. Miten Mody& Smt. Meena S. Mody, none of the Directors and Shri. Sumiran S.Mody, CFO, none of Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the resolution set out in Item No.

The Board of Directors recommends the resolution for approval by the members.

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

(In pursuance of Regulation 36(3) of the LODR Regulation, 2015)

1.	Name of the Director	Shri. Miten Sudhir Mody	Shri. Sumish Sudhir Mody
2.	DIN	02422219	00318652
3.	Date of Birth	14/12/1974	09/06/1972
4.	Date of Original Appointment	11/08/2014	09/06/1993
5.	Experience in specific Areas	He has experience in designing and production activity of managing a chemical industry	He is looking after Production, Marketing, Finance, Exports, Imports, Trading activities, Banking, etc.
6.	Qualifications	Bachelors of Science in Chemical Engineering (U.S.A) Graduate Diploma in Engineering Management (Australia)	M.B.A. (Finance & Marketing) from Rider University, U.S.A.
7.	No. of shares held in the company	520320 Equity shares	1732664 Equity shares
8.	Relationship with other Directors	Shri. Sumish Sudhir Mody – Brother Smt. Meena Sumish Mody – Sister in Law	Smt. Meena Sumish Mody – Wife Shri. Miten S. Mody – Brother Shri Sumiran Sumish Mody – Son
9.	Directorships in other Companies	Vivid Intermediates Private Limited Shlokee Builders And Developers Private Limited	Vivid Intermediates Private Limited Shlokee Builders And Developers Private Limited
10.	Membership / Chairmanship of Committees other than Vivid Global Industries Limited	Nil	Nil

Registered Office:
D-21/1 M.I.D.C., Tarapur,
Via Boisar, Dist.Palghar – 401506,Maharashtra
• Email: info@vividglobalinds.com | Website: www.vividglobalinds.com
•Contact No.: (91) 22-2261 9531 / 2261 9550

By Order of the Board of Directors

Sd/-
Sumish S. Mody
(Managing Director)
DIN: 00318652

Place: Mumbai
Date: 06/08/2026

DIRECTORS' REPORT

To
Dear Members,
VIVID GLOBAL INDUSTRIES LIMITED
(CIN: L24100MH1987PLC043911)

Mumbai

Your Directors are pleased to present the 39th Annual Report of the Company together with the Audited Financial Statements for the year ended 31st March, 2026.

SUMMARY OF FINANCIAL RESULTS OF THE COMPANY:(Rs. In Lakhs)

Particulars	31st March, 2026	31st March, 2025
Income from Operations & Other income excluding Excise &VAT (GST)	5441.98	4163.37
Profit/(Loss) before Depreciation & Interest	291.27	129.11
Less: Depreciation & Interest	64.49	74.15
Net Profit / (Loss) before Exceptional items and Tax	92.78	54.96
Less: Prior years adjustments, Current tax, Deferred tax etc.	19.42	14.72
Less: Exceptional items/Prior Period Items	0.00	1.65
Net Profit / (loss) after tax	73.36	38.58
Net Profits after Dividends	73.36	38.58
Add/Less: Profit/(Loss) Brought forward	940.36	901.76
Balance carried to Balance Sheet	**1013.7**	**940.36**

The Company has recorded a marginally higher total income of Rs. 5441.98 Lakhs as compared to Rs. 4163.37 Lakhs for the previous year whereas the company has reported a profit after tax of Rs. 73.36 lakhs in the current year as against a net profit after tax of Rs.38.58 Lakhs for the previous year.

DIVIDEND:

During the year, your directors have not recommended any dividend for the year in order to accumulate the reserve.

DEPOSITS:

Your Company has not accepted any deposits within the meaning of Section 73 (1) and 74 of the Companies Act, 2013 read together with the Companies (Acceptance of Deposits) Rules, 2014. Your Company held no deposit in any form from anyoneduring the financials year ended 31st March, 2026, which was overdue or unclaimed by the depositors.

TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND:

The Company was required to transfer any amount to unclaimed dividend to investor education and protection fund.

CHANGE IN THE NATURE OF BUSINESS, IF ANY:

There was no change in the nature of business of the Company during the year.

TRANSFER TO RESERVES:

During the year under review no fund was transferred to General Reserve.

BOARD OF DIRECTORS AND KMPS:

The Composition of the Board during the year under review was as per the provisions of Regulation 17(1) of Listing Regulation read with the Companies Act, 2013. As on March 31, 2026, the Company has Six (6) Directors of which four are Non-Executive Directors (including one Women Directors). The Company has Three Independent Directors.

Pursuant to Section 152 of the Companies Act, 2013 Mr. Miten Sudhir Mody (DIN: 02422219), Director, retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment. Your Board has recommended him re-appointment.

The following appointments / re-appointments / change in designations / resignations, etc has been taken place on Board in the office of Directors and KMPs of the Company, upon recommendation of Nomination and Remuneration Committee during the year under review.

1. Mr. Sumish S. Mody (DIN: 00318652), a Managing Director (MD) of the company upon expiry of his present term on November 01, 2026, was appointed/re-designated as the Managing Director of the Company for a period of 5 (five) years w.e.f November 01, 2026 upto October 31, 2031. A Special resolution seeking member's approval for his appointment/re-appointment has been sought through AGM resolution.

None of the Directors are disqualified for appointment/re-appointment under Section 164 of the Act. As required by law, this position is also reflected in the Auditors' Report.

As required under Regulation 36(3) of the listing Regulations with the stock exchanges, the information on the particulars of Directors proposed for appointment/re–appointment has been given in the notice of annual general meeting.

MANAGEMENT:

There is no change in Management of the Company during the year under review.

DIRECTORS' RESPONSIBILITY STATEMENT:

In accordance with the provisions of Section 134 (3) (c) and 134 (5) of the Companies Act, 2013, and based on the information provided by management, your Directors' state that:

(a) In the preparation of the Annual Accounts for the financial year ended 31st March, 2026 the applicable accounting standards have been followed.

(b) Directors have selected such Accounting policies 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 31st March, 2026 and of the profit of the Company for the year ended on that date.

(c) Director have taken Proper and sufficient care to the best of their knowledge and ability for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

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

(e) Director have laid down internal financial controls commensurate with the size of the Company and that such financial controls were adequate and were operating effectively; and

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

STATEMENT OF DECLARATION GIVEN BY INDEPENDENT DIRECTORS:

The Independent Directors of the Company, viz. Mr. Mahesh ShivramGharat(DIN – 08272531), Mr. Nitin Anant Zujam(DIN – 08272546) and Mr. Nainesh Desai (DIN: 08452630)have affirmed that they continue to meet all the requirements specified under Regulation16(1)(b)of the listing regulations in respect of their position as an "IndependentDirector" of Vivid Global Industries Limited.The Independent Directors of the Company have confirmed compliance of relevant provisions of Rule 6 of the Companies (Appointments and Qualifications of Directors) Rules, 2014. The N&R Committee had adopted principles for identification of Key Managerial Personnel, Senior Management including the Executive Directors.

Further, all the Independent Directors have submitted their disclosures to the Board that they fulfill all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules. In terms of Regulation 25(8) of Listing Regulations, they have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their liability to discharge their duties.

The Independent Directors have confirmed that they have complied with the Company's Code of Business Conduct & Ethics.

The Board is of the opinion that the Independent Directors of the Company possess requisite qualifications, experience and expertise and that they hold the highest standards of integrity.

All Independent Directors are familiarized with the operations and functioning of the Company atthe time of appointment and on an on-going basis. The details of the training and familiarizationprogramme are given in the Report on Corporate Governance which forms part of this Board's Reportand is available on the website of the Company.

MEETING OF INDEPENDENT DIRECTORS:

The separate meeting of Independent Directors was held on 30th May, 2025toreview the performance of the Non-Independent Directors and the Board as a whole, to review theperformance of Chairperson of the Company and assess the quality, quantity and timeliness of flowof information between the management and the Board that is necessary for the Board to effectivelyand reasonably perform its duties. All the Independent Directors were present at the meeting.All the Independent Directors were present at the meeting.

EVALUATION OF PERFORMANCE OF BOARD, COMMITTEES AND DIRECTORS:

SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 mandates that the Board shall monitor and review the Board evaluation framework. The Companies Act, 2013 states that a formal annual evaluation needs to be made by the Board of its own performance and that of its Committees and individual Directors. The Schedule IV of the Companies Act, 2013 states that the performance evaluation of independent directors should be done by the entire Board of Directors, excluding the director being evaluated.

The Board as a whole was evaluated on various parameters like Board Composition & Quality, Board Meetings and Procedures, adherence to the Code of Conduct etc. Based on each of the parameter, the Board of Directors formed an opinion that performance of Board as a whole has been outstanding. The Board approved the evaluation results as collated by the Nomination and Remuneration Committee.

Pursuant to the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 a structured questionnaire was prepared. The performance Evaluation of the Independent Directors was completed. Independent Directors Meeting and Nomination and Remuneration Committee considered the performance of Non-Independent Directors and the Committees and Board as whole, reviewed the performance of the Chairman of the Company, taking into account the views of Executive Directors and Non-Executive Directors and assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board.

MANNER IN WHICH FORMAL ANNUAL EVALUATION HAS BEEN MADE BY THE BOARD OF ITS OWN PERFORMANCE AND THAT OF ITS COMMITTEES AND INDIVIDUAL DIRECTORS:

Pursuant to the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the performance evaluation of the Independent Directors was completed.

The evaluation framework for assessing the performance of directors of your company comprises of contribution at meetings, strategies perspective or inputs regarding the growth and performance of your company among others.

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

Details of program for familiarization of Independent directors of the company are accessible on yours company website at www.vividglobalinds.com.

STATUTORY AUDITORS:

Pursuant to the provisions of Section 139 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, M/s. K.M. KAPADIA & ASSOCIATES, Chartered Accountants (Firm Reg No. 104777W) the auditors of the Company has been appointed by the Shareholders at the Thirty Fifth Annual General Meeting of the Company held on 29th September, 2022 for a period of 5 years i.e. upto conclusion of 40th Annual General Meeting on a remuneration (including terms of payment) fixed by the Board of Directors of the Company, based on the recommendation of the Audit Committee, plus applicable taxes, as may be applicable, and reimbursement of all out-of-pocket expenses in connection with the audit of the accounts of the Company for the years ending March 31, 2023 upto March 31, 2027.

In this regard, the Company has received a Certificate from the Auditors to the effect that their appointment as Auditors continues to be in accordance with the provisions of the Act.

AUDITORS REPORT:

The Statutory Auditors' Report issued by the Auditors for F.Y. 2025-26 carries the modified opinion of the Auditors, which have been address below with the explanation from Management of the Company in terms of Section 134 (1) of the Companies Act, 2013.

There are no qualifications, reservation or adverse remark or disclaimer made by statutory auditor in his report. The observations made by the Statutory Auditors in their report for the financial year ended 31st March, 2025 read with the explanatory notes therein are self-explanatory and therefore, do not call for any further explanation or comments from the Board under Section 134(3) of the Companies Act, 2013.

INTERNAL AUDITORS:

The Internal and operational audit is entrusted to Mr. Ajay Mehta. The main thrust of internal audit is to test and review controls, appraisal of risks and business processes, besides benchmarking controls with best practices in the industry.

Your Company has an effective internal control and risk-mitigation system, which are constantly assessed and strengthened with new/revised standard operating procedures. The Company's internal control system is commensurate with its size, scale and complexities of its operations. The Audit Committee of the Board of Directors actively reviews the adequacy and effectiveness of the internal control systems and suggests improvements to strengthen the same.

The Audit Committee of the Board of Directors, Statutory Auditors and the Key Managerial Personnel are periodically apprised of the internal audit findings and corrective actions taken. Audit plays a key role in providing assurance to the Board of Directors. Significant audit observations and corrective actions taken by the management are presented to the Audit Committee of the Board. To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee. The Internal Auditor will carry out the internal audit of the Company in accordance with the scope and terms approved by the Audit Committee.

The Board of Directors, at its meeting held on 06.08.2026, has appointed Mr. Ajay Mehta, as the Internal Auditor of the Company for the financial year 2026-27.

SECRETARIAL AUDITORS AND THEIR REPORT:

The Board of Directors upon recommendation from Audit Committee have made an appointment of Mr. Pankaj S. Desai (COP NO:4098), to conduct the Secretarial Audit of the Company for the financial year 2025-26, as required under Section 204 of the Companies Act, 2013 and Rules thereunder. The Secretarial Audit Report for financial year 2025-26 is **Annexure-A** to this Board's Report.

COMMENTS ON REMARKS/OBSERVATION/QUALIFICATION MADE BY SECRETARIAL AUDITORS:

Pursuant to provisions of section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the company has appointed Pankaj S Desai, a firm of company Secretaries in practice, to undertake the Secretarial Audit of the Company. The Secretarial Audit report of the Company for the financial year ended 31st March, 2026 in the prescribed Form MR-3 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed herewith as “Annexure B”.

REPORTING OF FRAUDS BY AUDITORS:

During the year under review, the Statutory Auditors, Internal Auditors and the Secretarial Auditors have not reported any instances of frauds committed in the Company by its officers or employees of Audit Committee under Section 143(12) of the Companies Act, 2013, details of which needs to be mentioned in this Report.

COMMITTEES OF THE BOARD:

The Board of Directors has the following Committees:

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

The details of the Committees along with their composition, number of meetings and attendance at the meetings are provided in the Corporate Governance Report.

SUBSIDIARY, JOINT VENTURE OR ASSOCIATE COMPANIES:

During the year under review there is no Subsidiary, Joint Venture or Associate of the Company.

NAMES OF COMPANIES WHICH HAVE BECOME OR CEASED TO BE ITS SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES DURING THE YEAR:

There were no such Companies which have become or ceased to be its Subsidiaries, Joint Ventures or Associate Companies during the year under review.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

All contracts / arrangements / transactions entered by the Company during the financial year2025-26 with related parties were in its ordinary course of business and are on an arm’s length basis. During the year, the Company had not entered into any contract / arrangement / transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions. All related party transactions are placed before the Audit Committee for approval. Prior omnibus approval of the Audit Committee is obtained on an annual basis which is reviewed and updated on quarterly / half yearly basis.

However, the details of all the related party transactions are disclosed in the notes to the Financial Statements. The Company has formulated a policy on dealing with Related Party Transactions.

Pursuant to the Section 134(3) (h) of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014, the particulars of contract or arrangement entered into by the Company with related parties referred to in Section 188(1) in Form AOC-2 in **Annexure-B** to this Board’s Report.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

The Company has not granted any loans, or provided any guarantees or security to the parties covered under Section 185 of the Act. The Company has complied with the provisions of Section 186 of the Act in respect of the investments made.

Pursuant to provisions of Section 186 of the Act, read with Companies (Meetings of Board and its Powers) Rules, 2014, the particulars of loans given, guarantees provided and investments made by the Company during the Financial year 2025-26 are disclosed in the notes to Financial Statements which forms part of this report.

CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION:

Conservation of Energy, Technology Absorption & Foreign Exchange Earnings and Outgo Details of energy conservation and research and development activities undertaken by the Company along with the information in accordance with the provisions of Section 134 of Companies Act, 2013 read with Rule 8 of Companies (Accounts) Rules, 2014, the extent as are applicable to the Company, are given in **Annexure - 'C'** to the Directors' Report.

REPORTS ON CORPORATE GOVERNANCE:

The Company is committed to maintain the highest standards of Corporate Governance and adhere to the Corporate Governance requirements set out by SEBI.

A Report on Corporate Governance along with a Certificate from Mr. Sumiran S.Mody, regarding compliance with the conditions of Corporate Governance as stipulated under Regulation 34(3), Schedule V of SEBI (LODR) Regulations, 2015 with Stock Exchange read with the relevant provisions of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 forms part of this Report.

MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT:

Management's Discussion and Analysis Report for the year under review, as stipulated under Regulation 34 (3) read with Schedule Part V of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 with Stock Exchange in India, is presented in a separate Section forming part of the Annual Report.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has in place an adequate system of internal controls. The details of the internal controls System are given in the MDA Report which forms part of this Board's Report.

The internal financial controls with reference to the Financial Statements for the financial year ended 31st March, 2026 commensurate with the size and nature of business of the Company.

The Board has adopted the procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial disclosures.

The Internal Auditor monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company.

Based on the report of internal audit function, company undertake corrective and thereby strengthen the controls. Significant audit observations and recommendations along with corrective actions thereon are presented to Board.

RISK MANAGEMENT AND INTERNAL CONTROLS:

The Company has the risk management and internal control framework in place commensurate with the size of the Company. The Company always tries to strengthen the same. The provision of Regulation 21 of the SEBI (LODR), Regulations, 2015, as amended time to time is not applicable to the Company. The details of the risks faced by the Company and the mitigation thereof are discussed in detail in the Management Discussion and Analysis report that forms part of the Annual Report.

PARTICULARS OF EMPLOYEES AND RELATED INFORMATION:

In terms of the provisions of Section 197(12) of the Act read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement containing the disclosures pertaining to remuneration and other details as required under the Act and the above Rules are as under. The disclosures as specified under Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The percentage increase in remuneration of each Directors and KMPs during the financial year 2025-26, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2025-26 and the comparison of remuneration of each Key Managerial Personnel (KMP) against the performance of the Company are as under:

Sr. No.	Name of the Director/ KMP and designation	Remuneration of the Director/ KMP for the financial year 2025-26	% increase in remuneration in the financial year 2025-26	Ratio of remuneration of each Director/ to median remuneration of employees	Comparison of the remuneration of the KMP against the performance of employees
1.	Shri. Sumish S. Mody– Managing Director	Rs. 49,20,000/-	0.00%	17.46:1	The remuneration of the Directors & KMPs is well within the industry limits and in tandem with the performance of the company
2.	Shri. Miten S Mody– Wholetime Director	Rs. 18,00,000/-	0.00%	5.32:1	
3.	Shri. Sumiran S Mody- CFO (KMP)	Rs. 18,00,000/-	0.00%	6.39:1	
4.	Smt. Nilam P. Bajoria– Company Secretary (KMP)	Rs. 1,86,000/-	0.00%	0.66:1	

In terms of Section 197(12) of the Companies Act, 2013, read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, no employee(s) drawing remuneration in excess of limits set out in said rules forms part of the annual report.

- The median remuneration of employees of the Company during the financial year 2025-26 was 3.12 lacs.
- In the financial year, there was no change in the median remuneration of employees;
- During the year there were total 40 permanent employees on the rolls of Company as on 31st March, 2026;
- Relationship between average increase in remuneration and Company performance.
- There was an no increase in total remuneration paid to the Directors during F.Y. 2025-26 as compared to previous year; whereas Profit after Tax is 92.78 lacs as compared to a profit of 53.31 lacs in previous F.Y. 2024-25.
- The total remuneration of Key Managerial Personnel was Rs. 67,20,000/- for the FY 2025-26 as compared to Rs. 64,20,000/- for the FY 2024-25. Whereas profit before tax stood at Rs. 92,78,433/- from the profit of Rs. 53,31,190/- posted in the same period last year.

COMPANY'S POLICY ON DIRECTORS APPOINTMENT, REMUNERATION ETC:

The Company's policy on Directors' Appointment and Remuneration and other matters as provided in Section 178 (3) of the Act are given in the Report on Corporate Governance which forms part of this Board's Report and is also available on the website of the Company. The Nomination and Remuneration Committee recommends to the Board the policy relating to appointment and remuneration for the Directors, Key Managerial Personnel and other employees, same has been uploaded on the website of the Company.

CORPORATE SOCIAL RESPONSIBILITY (CSR):

The provisions relating to Corporate Social Responsibility under Section 135 of the Companies Act, 2013 and rules made thereunder are not applicable to the Company during the financial year under review as the company has not made a profit before tax of more than 5 crores in the FY 2025-26 or in any of the preceding 3 Financial Years.

LISTING OF SHARES:

Equity shares of your Company are listed on Bombay Stock Exchange only and the Company has paid the necessary Listing fees for the financial year 2025-26 and 2026-27. During the year under review the trading in the scrip of the Company has not been suspended by the Exchange.

SHARE CAPITAL:

The paid up Equity Share Capital as on March 31, 2026 was Rs.4,56,44,350/- comprising of 91,28,870 Shares of Rs.5/- each. During the year under review, the Company has not issued any share with differential voting rights; nor granted stock options nor sweat equity. As on March 31, 2026, none of the Directors and/or Key Managerial Person of the Company hold instruments convertible in to Equity Shares of the Company.

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT:

As the Company is not amongst top 1000 Companies by market capitalization on Stock Exchanges, the disclosure of Report under of Regulation 34(2)(f) of the Listing Regulations is not applicable to the Company for the year under review.

MAINTENANCE OF COST RECORDS:

The maintenance of cost records for the services rendered by the Company is not required pursuant to Section 148(1) of the Companies Act, 2013 read with Rule 3 of Companies (Cost Records and Audit) Rules, 2014.

COMPLIANCE WITH SECRETARIAL STANDARDS:

The Board of Directors affirms that the Company has complied with the applicable mandatory Secretarial Standards issued by the Institute of Company Secretaries of India.

ANNUAL RETURNS:

Pursuant to the provisions of Section 92 (3) and Section 134 (3) of the Act read with Rule 12 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, the Annual Return of the Company as on 31st March, 2026 in e-form MGT-7 is uploaded on the website.

CREDIT RATINGS:

During the year under review, the Company has not borrowed any money and has not raised any funds. Hence, disclosure pertaining to utilization of funds and Credit Rating is not applicable.

DETAILS OF UTILISATION OF FUND:

During the year, the Company has not raised any funds through preferential allotment, right issue or qualified institutions placement, the details required to be given under Regulation 32 of the Listing Regulations is not applicable to the Company.

CEO AND CFO CERTIFICATION:

The Chief Executive Officer and Chief Financial Officer Certification as required under Regulation 17(8) read with Part B of Schedule II of the SEBI(LODR) Regulation, 2015 have been appended to this report.

CERTIFICATE OF NON- DISQUALIFICATION OF DIRECTORS:

Certificate from secretarial auditor regarding none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority as per item 10(i) of Part C of Schedule V of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations 2015, annexed to this report.

CHANGE IN NATURE OF BUSINESS OF THE COMPANY:

There was no change in the nature of Business of the Company during the year under review.

MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY:

No material changes and commitments affecting the financial position of the Company occurred during Financial Year 2025-26, till the date of this report. Further there was no change in the nature of business of the Company.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS:

During the year there are no significant and material orders passed by the Regulators/Courts that would impact the going concern status of the Company and its future operations.

VIGIL MECHANISM/WHISTLE BLOWER POLICY:

The Company has established a vigil mechanism to provide appropriate avenues to the Directors and employees to bring to the attention of the Management, the concerns about behavior of employees that raise concerns including fraud by using the mechanism provided in the Whistle Blower Policy.

During the financial year 2025-26, no cases under this mechanism were reported in the Company.

POLICY FOR PREVENTION, PROHIBITION AND REDRESSAL OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE:

The company has framed policy in accordance with The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. During the financial year 2025-26, no cases in the nature of sexual harassment were reported at any workplace of the company.

GENERAL:

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

- Issue of equity shares with differential rights as to dividend, voting or otherwise.
- Issue of shares (including sweat equity shares) to employees of the Company under any scheme save and except Employees' Stock Options Schemes referred to in this Report.
- During the year under review, there was no application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 by or against the Company.
- There was no instance of one-time settlement with any Bank or Financial Institution.
- No instances of frauds reported by Auditors under Section 143 (12) of the Act.

BANK AND FINANCIAL INSTITUTIONS:

Directors are thankful to their bankers for their continued support to the company.

ACKNOWLEDGMENTS:

Your Directors convey their sincere thanks to the Government, Banks, Shareholders and customers for their continued support extended to the company at all times.The Directors further express their deep appreciation to all employees for commendable teamwork, high degree of professionalism and enthusiastic effort displayed by them during the year.

By Order of the Board of Directors

Sd/-
Sumish S. Mody
(Managing Director)
DIN: 00318652

Registered Office:
D-21/1 M.I.D.C., Tarapur,
Via Boisar, Dist.Palghar – 401506,Maharashtra
• Email: info@vividglobalinds.com | Website: www.vividglobalinds.com
• Contact No.: (91) 22-2261 9531 / 2261 9550

Place: Mumbai
Date: 06/08/2026

ANNEXURE-A
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

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

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

   (a) Name(s) of the related party and nature of relationship:

      1. Vivid Intermediates Pvt. Ltd. – Associate Company

      2. Sumichem Corporation- Partnership Firm (Enterprises over which Key Management Persons have significant influence)

      3. Vivid Chemical- Partnership Firm (Enterprises over which Key Management Persons have significant influence)

   (b) Nature of transactions: Salaries, Job work charges paid, Rent Paid, Reimbursement of expenses & Professional Fees Paid

   (c) Duration of the transactions: April 2025 - March 2026

   (d) Salient terms of the transactions including the value, if any: Salaries, Rent Paid, Reimbursement of expenses, Professional fees paid etc. at arm's length basis. (for details of transactions during the year refer Note No. 6 (II) of Financial Statement)

   (e) Date(s) of approval by the Board, if any: 30/05/2025

   (f) Amount paid as advances, if any: NIL

Registered Office:
D-21/1 M.I.D.C., Tarapur,
Via Boisar, Dist.Palghar – 401506,Maharashtra
• Email: info@vividglobalinds.com | Website: www.vividglobalinds.com
• Contact No.: (91) 22-2261 9531 / 2261 9550

Place: Mumbai
Date: 06/08/2026

By Order of the Board of Directors

Sd/-
Sumish S. Mody
(Managing Director)
DIN: 00318652

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

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

To
Dear Members,
VIVID GLOBAL INDUSTRIES LIMITED
(CIN: L24100MH1987PLC043911)
Mumbai

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Vivid Global Industries Limited (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Vivid Global Industries Limited's books, papers, minutes book, 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 31^{st} March, 2026 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minutes' book, forms and returns filed and other records maintained by Vivid Global Industries Limited ("the Company") for the financial year ended on 31^{st} March, 2026 according to the provisions of:

1) The Companies Act, 2013 (the Act) and the rules made there under;
2) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
3) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
4) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder. There was no Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
5) 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 (Listing Obligations and Disclosure Requirements) Regulations, 2015;
    b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
    c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
    d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
    e) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.
    f) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2021, **(No instances for compliance requirements during the year);**
    g) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(No instances for compliance requirements during the year);**

h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021, **(No instances for compliance requirements during the year);** and

i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018, **(No instances for compliance requirements during the year)**;

We have also examined compliance with the applicable clauses of the Listing Obligations entered into by the Company with Bombay Stock Exchange (BSE Limited);

6) Other laws applicable specifically to the Company

a) Factory act, 1948;

b) The Export and Import Policy of India;

c) Hazardous Waste (Management and Handling) Rules, 1989 amended 2000 and 2003;

d) Manufacture, Storage and Import of Hazardous Chemical Rules, 1989 amended 2000;

e) Chemical Accidents (Emergency Planning, Preparedness and Response) Rules, 1996;

f) Public Liability Insurance Act, 1991 amended 1992 and Rules;

g) The Gas Cylinder Rules, 2004;

h) The Static and Mobile Pressure Vessels (Unfired) Rules, 1981;

i) The Merchant Shipping Act, 1958 and amendments;

j) Labour Laws and other incidental Laws related to the employees appointed by the Company either on its payroll or on the contractual basis as related to the wages, provident fund, Gratuity, ESIC, Compensation etc;

k) Foreign Exchange Management Act, 1999 / Foreign Direct Investment Policy;

l) Consumer Protection Act, 1986;

m) Acts Specified under the Direct and the Indirect tax;

n) Acts prescribed under the Environmental Protection, 15 Acts prescribed under the prevention and control of the pollution;

o) General Clauses Act, 1897.

We have relied on the representation made by the Company and its officers for the system and mechanism framed by the Company for compliances under other Acts, Laws and Regulations applicable to the Company as follows:

1) Employees' Provident Fund and Miscellaneous Provisions Act, 1952

2) Professional Tax Act, 1975 and Rules

3) Payment of Gratuity Act, 1972

4) Contract Labour (R&A) Act, 1970

5) Employees State Insurance Act, 1948

6) Equal Remuneration Act, 1976

7) Minimum Wages Act, 1948

8) Payment of Bonus Act, 1965

9) Shop and Establishment Act, 1948

10) Income Tax Act, 1961

11) Central Excise Act, 1944

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. There are no changes in the composition of the Board of Directors during the period.

We also report that as regards to the provisions of notices of board meeting, sending of agenda papers, holding of board meetings as laid down in the Act, are concerned, they are not strictly followed by the company.

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

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 audit period, there were no major specific events/actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

SD/-

Pankaj S. Desai

Practicing Company Secretary:
ACS No.: 3398
C.P.No.: 4098
Peer Review No.:2702/2022

Place: Mumbai
Date: 06.08.2026
UDIN: A003398H001041501

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

Annexure I

(Integral part of Secretarial Audit Report)

To,
The Members,
Vivid Global Industries Limited,
Mumbai

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 it was appropriate to obtain responsible assurance about the correctness of the contents of secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we follow provide a responsible 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 the management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to verification of procedures on test basis.
6. The secretarial audit report is neither an assurance as to the future viability of the company nor the efficacy or effectiveness with which the management has conducted the affairs of the company.

SD/-
Pankaj S. Desai
Practicing Company Secretary:
ACS No.: 3398
C.P.No.: 4098
Peer Review No.:2702/2022

Place: Mumbai
Date: 06.08.2026
UDIN: A003398H001041501

ANNEXURE-C

MANAGEMENT DISCUSSION AND ANALYSIS:

A. Industry Structure and Development

The Company is engaged in the business of production of dye intermediates particularly in N-Methyl J. Acid, derivatives of J. Acid, Tobias Acid, Tobias Acid purified Grade & Sulpho Tobias Acid. Further the Company undertakes job work of various dye industries. The main raw material J. Acid is imported from China.

B. Opportunities and Threats

The ongoing geopolitical tensions between the US and Iran, coupled with the potential disruption or closure of the Strait of Hormuz, have resulted in significant volatility in global commodity markets. Crude oil prices have increased substantially, with an estimated rise of approximately Rs. 60–85 per barrel. In parallel, prices of key industrial inputs such as sulphur, methanol and ammonia gas have surged by nearly 300%.

These developments have had a significant impact on the availability and cost of raw materials. The basic cost of all our raw materials have increased by approximately 80%, while the market is also experiencing a severe shortage and disruption in the supply chain.

In addition, China is facing considerable economic and supply-chain pressure due to the prevailing geopolitical situation. As a result, the price of one of our key imported raw material, **J-Acid**, has increased by approximately 50%. This increase has directly impacted our manufacturing costs and further intensified the pressure on margins.

The combined effect of higher energy and raw material costs, restricted availability, supply-chain disruptions and geopolitical uncertainty has created a highly constrained market environment for chemicals. The resulting supply-demand imbalance has led to substantial increases in market prices and created opportunities for suppliers with reliable sourcing capabilities.

In view of these circumstances, Management is actively exploring new avenues, alternative sources and strategic opportunities to mitigate raw material price volatility and supply disruptions. The Company is also evaluating opportunities to diversify its sourcing base, identify substitute raw materials where technically feasible, and optimise its product portfolio.

Given the prevailing market conditions, constrained availability and substantially higher input costs, the Company is in a stronger position to seek appropriate price increases from customers. Management believes that timely pricing actions, coupled with focused procurement and supply-chain strategies, will help protect margins and strengthen the Company's overall business position during this period of market volatility.

C. Segment-wise Performance

The Company has only one business segment viz dye intermediates and dyes and hence product-wise performance is not provided.

D. Outlook

The F.Y. 2025-2026 is one of the challenging years for dye and dye intermediate industry. This scenario and is going to continue for the following reasons.

1. The ongoing geopolitical tensions between the US and Iran, coupled with the potential disruption or closure of the Strait of Hormuz, have resulted in significant volatility in global commodity markets. Crude oil prices have increased substantially, with an estimated rise of approximately Rs. 60–85 per barrel. In parallel, prices of key industrial inputs such as sulphur, methanol and ammonia gas have surged by nearly 300%.
2. The War in US continues to be a challenge for us due to rise in prices Oil and Gas prices by 40% which in turn raises the basic chemical raw materials prices to the tune of 60% to 80%.
3. Due to high levels of inflation and energy crises in USA, Europe and Far east countries, the consumer's spending power has decreased. The rise of food prices has in turn made people spend on their needs more than their wants.
4. As our industry is known to be cyclical and being in the period of the cyclical phase , inflation and recessionary pressures also hit us making us bear more losses and face a very big slump in demand.
5. At the moment there are many dye and dye intermediates plants shut down due to a slump in demand and increase in the raw material prices which has come into effect and in most cases all the plants are running to the tune of 30% to 40% capacity only.

In view of these circumstances, Management is actively exploring new avenues, alternative sources and strategic opportunities to mitigate raw material price volatility and supply disruptions. The Company is also evaluating opportunities to diversify its sourcing base, identify substitute raw materials where technically feasible, and optimise its product portfolio.

E. Risk and Concerns

Since the price of our main raw material namely J. Acid is increasing tremendously in the local & International market, the Company has no other option to purchase the material at higher cost.

F. Internal Control Systems and their Adequacy

The Company has satisfactory internal control system, the adequacy of which has been mentioned in the Auditors' Report.

G. Human Resources

In the field of Human Resources, the Company has developed speedily water/air/land pollution control departments and hired qualified people for the same

ANNEXURE-D

REPORT ON CORPORATE GOVERNANCE

In accordance with the Listing Agreements under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the 'Listing Regulations') with BSE the report containing the details of the corporate governance systems and processes at Vivid Global Industries Limited is as follows:

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

The Company is committed to benchmarking itself with the best in all areas including Corporate Governance. The Company's philosophy of Corporate Governance is aimed at strengthening the confidence among shareholders, customers, employees and ensuring a long-term relationship of trust by maintaining transparency and disclosures. The Company is aiming at efficient conduct of the business in meeting its obligations to the shareholders.

The Company has adopted a Code of Conduct as required under Listing Regulations with the Stock Exchanges. The Directors have confirmed compliance with the code of conduct for the year ended 31st March, 2026.

The relevant standards of Corporate Governance have been fully complied by the Company.

2. BOARD OF DIRECTORS

a. **Composition and size of the Board:**

The present strength of the Board is 6 (Six). The Board comprises of 1 (one) Managing Director, 1(One) Executive Director, 1 (One) Non-Executive Director and the remaining are Independent Directors.

The size and composition of the Board confirms with the requirements of Corporate Governance under the Listing Regulations and applicable laws. The Independent Non-Executive Directors of the Company do not have any other material or pecuniary relationship or transaction with the Company, its promoters, its management or its subsidiaries, which in the judgment of the Board may affect independence of judgments of the Directors. Non-Executive Directors are not paid any remuneration.

The particulars of Directors, Category, their attendance at the Board Meetings and Annual General Meeting, other Directorships and Memberships / Chairmanships in committees of other Companies as on 31st March, 2026 are as under:

Directors	Category	Shares Held	Attendance Particular		No. of other Directorship and Committee Membership/Chairmanship held		
			Board Meeting	Last AGM	Directorships**	Committee Memberships***	Committee Chairmanship
Shri. Sumish S.Mody	MD	1732664	4	Yes	3	1	-
Smt. Meena Sumish Mody	NED	806178	4	Yes	1	1	-
Shri. Miten S. Mody	WTD	520320	4	Yes	3	1	-
Shri. Nainesh Desai	NED	Nil	4	Yes	3	6	-
Shri. Mahesh Shivram Gharat	NED	Nil	4	Yes	1	3	-
Shri. Nitin Anant Zujam	NED	Nil	4	Yes	1	-	3

**Including Directorships in Vivid Global Industries Limited

***Committees considered are Stakeholders Relationship Committee, Audit committee, Nomination and Remuneration Committee in Vivid Global Industries Limited and other companies.

C: Chairman; MD: Managing Director; WTD: Whole Time Director; NED: Non – Executive Director; Directors who are Chairperson of the Committee have been included in list of members as well.

The Board periodically reviews compliance reports of all laws applicable to the company as well as steps taken by the Company to rectify instances of non-compliances, if any.

None of the Directors are Director in more than 20 Companies and member of more than 10 Committees or acts as a Chairman of more than 5 Committees. None of the Independent Directors serves as an Independent Director in more than seven listed companies.

b. **Board Meetings, AGM and Attendance of Directors:**

The Company's Board of Directors plays primary role in ensuring good governance functioning of the Company. The Board meets at least once in a quarter to consider amongst other business, the performance of the Company and financial results.

During the year ended 31st March, 2026 the Board met 4 times. The Board Meetings were held on 30.05.2025, 08.08.2025, 14.11.2025, and 30.01.2026. The Annual General Meeting for the financial year 2024-2025 was held on 29th September, 2025.

3. **BOARD COMMITTEES**

To enable better and more focused attention on the affairs of the Company, the Board delegates specific matters to Committees of the Board set up for the purpose. The Committees prepare the groundwork for decision making and report at the subsequent meeting of the Board of Directors.

Currently, the Board has three Committees viz. Audit Committee, Nomination & Remuneration Committee and Stakeholder's Relationship Committee. The Board is responsible for the constitution, co-opting and fixing the terms of reference for the said Committees.

a. **AUDIT COMMITTEE**

Terms of Reference, Composition:

The term of reference of this committee covers the matters specified for Audit Committee under Regulation 18 of the Listing Regulations. The Chairman of Audit Committee is Shri. Nitin Anant Zujam, Independent director of the Company.

The terms of reference of the Audit Committee include:

i. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;

ii. Recommendation for appointment, remuneration and terms of appointment of auditors of the company;

iii. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;

iv. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:

- Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause of sub-section 3 of section 134 of the Companies Act, 2013.
- Changes, if any, in accounting policies and practices and reasons for the same.

- Major accounting entries involving estimates based on the exercise of judgment by management.
- Significant adjustments made in the financial statements arising out of audit findings.
- Compliance with listing and other legal requirements relating to financial statements.
- Disclosure of any related party transactions.
- Qualifications in the draft audit report.

v. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;

vi. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;

vii. Review and monitor the auditor's independence and performance, and effectiveness of audit process;

viii. Approval or any subsequent modification of transactions of the company with related parties;

ix. Scrutiny of Inter-corporate loans and investments;

x. Valuation of undertakings or assets of the company, wherever it is necessary;

xi. Evaluation of internal financial controls and risk management systems;

xii. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;

xiii. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;

xiv. Discussion with internal auditors of any significant findings and follow up there on;

xv. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;

xvi. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;

xvii. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;

xviii. To review the functioning of the Whistle Blower mechanism;

xix. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

- **Details of Composition of the Committee**

The Composition of Audit Committee and attendance at its meetings is given hereunder:

Sr. No.	Name of the Member	Position
1.	Shri. Nitin Anant Zujam	Chairman
2.	Shri. Mahesh ShivramGharat	Member
3.	Shri. Sumish Sudhir Mody	Member

- **Details of Committee Meetings and Attendance**

During the Financial Year 2025-26, 4 (Four) meetings of the Audit Committee were held on 30.05.2025, 08.08.2025, 14.11.2025, and 30.01.2026.

The table hereunder gives the attendance record of the Audit Committee members.

Name of the Members	Number of Meetings Convened	Number of Meetings Attended
Shri. Nitin Anant Zujam	4	4
Shri. Mahesh ShivramGharat	4	4
Shri. Sumish Sudhir Mody	4	4

Chief Financial Officer, Internal Auditors and Statutory Auditors were invitees to the meeting.

b. <u>**NOMINATION AND REMUNERATION COMMITTEE:**</u>

The Broad terms of reference of the Nomination & Remuneration Committee is to ensure that the remuneration practices of the Company in respect of the Senior Executives including the Whole time Directors are competitive keeping in view prevalent compensation packages so as to recruit and retain suitable individual(s) in such capacity.

The Listing Regulations provide that a Company may appoint a Committee for recommending managerial remuneration payable to the Directors and KMPs which is approved by the Board of Directors and where necessary further approved by the shareholders through ordinary or special resolution as applicable. The Company has setup a remuneration committee for the said purpose. The main function of the Committee is to determine the remuneration payable to the Directors and KMP. The remuneration committee has met once during the year.

i. **Terms of Reference:**

- Formulate the criteria for determining qualifications, positive attributes and independence of directors and recommend to the Board a policy relating to the remuneration for the Directors, Key Managerial Personnel, and other personnel.
- Identifying and assessing potential individuals with reference to their expertise, skills, qualifications, attributes and personal and professional standing for appointment/reappointment as Directors/Key managerial Personnel in the Company.
- Support the Board of Directors for formulating policies for evaluation of performance of directors.
- Recommend compensation payable to the Executive Directors, Directors and Senior Managerial Personnel.

ii. **Appointment and Remuneration Policy:**

The Committee has adopted a Charter which, inter alia, deals with the manner of selection of Board of Directors, Key Managerial Personnel and their remuneration. This Policy is accordingly derived from the said Charter.

Criteria of selection of Non-Executive Directors:

The Non-Executive Directors shall be of high integrity with relevant expertise and experience so as to have a diverse Board with Directors having expertise in the fields of marketing, finance, taxation, law, governance and general management.

In case of appointment of Independent Directors, the Committee shall satisfy itself with regard to the independent nature of the Directors vis-a-vis the Company so as to enable the Board to discharge its functions and duties effectively.

The Committee shall ensure that the candidate identified for appointment as a Director is not disqualified for appointment under Section 164 of the Companies Act, 2013. The Committee shall consider the following attributes / criteria, whilst recommending to the Board the candidature for appointment as Director.

i. Qualification, expertise and experience of the Directors in their respective fields;

ii. Personal, Professional or business standing;

iii. Diversity of the Board.

In case of re-appointment of Non-Executive Directors, the Board shall take into consideration the performance evaluation of the Director and his engagement level.

iii. **Details of Composition of the Committee, Committee Meetings and Attendance:**

The Nomination & Remuneration Committee comprised of the following members as on 31st March, 2026.

Sr. No.	Name of the Member	Position
1.	Shri. Nitin Anant Zujam	Chairman
2.	Shri. Mahesh ShivramGharat	Member
3.	Shri. Miten Sudhir Mody	Member

During the Financial Year 2025-26, 2 (Two) meeting of the Nomination and Remuneration Committee was held on 30.05.2025 and 08.08.2025.

The table hereunder gives the attendance record of the Nomination and Remuneration Committee members.

Name of the Members	Number of Meetings Convened	Number of Meetings Attended
Shri. Nitin Anant Zujam	2	2
Shri. Mahesh ShivramGharat	2	2
Shri. Miten Sudhir Mody	2	2

iv. **Nomination Remuneration Policy:**

Details of Remuneration paid to Directors and Key Managerial Personnel of the Company are as follows:

The remuneration of the Whole time Directors is recommended by the remuneration committee based on factors such as industry benchmarks, the Company's performance etc. Shri. Sumish Sudhir Mody, Managing

Director of the Company, draws remuneration of Rs.49,20,000/- during the year. Other than above, Shri.Miten Sudhir Mody draws remuneration of Rs.18,00,000/-, Shri Sumiran Sumish Mody draws remuneration of Rs. 18,00,000/- (from 1st April, 2025 to 31st March, 2026) and Smt. Meena Mody does not draw any remuneration apart from getting Director Sitting Fees.

Non-Executive Directors:

The Company currently does not pay any compensation to Non-Executive Directors.

c. **STAKEHOLDERS RELATIONSHIP COMMITTEE**

i. **Scope of the Stakeholders' Relationship Committee:**

The Stakeholders' Relationship Committee specifically looks into shareholders' complaints, if any and to redress the same expeditiously. The Committee deals with various matters like share transfers, transmissions, issue of duplicate share certificates, approve the remat requests, request for consolidation of shares as and when received, and to generally deal with all investors related matters and redress the grievances of investors if any.

ii. **Details of Composition of the Committee, Committee Meetings and Attendance:**

Stakeholders' Relationship Committee consists of three Directors out of which, one Director is Executive Director and two Directors are Non-Executive Independent Director.

The Stakeholders' Relationship Committee comprised of the following members as on 31st March, 2026:

Sr. No.	Name of the Member	Position
1.	Shri. Nitin Anant Zujam	Chairman
2.	Shri. Mahesh ShivramGharat	Member
3.	Smt. Meena Sumish Mody	Member

During the Financial Year 2025-26, 4 (Four) meetings of the Stakeholders Relationship Committee were held on 30.05.2025, 08.08.2025, 14.11.2025, and 30.01.2026.

The table hereunder gives the attendance record of the Stakeholders Relationship Committee members.

Name of the Members	Number of Meetings Convened	Number of Meetings Attended
Shri. Nitin Anant Zujam	4	4
Shri. Mahesh ShivramGharat	4	4
Smt. Meena Sumish Mody	4	4

Smt. Neelam Bajoria is the Compliance Officer of the Company.

There are no complaints that have remained un-redressed. The brief terms of reference of Stakeholders Relationship Committee are as under:

- To oversee the share transfer process.
- To monitor the redressal of stakeholders' grievances.
- To consider and approve issue of share certificates on requests for duplicate certificates, consolidation of folios etc.
- To do all such acts, deeds, matters and things as may be necessary or expedient for performing any of the above acts.

Meeting of Independent Directors

During the year under review, the independent Directors of the Company met on 30.05.2025 interalia, to discuss:

- Evaluation of performance of Non-Independent Directors and the Board of Directors of the Company as a whole.
- Evaluation of performance of the Chairman of the Company, taking into views of Executive and Non-Executive Directors.

4. **DETAILS OF GENERAL BODY MEETINGS**

i. **Annual General Meeting (AGM):**

Financial Year	Day and Date	Time
2024-2025	Monday, 29/09/2025	11.00 a.m.
2023-2024	Monday, 30/09/2024	11.00 a.m.
2022-2023	Friday, 29/09/2023	11.00 a.m.

5. **LOCATION:**

The Annual General Meetings were held through Video Conferencing (VC) or Other Audio Visual Means (OAVM).

6. **MEANS OF COMMUNICATION:**

i. The financial results of the Company are published in widely circulating National dailies such as Business Standard and Lakshadweep. These are not sent individually to the shareholder.

ii. The Company's results or official news are displayed on the Company's website. There were no presentations made to the institutional investors or to the analysts.

iii. The Management Discussion and Analysis Report forms a part of this Annual Report.

7. **OTHER DISCLOSURES:**

i. There are no related party transactions made by the Company with its promoters, Directors or Management, their subsidiaries or relatives that may have potential conflict with the interest of the Company at large. The Register of Contracts containing the transactions in which Directors are interested is regularly placed before the Board for its approval. The transactions with the related parties are disclosed in the notes to accounts in the Annual Report.

1. The Company has complied with all the requirements of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 entered into with the Stock Exchange. There were no penalties or strictures imposed on the Company by the Stock Exchange, SEBI or other statutory authorities for non-compliances of any matter related with capital market during the last three years.

ii. Code of Conduct:

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and all employees in the course of day to day business operations of the company. The Company believes in "Zero Tolerance" against bribery, corruption and unethical dealings / behaviors of any form and the Board has laid down the directives to counter such acts. The code laid down by the Board is known as "code of business conduct" which forms an Appendix to the Code. The Code has been posted on the Company's website www.vividglobalinds.com

The Code lays down the standard procedure of business conduct which is expected to be followed by the Directors and the designated employees in their business dealings and in particular on matters relating to integrity in the work place, in business practices and in dealing with stakeholders. The Code gives guidance through examples on the expected behavior from an employee in a given situation and the reporting structure.

All the Board Members and the Senior Management personnel have confirmed compliance with the Code. All Management Staff were given appropriate training in this regard.

iii. CEO / CFO Certification:

As required under Regulation 17 of Listing Regulations, the Managing Director and CFO of the Company have certified to the Board regarding their review on the Financial Statements, Cash Flow Statements and matters related to internal control etc. in the prescribed format for the year ended 31st March, 2026.

iv. Prevention of Insider Trading:

The Company has adopted a Policy for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Rules requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company's shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Policy. The Board of Directors and the designated employees have confirmed compliance with the Policy.

The same has been posted on website of the Company viz; www.vividglobalinds.com

8. **General Shareholder Information:**

a. AGM Day, Date, Time, Venue :	Tuesday, the 29th September, 2026 at 11.00 a.m. through Video Conferencing (VC) or Other Audio Visual Means (OAVM)
b. Financial Calendar :	01.04.2025 to 31.03.2026
c. Unaudited Financial Results :	1st Quarter – 08.08.2025
	2nd Quarter – 14.11.2025
	3rd Quarter – 30.01.2026
	4th Quarter – 22.05.2026 (Audited)
d. Book Closure Period :	23.09.2026 to 29.09.2026
e. Dividend Payment Date :	In view to retain profits for the year, no dividend was recommended by the board of directors.

f. **The Shares of the Company are traded frequently on the Stock Exchange. High, Low, Market Price of Vivid Global Industries Limited on the Stock Exchange, Mumbai during each month between April, 2025 to March, 2026 (face value Rs.5/-per share) are as under:**

Month	High (Rs.)	Low (Rs.)	BSE INDEX High	BSE INDEX Low
April, 2025	16.75	13.56	80,661.31	71,425.01
May, 2025	17.38	14.00	82,718.14	78,968.34
June, 2025	18.95	15.50	84,099.53	80,354.59

July, 2025	17.99	15.41	83,935.01	80,575.45
August, 2025	17.50	15.00	82,231.17	79,741.76
September, 2025	19.80	15.00	83,141.21	79,818.38
October, 2025	19.89	15.50	85,290.06	80,159.90
November, 2025	20.00	15.37	86,055.86	82,670.95
December, 2025	18.50	15.75	86,159.02	84,150.19
January, 2026	18.75	15.38	85,883.50	81,088.59
February, 2026	21.00	16.00	85,871.73	79,899.42
March, 2026	21.84	17.20	80,632.55	71,774.13

g. Listing on Stock Exchange at:

The Equity Shares of the Company are listed at the following Stock Exchanges:

The Stock Exchange, Mumbai, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001.

The Ahmedabad Stock Exchange, Opp. Sahajanand College, Panjarapole, Ahmedabad - 380015.

h. Stock/ Company/ Security/ Common Code:

The Stock Exchange, Mumbai

BSE Code: 524576

i. Registrar and Transfer Agents:

In Compliance with the SEBI Directive for all listed companies to have a common agency to handle physical and electronic share registry work, the Company has appointed MUFG Intime India Private Limited (Formerly Link Intime India Private Limited) as the Registrar and Transfer Agent. Accordingly all documents, transfer deeds, Demat requests and other communications in relation thereto should be addressed to the R & T at its offices at C 101, 247 Park, L B S Marg, Vikhroli West, Mumbai - 400083.

Share Transfers are registered and returned within a period of 30 days from the date of receipt, if the documents are clear in all respect.

j. **Shareholding Pattern of the Company as on 31st March, 2026**

Sr. No.	Holders	Physical Forms	Electronic Form	Total No. of Shares	% of total
1.	Promoter & Promoter Group	0	44,54,448	44,54,448	48.80%
2.	Public	4,96,620	4177802	46,74,422	51.20%
	TOTAL	**4,96,620**	**8632250**	**91,28,870**	**100.00%**

Transfer of Shares by Way of Gift

The proposed/acquisition date was **16 March 2026**. The shares were transferred **without any consideration (Nil consideration)** by way of gift between **Mr. SumishMody (Son)** and **Mr. Sudhir Mody (Father)**.

Particulars of the acquisition are as follows:

- **Acquirer:** Mr. Sudhir Mody
- **Name of the person from whom shares were acquired:** Mr. Sumish Mody
- **Date of acquisition:** 16 March 2026
- **Number of equity shares acquired:** 7,46,004
- **Percentage of share capital:** 8.17%
- **Price/consideration:** Nil – by way of gift
- **Nature of transfer:** Transfer of shares by way of gift between Mr. Sudhir Mody (Father) and Mr. Sumish Mody (Son), both Promoters of the Company.

1. **Dematerialization of Shares & Liquidity**

   94.56% of the Company's share capital is dematerialized as on 31st March, 2026. The Company's shares are regularly traded on the BSE.

   Address for Correspondence:
   Vivid Global Industries Limited
   C/o. Sumichem Corporation,1-D, DhannurBuilding,
   Sir P.M.Road, Fort,Mumbai – 400001

Place: Mumbai
Date: 06.08.2026
Registered Office:
D-21/1 M.I.D.C., Tarapur,
Via Boisar, Dist.Palghar – 401506,Maharashtra
• Email: info@vividglobalinds.com | Website: www.vividglobalinds.com
• Contact No.: (91) 22-2261 9531 / 2261 9550

By Order of the Board of Directors

Sd/-
Sumish S. Mody
(Managing Director)
DIN: 00318652

Place: Mumbai
Date: 06/08/2026

CERTIFICATE OF CHIEF FIANCIAL OFFICER ON CORPORATE GOVERNANCE

To,
The Board of Directors
M/s. Vivid Global Industries Limited

We have reviewed the financial statements and the cash flow statement of Vivid Global Industries Limited for the financial year 2025-26 and certify that:

These statements to the best of our knowledge and belief:

Do not contain any materially untrue statements or omit any material facts or contain statements that might be misleading.

Present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

To the best of our knowledge and belief, there are no transactions entered into by the Directors and Senior Management Personnel during the year, which are fraudulent, illegal or violative of the Company's Code of Conduct.

We accept responsibility for establishing and maintaining internal controls for financial reporting and have evaluated the effectiveness of the internal control systems of the Company for such reporting. We have disclosed to the Auditors and the Audit Committee, deficiencies, if any, in the design or operation of such internal controls, of which we are aware of and the steps taken and/or proposed to be taken to rectify these deficiencies.

We have also indicated to the Auditors and the Audit Committee:

Significant changes in Internal Controls with respect to financial reporting during the year. Significant changes in accounting policies during the Year and these have been disclosed in the notes to the financial statements.

To the best of our knowledge and belief, there are no instances of significant fraud involving either the management or employees having a significant role in the Company's internal control systems with respect to financial reporting.

FOR VIVID GLOBAL INDUSTRIES LIMITED

SD/-

SUMIRAN SUMISH MODY

CHIEF FINANCIAL OFFICER

Place: Mumbai

Date: 06.08.2026

PRACTICING COMPANY SECRETARY'S CERTIFICATE UNDER SUB-PARA 10(i) OF PART C OF SCHEDULE V OF SEBI (LODR), REGULATIONS, 2015

To,

The Members

Vivid Global Industries Limited

I, PankajS Desai, Practicing Company Secretary, hereby certify that I have examined and verified the records, books and papers of the Company VIVID GLOBAL INDUSTRIES LIMITEDas required to be maintained under the Companies Act, 2013, SEBI Regulations, other applicable rules and regulations made thereunder, as regards the Directors of the Company for the Financial Year ended on 31st March, 2026.

I further certify that based on the examinations carried out by me and the explanations and representations furnished to me by the said Company, its officers and agents, none of the following Directors of the Company:

Sr. No.	Name of the Director	DIN	Category
1	Shri. Sumish Sudhir Mody	00318652	Managing Director
2	Smt. Meena Sumish Mody	07994050	Non-Executive Director
3	Shri. Miten Sudhir Mody	02422219	Whole-Time Director
4	Shri. Mahesh ShivramGharat	08272531	Independent Director
5	Shri. Nitin Anant Zujam	08272546	Independent Director
6	Shri. Nainesh Desai	08452630	Independent Director

have been debarred or disqualified from being appointed or continuing as Directors of Company by the SEBI or Ministry of Corporate Affairs or any such statutory authority as on 31st March, 2026.

SD/-
Pankaj S. Desai
Practicing Company Secretary:
ACS No.: 3398
C.P.No.: 4098
Peer Review No.:2702/2022

Place: Mumbai
Date: 06.08.2026
UDIN: A003398H001041545

Independent Auditor's Report

To,

The Members of

M/s VIVID GLOBAL INDUSTRIES LIMITED

Report on the Standalone Ind AS Financial Statements

We have audited the accompanying standalone Ind AS financial statements of M/s VIVID GLOBAL INDUSTRIES LIMITED ("the Company"), which comprise the Balance Sheet as at March 31, 2026, and 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 the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone Ind AS 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 accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone Ind AS financial statements based on our audit.

In conducting our audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit of the standalone Ind AS financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the standalone Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the standalone Ind AS financial statements.

We believe that the audit evidence obtained by us, is sufficient and appropriate to provide a basis for our audit opinion on the standalone Ind AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone 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, of the state of affairs of the Company as at March 31, 2026, and its Profit, total comprehensive income, its cash Flows and the changes in equity for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by section 143 (3) of the Act we report, to the extent applicable that:

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

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

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

   d. In our opinion, the aforesaid standalone Ind AS financial statements comply with the Indian Accounting Standards prescribed under section 133 of the Act.

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

   f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure A”. 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) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

      i. The Company has disclosed the impact of pending litigations on its financial position in its standalone Ind AS financial statements;

      ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

2. As required by the Companies (Auditor's Report) Order, 2016 ("the order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

UDIN: 26039707OOXMYI3467
For K M Kapadia & Associates
Chartered Accountants
FRN: 104777W
Kamlesh M Kapadia
Mem. No.: 039707

Date: 29th May 2026
Place: Mumbai

Annexure "A" to the Independent Auditor's Report

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

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

We have audited the internal financial controls over financial reporting of **M/s VIVID GLOBAL INDUSTRIES LIMITED("the Company")** as of March 31, 2026 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

(1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and

(3) Provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

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

UDIN: **26039707OOXMYI3467**
For K M Kapadia & Associates
Chartered Accountants
FRN: 104777W
Kamlesh M Kapadia
Mem. No.: 039707

Date: 29th May 2026
Place: Mumbai

"Annexure B" to the Independent Auditors' Report

(Referred to in paragraph 2 under 'Report on Other Legal & Regulatory Requirements' section of our report of even date)

(i) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(a) The Company has a program of verification of Fixed assets to cover all the items in a phased manner over have been physically verified by the management in a phased manner, designed to cover all the item over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the management during the year. According to the information and explanations given to us no material discrepancies were noticed on such verification.

(b) According to the information and explanations given to us and the records examined by us and based on the examination of the registered sale deeds, transfer deeds, mutation of title papers, property tax papers and conveyance deeds provided to us, we report that the title deeds, comprising all the immovable properties in respect of land and buildings which are freehold, are held in the name of the company as at the balance sheet date.

(ii) As explained to us, inventories of finished and semi-finished goods and raw materials were physically verified during the year by the Management. In respect of inventories of stores and spare parts and stocks at, the Company has a programme of verification of stocks over a three-year period. In our opinion and according to the information and explanations given to us, the inventories have been verified by the management at reasonable intervals in relation to size of the Company and nature of business and no material discrepancies were noticed on physical verification.

(iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013, in respect of which:

(i) The terms and conditions of the grant of such loans are, in our opinion, prima facie, not prejudicial to the Company's interest. - Not Applicable

(ii) The schedule of repayment of principal and payment of interest has been stipulated and the repayments of principal amounts and interest have been regular as per stipulations. – Not Applicable

(iii) Amounts referred to (ii) above have been overdue for more than 90 days and, as explained to us, the Management has taken reasonable steps for recovery of the principal amounts and interest thereon. –Not Applicable

(iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of grant of loans, making investments and providing guarantees and securities, as applicable.

(v) According to the information and explanations given to us, the Company has not accepted any deposit during the year. In respect of unclaimed deposits, the Company has complied with the provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013.

(vi) The maintenance of cost records has not been specified by the Central Government under section 148(1) of the Companies Act, 2013.

(vii) According to the information and explanations given to us, in respect of statutory dues:

(a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Service Tax, Customs Duty, Excise Duty, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities. The Company has however not registered itself as required under the Gratuity Act and have informed us that they are in process of obtaining the same at the earliest.

(b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Service Tax, Customs Duty, Excise Duty, Value Added Tax, Cess and other material statutory dues in arrears as at March 31, 2026 for a period of more than six months from the date they became payable.

(viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to financial institutions, banks and government and dues to debenture holders.

(ix) In our opinion and according to the information and explanations given to us, term loans taken have been applied by the Company during the year for the purposes for which they were raised.

(x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company has been noticed or reported during the year.

(xi) In our opinion and according to the information and explanations given to us, the Company has paid / provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.

(xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the CARO 2016 Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us the Company is in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.

(xiv) During the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause (xiv) of CARO is not applicable to the Company.

(xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or directors of its sister concerns or persons connected with them and hence provisions of section 192 of the Companies Act, 2013 are not applicable.

(xvi) The company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934.

UDIN: **26039707OOXMYI3467**
For K M Kapadia & Associates
Chartered Accountants
FRN: 104777W
Kamlesh M Kapadia
Mem. No.: 039707

Date: 29th May 2026
Place: Mumbai

Standalone Balance Sheet as at 31 March 2026

Particulars	Note No.	As at 31st March 2026 ₹	As at 31st March 2025 ₹
ASSETS			
NON-CURRENT ASSETS			
(a) Property, Plant and Equipment	1	37,697,907	41,594,108
(b) Right of use assets			
(c) Capital Work-in-Progress			
(d) Investment Properties			
(e) Goodwill			
(f) Other Intangible Assets			
(g) Intangible Assets Under Development			
(h) Biological Assets Other Than Bearer Plants			
(i) Financial Assets			
(i) Investments	2	407,800	407,800
(ii) Trade receivables	3		-
(iii) Loans	4		-
(iv) Other Financial Assets	5		-
(j) Deferred Tax Assets (Net)			-
(k) Other Non-current Assets	6	13,950,474	12,624,898
SUB-TOTAL		**52,056,181**	**54,626,806**
CURRENT ASSETS			
(a) Inventories	7	111,965,774	94,053,679
(b) Financial Assets			
(i) Investments	2		-
(ii) Trade Receivables	3	14,03,69,033	94,867,472
(iii) Cash and Cash Equivalents	8	14,731,793	18,133,671
(iv) Bank Balances other than (iii) above	9	36,982,410	26,014,998
(v) Loans	4	267,112	381,112
(vi) Other Financial Assets	5	94,765	103,039
(c) Current Tax Assets (Net)	10	-	-
(d) Other Current Assets	6	274,977	6,835,718
SUB-TOTAL		**30,46,85,865**	**240,389,689**
Non-Current Assets Classified as Held for Sale			
TOTAL ASSETS		**35,67,42,045**	**295,016,493**
EQUITY AND LIABILITIES			
(a) Equity share capital	11	45,644,350	45,644,350
(b) Other equity	12	11,45,34,726	107,198,619
LIABILITIES		**16,01,79,076**	**152,842,969**
NON-CURRENT LIABILITIES			
(a) Financial liabilities			
(i) Borrowings	13	561,609	1,021,569
(ii) Trade Payable	14	-	-
(iii) Other financial liabilities	15	1,061,824	768,824
(b) Provisions	16	-	1,164,533
(c) Deferred tax liabilities (net)	17	3,553,987	4,200,312
(d) Other non current liabilities	18	-	-
SUB-TOTAL		**5,177,420**	**7,155,238**
CURRENT LIABILITIES			
(a) Financial liabilities			
(i) Borrowings	13	17,744,774	23,699,903
(ii) Trade payables	14	171,726,516	109,762,276
(iii) Other financial liabilities	15	-	-
(b) Provisions	16	-	-
(c) Other current liabilities	19	-89,258	54,696
(d) Current tax liabilities (net)	17	2,003,517	1,501,410
SUB-TOTAL		**191,385,549**	**135,018,286**
TOTAL EQUITY AND LIABILITIES		**35,67,42,045**	**295,016,493**

UDIN: 26039707OOXMYI3467
For K.M.Kapadia and Associates
Chartered Accountants

CA Kamlesh Kapadia
Mem. No.: 039707

Place: Mumbai
Date: 29th May 2026

Vivid Global Industries Limited

Sd/-
Sumish Sudhir Mody
Managing Director
(DIN:00318652)

Sd/-
Meena Sumish Mody
Director
(DIN:07994050)

Sd/-
Sumiran Sudhir Mody
CFO

Sd/-
Miten Sudhir Mody
Whole - time Director
(DIN:02422219)

Sd/-
Neelam Pradeep Bajoria
Company Secretary

Profit and Loss Statement for the year ended 31st March 2026

	Particulars	Note No.	For the year ended 31st March 2026 ₹	For the year ended 31st March 2025 ₹
	Continuing Operations			
I	Revenue from operations	20	540,405,730	412,317,206
II	Other Income	21	3,792,339	4,019,875
III	**Total Revenue (I + II)**		**544,198,069**	**416,337,081**
IV	**EXPENSES**			
	(a) Cost of materials consumed	22	412,240,927	282,320,957
	(b) Purchases of Stock-in-trade	23	2,435,500	9,657,390
	(c) Changes in stock of finished goods, work-in- progress and stock-in-trade	24	-1,484,977	19,722,451
	(d) Employee benefit expense	25	25,287,557	24,242,520
	(e) Finance costs	26	11,933,343	5,136,139
	(f) Depreciation and amortisation expense	27	6,449,492	7,415,610
	(g) Impairment expenses/losses			-
	(h) Other expenses	28	78,057,660	62,345,733
	Total Expenses		**534,919,502**	**410,840,800**
V	**Profit/(loss) before exceptional items and tax (III - IV)**		**9,278,567**	**5,496,281**
VI	**Exceptional Items**	29	**134**	**165,091**
VII	**Profit/(loss) before tax (V - VI)**		**9,278,433**	**5,331,190**
VIII	**Tax Expense**			
	(1) Current tax	17	2,588,649	1,924,164
	(2) Deferred tax	17	-646,324	-451,455
	Total tax expense		**1,942,325**	**1,472,709**
IX	**Profit/(loss) after tax from continuing operations (VII-VIII)**		**7,336,107**	**3,858,481**
X	**Discontinued Operations**			
	(1) Profit/(loss) from discontinued operations		-	-
	(2) Tax Expense of discontinued operations		-	-
XI	**Profit/(loss) after tax from discontinued operations**		-	-
XII	**Profit/(loss) for the period (IX + XI)**		**7,336,107**	**3,858,481**
XIII	**Other comprehensive income**			
	A (i) Items that will not be recycled to profit or loss			
	(a) Changes in revaluation surplus		-	-
	(b) Remeasurements of the defined benefit liabilities/(asset)		-	-
	(c) Equity instruments through other comprehensive income		-	-
	(d) Fair value changes relating to own credit risk		-	-
	(e) Others (specify nature)		-	-
	(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
	B (i) Items that may be reclassified to profit or loss		-	-
	(a) Exchange differences in translating the financial statements of foreign operations		-	-
	(b) Debt instruments through other comprehensive income		-	-
	(c) Effective portion of gains and loss on designated portion of hedging instruments in a cash flow hedge		-	-
	(d) Share of other comprehensive income of equity accounted investees		-	-
	(e) Others (specify nature)		-	-
	(ii) Income tax on items that may be reclassified to profit or loss		-	-
XIV	**Total comprehensive income for the period (XIV + XII)**		**7,336,107**	**3,858,481**
XV	**Earnings per equity share (for continuing operation):**			
	(1) Basic		0.80	0.42
	(2) Diluted		0.80	0.42
XVI	**Earnings per equity share (for discontinued operation):**			
	(1) Basic			
	(2) Diluted			
XVII	**Earnings per equity share (for continuing and discontinued operations):**			
	(1) Basic		0.80	0.42
	(2) Diluted		0.80	0.42

UDIN: 26039707OOXMYI3467
For K.M.Kapadia and Associates
Chartered Accountants

CA Kamlesh Kapadia
Mem. No.: 039707

Place: Mumbai
Date: 29th May 2026

Vivid Global Industries Limited

Sd/-
Sumish Sudhir Mody
Managing Director
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Sumiran Sudhir Mody
CFO

Sd/-
Miten Sudhir Mody
Whole - time Director
(DIN:02422219)

Sd/-
Neelam Pradeep Bajoria
Company Secretary

Standalone Statement of Cash Flows for the year ended 31 March 2026

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Cash flows from operating activities		
Profit before tax for the year Adjustments for:	9,278,433	5,331,190
Income tax epense recognised in profit or loss		
Finance costs recognised in profit or loss	11,933,343	5,136,139
Investment income recognised in profit or loss		
Gain on disposal of property, plant and equipment		
Gain on disposal of a subsidiary		
Gain on disposal of interest in former associate		
Net (gain)/loss recorded in profit or loss on financial liabilities designated as at fair value through profit or loss		
Net (gain)/loss arising on financial assets mandatorily measured at fair value through profit or loss		
Net loss/(gain) arising held for trading financial liabilities		
Hedge ineffectiveness on cash flow hedges		
Net (gain)/loss on disposal of available-for-sale financial assets		
Impairment loss recognised on trade receivables		
Reversal of impairment loss on trade receivables		
Depreciation and amortisation of non-current assets	6,449,492	7,415,610
Impairment of non-current assets		
Net foreign exchange (gain)/loss		
Expense recognised in respect of equity-settled share-based payments		
Expense recognised in respect of shares issued in exchange for goods/services		
Difference in the interim dividend adjusted		
Amortisation of financial guarantee contracts		
	27,661,268	17,882,939
Movements in working capital:		
(Increase)/decrease in trade and other receivables	-45,501,562	-27,040,240
(Increase)/decrease in amounts due from customers under construction contracts	-	-
(Increase)/decrease in inventories	-17,912,095	19,930,768
(Increase)/decrease in other assets	8,274	-26,714
(Increase)/decrease in short term loans and advances	3,087,555	-6,129,511
Increase/(decrease) in trade and other payables	61,964,240	17,729,567
Increase/(decrease) in amounts due to customers under construction contracts	-	-
Increase/(decrease) in provisions	2,604,560	1,956,924
(Decrease)/increase in deferred revenue	-	-
(Decrease)/increase in other liabilities	-1,156,479	-551,585
Cash generated from operations	30,755,761	23,752,148
Income taxes paid	-2,588,649	-1,924,164
Proposed Dividend		
Net cash generated by operating activities	**28,167,111**	**21,827,984**
Cash flows from investing activities		
Payments to acquire financial assets	-2,054,918	-2,054,918
Proceeds on sale of financial assets		
Interest received		
Royalties and other investment income received		
Dividends received from associates		
Other dividends received		
Amounts advanced to related parties		
Repayments by related parties		
Payments for property, plant and equipment		

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Proceeds from disposal of property, plant and equipment		
Payments for investment property		
Proceeds from disposal of investment property		
Payments for intangible assets		
Net cash outflow on acquisition of subsidiaries		
Net cash inflow on disposal of subsidiary		
Net cash inflow on disposal of associate		
Net cash (used in)/generated by investing activities	**-2,054,918**	**-2,054,918**
Cash flows from financing activities		
Proceeds from issue of equity instruments of the Company		
Proceeds from issue of convertible notes		
Payment for share issue costs		
Payment for buy-back of shares		
Payment for share buy-back costs		
Proceeds from issue of redeemable preference shares		
Proceeds from issue of perpetual notes		
Payment for debt issue costs		
Proceeds from borrowings	-452,814	471,386
Repayment of borrowings	-5,662,129	-15,226,735
Proceeds from government loans		
Proceeds on disposal of partial interest in a subsidiary that does not involve loss of control		
Dividends paid on redeemable cumulative preference shares		
Dividends paid to owners of the Company		
Reduction in Dividend Paid for FY 2018-19		
Interest & Other Finance Cost paid	-11,933,343	-5,136,139
Net cash used in financing activities	**-18,048,286**	**-19,891,488**
Net increase in cash and cash equivalents	**8,063,907**	**-118,422**
Cash and cash equivalents at the beginning of the year	44,148,668	44,267,090
Effects of exchange rate changes on the balance of cash held in foreign currencies	-	-
Cash and cash equivalents at the end of the year.	**52,212,575**	**44,148,668**
Reconciliation of cash and cash equivalents as per the cash flow Statement		
Cash and cash equivalents (incl. Other Bank Balance)	52,212,575	44,148,668
Bank overdraft	-	-
Balance as per statement of cash flows	**52,212,575**	**44,148,668**

Notes

(a The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard (Ind AS-7) - Statement of Cash Flow.

(b) Non cash items : No transactions

(c) Changes in liability arising from financing activities

UDIN: 26039707OOXMYI3467
For K.M.Kapadia and Associates
Chartered Accountants

CA Kamlesh Kapadia
Mem. No.: 039707

Place: Mumbai
Date: 29th May 2026

Vivid Global Industries Limited

Sd/-
Sumish Sudhir Mody
Managing Director
(DIN:00318652)

Sd/-
Meena Sumish Mody
Director
(DIN:07994050)

Sd/-
Sumiran Sudhir Mody
CFO

Sd/-
Miten Sudhir Mody
Whole - time Director
(DIN:02422219)

Sd/-
Neelam Pradeep Bajoria
Company Secretary

Note 1

	Fixed Assets	Gross Block					Accumulated Depreciation						Net Block	
		Balance as at 1st April 2025	Additions/ (Disposals)	Acquired through business combinations	Revaluations/ (Impairments)	Balance as at 31st March 2026	Balance as at 1st April 2025	Depreciation charge for the year	Retained Earnings Effect	Adjustment due to revaluations	On disposals	Balance as at 31st March 2026	Balance as at 31st March 2026	Balance as at 31st March 2025
a	**Tangible Assets**													
	Land under lease	7,510,168				7,510,168		-					7,510,168	7,510,168
	Buildings	22,691,369	338,709			23,030,078	10,199,798	586,979				10,786,777	12,243,301	12,491,571
	Plant and Equipment(Not Utilised for Production) (Fully Depreciated in Earlier Years)	3,147,223				3,147,223	3,147,223	-				3,147,223	-	-
	Plant and Equipment (Fully Depreciated in Earlier Years)	30,213,025				30,213,025	30,213,025	-				30,213,025	-	-
	Plant and Equipment	56,265,958	2,070,706			58,336,664	41,070,513	4,466,418				45,536,931	12,799,733	15,195,445
	Furniture and Fixtures	403,842				403,842	402,793	5,260				408,053	-4,210	1,050
	Vehicles (Fully Depreciated sold during the year)	-				-	-	-				-	-	-
	Vehicles (Utilising during the year)	15,555,756	-			15,555,756	10,854,351	960,196				11,814,547	3,741,209	4,701,405
	Office equipment (Fully Depreciated)	680,209				680,209	680,209	-				680,209	-	-
	Computers (Fully Depreciated)	21,025				21,025	19,974	-	-			19,974	1,051	1,051
	Computers	437,412	61,254			498,666	381,129	25,701				406,830	91,836	56,283
	Electrical Installations and Equipment	3,764,174	82,621			3,846,795	2,804,368	274,884				3,079,252	767,543	959,806
	Laboratory Equipment	1,697,722	-			1,697,722	1,020,393	130,053				1,150,446	547,276	677,329
	Total	**142,387,883**	**2,553,290**	**-**	**-**	**144,941,173**	**100,793,776**	**6,449,492**	**-**	**-**	**-**	**107,243,267**	**37,697,907**	**41,594,108**
b	**Intangible Assets**													
	Total	-	-	-	-	-	-	-		-	-	-	-	-
c	**Capital Work In Progress**													
	Total	-	-	-	-	-	-	-		-	-	-	-	-
d	**Intangible assets under Development**													
	Total	-	-	-	-	-	-	-		-	-	-	-	-

Note 1(a)

Particulars	Year				
	2025-26	2024-25	2023-24	2022-23	2021-22
Asset details:					
Balance as at 1 April	41,594,108	46,954,800	59,707,940	62,189,148	67,386,717
Impairment/ Revaluation					
Balance as at 31 March	41,594,108	46,954,800	59,707,940	62,189,148	67,386,717

Note 1(b)

Building has been provide as security against the Bank's Packing Credit Facility. Motor vehicals are hypotheted against the Car loan.

Note 2

FINANCIAL ASSETS - INVESTMENT

PARTICULARS	As at 31 March 2026		As at 31 March 2025	
	No.of Share	Amount	No.of Share	Amount
Non Current Investment				
Unquoted				
Investement in Equity Instruments				
VIPL	3,800	3,800	3,800	3,800
Tarapur Environment Protection Soceity	2,422	384,000	2,422	384,000
TIMA CEPT CO-OP SOC. SHARES	200	20,000	200	20,000
TOTAL	**6,422**	**407,800**	**6,422**	**407,800**
Current Investment				
Quoted	-	-	-	-
Unquoted	-	-	-	-
TOTAL	**-**	**-**	**-**	**-**

Note 3

FINANCIAL ASSETS - TRADE RECEIVABLES

PARTICULARS	As at 31 March 2026		As at 31 March 2025	
Non Current Trade Receivables				
Secured & Considered Good	-	-	-	-
Secured & Considered Bad	-	-	-	-
Unsecured & Considered Good	-	-	-	-
Unsecured & Considered Bad	-	-	-	-
TOTAL	**-**	**-**	**-**	**-**
Current Trade Receivables				
Secured & Considered Good				
Secured & Considered Bad				
Unsecured & Considered Good				
Export Trade Receivables	2,97,26,267		49,781,977	
Local Trade Receivables	11,06,42,767	14,03,69,033	45,085,495	94,867,472
Unsecured & Considered Bad	-	-	-	-
TOTAL		**14,03,69,033**		**94,876,472**

The Confirmation of the Trade Receivables have not been provided as at the time of completion of the Audit and hence the Debtors have been considered as certified by the Management.

Trade Receivable has been provided as security against Bank's Credit Facility availed.

Note 4

FINANCIAL ASSETS - LOANS

PARTICULARS	As at 31 March 2026		As at 31 March 2025	
Non Current Loans				
Unsecured, considered good unless otherwise stated				
Unsecured considered doubtful				
TOTAL		**-**		**-**
Current Loans				
Unsecured, considered good unless otherwise stated				
Loans to Related Parties	-		-	
Loans to Directors	-		-	
Loans to Employees	267,112		381,112	
Other loans	-	267,112	-	381,112
Unsecured considered doubtful				
TOTAL		**267,112**		**381,112**

Note 5

FINANCIAL ASSETS - OTHER FINANCIAL ASSETS

PARTICULARS	As at 31 March 2026		As at 31 March 2025	
Non Current	**-**	**-**	**-**	**-**
TOTAL	**-**	**-**	**-**	**-**
Current				
Financial assets carried at amortised cost				
Accrued interest on :				
- Bank Deposits	-		-	
- Intercorporate Deposits	-		-	
- IT Refund	-		-	
- Others	94,765	94,765	103,039	103,039
TOTAL		**94,765**		**103,039**

Note 6

Other Assets

PARTICULARS	As at 31 March 2026		As at 31 March 2025	
Other Non- Current Assets				
Advances other than Capital advances				
Security Deposit		9,209,647		9,216,793
Others				
- Payment of Taxes (Net of Provisions)	-		-	
- MAT Credit entitlement	512,209		512,209	
- Balances with Statutory, Government Authorities	4,228,618	4,740,827	2,895,894	3,408,103
TOTAL		**13,950,474**		**12,624,896**
Other Current Assets				
Advances other than Capital advances				
Advances from Creditors				6,835,718
Others				
- Prepaid expenses		274,977		
TOTAL		**2,74,977**		**6,835,718**

Note 7

INVENTORIES

Inventories	As at 31 March 2026		As at 31 March 2025	
	₹	₹	₹	₹
a. Raw Materials and components(Valued at Cost or Market Price whichever is less)	20,288,036		18,539,036	
Goods-in transit	14,678,118		-	
	3,49,66,154	3,49,66,154	18,539,036	18,539,036
b. Work-in-progress (Valued at Cost or Market Price whichever is less)	40,454,405		33,652,660	
Goods-in transit	-		-	
	40,454,405	40,454,405	33,652,660	33,652,660
c. Finished goods (Valued at Cost or Market Price whichever is less)	36,149,065		41,465,833	
Goods-in transit	-		-	
	36,149,065	36,149,065	41,465,833	41,465,833
d. Stock-in-trade (Valued at Cost or Market Price whichever is less)	-		-	
Goods-in transit	-		-	
	-	-	-	-
e. Stores and spares (Valued at Cost or Market Price whichever is less)	396,150		396,150	
Goods-in transit	-		-	
	396,150	396,150	396,150	396,150
f. Loose Tools (Valued at Cost or Market Price whichever is less)	-		-	
Goods-in transit	-		-	
	-	-	-	-
g. Others (Specify nature)	-		-	
	-		-	-
Total		**11,19,65,774**		**9,40,53,679**

Note 7 a (i)

Quantitative details in respect of opening, closing stock and sale of finished goods :

In view of the complexities of the business, the detils provided hereunder could not be verified by us during the course of our audit and hence the following information provided is as certified by the management.

Particulars	2025-26		2024-25	
	Kgs.	Rupees	Kgs.	Rupees
Opening Stock:				
N Methyl J Acid	10,209.20	14,229,100	16,982.02	18,722,677
Phenyl J Acid	5,333.61	5,671,228	7,938.00	8,012,617
Di J Acid	2,984.00	4,094,048	4,786.46	6,097,950
Purified Di J Acid	554.00	977,256	-	-
Sulpho Tobias Acid	1,871.18	527,673	1,871.18	527,673
Tobias Acid	30,000.00	8,250,000	29,150.00	7,433,250
Purified Tobias Acid	11,894.71	6,839,458	41,303.49	22,386,492
	1,555.09	877,071	1,555.09	877,071
	64,401.79	**41,465,833**	**103,586.24**	**64,057,729**

Note 7 a (ii)

Sales:	2025-26		2024-25	
	Kgs.	Rupees	Kgs.	Rupees
N Methyl J Acid	178,481.15	176,200,657	158,702.45	146,508,671
Purified N Methyl J Acid	181,937.69	184,039,574	69,865.92	69,906,938
Phenyl J Acid	79,518.63	69,305,382	92,283.02	75,602,695
Di J Acid	16,134.12	16,878,693	28,219.86	27,883,958
Purified Di J Acid	1,500.75	2,521,260	1,444.75	2,539,324
Sulpho Tobias Acid	-	-	-	-
Tobias Acid	-	-	-	-
Sulpho Tobias Acid Tarapur Factory	-	-	-	-
Tobias Acid Tarapur Factory	-	-	1,500.00	375,000
Purified Tobias Acid Tarapur Factory	177,579.20	86,022,452	150,913.16	72,301,910
J Acid Urea (IMPORT)	22.50	13,388	1,080.00	540,000
J Acid Urea (IMPORT)	-	-	2,312.94	1,283,682
Beta Naphthol (IMPORT)	-	-	2,312.94	1,283,682
Beta Naphthol (Tarapur IMPORT)	-	-	-	-
	635,174.04	**534,981,406**	**510,642.10**	**399,080,578**

Note 7 a (iii)

Closing Stock:	**2025-26**		**2024-25**	
	Kgs.	**Rupees**	**Kgs.**	**Rupees**
N Methyl J Acid	7,298.00	90,93,350	10,209.20	14,229,100
Phenyl J Acid	3,246.00	35,21,100	5,333.61	5,671,228
Di J Acid	1,995.00	28,34,895	2,984.00	4,094,048
Purified Di J Acid	-	-	554.00	977,256
Sulpho Tobias Acid	2,241.87	7,84,655	1,871.18	527,673
Tobias Acid	14,F000.00	38,50,000	30,000.00	8,250,000
Purified Tobias Acid	26,046.09	1,49,76,502	11,894.71	6,839,458
	1,555.09	10,88,563	1,555.09	877,071
	56,382.05	**3,61,49,065**	**64,401.79**	**41,465,833**

Note 7 b (i)

Quantitative details of principal items of raw materials and packing materials consumed:

In view of the complexities of the business, the detils provided hereunder could not be verified by us during the course of our audit and hence the following information provided is as certified by the management.

Raw materials and packing materials consumed:	**2025-26**		**2024-25**	
	Kgs.	**Rupees**	**Kgs.**	**Rupees**
J Acid Import	332,457.51	232,678,562	332,457.51	232,678,562
J Acid Local	58,912.49	37,998,556	58,912.49	37,998,556
Soda Ash	295,500.00	8,327,940	182,850.00	5,485,500
Sulphuric Acid	597,755.00	8,646,859	444,560.00	3,137,278
Mono Methyl Amine	726,250.00	28,478,066	454,490.00	18,474,850
HCL	563,255.00	486,467	397,380.00	212,790
SBS Powder	22,820.00	910,714	14,720.00	492,430
Formic Acid	12,450.00	800,010	7,290.00	453,443
Aniline Oil (LOCAL)	28,286.00	3,646,590	12,950.00	2,049,125
Aniline Oil (IMPORT)	6,663.00	1,152,699	25,337.00	4,362,174
C.S.Lye (ASIS)	338,509.00	6,623,054	248,055.00	4,903,802
Beta Naphthol (IMPORT)	-	-	-	-
Beta Naphthol (LOCAL)	-	-	-	-
Ethylene Di Chloride	29,060.00	995,330	23,250.00	1,168,063
Oleum 23%	-	-	1,230.00	6,765
Tobias Acid (IMPORT)	-	-	44,000.00	11,836,000
Tobias Acid (LOCAL)	113,000.00	28,573,000	350.00	88,200
Chloro Sulphonic Acid	-	-	-	-
Liquid Ammonia	-	-	-	-
Anhydrous Ammonia Gas	-	-	-	-
SO2 Sulphur Di Oxide Gas	-	-	402.00	158,388
Others (Including Packing Material)	687,583.00	2,829,367	415,597.00	1,978,850
	3,812,501	**362,147,215**	**2,663,831**	**325,484,775**
Less: Excise set off				
Less: Sales Tax set off				-
		362,147,215		325,484,775
Add : Freight Inward / Clearing & Forwarding		666,366		756,285
		362,813,581		**326,241,060**

While valueing Principal Raw material under note 14 b (i) Company has valued goods as mentioned below Imported goods(@CIF Value)= (Foreign Currency * BL rate) + custome duty + Bank Charges + Clearing & Forwarding expences + Transportation Local goods = Purchased Price + Transportation

Note 7 b (ii)

	2025-26		2024-25	
	Kgs.	**Rupees**	**Kgs.**	**Rupees**
Purchase of traded goods:				
Dyes	5,175	2,246,500	18,485.00	6,526,150
Other Commodities (Soap,Loadcell,PP bags)	300	189,000	160,150	3,131,240
CIF value of Imports:				
Raw Material	656,565	290,839,138	514,524.30	199,539,367

Note 7 b (iii)

Value of imported and indigenous goods consumed :

	Rupees 2025-26	Percentage of total consumption 2025-26	Rupees 2024-25	Percentage of total consumption 2024-25
Raw materials & packing materials:				
Imported	290,839,138	**61.68%**	199,539,367	**61.31%**
Indigenous	180,684,475	**38.32%**	125,945,408	**38.69%**
	471,523,613	**100%**	325,484,775	**100%**
Add : Freight Inward / Clearing & Forwarding	-		-	
	471,523,613		**325,484,775**	
Stores & Spares:	-		-	
Indigenous	-		-	
	471,523,613		**325,484,775**	

Inventory has been provided as security against Bank's Credit Facility availed.

Note 8

CASH AND CASH EQUIVALENTS

PARTICULARS	As at 31 March 2026		As at 31 March 2025	
Balances with banks on current accounts		14,645,015		17,927,293
- Deposits with original maturity of less than three months				
Cheques/draft on hand				
Cash on hand		86,778		206,378
TOTAL		**14,731,793**		**18,133,671**

Note 9

OTHER BANK BALANCES

PARTICULARS	As at 31 March 2026		As at 31 March 2025	
Deposits with banks to the extent held as margin money		36,982,410		26,014,998
TOTAL		**36,982,410**		**26,014,998**

Note 10

CURRENT TAX ASSETS

PARTICULARS	As at 31 March 2026		As at 31 March 2025	
Taxes Paid		-		-
Less : Taxes for the Year		-		-
TOTAL		**-**		**-**

Note 11

Statement of Changes in Equity for the year ended 31st March 2026.

A. Equity share capital

Authorised Share Capital

Particulars	Number of Shares	Amount
At April 1, 2024	1,20,00,000	6,00,00,000
Issued during the period		
At March 31, 2025	1,20,00,000	6,00,00,000
Issued during the period		
At March 31, 2026	**1,20,00,000**	**6,00,00,000**

Terms/rights attached to equity shares

The company has only one class of equity shares having par value of INR 5 per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividends in Indian rupees.

In the event of liquidation of the company, the shareholders will be entitled in proportion to the number of equity shares held by them to receive remaining assets of the Company, after distribution to those it was secured.

The shareholders have all other rights as available to equity shareholders as per the provisions of the Companies Act,2013, read together with the Memorandum of Association and Articles of Association of the Company, as applicable.

Issued Capital

Particulars	Number	Amount
Equity shares of INR 5 each issued, subscribed and fully paid		
At April 1, 2024	9,128,870	45,644,350
Issued during the period	-	-
At March 31, 2025	9,128,870	45,644,350
Issued during the period	-	-
At March 31, 2026	**9,128,870**	**45,644,350**

Details of shareholders holding more than 5% shares in the company

Name of Shareholder	As at 31 March 2026		As at 31 March 2025	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
MITEN S MODY	**520,320**	**5.70**	**520,320**	**5.70**
SUMISH S MODY	**1,732,664**	**18.98**	**986,660**	**10.81**
VIVID INTERMEDIATES PVT. LTD.	**568,568**	**6.23**	**568,568**	**6.23**
AMISHA MITEN MODY	**531,396**	**5.82**	**531,396**	**5.82**
MEENA S MODY	**806,178**	**8.83**	**806,178**	**8.83**
SUDHIR MODY	**270,200**	**2.96**	**746,004**	**8.17**

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 - NIL

None of the above shares are reserved for issue under options/contract/commitments for sale of shares or disinvestments.

The Company does not have any holding company.

Note 12

Other Equity	As at 31 March 2026	As at 31 March 2025
	`	`
Capital Reserves		
Cash Subsidy		
Opening Balance	2,500,000	2,500,000
(+) Current Year Transfer	-	-
(-) Written Back in Current Year	-	-
Closing Balance	2,500,000	2,500,000
Securities Premium Account		
Opening Balance	714,655	714,655
Add : Securities premium credited on Share issue	-	-
Less : Premium Utilised for various reasons		
Premium on Redemption of Debentures	-	-
For Issuing Bonus Shares	-	-
Closing Balance	714,655	714,655
Revaluation Reserve		
Opening Balance	99,48,563	9,948,563
(+) Current Year Transfer	-	-
(-) Written Back in Current Year	-	-
Closing Balance	99,48,563	9,948,563

c. Surplus		
Opening balance	94,035,401	90,176,920
(+) Net Profit/(Net Loss) For the current year	7,336,107	3,858,481
(+) Reduction in Proposed Dividend F.Y. 18-19	-	-
(-) Proposed Dividends	-	-
(-) Interim Dividends	-	
(-) Transfer to Reserves	-	-
(-) Difference in Proposed Dividend and Final Dividend of earlier years	-	-
(-) Difference in interim dividend of FY 2021-202	-	-
(-) Dividend Paid of FY 2020-2021	-	-
Closing Balance	101,371,508	94,035,401
Total	**11,45,34,726**	**107,198,619**

ii. Components of Other Comprehensive Income

Particulars	As at 31 March 2026	As at 31 March 2026
Revaluation Reserve	-	-
Debt Instruments through OCI	-	-
Equity Instruments through OCI	-	-
Effective portion of Cash Flow Hedges	-	-
Exchange differences on translating the financial statements of a foreign operation	-	-
Discontinued Operations	-	-
Other items of Other Comprehensive Income	-	-

Equity Instruments through OCI

Particulars	As at 31 March 2026	As at 31 March 2025
Opening balance	-	-
Add/(Less):	-	-
Fair value changes recognised in OCI	-	-
Closing balance	**-**	**-**

Equity Share Capital

Particulars	Balance at the Beginning of the year	Changes in Equity share capital during the year	Balance at the end of the year
March 31, 2026			
Numbers	9,128,870	-	9,128,870
Amount	45,644,350	-	45,644,350
March 31, 2025			
Numbers	9,128,870	-	9,128,870
Amount	45,644,350	-	45,644,350

Other Equity

Particulars	Share Application money pending allotment	Equity Component of Compound financial instruments	Reserves and Surplus				Equity Instruments through OCI	Total
			Capital Reserve - Cash Subsidy	Securities Premium Reserve	Revaluation Reserve	Retained Earnings		
As at April 1, 2025	-	-	2,500,000	714,655	9,948,563	94,035,401		107,198,619
Profit for the period			-	-		7,336,107	-	7,336,107
(+) Reduction in Proposed Dividend								-
Other comprehensive income			-	-				
Total comprehensive income for the year	-	-	2,500,000	714,655	9,948,563	101,371,508	-	114,534,726
Depreciation transfer for Property, plant and equipment								-
Transfer to debenture redemption reserve								-
Issue of equity shares								-
Transaction costs								-
Issue of optionally convertible bonds (net of deferred tax)								-
Exercise of share options								-
Share based payments								-
Cash dividends - Interim Dividend (incl DDT)								-
Non cash distribution of owners								-
Difference in interim dividend								-
As at March 31, 2026	-	-	2,500,000	714,655	9,948,563	101,371,508	-	114,534,726

Note 13

Borrowings

Particulars		As at 31 March 2026	As at 31 March 2025
Non Current Borrowings			
Secured			
From Banks			
Vehicle Loans from Banks		1,021,569	1,531,491
	(A)	**1,021,569**	**1,531,491**
Current Maturity of Non Current Borrowings			
From Banks			
Vehicle Loans from Banks		459,960	509,922
	(B)	**459,960**	**509,922**
Total (A)-(B)		**561,609**	**1,021,569**

Non Current Borrowings	As at 31 March 2026	As at 31 March 2025
Secured		
Vehicle Loans from Banks (Secured against hypothecation of Motor vehicles)	1,021,569	1,531,491
Non Current Borrowings		
Less: Current maturity	1,021,569	1,531,491
Non Current Borrowings (as per Balance sheet)	**459,960**	**509,922**
	561,609	**1,021,569**

Current Borrowings

Particulars		As at 31 March 2026	As at 31 March 2025
Secured			
Current Maturity of Non Current Borrowings			
Vehicle Loans from Banks (Secured against hypothecation of Motor vehicles)		459,960	509,922
Current Maturity of Non Current Borrowings	**A**	**459,960**	**509,922**
Other Secured Loans			
Bank Current Account - Packing credit Loan			
(Secured against DP Notes,Lodgment of LC's/Confirmed Export Orders, Export Trust Receipts, Debtors, Inventory and Factory Building)		17,284,814	23,189,981
	B		
Total Current Borrowings	**A+B**	**17,284,814**	**23,189,981**
		17,744,774	**23,699,903**

Net debt Reconciliation

This section sets out an analysis of net debt and the movements in net debt for each of the periods presented

Particulars	As at 31 March 2026	As at 31 March 2025
Current Borrowings	17,744,774	23,699,903
Non-current Borrowings	561,609	1,021,569
Net Debt	**18,306,383**	**24,721,472**

Note 14

Trade Payables

Particulars	As at 31 March 2026	As at 31 March 2025
Non Current		
Trade Payables to Micro, Small and Medium Enterprises	-	-
Trade Payables to Others	-	-
Total	**-**	**-**
Current		
Trade Payables to Micro, Small and Medium Enterprises	-	-
Trade Payables to Others	171,726,516	109,762,276
Total	**171,726,516**	**109,762,276**

Balances of Trade Payables as on 31/03/2025 are recorded at realisable value as certified by Management. The Management has not been able to produce confirmations of balances due to Balances Payable to the Creditors.
Management has not able to produce list Trade payables of Micro, Small and Medium Enterprises

Note 15

Other Financial Liability

Particulars	As at 31 March 2026	As at 31 March 2025
Non Current		
(i) Financial Liabilities at amortised cost		
Deposits Payables (Rent)	1,061,824	768,824
Accrued compensation to employees	-	-
Payable for acquisition of business - Contingent Consideration	-	-
TOTAL	**1,061,824**	**768,824**
Current		
(i) Financial Liabilities at amortised cost		
Current maturities of long term Loan from bank	-	-
Security Deposits From Customers	-	-
Unpaid dividends	-	-
TOTAL	**-**	**-**

Note 16

Provisions

Particulars	As at 31 March 2026	As at 31 March 2025
Non Current		
Provision for employee benefits		
Gratuity	-	1,164,533
Leave encashment	-	-
Service/Maintenance warranties	-	-
Restructuring costs	-	-
Decommisioning Liability	-	-
Onerous Operating lease	-	-

Contingent Liability	-	-
Volume discounts and returns	-	-
Other provision	-	-
Total	**-**	**1,164,533**
Current		
Provision for employee benefits	-	-
Gratuity	-	-
Leave encashment	-	-
Service/Maintenance warranties	-	-
Restructuring costs	-	-
Decommisioning Liability	-	-
Onerous Operating lease	-	-
Contingent Liability	-	-
Volume discounts and returns	-	-
Other provision	-	-
Total	**-**	**-**

Note 17

Deferred Tax

Particulars	As at 31 March 2026	As at 31 March 2025
Deferred tax relates to the following:		
Temporary difference in the carrying amount of property, plant and equipment-till date	3,287,542	4,081,641
Revaluation of Land and buildings to fair value	-	-
Revaluation of FVTPL/FVTOCI investments to fair value	-	-
Revaluation of FVTOCI hedge loan to fair value	-	-
Post employment medical benefits	-	-
Provision for employee benefits	266,445	118,671
Provision for dobutful debt	-	-
Provision for loss on financial assets	-	-
MAT Credit Entitlement	-	-
Losses available for offsetting against future taxable income	-	-
Impairment on FVTOCI debt instruments	-	-
Convertible Preference shares	-	-
Losses available for offsetting against future taxable income	-	-
Others (Specify)	-	-
	3,553,987	4,200,312
Deferred Tax Assets / (Liabilities) recognised at the beginning of the year	4,200,312	4,651,767
Deferred Tax Assets / (Liabilities) to be recognised for the year	**-646,324**	**-451,455**

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Considering the probability of availability of future taxable profits in the period in which tax losses expire, deferred tax assets have not been recognised in respect of unabsorbed depreciation, business losses and long term capital losses carried forward by the Company.

Reconciliation of tax expense and accounting profit multiplied by income tax rate for 31st March 2025 and 31st March 2024

Particulars	As at 31 March 2026	As at 31 March 2025
Accounting profit before income tax	9,278,433	5,331,190
Enacted tax rate in India	25.17	25.17
Income tax on accounting profits	2,335,196	1,341,754
Tax effect on		
Depreciation	2,147,356	2,802,989
Expenditure allowable on payment basis and other disallowances	-	-
Provision for Dobutful Debt	-	-
Donation	-	-
Income considered separately	-	-
Dividend income	-	-
Gratuity Provision	-1,164,534	-518,667
Carried forward losses adjusted	-	-
Others	24,224	29,767
Taxable Income	**10,285,479**	**7,645,279**
Effective Tax	**2,588,649**	**1,924,164**

Changes in tax rate

Where the applicable tax rate changed during the year, the adjustments to the deferred tax balances appear as another reconciling item in the reconciliation of accounting profit multiplied by tax rate to income tax expense. The associated explanations could be along the following lines:

The impact of the change in tax rate has been recognised in tax expense in profit or loss, except to the extent that it relates to items previously recognised outside profit or loss.

Note 18

Other Non Current Labilities

Particulars	As at 31 March 2026	As at 31 March 2025
TOTAL		

Note 19

Other Current Labilities

Particulars	As at 31 March 2026	As at 31 March 2025
Revenue Received in advances	-	-
Advance received from Customers		-
Other Advances	-	-
Government Grants	-	-
Others	-	-
Statutory Liabilities	542,719	534,664
Taxes for Earlier Years	17,328,810	15,404,646
Less: Taxes Paid (For Earlier years)	-18,189,867	-16,097,784
Deferred Rent	-	-
Others	229,080	213,170
TOTAL	**-89,258**	**54,696**

Note 17

Current Tax Liabilities

Particulars	As at 31 March 2026	As at 31 March 2025
Tax for the Year	2,588,649	1,924,164
Less : Taxes Paid	-585,132	-422,753
TOTAL	**2,003,517**	**1,501,410**

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

Note 20

REVENUE FROM OPERATIONS

Particulars	For the year ended 31 March 2026		For the year ended 31 March 2025	
<u>Sale of products</u>				
Export Sales	183,824,293		176,209,896	
Domestic Sales	353,941,163	537,765,456	234,021,938	410,231,834
<u>Other Operating Income</u>				
Job Work Labour Received	-		-	
Discount Received	-		-	
Sale of DEPB License - Tarapur	-		-	
Duty Draw Back Incentive	481,235		264,921	
Interest Recd on L C Margin	2,159,039	2,640,274	1,820,451	2,085,372
TOTAL		**540,405,730**		**412,317,206**

Note 21

OTHER INCOME

Particulars	For the year ended 31 March 2026		For the year ended 31 March 2025	
Interest Recd.on GSPC Co Ltd	105,295		114,488	
Interest on Income Tax Refund	-	105,295	-	114,488
Profit on sale of Asset		-		327,737
Rent		3,687,044		3,575,346
Other Income		-		2,304
TOTAL		**3,792,339**		**4,019,875**

Note 22

COST OF MATERIALS CONSUMED

Particulars	For the year ended 31 March 2026		For the year ended 31 March 2025	
As at Beginning of the year		18,539,036		18,747,353
Add: Purchases				
Import Purchase	290,839,138		199,539,367	
OGS Purchase	29,845,048		17,116,791	
Purchase	102,958,804		60,160,505	
Vat Reduction	338,310		294,629	
Purchase - Job Work Labour	4,686,745	428,668,045	5,001,348	282,112,640
Less : As at end of the year		-34,966,154		-18,539,036
TOTAL		**412,240,927**		**282,320,957**

Note 23

PURCHASES OF OTHER TRADABLE ITEMS

Particulars	For the year ended 31 March 2026		For the year ended 31 March 2025	
Purchase Trading Goods		2,435,500		9,657,390
TOTAL		**2,435,500**		**9,657,390**

Note 24

CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND OTHER TRADEABLE ITEMS

Particulars	For the year ended 31 March 2026		For the year ended 31 March 2025	
Inventories as at the beginning of the year				
Work in Progress	33,652,660		30,783,215	
Finished Goods	41,465,833		64,057,729	
Stores & Spares	396,150	75,514,643	396,150	95,237,094
Less : Inventories as at the end of the year				
Work in Progress	40,454,405		33,652,660	
Finished Goods	36,149,065		41,465,833	
Stores & Spares	396,150	76,999,620	396,150	75,514,643
TOTAL		**-1,484,977**		**19,722,451**

Note 25

EMPLOYEE BENEFITS EXPENSE

Particulars	For the year ended 31 March 2026		For the year ended 31 March 2025	
Salary Expenses	16,876,576		15,833,918	
Contirbution to Provident Fund(Employer)	1,046,213		1,009,230	
Contirbution to ESIC	62,726		64,455	
Staff welfare	131,452		168,986	
Other Expenses	330,590	18,447,557	625,931	17,702,520
Directors Sitting Fees	120,000		120,000	
Directors Remuneration	6,720,000	6,840,000	6,420,000	6,540,000
TOTAL		**25,287,557**		**24,242,520**

Note 26

FINANCE COST

Particulars	For the year ended 31 March 2026		For the year ended 31 March 2025	
Interest expense		115,863		877,762
Other borrowing costs		5,689,823		5,012,190
Applicable net gain/loss on foreign currency transactions and translation		6,127,657		-753,813
TOTAL		**11,933,343**		**5,136,139**

Note 27

DEPRECIATION AND AMORTISATION EXPENSE

Particulars	For the year ended 31 March 2026		For the year ended 31 March 2025	
Depreciation		6,449,492		7,415,610
Amortization expense		-		-
TOTAL		**6,449,492**		**7,415,610**

Note 28

OTHER EXPENSES

Particulars	For the year ended 31 March 2026		For the year ended 31 March 2025	
Direct Expenses				
Import Expenses	20,647,055		12,714,871	
Pollution Board Exp	-		-	
Electricity Expense	2,100,013		2,072,579	
Testing & Analysis Charges	19,250		12,900	
Transportation Charges	2,715,415		2,363,003	
Job Work Charges for Production	19,627,308		14,629,162	
Water Exps	442,170		356,789	
Waste Disposal charges	623,346		742,748	
Other Expenses	388,150	46,562,707	279,589	33,171,641
Indirect Expenses				
Repairs & Maintenance	5,157,363		4,773,746	
Advertisement Expenses	98,546		75,608	
Export Expenses	26,216		356,785	
Commission on Sale	8,555,184		6,839,191	
Insurance Exp	501,748		543,286	
Payment to Statutory Auditor {Note 27a}	400,000		385,000	
Rent Paid	2,400,000		6,900,000	
Legal & Professional Charges	7,570,012		3,224,724	
Travelling Exp	2,726,372		2,051,069	
Communication Exp	170,977		214,195	
Other Expenses	3,221,392		3,776,008	
Stock Audit Fees	12,230	31,494,953	34,480	29,174,092
TOTAL	**78,057,660**		**62,345,733**	

Particulars	For the year ended 31 March 2026		For the year ended 31 March 2025	
Payment to Statutory Auditor				
For Statutory Audit	400,000		385,000	
For Tax Audit	-		-	
For Other Services	-	400,000	-	385,000
TOTAL		**400,000**		**385,000**

Note 29

EXCEPTIONAL ITEMS

Particulars	For the year ended 31 March 2026		For the year ended 31 March 2025	
Prior Period Expenses		134		165,091
Penalty paid to Pollution Board		-		-
TOTAL		**134**		**165,091**

EARNINGS PER SHARE

Particulars	For the year ended 31 March 2026		For the year ended 31 March 2025	
(a) Basic and Diluted earnings per share				
From continuing operations attributable to the equity holders of the company		0.80		0.42
From discontinuing operations attributable to the equity holders of the company		-		-
Total basic earnings per share attributable to the equity holders of the company		0.80		0.42
(b) Reconciliations of earnings used in calculating earnings per share				
Profit attributable to the equity holders of the company used in calculating basic and diluted earnings per share		7,336,107		3,858,481
(c) Weighted average number of shares used as the denominator				
Weighted average number of equity shares used as the denominator in calculating basic and diluted earnings per share		9,128,870		9,128,870

30 Significant Accounting Policies:

i. **Basis of Accounting:**

The financial statements are prepared under historical cost convention on an accrual basis.

ii. **Inventories**

Inventories are valued as under:

Raw Material and Packing Material	:	**At cost or net realisable value, whichever is lower**
Work-In-Process	:	**At cost or net realisable value, whichever is lower**
Finished goods	:	**At cost or net realisable value, whichever is lower**
Stores & spares	:	**At cost**
By products/Scrap	:	**At Net Realisable Value**
Fuel	:	**At cost**

Cost of Raw Material and Packing Material is determined on First in First out basis.

Cost of Finished goods and work-in-process include costs of conversion and other costs incurred in bringing the inventories to their present location and condition.

iii. **Fixed Assets and Depreciation :**

Fixed assets are stated at historical cost less accumulated depreciation.

Depreciation has been provided for by the straight line method at the rates specified in revised Schedule II of the Companies Act, 2013.

Depreciation on additions during the year is charged on pro rata basis.

The amortization of the value of the Leasehold Premises has not been provided for. The Company does not not follow the procedure of amortizing its leasehold assets over the period of the lease.

Captital Subsidy has been reduced from the Cost of the Plant & Machinery. Hence the depreciation on addition to Fixed Assets made during the year has been calculated at the cost of new assets less the subsidy received.

iv. **Revenue Recognition :**

Sales are recognised when the goods are invoiced or despatched to the customers and are recorded exclusive of excise duty and net of trade discount and sales tax.

Export sales are recognised on the date of Shipping bill.

Duty Drawback is accounted in the year in which it is received.

Interest Income has been recognised on the basis of the amount received from the Banks

v. **Long Term investments are valued at cost.**

vi. **Foreign currency Transactions**

Transactions in foreign currency are recorded at the exchange rate prevailing on the date of the transaction. All foreign currency assets and liabilities (except those towards fixed assets) are translated at year end exchange rate and related exchange gain/loss is recognised in Profit and Loss Account.

Adjustmenmt in respect of liabilities incurred for acquisition of fixed assets are adjusted in the carrying amount of fixed assets.

II) The following are the observations during the course of Audit under review and brought to the notice of the members of the Company :-

1) Due to the complexities of business the value of the Inventory has been considered as has been verified, valued and certified by the Management.

2) Balances of Sundry Debtors and Sundry Creditors as on 31/03/2026 are recorded at realisable value. The Management has been able to produce some confirmations of balances due from Debtors as well as the Balances Payable to the Creditors. However the value of these Debtors and Creditors for the Balance Sheet purpose has been take as certified by the Management.

3) **Expenditure in foreign currency**	**Rupees 2025-26**	**Rupees 2024-25**
a. Travelling expenses	2,535,549	1,915,176
b. Commission paid/payable	-	145,936

4) **Earnings in foreign exchange :**	**Rupees 2025-26**	**Rupees 2024-25**
C.I.F. value of exports	183,824,293	176,209,896
Percentage to Total Turnover	34.18%	42.95%

CIF Value of Exports have been reported based on the working submitted by the management and it has been explained that wherever the Insurance and Freight has been recovered from the customers, the same has been included in the value shown above and in absence of the same, the Insurance & Freight has been claimed as expenditure.

5) **Particulars of Licensed Capacity, Installed Capacity and Actual Production :**	**2025-26**	**2024-25**
a. Installed Capacity:		
Dye Intermediates equivalent	14,00,000	14,00,000

Installed capacity is as certified by the Management and not verified by the auditors. It denotes estimated production of a product, if the entire plant & machinery is operated on triple shift basis during the year and is exclusively utilised for its production. However, the plant and machinery is common for the production of various dye-intermediates and hence the installed capacity may vary depending upon the product mix adopted by the company.

6) Related Party Transactions :

I Names of Related Parties and nature of relationship.

A. Associates

1 Vivid Intermediates Private Limited

2 M/s. Sumichem Corporation

B. Enterprises over which Key Management Persons Have significant influence and Enterprises having Key Management Person in common.

1 Vivid Chemical (FIRM)

C. Key Management Persons and Relatives

1	Mr. Sudhir Mody	Father of Directors Mr. Sumish Mody & Mr. Miten Mody
2	Mr. Sumish Sudhir Mody	Managing Director
3	Mr. Miten Sudhir Mody	Director
4	Mrs. Meena Sumish Mody	Director & Wife of Mr. Sumish Mody
5	Mrs. Amisha Miten Mody	Wife of Director -Mr. Miten Mody
6	Mr. Sumiran Mody	CFO of the Company and Son of Mr. Sumish Mody
7	Mr. Nainesh S Desai	Director
8	Mr. Mahesh Shivram Gharat	Director
9	Mr. Nitin Anant Zujam	Director
10	Mrs. Nilam Pradeep Bajoria	CS of the Company

II Transactions with related Parties

Sr. No.	Particulars	Amount	Percentage of Director Remuneration as per section 197 od the companies Act
1	**Sumish Mody**		
	Travelling Exp	-	
	Director remuneration	4,920,000	30.75%
	Director Sitting Fees	20,000	
2	**Sudhir Mody**		
	Consultancy Fees	1,920,000	
3	**VIVID Chemicals**		
	Rent Paid	2,400,000	
	Consultancy Fees	4,800,000	
4	**VIVID Intermediates Pvt. Ltd**		
	Goods Sales	178,723,809	
	Goods Purchase	5,940,135	
	Job Work Charges Paid	19,627,308	
5	**Meena S Mody**		
	Director Sitting Fees	20,000	
6	**Miten Mody**		
	Director remuneration	1,800,000	11.25%
	Director Sitting Fees	20,000	
7	**Nainesh Desai**		
	Director Sitting Fees	20,000	

8	**Amisha Miten Mody**		
	Salary	1,825,000	
9	**Mahesh S Gharat**		
	Director Sitting Fees	20,000	
10	**Nitin A Zujam**		
	Director Sitting Fees	20,000	
11	**Sumiran Mody**		
	Salary	1,800,000	
		223,876,252	**42.00%**

7) Details of payments to Key Management Personnel:

Particulars	**2026 Amount (Rs.)**	**2025 Amount (Rs.)**
Director Remuneration	6,720,000	6,420,000
Total		
	6,720,000	**6,420,000**

Computation of Net Profit in accordance with Section 197 and Section 198 of the companies Act, 2013

	Particulars	**Year Ended 31st March2026**
A	Net Profit as per Profit and Loss Account	7,336,107
	Add : Provision for Income tax (Net of MAT Credit)	2,588,649
	Provision for Deferred Tax	-646,324
	Section 198 of the companies Act, 2013	**9,278,433**
	Add : Managerial Remuneration	6,720,000
	Depreciation as per accounts	6,449,492
	Provision for bad and doubtful debts	
	Less : Depreciation as per Section 350 of the Companies Act, 1956	6,449,492
	Section 198 of the Companies Act, 2013	**15,998,433**
B	Details of Managerial Remuneration under Section 198 of the Companies Act, 1956	
	Salaries, Remuneration and Allowances	6,720,000
	Total	**6,720,000**
	Total Director Remuneration paid by the Company	**42.00%**

8) Segment Reporting :

1 Primary Segment Information

Geographical Segments **(Rs. In lakhs)**

Sr. No	**Particulars**	**Current year (2025-26)**	**Previous year (2024-25)**
1	**SEGMENT REVENUE**		
	Local	3,539.41	2,340.22
	Export	1,838.24	1,762.10

	Other Income	64.33	61.05
	TOTAL	**5,441.98**	**4,163.37**
2	**SEGMENT RESULTS (Profit before Interest & Tax)**		
	Local	3,453.86	2,271.83
	Export	1,805.08	1,726.09
	Total Segment Result	**5,258.94**	**3,997.92**
	Less: Finance Cost	119.33	51.36
	Less: Unallocable Expense/ (Income)	5,046.82	3,893.25
	Profit Before Tax	**92.78**	**53.31**
	Less: Prov. For Tax	25.89	19.24
	Less: Deffered Tax	-6.46	-4.51
	Profit After Tax	**73.36**	**38.58**
4	**SEGMENT CAPITAL EMPLOYED**		
	Local	1041.79	859.13
	Export	541.07	646.89
	Others	18.93	22.41
	TOTAL	**1601.79**	**1,528.43**

a) In Segment Reporting of the Company the Unallocable Expenses & Capital Employed figure of each segment is calculated on the proportion of Export Sales to Total Sales for the corresponding period.

2 Secondary segment:

Since company deals in one line of product only ie. Chemicals, it does not satisfy the criteria of reportable Secondary Segments; hence the Secondary Segment is not reported.

9) Current Tax :

Provision for Tax has been made on the basis of the Income Tax Act 1961.

10) Earning Per Share :

Particulars	2025-26	2024-25
a) Profit Before Distribution of Dividend	7,336,107	3,858,481
No. of Shares	9,128,870	9,128,870
EPS Before Dividend	**0.80**	**0.42**
b) Profit After Distribution of Dividend	7,336,107	3,858,481
No. of Shares	9,128,870	9,128,870
EPS After Dividend	**0.80**	**0.42**

11) **Deferred Tax Adjustment :**

For the company, the deferred tax adjustment as required by AS-22 consists only on account of Difference in the Rate of Depreciation under the Income Tax Act and the Companies Act. The DTA/DTL of the earlier years was calculated @ of the Rate of Tax applicable in that particular year and for the current year @ Rate of Tax applicable for the year under consideration. Due to the change in the Rate of Tax in the year under consideration, the Opening balance of DTA/DTL has been revised accordingly.

The Profit & Loss Account has been debited with the Deffered Tax Liability of Rs. 6,46,324/-

12) In accordance with the requirement for disclosure of amounts due to SSI units, the company has not compiled the

list of its sundry creditors who satisfy this criteria.

Subject to this, the information relating to payment overdue to SSI units cannot be computed.

13) Previous years figures have been regrouped wherever necessary in order to confirm to current years presentation.

14) Statement of policy Account Value Showing Various Components Under The Policy for the period : 1st April 2025 to 31st March 2026

Particulars	Amount
A.Opening Balance of PAV(*) at the beginning	1,245,962
B.Fund Converted from Old scheme	-
C.Premium Received During the Period	-
D.Total Claim Paid For the Period	78,344
E.Total Equitable/Transfer in For the Period	-
F.Total Equitable transfer out For the Period	-
G.Total Mortality Charges (MOC) Deducted For the Period	11,718
H.Total Pol Admin Charges (PAC) Deducted For the Period	296
I.Total correction add of fund For prev. quarter	-
J.Total correction ded of fund For prev. quarters	-
K.Total Fund Management Charges(FMC) Ded For the Period	5,980
L.Service Tax On MOC+PAC+FMC For the Period	3,239
M.Education Cess + Higher Edu Cess on Service Tax	-
N.Interest Amount Credited (MFR) For the Period	5,983
O.Interest Amount Credited (AIR) For the Period	82,373
P.Residual Interest Credited For the Period	-
Closing Balance of PAV (A+B+C-D+E-F-G-H+I-J-K-L-M+N+O+P)	1,234,741

A. Opening Balance Details

Quarter Ending	Opening Balance	Int on MFR	Int on AIR
6/30/2025	1,245,962.37	1,550.28	21,343.16
9/30/2025	1,184,273.76	1,489.73	20,511.29
12/31/2025	1,200,935.70	1,510.69	20,799.87
3/31/2026	1,217,882.47	1,498.68	20,630.97

C. Details of Premium Adjusted During The Period

Receipt Date	Premium	Int on MFR	Int on AIR
3/31/2026	1,386,346.00	-	-

D. Details of Claimed booked during the year

Payment Date	Claim Amount	Int on MFR	Int on AIR
5/9/2025	78,344	55.69	764

15) An Environment Compensation Order, asking the Company to Pay Rs.60,98,400 was levied on the company by the

Maharashtra Pollution Control Board (MPCB) as per the 'Polluter Pays' Principle. The company has preferred an appeal before the Supreme Court against the said Order where in, the Supreme Court has directed the Company to deposit Rs.18,30,000 (30% of the Compensation Amount) with the The United India Insurance Company as a Refundable Deposit and the rest is kept in abeyance till the proceedings are completed. As informed to us, this Deposit shall be Refundable back to the Company if the Order of the Supreme Court is decided in favour of the Company and Dismissing the Order of MPCB. The amount of Rs.60,98,400/- is however shown as a 'Contingent Liability' for FY 2025-26 till the outcome of this Appeal.

UDIN: 26039707OOXMYI3467 **For K.M.Kapadia and Associates** **Chartered Accountants**	**Vivid Global Industries Limited**		
CA Kamlesh Kapadia **Mem. No.: 039707**	Sd/- **Sumish Sudhir Mody** **Managing Director** **(DIN:00318652)**	Sd/- **Meena Sumish Mody** **Director** **(DIN:07994050)**	Sd/- **Sumiran Sudhir Mody** **CFO**
Place: Mumbai **Date: 29th May 2026**	Sd/- **Miten Sudhir Mody** **Whole - time Director** **(DIN:02422219)**	Sd/- **Neelam Pradeep Bajoria** **Company Secretary**	

Note 31

Contingent liabilities and commitments (to the extent not provided for)	As at 31st March 2026	As at 31st March 2025
(i) Contingent Liabilities		
The company is facing court cases With Central Excise department in respect of Modvat credit claimed for F.Y. 1994-95 The company has preferred an appeal against the said order and is confident of succeeding in the said appeal.	64,000	64,000
(The liability disclosed above is net of predeposit of Rs. 50,000)		
Maharashtra Pollution Control Board has levied penalty as per 'Polluters Pays' Principle. The company has preferred an appeal before the Supreme court.	6,098,400	6,098,400
(The liability disclosed above is inclusive of the deposit made of Rs. 18,30,000)		
Other	379,760	379,760
Guarantee Given	2,869,675	2,869,675
	9,411,835	9,411,835
(ii)Commitments	-	-
	-	-
	9,411,835	**9,411,835**

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

Note 32

FINANCIAL RISK MANAGEMENT

The Company's activity exposes it to market risk, liquidity risk and credit risk. Company's overall risk management focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the company. This note explains the sources of risk which the entity is exposed to and how the company manages the risk.

(A) Credit risk

Credit risk is the risk that the counterparty will not meet its obligations leading to a financial loss. Credit risk arises from cash and cash equivalents, financial assets carried at amortised cost and deposits with banks and financial institutions, as well as credit exposures to customers including outstanding receivables.

i. Credit risk management

Credit risk has always been managed by the company through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the company grants credit terms in the normal course of business.

The company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk the Company compares the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forwarding-looking information.

A default on a financial asset is when the counterparty fails to make contractual payments of when they fall due. This definition of default is determined by considering the business environment in which entity operates and other macro-economic factors.

ii. Provision for expected credit losses

The company follows 'simplified approach' for recognition of loss allowance on Trade receivables.

As a practical expedient, the Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analyzed.

iii. Reconciliation of loss allowance provision - Trade receivables

Particulars	Amount
Loss allowance on April 1, 2025	-
Changes in loss allowance	-
Loss allowance on March 31, 2026	-

(B) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due. The Company consistently generated sufficient cash flows from operations to meet its financial obligations. Also, the Company has unutilized credit limits with banks.

Management monitors rolling forecasts of the company's liquidity position (comprising the undrawn borrowing facilities) and cash and cash equivalents on the basis of expected cash flows. In addition, the company's liquidity management policy involves projecting cash flows and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements.

Maturities of financial liabilities

The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. In the table below, borrowings includes both interest and principal cash flows. To the extent that interest rates are floating rate, the undiscounted amount is derived from interest rate curves at the end of the reporting period.

Contractual maturities of financial liabilities	Contractual cash flFlows				
Particulars	**Carrying Amount**	**Total**	**Less than 1 year**	**1 to 5 years**	**More than 5 years**
March 31, 2026					
Borrowings	18,306,383	18,306,383	17,744,774	561,609	
Trade payables	171,726,516	171,726,516	171,726,516	-	
Other financial liabilities	1,061,824	1,061,824	-	1,061,824	
Total financial liabilities	**191,094,724**	**191,094,724**	**189,471,291**	**1,623,433**	**-**
March 31, 2025					
Borrowings	24,721,472	24,721,472	23,699,903	1,021,569	
Trade payables	109,762,276	109,762,276	109,762,276	-	
Other financial liabilities	768,824	768,824	-	768,824	
Total financial liabilities	**135,252,573**	**135,252,573**	**133,462,179**	**1,790,393**	**-**

(C) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of change in market prices. Market risk comprises three types of risk: foreign currency risk, interest rate risk and other price risk such as commodity risk.

(i) Foreign currency risk

Foreign currency risk is the risk of impact related to fair value or future cash flows of an exposure in foreign currency, which fluctuate due to changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the import of goods.

The Company evaluates exchange rate exposure arising from foreign currency transactions and follows established risk management policies and standard operating procedures to mitigate the risks.

(a) The company exposure to foreign currency risk at the end of the reporting period expressed in INR lakhs, are as follows

Particulars	Amount	USD
March 31, 2026		
Trade Receivable	29,726,267	316,699.80
Trade Payable	-146,666,109	-1,562,561.76
Net exposure to foreign currency risk	**-116,939,843**	**-1,245,862**
March 31, 2025		
Trade Receivable	49,781,976	584,982.09
Trade Payable	-95,359,478	-1,120,557.91
Net exposure to foreign currency risk	**-45,577,502**	**-535,576**

(b) Foreign currency sensitivity

Particulars	31st March 2026		31st March 2025	
	1% Increase	1% Decrease	1% Increase	1% Decrease
USD	-12,459	12,459	-5,356	5,356
INR	-1,169,398	1,169,398	-455,775	455,775

(ii) Interest rate risk

The Company primarily borrows funds under fixed interest rate arrangements with banks and financial institutions and therefore the Company is not exposed to interest rate risk.

(iii) Price risk

The Company is not significantly exposed to changes in the prices of commodities/equity instruments.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

Note 33

Fair Value Measurements

i. Financial Instruments by Category

Particulars	Carrying Amount		Fair Value	
	31st March 2026	31st March 2025	31st March 2026	31st March 2025
FINANCIAL ASSETS				
Amortised cost				
Trade Receivables	140,369,033	94,867,472	140,369,033	94,867,472
Loans	267,112	381,112	267,112	381,112
Cash and Cash Equivalents	14,731,793	18,133,671	14,731,793	18,133,671
Other Bank Balances	36,982,410	26,014,998	36,982,410	26,014,998
Other Financial Assets	94,765	103,039	94,765	103,039
FVTOCI				
Investment in Unquoted Equity Instruments	407,800	407,800	407,800	407,800
TOTAL	**192,852,914**	**139,908,092**	**192,852,914**	**139,908,092**
FINANCIAL LIABILITIES				
Amortised cost				
Borrowings	18,306,383	24,721,472	18,306,383	24,721,472
Trade Payables	171,726,516	109,762,276	171,726,516	109,762,276
Other financial liabilities	1,061,824	768,824	1,061,824	768,824
FVTPL				
Contingent Consideration	9,411,835	9,411,835	9,411,835	9,411,835
TOTAL	**200,506,559**	**144,664,408**	**200,506,559**	**144,664,408**

The management assessed that the fair value of cash and cash equivalent, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short term maturities of these instruments.

The fair values for loans and other non current financial assets were calculated based on cash flows discounted using a current lending rate. They are classified as level 3 fair values in the Fair value hierarchy due to the inclusion of unobservable inputs including counterparty credit risk.

The fair values of non current borrowings are based on discounted cash flows using a current borrowing rate. They are classified as level 3 fair values in the fair value hierarchy due to the use of unobservable inputs, including own credit risk.

ii. Fair Value Hierarchy

This section explains the judgments and estimates made in determining the fair values of the financial instruments that are recognised and measure at fair value. To provide an indication about the reliability of the inputs used in determining fair value, the company has classified its financial instruments into three levels prescribed under the accounting standard. An explanation of each level

Assets and liabilities measured at fair value - recurring fair value measurement:

Particulars	31st March 2026			Total	31st March 2025			Total
	Fair value measurement using				Fair value measurement using			
	Quoted prices in active markets (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)		Quoted prices in active markets (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	
Financial Assets								
Financial Investments at FVTOCI								
Unquoted equity shares			407,800	407,800			407,800	407,800
Total Financial Assets	**-**	**-**	**407,800**	**407,800**	**-**	**-**	**407,800**	**407,800**
Financial Liabilities								
Contingent consideration			6,542,160	6,542,160			6,542,160	6,542,160
Financial guarantee			2,869,675	2,869,675			2,869,675	2,869,675
Total Financial Liabilities	**-**	**-**	**9,411,835**	**9,411,835**	**-**	**-**	**9,411,835**	**9,411,835**

Level 1 - Level 1 hierarchy includes financial instruments measured using quoted prices.

Level 2 - The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates.

Level 3 - If one or more of the significant inputs are not based on observable market data, the instrument is included in level 3.

iii. Valuation technique used to determine fair value

Specific Valuation techniques used to value financial instruments include:

- the use of quoted market prices or dealer quotes for similar instruments
- the use of Breakup value/net asset value for unquoted equity instruments
- the fair value of the remaining financial instruments is determined using discounted cash flow analysis

iv. Valuation inputs and relationships to fair value

The significant unobservable inputs used in the fair value measurement categorised within Level 3 of the fair value hierarchy together with a quantitative sensitivity analysis as at March 31, 2025 and March 31, 2026 are shown as below:

Particulars	Valuation technique
Unlisted equity securities	Net Assets / Breakup value method

v. Valuation processes

The finance department of the company includes a team that performs the valuations of financial assets and liabilities required for financial reporting purposes, including level 3 fair values. This team reports directly to the chief financial officer (CFO) and the audit committee. Discussions of valuation processes and results are held between the CFO, audit committee and the valuation team regularly.

vi. Reconciliation of fair value measurement of financial assets classified as FVTOCI (Level 3):

Particulars	Unquoted equity shares
As at April 1, 2024	407,800.00
Remeasurement recognised in OCI	-
As at March 31, 2025	407,800.00
Remeasurement recognised in OCI	-
As at March 31, 2026	407,800.00

ES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

Note 34

Capital Management

For the purpose of the company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value.

Particulars	31st March 2026	31st March 2025
Borrowings	18,306,383	24,721,472
Trade payables	171,726,516	109,762,276
Other financial liabilities	1,061,824	768,824
Less: Other Bank Balances	-36,982,410	-26,014,998
Net Debt	**154,112,314**	**109,237,575**
Convertible preference shares		
Equity share capital	45,644,350	45,644,350
Other Equity	114,534,726	111,057,100
Total Capital	**160,179,076**	**156,701,450**
Capital and net debt	**314,291,390**	**265,939,025**
Gearing ratio(%)	**49.03**	**41.08**

No financial covenants for capital structure have been stipulated in the contracts for borrowings

UDIN: 26039707OOXMYI3467
For K.M.Kapadia and Associates
Chartered Accountants

CA Kamlesh Kapadia
Mem. No.: 039707

Vivid Global Industries Limited

Sd/-
Sumish Sudhir Mody
Managing Director
(DIN:00318652)

Sd/-
Meena Sumish Mody
Director
(DIN:07994050)

Sd/-
Sumiran Sudhir Mody
CFO

Sd/-
Miten Sudhir Mody
Whole - time Director
(DIN:02422219)

Sd/-
Neelam Pradeep Bajoria
Company Secretary

Place: Mumbai
Date: 29th May 2026

NOTES

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