

**INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF Z Tech (India) Limited**

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of **Z TECH (INDIA) LIMITED** ("the Company"), which comprise the balance sheet as at March 31, 2026 the statement of profit and loss, and statement of cash flows for the period ending March 31, 2026, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information

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

Basis for Opinion

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

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the annual report but does not include the financial statements and our auditor's report thereon. The annual report is expected to be made available to us after the date of this auditor's report.

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

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

When we will read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Responsibilities of Management and Those Charged with Governance for the Standalone 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 financial statements that give a true and fair view of the financial position, financial performance, and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application

of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books
 - c. The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account
 - d. In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e. On the basis of the written representations received from the directors as on 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 B".
 - g. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:
In our opinion, the managerial remuneration for the period ended March 31, 2026 has been paid by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;
 - h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - ii. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements;
 - iii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iv. There were no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Company.
 - v. a) The Management has represented that, to the best of its knowledge and belief, no funds

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(which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

For M/s NAV & Co LLP
Chartered Accountants
Firm Registration No. 023868N / N500443
Peer Review Certificate No. 015165



CA Priya Kumari
Partner
Membership No.: 445211
UDIN: 26445211UOCBJX6665
Place: New Delhi
Date: 20.05.2026

ANNEXURE - A TO THE INDEPENDENT AUDITORS' REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF Z TECH (INDIA) LIMITED
(Referred to in Paragraph 1 under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date)

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
(B) The Company has maintained proper records showing full particulars of Intangible Assets.
- (b) In accordance with the phased programme for verification of Property, Plant and Equipment, certain items of Property, Plant and Equipment were physically verified by the management during the period and no material discrepancies were noticed on such verification.
- (c) According to the information and explanation given to us, the title deeds of the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the company.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued any Property, Plant and Equipment during the period. Consequently, clause (i)(d) of the Order is not applicable to the Company.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder, if so. Consequently, clause (i)(e) of the Order is not applicable to the Company.
- (ii) (a) The management has conducted physical verification of inventories at reasonable interval during the period and no material discrepancies (10% or more in the aggregate for each class of inventory) were noticed on physical verification of inventories. In our opinion the coverage and procedure of such verification by the management is appropriate.
- (b) The company has been sanctioned working capital limits in excess of five crore rupees (during the period), in aggregate, from banks or financial institutions based on security of current assets; quarterly returns or statements filed by the company with such banks or financial institutions are in agreement with the books of account of the Company.
- (iii) The Company has granted advances and loans during the year to parties covered. In our opinion, the contractual terms and conditions of the grant of all such loans and advances are not prejudicial to the interest of the Company.
- (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 Act, with respect to the loans, investments, guarantees, and security provided, where applicable. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has accepted deposit during the period.

- (v) The Company has not accepted any deposits from the public within the meaning of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder.
- (vi) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company is not required to maintain cost records under section 148(1) of the Companies Act, 2013. Consequently, clause (vi) of the Order is not applicable to the Company.
- (vii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, 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, Custom Duty, Excise Duty, value added tax, GST, cess and any other dues, during the period, with the appropriate authorities.
 - (b) There were no undisputed amounts payable in respect of Provident Fund, Employees State Insurance, Income-tax, Sales-tax, Service Tax, Custom Duty, Excise Duty, value added tax, GST, 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.
 - (c) There are no dues of Income-tax, Sales-tax, Excise Duty, GST and Service Tax which have not been deposited as on March 31, 2026, on account of disputes with the related authorities.
- (viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no transactions which are not recorded in the books of account and have been surrendered or disclosed as income during the period in the tax assessments under the Income Tax Act, 1961
- (ix)
 - (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in the repayment of dues to financial institutions or banks.
 - (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared willful defaulter by any bank or financial institution or other lender.
 - (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has availed term loan during the period. According to the information and explanations given to us, the term loans were applied for the purpose for which the loans were obtained.
 - (x) (a) The Company has utilized money raised by way of preferential issue/share warrants for the specific purposes for which they were mandated.

- (b) During the year, the Company made a preferential allotment of 8,55,400 share warrants and successfully converted 1,28,000 warrants into equity shares in compliance with the required frameworks.
- (xi) (a) To the best of our knowledge and according to the information and explanations given to us, no material fraud by the Company or on the Company has been noticed or reported during the period.
- (b) According to the information and explanations given to us, no report under sub-section (12) of section 143 of the Companies Act has been filed by the auditor in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) According to the information and explanations given to us, no whistle blower complaints have been received during the period. Consequently, clause (xi)(c) of the Order is not applicable to the Company.
- (xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Consequently, clause (xii) of the Order is not applicable to the Company.
- (xiii) In our opinion and according to the information and explanations given to us, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013, and corresponding details have been disclosed in the financial statements, as required by the applicable Accounting Standards.
- (xiv) The company has an internal audit system that is commensurate with the size and nature of its operations.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with directors or persons connected with him.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Consequently, clause (xvi)(a), (b), (c) of the Order is not applicable to the Company.
- (xvii) The Company has not incurred any cash losses in the financial year and in the immediately preceding financial year.
- (xviii) There has been no resignation of statutory Auditors during the year.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of six month from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of six month from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) The company was required to spend statutory CSR amounts during the year in accordance with section 135 of the act. Total actual eligible expenditure incurred stood at Rs. 29.50 Lakhs, thereby meeting and exceeding the statutory obligation of Rs. 28.60 Lakhs calculated under section 198. the excess allocation has been accurately processed and fully disclosed in the financial statements.

For M/s NAV & Co LLP
Chartered Accountants
Firm Registration No. 023868N / N500443
Peer Review Certificate No. 015165



CA Priya Kumari
Partner
Membership No.: 445211
UDIN: 26445211UOCBJX6665
Place: New Delhi
Date: 20.05.2026

ANNEXURE “B” TO THE INDEPENDENT AUDITORS’ REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF Z TECH (INDIA) LIMITED

(Referred to in Paragraph 2 point (f) under the heading of “Report on Other Legal and Regulatory Requirements” 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 **Z TECH (INDIA) LIMITED** (“the Company”) as at March 31, 2026, in conjunction with our audit of the standalone financial statements of the Company for the period ended on that date.

Management’s Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by Institute of Chartered Accountants of India 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 authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls 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, to the best of our information and according to the explanation 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.

For M/s NAV & Co LLP
Chartered Accountants
Firm Registration No. 023868N / N500443
Peer Review Certificate No. 015165



CA Priya Kumari
Partner
Membership No.: 445211
UDIN: 26445211UOCBJX6665
Place: New Delhi
Date: 20.05.2026

Z-TECH (INDIA) LIMITED
Plot 140 Khasra No 249 Mangla Puri Gadaipur New Delhi DL 110030
CIN : L74899DL1994PLC062582

BALANCE SHEET AS ON 31.03.2026

Rs. In Lakhs

Particulars		Note No.	As at 31st March 2026	As at 31st March 2025
			Rs.	Rs.
I. EQUITY AND LIABILITIES				
1 Shareholders' funds				
(a) Share capital	2		1445.82	1433.02
(b) Reserves and surplus	3		17541.65	13322.65
(c) Money received against share warrants	4		3399.64	2330.00
2 Share application money pending against allotment				
3 Non-current liabilities				
(a) Long-term Borrowings	5		2712.81	157.46
(b) Long-Term Provisions	7		37.67	26.93
4 Current liabilities				
(a) Short-Term Borrowings	8		4782.37	22.43
(b) Trade payables	9			
(i) Total Outstanding dues of Micro and Small Enterprises and			397.67	504.33
(ii) Total Outstanding dues other than Micro and Small				
Enterprises			2398.65	1911.31
(c) Other current liabilities	10		685.03	650.25
(d) Short-Term Provisions	11		386.71	329.59
TOTAL			33788.04	20687.97
II ASSETS				
1 Non-current assets				
(a) Property, Plant and Equipment and Intangible assets	12		-	
(i) Property, Plant and Equipment			1994.08	294.68
(ii) Intangible Assets			3888.69	703.32
(iii) Capital work-in-progress			2397.92	2938.26
(iv) Intangibles assets under development				
(b) Non-current investments	13		-	-
(c) Deffered Tax Assets	6		131.90	2.90
(d) Other non-Current Assets	14		2230.65	779.38
2 Current assets				
(a) Inventories	15		338.63	216.60
(b) Trade receivables	16		9397.44	4688.15
(c) Cash and cash equivalents	17		1259.17	380.39
(d) Short-term loans and advances	18		2933.94	1185.22
(e) Other Current Assets	19		9215.63	9499.06
TOTAL			33788.04	20687.97

Significant accounting policies (Refer Note 1)

The accompanying notes no. 2 to 41 form an integral part of financial statement

As Per our annexed audit report of even date

For M/s NAV & Co LLP

Chartered Accountants

(Firm Registration No. 023868N /N500443)



CA Priya Kumari
Partner

M No: 445211

Udin:26445211UOCBJX6665

Place:Delhi

Date: 20-05-2026

For and on behalf of Board of Directors

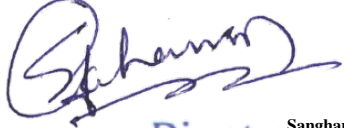
Z-Tech (India) Limited

For Z-TECH (INDIA) LIMITED

(Signature)
Director

Sanghamitra Borgohain
MANAGING DIRECTOR

DIN: 08578955

Z-TECH (INDIA) LIMITED Plot 140 Khasra No 249 Mangla Puri Gadaipur New Delhi DL 110030 CIN : L74899DL1994PLC062582 STATEMENT OF CASH FLOW			
			Rs. In Lakhs
	Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
A.	Cash flow from operating activities		
	Net profit before tax and after prior period item	4470.84	2745.91
	Adjustments for:		
	Depreciation	201.26	65.66
	Interest Income	(448.74)	(32.97)
	Loss on sale of fixed assets	23.30	-
	Sundry Balances written off	(103.39)	130.79
	Bad Debts	310.87	-
	Profit on sale of Shares	-	(5.76)
	Finance costs	188.49	9.07
	Operating profit before working capital changes	4642.63	2912.70
	Adjustments for:		
	(Increase) / decrease in current investments	-	-
	(Increase) / decrease in inventories	(122.03)	(108.20)
	(Increase) / decrease in trade receivables	(5020.16)	(1837.23)
	(Increase) / decrease in trade advances	(1748.72)	(740.94)
	(Increase) / decrease in other current assets	283.43	(9425.71)
	(Increase) / decrease in other non current assets	(1451.88)	(571.17)
	Increase / (decrease) in trade payables	484.07	803.64
	Increase / (decrease) in other current liabilities	34.78	506.72
	Increase / (decrease) in long term provisions	10.74	11.67
	Increase / (decrease) in short term provisions	57.12	68.86
	Cash generated from operations	(2830.02)	(8379.66)
	Income taxes paid/ Refund Received	(1008.03)	(756.96)
	Net cash provided / (used) by operating activities (A)	(3838.05)	(9136.62)
B.	Cash flows from investing activities		
	Purchase or construction of fixed assets and capital advances	(5108.71)	(632.58)
	WIP 7 Azooba Park Muradabaad	540.34	(2938.26)
	Proceeds from Sale of Investment	-	57.60
	Interest received	448.74	32.97
	Net cash provided / (used) by investing activities (B)	(4119.63)	(3480.27)
C.	Cash flow from financing activities		
	Finance costs paid	(188.49)	(9.07)
	Securities Premium	627.20	10052.18
	Proceeds from issue of share capital	12.80	492.42
	Proceeds from Share Warrants	1069.64	2330.00
	Proceeds/ Repayment from borrowings	7315.31	49.04
	Net cash provided / (used) by financing activities (C.)	8836.45	12914.57
	Net increase / (decrease) in cash and cash equivalents (A + B + C)	878.77	297.68
	Cash and cash equivalents at the beginning of period	380.39	82.71
	Cash and cash equivalents at the end of period	1259.17	380.39
	Notes to cash flow statement		
	1. Components of cash and cash equivalents :		
		As at 31 March 2026	As at 31 March 2025
	Cash in hand	1.93	8.83
	Balances with banks:		
	- On current accounts	806.06	371.56
	Cheque on Hand	451.17	
		1259.17	380.39
		-0	0
Significant accounting policies (Refer Note 1)			
The accompanying notes no. 2 to 41 form an integral part of financial statement			
As Per our annexed audit report of even date			
For M/s NAV & Co LLP		For and on behalf of Board of Directors	
Chartered Accountants		Z-Tech (India) Limited	
(Firm Registration No. 023868N /N500443)		For Z-TECH (INDIA) LIMITED	
 		 Director	
CA Priya Kumari		Sanghamitra Borgohain	
Partner		MANAGING DIRECTOR	
M No: 445211		DIN: 08578955	
Udin:26445211UOCBJX6665			
Place:Delhi			
Date: 20-05-2026			

Notes

- 1 The above financial results for the Quarter Ended and Year Ended March 31, 2026 have been reviewed by Audit committee and approved by the Board of Directors in their respective meetings held on **20.05.2026**.
- 2 Results have been prepared in accordance with **Section 133 of the Companies Act, 2013** read with relevant rules issued thereunder and the other accounting principles generally accepted in India.
- 3 The Statutory Auditors have carried out a **limited review** of these results in accordance with Regulation 33 of the SEBI (LODR) Regulations, 2015.
- 4 Trade receivables as at **31 March 2026** primarily comprise undisputed receivables considered good and recoverable in the ordinary course of business. The majority of trade receivables are outstanding for a period of less than six months amounting to ₹6088.24 Lakhs, which represents approximately 65% of the total trade receivables. Management has assessed the recoverability of receivables based on historical trends, ongoing customer relationships and subsequent realizations, and no material adjustment is considered necessary other than the provision already recognised in the books of account.
- 5 **BEPS (Basic Earning Per Share)** : Basic Earnings Per Share ("BEPS") is calculated by dividing the net profit attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of shares has been adjusted for allotment of 1,28,000 equity shares pursuant to conversion of share warrants on 10 December 2025.
- 6 **Share Warrants**
- During the year, the Company allotted **8,55,400** share warrants on preferential basis at an issue price of **₹575** per warrant, convertible into equivalent number of equity shares in accordance with applicable SEBI Regulations. An upfront amount of **₹12,29,63,750**, being **25%** of the issue price, was received against such warrants and disclosed under "Money received against share warrants" pending conversion.
- 7 **Diluted Earning Per Share**
- Diluted Earnings Per Share ("DEPS") has been calculated after considering the effect of potential equity shares arising from outstanding share warrants using the treasury stock method, wherever dilutive. During the period, 1,28,000 share warrants were converted into equity shares on 10 December 2025 and accordingly considered in computation of weighted average equity shares. Further, 8,55,400 share warrants issued on preferential basis on 12 February 2026 at an exercise price of ₹575 per warrant were considered anti-dilutive since the exercise price exceeded the average market price of the equity shares during the period and accordingly have been excluded from the computation of diluted earnings per share.
- The weighted average number of equity shares considered for computation of EPS are as under:
- | Particulars | Quarter Ended
31.03.2026 | Half Year Ended
31.03.2026 | Year Ended
31.03.2026 |
|--|-----------------------------|-------------------------------|--------------------------|
| Basic Weighted Average No. of Shares | 1,44,58,248 | 14409017 | 1,43,69,525 |
| Add: Dilutive Effect of Warrants | 1,70,840 | 166328 | 1,67,240 |
| Diluted Weighted Average No. of Shares | 1,46,29,088 | 14575345 | 1,45,36,765 |
- 8 **Segment Information**
- Based on guiding principles given in AS-17 "Segment Reporting", the business segment has been considered as the primary segment and the geographic segment has been considered as the secondary segment. The Company three segments namely, **Geo Technical Solutions, Industrial Waste Water Management, Creative Park Development**.
- Revenues and expenses directly attributable to segments are reported under each reportable segment. Expenses which are not directly identifiable to each reportable segment have been allocated on the basis of associated revenues of the segment and manpower efforts with some assumption on provisional basis. Revenue & Expenses not attributable to segments are reported as unallocatable.
- Assets and liabilities used in the Group's business are not identified to any of the reportable segments, as these are used interchangeably between segments. The Management believes that it is currently not practicable to provide segment disclosures relating to total assets and liabilities since a meaningful segregation of the available data is onerous.
- Below is the Financial Particulars, Segment wise.

Particulars	INR In Lacs						
	Quarter Ended			Half Year Ended		Year Ended	
	31.03.2026	31.12.2025	31.03.2025	31.03.2026	31.03.2025	31.03.2026	31.03.2025
Revenue by Business Segment							
Sustainable Theme Park Development	3,357	3,232	2,414	6,590	4,591	11,261	7,367
Other Segment Business	2,525	967	1,084	3,492	1,324	4,318	2,103
Add: Other Unallocable Income	389	27	5	417	10	560	10
Total	6,272	4,227	3,502	10,499	5,924	16,139	9,479
Less: Inter Segment Revenue	-	-	-	-	-	-	-
Net Revenue from operations	6,272	4,227	3,502	10,499	5,924	16,139	9,479
Segment profit before tax, depreciation and non-controlling Interest:							
Sustainable Theme Park Development	1,602	1,271	1,139	2,873	1,978	4,225	2,720
Other Segment Business	346	81	275	427	294	492	403
Total	1,948	1,352	1,415	3,300	2,272	4,717	3,122
Less: Other Unallocable Expenditure	-127	194	138	68	231	186	367
Less: Finance Cost	12	14	3	26	6	60	9
Profit before tax and non-controlling interests	2,063	1,143	1,273	3,206	2,036	4,471	2,746

9 **Statement of Utilization of Funds Raised**

Objects of the Issue	Amount Proposed in Offer Document (Rs. In Lakhs)	Revised Cost (Rs. In Lakhs)	Amount Raised During the Quarter (Rs. In Lakhs)	Amount Utilized during the Quarter (Rs. In Lakhs)	Unutilized amount (Rs. In Lakhs)
General Corporate Purpose	862	738		0	
Capital Expenditure in Theme Parks and Geo-Tech Segment	2444	2090	1229	330	551
Working Capital Requirements	2444	2090		348	
Total	5750	4918	1229	678	551

- The Amount of Rs. 12.29 Crore (For issue of 855400 share warrants @575/-) representing 25% of the warrant issue price were received during the quarter ended 31.03.2026

10 **Corporate Social Responsibility (CSR) Activities**

During the financial year ended March 31, 2026, the Company was statutorily required to spend **₹28.60 Lakhs** towards Corporate Social Responsibility (CSR) activities, computed in accordance with Section 135 read with Section 198 of the Companies Act, 2013.

Against this obligation, the Company has incurred an eligible expenditure of **₹29.50 Lakhs** during the year, primarily towards its environmental sustainability project "Asha Deep" (Waste to Wealth initiative) at Faridabad. Consequently, the Company has fully satisfied its statutory CSR criteria for the financial year, with an excess spend of **₹0.90 Lakhs**, which will be handled/carried forward in accordance with the provisions of Section 135(5) of the Act and applicable CSR Rules.

9 Figures of the previous year/period have been regrouped/ rearranged wherever considered necessary.

For M/s NAV & Co LLP
Chartered Accountants
(Firm Registration No. 023868N /N500443)

CA Priya Kumari
Partner
M No: 445211
Udin:26445211UOCBJX6665
Place:Delhi
Date: 20-05-2026



For and on behalf of Board of Directors
Z-Tech (India) Limited

For Z-TECH (INDIA) LIMITED

Sanghamitra Borgohain
Director

Sanghamitra Borgohain
MANAGING DIRECTOR
DIN: 08578955



Z-TECH (INDIA) LIMITED

CIN: L74899DL1994PLC062582

Regd. Office: Plot 140, Khasra No 249, Mangla Puri, Gadaipur, Delhi-110030

E-mail: cs@ztech-india.com, **Contact No:** 011-47047231

Website: www.z-techindia.com

Date: 20.05.2026

To,

National Stock Exchange of India
Listing Compliance Department,
Exchange Plaza, 5th Floor, Plot No. C/1, Block-G,
Bandra Kurla Complex,
Bandra (E), Mumbai-400051.

Company Symbol: ZTECH; ISIN: INE0ISZ01012

Dear Sir/Madam,

Subject: Declaration pursuant to Regulation 33(3)(d) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015

We hereby declare that the Statutory Auditor of the Company M/s. NAV & Co LLP, Chartered Accountants (FRN: 023868N/N500443) have issued Audit Report with unmodified opinion with respect to Audited Financial Results of the Company for the half year and year ended 31 March, 2026.

This declaration is issued in Compliance of the Regulation 33(3)(d) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 read with the SEBI Circular No. CIR/CFD/CMD/56/2016 dated 27th May, 2016.

Kindly take the above on your records and oblige us.

Yours faithfully,

For Z-TECH (INDIA) LIMITED
For Z-Tech (India) Limited


(Sanghamitra Borgohain)
Managing Director
DIN: 08578955

Statement of Deviation/Variation in utilization of funds raised

Name of Listed Entity	Z-Tech (India) Limited
Mode of Fund Raising	Preferential Issue of Convertible Warrants
Date of Raising Funds	12.02.2026 (Date of Allotment)
Amount Raised (In RS. Crore)	12.29 (Upfront receipt of 25% of total consideration)
Report filed for Quarter/ year ended	31.03.2026
Monitoring Agency	Not Applicable
Monitoring Agency Name, if applicable	Not Applicable
Is there a Deviation/Variation in use of funds raised	No
If yes, whether the same is pursuant to change in terms of contract or objects, which was approved by the shareholders	Not Applicable
If yes, Date of shareholders approval	Not Applicable
Explanation for the Deviation/ Variation	Not Applicable
Comments of the Audit Committee after review	NIL
Comments of the Auditors, if any	NIL

N A V & CO LLP (Erstwhile N A V & CO.) LLPIN ACH-2139

Corporate Office : <Plot No. 6 Hari Nagar Pratap Nagar, New Delhi-110064>

Website: www.canav.in , **Email** - contact@canav.in ☎ 0172-5024700, <7696516545>

Head Office: - SCO 40, 2nd Floor, Sector 47-D, Chandigarh- 160047

Branch Offices at New Delhi, Haryana, Madhya Pradesh and Punjab

Sr. No	Object as disclosed in the offer Document (Rs in Lakhs)	Amount as proposed in the offer document (Rs. in Crore)	*Revised Cost (Rs. in Crore)	**Amount raised during the Quarter through allotment of 8,55,400 Warrants (Rs. In Crore)	Amount utilized in (Rs. In Crore)			Unutilized amount (Rs. In Crore)	Remarks if any
					As at beginning of the quarter (01.01.2026)	During the quarter (01.01.2026 to 31.03.2026)	At the end of the quarter (31.03.2026)		
1	General Corporate Purpose	8.62	7.38	12.29	-	0.00	0.00	NIL	None
2	Capital Expenditure in Theme parks and Geo-Tech Segment	24.44	20.90		-	3.30	3.30	NIL	None
3	Working Capital requirements	24.44	20.90		-	3.48	3.48	NIL	None
	Total	57.50	49.18	12.29		6.78	6.78	NIL	

* At the time of allotment, warrants worth Rs. 8.31 crores were not subscribed due to which the issue size reduced from Rs. 57.50 crore to Rs. 49.18

**The Amount of Rs. 12.29 Crore representing 25% of the warrant issue price were received during the quarter ended 31.03.2026

*** The balance amount of subscribed warrants i.e. 8,55,400 @ $(575 \times 3/4)$ = Rs. 36,88,91,250/- to be received in 18th Months

For M/s NAV & Co LLP

Chartered Accountants

Firm Reg No: 023868N / N500443

Peer Review Certificate No. 015165



CA Priya Kumari

Partner

Membership No.: 445211

UDIN: 26445211WCZLAE3407

Place: New Delhi

Date: 20.05.2026

N A V & CO LLP (Erstwhile N A V & CO.) LLPIN ACH-2139

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